

TOLL 49 SEGMENT 4 QUARTERLY REPORT



*4TH QUARTER 2018
QUARTERLY REPORT NO. 8*

RS&H





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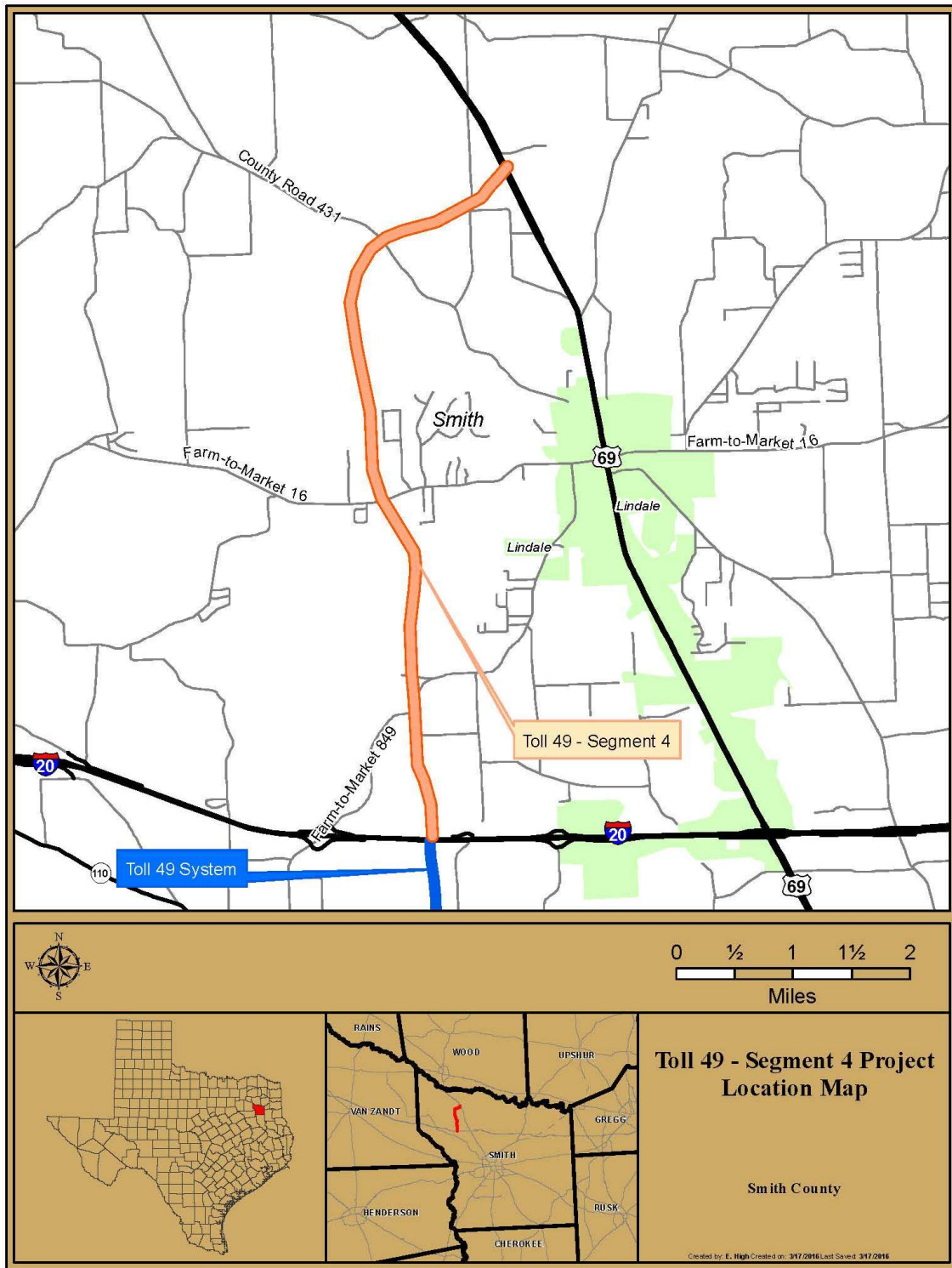
1.1 INTRODUCTION

This report documents and describes development and construction activities on the Toll 49 Segment 4 Project that occurred primarily during the 4th quarter of fiscal year 2018 and covers a period extending from July 1, 2018 to October 1, 2018. This Project is being developed and constructed by the North East Texas Regional Mobility Authority ("the Authority"). The Segment 4 Project is funded by Series 2016A Senior Lien bonds, and funds committed by the Federal Highway Administration (FHWA) and the Texas Department of Transportation (TxDOT).

1.2 PROJECT DESCRIPTION

The Segment 4 Project extends along new alignment from US 69 in the City of Lindale south to IH 20, north of the City of Tyler in Smith County, Texas. The Segment 4 Project connects with Toll 49 Segment 3B, extending Toll 49 by a length of approximately 6.6 miles. The Segment 4 Project consists of an interim two-lane access controlled tollway with grade separations at major cross streets, and toll collection facilities. The interim two-lane facility may be expanded to its ultimate four-lane configuration as traffic demand warrants and funding sources are identified in the future. The Segment 4 Project includes the construction of an at grade intersection at US 69, a diamond interchange including access ramps at FM 16, access ramps south of SH 110, and a three level interchange at IH 20. Continuous access/frontage roads will not be constructed as part of the Segment 4 Project.

