

## AGENDA

### Hampton Roads Transportation Accountability Commission Annual Organizational Meeting of the Commission

June 20, 2019

12:30 p.m.

The Regional Board Room

723 Woodlake Drive, Chesapeake, VA 23320

1. **Call to Order**
2. **Approval of Agenda**
3. **Public Comment Period (5 Minute Limit)**
4. **Chair's Comments**
5. **Consent Items**
  - *Recommended Action: Approval*
  - A. **Minutes of the March 21, 2019 Regular Meeting (Attachment 5A)**
  - B. **Minutes of the March 28, 2019 Special Meeting (Attachment 5B)**
  - C. **HRTAC FY2020 Administrative and Project Development Budget (Attachment 5C)**
  - D. **I-64 Peninsula Widening Segment I Project (UPC 104905) – De-Allocate the HRTAC Project Funds Returned by VDOT, Amendment to the Memorandum of Understanding and Subject to Execution, and Authorize Staff to Adjust the HRTAC Adopted FY2016-FY2024 Funding Plan to Reflect the De-Allocation (Attachment 5D)**
  - E. **HRTAC FY2020-FY2026 Plan of Finance Update (Attachment 5E)**
  - F. **HRTAC 2045 Long Range Plan of Finance Update (Attachment 5F)**
6. **Action Items**
  - *Recommended Action: Discussion/Endorsement/Recommendation/Direction*
  - A. **Executive Director's Annual Performance Evaluation and Employment Agreement and Applicable Staff Cost of Living Adjustment (Closed Session as Necessary) (Attachment 6A)**– Personnel Committee Chair, Michael Hipple - Recommended Action: Discussion/Approval
  - B. **HRTAC Debt Management Plan, TIFIA Financing for Initial Projects – Authorization of the Commission Chair and Staff to Complete Development of the HRTF Backed TIFIA Loan Agreement, Bond Anticipation Note (BAN), and Supplemental Indenture for TIFIA (Attachment 6B)** – Executive Director Page, David Miller and Liang Shan PFM Financial Advisors, General Counselor Inglima, and Bond Counselors Ballou and Gilliland Recommended Action: Discussion/Approval

- C. **HRTAC Debt Management Plan, Financing for HRBT – Authorization of Staff to Develop and Submit the HRTF Backed TIFIA Letter of Interest (Attachment 6C)** – Executive Director Page, David Miller and Liang Shan PFM Financial Advisors  
Recommended Action: Discussion/Approval
  - D. **Amendment to the HRTAC Statement of Investment Policy – Adoption of the Amendment (Attachment 6D)** – Executive Director Page and Nelson Bush PFM Asset Management - Recommended Action: Discussion/Approval
  - E. **Election of FY2020 Officers of the Commission (Attachment 6E)** – General Counselor Inghima and Nominating Committee Chair Hipple - Recommended Action: Nominations/Discussion/Voting
  - F. **FY2020 HRTAC Meeting Schedule (Attachment 6F)** – Newly Elected HRTAC Chair - Recommended Action: Discussion/Approval
  - G. **Special Recognition of Certain Commissioners** – Newly Elected HRTAC Chair - Recommended Action: Discussion/Approval
- 7. Information Items**
- A. **HRTAC Monthly Financial Report (Attachment 7A)** – Finance Committee Chair Hipple
  - B. **VDOT/HRTAC Project Updates, HRBT/Other** – VDOT Commissioner Brich, HR Administrator Chris Hall, and HRBT Project Director Utterback **(Attachment 7B)**
  - C. **Next HRTAC Regular Meeting – September 19, 2019, 12:30 p.m., Regional Building Board Room, if not adjusted by Action Item 6F.**
- 8. Adjournment**

**Agenda Item 5A**  
**Consent Item**

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: March 21, 2019 Regular Meeting Minutes**

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**Recommendation:**

The Commission is asked to approve the Commission's March 21, 2019 Regular Meeting minutes.

**Background:**

The Commission approves meeting minutes for the permanent record of the Commission.

**Fiscal Impact:**

There is no fiscal impact in relation to this Consent Item.

**Suggested Motion:**

Motion: The Commission approves and adopts the minutes of the Commission's Regular Meeting on March 21, 2019.



**Hampton Roads Transportation  
Accountability Commission (HRTAC)  
Summary Minutes of the March 21, 2019 Regular Meeting**

The Hampton Roads Transportation Accountability Commission (HRTAC) Regular Meeting was called to order at 12:32 p.m. in the Regional Building Board Room, 723 Woodlake Drive, Chesapeake, Virginia, with the following in attendance:

**HRTAC Members in Attendance:**

Michael Hipple, Chair	McKinley Price
Linda T. Johnson, Vice Chair	Frank Rabil
Kenneth Alexander	John Rowe
Joel Acree	Thomas G. Shepperd
Chris Jones	Donnie Tuck*
Louis Jones	Rick West
Barry T. Porter	Frank Wagner*
Doug Pons (in for Paul Freiling)	David Yancey

**HRTAC Executive Director**

Kevin Page

**HRTAC Ex-Officio Members in Attendance:**

Stephen Brich	Cathy Vick
John Malbon	

**Other Participants:**

James Baker	David Miller
Eric Ballou	W. Sheppard Miller
Mary Bunting	Neil Morgan
Nelson Bush	Lydia Pettis Patton
Megan Gililand	Patrick Roberts
Courtney Gilmore	Cynthia Rohlf
Dave Hansen	Liang Shan
Tom Inghima	Doug Smith
Amanda Jarratt	Scott Stevens
Michael Johnson	Andrew Trivette
Stephen Johnson	Chuck Wall
Randy Keaton	J. Randall Wheeler

**HRTAC Voting Members Absent:**

Senator John A Cosgrove	Christopher Stolle
Eugene Hunt	

**HRTAC Ex-Officio Members Absent:**

Jennifer Mitchell

\* Denotes Late Arrival or Early Departure

### **Others Recorded Attending:**

Bridjette Parker, Jerri Wilson (NN); Amy Inman, Morgan Whayland (NO); Carl Jackson, Sherri Neil, Barbara Nelson (PO); Bob Matthias (VB); Caleb Smith (Congresswoman Elaine Luria's Office); Drew Lumpkin (U.S. Senator Mark Warner's Office); Diane Kaufman (U.S. Senator Tim Kaine); Jim Calpin (Bank of America/Merrill Lynch); Kevin A. Johnson (Citigroup Global Markets); Mike Estes (HDR Engineering); Jake Fink, (HNTB); Karen McPherson (McPherson Consulting); Tracy Baynard (McGuire Woods Consulting); Gary Webb (Parsons); Timothy Barry ( Frank Fabian, Tony Gibson, Robin Grier, Martha Gross, Paula Miller, Dawn Odom (VDOT); Mark Geduldig-Yatrofsky; John Gergely (Citizens); Kelli Arledge, Danetta Jankosky, Mike Long, Tiffany Smith, Chris Vaigneur Sheila Wilson (HRPDC); Rob Case, Rob Cofield, Bob Crum, Mike Kimbrel, John Mihaly, (HRTPO)

### **Approval of Agenda**

Mr. Kenneth Alexander Moved to approve the agenda, Ms. Linda Johnson seconded. The Motion Carried.

### **Public Comment Period (limit 5 minutes per individual)**

No public comments were made to the Hampton Roads Transportation Accountability Commission.

### **Chair Comments**

Chair Hipple informed the Commission that the meeting was going to be informative and reminded members an additional meeting was going to be held in the next week and urged full attendance due to voting implications.

#### **A. Appointment of a Nominating Committee**

Chair Hipple stated Dr. McKinley Price and Mr. Barry Porter would be joining him on the Nominating Committee.

### **Consent Items**

#### **A. Minutes of the December 13, 2018 Regular Meeting**

Mr. Barry Porter Moved to approve the consent agenda, seconded by Mr. John Rowe. The Motion Carried.

### **Action Items**

#### **A. HRTAC FY2020 Administrative and Project Development Budget – Endorsement and Authorization to Conduct a Public Hearing**

HRTAC Executive Director, Kevin Page, stated the FY2020 proposed total budget had an increase of \$1,149,878 over FY2019. He indicated an increase in professional services, and the onboarding of a new employee attributed to the increase.

Mr. Page explained the FY2020 budget was divided so members could easily identify the project development costs and the daily operating costs of HRTAC.

Finance Committee Chair, Frank Wagner, reaffirmed the cost savings achieved by HRTAC applying for TIFIA loans in regards to interest rates.

Senator Frank Wagner Moved to endorse the Proposed HRTAC FY2020 Administrative and Project Development Budget and to authorize the Finance Committee to conduct a Public Hearing on the Proposed HRTAC FY2020 Administrative and Project Development Budget, seconded by Ms. Linda Johnson. The Motion Carried.

**B. HRTAC FY2020-FY2026 Plan of Finance Update - Endorsement and Authorization to conduct a Public Hearing**

HRTAC Executive Director, Mr. Kevin Page, reminded the Commission that the HRBT Project had been included in the previous HRTAC Plans of Finance and the update included a total project amount of \$3.862 billion, with HRTAC's maximum commitment at \$3.562 billion. He explained the effect the addition of the south trestles had on the original project, toll revenues and how any float downs would be distributed.

VDOT Commissioner, Stephen Brich, informed the Commission that the Commonwealth Transportation Board (CTB) approved the VDOT South Island Trestle Bridge work. He reviewed the necessity of that work and the benefits of including it in the HRBT project. He stated the amount of the work will be \$109 million.

Mr. Page noted the importance of HRTAC receiving SMART SCALE funding and detailed how it was included in the HRBT Project.

He reviewed the program of projects and showed the Commission a graphic detailing each project by line item.

Ms. Linda Johnson Moved to endorse the Proposed HRTAC FY2020-FY2026 Plan of Finance Update-Seven Year Operating and Capital Program of Projects for the Region's High Priority Projects (with Toll Revenues to HRTAC) as an update to the HRTAC adopted 2016-2024 Financial Plan and to authorize Commission Staff to conduct a public hearing and report back public comments for consideration in the Commission's action at its June 20, 2019 Annual Organizational meeting, Seconded by Mr. Donnie Tuck. The Motion Carried.

**C. HRTAC Proposed 2045 Long Range Plan of Finance Update - Endorsement and Authorization to Conduct a Public Hearing**

HRTAC Executive Director, Kevin Page, reviewed the proposed 2045 Long Range Plan of Finance with the Commission. He noted the 460/58/13 project had been removed due to significant impacts on the environment and a high probability of not moving forward.

Ms. Linda Johnson Moved to endorse the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects, and to authorize the Finance Committee to hold a public hearing and report back public comments for consideration in the Commission's action at its June 20, 2019 Annual Organizational meeting to communicate the 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects to the HRTPO, Seconded by Mr. John Rowe. The Motion Carried.

#### **D. HRATC Debt Management Plan Update**

PFM Financial Advisor, Mr. David Miller, stated the Commission was not going to be authorizing any additional debt issuance at the meeting; instead, he was explaining how HRTAC was going to afford the HRBT project.

He reviewed the steps HRTAC has already taken and further explained the importance of the proposed TIFIA loan and the interest rates to HRTAC. He reviewed the current funding mix and noted it included SMART SCALE and an additional \$670 Million of issued debt in the future.

Ms. Linda Johnson Moved to adopt the HRTAC Debt Management Plan Updated developed based on the assumptions reflected in the March 21, 2019 Proposed HRTAC FY2020-FY2026 Plan of Finance Seven Year Operating and Capital Program of Projects and HRTAC 2045 Long Range Plan of Finance Update, Seconded by Mr. Donnie Tuck. The Motion Carried.

#### **E. Briefing re: I-64 Hampton Roads Bridge Tunnel Expansion: Project Agreement for Funding and Administration and the prospective Master Tolling Agreement, and the financing activities relating thereto - Closed Session, as needed**

Chair Hipple asked that Counselor Inglima read a motion to allow the Commission to go into closed session. Mr. Inglima stated that the motion is that a closed session be held for discussions regarding the agreements being developed to fund and construct the Hampton Roads Bridge Tunnel project, including a Funding Agreement and a Master Tolling Agreement, in accordance with Virginia Code 2.2-3711(A)(8) for purposes of consulting with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel.

Mr. Shepperd made the motion, Seconded by Ms. Johnson. The Motion carried.

At 1:03 p.m., the Commission, supported by its staff and advisors, including counsel, convened the Closed Session.

At 2 p.m., the Commission concluded the Closed Session.

Counselor Inglima read the following certification to be made by each Member:

The Hampton Roads Transportation Accountability Commission hereby certifies that, to the best of each member's knowledge: (i) only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened, were heard, discussed or considered in the closed meeting just concluded.

A roll call vote of each member present during the Closed Session was taken. Chair Hipple initiated a roll call vote:

Rick West	Yes
Frank Rabil	Yes
Joel C. Acree	Yes
Michael J. Hipple	Yes
McKinley Price	Yes
Kenneth C. Alexander	Yes
John Rowe	Yes
Barry Porter	Yes
Linda T. Johnson	Yes
Louis Jones	Yes
Doug Pons	Yes
Thomas G. Shepperd	Yes
Delegate S. Chris Jones	Yes
Delegate David Yancey	Yes
John Malbon	Yes
Stephen Brich	Yes

**Information Items**

**A. HRTAC Monthly Financial Report**

Mr. Page acknowledged the HRTAC Monthly Financial Report.

**B. VDOT Project Updates**

Mr. Page stated the VDOT project updates were included in the agenda packet.

**C. Next HRTAC Special Meeting**

Mr. Page noted the Special Meeting to take action on the HRBT Funding Agreement was to be held on March 28, 2019 at Noon in the Regional Building Board Rooms, 723 Woodlake Drive, Chesapeake, VA 23320 and emphasized attendance was important.

**Adjournment**

With no further business to come before the Hampton Roads Transportation Accountability Commission, the meeting adjourned at 2:02 p.m.

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Michael J. Hipple  
HRTAC Chair

**Agenda Item 5B**  
**Consent Item**

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: March 28, 2019 Special Meeting Minutes**

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**Recommendation:**

The Commission is asked to approve the Commission's March 28, 2019 Special Meeting minutes.

**Background:**

The Commission approves meeting minutes for the permanent record of the Commission.

**Fiscal Impact:**

There is no fiscal impact in relation to this Consent Item.

**Suggested Motion:**

Motion: The Commission approves and adopts the minutes of the Commission's Special Meeting on March 28, 2019.

**Hampton Roads Transportation  
Accountability Commission (HRTAC)  
Summary Minutes of the March 28, 2019 Special Meeting**

The Hampton Roads Transportation Accountability Commission (HRTAC) Special Meeting was called to order at 12:03 p.m. in the Regional Building Board Room, 723 Woodlake Drive, Chesapeake, Virginia, with the following in attendance:

**HRTAC Members in Attendance:**

Michael Hipple, Chair	Thomas G. Shepperd
Linda T. Johnson, Vice Chair	Doug Pons (in for Paul Freiling)
Kenneth Alexander	Frank Rabil
Joel Acree	John Rowe
John Cosgrove	Donnie Tuck
Bobby Dyer	Frank Wagner
Herbert Green (in for Eugene Hunt)	Rick West
Chris Jones	Thomas G. Shepperd
David Jenkins (in for McKinley Price)	David Yancey
Barry T. Porter	

**HRTAC Executive Director**

Kevin Page

**HRTAC Ex-Officio Members in Attendance:**

Stephen Brich\*

**Other Participants:**

James Baker	John Lawson
Eric Ballou	Neil Morgan
Mary Bunting	Lydia Pettis Patton
Christopher Hall	Patrick Roberts
Courtney Gilmore	Cynthia Rohlf
Dave Hansen	Doug Smith
Tom Inglima	Andrew Trivette
Amanda Jarratt	James Utterback
Stephen Johnson	J. Randall Wheeler*
Randy Keaton	

**HRTAC Voting Members Absent:**

None

**HRTAC Ex-Officio Members Absent:**

John Malbon	Cathy Vick
Jennifer Mitchell	

\* Denotes Late Arrival or Early Departure

**Others Recorded Attending:**

Bridjette Parker, (NN); Amy Inman, Morgan Whayland (NO); Randolph Cook (SH); Michael Westermann (Albany General); Jake Fink, (HNTB); Tony Gibson, Robin Grier, Paula Miller (VDOT); Kayla Gaskins, Greg Godberg (WAVY-TV); W. Pellenben (WTKR); Niko Clemmons (WVEC); Patrick Dellinger, Mark Geduldig-Yatrofsky; John Gergely (Citizens); Kelli Arledge, Andrea Gayer, Stephanie Gianturw, Danetta Jankosky, Mike Long, Tiffany Smith, Chris Vaigneur Sheila Wilson (HRPDC); Rob Cofield, Bob Crum, Mike Kimbrel, John Mihaly, (HRTPO)

**Approval of Agenda**

Mr. Kenneth Alexander Moved to approve the agenda, Mr. Chris Jones seconded. The Motion Carried.

**Public Comment Period (limit 5 minutes per individual)**

Portsmouth resident, Mr. Mark Geduldig-Yatrofsky, shared his opinion with the Commission that the amount of money being spent on the Hampton Roads Bridge Tunnel project would be better spent on sea level rise.

**Chair Comments**

Chair Hipple highlighted the dedication of the Commission and its partners in planning and delivering the HRBT project and that the transportation projects in the region is the top in the nation.

**Action Items****A. I-64 Hampton Roads Bridge Tunnel Expansion: Project Agreement for Funding and Administration**

HRTAC Executive Director, Kevin Page, reminded the Commission of the HRTAC Hampton Roads Bridge Tunnel Funding Agreement Advisory Committee's actions and recommendations.

HRTAC Legal Counsel, Thomas Inglima, reviewed the Resolution 2019-01: I-64 Hampton Roads Bridge-Tunnel Expansion Project for the Commission.

Commission members questioned the potential effects on the HRBT project and the future direction of HOV/HOT lanes.

Mr. Page noted that the project was to be built as a P3 and, as such, if it becomes a HOT facility, it would be HOV-3. He noted potential legislation in the General Assembly that would cause projects totaling over \$3 Billion to automatically be HOV-2.

Senator Frank Wagner reflected on the inception of HRTAC and its positive effect on the quality of life for the residents of Hampton Roads. He highlighted the superior effort of the HRTAC Executive Director and HRTAC's partners.

Senator Frank Wagner Moved to adopt Resolution 2019-01; I-64 Hampton Roads Bridge Tunnel Expansion Project; Approval of and Authorization to enter into Project Agreement

for Funding and Administration, Delegate Chris Jones seconded the Motion and Chair Hipple, hearing no further discussion, called for a roll call vote.

