

 HARRIS COUNTY TOLL ROAD AUTHORITY

June 2, 2015

Commissioners Court  
Administration Building  
Houston, Texas 77002

**SUBJECT: Recommendation that Commissioners Court approve an Amendment for the Early Termination of the Joint Maintenance and Operations Agreements for the Fort Bend Parkway and Fort Bend Westpark Toll Road Extension**

Dear Court Members:

It is recommended that Commissioners Court approve an Amendment for the Early Termination of the Joint Maintenance and Operations Agreements for the Fort Bend Parkway and Fort Bend Westpark Toll Road Extension.

The Toll Road Authority recommends that all appropriate officials be granted authority to take all necessary actions to execute this amendment. Attached are seven (7) originals. Please return four (4) fully executed originals to the Toll Road. This amendment has been reviewed and approved by the Harris County Attorney's Office.

Sincerely,



Gary K. Trietsch, P.E.  
Executive Director

*LC*  
GKT:LC:pjh  
Attachments

cc: HCTRA Management  
Laura Cahill  
Tisha Laws  
Agenda File

*US- org letter + 1 org Asmt*

*TRA- copy letter + 6 org Asmts*

*Aud. copy*

*Lance-copy*

*Reid 7 org Asmts*

Vote of the Court:			
	Yes	No	Abstain
Judge Emmett	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Lee	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Morman	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Radack	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Cagle	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

HARRIS COUNTY  
BUDGET MANAGEMENT  
DEPARTMENT  
15 MAY 27 AM 8:32

Presented to Commissioner's Court

JUN 02 2015

APPROVE LC  
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**AMENDMENT FOR THE EARLY TERMINATION OF THE JOINT MAINTENANCE  
AND OPERATIONS AGREEMENTS FOR  
THE FORT BEND PARKWAY AND FORT BEND WESTPARK TOLL ROAD  
EXTENSION**

This Amendment (this "Amendment") is made and entered into as of June 2, 2015 by and between HARRIS COUNTY, a political subdivision of the State of Texas, and FORT BEND COUNTY, a political subdivision of the State of Texas.

**BACKGROUND**

Harris County and Fort Bend County entered into an Agreement for the Joint Construction, Maintenance and Operation of the Fort Bend Parkway Toll Road in 2004 and an Agreement for the Joint Construction, Maintenance and Operation of the Fort Bend Westpark Toll Road Extension in 2005 (the "Agreements"), as amended. Under the Agreements, the Harris County Toll Road Authority ("HCTRA") has provided toll collection and enforcement, roadway maintenance, and incident management to these two segments of the Fort Bend County Toll Road Authority ("FBTRA") System.

Fort Bend County is in the process of installing new toll collection equipment on Westpark and the Parkway that will integrate with Fort Bend County's toll collection system (the "Conversion Project").

Upon completion of the Conversion Project, all operational functions will be Fort Bend County's responsibility, and Harris County's responsibility under the Agreements will end.

The Parties desire to terminate the Agreements in advance of the expiration of their terms and establish the process governing the transition of toll collection services. NOW, THEREFORE, for and in consideration of the mutual agreements contained herein the Parties agree to amend the Agreements as follows:

**AGREEMENT**

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**Section 1.1 Definitions.**

"Conversion Date" means the date Fort Bend County begins processing toll transactions through its equipment and systems. The projected "Conversion Date" is specified in the Conversion Schedule attached hereto in Appendix A to this Agreement, which schedule is subject to change based on weather and crew availability.

"Termination Date" means the date that all obligations contained in this Agreement are certified as complete by the Executive Directors of the Harris County Toll Road Authority and the FBTRA.

**Section 1.2 Transfer of Toll Collection Responsibility.** Fort Bend County will be responsible for processing such new toll transactions and violations that occur on and after midnight on the Conversion Date. In order to ensure a seamless transition, FBTRA will not process any violations until after June 25, 2015 to allow HCTRA time to communicate with their non-tag customers.

