



A PROFESSIONAL LIMITED LIABILITY COMPANY

202 Century Square Blvd. | Sugar Land, TX 77478 | 281.500.6050

September 20, 2018

(Via Electronic Mail)

Dear Judge and Commissioners:

The Board of Directors of the Fort Bend Grand Parkway Toll Road Authority (the "Authority") reviewed the following item at their regular meeting held on September 19, 2018, and make the following recommendation to Commissioners Court:

1. Approval of budget for fiscal year ending September 30, 2019;
2. Approval of supplemental engagement letter with The Muller Law Group, PLLC;
3. Approval of Agreement for the Provision of Toll Enforcement, Incident Management, and Law Enforcement Services;
4. Approval of TML insurance policy renewal;
5. Approval of Supplemental Agreement No. 2 with RS&H, Inc.; and
6. Approval of Supplemental Agreement No. 3 with TransCore, LP.

Copies of the related documents are attached. Please place these items for consideration by Commissioners Court on the agenda for the meeting scheduled on September 25, 2018.

As always, if you should have any questions regarding this matter, please don't hesitate to contact any member of the Board of Directors or the Authority's consultants.

Very truly yours,

A handwritten signature in blue ink that reads "Richard Muller".

Richard Muller
Attorney for the Authority

GPTRA FY2018-2019 BUDGET SUMMARY

Revenues	2018 Annual Budget	Actuals YTD (as of 9/5/18)	Projected Year End	2019 Annual DRAFT Budget
IOP Revenues (Tags)	\$23,343,701	\$19,950,250	\$23,940,300	\$26,039,000
Violation Revenues	\$1,870,968	\$801,603	\$1,081,771	\$1,296,000
Earned Interest	\$50,000	\$252,271	\$302,725	\$250,000
Revenue Recovered from Insurance	\$5,678	\$10,301	\$11,237	\$0
Other / Misc. Income	\$0	\$36,086	\$48,115	\$1,550,000
Total Income	\$25,270,347	\$21,050,511	\$25,384,148	\$29,135,000
Expenses	2018 Annual Budget	Actuals YTD (as of 9/5/18)		2019 Annual DRAFT Budget
Administrative	\$368,301	\$33,257	\$213,348	\$265,000
Professional Fees	\$627,396	\$453,274	\$543,929	\$639,208
Fort Bend County Payroll Allocation	\$45,000	\$329,489	\$499,271	\$447,486
Utilities	\$347,680	\$105,521	\$127,125	\$117,400
Maintenance	\$0	\$1,063,414	\$1,345,472	\$1,187,000
Toll Collections	\$25,000	\$3,896,747	\$5,155,072	\$3,883,336
Capital Acquisitions	\$0	\$6,768	\$6,768	\$200,000
Debt Service	\$0	\$3,590,100	\$7,180,200	\$7,180,200
Operating and Admin Expenses	\$1,413,377	\$9,478,570	\$15,071,186	\$13,919,630
Special Projects	\$0	\$6,983,808	\$6,983,808	\$5,109,000
Excess Revenues for Allocation to Reserve	\$23,856,970	\$4,588,133	\$3,329,155	\$10,106,370

	Target Reserve Balance*		Beginning Reserve Balance	Amount Available To Be Reserved This Period	Amount Reserved To-Date
Reserve Funds		98%	\$14,863,575	\$4,588,133	\$19,359,945
Debt Service Advance Fund	\$10,000,000	40%	\$7,200,000	\$1,835,253	\$9,035,253
Operating Fund Balance (min. cash balance)	\$9,000,000	20%	\$3,831,788	\$917,627	\$4,749,415
Emergency Repair Fund	\$5,000,000	16%	\$3,831,788	\$734,101	\$4,565,889
Technology Replacement Fund	\$7,000,000	15%	\$0	\$688,220	\$688,220
Pavement Life Extension Projects (2-5 years)	\$14,185,000	6%	\$0	\$275,288	\$275,288
Pre-Construction of Bond Funded CIP	\$3,120,000	1%	\$0	\$45,881	\$45,881
Bond Funded Capital Improvement Projects	\$932,800,000	0%	\$0	\$0	\$0