Chair Hipple initiated the roll call vote, the results of which were as follows:

Rick West	Yes
Frank Rabil	Yes
Donnie Tuck	Yes
Joel C. Acree	Yes
Michael J. Hipple	Yes
David Jenkins	Yes
Kenneth C. Alexander	Yes
Herbert Green	Yes
John Rowe	Yes
Barry Porter	Yes
Linda T. Johnson	Yes
Bobby Dyer	Yes
Doug Pons	Yes
Thomas G. Shepperd	Yes
Senator John A. Cosgrove	Yes
Senator Frank W. Wagner	Yes
Delegate S. Chris Jones	Yes
Delegate Christopher P. Stolle	Yes
Delegate David Yancey	Yes

The Motion Carried.

**B. Resolution to Preserve Flexibility to Reimburse Expenditures on I-64 Hampton Roads Bridge Tunnel Expansion Project with Proceeds of a Bond Issue**

HRTAC Executive Director, Kevin Page, reviewed the purpose of the Resolution and informed the Commission this was common for HRTAC to adopt reimbursement resolutions in regards to Capital Projects.

Senator Frank Wagner Moved to adopt Resolution 2019-02, the Resolution of Official Intent for Allocation of Bond Proceeds to Reimburse HRTAC Expenditures on the I-64 Hampton Roads Bridge Tunnel Expansion Project, Ms. Linda Johnson Seconded. The Motion Carried.

**Information Items**

**Next Meeting**

The HRTAC Regular Meeting will be held on June 20, 2019 at 12:30 p.m. in the Regional Building Board Rooms, 723 Woodlake Drive, Chesapeake VA.

**Adjournment**

With no further business to come before the Hampton Roads Transportation Accountability Commission, the meeting adjourned at 12:23 p.m.

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Michael J. Hipple  
HRTAC Chair

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: HRTAC FY2020 Administrative and Project Development Budget**

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**Recommendation:**

The Finance Committee recommends that the Commission adopt the HRTAC FY2020 Administrative and Project Development Budget.

**Background:**

At its March 21, 2019 Regular Meeting, the Commission endorsed the Proposed HRTAC FY2020 Administrative and Project Development Budget reflected in the enclosed Budget (the "Proposed HRTAC FY2020 Administrative and Project Development Budget") and authorized the Finance Committee to conduct a public hearing for the purpose of sharing the proposed budget with the public and soliciting public input. The public hearing was conducted by the Executive Director on behalf of HRTAC Finance Committee Chair Hipple at 2:00 p.m. on Monday, April 29, 2019, in the Regional Building Board Room, 723 Woodlake Drive, Chesapeake, VA 23320. No oral or written public comments have been received. At its June 20, 2019 meeting, the Finance Committee recommended that the Commission finalize the Proposed HRTAC FY2020 Administrative and Project Development Budget and authorized the Finance Committee Chair to communicate its recommendation to the Commission at its June 20, 2019 Annual Organizational Meeting.

**Fiscal Impact:**

There is a \$5,597,390 fiscal impact of in relation to this Action Item.

**Suggested Motion:**

Motion: The Commission approves and adopts HRTAC FY2020 Administrative and Project Development Budget.





Hampton Roads Transportation Accountability Commission

**Proposed FY2020 Administrative and Project Development Budget**

CATEGORY	FY2019 Amended Budget	FY2020 Proposed Budget	FY2020 Proposed Administrative	FY2020 Proposed Project Development	Difference between FY2019 Amended Budget and FY2020 Proposed Budget
<b>REVENUES</b>					
HRTF Support *	\$ -	\$ -	\$ -	\$ -	\$ -
Interest/Investment Income	4,447,512	5,597,390	1,429,390	4,168,000	1,149,878
<b>TOTAL REVENUE</b>	<b>\$ 4,447,512</b>	<b>\$ 5,597,390</b>	<b>\$ 1,429,390</b>	<b>\$ 4,168,000</b>	<b>\$ 1,149,878</b>
<b>EXPENDITURES</b>					
<b>PERSONNEL**</b>					
HRTAC Staff/Fringes/Leave Reserve	\$ 524,512	\$ 561,770	\$ 561,770	\$ -	\$ 37,258
HRTPO/HRPDC Support Staff**	120,000	101,000	101,000	-	(19,000)
<b>SUBTOTAL PERSONNEL</b>	<b>644,512</b>	<b>662,770</b>	<b>662,770</b>	<b>-</b>	<b>18,258</b>
<b>PROFESSIONAL SERVICES</b>					
Audit	24,000	24,000	24,000	-	-
Trustee		15,000	15,000		15,000
Bank Fees & Investment Services	300,000	355,000	355,000	-	55,000
Legal	900,000	927,000	309,000	618,000	27,000
Financial Advisors	600,000	795,000	-	795,000	195,000
Insurance - D&O/Liability	4,000	4,120	4,120	-	120
Recruiting	2,000	2,000	2,000	-	-
Bond Issuance Expense/TIFIA	1,900,000	2,750,000	-	2,750,000	850,000
<b>SUBTOTAL PROFESSIONAL SERVICES</b>	<b>3,730,000</b>	<b>4,872,120</b>	<b>709,120</b>	<b>4,163,000</b>	<b>1,142,120</b>
<b>TECHNOLOGY/COMMUNICATION**</b>					
IT/Communications	5,000	5,000	5,000	-	-
LAN system/ Cloud	18,000	10,000	10,000	-	(8,000)
Website Consultant	2,000	2,000	2,000	-	-
<b>SUBTOTAL TECHNOLOGY/COMMUNICATION</b>	<b>25,000</b>	<b>17,000</b>	<b>17,000</b>	<b>-</b>	<b>(8,000)</b>
<b>ADMINISTRATIVE **</b>					
Public Notices/Advertising	3,000	1,000	1,000	-	(2,000)
Office Space	12,000	12,000	12,000	-	-
Office Supplies**	4,000	5,000	4,000	1,000	1,000
Furniture	500	500	500	-	-
Printing/Copying**	7,000	6,000	2,000	4,000	(1,000)
Dues/Subscriptions	1,000	1,000	1,000	-	-
Travel	8,000	8,000	8,000	-	-
Meeting Expenses**	7,000	5,000	5,000	-	(2,000)
Telephone**	-	1,500	1,500	-	1,500
Postage**	500	500	500	-	-
Professional Development	5,000	5,000	5,000	-	-
<b>SUBTOTAL ADMINISTRATIVE</b>	<b>48,000</b>	<b>45,500</b>	<b>40,500</b>	<b>5,000</b>	<b>(2,500)</b>
<b>TOTAL EXPENDITURES</b>	<b>\$ 4,447,512.00</b>	<b>\$ 5,597,390</b>	<b>\$ 1,429,390</b>	<b>\$ 4,168,000</b>	<b>\$ 1,149,878</b>

\* HRTF Support will be used if the Interest/Investment Income is less than budgeted.

\*\*Includes items to be reimbursed to HRPDC/HRTPO



Hampton Roads Transportation Accountability Commission

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: I-64 Peninsula Widening Segment I Project (UPC 104905) – Amendment to the Memorandum of Understanding, and, subject to full execution of the amendment, de-allocation of the HRTAC project funds returned by VDOT and authorization of Staff to adjust the HRTAC Adopted FY2016-FY2024 Funding Plan to reflect the de-allocation**

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**Recommendation:**

The Finance Committee recommends that the Commission amend the Memorandum of Understanding for the I-64 Peninsula Widening Segment I Project (UPC 104905), and, subject to full execution of the amendment, de-allocate the HRTAC project funds returned by VDOT and authorize Staff to adjust the HRTAC Adopted FY2016-FY2024 Funding Plan to reflect the de-allocation.

**Background:**

On May 27, 2019, VDOT notified HRTAC that it was being released from \$2,391,615 of project obligations to the I-64 Peninsula Widening Segment I Project (UPC 104905). VDOT has reported that the reduction is due to end of construction contract completion review. Subject to the CTB Approval and full execution, HRTAC will need to amend its project Memorandum of Agreement with VDOT and the HRTPO to reflect the change within the project line item and to deallocate funds. The deallocated funds will be made available for reprogramming. Following the full execution of the MOA, HRTAC staff will need to make adjustment in its HRTAC FY2016-FY2024 Funding Plan. At its June 20, 2019 meeting, the Finance Committee recommended that the Commission amend the Memorandum of Understanding for the project, and, subject to the full amendment, de-allocate the HRTAC project funds returned by VDOT and authorize Staff to adjust the HRTAC Adopted FY2016-FY2024 Funding Plan to reflect the de-allocation

**Fiscal Impact**

There will be a \$2,391,615 de-allocation of Hampton Roads Transportation Funds is within in the Approved HRTAC 2016-2024 Funding Plan.

**Suggested Motion:**

Motion is that the Commission amends the Memorandum of Understanding for the I-64 Peninsula Widening Segment I Project (UPC 104905), and, subject to full execution of the amendment, de-allocates the HRTAC project funds returned by VDOT and authorizes Staff to adjust the HRTAC Adopted FY2016-FY2024 Funding Plan to reflect the de-allocation.



**AMENDMENT TO  
MEMORANDUM OF AGREEMENT  
AMONG THE VIRGINIA DEPARTMENT OF TRANSPORTATION,  
THE HAMPTON ROADS TRANSPORTATION PLANNING ORGANIZATION,  
AND  
THE HAMPTON ROADS TRANSPORTATION ACCOUNTABILITY COMMISSION  
(I-64 Peninsula Widening, Segment I (UPC 104905)  
– Third Float Down)**

THIS AMENDMENT TO MEMORANDUM OF AGREEMENT (this “Amendment”), dated as of June \_\_\_\_\_, 2019 (the “Effective Date”), is made by and among the VIRGINIA DEPARTMENT OF TRANSPORTATION (“VDOT”), the HAMPTON ROADS TRANSPORTATION PLANNING ORGANIZATION (“HRTPO”), and the HAMPTON ROADS TRANSPORTATION ACCOUNTABILITY COMMISSION (“HRTAC”).

**RECITALS:**

A. The parties have entered into a Memorandum of Agreement for I-64 Peninsula Widening, Segment I Funding (UPC 104905) (the “Segment I Project”), dated as of January 2016, and subsequently amended by amendments dated as of June 6, 2018, as of August 30, 2018 and as of December 13, 2018, (as amended, the Memorandum of Agreement is referred to as the “Memorandum Agreement”).

B. Capitalized terms not defined when used herein shall have the meanings given those terms under the Memorandum Agreement.

C. VDOT has notified HRTAC that the funding required for the Segment I Project is less than the budgeted amount, as amended.

D. The parties now desire to amend the Memorandum Agreement on the terms set forth below.

NOW, THEREFORE, in consideration of the premises, the mutual covenants and agreements set forth in this Amendment, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree to amend the Memorandum Agreement as follows:

1. The Memorandum Agreement is hereby amended to reduce the Remaining HRTF Segment I Commitment by \$2,391,615 from \$12,455,498 to \$10,063,883, of which, as of May 20, 2019, \$0.00 has been paid by HRTAC to VDOT from the HRTF, meaning up to \$10,063,883 remains available for funding out of the HRTF.

2. Upon payment by HRTAC of the Remaining HRTF Segment I Commitment of \$10,063,883, the Parties agree that HRTAC will have satisfied the HRTF Segment I Commitment under the Memorandum Agreement, as amended, and will have no remaining financial obligations under the Memorandum Agreement.

3. Except as modified by the provisions of this Amendment, all other terms of the Memorandum Agreement shall remain in full force and effect.

4. This Amendment may be executed in any number of counterparts, and by each party on a separate counterpart, each of which, when so executed and delivered, shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties have executed this Amendment by their duly authorized representative as of the Effective Date.

**VIRGINIA DEPARTMENT OF  
TRANSPORTATION**

**HAMPTON ROADS TRANSPORTATION  
ACCOUNTABILITY COMMISSION**

By: \_\_\_\_\_  
Stephen C. Brich, P.E.  
Commissioner of Highways

By: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

SOLELY FOR THE PURPOSE OF  
ACKNOWLEDGING THE EXECUTION  
OF THIS THIRD AMENDMENT

**HAMPTON ROADS TRANSPORTATION  
PLANNING ORGANIZATION**

By: \_\_\_\_\_  
Thomas G. Shepperd, Jr.  
Chair

Date: \_\_\_\_\_

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: HRTAC FY2020-FY2026 Plan of Finance Update**

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**Recommendation:**

The Finance Committee recommends that the Commission adopt the Proposed HRTAC FY2020-FY2026 – Seven Year Operating and Capital Program of Projects for the Region’s High Priority Projects (With Toll Revenues to HRTAC) as an update to the HRTAC-adopted FY2019-FY2024 Financial Plan to include certain modifications for the Region’s High Priority Projects and additional revenues based on new or updated information.

**Background:**

At its March 21, 2019 Regular meeting, the Commission endorsed the Proposed HRTAC FY2020-FY2026 – Seven Year Operating and Capital Program of Projects for the Region’s High Priority Projects and authorized conducting a public hearing for the purpose of sharing the proposed update with the public and soliciting public input. The public hearing was conducted by the Executive Director on behalf of HRTAC Finance Committee Chair Hipple at 1:00 p.m. on Monday, April 29, 2019, in the Regional Building Board Room, 723 Woodlake Drive, Chesapeake, VA 23320. No oral or written public comments have been received. At its June 20, 2019 meeting, the Finance Committee recommended that the Commission approve the Proposed HRTAC FY2020-FY2026 Plan of Finance Update and authorized the Finance Committee Chair to communicate its recommendation to the Commission at its June 20, 2019 Annual Organizational Meeting.

**Fiscal Impact:**

The proposed \$5,289,155,668 HRTAC FY2020-FY2026 Plan of Finance Update – Seven Year Operating and Capital Program of Projects represents a \$217,912,097 increase in comparison to the Adopted FY2019-FY2024 Plan of Finance Update, as amended. The \$217 million increase is primarily due to the final contract cost of HRBT. The executed funding agreement includes \$200 million SMART SCALE funding that is dedicated to the HRBT project. Due to the inclusion of the \$200 million Smart Scale funding, HRTAC’s contributing funding share remains largely unchanged.

**Suggested Motion:**

**Motion:** is the Commission adopts the Proposed HRTAC FY2020-FY2026 Plan of Finance Update – Seven Year Operating and Capital Program of Projects for the Region’s High Priority Projects (With Toll Revenues to HRTAC) as an update to the HRTAC-adopted FY2019-2024 Financial Plan, as amended.



## Proposed HRTAC FY2020-FY2026 – Seven Year Operating and Capital Program of Projects for the Region’s High Priority Projects (With Toll Revenues to HRTAC)

### HRTAC Project Costs and Expenses

	Prior Years	FY 2020	FY 2021	FY 2022	FY 2023	FY 2024	FY 2025	FY 2026	Total	HRTAC Cost Share	VDOT Funds	Other Local Funds
Operating/HRTF Fees	\$14	\$6	\$6	\$6	\$6	\$6	\$6	\$6	\$56	\$56		
I-64 Peninsula Widening	\$416	\$78	\$41						\$534	\$313	\$221	
I-64/I-264 Interchange Improvement	\$286	\$44	\$24	\$8					\$362	\$290	\$67	\$5
I-64 Southside/High Rise Bridge Project Development	\$254	\$197	\$79						\$530	\$432	\$98	
HRBT	\$45	\$1							\$46	\$46		
	\$76	\$362	\$1,115	\$699	\$538	\$587	\$346	\$40	\$3,762	\$3,562	\$200	
<b>Total</b>	<b>\$1,091</b>	<b>\$686</b>	<b>\$1,264</b>	<b>\$713</b>	<b>\$544</b>	<b>\$593</b>	<b>\$352</b>	<b>\$46</b>	<b>\$5,289</b>	<b>\$4,699</b>	<b>\$586</b>	<b>\$5</b>

### Funding Sources

	Prior Years	FY 2020	FY 2021	FY 2022	FY 2023	FY 2024	FY 2025	FY 2026	Total
VDOT Funds	\$280	\$64	\$34	\$8		\$200			\$586
Other Local Funds	\$5								\$5
HRTAC Cost Share	\$805	\$623	\$1,230	\$705	\$544	\$393	\$352	\$46	\$4,699
<b>Total</b>	<b>\$1,091</b>	<b>\$686</b>	<b>\$1,264</b>	<b>\$713</b>	<b>\$544</b>			<b>\$46</b>	<b>\$5,289</b>

### HRTAC Projected Cash Flow

	FY 2020	FY 2021	FY 2022	FY 2023	FY 2024	FY 2025	FY 2026	Total
HRTF .7% local Sales Tax Funds	\$145	\$148	\$152	\$155	\$159	\$163	\$167	\$1,088
HRTF 2.1% Fuel Tax Funds	\$55	\$56	\$56	\$56	\$56	\$57	\$57	\$394
<b>Total HRTF Revenue</b>	<b>\$200</b>	<b>\$204</b>	<b>\$208</b>	<b>\$212</b>	<b>\$215</b>	<b>\$220</b>	<b>\$224</b>	<b>\$1,482</b>
HRTAC Toll Revenues					\$4	\$4	\$4	\$16
HRTF Interest Income	\$5	\$15	\$7	\$2	\$2	\$2	\$3	\$36
HRTF Investment Income	\$8	\$5	\$2	\$1			\$2	\$19
HRTAC HRTF Revenue Debt Proceeds	\$301	\$778	\$556	\$378	\$177			\$2,190
HRTAC Toll Revenue Debt Proceeds					\$75	\$230	\$40	\$345
<b>Total Available HRTAC Funding</b>	<b>\$514</b>	<b>\$1,002</b>	<b>\$773</b>	<b>\$597</b>	<b>\$472</b>	<b>\$456</b>	<b>\$273</b>	<b>\$4,088</b>
HRTAC Cost Share	\$623	\$1,230	\$705	\$544	\$393	\$352	\$46	\$3,893
HRTAC Debt Service	\$26	\$34	\$59	\$59	\$59	\$84	\$115	\$436
HRTAC Debt Service Reserve	\$33				\$54	\$20		\$107
<b>Total Annual Expenditure</b>	<b>\$681</b>	<b>\$1,264</b>	<b>\$764</b>	<b>\$658</b>	<b>\$472</b>	<b>\$436</b>	<b>\$161</b>	<b>\$4,437</b>
<b>Carryover Balance From Previous Year</b>	<b>\$580</b>	<b>\$414</b>	<b>\$151</b>	<b>\$160</b>	<b>\$100</b>	<b>\$100</b>	<b>\$120</b>	
<b>Remaining HRTAC Funds Unobligated</b>	<b>\$414</b>	<b>\$151</b>	<b>\$160</b>	<b>\$100</b>	<b>\$100</b>	<b>\$120</b>	<b>\$231</b>	