FIGURE 1: Project Location Map



1.3 DEVELOPMENT ACTIVITIES

1.3.1 Right-of-Way Acquisition

To date, the Authority has acquired all forty-two project parcels.

TABLE 1: RIGHT-OF-WAY PARCEL STATUS

Parcel	Acreage	Estimated Acquisition Date	Status
202	3.93	NTP	Closed
203	1.44	Acquired	Closed
204	0.73	NTP + 75 Days	Closed
205	0.52	NTP	Closed
206	2.42	NTP	Closed
207	0.40	NTP	Closed
208	7.03	NTP + 75 Days	Closed
209	12.47	15-Jul-16	Closed
210	0.84	15-Jul-16	Closed
213	39.13	NTP	Closed
214	9.95	NTP	Closed
215	36.64	NTP	Closed
216	28.31	NTP	Closed
217	8.39	NTP	Closed
218	5.61	NTP	Closed
219	21.01	NTP	Closed
220	1.35	NTP	Closed
221	5.69	NTP + 30 Days	Closed
222	2.46	NTP + 30 Days	Closed
223	0.13	NTP + 30 Days	Closed
224	0.17	NTP + 30 Days	Closed
225	0.04	NTP + 30 Days	Closed
226	11.63	NTP + 30 Days	Closed
227	3.18	NTP + 60 Days	Closed
229	22.23	NTP + 60 Days	Closed
230	3.22	NTP + 60 Days	Closed
231	4.25	NTP + 60 Days	Closed
232	14.47	NTP + 60 Days	Closed
233	1.52	NTP + 60 Days	Closed
235	0.85	NTP + 60 Days	Closed
236	9.71	NTP + 60 Days	Closed
237	0.41	NTP + 60 Days	Closed
238	22.66	NTP + 60 Days	Closed
239	1.04	NTP + 60 Days	Closed

Parcel	Acreage	Estimated Acquisition Date	Status
240	13.39	NTP + 60 Days	Closed
241	0.36	NTP + 60 Days	Closed
242	11.04	NTP + 60 Days	Closed
243	9.16	NTP + 60 Days	Closed
244	19.14	NTP	Closed
245	5.81	NTP	Closed
246	0.10	NTP + 30 Days	Closed
247	0.07	NTP + 60 Days	Closed

1.3.2 Utilities

The adjustment of all privately-owned utilities impacted by the Segment 4 Project is complete. Relocation design and construction was performed by the utility owners with 100% reimbursement from the Authority. Due to coordination and construction timeframes, the relocations for some utilities were not completed within the contract's estimated completion dates. These relocations did not impact the Project critical path.

TABLE 2: UTILITY RELOCATION STATUS

Utility Company	Estimated Relocation Completion Date	Status
AT&T (SBC)	NTP+120	Relocation is complete
CenterPoint Energy	NTP+120	Relocation is complete
City of Lindale	N/A	Relocation is complete
Crystal Systems Water	N/A	Relocation is complete
East Texas Electric Cooperative	1-Jan-17	Relocation is complete
Enbridge	No conflict	No conflict identified, no relocation
Gulf South	NTP+90	Relocation is complete
Lindale Rural WSC	N/A	Relocation is complete
MHM Pipeline	Relocation will begin 2 weeks after clearing	Relocation is complete
Oncor Electric Delivery (Distribution)	NTP + 90 to 120 Days	Relocation is complete
Oncor Electric Delivery (Transmission)	1-Nov-16	Relocation is complete
Peoples Telephone Cooperative	NTP + 0 to 60 Days	Relocation is complete
SuddenLink	NTP + 150 Days	Relocation is complete
Wood County Electric	NTP +110 Days	Relocation is complete
Zayo	NTP +150 Days	Relocation is complete

1.3.3 Archeological Survey

During archeological survey undertaken in support of a utility relocation on the project in July of 2016, archeologists encountered a previously unrecorded archeological site, resulting in limited Contractor access to the right-of-way during an archeological investigation. Final clearance of the site was received on December 1, 2017, at which time the Contractor was granted full access to resume construction activities at this location.

Five Change Orders have been executed to address delays associated with the archeological investigation. Change Orders No. 12 and 13 extended the project schedule by six months and increased the construction contract amount by approximately \$1.6 million for time related overhead expenses and earthwork demobilization and remobilization costs. Change Order No. 14 increased the not-to-exceed amount of the construction contract by \$2.7 million, with \$1.4 million representing a lump sum settlement payment to be paid to the Contractor if the February 6, 2019 Substantial Completion date is met. Should Substantial Completion occur after February 6, 2019, this \$1.4 million lump sum will decrease by \$15,000 per calendar day. The remaining \$1.3 million represents a not-to-exceed amount intended to cover costs associated with increased erosion control activities required to maintain the project during the extended construction schedule. The erosion control costs in Change Order No. 14 do not account for removal of sediment outside the project ROW or additional seeding needed to establish ground cover. Change Order No. 28 included \$400,000 to cover the material escalation cost resulting from the schedule extension, and Change Order No. 31 included \$200,000 to cover the removal of sediment outside the project ROW.