**Section 1.3 Toll Collections/ Violation Processing for Transactions Prior to the Conversion Date.** Harris County currently has toll transactions and violations in various stages of processing and will accumulate additional toll transactions and violations until the Conversion Date. Harris County will continue to process those transactions and violations under the terms of the Agreements until either: i) all transactions and violations have been collected or otherwise disposed of in HCTRA's normal course of business; or ii) the Executive Directors of HCTRA and FBTRA mutually agree to transfer those outstanding transactions and violations to FBTRA upon mutually agreeable terms. The parties will use their best efforts to reach an agreement on the transfer within 90 days of the Conversion Date.

**Section 1.4 Equipment Removal.** Within five (5) days of the Conversion Date, FBTRA will remove at its cost and expense any Harris County tagged toll collection equipment from the Parkway and Fort Bend Westpark Toll Road Extension, and within 10 days return that equipment to HCTRA. With 24-hour notice to HCTRA, FBTRA may remove at its cost and expense equipment currently stored in the HCTRA warehouse. Any equipment FBTRA does not remove from the HCTRA warehouse within 30 days of the Conversion Date becomes the property of HCTRA. An inventory of the equipment referenced in this paragraph is attached as Appendix B hereto.

**Section 1.5 Early Termination of Agreements.** The Agreements shall terminate on the Termination Date.

**Section 1.6 Warranties, Representations, Indemnifications, and Covenants.**

(a) Fort Bend County represents and warrants that all actions prerequisite to the County's execution of this Agreement have been duly and effectively taken; that this Agreement was entered into pursuant to an Order that was duly adopted by the duly-elected Commissioners Court of Fort Bend County at a meeting at which a quorum was present and of which notice was given as required by law; that the Agreement shall be signed by the duly-elected County Judge and County Clerk on behalf of Fort Bend County; that the Agreement will be a valid and enforceable obligation of Fort Bend County in accordance with the terms and conditions of the Agreement.

(b) Harris County represents and warrants that all actions prerequisite to the County's execution of this Agreement have been duly and effectively taken; that this Agreement was entered into pursuant to an Order that was duly adopted by the duly-elected Commissioners Court of Harris County at a meeting at which a quorum was present and of which notice was given as required by law; that the Agreement shall be signed by the duly-elected County Judge; that the Agreement will be a valid and enforceable obligation of Harris County in accordance with the terms and conditions of the Agreement.

**Section 1.7 Notice.** Any notice, demand, request, or other instrument authorized or required to be given under this Agreement shall be deemed to have been given only upon receipt. Notices may be given by first class mail, postage prepaid, or by overnight delivery service, or by facsimile transmission to the addresses set forth herein or such other address as may be designated by a party. Notice shall be made:

If to Harris County:

Harris County  
1001 Preston, Suite 911  
Houston, Texas 77002  
Attn: County Judge

with copy to:

Mr. Gary K. Trietsch, P.E.  
Executive Director  
Harris County Toll Road Authority  
7701 Wilshire Place Drive  
Houston, Texas 77040

If to Fort Bend County:

Fort Bend County  
301 Jackson  
Richmond, Texas 77469  
Attn: County Judge

with copy to:

Fort Bend County Toll Road Authority  
c/o The Muller Law Group, PLLC  
16555 Southwest Freeway, Suite 200  
Sugar Land, Texas 77479

**Section 1.8 Further Proceedings.**

(a) The Harris County Judge, County Auditor, County Attorney, and other appropriate officials of the County, including the Executive Director of HCTRA or his designee, are hereby authorized and directed to do any and all things necessary and/or convenient to carry out the terms of this Agreement.

(b) The Fort Bend County Judge, Director of Office of Financial Services, County Auditor, County Attorney, the Authorized Officer and other appropriate officials of the County, including the Executive Director of FBTRA or his designee, are hereby authorized and directed to do any and all things necessary and/or convenient to carry out the terms of this Agreement. Any action required to be taken by Fort Bend County pursuant to this Agreement may be undertaken by the FBTRA.

