STATE OF TEXAS §

COUNTY OF FORT BEND §

FIFTH AMENDMENT TO AGREEMENT FOR TRANSIT OPERATIONS AND SERVICES BETWEEN FORT BEND COUNTY AND FIRST TRANSIT, INC. PURSUANT TO RPF 18-057

THIS FIFTH AMENDMENT, is made and entered into by and between Fort Bend County (hereinafter "County"), a body corporate and politic under the laws of the State of Texas, and First Transit, Inc., (hereinafter "Contractor"), a company authorized to conduct business in the State of Texas.

WHEREAS, the parties executed and accepted that certain Agreement for Transit Operations and Services on March 26, 2019 pursuant to RFP 18-057, (hereinafter "Agreement"), as amended by documents executed on July 7, 2020 (hereinafter "Amendment"), July 28, 2020 (hereinafter "Second Amendment"), September 22, 2020 (hereinafter "Third Amendment") and January 5, 2021 (hereinafter "Fourth Amendment"); and

WHEREAS, the parties would like to make the following changes to the Agreement;

NOW, THEREFORE, the parties do mutually agree as follows:

1. The Pricing Sheet attached as Exhibit C to the Original Agreement shall be replaced with the attached Revised-Pricing Sheet attached hereto as Exhibit "A" with prices to be in effect starting April 1, 2022. It is understood that the Contractor will not provide additional new spares under this agreement.

Except as provided herein, all terms and conditions of the Agreement and any subsequently executed amendment shall remain unchanged.

IN WITNESS WHEREOF, the parties hereto have signed or have caused their respective names to be signed to multiple counterparts to be effective on the date signed by the final party.

{Execution Page Follows}

| FORT BEND COUNTY | FIRST TRANSIT, INC |
|--|--|
| | Bury & Z |
| KP George | Authorized Agent - Bradley Thomas |
| | CEO |
| Date | Title |
| | July 5, 2022 |
| | Date |
| ATTEST: | |
| | |
| | |
| Laura Richard, County Clerk | |
| APPROVED: | |
| Qui D'armond | |
| Perri D'Armond, Director, Fort Bend County Public Transportat | ion |
| | |
| AUDITOR | 'S CERTIFICATE |
| I hereby certify that funds are a | available in the amount of \$ |
| to accomplish and pay the obligation | of Fort Bend County under this contract. |
| | Robert Ed Sturdivant, County Auditor |

 $i:\ \ agreements \ \ \ bublic\ transportation \ \ \ first\ transit\ \ \ \ first\ transit\ -\ fifth\ amendment. docx\ 6/7/2022.\ 20-pt-500100-a2-a5\ hna$