**Hampton Roads Transportation Accountability Commission**  
**FY2020 - FY2026 - Seven-Year Operating and Capital Program of Projects**

Project Location	Project Description	User	Source of Funds	Pre-SYIP Funding Activities	HRTAC FY20	HRTAC FY21	HRTAC FY22	HRTAC FY23	HRTAC FY24	HRTAC FY25	HRTAC FY26		
<b>Operating/HRTF Fees</b>													
HRTAC Districtwide	HRTAC Operating Budget	HRTAC	HRTAC HRTF	\$ 6,872,607	\$ 1,429,390	\$ 1,465,125	\$ 1,501,753	\$ 1,539,297	\$ 1,577,779	\$ 1,617,224	\$ 1,657,654	\$ 17,660,828	
	HRTAC Project Initiation Budget	HRTAC	HRTAC HRTF	6,300,000	4,168,000	4,272,200	4,379,005	4,488,480	4,600,692	4,715,709	4,833,602	37,757,689	
	Department of Taxation Fees	TAX	HRTAC HRTF	499,518	-	-	-	-	-	-	-	499,518	
	Department of Motor Vehicle Fees	DMV	HRTAC HRTF	98,695	-	-	-	-	-	-	-	98,695	
<b>Total Operating Costs/HRTF Fees</b>				<b>Total</b>	<b>\$ 13,770,820</b>	<b>\$ 5,997,390</b>	<b>\$ 5,737,325</b>	<b>\$ 5,880,758</b>	<b>\$ 6,027,777</b>	<b>\$ 6,178,471</b>	<b>\$ 6,332,933</b>	<b>\$ 6,491,256</b>	<b>\$ 56,016,730</b>
<b>Construction Projects</b>													
<b>I-64 Peninsula Widening</b>													
Newport News	I-64 Widening Segment 1 UPC 104905	VDOT	VDOT	100,000,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 100,000,000	
			HRTAC HRTF	14,000,000	-	-	-	-	-	-	-	-	14,000,000
				<b>Total</b>	<b>114,000,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>114,000,000</b>	
Newport News, James City County, York County	I-64 Widening Segment 2 PE UPC 106665	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	6,000,000	-	-	-	-	-	-	-	-	6,000,000
				<b>Total</b>	<b>6,000,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>6,000,000</b>	
Newport News, James City County, York County	I-64 Widening Segment 2 ROW/Construction UPC 106665	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	169,832,897	-	-	-	-	-	-	-	-	169,832,897
				<b>Total</b>	<b>169,832,897</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>169,832,897</b>	
York County	I-64 Widening Segment 3 PE UPC 106689	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	10,000,000	-	-	-	-	-	-	-	-	10,000,000
				<b>Total</b>	<b>10,000,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,000,000</b>	
York County	I-64 Widening Segment 3 - RW Construction Construction UPC 106689 - 109790	VDOT	VDOT	61,210,469	25,858,850	34,082,658	-	-	-	-	-	121,151,977	
			HRTAC HRTF	54,823,668	51,651,130	6,419,198	-	-	-	-	-	-	112,893,996
				<b>Total</b>	<b>116,034,137</b>	<b>77,509,980</b>	<b>40,501,856</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>234,045,973</b>	
<b>I-64/I-264 Interchange Improvement</b>													
Norfolk	I-64/I-264 Interchange Improvement Phase I PE/ROW UPC 57048 - 108042	VDOT	VDOT	5,047,700	-	-	-	-	-	-	-	5,047,700	
			HRTAC HRTF	15,071,063	-	-	-	-	-	-	-	-	15,071,063
				<b>Total</b>	<b>20,118,763</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>20,118,763</b>	
Norfolk	I-64/I-264 Interchange Improvement Phase I Construction UPC 57048 - 108042	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	128,914,817	8,108,836	-	-	-	-	-	-	-	137,023,653
				<b>Total</b>	<b>128,914,817</b>	<b>8,108,836</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>137,023,653</b>	
Norfolk	I-64/I-264 Interchange Improvement Phase II PE/ROW UPC 17630 - 108041	VDOT	HRTPO RSTP	1,892,000	-	-	-	-	-	-	-	1,892,000	
			VDOT	11,990,900	-	-	-	-	-	-	-	-	11,990,900
				<b>Total</b>	<b>13,882,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>13,882,900</b>	
Norfolk	I-64/I-264 Interchange Improvement Phase II Construction UPC 17630 - 108041	VDOT	VDOT	39,634,887	2,756,222	-	7,608,946	-	-	-	-	50,000,055	
			Outside Contribution	2,871,294	-	-	-	-	-	-	-	-	2,871,294
				<b>Total</b>	<b>42,506,181</b>	<b>2,756,222</b>	<b>7,608,946</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>52,871,349</b>	
Norfolk	I-64/I-264 Interchange Improvement - Phase II PE UPC 106693	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	8,600,000	1,400,000	-	-	-	-	-	-	-	10,000,000
				<b>Total</b>	<b>8,600,000</b>	<b>1,400,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,000,000</b>	
<b>I-64 Southside/High Rise Bridge</b>													
Chesapeake, Suffolk	I-64 Southside/High Rise Bridge PE UPC 106692	VDOT	VDOT	5,000,000	-	-	-	-	-	-	-	5,000,000	
			HRTAC HRTF	12,200,000	-	-	-	-	-	-	-	-	12,200,000
				<b>Total</b>	<b>17,200,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,200,000</b>	
Chesapeake, Suffolk	I-64 Southside/High Rise Bridge ROW/Construction UPC 106692 - 108990	VDOT	VDOT	57,601,924	35,055,621	-	-	-	-	-	-	92,657,545	
			HRTAC HRTF	179,124,076	161,520,773	79,111,371	-	-	-	-	-	-	419,756,220
				<b>Total</b>	<b>236,725,999</b>	<b>196,576,394</b>	<b>79,111,371</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>512,413,765</b>	
<b>Project Development</b>													
Newport News, Norfolk, Portsmouth, Chesapeake, Suffolk	Third Crossing SEIS Study UPC 106724	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	-	-	-	-	-	-	-	-	-	-
				<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>		
Norfolk, Hampton, Newport News	HRCS SEIS Preferred Alternative Refinement PE UPC 110577	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	30,000,000	-	-	-	-	-	-	-	-	30,000,000
				<b>Total</b>	<b>30,000,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>30,000,000</b>	
Newport News, Norfolk, Portsmouth, Chesapeake, Suffolk	Remaining Projects of the Third Crossing SEIS Projects Outside of Alternative A Modifier	HRTPO	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	7,000,000	-	-	-	-	-	-	-	-	7,000,000
				<b>Total</b>	<b>7,000,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,000,000</b>	
Portsmouth, Chesapeake, Suffolk	Remaining Projects of the Third Crossing SEIS Bowers Hill Environmental Study UPC 111427	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	3,590,000	410,000	-	-	-	-	-	-	-	4,000,000
				<b>Total</b>	<b>3,590,000</b>	<b>410,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,000,000</b>	
Suffolk	Route 460/58/13 PE UPC 106694	VDOT	VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	4,861,080	138,920	-	-	-	-	-	-	-	5,000,000
				<b>Total</b>	<b>4,861,080</b>	<b>138,920</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,000,000</b>	
<b>Mega-Project Delivery</b>													
Norfolk, Hampton	Financing Proceeds - I-64 HRBT Expansion	HRTAC	HRTAC Project Budget Committed	-	-	-	-	-	200,000,000	-	-	200,000,000	
			VDOT	-	-	-	-	-	-	-	-	-	
			HRTAC HRTF	75,837,748	361,887,579	1,114,799,164	699,078,673	538,013,029	186,961,910	40,421,897	305,198,457	39,801,543	3,017,000,000
			HRTAC Toll Revenue	-	-	-	-	-	-	-	-	-	345,000,000
				<b>Subtotal</b>	<b>75,837,748</b>	<b>361,887,579</b>	<b>1,114,799,164</b>	<b>699,078,673</b>	<b>538,013,029</b>	<b>386,961,910</b>	<b>345,620,353</b>	<b>39,801,543</b>	<b>3,562,000,000</b>
				HRTAC HRTF Commitment (released at close out pending savings or non-HRTF fund awards)	-	-	-	-	200,000,000	-	-	200,000,000	
				<b>Total Project Funding Available</b>	<b>75,837,748</b>	<b>361,887,579</b>	<b>1,114,799,164</b>	<b>699,078,673</b>	<b>538,013,029</b>	<b>586,961,910</b>	<b>345,620,353</b>	<b>39,801,543</b>	<b>3,762,000,000</b>
<b>Total Development/Construction Project Costs:</b>				<b>Total</b>	<b>\$ 1,076,940,918</b>	<b>\$ 680,781,709</b>	<b>\$ 1,258,331,856</b>	<b>\$ 706,687,619</b>	<b>\$ 538,013,029</b>	<b>\$ 586,961,910</b>	<b>\$ 345,620,353</b>	<b>\$ 39,801,543</b>	<b>\$ 5,233,138,938</b>

Total Estimated Operating and Capital Costs	\$ 1,090,711,738	\$ 686,379,099	\$ 1,264,069,181	\$ 712,568,377	\$ 544,040,806	\$ 593,140,381	\$ 351,953,286	\$ 46,292,800	\$ 5,289,155,668
Less: VDOT Sourced Funds	280,485,880	63,670,693	34,082,658	7,608,946	-	200,000,000	-	-	585,848,177
Less: Outside Contribution Funds (HRSD, VA Beach)	2,871,294	-	-	-	-	-	-	-	2,871,294
HRTPO RSTP Funds	1,892,000	-	-	-	-	-	-	-	1,892,000
Total HRTAC Share	\$ 805,462,564	\$ 622,708,406	\$ 1,229,986,523	\$ 704,959,431	\$ 544,040,806	\$ 393,140,381	\$ 351,953,286	\$ 46,292,800	\$ 4,698,544,197

<b>HRTAC Funding Sources</b>												
HRTF .7% local Sales Tax Funds by Year	\$ 852,262,058	\$ 144,800,000	\$ 148,100,000	\$ 151,700,000	\$ 155,200,000	\$ 158,700,000	\$ 162,826,200	\$ 167,059,681	1,940,647,939			
HRTF 2.1% Fuel Tax Funds by Year	\$ 138,259,136	\$ 55,200,000	\$ 55,900,000	\$ 56,200,000	\$ 56,300,000	\$ 56,200,000	\$ 56,778,860	\$ 57,363,682	532,201,678			
HRTAC Toll Revenue	\$ -	\$ -	\$ -	\$ -	\$ 4,480,243	\$ 3,557,939	\$ 3,872,626	\$ 4,215,145	16,125,953			
HRTF Interest Income	6,967,813	5,300,000	14,700,000	6,900,000	2,200,000	1,900,000	2,100,000	2,500,000	42,567,813			
HRTF Investment Income	19,643,047	8,300,000	5,000,000	2,200,000	1,300,000	-	-	1,900,000	38,343,047			
HRTAC HRTF Revenue Debt (Reimbursement)	183,177,908	-	-	-	-	-	-	-	183,177,908			
HRTAC HRTF Revenue Debt	221,250,147	300,877,428	777,867,414	556,078,673	378,013,029	176,961,910	-	-	2,411,048,601			
HRTAC Toll Revenue Debt (TIFIA)	-	-	-	-	-	75,000,000	230,198,457	39,801,543	345,000,000			
<b>Total Funding Sources</b>	<b>1,421,560,109</b>	<b>514,477,428</b>	<b>1,001,567,414</b>	<b>773,078,673</b>	<b>597,493,273</b>	<b>472,319,849</b>	<b>455,776,142</b>	<b>272,840,052</b>	<b>5,509,112,939</b>			

<b>HRTAC Funding Uses</b>												
HRTAC Share	805,462,564	622,708,406	1,229,986,523	704,959,431	544,040,806	393,140,381	351,953,286	46,292,800	4,698,544,197			
HRTAC HRTF Debt Service	35,692,987	25,854,075	34,170,075	59,235,325	59,235,325	59,235,325	83,786,072	114,915,789	472,124,973			
HRTAC Toll Revenue Debt Service Reserve	-	32,774,279	-	-	54,331,940	-	-	-	87,106,219			
HRTAC Toll Revenue Debt Service Reserve	-	-	-	-	-	20,000,000	-	-	20,000,000			
<b>Total Funding Uses</b>	<b>841,155,550</b>	<b>681,336,760</b>	<b>1,264,156,598</b>	<b>764,194,756</b>	<b>657,608,071</b>	<b>472,375,706</b>	<b>435,739,358</b>	<b>161,208,589</b>	<b>5,277,775,389</b>			

Deobligated Funds From Previous Projects	-	-	-	-	-	-	-	-	-
Carryover from Previous Years	-	580,404,558	413,545,226	150,956,042	159,839,959	99,725,160	99,669,303	119,706,087	-
<b>Total Available HRTAC Funding</b>	<b>\$ 1,421,560,109</b>	<b>\$ 1,094,881,986</b>	<b>\$ 1,415,112,640</b>	<b>\$ 924,034,715</b>	<b>\$ 757,333,232</b>	<b>\$ 572,045,009</b>	<b>\$ 555,445,446</b>	<b>\$ 392,546,139</b>	<b>\$ 5,233,138,938</b>
Total HRTAC Funds Unobligated	\$ 58								

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: HRTAC Proposed 2045 Long Range Plan of Finance Update**

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**Recommendation:**

The Finance Committee and Executive Director recommends that the Commission adopt the Proposed HRTAC Proposed 2045 Long Range Plan of Finance Update to include certain modifications for the Region's High Priority Projects and additional revenues based on new or updated information.

**Background:**

During its March 21, 2019 Regular Meeting, the Commission endorsed the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects (With Toll Revenues to HRTAC) to the Commission and authorized HRTAC Staff to conduct a public hearing.

A public hearing for the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects (With Toll Revenues to HRTAC) was held at 1:30 p.m. on Monday, April 29, 2019, in the HRTAC Conference Room, 723 Woodlake Drive, Chesapeake, VA 23320. No oral or written public comments have been received.

At its June 20, 2019 meeting, the Finance Committee recommended that the Commission adopt the Proposed HRTAC Proposed 2045 Long Range Plan of Finance Update to include certain modifications for the Region's High Priority Projects, and authorized the Finance Committee Chair to communicate its recommendation to the Commission at its June 20, 2019 Annual Organizational Meeting.

**Fiscal Impact:**

The proposed \$7.885 billion HRTAC 2045 Long Range Plan of Finance Update represents a \$363 million decrease in comparison to last year's HRTAC 2045 Long Range Plan of Finance Update. Project costs and revenue sources will be further defined as projects advance through their development.

**Suggested Motion:**

Motion: is the Commission approves and adopts the Proposed HRTAC Proposed 2045 Long Range Plan of Finance Update to include certain modifications for the Region's High Priority Projects.



## **Proposed HRTAC 2045 Long Range Plan of Finance Update**

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Last year, HRTAC Staff developed a 2045 Long Range Plan of Finance for the HRTAC High Priority Projects and communicated the plan to the HRTPO. This current effort is to update information and develop a 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects. HRTAC efforts have included employing financial consultant services, general and bond counsel, and included input provided by VDOT, HRTAC and HRTPO Staff. The purpose of developing the 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects is to provide current direction on project financing and timing that will be used in the HRTPO's long range transportation plan. The proposed \$7.885 billion HRTAC 2045 Long Range Plan of Finance Update represents a \$363 million decrease in comparison to last year's HRTAC 2045 Long Range Plan of Finance Update. The 460/58/13 project is withdrawn from this year's update. This update will guide the Region and inform others through advancing project construction readiness, project finance, bonding, tolling, and environmental planning.

On March 7, 2019, the Finance Committee was briefed on the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects and took action to recommend the draft budget to the Commission and request that the Commission authorize the Finance Committee to conduct a public hearing on the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects.

The 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects process includes HRTAC conducting a public hearing for the purpose of sharing the proposed update with the public and soliciting public input for the Commission to be aware of prior to the Commission taking Action on the 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects at its June 20, 2019 Annual Organizational meeting.

During its March 21, 2019 Regular Meeting, the Hampton Roads Transportation Accountability Commission (HRTAC) endorsed the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects (With Toll Revenues to HRTAC) to the Commission and authorized HRTAC Staff to conduct a public hearing.

A public hearing for the Proposed 2045 Long Range Plan of Finance Update for the HRTAC High Priority Projects (With Toll Revenues to HRTAC) was held at 1:30 p.m. on Monday, April 29, 2019, in the HRTAC Conference Room, 723 Woodlake Drive, Chesapeake, VA 23320. No oral or written public comments have been received.

## Proposed HRTAC 2045 Long Range Plan of Finance Update

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	Approved Projects	HRBT	HRB II	Bower's Hill Interchange	Ft. Eustis Interchange	Total FV Cost	Funded by HRTF Debt	Funded by Toll Debt	Funded by HRTAC Pay-Go	Funded by VDOT and Other Pay-Go
<b>2045 (With Toll Revenues to HRTAC)</b>										
Inflated Costs (MM)	\$1,415	\$3,762	\$1,729	\$659	\$320	\$7,885	\$4,020	\$345	\$2,860	\$660
Fiscally Constrained Construction End Year	2022	2026	2037	2037	2038					

- Modifications include adjustments in Approved Projects to reflect amended contract values due to float down adjustments to certain projects
- Updated HRBT cost
- 460/58/13 project was eliminated due to HRTPO action in FY2019

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: Executive Director's Annual Performance Evaluation and Employment Agreement and Applicable Staff Cost of Living Adjustment (Closed Session as Necessary)**

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**Recommendation:**

The Commission is asked to approve the Personnel Committee's report of the Annual Evaluation of the Executive Director and recommendation to extend the Executive Director's employment agreement to December 31, 2026 and to approve a 3.0 percent Cost of Living Adjustment (COLA) rate for all current staff that is included in the FY2020 Proposed Budget.