GPTRA FY2018-2019 BUDGET

Revenues		2018 Annual Budget	Actuals YTD (as of 9/5/18)	Projected Year End	2019 Annual Draft Budget
IOP Revenues (Tags)		\$23,343,701	\$19,950,250	\$23,940,300	\$26,039,000
GIOP	Payments Rcvd from IOP Partners	\$23,343,701	\$19,950,250	\$23,940,300	\$26,039,000
Violation Revenues		\$1,870,968	\$801,603	\$1,081,771	\$1,296,000
GV1	Tolls	\$1,000,000	\$723,800	\$965,067	\$513,000
GV2	Admin Fees	\$500,000	\$52,771	\$79,157	\$593,000
GV3	Court Fees	\$370,968	\$25,032	\$37,548	\$190,000
Earned Interest		\$50,000	\$252,271	\$302,725	\$250,000
GE	(List Sources of Interest)	\$50,000	\$252,271	\$302,725	\$250,000
Revenue Recovered from Insurance		\$5,678	\$10,301	\$11,237	\$0
GI1	Payments Recovered from Motorists	\$5,678	\$10,301	\$11,237	\$0
GI2	Payments Recovered from TRA Policies	-	\$0		
Other / Misc. Income		\$0	\$36,086	\$48,115	\$1,550,000
GM	Misc. Income	\$0	\$36,086	\$48,115	\$0
GM1	Sign Permitting & Enforcement				\$50,000
GM2	West Airport SB Exit Ramp (Harvest Green)				\$750,000
GM3	West Airport NB Exit Ramp (Aliana)				\$750,000
Total Income		\$25,270,347	\$21,050,511	\$25,384,148	\$29,135,000

Expenses		2018 Annual Budget	Actuals YTD (as of 9/5/18)	Projected Year End	2018 Annual Draft Budget
Administrative		\$368,301	\$33,257	\$213,348	\$265,000
GA1	Director Fees	\$12,600	\$13,500	\$16,200	\$16,000
GA2	Insurance	\$188,595	\$11,323	\$188,595	\$190,000
GA4	Dues (IBTTA)	\$8,553	\$8,434	\$8,553	\$9,000
GA5	Contingencies/Misc.	\$150,000	\$0	\$0	\$50,000
Professional Fees		\$627,396	\$453,274	\$543,929	\$639,208
GP1	Legal Fees (MLG)	\$80,340	\$85,830	\$102,996	\$96,708
GP9	Court Liason (J. Thompson)		\$0	\$0	\$36,000
GP2	Govt Affairs (C. Parish)	\$10,000	\$25,000	\$30,000	\$30,000
GP3	Financial Advisor Fees (Hilltop)	\$15,000	\$0	\$0	\$15,000
GP4	Independent Auditor (Whitley Penn)	\$30,000	\$19,540	\$23,448	\$21,500
GP5	Accounting Expenses (Avanta)	\$50,000	\$21,752	\$26,102	\$0
GP6	General Manager (MSAi)	\$277,056	\$199,466	\$239,359	\$275,000
GP7	General Engineering (BGEi)	\$120,000	\$70,929	\$85,115	\$120,000
GP8	Engineering - Permits (BGEi)	\$45,000	\$30,757	\$36,908	\$45,000