EXHIBIT A

Revised Pricing Sheet

REVISED EXHIBIT C - AMENDMENT 5 - PRICING SHEET

| Please complete all applicable unshaded cells. Use the Explanations and Assumptions | Before Facility Move-In | Before Facility Move-In | After Facility Move-In | In New Facility | Original Yr Four | In New Facility | In New Facility | In New Facility | 4 FIRST TRANSIT SERVICE WORKERS |
|--|----------------------------------|----------------------------------|----------------------------------|----------------------------------|------------------------------|-------------------------------------|----------------------|---------------------------------------|---|
| column to detail or note any information you feel pertinent to your bid. You must also include the methodology used to arrive at your rates. Attach additional sheets as | Yr One | Yr 1 | | Yr Three | Yr Four | Yr Four | Yr Four | Yr Five | |
| necessary. (NOTE: The gray shaded cells contain formulas that will automatically calculate.) | | | | | | | | | Explanations and Assumptions |
| culculate.) | 10/1/2018 - 9/30/2019 | 10/1/2019 | - 9/30/2020 | 10/1/2020 - 9/30/2021 | 10/1/2021-9/30/2022 | 10/1/2021 - 3/31/2022 | 4/1/2022 - 9/30/2022 | 10/1/2022 - 9/30/2023 | |
| Line | | | I + | | OPERATIONS LA | | | | |
| 1 (61) Vehicle Operators (\$14.50 per hour) 2 (2) Safety and Training | \$ 1,845,338.93 \$ 185,319.95 | \$ 1,887,184.23 \$ 197,068.24 | \$ 1,887,184.23 \$ 197,068.24 | \$ 1,931,590.05 \$ 199,558.60 | | \$ 973,617.67 \$ \$ 99,218.61 \$ | | | Starting wage was \$14.50 until 3/31/2022/ \$15.30/hour beginning 4/1/2022 for 53 Drivers C. Smith, L. Greenwood |
| (1) Field Supervision | \$ 65,000.00 | \$ 66,625.00 | <u> </u> | \$ 68,290.63 | \$ 69,997.89 | \$ 34,459.96 \$ | | | J. Valdez |
| 4 (4) Dispatchers | \$ 135,559.10 | <u> </u> | \$ 137,999.16 | \$ 140,483.14 | | \$ 70,404.73 \$ | | • | A. Campbell, M. Armstead, T. McGee, L. Byrd (Payroll Clerk) |
| 5 (1) General Manager | \$ 108,521.88 | <u> </u> | \$ 110,692.31 | \$ 112,906.16 | | \$ 59,076.00 \$ | | · · · · · · · · · · · · · · · · · · · | Julia Saldana |
| 6 (1) Operations Manager | \$ 56,844.79 | \$ 57,981.69 | | \$ 59,141.32 | | \$ 29,538.00 \$ | | \$ 60,450.00 | Yolanda Verdine |
| 7 (1) Scheduler 8 (4.5) Reservationist | \$ - \$ - | \$ - \$ - | \$ - \$ - | \$ - \$ - | \$ - \$ - | \$ - \$ \$ - \$ | - | | Not Part of Total. Year One Estimate: \$70,740.14 Not Part of Total. Year One Estimate: \$260,212.21 |
| 9 Payroll Taxes | T | , | \$ 218,631.51 | \$ 223,930.57 | 7 | \$ 112,930.77 \$ | | \$ 218,277.83 | Notifult by Your. Your one Estimate. \$200,212.21 |
| 10 Worker's Compensation | \$ 100,352.92 | \$ 105,447.51 | \$ 105,447.51 | \$ 110,386.86 | | \$ 56,900.13 \$ | | | |
| Subtotal: Operations Labor | \$ 2,709,823.10 | \$ 2,781,629.64 | \$ 2,781,629.64 | \$ 2,846,287.33 | | | 1,322,604.87 | \$ 2,606,954.56 | |