1.4 PROGRESS PHOTOS

1.4.1 Earthwork

During this reporting period, the Contractor completed the embankment for the northbound exit ramp south of IH 20. All major earthwork is complete for the project. Remaining minor earthwork tasks include level up at pavement edges following the placement of asphalt pavement.



Embankment south of IH 20
on northbound ramp

1.4.2 Guardrail

The Contractor began installation of guardrail and concrete mow strips, starting from the north end of the project limits and working south. All of the guardrail installation was completed during this report period. Mow strip placement followed guardrail installation throughout the reporting period. Final outstanding locations include the areas on the mainlanes near FM 849 and the northbound and southbound ramps at IH 20.



Guardrail and mow strip installed on CR 431 bridge



Guardrail completed north of FM 16 bridge



Guardrail installation and mow strip construction at the IH 20 frontage road



Flowable fill placed at guardrail supports at the main lane gantry

1.4.3 Erosion Control

The Contractor continues environmental control activities such as maintaining silt fence, soil retention blankets, and rock filter dams as needed throughout the project to prevent erosion. Erosion control devices damaged during weather events during the reporting period were repaired and replaced. The Contractor is installing permanent seeding on backslopes and supplementing with sod in certain areas to more efficiently establish ground cover.



Installation of stone rip rap and silt fence at
Culvert No. 7



Installation of sod on the backslope north of CR
431



Installation of sod at Culvert No. 7 outfall



Installation of sod in drainage ditch near the
southbound ramp at SH 110

1.4.4 Subbase & Pavement

The Contractor completed cement treatment of subgrade, placement of drainable pavement, seal coat and final surface asphalt at all locations with the exception of the northbound ramps south of I-20 and tie-in with concrete bridges where the final pavement layer is still pending.



Cement treatment for northbound ramp



Placement of drainable pavement layer at FM 849



Placement of prime coat over the flexible base
by FM 849



Progress on the laying of hot mix asphalt north of
FM 16



Completed One Course Surface Treatment
from FM 849 to IH-20.



Main lane road paving from IH-20 to FM 849

1.4.5 Gantry Structures and Toll Equipment

During the reporting period, the Contractor completed work at all three toll zones including the installation of electrical infrastructure, concrete equipment pads, toll systems cabinets and electrical ground boxes. The toll systems integrator continued installation of the tolling equipment at the gantries.



Columns and truss at mainlane gantry location



Completed equipment pad for the Gantry Structure north of FM 16



Cameras installed on mainlane toll gantry structure



Ground box installation near southbound ramp at SH 110

1.4.6 Pavement Markings

During the reporting period, the Contractor began placement of pavement striping project wide. Most areas of the project have been striped with the exception of all concrete bridges and some sections near the intersections with I-20 and US 69.



Progress on striping done throughout the project



Striping on southbound ramp north of I-20

1.4.7 Signs

During the reporting period, the Contractor began and completed installation of large and small roadside signs throughout the project.



Large signs installed throughout the project



Small signs installed throughout the project

1.5 PROGRESS NARRATIVE

Construction is progressing and Contractor anticipates achieving Substantial Completion and opening the roadway to traffic by mid-November, 2018. This is approximately four months earlier than contractual deadline of February 6, 2019.

The Contractor continued maintaining erosion control items including silt fence, rock filter dams, erosion control blankets, and placing temporary seed as needed to prevent erosion. With the embankment south of IH 20 completed during this period, all major earthwork was completed for the project. Remaining minor earthwork tasks include level up at pavement edges following the placement of asphalt pavement.

The substructure and superstructure construction and painting of all bridges on the project is complete. Rip rap construction for bridge abutments is complete at all bridge abutment locations. All retaining wall construction is complete on the project. Construction of project culverts, storm sewer, and drainage ditches is complete.

Subgrade cement treatment, flexible base, prime coat, the first four inches of main lane asphalt pavement, and the first two inches of ramp asphalt pavement have been placed at all locations. The one course surface treatment and the final surface asphalt layer have been placed project-wide with the exception of the northbound ramp south of IH 20 and the tie-ins with the concrete bridges.

The Contractor continued and completed installation of the gantry structures, progressing work at the two ramp locations south of FM 16 and at the mainlane. The toll systems integrator began installation of the tolling equipment at the gantries.

During this reporting period, the Contractor began and completed the installation of large and small roadside signs along with roadway guardrail project wide. Mow strip construction around the guardrail began and progressed with areas around FM 849 and the northbound and southbound ramps at IH 20 remaining. The Contractor also began placing pavement markings, completing, most areas of the project with the exception of all concrete bridges and some sections near the intersections with IH 20 and US 69.

Table 3 below reflects construction progress based on the Contractor's schedule of values and approved construction draws.

TABLE 3: CONSTRUCTION PROGRESS

Construction Activity	Percent Complete
Mobilization	100.00%
Traffic Control	100.00%
Earthwork	100.00%
Drainage	99.49%
Sub-base and Base Course	100.00%
Pavement	86.59%
Structures	100.00%
Pavement Markings and Signals	76.15%
Environmental	99.81%
Extra Work Items	63.80%
Change Orders	70.07%

1.6 FINANCIAL SUMMARY

Table 4 shows the overall financial status for the Toll 49 Segment 4 project through October 1, 2018. The original budget established for the Project and the expenditures to date are provided. An estimated cost remaining and an estimate at completion are also provided.