Fort Bend County Payroll Allocation		\$499,271	\$329,489	\$499,271	\$447,486
GF1	Payroll Allocation (County Auditor)	\$51,103		\$51,103	\$39,148
GF2	Payroll Allocation (County Engineer)	\$40,141		\$40,141	\$21,635
GF3	Payroll Allocation (County Clerk)	\$60,347	\$120,773	\$60,347	\$61,843
GF5	Payroll Allocation (County Attorney)				\$10,500
	Toll Enforcement (Constables)				
GF4	Constable Pct 4	\$347,680	\$208,716	\$347,680	\$314,360
Utilities		\$125,000	\$105,521	\$127,125	\$117,400
GU1	Electrical Power (Champion)	\$40,000	\$27,918	\$33,502	\$30,000
GU2	Toll Plaza Fiber / Data (Comcast)	\$85,000	\$77,603	\$93,124	\$85,000
GU3	Flood Monitoring (RMS)		\$300	\$500	\$2,400
Maintenance		\$1,125,000	\$1,063,414	\$1,345,472	\$1,187,000
GR1	Road Maintenance (ISI)	\$900,000	\$877,817	\$1,053,380	\$980,000
GR2	ROW Maintenance (Yellowstone)	\$150,000	\$94,614	\$130,000	\$132,000
GR3	Signal & Light Maintenance (FBC R&B & TrafTex)	\$50,000	\$2,591	\$73,700	\$50,000
GR4	Pump Station Expense (TxDOT)	\$25,000	\$88,392	\$88,392	\$25,000
Toll Collections		\$6,056,443	\$3,896,747	\$5,155,072	\$3,883,336
GT1	IOP Fees Paid (IOP Partners)	\$3,959,977	\$2,244,088	\$2,992,117	\$2,012,000
	CUSIOP Software & Maintenance Cost (NTTA & HCTRA)				
GT2		\$195,069	\$114,448	\$152,597	\$102,500
GT3	Lane Equipment Maintenance (Transcore)	\$481,332	\$455,310	\$607,080	\$487,836
GT4	Backoffice Vendor (SWC)	\$642,533	\$489,690	\$652,920	\$664,000
GT5	Management of Toll System (MSAi and RS&H)	\$403,666	\$455,503	\$607,337	\$448,000
	Court Expenses				
GT6	Legal Expenses (Linebarger)	\$364,866	\$120,601	\$120,601	\$75,000
GT7	Admin Hearing Officer (David Hunter)	\$9,000	\$1,170	\$1,170	\$9,000
GT9	Admin Fines/Fees		\$0	\$0	\$25,000
GT8	Sign Permitting & Enforcement		\$15,937	\$21,249	\$60,000
Special Projects		\$18,640,000	\$6,983,808	\$6,983,808	\$5,109,000
GSP1	Traffic Surveillance Cameras	\$1,250,000	\$0	\$0	Complete in Sept
GSP2	Toll Plaza Signs	\$75,000	\$15,537	\$15,537	\$0
GSP3	Jodie Stavinoha Bridge	\$17,000,000	\$6,346,854	\$6,346,854	\$50,000
GSP4	Trip Building	\$165,000	\$165,366	\$165,366	\$0
GSP5	Toll Plaza Repairs	\$150,000	\$81,322	\$81,322	\$250,000
GSP6	Direct Connectors		\$327,088	\$327,088	\$0
GSP7	West Airport SB Exit Ramp		\$42,888	\$42,888	\$750,000
GSP8	West Airport NB Exit/Entrance Ramp		\$0	\$0	\$750,000
GSP9	1093/99 Intersection Modification		\$4,753	\$4,753	\$0
GSP10	Facility Inspection (BGEi & ARA)		\$0	\$0	\$185,000
GSP11	Frontage Road Rehab (NB vicinity of Aliana)		\$0	\$0	\$400,000

GSP12	Replace approach slabs (Brazos River and Owens Rd)	\$0	\$0	\$350,000
GSP13	Harlem Road Intersection Improvement	\$0	\$0	\$750,000
GSP14	Peek Road Overpass	\$0	\$0	\$150,000
GSP15	Ditch M underpass lighting	\$0	\$0	\$24,000
GSP16	Auxilliary Lane north/south bound Harlem to Mason	\$0	\$0	\$1,200,000
GSP17	General Special Project	\$0	\$0	\$250,000
Capital Acquisitions		\$6,768	\$6,768	\$200,000
GC1	Right of Way	\$0	\$0	\$200,000
GC2	Segment C-1	\$6,768	\$6,768	\$0
Debt Service		\$7,180,200	\$3,590,100	\$7,180,200
GDS	Payment on 2012 Series Bonds	\$7,180,200	\$3,590,100	\$7,180,200
Total Expenses		\$34,621,611	\$16,462,378	\$22,054,994
Excess Revenues for Allocation to Reserve		(\$9,351,264)	\$4,588,133	\$3,329,155
				\$10,106,370