**Background:**

The Executive Director's Employment Agreement calls for the annual review and evaluation of the Executive Director's performance. The Commission's Personnel Committee met on April 18, 2019 to discuss the member submitted Executive Director's performance surveys. It was found by the Committee that the Executive Director exceeded or met expectations on all categories. The Personnel Committee agreed to recommend a 3.0 percent Cost of Living (COLA) for all Commission Staff currently employed. The Personnel Committee also discussed the importance of continuity of its executive director through the end of the HRBT project and the anticipated close out of all matters including potential contractor claims and disputes at the end of calendar year 2026. Thus the Personnel Committee also agreed to recommend that the Commission extend the HRTAC Executive Director's employment agreement under its existing terms through the end of Calendar Year 2026.

**Fiscal Impact:**

There is a \$7,711 combined direct fiscal impact in relation to this Action Item for the 3.0 percent COLA for all Commission staff. The 3.0 percent COLA cost is included in the FY2020 Budget.

**Suggested Motion:**

Motion is the Commission approves the Personnel Committee's recommendation of a 3.0 percent Cost of Living adjustment for all Commission Staff currently employed and approves the annual performance evaluation report of the Executive Director and the extension of the Executive Director's employment agreement term to December 31, 2026; and, the Commission authorizes the HRTAC Chair to execute and deliver an amendment to the Executive Director's Employment Agreement reflecting the Cost of Living Adjustment and the extension of the employment term.



**Agenda Item 6B**  
**Action Item**

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**RE: HRTAC Debt Management Plan, TIFIA Financing for Initial Projects – Authorization of the Commission Chair and Staff to Complete Development of the HRTF Backed TIFIA Loan Agreement, Bond Anticipation Note (BAN), and Supplemental Indenture for TIFIA**

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**Recommendation:**

The Finance Committee recommends that the Commission authorize the Commission Chair and Staff to complete the development, for presentation and future action of the Commission, of the Hampton Roads Transportation Fund (HRTF) backed TIFIA Loan Agreement, related Bond Anticipation Note (BAN), and Supplemental Indenture for TIFIA for the Commission's initial six projects preceding the Hampton Roads Bridge Tunnel (HRBT) Expansion Project.

**Background:**

Previous Commission actions have authorized the Executive Director to explore funding options for HRTAC projects. At its September 20, 2018 Regular meeting, the Commission authorized advancement of the TIFIA Loan Application for the Commission's initial projects and authorized the Executive Director to work within the Commission's Adopted Annual Administrative and Project Development Budget to advance payment of the TIFIA Loan application and pay TIFIA legal counsel and financial advisor fees. Significant progress has been made to advance the TIFIA loan process to the point of final document preparation. Finalization of the TIFIA loan includes, but is not limited to, completion of the TIFIA Loan Agreement, Supplemental Indenture for TIFIA, and negotiation of certain continued provisions between VDOT and FHWA. The Finance Committee and the Commission have been previously briefed of the economic advantages to the Commission for utilizing the TIFIA and BAN funding vehicles. As the Commission works to implement its approved Debt Management Plan, finalizing the TIFIA and BAN financing documents for the Commission's initial six projects preceding the HRBT Expansion Project is the next step. At its June 20, 2019 meeting, the Finance Committee recommended that the Commission authorize the Commission Chair and Staff to complete the development of the Hampton Roads Transportation Fund (HRTF) backed TIFIA Loan Agreement, related Bond Anticipation Note (BAN), and Supplemental Indenture for TIFIA for the Commission's initial six projects preceding the Hampton Roads Bridge Tunnel (HRBT) Expansion Project



and authorized the Finance Committee Chair to communicate its recommendation to the Commission at its June 20, 2019 Annual Organizational Meeting. Finalized documents will be brought to the Commission in an iterative process for approval.

**Fiscal Impact:**

The TIFIA-backed Bond Anticipation Note (BAN)'s par amount and the TIFIA loan amount will be approximately \$460,000,000 subject to estimated project expenditures and interest rates at the time of the BAN issuance. The BAN is a short-term bridge financing vehicle used during the construction of the projects. The BAN will be repaid by the long-term TIFIA loan. The fiscal impact of this financing plan to the Hampton Roads Transportation Fund will be the TIFIA loan's principal and interest payments as well as required debt service reserve funding over the lifetime of the loan repayment period.

**Suggested Motion:**

Motion is the Commission authorizes the Commission Chair and Staff to complete the development for presentation and future action of the Commission of the Hampton Roads Transportation Fund (HRTF) backed TIFIA Loan Agreement, related Bond Anticipation Note (BAN), and Supplemental Indenture for TIFIA for the Commission's initial six projects preceding the Hampton Roads Bridge Tunnel Expansion Project.

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# HAMPTON ROADS TRANSPORTATION

## ACCOUNTABILITY COMMISSION



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### Agenda Item 6B Information

### *Complete Debt Financing For the Initial Projects*

**Kevin Page, Executive Director**  
**June 20, 2019**

## Financing Timeline

- HRTAC is currently in the loan negotiation phase with TIFIA for the TIFIA loan that funds the initial projects.
  - Anticipated TIFIA loan closing is August – September 2019.
- In proximity with the loan closing and for economic benefit, the debt management plan currently plans for HRTAC to issue Bond Anticipation Notes (BANs) that are expected to be retired by a single draw under the TIFIA loan that will occur once construction of the initial construction projects are complete
  - Short term BANs during construction take advantage of current low short term interest rates
- The TIFIA loan and the BANs need separate bond issuance documents, but all are under the same master HRTF Revenue Bond Trust Indenture previously approved by the Commission.
- A special Commission meeting may be necessary in July to approve required BAN/loan documents, following which HRTAC will be in a ready position to sell the BANs in the August/September time frame following the TIFIA loan closing.

## Preliminary Schedule

Date	Activities
June 20, 2019 Commission Meeting	Receive approvals to move forward with developing Debt Documents: <ol style="list-style-type: none"> <li>1. TIFIA Loan Agreement and Supplemental Trust Indenture</li> <li>2. BANs Preliminary Official Statement, Bond Purchase Agreement, and Continuing Disclosure Agreement</li> </ol>
June - July 2019	<ol style="list-style-type: none"> <li>1. Prepare Debt Documents and conclude TIFIA negotiation</li> <li>2. Receive/evaluate pricing quotes from the underwriters</li> </ol>
Before September's Regular Meeting, a Potential Special Commission Meeting May be Necessary	Receive approvals for: <ol style="list-style-type: none"> <li>1. Debt Documents</li> <li>2. BAN underwriters</li> </ol>
August – September 2019	Execute TIFIA Loan
August – September 2019	Issue BANs

## Bond Anticipation Notes

- PFM started evaluating the economic benefits of the BANs in 2018 and has been updating the analysis periodically. The findings are reported to HRTAC staff.
- The approach of utilizing BANs has been communicated to TIFIA.
- On May 30, 2019, PFM updated the BANs vs. No BANs analysis.
- The results show the BANs' economic benefits with current interest rates and debt issuance costs included:
  - approximately \$5.0M to \$8.0M benefits vs. No BAN depending on potential investment earning restrictions.

# HR TAC

**Hampton Roads Transportation Accountability Commission**



**Agenda Item 6C**  
**Action Item**

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**RE: HRTAC Debt Management Plan, Financing for HRBT – Authorization of Staff to Develop and Submit the HRTF Backed TIFIA Letter of Interest**

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**Recommendation:**

The Finance Committee recommends that the Commission advance the TIFIA Loan Application through the submission of a TIFIA Letter of Interest for the Commission's Hampton Roads Bridge Tunnel Expansion Project and for the Commission to authorize the Executive Director to submit the Letter of Interest and work within the Commission's Adopted FY2020 Administrative and Project Development Budget, once adopted, to advance payment of the TIFIA Loan application and pay TIFIA legal counsel and financial advisor fees.

**Background:**

Previous Commission actions have authorized the Executive Director to explore funding options for HRTAC projects, including TIFIA. Within the approved FY2016-2024 Funding Plan, TIFIA loans are included in order to provide the necessary revenues to meet the construction schedule of the HRBT Expansion Project. In consideration of the TIFIA loan approach, HRTAC financial advisors reviewed the costs and benefits of HRTAC selling subordinate lien bonds VS TIFIA and found that TIFIA was a more cost beneficial financing vehicle. Commission action is needed to advance the HRBT HRTF backed TIFIA Loan Application process through the submission of a Letter of Interest. The TIFIA LOI submission includes a Commission payment of an initial fee of \$250,000 and commitment by the Commission to pay additional fees as necessary. At its June 20, 2019 meeting, the Finance Committee recommended that the Commission advance the TIFIA Loan Application through the submission of a TIFIA Letter of Interest for the Commission's Hampton Roads Bridge Tunnel Expansion Project and for the Commission to authorize the Executive Director to submit the Letter of Interest and work within the Commission's Adopted FY2020 Administrative and Project Development Budget, once adopted, to advance payment of the TIFIA Loan application and pay TIFIA legal counsel and financial advisor fees. The Finance Committee also authorized the Finance Committee Chair to communicate this recommendation to the Commission at its June 20, 2019 Annual Organizational Meeting.



**Fiscal Impact:**

There is a fiscal impact of in relation to this Action Item that is sourced from the Commission’s FY2020 Administrative and Project Development Budget, once adopted.

**Suggested Motion:**

Motion is the Commission authorizes the Executive Director to develop and submit the TIFIA Letter of Interest for the Commission’s I-64 Hampton Roads Bridge Tunnel Expansion Project and authorizes the Executive Director to work within the Commission’s FY2020 Annual Administrative and Project Development Budget to advance payment of the TIFIA Loan application and pay TIFIA legal counsel and financial advisor fees.

**Agenda Item 6D**  
**Action Item**

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: Amendment to the HRTAC Statement of Investment Policy**

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**Recommendation:**

The Finance Committee recommends that the Commission adopt the proposed Amendment to the HRTAC Statement of Investment Policy.

**Background:**

On December 13, 2018, the Commission amended its adopted Statement of Investment Policy. All Commission financial assets resulting from the investment of the Commission's funds, including those derived from the Hampton Roads Transportation Fund, shall be administered in accordance with the provisions of the adopted Statement of Investment Policy. Since the December 13, 2018 update, HRTAC has worked with its investment services team to monitor the operations and efficiencies of investments of HRTAC controlled monies and provide potential policy updates. HRTAC's investment advisor, PFM, has recommended certain modifications to the HRTAC Statement of Investment Policy related to Downgrade Provisions to provide restrictive language to be applicable to any authorized investment held in the Investment Portfolio that is downgraded below the minimum credit rating requirement established in the Commission's Investment Policy. The Commission's adopted policy currently applies this restriction only to securities falling below an "AA" or equivalent rating by any NRSRO. The proposed change will apply to any authorized investments. Both the current adopted policy and proposed change requires that the Executive Director shall be notified immediately and the downgraded security shall be liquidated in 30 days unless the Commission authorizes otherwise.

The proposed change to the HRTAC Statement of Investment Policy would apply to the following:

- Federal Agency/GSE Obligations – To remain a permitted investment, the issuer would need to have an equivalent rating of "AA" by either S&P or Moody's and one other NRSRO
- Municipal Obligations – This language would apply to any issuer that was downgraded below an "AA" equivalent by either S&P or Moody's
- Commercial Paper – This language would apply to any issuer that did not have an A-1 equivalent by at least two of the following: S&P, Moody's, Fitch, Duff and Phelps



- Bankers' Acceptances – This language would apply to any issuer that was downgraded below an A-1 equivalent by either S&P or Moody's
- Corporate Notes – This language would apply to any issuer that was downgraded:
  - below an "A" equivalent by either S&P or Moody's if it has a final maturity less than three years from the date of the downgrade
  - below an "AA" equivalent by either S&P or Moody's if it has a final maturity of more than three years from the date of the downgrade
- Negotiable CD's – This language would apply to any issuer that was downgraded:
  - below an A-1 equivalent by either S&P or Moody's for maturities less than 1 year
  - below an "AA" equivalent by either S&P or Moody's for maturities greater than 1 year
- Repurchase Agreements – This language would apply to any repo counterparty that did not have at least one "AA" equivalent rating from an NRSRO
- Money Market Mutual Funds – This language would apply to any MMKT fund that didn't have at least one AAAM or equivalent rating

The proposed change to the HRTAC Statement of Investment Policy would not apply to the following security types which do not have credit quality requirements in the Investment Policy.

- U.S Treasury Obligations
- VA LGIP – LGIP does maintain a rating of AAAM but the current Investment Policy does not explicitly require it
- VIP – VIP does maintain a rating of AAF/S1 but the current Investment Policy does not explicitly require it
- SNAP Fund – SNAP Fund does maintain a rating of AAAM but the current Investment Policy does not explicitly require it
- Non-negotiable CD's – Most banks from which non-negotiable CDs might be purchased do not get a rating. HRTAC would depend on the guidelines for collateralization set by the Commonwealth's Treasury Board under the powers given them by the Security for Public Deposits Act

At its June 20, 2019 meeting, the Finance Committee recommended that the Commission adopt the proposed Amendment to the HRTAC Statement of Investment Policy. The Finance Committee also authorized the Finance Committee Chair to communicate this recommendation to the Commission at its June 20, 2019 Annual Organizational Meeting.

**Fiscal Impact:**

There is no fiscal impact in relation to this Action Item.

**Suggested Motion:**

Motion is the Commission adopts the proposed amendment to the HRTAC Statement of Investment Policy.





# Hampton Roads Transportation Accountability Commission

## Statement of Investment Policy

Effective ~~December 13,~~  
~~2018~~ June 20, 2019

Originally Adopted: June 16, 2016

Revised: December 13, 2018 and June 20, 2019

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## ***GLOSSARY***

# HAMPTON ROADS TRANSPORTATION ACCOUNTABILITY COMMISSION STATEMENT OF INVESTMENT POLICY

## A. INTRODUCTION

The Hampton Roads Transportation Accountability Commission (“HRTAC” or “Commission”) is a political subdivision of the Commonwealth of Virginia created under §33.2-2601 et seq. of the Code of Virginia. All cash and investment activities shall be conducted in accordance with applicable law, including the Code of Virginia Hampton Roads Transportation Fund (“HRTF”; §33.2-2600 et seq.), Security for Public Deposits Act (“SPDA”; §2.2-4400 et seq.), Investment of Public Funds Act (§2.2-4500 et seq.), and Administration of the Transportation Trust Fund (§33.2-1525), the provisions of any applicable bond resolutions, and this Investment Policy (the “Policy”).

## B. SCOPE

This Policy applies to the deposit and investment activities of all HRTAC funds that are eligible for investment except for any funds set aside for post-employment employee benefits. All financial assets of all funds including Hampton Roads Transportation Fund shall be administered in accordance with the provisions of the Policy. Although these funds may be pooled for investment purposes, they may be segregated as necessary for accounting and budgetary reporting purposes. For the purpose of this Policy, these funds are referred to collectively as the “Investment Portfolio”.

## C. OBJECTIVES

All investments and deposits will be managed to accomplish the following fundamental goals:

- **Safety of Principal** - The single most important objective is the preservation of principal of those funds within the Investment Portfolio.
- **Maintenance of Liquidity** - The Investment Portfolio will be managed at all times with sufficient liquidity to meet all projected disbursement needs as well as to fund capital projects and other operational requirements which may reasonably be anticipated.
- **Maximizing Return** - The Investment Portfolio shall be managed so as to maximize the return on investments within the context and parameters set forth by the safety and liquidity objectives above.

## D. STANDARD OF PRUDENCE

Public funds held and invested by HRTAC shall be held in trust for the citizens of the member jurisdictions and any investment of such funds shall be made with the care, skill, prudence, and diligence under the circumstances then prevailing that a person acting in a

like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like aims.

## **E. DELEGATION OF AUTHORITY**

The Commission is responsible for the adoption of the Investment Policy, and must approve any revisions or alterations made to it.

HRTAC's Executive Director shall have responsibility for the operation of the cash management and investment program subject to: the Commission's Policies for the Management of Cash, Bank Accounts, and Credit and Debit Cards; the Commission's Policy Relating to Procurement of Goods and Services, Including Procedures for Small Purchases; this Investment Policy; and other policies adopted by the Commission.

Subject to the approval of the Commission, the Executive Director may engage external investment advisors as defined in this Policy, under Section M. Engagement of Investment Managers, to assist in managing HRTAC's Investment Portfolio and to provide advice on the administration of cash and investment activities.

No member of the Commission, or the Executive Director, or any employee of the Commission acting in accordance with Code of Virginia Section §33.2-1525 shall be personally liable for any loss relating to an investment in the absence of negligence, malfeasance, misfeasance, or nonfeasance.

## **F. ETHICS AND CONFLICTS OF INTEREST**

The Executive Director and any HRTAC staff involved in the cash management and investment processes shall comply with the Code of Virginia Section §2.2-3100 et seq., the State and Local Government Conflict of Interests Act. Specifically, no staff shall:

- a) accept any money, loan, gift, favor, service, or business or professional opportunity that reasonably tends to influence him in the performance of his official duties; or
- b) accept any business or professional opportunity when he knows there is a reasonable likelihood that the opportunity is being afforded to influence him in the performance of his official duties.

The Executive Director and HRTAC staff shall refrain from personal business activity that could conflict with the proper execution and management of the investment program, or that could impair his ability to make impartial decisions.

## **G. AUTHORIZED INVESTMENTS**

Subject to applicable state laws, federal laws, bond resolutions, and in the case of the LGIP, VIP and Virginia SNAP funds, adoption by the Commission of necessary Resolutions, HRTAC's Investment Portfolio may be invested in the following Authorized Investments. The Executive Director may, but shall not be obligated to, impose additional requirements and restrictions to ensure that HRTAC's goals are met.