**Section 1.9 No Recourse Against Public Officials.** No recourse shall be had for the payment of principal of or interest under this Agreement or for any claim based thereon or on this Agreement against any official or employee of the Parties.

APPROVED AS TO FORM:

VINCE RYAN  
Harris County Attorney

HARRIS COUNTY

By: *Laura Fiorentino Cahill*

LAURA FIORENTINO CAHILL  
Assistant County Attorney

By: *Ed Emmett*

ED EMMETT  
County Judge *lk*

Date: JUN 02 2015

EXECUTED on *June 2*, 2015

FORT BEND COUNTY, TEXAS

By: *Robert Hebert*

Robert Hebert  
County Judge

Date: *May 21, 2015*

*Approved by Commissioners Court  
on April 28, 2015*

ATTEST:

*Anna Richard*  
County Clerk



## APPENDIX A

### FORT BEND TOLL ROAD SYSTEM CONVERSION SCHEDULE

#### Westpark:

- Monday May 11<sup>th</sup> – some prep work and testing on the new communications equipment/fiber etc. will take place but nothing that would affect the existing system or interrupt transactions going to HCTRA.
  - Tuesday May 12<sup>th</sup> - beginning at 8:00 p.m. – work on all plazas will begin requiring a full closure of the main lanes on Westpark from 8:00 p.m. until 5:00 a.m. Communications with HCTRA would end as soon as crews begin working at each of the plazas. Effectively all of our data links to HCTRA will end on the evening of May 12<sup>th</sup> since we'll be working at all plazas.
  - Wednesday May 13<sup>th</sup> - beginning at 8:00 p.m. – work on all plazas will pick-up from the previous night requiring a full closure of the main lanes from 8:00 p.m. until 5:00 a.m.
  - Thursday May 14<sup>th</sup> - beginning at 8:00 p.m. - work on all plazas will pick-up from the previous night requiring a full closure of the main lanes from 8:00 p.m. until 5:00 a.m.
  - Friday May 15<sup>th</sup> - beginning at 8:00 p.m. – work will begin on all plazas and will continue 24 hours per day to replace all of the remaining equipment. All toll lanes will be closed from Friday evening at 8:00 p.m. until Monday morning at 5:00 a.m.
  - Saturday May 16<sup>th</sup> – all toll lanes closed while equipment is being installed.
  - Sunday May 17<sup>th</sup> – all toll lanes closed while equipment is being installed.
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- Monday May 18<sup>th</sup> – system will be operating in AVI Only Mode – Can read tags but we won't be recording any violations
  - Monday May 18<sup>th</sup> - beginning at 8:00 p.m. – remaining work will be performed. All toll lanes will be closed from 8:00 p.m. until 5:00 a.m.
  - Tuesday May 19<sup>th</sup> - beginning at 8:00 p.m. - remaining work will be performed and testing of the system. All toll lanes will be closed from 8:00 p.m. until 5:00 a.m.
  - Wednesday May 20<sup>th</sup> - beginning at 8:00 p.m. - remaining work will be performed and testing of the system. All toll lanes will be closed from 8:00 p.m. until 5:00 a.m.

- Thursday May 21<sup>st</sup> - beginning at 8:00 p.m. - if there is anything left to do, we'd wind up on Thursday night between 8:00 p.m. and 5:00 a.m. We're thinking all work would be complete and this closure would not be necessary but just being cautious.
- We may do single lane closures during the day in non-peak hours using our normal lane closure procedure. These would occur between 9:00 a.m. and 3:00 p.m. primarily. We're not scheduling any of these but if there is an issue we may use these to keep us on schedule or cure a problem we didn't find during the installation.

**Fort Bend Parkway:**

- Tuesday May 12<sup>th</sup> - beginning at 8:00 p.m. the old system would be turned off, sometime around midnight (12:01 a.m.) the new system would come online. No closures are required; this is a simple switch over of systems.

In this plan any transaction that occurs on or before May 12<sup>th</sup> will be processed by HCTRA, any transaction occurring after May 12<sup>th</sup> will be processed by Fort Bend.