| Line (F) Masharira (Tasha) | ¢ 250,660,04 | ć 262.225.07 | 6 262 225 07 | ć 250.055.74 | MAINTENANCE L | | 475.262.04 | Ć 245 277 47 | M. Corillo W. Verraldond J. Corillo Corr. L. Verrano J. Colo |
| 11 (5) Mechanics (Techs) 12 (2) Supervisors/Foreman | | | \$ 263,325.87 \$ 153,016.36 | \$ 268,065.74 \$ 155,949.87 | | | | | M. Castillo, W. Youngblood, J. Coello-Cruz, I.Vasquez, J. Cole, Kenneth Kerbaugh |
| 2) Supervisors/Foreittalti | ' ' | | | · | · · | , | , | • | B. Phillipp, C. Castillo, C. Gonzales, J. Lozano Incr to \$14.50 |
| 13 (4) Maintenance Clerk (Service Workers) | \$ 62,231.77 | \$ 63,351.94 | | \$ 106,519.53 | \$ 108,436.88 | \$ 53,383.48 \$ | 51,304.35 | \$ 101,072.40 | Year 2 - After Facililty Move-In: (4) Full-Time and (0) Part-Time Parts Clerk, |
| 14 Payroll Taxes | | <u> </u> | | \$ 50,960.47 | | \$ 25,593.00 \$ | | • | |
| 15 Worker's Compensation Subtotal: Maintenance Labor | | | | \$ 17,645.83 | | \$ 9,024.10 \$ | | · · · · · · · · · · · · · · · · · · · | |
| Subtotui. Waintenance Luboi | \$ 531,125.07 | \$ 541,268.98 | \$ 581,773.58 | \$ 599,141.43 | \$ 610,584.65 MAINTENAN | \$ 300,590.82 \$ | 301,496.35 | \$ 593,964.45 | |
| 16 Vehicle Parts | \$ 363,541.23 | \$ 424,594.84 | \$ 424,594.84 | \$ 422,773.84 | | | 253,099.83 | \$ 487,429.95 | |
| 17 Tires | | \$ 41,864.13 | | \$ 41,855.59 | \$ 41,844.61 | \$ 20,600.10 \$ | 21,240.32 | | |
| 18 Fluids | \$ 16,731.06 | \$ 16,745.65 | \$ 16,745.65 | \$ 16,742.24 | \$ 16,737.84 | \$ 8,240.04 \$ | 8,496.13 | \$ 18,912.30 | |
| 19 Shop Supplies | | <u> </u> | | | | \$ 1,855.54 \$ | | <u> </u> | |
| 20 Tools and Equipment | \$ 24,395.76 | | | | | \$ 1,284.78 \$ | | • | |
| 21 Fleet License/Inspection Subtotal: Maintenance | \$ 10,000.00 \$ 459,995.69 | \$ 10,250.00 | \$ 10,250.00 \$ 517,569.06 | \$ 10,506.25 \$ 510,241.83 | | \$ 5,301.53 \$ \$ 282,752.93 \$ | | | |
| Line | 3 439,993.09 | \$ 517,509.00 | 3 317,309.00 | 3 310,241.83 | OTHER OVERH | | 291,340.30 | 3 380,118.30 | |
| 22 Uniforms | \$ 10,100.00 | | | | \$ 21,807.04 | \$ 10,735.60 \$ | · | | Year 2 - After Facility Move-In: Increase in Uniform Cost \$250/Employee up to 70 Employees, also includes \$3,690 of technicians uniforms, \$400 per maint. Ee per year. |
| 23 Recruiting | \$ 2,160.00 | \$ 2,214.00 | | \$ 2,269.35 | | \$ 1,145.13 \$ | | | |
| 24 Background/Driving Records 25 Training | | | | \$ 9,287.53 \$ 23,901.72 | | \$ 4,596.43 \$ \$ 12,060.99 \$ | | | |
| 26 Drug Testing | \$ 22,968.00 | \$ 25,653.70 | | \$ 25,862.19 | | \$ 12,831.83 \$ | | • | |
| Subtotal: Other Overhead | | | | | | . , , . | | | |
| Line | | | | | ADMINISTRAT | ION | | | |
| 27 (2) General & Administrative Staff | \$ 101,634.10 | | | | | \$ 52,986.28 \$ | | | AGM Paula Cooper; Trip Editor K. Gwynne |
| 28 Payroll Taxes | \$ 8,907.19 | | | \$ 9,252.72 | | \$ 4,642.65 \$ | | | |
| 29 Worker's Compensation 30 Other Benefits | | | \$ 2,113.33 \$ 352,541.29 | | | \$ 1,124.59 \$ \$ 193,242.52 \$ | | | Includes health benefits, life insurance, and paid-time-off for all employees |