TABLE 4: FINANCIAL STATUS SUMMARY

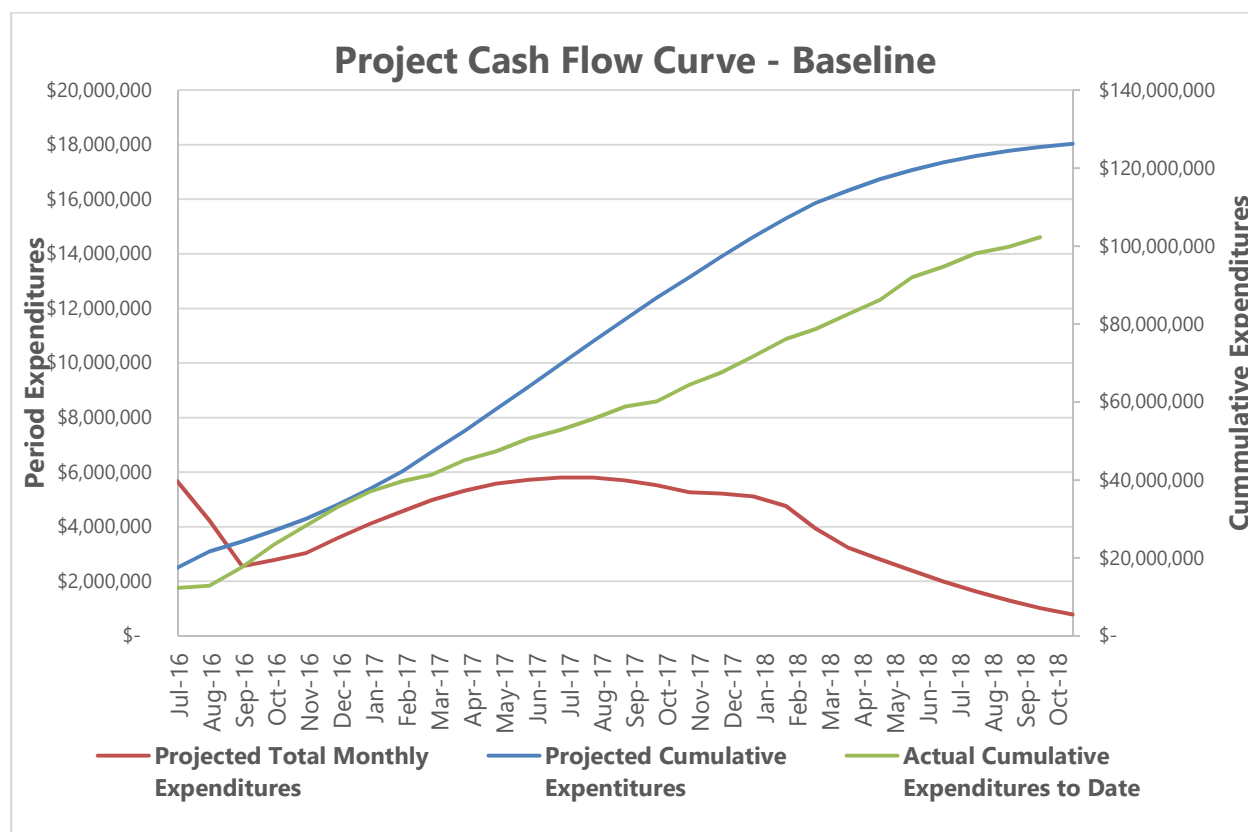
Project Description	Original Cost Estimate (\$)	Expenditures to Date (\$)	Estimated Remaining Cost (\$)	Estimate at Completion (\$)
Toll 49 Segment 4	\$126,220,000	\$102,258,105.84	\$23,961,894.16	\$126,220,000

Note: These costs include Traffic & Revenue studies costs, ROW survey and mapping costs, Final Engineering costs, Utility Relocation costs, Oversight costs, Construction (including GEC costs), and approximately \$11.1 million in remaining contingencies.

1.6.1 Project Cash Flow Curve – Baseline

Figure 2 summarizes the actual project costs to date during this reporting period in comparison to the projected project costs.

FIGURE 2: PROJECT CASH FLOW CURVE - BASELINE



Note: "Projected Cumulative Expenditures" includes both projected project expenditures and project contingencies.

1.7 CONSTRUCTION FINANCIAL STATUS

The following summary provides the financial status of the Project.

