

TEXAS TRANSPORTATION COMMISSION

HARRIS, MONTGOMERY,
and CHAMBERS Counties

MINUTE ORDER

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HOUSTON and BEAUMONT Districts

The Texas Department of Transportation (department) and the seven counties in the Houston area in which State Highway 99 (Grand Parkway) is located have been proceeding with the development of the Grand Parkway from SH 146 in Galveston County to SH 146 in Chambers County. In accordance with the requirements of Transportation Code §228.0111 and the policies included in Minute Order 111410 dated June 26, 2008, the department and the seven counties entered into a Market Valuation Waiver Agreement, effective March 25, 2009, in which the parties agreed on the terms and conditions for the development, construction, and operation of the Grand Parkway, agreed to waive the development of a market valuation of the Grand Parkway, and agreed to certain other provisions applicable to the development, construction, and operation of the Grand Parkway, including terms for establishing baseline toll rates and toll escalation policies applicable to the Grand Parkway.

In Minute Order 113399, dated December 13, 2012, the Texas Transportation Commission (commission) established a toll rate escalation policy, consistent with the terms and conditions of the Market Valuation Waiver Agreement, as shown on Exhibit A for the tolled portion of Segment D in Harris County and Segments E, F-1, F-2, and G, which comprise the initial elements of the Grand Parkway System (system) to be operated on behalf of the commission by the Grand Parkway Transportation Corporation (GPTC) pursuant to a project agreement between the department and GPTC and in accordance with a trust agreement between GPTC and the trustee for the holders of GPTC's toll revenue bonds issued to pay the costs of constructing the system. Minute Order 113399 also authorized GPTC to charge tolls for the tolled portion of Segment D of the Grand Parkway in Harris County and for Segments E, F-1, F-2, and Segment G of Grand Parkway in Harris and Montgomery counties. Minute Order 113399 further authorized the chairman of the commission to execute a toll rate agreement with the GPTC regarding covenants to maintain toll rates on the tolled portion of Segment D of the Grand Parkway in Harris County and on the Grand Parkway Segments E, F-1, F-2, and G in Harris and Montgomery counties in accordance with the toll rate agreement.

Minute Order 111167, dated December 13, 2007, designated Grand Parkway Segment I-2 as a toll project on the state highway system. Segment I-2 is in operation outside the Grand Parkway System as a four-lane controlled-access toll road extending from I-10 to Fisher Road in Chambers County (Segment I-2 toll project). Minute Order 112756, dated July 28, 2011, authorized the department to charge tolls in Chambers County on the Segment I-2 toll project from I-10 to Fisher Road, and Minute Order 113399 established toll rates and a toll rate escalation policy that replaced the toll rates established earlier to make the toll rates for the Segment I-2 toll project consistent with the rates and toll rate escalation policy in effect for the segments comprising the system and the terms and conditions of the Market Valuation Waiver Agreement.

The toll rate escalation policy adopted by the commission in Minute Order 113399 provides for the department to calculate the annual toll rate escalation percentage (toll rate escalation percentage) in accordance with the toll rate escalation policy and report the toll rate escalation percentage to the GPTC and the commission each year at or before the commission's October meeting. The department has established a toll rate escalation percentage of 2.22% to be applied to

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the current base toll rates for each segment of Grand Parkway identified above and each pay point, generating the schedule of increased toll rates for calendar year 2015 shown on the attached Exhibit A.

The toll rate escalation percentage and the escalated toll rates shown in Exhibit A for each segment of Grand Parkway identified above have been prepared in accordance with the toll rate escalation policy established in Minute Order 113399. As provided in Minute Order 113399, the percentage increase in the toll rates will be effective automatically on January 1 of the next calendar year and implemented by the executive director and by the GPTC, as applicable, unless the commission affirmatively votes prior to January 1 to modify the toll rate escalation percentage.

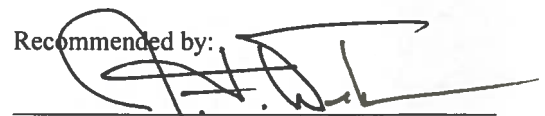
IT IS THEREFORE ORDERED by the commission that the schedule of escalated toll rates for each segment of Grand Parkway identified above, attached as Exhibit A, is accepted replacing the current rate tables with the escalated toll rates on January 1, 2015.