1. **U.S. Treasury Obligations.** Bills, notes and any other obligation or securities issued by or backed by the full faith and credit of the United States Treasury. The

- final maturity shall not exceed a period of five (5) years from the time of purchase. For all Authorized Investments the “time of purchase” shall be interpreted as the transaction settlement date.
2. **Federal Agency/Government Sponsored Enterprise Obligations.** Bonds, notes and other obligations of the United States, and securities guaranteed by any federal government agency or instrumentality or government sponsored enterprise, with a rating of at least “AA” (or its equivalent) by at least two NRSROs, one of which will be either Moody’s Investors Services, Inc. (“Moody’s”), or Standard & Poor’s, Inc. (“S&P”). The final maturity shall not exceed a period of five (5) years from the time of purchase. Any investment in mortgage backed securities or collateralized mortgage obligations shall have a weighted average life that does not exceed five (5) years from the time of purchase.
  3. **Municipal Obligations.** Bonds, notes and other general obligations of the Commonwealth of Virginia and its agencies, authorities, and political subdivisions upon which there is no default, has a rating of at least “AA” by S&P and “Aa” by Moody’s, matures within three (3) years of the date of purchase, and otherwise meets the requirements of Code of Virginia §2.2-4501.
  4. **Commercial Paper.** “Prime quality” commercial paper, with a maturity of 270 days or less, issued by domestic corporations (corporations organized and operating under the laws of the United States or any state thereof) provided that the issuing corporation, or its guarantor, has a short-term debt rating of at least two of the following: P-1 by Moody's Investors Service, Inc., A-1 by Standard & Poor's, Inc., F-1 by Fitch Investor's Services, Inc., and D-1, by Duff and Phelps, Inc., and that otherwise meets the requirements of Code of Virginia §2.2-4502.
  5. **Bankers’ Acceptance.** Issued by domestic banks or a federally chartered office of a foreign bank, which are eligible for purchase by the Federal Reserve System with a maturity of 180 days or less. The issuing corporation, or its guarantor, must have a short-term debt rating of no less than “A-1” by S&P and “P-1” by Moody’s.
  6. **Corporate Notes.** High quality corporate notes with a rating of at least “A” by S&P and “A” by Moody’s. For notes with ratings of A by S&P or Moody’s the final maturity shall not exceed a period of three (3) years from the time of purchase. For notes with ratings of at least AA by S&P and Aa by Moody’s, the final maturity shall not exceed a period of five (5) years from the time of purchase
  7. **Negotiable Certificates of Deposit and Bank Deposit Notes.** Negotiable certificates of deposit and negotiable bank deposit notes of domestic banks and domestic offices of foreign banks with a rating of at least “A-1” by S&P and “P-1” by Moody’s for maturities of one year or less, and a rating of at least “AA” by S&P and “Aa” by Moody’s, for maturities over one (1) year. The final maturity may not exceed a period of five (5) years from the time of purchase.
  8. **Bank Deposits and Non-Negotiable Certificates of Deposit.** Demand deposits, time deposits, and other deposits that comply with all aspects of SPDA or with §2.2-4518 with a final maturity no greater than two (2) years.
  9. **Repurchase Agreements.** In overnight repurchase agreements provided that the following conditions are met:

- a. the contract is fully secured by deliverable U.S. Treasury and Federal Agency/Government Sponsored Enterprise obligations as described in paragraphs 1 and 2 above, including the maximum maturity of three (3) years, having a market value at all times of at least one hundred and two percent (102%) of the amount of the contract;
  - b. a Master Repurchase Agreement or specific written Repurchase Agreement governs the transaction;
  - c. the securities are free and clear of any lien and held by an independent third party custodian acting solely as agent for HRTAC, provided such third party is not the seller under the repurchase agreement;
  - d. a perfected first security interest under the Uniform Commercial Code in accordance with book entry procedures prescribed at 31 C.F.R. 306.1 et seq. or 31 C.F.R. 350.0 et seq. in such securities is created for the benefit of the City;
  - e. the counterparty is a:
    - i. primary government securities dealer who reports daily to the Federal Reserve Bank of New York, or
    - ii. a bank, savings and loan association, or diversified securities broker-dealer having at least \$5 billion in assets and \$500 million in capital and subject to regulation of capital standards by any state or federal regulatory agency; and
  - f. the counterparty meets the following criteria:
    - i. a long-term credit rating of at least ‘AA’ or the equivalent from an NRSRO.
    - ii. has been in operation for at least 5 years, and
    - iii. is reputable among market participants.
10. **Money Market Mutual Funds (Open-Ended Investment Funds).** Shares in open-end, no-load investment funds provided such funds are registered under the Investment Company Act of 1940 and provided that the fund is rated at least “AAAm” or the equivalent by an NRSRO. The mutual fund must comply with all requirements of Rule 2(a)-7, or any successor rule, of the United States Securities and Exchange Commission, provided the investments by such funds are restricted to investments otherwise permitted by the Code of Virginia for political subdivisions.
11. **Local Government Investment Pool (LGIP).** A specialized commingled investment program that operates in compliance with Government Accounting Standards Board’s Statement 79 (“GASB 79) that was created in the 1980 session of the General Assembly (Code of Virginia §2.2-4700 et seq.) designed to offer a convenient and cost-effective investment vehicle for public funds. The LGIP is administered by the Treasury Board of the Commonwealth of Virginia and is rated AAAM by Standard & Poor’s.
12. **Virginia Investment Pool (VIP).** A commingled investment program organized as a local government investment pool with oversight provided by a shareholder elected board of trustees. VIP is designed for the investment of longer-term monies that are not necessary for near term disbursement. VIP has a bond fund rating from Standard and Poor’s of AAf/S1.
13. **Virginia State Non-Arbitrage Program’s (Virginia SNAP) SNAP Fund.** A specialized commingled investment program that operates in compliance with

GASB 79 and that was authorized by the Government Non-Arbitrage Act in 1989 (Code of Virginia §2.2-4700 et seq.). Virginia SNAP and the SNAP Fund are administered by the Treasury Board of the Commonwealth of Virginia. Virginia SNAP offers several investment options, including the SNAP Fund, and arbitrage rebate reporting services that are specifically designed for the investment of tax exempt bond proceeds.

## H. PORTFOLIO DIVERSIFICATION

The Investment Portfolio shall be diversified by security type and institution. The maximum percentage of the portfolio permitted in each eligible security is as follows:

Permitted Investment	Sector Limit	Issuer Limit
U.S. Treasury Obligations	100%	100%
Federal Agency/GSE Obligations	100%	35%
Municipal Obligations	15%	5%
Commercial Paper	35%	5%
Bankers' Acceptances	35%	5%
Corporate Notes	25%	5%
Negotiable Certificates of Deposit and Bank Deposit Notes	25%	5%
Bank Deposits and Non-Negotiable Certificates of Deposit	100%	100%
Repurchase Agreements	25%	25%
Money Market Mutual Funds	25%	25%
LGIP	100%	100%
VIP	25%	25%
Virginia SNAP-SNAP Fund (Proceeds of Tax Exempt Bonds Only)	100%	100%

In addition, HRTAC will hold no more than 10% of the outstanding shares of any comingled investment program including but not limited to money market mutual funds, LGIP, VIP, and/or the SNAP Fund.

## I. MAXIMUM MATURITY

Maintenance of adequate liquidity to meet HRTAC's cash flow needs is essential. Accordingly, to the extent possible, the Investment Portfolio will be structured in a manner that ensures sufficient cash is available to meet anticipated liquidity needs. Whenever practical, selection of investment maturities will be consistent with known cash requirements in order to minimize the potential for a forced sale of securities in order to provide cash for disbursement needs.

To manage market value volatility, the duration and/or weighted average maturity of the total Investment Portfolio shall not exceed two (2) years.

## J. SECURITY DOWNGRADES

In the event that any [security-authorized investment](#) held in the Investment Portfolio is downgraded below [the minimum credit rating requirement established in Section G of](#)

~~this policy “AA” or equivalent rating by any NRSRO~~, the Executive Director shall be notified immediately and the downgraded security shall be liquidated in 30 days unless the Commission authorizes otherwise.

## **K. INVESTMENT OF BOND PROCEEDS**

HRTAC intends to comply with all applicable sections of the Internal Revenue Code relating to Arbitrage Rebate and the investment of bond proceeds. All investment records will be maintained to ensure compliance with all regulations.

## **L. SELECTION OF BROKER/DEALERS**

The Executive Director will maintain a list of broker/dealers that are approved for investment purposes. All broker/dealers who desire to provide investment services will be provided with current copies of the HRTAC’s Investment Policy. Before an organization can provide investment services to HRTAC, it must confirm in writing that it has reviewed the Investment Policy and will not recommend or sell to HRTAC any security that is in conflict with the Policy.

At the request of the Executive Director, broker/dealers will supply HRTAC with information sufficient to adequately evaluate their financial capacity and creditworthiness. The following information will be provided:

- 1) Audited financial statements demonstrating compliance with state and federal capital adequacy guidelines;
- 2) Proof of Financial Institution Regulatory Authority (“FINRA”) certification
- 3) Proof of state registration;
- 4) Certification of having read and understood and agreeing to comply with the HRTAC’s investment policy;
- 5) Evidence of adequate insurance coverage;
- 6) A sworn statement by an authorized representative of the broker/dealer pledging to adhere to “Capital Adequacy Standards” established by the Federal Reserve Board and acknowledging the broker/dealer understands that the HRTAC has relied upon this pledge; and
- 7) any additional information requested by the Executive Director in evaluating the creditworthiness of the institution.

Only firms meeting the following requirements will be eligible to serve as broker/dealers for HRTAC:

- 1) “Primary” dealers and regional dealers that qualify under Securities and Exchange Commission Rule 15C3-1 (uniform net capital rule);
- 2) Capital of at least \$10,000,000;
- 3) Registered as a dealer under the Securities Exchange Act of 1934;
- 4) Member of the Financial Institution Regulatory Authority (“FINRA”);
- 5) Registered to sell securities in the Commonwealth of Virginia; and
- 6) Engaged in the business of effecting transactions in U.S. government and agency obligations for at least five (5) consecutive years.

If an external third-party Investment Manager is engaged, the Executive Director may designate that Investment Manger to maintain a list of approved broker/dealers.

## **M. ENGAGEMENT OF INVESTMENT MANAGERS**

HRTAC may engage one or more qualified firms to provide investment management services. All investment management firms who desire to provide investment services to HRTAC will be provided with current copies of the Investment Policy. Before an organization can provide investment services to HRTAC, it must confirm in writing that it has reviewed the Investment Policy and will not purchase for HRTAC any security that, at the time of purchase, is in conflict with the Policy.

Only firms meeting the following requirements will be eligible to serve as investment manager for HRTAC:

- 1) Registered with the Securities and Exchange Commission under the Investment Advisers Act of 1940;
- 2) Must provide to HRTAC an annual updated copy of Form ADV, Part II;
- 3) Must be registered to conduct business in the Commonwealth of Virginia; and
- 4) Must have proven experience in providing investment management services under Code of Virginia §2.2-4500 et seq.

Any firm engaged by HRTAC to provide investment services shall:

- 1) Maintain a list of approved security brokers/dealers selected by creditworthiness who are authorized to provide investment services in the Commonwealth of Virginia;
- 2) Provide monthly reports of transactions and holdings to the Executive Director;
- 3) Provide quarterly performance reports that display investment performance in comparison to HRTAC's investment benchmarks;
- 4) Upon request must show that it has solicited at least three bids for any security purchased or sold on behalf of HRTAC; and
- 5) Not collect any soft dollar fees from any broker/dealer or other financial firm in relation to services provided to HRTAC.

## **N. COMPETITIVE SELECTION OF INVESTMENT INSTRUMENTS**

All securities purchases and sales will be transacted only with designated broker/dealers through a formal and competitive process requiring the solicitation and evaluation of at least three bids/offers, taking into consideration current market conditions. Electronic bids will be accepted. HRTAC or its Investment Manager will accept the bid which: (a) offers the highest rate of return within the maturity required and (b) optimizes the investment objective of the overall Investment Portfolio, including diversification requirements. When selling a security, the bid will be selected that generates the highest sale price, consistent with the diversification requirements.

## **O. SAFEKEEPING AND CUSTODY**

All investment securities purchased by or for HRTAC shall be held by a third-party custodial agent that may not otherwise be counterparty to the investment transaction. The custodial agent shall annually provide a copy of its most recent Statement on Standards for Attestation Engagements (SSAE) No. 16 report.

All securities in HRTAC’s Investment Portfolio will be held in the name of HRTAC and will be free and clear of any lien. Further, all investment transactions will be conducted on a delivery-vs.-payment basis. On a monthly basis, the custodial agent will provide reports that list details of all securities held for HRTAC including CUSIP, original cost, and market value as of month-end.

Original copies of non-negotiable certificates of deposit and confirming copies of all other investment transactions must be delivered to HRTAC or its custodial agent.

## **P. RECORDS AND REPORTS**

The Executive Director will review an investment performance report on at least a quarterly basis as provided by external investment managers and pooled investment programs. The Executive Director shall report investment performance to the Commission on a quarterly basis.

In addition to quarterly performance reports, monthly reports of balances and holdings shall be provided to the Commission. The reports shall consist of a summary of cash and investments by depository and manager and a listing of all investments.

## **Q. PERFORMANCE STANDARDS**

The Investment Portfolio will be designed to obtain at least a market level rate of return, given budgetary and economic cycles, commensurate with HRTAC’s risk tolerances and cash flow needs. HRTAC’s portfolio management approach will be active, allowing periodic restructuring of the Investment Portfolio to take advantage of current and anticipated interest rate movements.

The returns on the Investment Portfolio will be compared on a quarterly basis to indices of U.S. Treasury securities having similar maturities or to other appropriate benchmarks as selected by the Executive Director. For funds having a weighted average maturity greater than 90 days, performance will be computed on a total return basis.

## **R. INVESTMENT POLICY ADOPTION**

This policy was adopted by the Hampton Roads Transportation Accountability Commission, on the 16<sup>th</sup> day of June, 2016, and was revised by the Hampton Roads Transportation Accountability Commission on the 13<sup>th</sup> day of December, 2018 and the 20<sup>th</sup> day of June, 2019. The policy with revised changes will become effective ~~December 13, 2018~~June 20, 2019.

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Michael J. Hipple, Chair

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Linda T. Johnson, Vice-Chair

## Glossary of Terms

**Bankers' Acceptance:** a draft or bill of exchange accepted by a bank or trust company. The accepting institution guarantees payment of the bill, as well as the issuer.

**Benchmark:** a comparative base for measuring the performance or risk tolerance of the investment portfolio. A benchmark should represent a close correlation to the level of risk and the average duration of the portfolio's investments.

**Broker:** brings buyers and sellers together for a commission.

**Certificate of Deposit (CD):** a time deposit with a specific maturity evidenced by a Certificate. Large-denomination CD's are typically negotiable.

**Collateral:** securities, evidence of deposit or other property, which a borrower pledges to secure repayment of a loan. Also refers to securities pledged by a bank to secure deposits of public monies.

**Commercial Paper:** An unsecured promissory note with a fixed maturity no longer than 270 days. Public offerings are exempt from SEC regulation.

**Corporate Notes:** Unsecured promissory notes issued by corporations to raise capital.

**Dealer:** acts as a principal in all transactions, buying and selling for his own account.

**Debenture:** a bond secured only by the general credit of the issuer.

**Delivery versus Payment:** delivery of securities with an exchange of money for the securities. (See also "Delivery versus Receipt")

**Delivery versus Receipt:** delivery of securities with an exchange of a signed receipt for the securities. Also known as "free" delivery. (See also "Delivery versus Payment").

**Diversification:** allocation investment funds among a variety of securities offering independent returns.

**Federal Agency:** government sponsored/owned entity created by the U.S. Congress, generally for the purpose of acting as a financial intermediary by borrowing in the marketplace and directing proceeds to specific areas of the economy considered to otherwise have restricted access to credit markets, also referred to as Government Sponsored Enterprises or GSEs. The largest are Ginnie Mae, Fannie Mae, Freddie Mac, Federal Home Loan Banks, Federal Farm Credit Bank, Tennessee Valley Authority.

**Federal Funds:** funds placed in Federal Reserve Banks by depository institutions in excess of current reserve requirements, and frequently loaned or borrowed on an overnight basis between depository institutions.

**Federal Funds Rate:** the rate of interest at which Fed funds are traded. This rate is currently pegged by the Federal Reserve through open – market operations.

**Liquidity:** the ability of ease with which an asset can be converted into cash without a substantial loss of value. In the money market, a security is said to be liquid if the spread between bid and asked prices is narrow and reasonable size can be transacted at those quotes.

**Market Value:** the price at which a security is trading and could presumably be purchased or sold.

**Master Repurchase Agreement:** a written contract covering all future transactions between the parties to repurchase—reverse repurchase agreements that establishes each party’s rights in the transactions. A master agreement will often specify, among other things, the right of the buyer-lender to liquidate the underlying securities in the event of default by the seller borrower.

**Maturity:** the date upon which the principal or stated value of an investment becomes due and payable.

**Nationally Recognized Statistical Rating Organization (NRSRO):** A credit rating agency which issues credit ratings that the U.S. Securities and Exchange Commission (the “SEC”) permits other financial firms to use for certain regulatory purposes. Several examples include Moody’s Investor Service, Standard & Poor’s and Fitch Ratings.

**Portfolio:** collection of securities held by an investor.

**Primary Dealer:** a group of government securities dealers who submit daily reports of market activity and positions and monthly financial statements to the Federal Reserve Bank of New York and are subject to its informal oversight. Primary dealers include Securities and Exchange Commission (SEC)-registered securities broker-dealers, banks, and a few unregulated firms.

**Rate of Return:** the yield obtainable on a security based on its purchase price or its current market price. This may be the amortized yield to maturity on a bond or the current income return.

**Repurchase Agreement (RP or REPO):** a agreement under which the holder of securities sells these securities to an investor with a commitment to repurchase the securities at a fixed price on a fixed date. The security’s “buyer” in effect lends the “seller” money for the period of the agreement, and the terms of the agreement are structured to compensate him for this.

**Safekeeping:** a service rendered by banks for a fee whereby securities and valuables of all types and descriptions are held by the bank for protection.

**SEC Rule 15C3-1:** see “Uniform Net Capital Rule”.

**Securities and Exchange Commission (“SEC”):** agency created by Congress to protect investors in securities transactions by administering securities legislation.

**Treasury Bills:** a non-interest bearing discount security issued by the U.S. Treasury to finance the national debt. Most bills are issued to mature in three months, six months, or one year.

**Treasury Bonds:** long-term coupon-bearing U.S. Treasury securities issued as direct obligations of the U.S. Government and having initial maturities of more than 10 years.

**Treasury Notes:** medium-term coupon-bearing U.S. Treasury securities issued as direct obligations of the U.S. Government and having initial maturities from two to 10 years.

**Uniform Net Capital Rule:** Securities and Exchange Commission requirement that member firms as well as nonmember broker-dealers in securities maintain a maximum ratio of indebtedness to liquid capital of 15 to 1; also called net capital rule and net capital ratio. Indebtedness covers all money owed to a firm, including margin loans and commitments to purchase securities, one reason new public issues are spread among members of underwriting syndicates. Liquid capital includes cash and assets easily converted into cash.

**Yield:** the rate of annual income return on an investment, expressed as a percentage. Income/current yield is obtained by dividing the current dollar income by the current market price for the security. Net yield or yield to maturity is the current income yield minus any premium above par or plus any discount from par in purchase price, with the adjustment spread over the period from the date of purchase to the date of maturity of the bond.