Original Contractor Amount:	\$68,760,000.00
<i>Authorized Changes (Change Order and/or Amendments):</i>	
Change Order No. 1 ¹	\$0.00
Change Order No. 2	\$26,247.38
Change Order No. 3	\$17,257.93
Change Order No. 4	\$156,926.00
Change Order No. 5	\$100,000.00
Change Order No. 6	\$34,276.66
Change Order No. 7	\$3,721.82
Change Order No. 8	\$4,231.40
Change Order No. 9	\$304,851.40
Change Order No. 10	\$200,000.00
Change Order No. 11 ²	\$4,389,160.65
Change Order No. 12 ³	\$1,078,075.83
Change Order No. 13	\$493,609.77
Change Order No. 14	\$2,660,075.00
Change Order No. 15	\$24,838.18
Change Order No. 16	\$28,495.58
Change Order No. 17	\$50,000.00
Change Order No. 18	\$11,860.97
Change Order No. 19	\$100,000.00
Change Order No. 20	\$67,382.19
Change Order No. 21	\$31,352.18
Change Order No. 23 ⁴	\$71,420.24
Change Order No. 24	\$36,708.84
Change Order No. 25	\$496,675.32
Change Order No. 26	\$34,821.29
Change Order No. 27	\$603,398.31
Change Order No. 28	\$342,936.16
Change Order No. 29	-\$9,239.87
Change Order No. 30	\$96,906.47
Change Order No. 31	\$200,000.00
Change Order No. 32	\$378,106.99
Change Order No. 33	\$44,815.42
Current Authorized Contract Amount:	\$80,838,912.20
Previous total of Contractor Payments:	\$68,231,576.47
Amount Paid this Reporting Period:	\$7,350,471.88
Total Amount Paid To-Date:	\$75,582,048.35
Retainage withheld:	\$0.00
Approved Amount for work completed (through Draw No. 26):	\$75,582,048.35

Amount remaining for work to be completed:	\$5,256,863.85
Total Percent of Budget Expended though September 30, 2018:	93.50%

Footnotes:

1. Change Order No. 1 did not result in a change in price
2. Change Order No. 11 included a 56 day time extension
3. Change Order No. 12 included a 179 day time extension
4. Change Order No. 22 was skipped because the NET RMA Board voted not to execute Change Order No. 22.

1.7.1 Summary of Change Orders This Reporting Period

During the reporting period, the NET RMA executed Change Orders No. 27, 28, 29, 30, 31, 32 and 33.

Change Order No. 27 included \$603,398.31 to increase drainable pavement thickness for the Toll 49 mainlanes at FM 849.

Change Order No. 28 included \$342,936.16 to cover purchase of materials at escalated rates. The material escalation cost is a result of the schedule delay caused by the archeological investigations noted above.

Change Order No. 29 included a net deduction of \$9,239.87 for driveway and electrical service adjustments and a fee reimbursement to the NET RMA for payment of a TCEQ fine.

Change Order No. 30 included \$96,906.47 for gantry electrical modifications.

Change Order No. 31 included \$200,000.00 for the removal of sediment outside the project ROW.

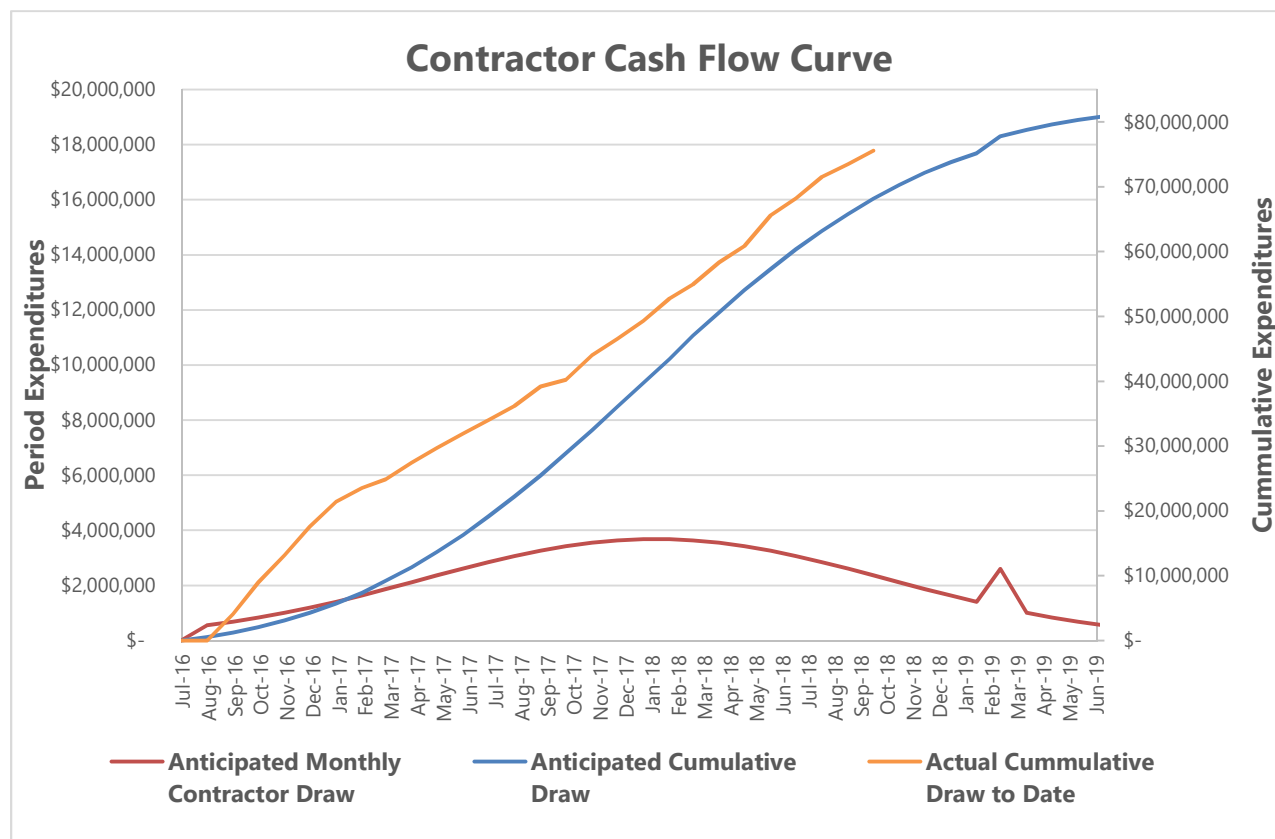
Change Order No. 32 included \$378,106.99 for additional asphalt at the main lane tie-in with Toll 49 Segment 3B at the south end of the project.