| 31 Administrative Materials/Supplies Sumation of items below. | \$ 690,381.50 | | | \$ 592,751.55 | | \$ 278,977.45 \$ | | | includes health benefits, life insurance, and paid-time-off for all employees |
| 31a Non-Revenue Vehicles | \$ 16,356.60 | <u> </u> | | \$ 17,170.38 | | \$ 8,645.44 \$ | | | |
| 31b Property Taxes | | | | | | \$ 10,603.07 \$ | | • | Personal property tax for revenue and non-revenue vehicles |
| 31c Tolls | , , , , , , , , , , | | | | | \$ 1,272.37 \$ | | | First Transit Vehicles: Demand response use of tollways |
| 31d Office Equipment & Supplies | \$ 18,864.00 | \$ 19,225.85 | \$ 19,225.85 | \$ 19,596.75 | \$ 20,314.46 | \$ 10,000.81 \$ | 10,311.62 | \$ 20,704.14 | |
| Maintenance Facility Rent, All Utilities, & Maintenance 31e | \$ 79,680.00 | \$ 81,672.00 | \$ - | \$ - | \$ - | \$ - \$ | - | \$ - | To remove the Facility expenses After Facility Move In (Years 2- 5) First Transit assumes all utilities, building maintenance and janitorial services will be provided by Fort Bend at no cost to First Transit. |
| 31f Telephone | | <u> </u> | | \$ 40,974.38 | | | | | Cellular costs for Sprint-Nextel two way radio |
| 31g Outside Services | | · | | | | \$ 4,637.78 \$ | | | Payroll services and ennvironmental support for maintenance functions |
| 31h Corporate Overhead 31i Profit | \$ 197,757.13 \$ 249,764.92 | | \$ 205,704.28 \$ 193,551.18 | \$ 211,431.99 \$ 209,376.83 | | \$ 107,781.97 \$ \$ 84,414.41 \$ | | | Assumption this needs to be updated accordingly. |
| 31j Privecam | \$ 31,584.00 | | | | | \$ 16,744.36 \$ | | | Basic Package |
| 31k GeoTab | | | | | | \$ 4,987.68 \$ | | • | Basic Package |
| Moving Expenses | | | \$ 833.33 | | | | | | To reduce the moving expenses in years 3-5 First Transit assumes the following: Office furnishings for the First Transit employees will be provided by Fort Bend including all Manager, Maint, Dispatch, reservations and scheduling staff at no cost to First Transit. All computers provided to Managers, Dispatchers, schedulers, maintenance and safety will be provided by Fort Bend County at no cost to First Transit. First transit will only need to move current personal effects, file cabinets and files to the new facility. |
| 31m Taxi Back-Up (\$.05/hour) | \$ 5,158.85 | \$ 5,158.85 | \$ 5,158.85 | \$ 5,158.85 | \$ 5,158.85 | \$ 2,539.70 \$ | 2,618.63 | \$ 5,158.85 | \$.05/hour drives \$5158/year to be used for taxi back-up services. |
| 31n Misc. Other | \$ 11,660.00 | \$ 11,951.50 | \$ 11,951.50 | \$ 12,250.29 | \$ 12,556.54 | \$ 6,181.58 \$ | 6,373.70 | \$ 12,870.46 | Admin purchases sales tax, Admin equipment purchases, Administrative training (ASE test training), Printing of training materials |
| Subtotal: Administrative Costs | \$ 1,137,221.65 | \$ 1,115,261.36 | \$ 1,034,422.69 | \$ 1,082,111.26 | \$ 1,078,556.75 | \$ 530,973.49 \$ | 589,071.57 | \$ 1,103,682.16 | |