Submitted and reviewed by:



Director, Toll Operations Division

Recommended by:



Executive Director

114118 OCT 30 14

Minute
Number

Date
Passed

Exhibit A

SH 99 (Segment D: Open to Traffic) - Toll Rates (Effective January 1, 2015)					
Tolling Point	Two-Axle	Three-Axle	Four-Axle	Five-Axle	Six-Axle
	TxTag	TxTag	TxTag	TxTag	TxTag
Colonial Parkway ⁽¹⁾	\$0.43	\$0.86	\$1.29	\$1.72	\$2.15

SH 99 (Segment E: Open to Traffic) - Toll Rates (Effective January 1, 2015)					
Tolling Point	Two-Axle	Three-Axle	Four-Axle	Five-Axle	Six-Axle
	TxTag	TxTag	TxTag	TxTag	TxTag
Mainlane Plaza: South of FM 529 ⁽¹⁾	\$1.94	\$3.88	\$5.82	\$7.76	\$9.70
Mainlane Plaza: South of US 290	\$1.01	\$2.02	\$3.03	\$4.04	\$5.05
Entrance and Exit Ramps at: Franz Rd. ⁽¹⁾ , West Rd. ⁽³⁾ , Louetta ⁽³⁾ Bridgeland Creek Pkwy., and N. Bridgeland Lake Pkwy. ⁽²⁾	\$0.43	\$0.86	\$1.29	\$1.72	\$2.15
Entrance and Exit Ramps at Morton Rd. ⁽¹⁾	\$0.53	\$1.06	\$1.59	\$2.12	\$2.65
Entrance and Exit Ramps at Clay Rd. ⁽¹⁾	\$0.75	\$1.50	\$2.25	\$3.00	\$3.75
Entrance and Exit Ramps at FM 529	\$0.62	\$1.24	\$1.86	\$2.48	\$3.10

SH 99 (Segment F-1: Opening January 2016) - Toll Rates (Effective January 1, 2015)					
Tolling Point	Two-Axle	Three-Axle	Four-Axle	Five-Axle	Six-Axle
	TxTag	TxTag	TxTag	TxTag	TxTag
Mainlane Plaza: North of US 290	\$1.33	\$2.66	\$3.99	\$5.32	\$6.65
Mainlane Plaza: West of SH 249	\$0.93	\$1.86	\$2.79	\$3.72	\$4.65
Entrance and Exit Ramps at: Cumberland Ridge ⁽²⁾ , Mueschke Rd., Telge Rd.	\$0.43	\$0.86	\$1.29	\$1.72	\$2.15

SH 99 (Segment F-2: Opening January 2016) - Toll Rates (Effective January 1, 2015)					
Tolling Point	Two-Axle	Three-Axle	Four-Axle	Five-Axle	Six-Axle
	TxTag	TxTag	TxTag	TxTag	TxTag
Mainlane Plaza: West of FM 2920	\$1.18	\$2.36	\$3.54	\$4.72	\$5.90
Mainlane Plaza: West of I-45	\$1.09	\$2.18	\$3.27	\$4.36	\$5.45
Entrance and Exit Ramps at: FM 2920, Gosling Rd. and Ramps to/from I-45 North Direct Connectors	\$0.43	\$0.86	\$1.29	\$1.72	\$2.15
Entrance and Exit Ramps at Gleannloch Forest Dr.	\$0.44	\$0.88	\$1.32	\$1.76	\$2.20

SH 99 (Segment G: Opening January 2016) - Toll Rates (Effective January 1, 2015)					
Tolling Point	Two-Axle	Three-Axle	Four-Axle	Five-Axle	Six-Axle
	TxTag	TxTag	TxTag	TxTag	TxTag
Mainlane Plaza: East of I-45	\$0.43	\$0.86	\$1.29	\$1.72	\$2.15
Mainlane Plaza: East of Hardy Toll Road	\$0.64	\$1.28	\$1.92	\$2.56	\$3.20
Mainlane Plaza: West of I-69/US 59	\$1.71	\$3.42	\$5.13	\$6.84	\$8.55
Entrance and Exit Ramps at FM 1314	\$0.98	\$1.96	\$2.94	\$3.92	\$4.90
Entrance and Exit Ramps West of Rayford Rd.	\$0.43	\$0.86	\$1.29	\$1.72	\$2.15

SH 99 (Segment I-2: Open to Traffic) - Toll Rates (Effective January 1, 2015)					
Tolling Point	Two-Axle	Three-Axle	Four-Axle	Five-Axle	Six-Axle
	TxTag	TxTag	TxTag	TxTag	TxTag
Mainline Plaza South of FM 565	\$1.25	\$2.50	\$3.75	\$5.00	\$6.25
Entrance and Exit Ramps North of FM 565	\$0.54	\$1.08	\$1.62	\$2.16	\$2.70

Notes:

(1) Toll Rates for these locations include the influence distance for the 0.55 mile tolled portion of the northern termini of Segment D.

(2) Scheduled to open 2017

(3) Scheduled to open 2028