Change Order No. 33 included \$44,815.42 to add flashing beacons at SH 110 as well as drainage and guardrail adjustments.

1.7.2 Contractor Cash Flow Curve

Figure 3 summarizes the actual Contractor draws to date during this reporting period in comparison to the projected Contractor draws.

FIGURE 3: CONTRACTOR CASH FLOW CURVE



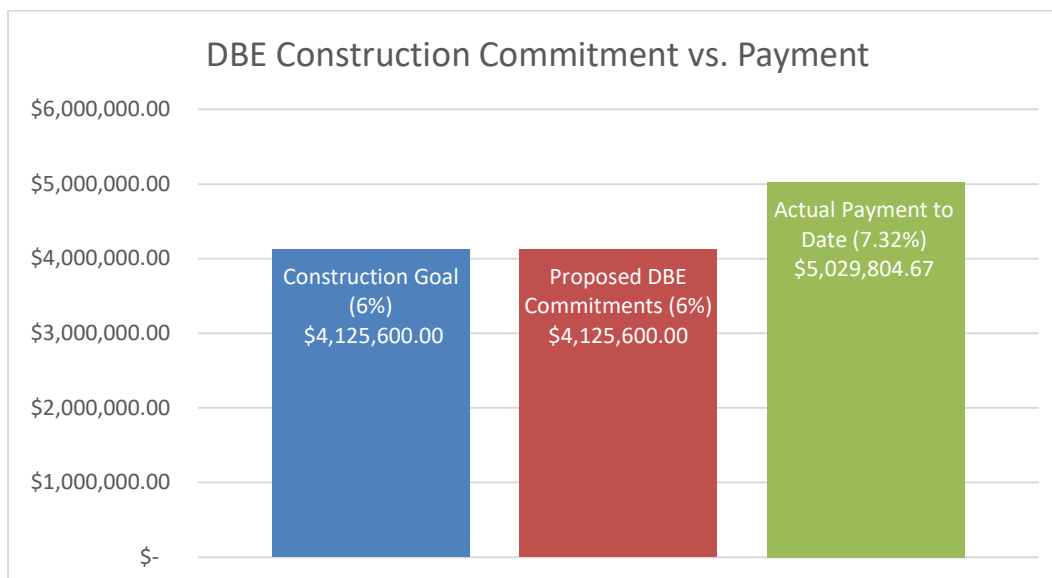
Note: Contractor Cash Flow Curve includes both price and schedule revisions associated with approved Change Orders.

1.8 DBE STATUS

The Contractor is required to meet the Disadvantage Business Enterprise (DBE) goal of 6% for the Segment 4 Project. The Contractor has proposed costs associated with DBE development work in the amount of \$4,125,600.00 which equals 6.00% of the original contract value. This represents approved subcontracts with the following firms: Rambo Contracting INC (culverts, inlets, headwalls, and wing walls), Texas Environmental Management (stormwater pollution prevent plans and erosion control), MCL Contracting (rebar tying), Buyers Barricade (advanced warning signs), and South Texas Painting (painting), Odum Services LP (metal beam guard fence and guard rail) and A Brothers Milling (milling).

To date, the Contractor has made payments in the amount of \$5,029,804.67 to DBE subcontractors, 7.32% of the original contract amount or 121.92% of their commitment amount..

FIGURE 4: DBE STATUS



1.9 COMPREHENSIVE ENVIRONMENTAL PROTECTION PROGRAM

In accordance with the terms of the Environmental Record of Decision (ROD) and contract requirements, the Contractor was required to develop and implement a Comprehensive Environmental Protection Program (CEPP) applicable throughout the duration of construction to establish the approach, requirements and procedures to be employed to protect the environment. The Contractor's CEPP includes the following component parts:

- » Areas of Special Environmental Interest - Describes steps taken to prevent impacts to at risk, rare species and their habitat as well as historical resources including:
 - Educating employees to recognize these impacts
 - Identifying the areas where construction related activities are not to take place based on the relevant migratory bird timing windows
 - Keeping water work to a minimum and cleaning any equipment which must enter the water both prior and after to mitigate the spread of Zebra Mussels
 - If endangered/rare species or historical/archaeological/paleontological resources are encountered, ceasing working in the area and notifying the engineer or applicable agency for direction on any mitigation action required
- » Environmental Protection Measures include the following:
 - Erosion and sediment control measures
 - Preparation for seasonal shutdown
 - Protection of wildlife and wildlife habitat
 - Proper practices for clearing vegetation