| Please complete all applicable unshaded cells. Use the Explanations and | Before Facility | Before Facility | After Facility | In New Facility | Original Yr Four | In New Facility | | In New Facility | 4 FIRST TRANSIT SERVICE WORKERS | |
|--|---|-----------------|-----------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|---|--|
| Assumptions column to detail or note any information you feel pertinent to your | Move-In | Move-In | Move-In | , | 0.1.g | | | , | | |
| bid. You must also include the methodology used to arrive at your rates. Attach | Yr One | Yr T | wo | Yr Three | Yr Four | Yr Four | Yr Four | Yr Five | | |
| additional sheets as necessary. | | | | | | | | | Explanations and Assumptions | |
| (NOTE: The gray shaded cells contain formulas that will automatically calculate.) | 10/1/2018 - 9/30/2019 | 10/1/2019 - | 0/20/2020 | 10/1/2020 - 9/30/2021 | 10/1/2021-9/30/2022 | 10/1/2021 - 3/31/2022 | 4/1/2022 - 9/30/2022 | 10/1/2022 - 9/30/2023 | | |
| line | 10/1/2010 - 5/30/2013 | 10/1/2015 | 3/ 30/ 2020 | 10/1/2020 - 3/30/2021 | INSURANC | | 4/ 1/ 2022 - 3/ 30/ 2022 | 10/1/2022 - 3/30/2023 | | |
| 32 Auto Insurance (Revenue Fleet Only) | \$ 179,519.79 | | | \$ 375,260.95 | \$ 739,284.77 | | | | | |
| 33 General Liability | \$ 172,433.92 \$ 9.075.47 | | | · · · · · · · · · · · · · · · · · · · | ' ' | ' ' | | · · · · · · · · · · · · · · · · · · · | | |
| 34 Performance Bond | \$ 4.125.00 | | | | · · · · · · · · · · · · · · · · · · · | · · · · · · · · · · · · · · · · · · · | · | · · · · · · · · · · · · · · · · · · · | | |
| Subtotal: Insurance | , | \$ 189,528.74 | | · · · · · · · · · · · · · · · · · · · | · / | | · · · · · · · · · · · · · · · · · · · | · · · · · · · · · · · · · · · · · · · | | |
| COST SUMMARY | | | | | | | | | | |
| Subtotal: Operations Labor \$ 2,709,823.10 \$ 2,781,629.64 \$ 2,781,629.64 \$ 2,846,287.33 \$ 1,456,352.65 \$ 716,962.41 \$ 728,176.33 \$ 2,606,954.56 | | | | | | | | | | |
| Subtotal: Maintenance Labor | \$ 531.125.07 | \$ 541.268.98 | \$ 581.773.58 | \$ 599,141.43 | | \$ 300,590.82 | \$ 305,292.32 | | | |
| Subtotal: Maintenance | \$ 459,995.69 | \$ 517,569.06 | \$ 517,569.06 | \$ 510,241.83 | | \$ 282,752.93 | \$ 287,175.43 | | | |
| Subtotal: Other Overhead | \$ 66,138.00 | \$ 70,774.20 | \$ 80,767.95 | \$ 82,595.94 | \$ 84,034.08 | \$ 41,369.98 | \$ 42,017.04 | | | |
| Subtotal: Administrative Costs | \$ 1,137,221.65 | \$ 1,115,261.36 | \$ 1,034,422.69 | \$ 1,082,111.26 | \$ 1,078,556.75 | \$ 530,973.49 | \$ 539,278.38 | \$ 1,103,682.16 | Taxi Cab Back Up Option Removed From this section | |
| Subtotal: Insurance | \$ 185,634.39 | \$ 189,528.74 | \$ 189,528.74 | \$ 193,302.03 | \$ 197,139.29 | \$ 97,051.67 | \$ 98,569.65 | \$ 774,977.46 | | |
| TOTAL COSTS USING FBC OWNED VEHICLES | \$ 5,089,937.89 | \$ 5,216,031.98 | \$ 5,185,691.66 | \$ 5,313,679.81 | \$ 4,001,018.29 | \$ 1,969,701.30 | \$ 2,000,509.14 | \$ 5,744,424.67 | | |
| ADD: CONTRACTOR VEHICLE COSTS | \$ 88,400.05 | \$ 98,585.05 | \$ 98,585.05 | \$ 148,175.00 | \$ 148,175.00 | \$ 72,946.55 | \$ 74,087.50 | \$ 148,175.00 | | |