On the Parkway and Westpark, FBTRA will not process any violations until after June 25, 2015 to allow HCTRA time to communicate with their non-tag customers.

**APPENDIX B**

**FORT BEND EQUIPMENT WITH HCTRA**

**Total VES Controllers – 8**

**Total ACM's – 8**

ACM	ACM	Vault	Vault	Coin	Power	Control	Card					
	Cabinet	Housing	Table	Head	Supply	Panel	Reader	Heater	BACO	TRIE	CAMI2	Display
1	#138	1	1	1	1	1	0	0	1	1	2	1
2	#134	1	1	1	1	1	1	0	1	1	2	1
3	#142	1	1	1	1	1	0	0	1	1	2	1
4	#143	1	1	1	1	1	1	0	1	1	2	1
5	#133	1	1	1	1	1	1	0	1	1	2	1
6	#140	1	1	1	1	1	1	0	1	1	2	1
7	#136	1	1	1	1	1	0	0	1	1	2	1
8	#137	1	1	1	1	1	1	0	1	1	2	1
<b>Totals</b>	<b>8</b>	<b>8</b>	<b>8</b>	<b>8</b>	<b>8</b>	<b>8</b>	<b>5</b>	<b>0</b>	<b>8</b>	<b>8</b>	<b>16</b>	<b>8</b>

**Total Gates – 8**

Gate	Gate	Gate	
	Housing	Motor	MUB
1	FO5138216	NA	FO50663936
2	FO5181721	NA	FO5160196
3	FO5138218	NA	FO5070476
4	FO5181722	NA	FO5160202
5	FO5181723	NA	FO5160199
6	5181716	NA	FO5160194
7	FO5160652	NA	FO5160102
8	5181717	NA	FO5160195

**Total Bill Changer – 6**

Bill	
Changer	Number
1	12
2	NA
3	28
4	10
5	14
6	25

**Total Vaults – 300**

Series 10000 - 10299

**HCTRA EQUIPMENT ON FORT BEND LANES**

<b>Item #</b>	<b>Description</b>	<b>HCTRA Tag #</b>	<b>Serial #</b>	<b>Quantity</b>
1	Powerware 5125 UPS	050-P135499-001-001		1
2	Triplite SMART1500LCD UPS		2136LY0SM678801027	1
3	APC 2200XL UPS	050-P169585-003-012		1
4	ELPACs			8

**ORDER OF COMMISSIONERS COURT**  
**Authorizing Request from Fort Bend County to Terminate Agreements for the**  
**Joint Maintenance and Operations of the Fort Bend Parkway and Fort Bend**  
**Westpark Toll Road Extension**

The Commissioners Court of Harris County, Texas, met in regular session at its regular term at the Harris County Administration Building in the City of Houston, Texas, on JUN 02 2015, with all members present except none.

A quorum was present. Among other business, the following was transacted:

**ORDER AUTHORIZING REQUEST FROM FORT BEND COUNTY TO TERMINATE**  
**AGREEMENTS FOR THE JOINT MAINTENANCE AND OPERATIONS OF THE FORT**  
**BEND PARKWAY AND FORT BEND WESTPARK TOLL ROAD EXTENSION**

Commissioner Lee introduced an order and moved that Commissioners Court adopt the order. Commissioner Cagle seconded the motion for adoption of the order. The motion, carrying with it the adoption of the order, prevailed by the following vote:

	Yes	No	Abstain
Judge Ed Emmett	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. El Franco Lee	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Jack Morman	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Steve Radack	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. R. Jack Cagle	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The County Judge thereupon announced that the motion had duly and lawfully carried and that the order had been duly and lawfully adopted. The order adopted follows:

**IT IS ORDERED that:**

1. The Harris County Judge is authorized to terminate agreements with Fort Bend County for the Joint Maintenance and Operations of the Fort Bend Parkway and Fort Bend Westpark Toll Road Extension.
2. All Harris County officials and employees are authorized to do any and all things necessary or convenient to accomplish the purposes of this order.

Presented to Commissioners' Court

JUN 02 2015

APPROVE HC  
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