GPTRA RESERVE FUND ACCOUNTS

	Projected Date Funding Needed	Target Reserve Balance* Updated 09/01/2018	Beginning Reserve Balance 10/01/2018
Beginning Fund Balance			\$14,863,575
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Reserve Funds			
Operating Fund Balance (min. cash balance)		\$10,000,000	\$7,200,000
Operating Fund Balance (min. cash balance)		\$9,000,000	\$3,831,788
Emergency Repair Fund		\$5,000,000	\$3,831,788
Technology Replacement Fund		\$7,000,000	\$0
Lane Equipment Replacement		\$3,500,000	
Tag Readers	2024		
VES - Cameras	2024		
Equipment within the Cabinets	2024		
Back Office Upgrades / Replacement		\$3,500,000	
Servers	2022		
Software Changes / Licensing	2022		
Projects: 2-5 years		\$14,185,000	\$0
Pavement Life Extension - Repairs		\$4,210,000	
99 - Main Lanes Repairs / Sealing (5.7 miles 4 lanes)	2020	\$1,140,000	
99 - CTB / Misc. Painting		\$570,000	
Frontage Road - Repairs / Sealing (7.0 miles 4 lanes frontage rds)	2019	\$2,500,000	
Pavement Life Extension - Overlays		\$9,975,000	
99 - Asphalt Overlay of Orig Mainlane Pvm (5.7 miles 4 lanes)	2020	\$9,975,000	
99 - Asphalt Overlay of Mainlane 2014 Pvm (7.1 miles 4 lanes)		\$12,425,000	
99 - Asphalt Overlay of Frontage Roads (7.0 miles 4 lanes)		\$8,750,000	
Complete Segment D			
New Construction Projects (Pre-Construction Only)		\$3,120,000	\$0
Peek Road Overpass		\$150,000	
Third Lane - Riverpark to US 59/IH 69 (NB and SB)		\$165,000	
Add decel lanes to u-turns at W Belfort		\$105,000	
Northbound Main Lanes 90A to W Airport		\$2,700,000	
Bond Funded Capital Improvement Projects		\$932,800,000	\$0
Complete Segment D		\$33,300,000	
Peek Road Overpass		\$13,500,000	
Third Lane - Riverpark to US 59/IH 69 (NB and SB)		\$1,100,000	
Add decel lanes to u-turns at W Belfort		\$700,000	
Northbound Main Lanes 90A to W Airport		\$18,000,000	
Projects: 5-10 years			
Pavement Rehab / Reconstruction		\$106,000,000	
99 - Rehab 90A to W Airport (3 miles) (orig. main lane pvm)		\$28,500,000	
99 - Rehab Harlem to Mason (1 mile) (orig. mainlane pvm)		\$9,500,000	
99 - Rehab Belfort to Bellaire (2 miles) (orig. mainlane pvm)		\$19,000,000	
New Construction Projects			
DC - EB Westpark to NB SH-99		\$34,000,000	
DC - WB Westpark to NB SH-99		\$15,000,000	
Projects >10 years	FUTURE	\$793,500,000	
DC - SB SH-99 to WB Westpark		\$21,000,000	
SH-99 - US-59 to George Ranch High School		\$185,000,000	
SH-99 - George Ranch to Future Ft Bend Prkwy		\$165,000,000	
SH-99 - Future Ft Bend Prkwy to Brazoria County		\$335,000,000	
Widen from 4 to 6 lanes each direction - IH 69 to Westpark		\$87,500,000	