| TOTAL COSTS USING CONTRACTOR OWNED VEHICLES | \$ 5,178,337.94 | \$ 5,314,617.03 | \$ 5,284,276.71 | \$ 5,461,854.81 | \$ 4,149,193.29 | \$ 2,042,647.85 | \$ 2,074,596.64 | \$ 5,892,599.67 | | |
| | | | DEA | MAND DECDONCE/ | DOINT DEVIATION / | MINIL WAN OR 16 DAG | CENCED DUC | | | |
| | | | | • | • | MINI-VAN OR 16 PAS | , | | | |
| Est Service Hours: Demand Response/Point Deviation | 68696 | 68696 | 68696 | 68696 | 68696 | 33819 | 34348 | | | |
| # of FBC Vehicles - Demand Response/Point Deviation | 24 | 24 | 24 | 24 | 24 | 24 | 24 | | estimation for reference only | |
| Est Service Hours: County Vehicle | 87.20% | 87.20% | 87.20% | 87.20% | 87.20% | 87.20% | 87.20% | | estimation for reference only | |
| Est Service Hours: Contractor Vehicle | 12.80% | 12.80% | 12.80% | 12.80% | 12.80% | 12.80% | 12.80% | 12.80% | estimation for reference only | |
| # of Contractor Vehicles - Demand Response/Point Deviation | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | | |
| FBC Vehicle - Cost Per Service Hour | \$ 49.03 | | | \$ 52.34 | | | \$ 56.87 | | Does not include Scheduler/Reservationist costs. | |
| Contractor Vehicle - Cost Per Service Hour | \$ 60.54 | \$ 62.14 | \$ 56.77 | | ' | • | \$ 65.92 | \$ 65.92 | Does not include Scheduler/Reservationist costs. | |
| | | | | | MMUTER (32 or 42 P | | | | | |
| Est Service Hours: Commuter | 34086 | 34086 | 34086 | 34086 | 34086 | 16781 | 17043 | 34086 | | |
| # of FBC Vehicles - Commuter | 18 | 18 | 18 | 18 | | 18 | 18 | | estimation for reference only | |
| Est Service Hours: County Vehicle | 75.00% | 75.00% | 75.00% | 75.00% | 75.00% | 75.00% | 75.00% | | estimation for reference only | |
| Est Service Hours: Contractor Vehicle | 25.00% | 25.00% | 25.00% | 25.00% | 25.00% | 25.00% | 25.00% | 25.00% | estimation for reference only | |
| # of Contractor Vehicles - Commuter | 7 | 7 | 7 | 7 | 7 | 7 | 7 | 7 | | |
| FBC Vehicle - Cost Per Service Hour | \$ 47.22 | | \$ 49.20 | \$ 50.41 | | \$ 51.78 | \$ 54.78 | | Does not include Scheduler/Reservationist costs. | |
| Contractor Vehicle - Cost Per Service Hour | \$ 58.73 | \$ 60.28 | | \$ 58.97 | • | \$ 60.33 | • | \$ 63.83 | Does not include Scheduler/Reservationist costs. | |
| CHARTER (NO MINIMUM SIZE-MAXIMUM BUS SIZE 42 PASSENGER) | | | | | | | | | | |
| Est # of trips: Charter | 10 | 10 | 10 | 10 | 10 | 10 | 10 | 10 | | |
| # of Contractor Vehicles - Charter | 2 | 2 | 2 | 2 | 2 | 2 | 2 | 2 | | |
| FBC Vehicle - Cost Per Service Hour (must be same rate as Commuter) | \$ 47.22 | | · | <u>'</u> | | | | | Does not include Scheduler/Reservationist costs. | |
| Contractor Vehicle - Cost Per Service Hour (must be same rate as Commuter) | \$ 58.73 | \$ 60.28 | | • | • | • | , | \$ 63.83 | Does not include Scheduler/Reservationist costs. | |
| | | | | | • | DA ACCESSIBLE IF RE | | | | |
| Est # of trips: Guaranteed Ride Home | 48 | 48 | | 48 | | 48 | 48 | | | |
| Flat Rate per Trip | \$ 45.00 | \$ 46.13 | \$ 46.13 | \$ 47.28 | \$ 48.46 | \$ 48.46 | \$ 51.27 | \$ 51.27 | | |