**Agenda Item 6E**  
**Action Item**

**To: Chair Hipple and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**Re: Election of FY2020 Officers of the Commission**

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**Recommendation:**

The Nominating Committee recommends that the Commission adopt the proposed FY2020 Slate of Officers.

**Background:**

Sections III.A. and IV.A. of the HRTAC Amended and Reinstated Bylaws of the Commission require that the Commission annually elect from its voting Members a Chair and a Vice-Chair at its Annual Organizational Meeting. At its March 21, 2019 Regular Meeting, the HRTAC Chair appointed a Nominating Committee. The Nominating Committee members conferred with each other informally to discuss the end of the two-one year terms of office of the current Chair and Vice Chair. Several voting members were considered. The Nominating Committee recommends as the FY2020 Slate of Officers the following: Linda Johnson (Suffolk Mayor), as Chair, and Donnie Tuck (Hampton Mayor), as Vice Chair.

**Fiscal Impact:**

There is no fiscal impact in relation to this Action Item.

**Suggested Motion:**

Motion is the Commission approve the recommended FY2020 Slate of Officers for Chair and Vice Chair.



**Agenda Item 6F**  
**Action Item**

**To: Chair and the other members of HRTAC**

**From: Kevin B. Page, Executive Director**

**Date: June 20, 2019**

**RE: FY2020 HRTAC Meeting Schedule**

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**Recommendation:**

The Executive Director recommends approval of the proposed meeting schedule of the Commission for FY2020.

**Background:**

The Commission meets regularly on a quarterly basis. The proposed meeting schedule below identifies the quarterly meeting dates of the Commission for FY2020. Special Meetings may be called by the Chair in accordance with Article IV, C. of the Second Amended and Restated Bylaws of HRTAC.

Meeting Dates and Times for FY2020:

Thursday, September 19, 2019, 12:30 p.m. – Regular Meeting

Thursday, December 12, 2019, 12:30 p.m. – Regular Meeting (Holiday timing)

Thursday, April 16, 2020, 12:30 p.m. – Regular Meeting (General Assembly Long Session)

Thursday, June 18, 2020, 12:30 p.m. – Annual Organizational Meeting (Election of Officers)

**Suggested Motion:**

Motion is to approve the proposed meeting schedule of the Commission for FY2020.



**FY 2020 Hampton Roads Regional Meetings  
(July 1, 2019 - June 30, 2020)  
HRPDC/HRTPO/HRTAC/HRMFFA**

<b>Date</b>	<b>HRTPO 10:30 AM</b>	<b>HRPDC 12:30 PM</b>	<b>HRMFFA 10:30 AM</b>	<b>HRTAC 12:30 PM</b>
<b>JULY 18, 2019</b>	✓	✓		
<b>AUGUST 28, 2019</b>	✓**	✓**		
<b>SEPTEMBER 19, 2019</b>			✓	✓
<b>OCTOBER 17, 2019</b>	✓*	✓*		
<b>NOVEMBER 21, 2019</b>	✓	✓		
<b>DECEMBER 12, 2019</b>			✓	✓
<b>JANUARY 16, 2020</b>	✓	✓		
<b>FEBRUARY 20, 2020</b>	✓	✓		
<b>MARCH 19, 2020</b>	✓	✓		
<b>APRIL 16, 2020</b>			✓	✓
<b>MAY 21, 2020</b>	✓	✓		
<b>JUNE 18, 2020</b>			✓*	✓*

*\*Annual Meeting*

*\*\*Annual HRPDC/HRTPO Joint Legislative Meeting with Hampton Roads General Assembly Caucus (10:30 AM)*





**HAMPTON ROADS TRANSPORTATION FUND  
FINANCIAL REPORT  
FY2014 – FY2019  
Period Ending April 30, 2019**

The HRTAC staff has prepared the attached April 2019 financial report based on data received to date from the Virginia Department of Transportation.

<b><u>Revenues</u></b>	<b><u>Inception to April 2019</u></b>	<b><u>FY2019 YTD</u></b>	<b><u>April 2019</u></b>
<b>Total Gross Revenues</b>	<b>1,588,085,974</b>	<b>193,306,044</b>	<b>18,980,774</b>
State Sales & Use Tax	740,379,436	107,997,906	11,787,471
Local Fuels Tax <sup>1</sup>	223,622,714	60,983,055	4,630,635
Interest	3,208,358	931,046	144,400
Investment Income	37,605,393	23,394,037	2,418,268
Bond Proceeds	583,270,073	-	-

<b><u>Expenditures</u></b>	<b><u>Inception to April 2019</u></b>	<b><u>FY2019 YTD</u></b>	<b><u>April 2019</u></b>
<b>Total Expenditures</b>	<b>406,069,507</b>	<b>122,983,814</b>	<b>12,920,233</b>
Projects	366,136,354	99,010,328	10,449,817
Total DMV & Dept. of Tax Admin. Fees	626,745	-	-
Investment Fees	1,088,163	190,155	18,871
Bond Interest Expenses	32,851,717	21,472,741	2,140,042
Operating Expenses	5,366,527	2,310,590	311,502

**Cash Balance**

April 30, 2019 Ending Cash Balance **\$ 1,182,016,467**

**Encumbered Balance**

Balance of Encumbered (through FY2026) **\$ 4,267,860,694**

Allocation 4,633,997,048

Less: Project Expenditures 366,136,354



Hampton Roads Transportation Accountability Commission  
Interest and Investment Income  
Inception - April 2019

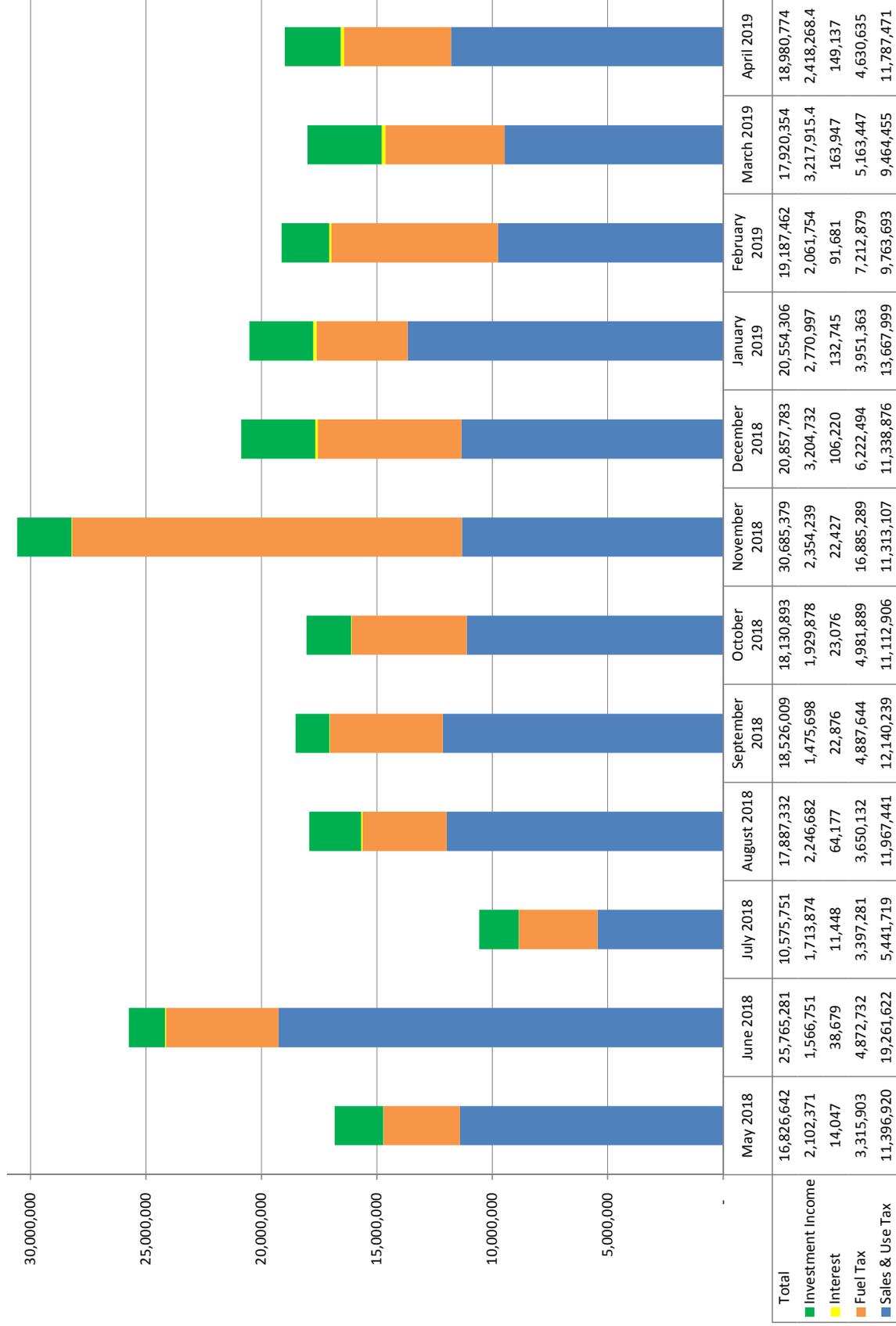
	FY2014	FY2015	FY2016	FY2017	FY2018	FY2019	Total
HRTF Interest Income	363,855	1,027,959	272,261	291,738	321,499	931,046	3,208,358
HRTF Investment Income	-	<u>368,310</u>	<u>3,993,773</u>	<u>980,870</u>	<u>8,868,404</u>	<u>23,394,037</u>	<u>37,605,393</u>
Total	363,855	1,396,269	4,266,033	1,272,608	9,189,903	24,325,083	40,813,751

Notes:

"HRTF Interest Income" includes interest from Union Bank money market, sweep, and general accounts, as well as Regional Tax Interest/Interest Refund Adjustments (Oct-Dec 2018 and Jan-Apr 2019).

"HRTF Investment Income" in FY2019 includes income from PFMAM (US Bank) core and enhanced cash, LGIP, and SNAP accounts. FY2014-2018 totals also include income from Sterling and Union Bank.

# HRTF Revenue



Notes: November 2018 Wholesale Fuels Tax revenue includes a \$9,865,900 Special Audit Assessment adjustment sourced from vendor audit settlement.  
 January 2019 Wholesale Fuels Tax revenue includes \$510,330 in adjustments from a Special Audit Assessment and a vendor audit settlement.  
 February 2019 Wholesale Fuels Tax revenue includes \$806,491 from a vendor audit assessment.

**Hampton Roads Transportation Fund (HRTF)**  
**Total of Sales & Use and Fuels Taxes**  
**Summary**

	Gross Revenue					Expenditures					Cumulative Balance 7/1/13 - 4/30/19		
	Sales & Use Tax	Fuels Tax	Interest	Investment Income	Bond Proceeds	Total	Projects	Dept of Tax Admin Fee	Investment Fees	Bond Expenses		Operating Expenses	Total
<b>July 2013 - April 2018</b>	\$ 601,722,988	\$ 154,451,023	\$ 2,201,687	\$ 10,542,235	\$ 583,270,073	\$ 1,352,188,006	\$ 216,869,338	\$ 598,214	\$ 841,548	\$ 7,443,411	\$ 2,935,607	\$ 228,688,118	1,123,499,888
May 2018	11,396,920	3,315,903	11,448	2,102,371	-	16,826,642	18,222,108	-	19,196	1,967,782	30,931	20,240,018	1,120,086,513
June 2018	19,261,622	4,872,732	64,177	1,566,751	-	25,765,281	32,034,580	28,531	37,264	1,967,782	89,399	34,157,557	1,111,694,237
July 2018	5,441,719	3,397,281	22,876	1,713,874	-	10,575,751	-	-	19,272	2,154,506	79,415	2,253,193	1,120,016,795
August 2018	11,967,441	3,650,132	23,076	2,246,682	-	17,887,332	-	-	19,294	2,154,506	72,478	2,246,278	1,135,657,849
September 2018	12,140,239	4,887,644	22,427	1,475,698	-	18,526,009	7,821,297	-	18,693	2,154,506	408,115	10,402,612	1,143,781,246
October 2018	11,112,906	4,981,889	106,220	1,929,878	-	18,130,893	16,378,984	-	19,444	2,154,506	111,549	18,664,483	1,143,247,656
November 2018	11,313,107	16,885,289	132,745	2,354,239	-	30,685,379	9,747,362	-	18,741	2,154,506	280,895	12,201,504	1,161,731,532
December 2018	11,338,876	6,222,494	91,681	3,204,732	-	20,857,783	-	-	19,391	2,140,042	119,889	2,279,322	1,180,309,993
January 2019	13,667,999	3,951,363	163,947	2,770,997	-	20,554,306	36,279,132	-	19,417	2,140,042	157,150	38,595,741	1,162,268,559
February 2019	9,763,693	7,212,879	149,137	2,061,754	-	19,187,462	8,154,736	-	17,561	2,140,042	421,193	10,733,531	1,170,722,490
March 2019	9,464,455	5,163,447	74,536	3,217,915	-	17,920,354	10,179,001	-	19,473	2,140,042	348,403	12,686,919	1,175,955,926
April 2019	11,787,471	4,630,635	144,400	2,418,268	-	18,980,774	10,449,817	-	18,871	2,140,042	311,502	12,920,233	1,182,016,467
<b>Total 12 Months</b>	\$ 138,656,448	\$ 69,171,691	\$ 1,006,671	\$ 27,063,158	\$ -	\$ 235,897,968	149,267,016	\$ 28,531	\$ 246,615	\$ 25,408,306	\$ 2,430,920	\$ 177,381,389	
<b>Grand Totals</b>	740,379,436	223,622,714	3,208,358	37,605,393	583,270,073	1,588,085,974	366,136,354	626,745	1,088,163	32,851,717	5,366,527	406,069,507	(4,267,860,694)
Less Balance of Encumbered (through FY2022)													(3,085,844,227)
<b>Total Net Available</b>													

Notes:  
November 2018 Wholesale Fuels Tax revenue includes a \$9,865,900 Special Audit Assessment adjustment sourced from vendor audit settlement.  
January 2019 Wholesale Fuels Tax revenue includes \$510,330 in adjustments from a Special Audit Assessment and a vendor audit settlement.  
February 2019 Wholesale Fuels Tax revenue includes \$806,491 from a vendor audit assessment.

## Table 1A - State Sales & Use Tax

### Hampton Roads Transportation Fund (HRTF)

#### State Sales & Use Tax

*Fiscal Year 2019*

Locality	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>Chesapeake</i>	\$ 114,271,188	\$ 17,758,900	\$ 2,128,824	\$ 19,887,724	\$ 134,158,912
<i>Franklin</i>	4,859,034	749,193	98,525	847,717	5,706,751
<i>Hampton</i>	44,800,249	6,546,430	863,984	7,410,414	52,210,663
<i>Isle of Wight</i>	7,332,026	1,141,485	137,897	1,279,382	8,611,408
<i>James City</i>	31,834,792	4,488,718	669,888	5,158,606	36,993,398
<i>Newport News</i>	69,331,269	10,639,436	1,344,534	11,983,970	81,315,239
<i>Norfolk</i>	92,225,994	13,775,791	1,779,192	15,554,984	107,780,978
<i>Poquoson</i>	1,515,231	234,510	26,290	260,801	1,776,032
<i>Portsmouth</i>	20,251,519	2,965,533	384,030	3,349,563	23,601,081
<i>Southampton</i>	1,868,430	256,227	35,702	291,930	2,160,359
<i>Suffolk</i>	26,674,643	4,276,619	560,411	4,837,031	31,511,674
<i>Virginia Beach</i>	175,114,509	26,899,121	3,189,769	30,088,890	205,203,398
<i>Williamsburg</i>	13,875,162	2,158,533	67,618	2,226,151	16,101,313
<i>York</i>	28,427,486	4,319,938	500,806	4,820,743.91	33,248,230
<b>Total</b>	<u>\$ 632,381,530</u>	<u>\$ 96,210,435</u>	<u>\$ 11,787,471</u>	<u>\$ 107,997,906</u>	<u>740,379,436</u>
Updated Forecast	<u>626,271,042</u>	<u>95,432,217</u>	<u>10,862,799</u>	<u>106,295,016</u>	<u>732,566,058</u>
Diff(under)/over	6,110,488	778,218	924,672	1,702,890	7,813,378

## Table 1B - Local Fuels Tax

### Hampton Roads Transportation Fund (HRTF)

#### Local Fuels Tax

#### Fiscal Year 2019

Locality	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>Chesapeake</i>	\$ 32,964,834	\$ 8,883,700	\$ 850,089	\$ 9,733,789	\$ 42,698,623
<i>Franklin</i>	2,089,426	2,470,941	156,186	2,627,127	4,716,553
<i>Hampton</i>	13,700,483	3,512,772	354,013	3,866,785	17,567,268
<i>Isle of Wight</i>	5,310,660	1,161,552	110,585	1,272,136	6,582,797
<i>James City</i>	4,429,602	2,367,590	111,848	2,479,438	6,909,040
<i>Newport News</i>	15,334,871	5,923,616	452,387	6,376,003	21,710,874
<i>Norfolk</i>	17,829,365	8,045,973	695,650	8,741,623	26,570,989
<i>Poquoson</i>	436,681	307,464	11,482	318,946	755,627
<i>Portsmouth</i>	7,305,327	2,549,546	194,350	2,743,895	10,049,222
<i>Southampton</i>	2,016,362	661,639	41,684	703,323	2,719,686
<i>Suffolk</i>	11,333,907	4,708,386	342,562	5,050,948	16,384,854
<i>Virginia Beach</i>	38,445,252	12,656,135	1,007,559	13,663,694	52,108,946
<i>Williamsburg</i>	3,629,614	736,380	70,309	806,688	4,436,302
<i>York</i>	7,813,274	2,366,727	231,933	2,598,660	10,411,934
<b>Total</b>	<u>162,639,659</u>	<u>\$ 56,352,420</u>	<u>4,630,635</u>	<u>\$ 60,983,055</u>	<u>\$ 223,622,714</u>
Updated Forecast	<u>192,000,002</u>	<u>37,386,873</u>	<u>3,283,155</u>	<u>40,670,028</u>	<u>232,670,030</u>
Diff(under)/over	(29,360,344)	18,965,547	1,347,480	20,313,027	(9,047,317)