- Appropriate handling and storage of soil
- Protection of wetlands, watercourses (streams), and riparian areas
- Air quality management
- Proper handling and storage of petroleum, oil, lubricant, and other chemicals
- Management of waste
- Constructing, operating, and reclaiming borrow excavations
- Operating concrete batch plants
- Well impacts and requirements
- Recycling program
- » Monitoring and Inspection efforts consist of:
 - Self-Regulatory inspection program
 - Construction Monitoring
 - Post construction monitoring
- » Energy Conservation measures including the following:
 - Reusing and recycling of construction materials
 - Maximizing the use of local materials to reduce hauling
 - Carpooling of workers to and from the jobsite
 - Regular maintenance of equipment to ensure proper working order
 - Reducing energy consumption by turning off equipment and vehicles when not in use
 - Minimizing stops and delays by efficient routing of trucks to and from the jobsite and utilizing off-peak travel times to maximize fuel efficiency
 - Minimizing the need for artificial light by scheduling construction during daytime hours to the extent practicable
 - Maintenance of traffic control plan that minimizes lengthy detours or delays for motorists.
- » The Environmental Protection Training Plan educates non-administrative employees to:
 - Recognize the overall importance of environmental issues
 - Recognize environmental impacts as they relate to construction
 - Know what actions to take to minimize impacts
- » The Communication Plan provides contact information for the Environmental Manager, Superintendent, Project Engineer and Project Manager

Per the CEPP, the Contractor has conducted the following activities:

- » Submitted for and posted TCEQ Notice of Intent (NOI) for stormwater discharges. The NOI and large construction site notices are posted on the Contractor's Equal Employment Opportunity board in front of the field office to address accessibility concerns.
- » Implemented proper vegetation clearing practices including installing sediment and erosion control measures prior to beginning the clearing and grubbing work.
- » Minimized disturbance to aquatic resources during clearing and grubbing by installing silt fence between the construction site and watercourse to prevent sedimentation and equipment from encroaching on protected areas and installing temporary crossings to allow construction equipment to cross various tributary streams.

- » Focused on addressing several erosion control items identified in a March 2017 letter from TCEQ by installing additional rock filter dams, erosion control blankets, mulch, topsoil, and temporary seeding on back and side slopes as construction progressed and performing silt excavation downstream of areas where erosion control measures were previously inadequate.
- » Continued the maintenance and repair of erosion control measures throughout the jobsite to ensure continued TCEQ compliance and is focused on repairing and replacing measures due to the rains experienced in mid-December of 2017.
- » Reduced the amount of runoff at soil stockpile locations by reducing the grade of the stockpile side slopes.
- » Performed weekly inspections to ensure the measures are operating correctly.
- » Implemented the Environmental Protection Training Plan by providing staff access to the TxDOT Environmental Management System training website.
- » Avoided impacts to streams during construction until mitigation was secured.

APPENDIX A:
AERIAL PHOTOGRAPHS (JULY 2018 TO OCTOBER 2018)