## Table 1 - Total HRTF Revenues

### Hampton Roads Transportation Fund (HRTF)

#### Total of Sales & Use and Fuels Taxes

*Fiscal Year 2019*

Locality	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>Chesapeake</i>	\$ 147,236,022	\$ 26,642,600	\$ 2,978,913	\$ 29,621,513	\$ 176,857,535
<i>Franklin</i>	6,948,460	3,220,134	254,710	3,474,844	10,423,304
<i>Hampton</i>	58,500,732	10,059,202	1,217,997	11,277,199	69,777,931
<i>Isle of Wight</i>	12,642,687	2,303,037	248,482	2,551,519	15,194,205
<i>James City</i>	36,264,394	6,856,308	781,736	7,638,044	43,902,438
<i>Newport News</i>	84,666,138	16,563,052	1,796,921	18,359,973	103,026,111
<i>Norfolk</i>	110,055,359	21,821,765	2,474,842	24,296,607	134,351,967
<i>Poquoson</i>	1,951,914	541,974	37,772	579,746	2,531,660
<i>Portsmouth</i>	27,556,845	5,515,078	578,380	6,093,458	33,650,303
<i>Southampton</i>	3,884,792	917,866	77,387	995,253	4,880,045
<i>Suffolk</i>	38,008,550	8,985,006	902,973	9,887,978	47,896,528
<i>Virginia Beach</i>	213,559,761	39,555,255	4,197,328	43,752,583	257,312,344
<i>Williamsburg</i>	17,504,774	2,894,913	137,927	3,032,839	20,537,614
<i>York</i>	36,240,760	6,686,665	732,739	7,419,404	43,660,164
<b>Total</b>	<u>795,021,187</u>	<u>152,562,855</u>	<u>16,418,106</u>	<u>168,980,961</u>	<u>964,002,150</u>
Interest <sup>a</sup>	2,277,311	786,647	144,400	931,046	3,208,358
Investment Income <sup>b</sup>	14,211,356	20,975,769	2,418,268	23,394,037	37,605,393
Bond Proceeds	583,270,073	-	-	-	583,270,073
<b>Total Revenues</b>	<u>1,394,779,928</u>	<u>174,325,270</u>	<u>18,980,774</u>	<u>193,306,044</u>	<u>1,588,085,974</u>
Project Expenses	(267,126,025)	(88,560,511)	(10,449,817)	(99,010,328)	(366,136,354)
DMV and Dept of Tax Admin Fees	(626,745)	-	-	-	(626,745)
Investment Fees (Sterling&PFMAM)	(898,008)	(171,284)	(18,871)	(190,155)	(1,088,163)
Bond Interest Expenses	(11,378,976)	(19,332,699)	(2,140,042)	(21,472,741)	(32,851,717)
Operating Expense	(3,055,937)	(1,999,087)	(311,502)	(2,310,590)	(5,366,527)
<b>Cash Balance</b>	<u>1,111,694,238</u>	<u>64,261,689</u>	<u>6,060,541</u>	<u>70,322,230</u>	<u>1,182,016,467</u>
Less Balance of Encumbered					<u>(4,267,860,694)</u>
Net Available Cash					<u>(3,085,844,227)</u>
Updated Forecast	819,145,037	132,819,090	14,145,954	146,965,044	966,110,081
Total Revenue - Forecast (under)/over	(21,846,538)	19,743,765	2,272,152	22,015,917	169,379

Notes:

<sup>a</sup> Includes interest from Union Bank money market, sweep, and general accounts, as well as Regional Tax Interest/Interest Refund Adjustments (Oct - Dec 2018 and Jan-Apr 2019).

<sup>b</sup> FY2019 includes income from PFMAM (US Bank), LGIP, and SNAP accounts. FY2014-2018 total also includes income from Sterling and Union Bank.

## Table 2 - Allocations

### Hampton Roads Transportation Fund (HRTF)

#### Allocations

#### Fiscal Year 2019

Project	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>I-64 Peninsula Widening</i>					
<i>UPC 104905 - Segment 1 - Construction</i>	\$ 44,000,000	\$ (30,000,000)	\$ -	\$ (30,000,000)	\$ 14,000,000
<i>UPC 106665 - Segment 2 - PE/ROW/Construction</i>	189,707,675	\$ (13,874,778)	-	(13,874,778)	175,832,897
<i>UPC 109790/106689 - Segment 3 - PE</i>	10,000,000	\$ -	-	-	10,000,000
<i>UPC 109790/106689 - Segment 3 - Construction</i>	156,376,066	\$ (43,482,070)	-	(43,482,070)	112,893,996
<i>I-64/264 Interchange Improvement</i>					
<i>UPC 57048/108042 - Phase I - PE/ROW</i>	15,071,063	-	-	-	15,071,063
<i>UPC 57048/108042 - Phase I - Construction</i>	137,023,653	-	-	-	137,023,653
<i>UPC 17630/108041 - Phase II - PE/ROW</i>	54,592,576	-	-	-	54,592,576
<i>UPC 17630/108041 - Phase II - Construction</i>	73,157,062	-	-	-	73,157,062
<i>UPC 106693 - Phase III - PE &amp; ROW</i>	10,000,000	-	-	-	10,000,000
<i>I-64 Southside Widening/High-Rise Bridge</i>					
<i>UPC 106692 - Phase I - PE</i>	20,000,000	(7,800,000)	-	(7,800,000)	12,200,000
<i>UPC 106692/108990 - Phase I - ROW/Construction</i>	480,000,000	(60,243,780)	-	(60,243,780)	419,756,220
<i>I-64 HRBT Expansion Project</i>					
<i>UPC 115008 - I-64 HRBT Expansion Project D-B Contract</i>	-	3,004,569,251	-	3,004,569,251	3,004,569,251
<i>UPC 115009 - I-64 HRBT Expansion Project Owners Oversight</i>	-	548,900,330	-	548,900,330	548,900,330
<i>HRCS Preferred Alternative Refinement - HRBT UPC 110577 - SEIS</i>	25,000,000	5,000,000	-	5,000,000	30,000,000
<i>460/58/13 Connector Study - UPC 106694 - PE</i>	5,000,000	-	-	-	5,000,000
<i>Bowers Hill Interchange Study - UPC 111427</i>	4,000,000	-	-	-	4,000,000
<i>HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)</i>	7,000,000	-	-	-	7,000,000
<b>Total</b>	<u>\$ 1,230,928,095</u>	<u>\$ 3,403,068,953</u>	<u>\$ -</u>	<u>\$ 3,403,068,953</u>	<u>\$ 4,633,997,048</u>

### Table 3 - Expenditures

#### Hampton Roads Transportation Fund (HRTF)

#### Expenditures

#### Fiscal Year 2019

Project	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>I-64 Peninsula Widening</i>					
<i>UPC 104905 - Segment 1 - Construction</i>	\$ 1,544,502	\$ -	-	\$ -	\$ 1,544,502
<i>UPC 106665 - Segment 2 - PE/ROW/Construction</i>	114,353,557	\$ 28,956,052	308,168	29,264,220	143,617,777
<i>UPC 109790/106689 - Segment 3 - PE</i>	4,514,165	\$ 237,360	7,432	244,792	4,758,957
<i>UPC 109790/106689 - Segment 3 - Construction</i>	-	\$ -	-	-	-
<i>I-64/264 Interchange Improvement</i>					
<i>UPC 57048/108042 - Phase I - PE/ROW</i>	15,071,063	-	-	-	15,071,063
<i>UPC 57048/108042 - Phase I - Construction</i>	66,399,635	18,413,757	4,717,698	23,131,455	89,531,090
<i>UPC 17630/108041 - Phase II - PE/ROW</i>	35,941,934	4,490,137	13,485	4,503,622	40,445,557
<i>UPC 17630/108041 - Phase II - Construction</i>	-	-	-	-	-
<i>UPC 106693 - Phase III - PE &amp; ROW</i>	57,220	688,324	235,200	923,525	980,745
<i>I-64 Southside Widening/High-Rise Bridge</i>					
<i>UPC 106692 - Phase I - PE</i>	12,189,098	-	-	-	12,189,098
<i>UPC 106692/108990 - Phase I - ROW/Construction</i>	-	26,048,936	236,412	26,285,348	26,285,348
<i>I-64 HRBT Expansion Project</i>					
<i>UPC 115008 - I-64 HRBT Expansion Project D-B Contract</i>	-	-	4,000,000	4,000,000	4,000,000
<i>UPC 115009 - I-64 HRBT Expansion Project Owers Oversight</i>	-	-	-	-	-
<i>HRCS Preferred Alternative Refinement - HRBT UPC 110577 - SEIS</i>	15,891,087	8,213,526	911,128	9,124,654	25,015,742
<i>460/58/13 Connector Study - UPC 106694 - PE</i>	790,111	303,479	114	303,593	1,093,704
<i>Bowers Hill Interchange Study - UPC 111427</i>	224,407	814,266	20,179	834,445	1,058,852
<i>HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)</i>	149,245	394,674	-	394,674	543,920
<b>Total</b>	<u>\$ 267,126,025</u>	<u>\$ 88,560,511</u>	<u>10,449,817</u>	<u>\$ 99,010,328</u>	<u>\$ 366,136,354</u>

## Table 3A - Bond-Reimbursed Expenditures

**Hampton Roads Transportation Fund (HRTF)**  
**Bond Reimbursements**  
**Fiscal Year 2019**

Project	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>I-64 Peninsula Widening</i>					
<i>UPC 104905 - Segment 1 - Construction</i>	\$ -	\$ -	\$ -	\$ -	\$ -
<i>UPC 106665 - Segment 2 - PE/ROW/Construction</i>	114,353,557	\$ 28,956,052	308,168	29,264,220	143,617,777
<i>UPC 109790/106689 - Segment 3 - PE</i>	4,514,165	\$ 237,360	7,432	244,792	4,758,957
<i>UPC 109790/106689 - Segment 3 - Construction</i>	-	\$ -	-	-	-
<i>I-64/264 Interchange Improvement</i>					
<i>UPC 57048/108042 - Phase I - PE/ROW</i>	15,071,063	-	-	-	15,071,063
<i>UPC 57048/108042 - Phase I - Construction</i>	66,399,635	18,413,757	4,717,698	23,131,455	89,531,090
<i>UPC 17630/108041 - Phase II - PE/ROW</i>	35,941,934	4,490,137	13,485	4,503,622	40,445,557
<i>UPC 17630/108041 - Phase II - Construction</i>	-	-	-	-	-
<i>UPC 106693 - Phase III - PE &amp; ROW</i>	-	-	-	-	-
<i>I-64 Southside Widening/High-Rise Bridge</i>					
<i>UPC 106692 - Phase I - PE</i>	12,189,098	-	-	-	12,189,098
<i>UPC 106692/108990 - Phase I - ROW/Construction</i>	-	26,048,936	236,412	26,285,348	26,285,348
<i>I-64 HRBT Expansion Project</i>					
<i>UPC 115008 - I-64 HRBT Expansion Project D-B Contract</i>	-	-	-	-	-
<i>UPC 115009 - I-64 HRBT Expansion Project Owners Oversight</i>	-	-	-	-	-
<i>HRCS Preferred Alternative Refinement - HRBT</i>					
<i>UPC 110577 - SEIS</i>	-	-	-	-	-
<i>460/58/13 Connector Study - UPC 106694 - PE</i>					
	-	-	-	-	-
<i>Bowers Hill Interchange Study - UPC 111427</i>					
	-	-	-	-	-
<i>HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)</i>					
	-	-	-	-	-
<b>Total</b>	<u>\$ 248,469,452</u>	<u>\$ 78,146,241</u>	<u>\$ 5,283,196</u>	<u>\$ 83,429,437</u>	<u>\$ 331,898,889</u>

## Table 3B - Non-Bond Reimbursed Expenditures

### Hampton Roads Transportation Fund (HRTF)

#### Expenditures Fiscal Year 2019

Project	Total FY2014 - FY2018	Previous FY2019	April 2019	Total YTD FY2019	Total
<i>I-64 Peninsula Widening</i>					
<i>UPC 104905 - Segment 1 - Construction</i>	\$ 1,544,502	\$ -	\$ -	\$ -	\$ 1,544,502
<i>UPC 106665 - Segment 2 - PE/ROW/Construction</i>	-	-	-	-	-
<i>UPC 109790/106689 - Segment 3 - PE</i>	-	-	-	-	-
<i>UPC 109790/106689 - Segment 3 - Construction</i>	-	-	-	-	-
<i>I-64/264 Interchange Improvement</i>					
<i>UPC 57048/108042 - Phase I - PE/ROW</i>	-	-	-	-	-
<i>UPC 57048/108042 - Phase I - Construction</i>	-	-	-	-	-
<i>UPC 17630/108041 - Phase II - PE/ROW</i>	-	-	-	-	-
<i>UPC 17630/108041 - Phase II - Construction</i>	-	-	-	-	-
<i>UPC 106693 - Phase III - PE &amp; ROW</i>	57,220	688,324	235,200	923,525	980,745
<i>I-64 Southside Widening/High-Rise Bridge</i>					
<i>UPC 106692 - Phase I - PE</i>	-	-	-	-	-
<i>UPC 106692/108990 - Phase I - ROW/Construction</i>	-	-	-	-	-
<i>I-64 HRBT Expansion Project</i>					
<i>UPC 115008 - I-64 HRBT Expansion Project D-B Contract</i>	-	-	4,000,000	4,000,000	4,000,000
<i>UPC 115009 - I-64 HRBT Expansion Project Owers Oversight</i>	-	-	-	-	-
<i>HRCS Preferred Alternative Refinement - HRBT UPC 110577 - SEIS</i>	15,891,087	8,213,526	911,128	9,124,654	25,015,742
<i>460/58/13 Connector Study - UPC 106694 - PE</i>	790,111	303,479	114	303,593	1,093,704
<i>Bowers Hill Interchange Study - UPC 111427</i>	224,407	814,266	20,179	834,445	1,058,852
<i>HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)</i>	149,245	394,674	-	394,674	543,920
<b>Total</b>	<u>\$ 18,656,573</u>	<u>\$ 10,414,270</u>	<u>\$ 5,166,621</u>	<u>\$ 15,580,891</u>	<u>\$ 34,237,464</u>