July 2018



October 2018

FIGURE 5: PROJECT AREA SOUTH OF IH 20



July 2018



October 2018

FIGURE 6: PROJECT AREA AT IH 20



July 2018



October 2018

FIGURE 7: PROJECT AREA BETWEEN IH 20 AND FM 849



July 2018



October 2018

FIGURE 8: PROJECT AREA AT EXISTING FM 849



July 2018



October 2018

FIGURE 9: PROJECT AREA DAVIS BRANCH TRIBUTARY



July 2018



October 2018

FIGURE 10: PROJECT AREA DAVIS BRANCH



July 2018



October 2018

FIGURE 11: PROJECT AREA BETWEEN DAVIS BRANCH AND FM 16



July 2018



October 2018

FIGURE 12: PROJECT AREA AT FM 16



July 2018



October 2018

FIGURE 13: QUARRIES NORTH OF FM 16

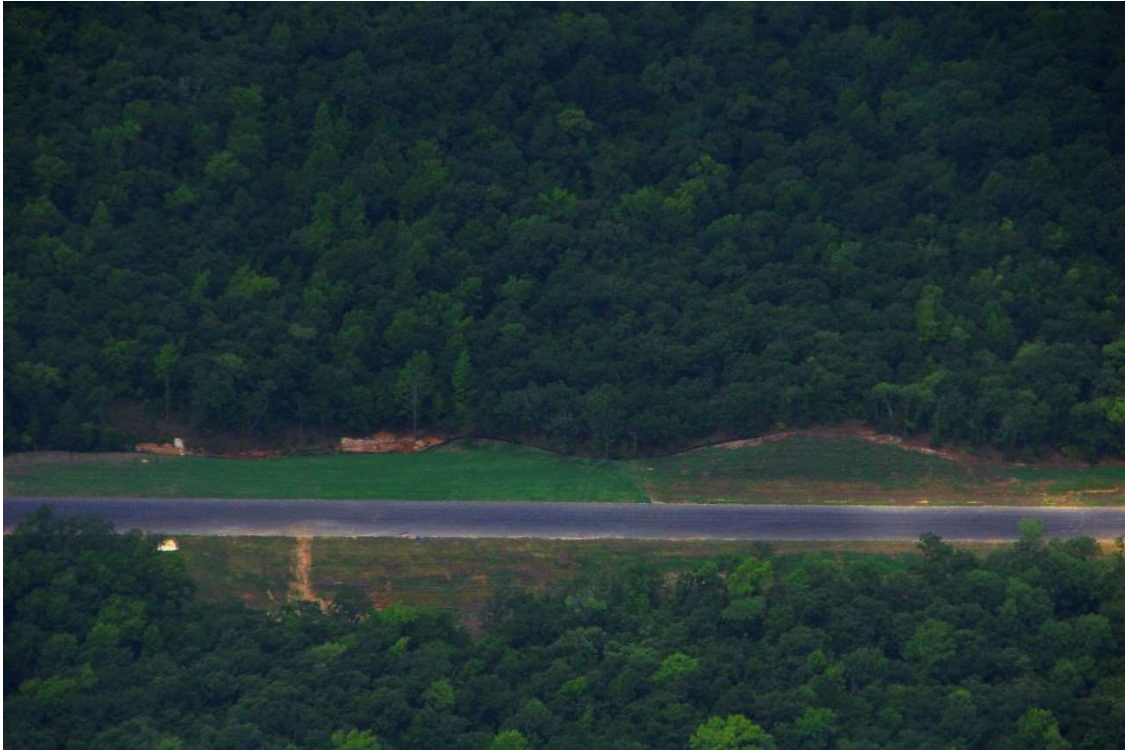


July 2018



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FIGURE 14: PROJECT AREA NORTH OF THE FM 16 QUARRIES



July 2018



October 2018

FIGURE 15: PROJECT AREA BETWEEN FM 16 AND CR 341



July 2018



October 2018

FIGURE 16: PROJECT AREA SOUTH OF CR 431



July 2018

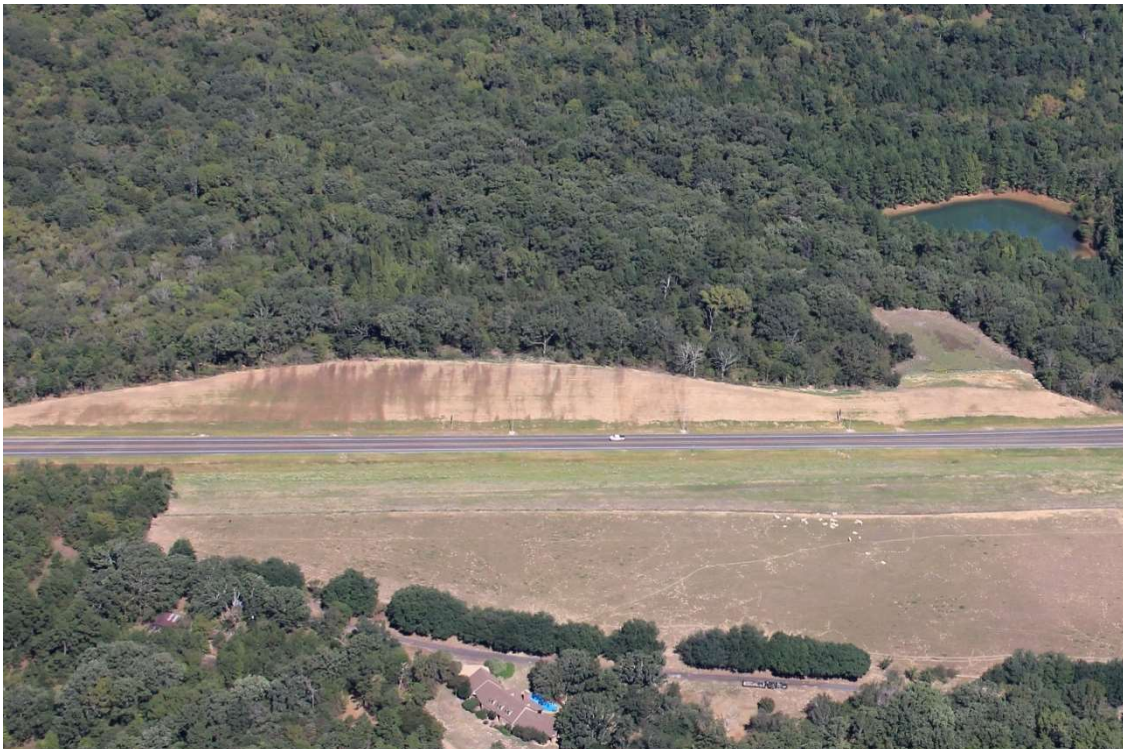


October 2018

FIGURE 17: PROJECT AREA AT CR 431



July 2018



October 2018

FIGURE 18: PROJECT AREA NORTH OF CR 431



July 2018



October 2018

FIGURE 19: PROJECT AREA AT CR 4118



July 2018



October 2018

FIGURE 20: PROJECT AREA AT US 69