# **HAMPTON ROADS REGIONAL NETWORK OPERATIONAL STUDY – PRELIMINARY RESULTS**

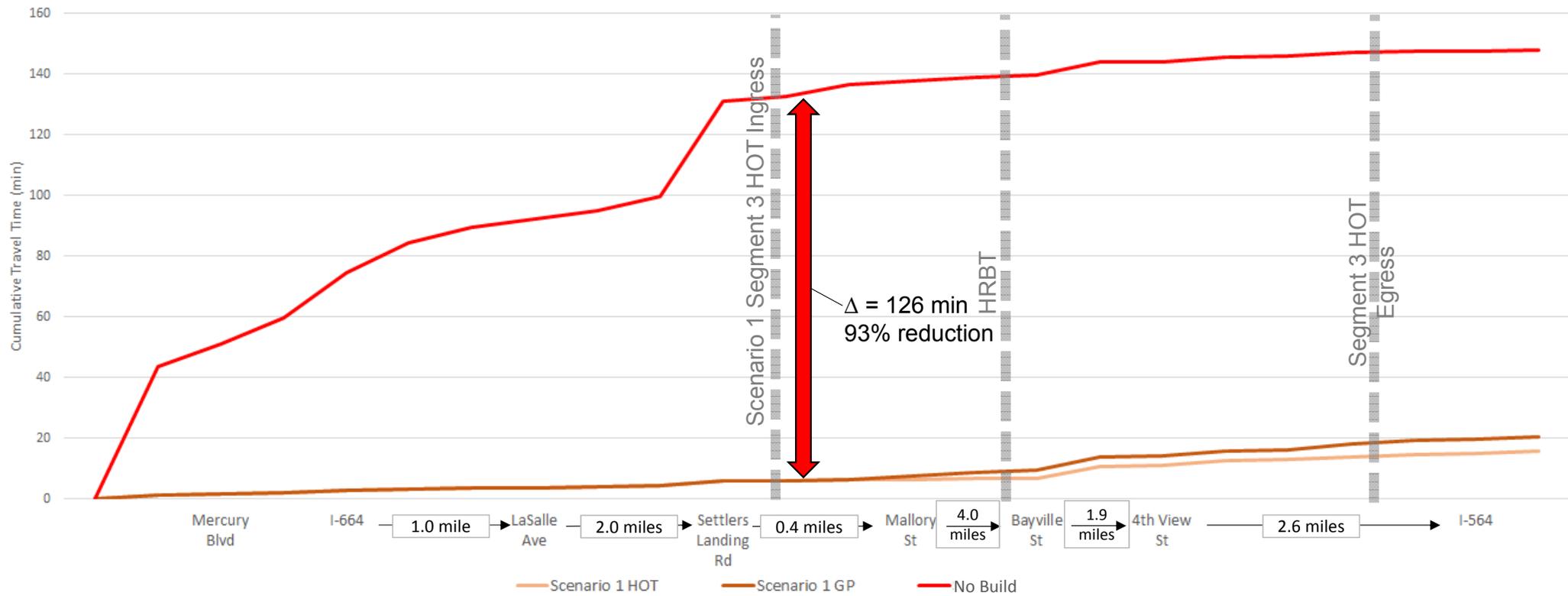
HRTAC – Board Presentation

**|** Stephen C. Brich, P.E. – VDOT Commissioner

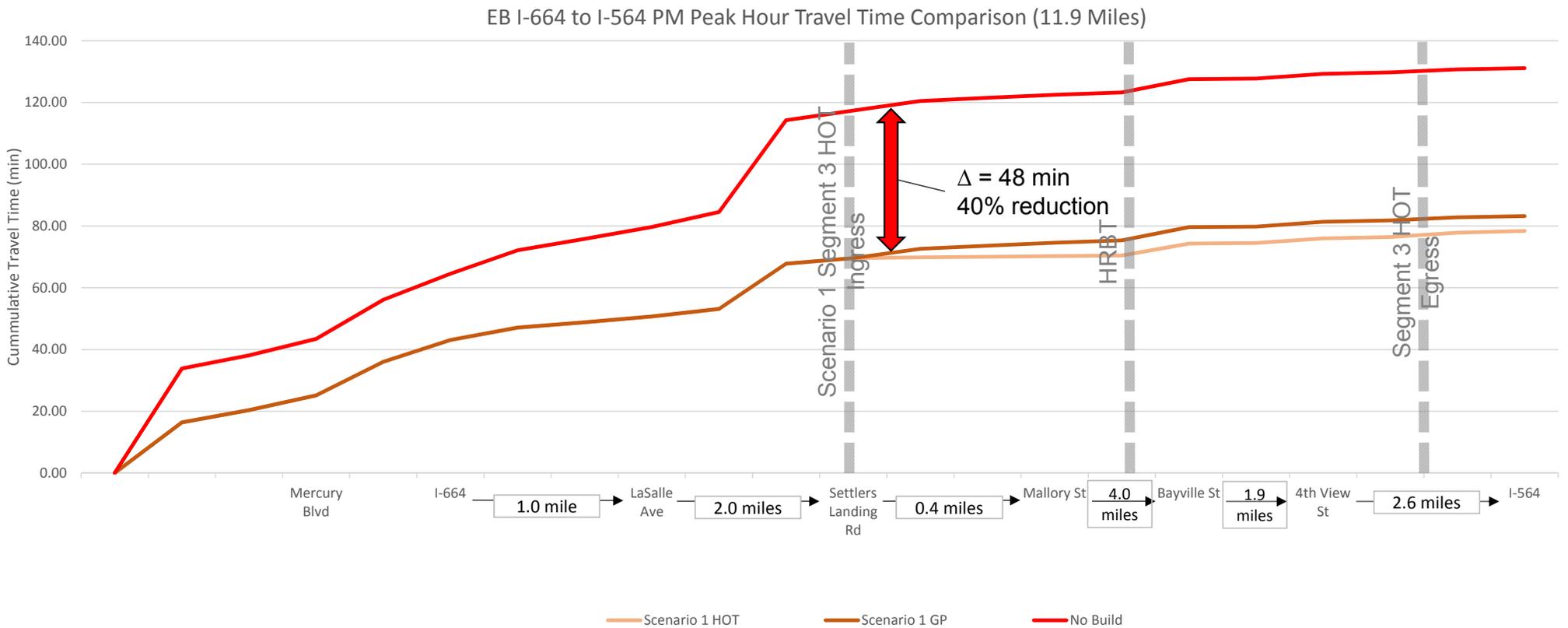
**June 20, 2019**

# DRAFT Travel Time Comparison Seg 3-HRBT (2025 AM I-64 EB) includes No-Build

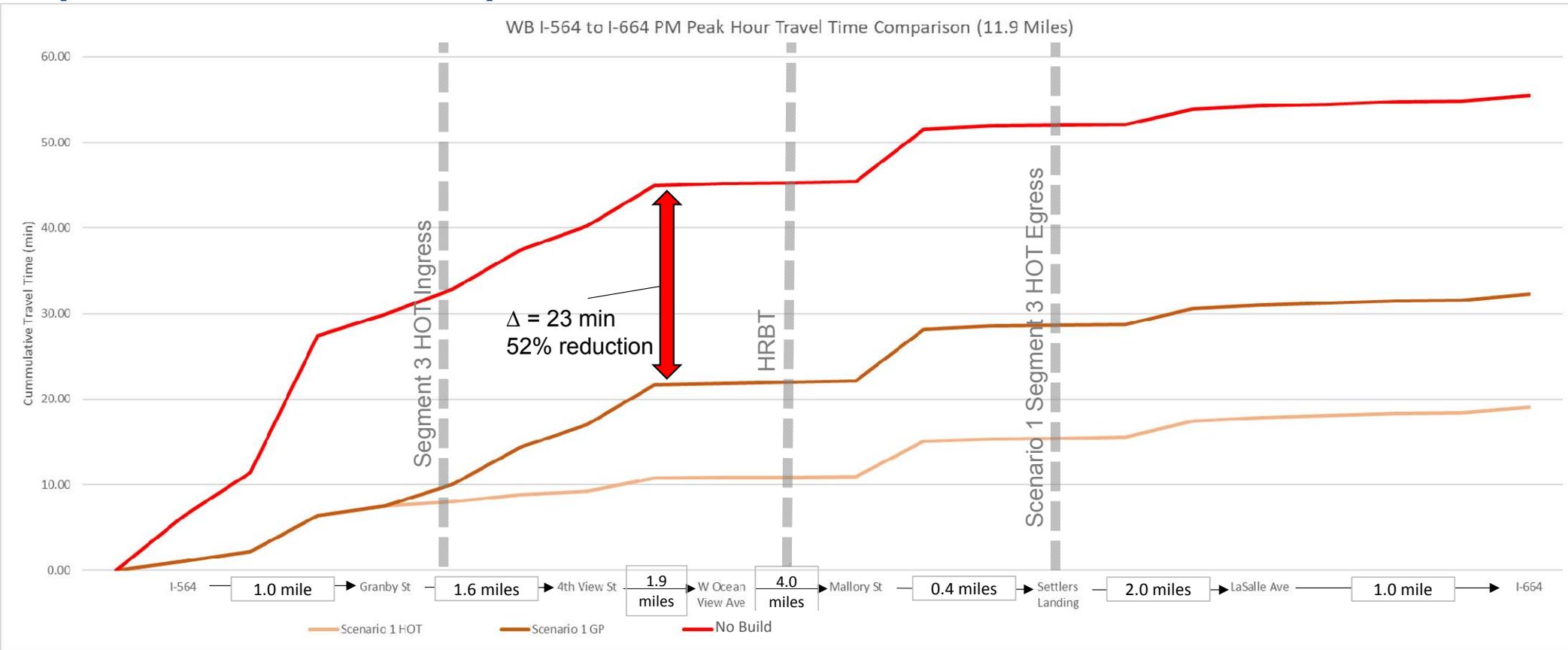
EB I-664 to I-564 AM Peak Hour Travel Time Comparison (11.9 Miles)



# DRAFT Travel Time Comparison Seg 3-HRBT (2025 PM I-64 EB) includes No-Build



# DRAFT Travel Time Comparison Seg 3-HRBT (2025 PM I-64 WB) includes No-Build



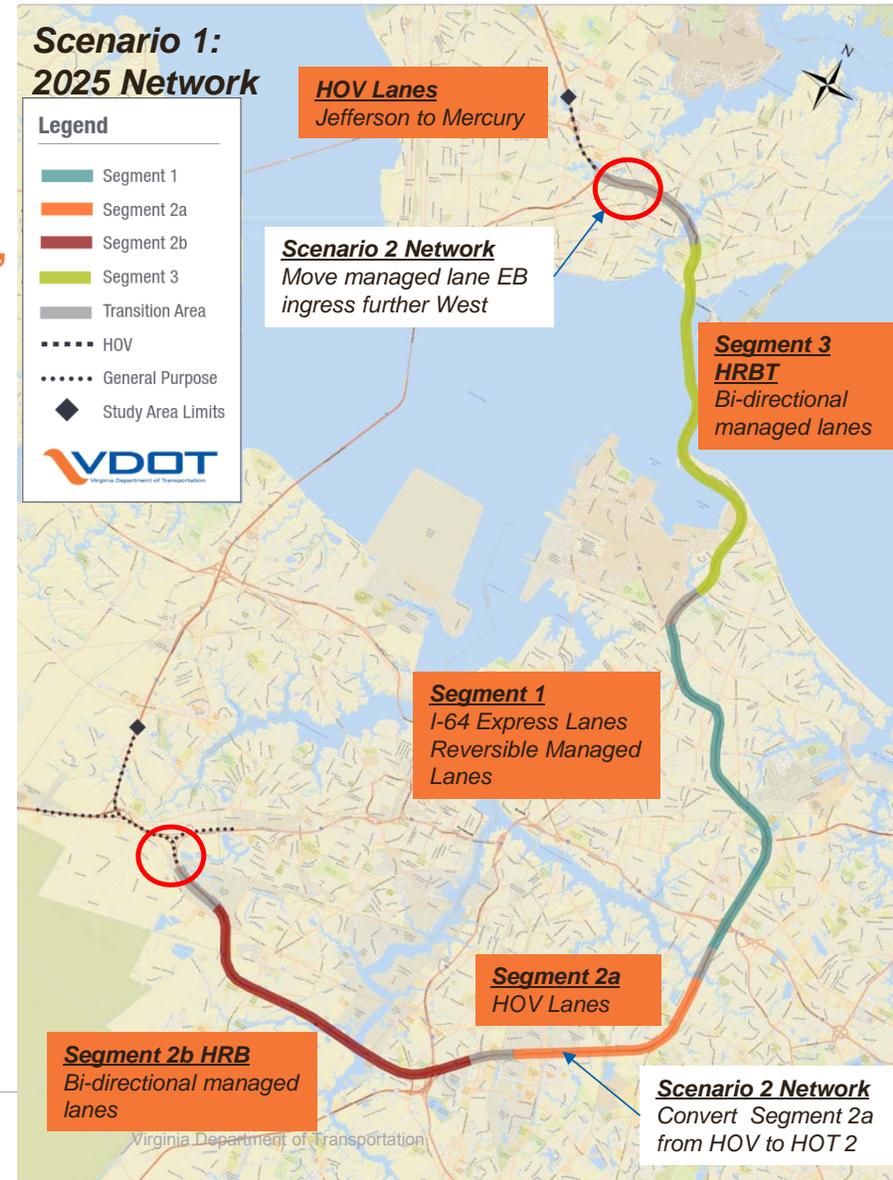
# Task/Scope

## Conduct operational analysis of I-64

- Scenario 1: Seg 1 reversible HOT, Seg 2a High Rise, Seg 2b HOV2, Seg 3 HRBT HOT3
- Scenario 2: Change Seg 2b to HOT2, Shift EB HOT3 entrance in Seg 3 HRBT

# Purpose

- Understand potential impacts of increased capacity and identify potential future operational challenges across 2025 baseline network
- Evaluate baseline system performance (general purpose travel times and speeds)
- Provide performance comparison of scenario 2 options
- Provide best information possible to regional leadership to inform future network investment decisions



# Methodology & Coordination

Coordination at every step with HRTPO, HRTAC & VDOT:

- Over-the-shoulder review meetings and
- Review of volumes and VISSIM

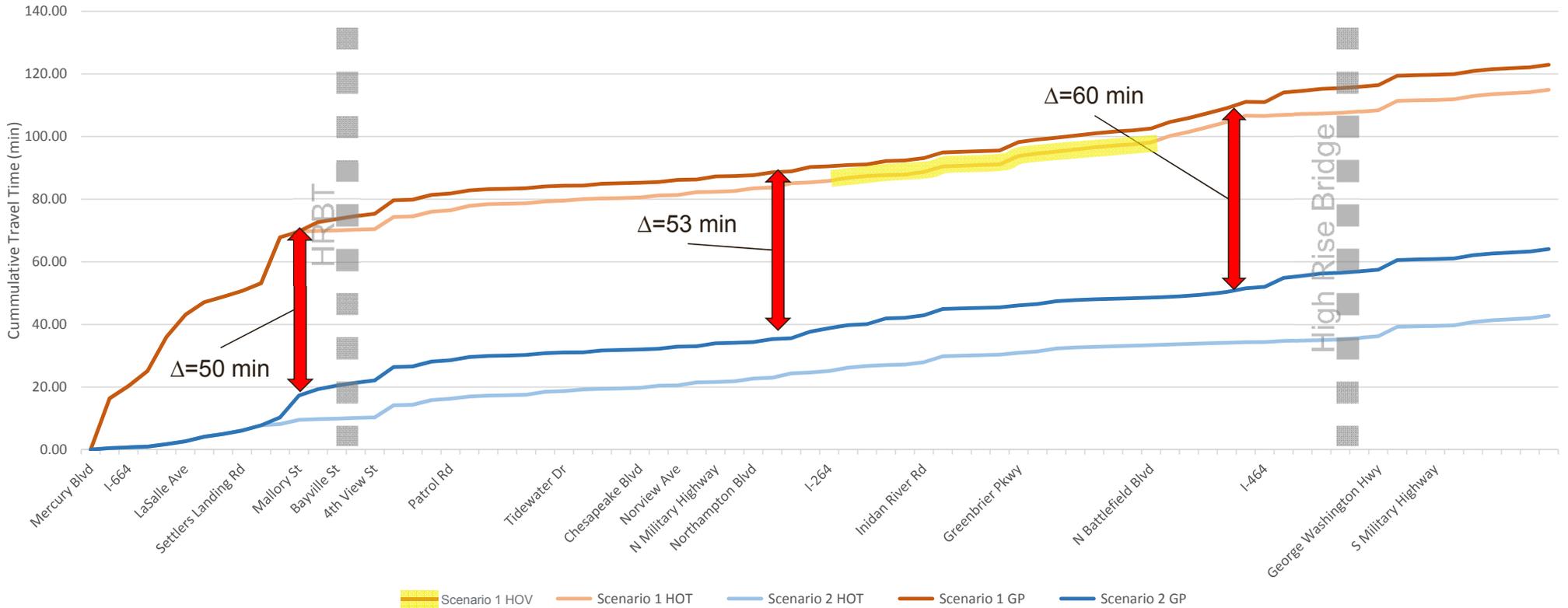


Segment	Volume	Off-shoulder	On-shoulder																	
<b>New 2016 Volumes</b>	6,000,000	2,000	36	14	22	2,823	86	585	270	3,193	988	2,627	34	2,861	89	2,972	2,031	4,803	199	4,604
<b>Balanced 2016 New Volumes</b>	6,000,000	3,410	34	14	22	3,274	86	585	270	3,649	988	3,078	34	3,112	89	3,213	2,031	4,804	199	4,605
<b>TDM % Growth</b>		56.8%	94.4%	100%	100%	17.3%	0%	0%	0%	14.7%	0%	14.7%	0%	10.9%	0%	29.3%	0%	0%	0%	0%
<b>Unbalanced 2025 Scenario 1 Volumes</b>	6,000,000	2,461	40	15	24	3,411	84	586	261	3,702	706	3,078	81	3,264	90	3,375	2,042	4,819	199	4,620
<b>Balanced Revised 2025 Scenario 1 Volumes</b>	6,000,000	3,460	39	15	24	3,541	84	586	261	3,927	706	3,324	81	3,408	90	3,519	2,042	4,820	199	4,621

Volume Balancing

# DRAFT Travel Time Comparison Graphics

## 2025 PM I-64 Eastbound Travel Times (Peak Hour)



# DRAFT Operational Results

## Maximize the investment by addressing some Interstate Network HOT Spot Locations:

- 1. 2025 AM I-64 EB at Segment 3 (HRBT)
- 2. 2025 AM I-64 EB at Segment 1 (Reversible HOT)
- 3. 2025 PM I-64 EB at Segment 3 (HRBT)
- 4. 2025 PM I-64 EB at Segment 2a/2b (High Rise Bridge)
- 5. 2025 PM I-64 WB at Segment 3 (HRBT)

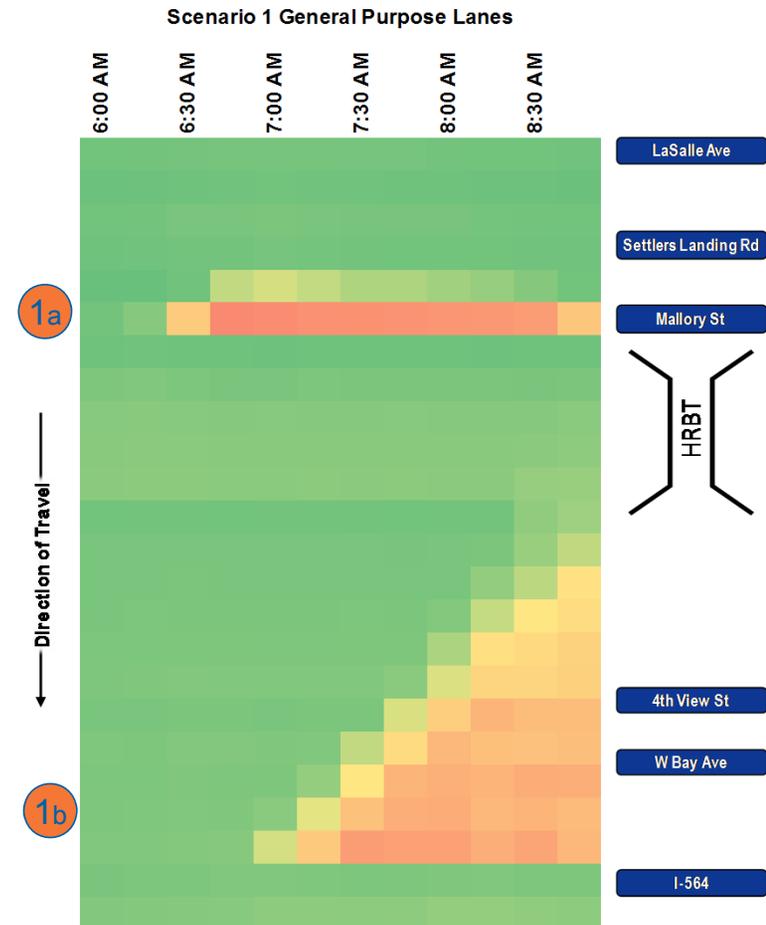
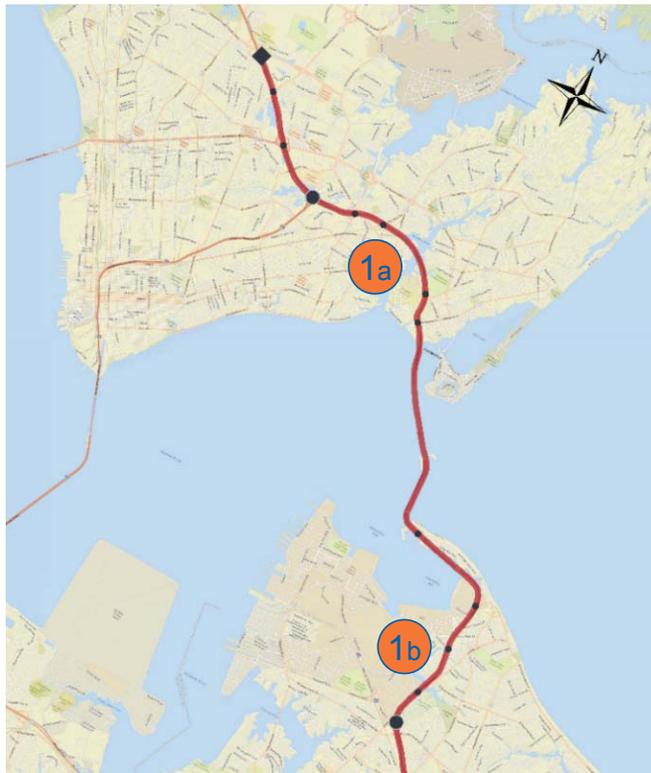


1

# DRAFT Speed Comparison 2025 AM I-64 EB at Segment 3 (HRBT)

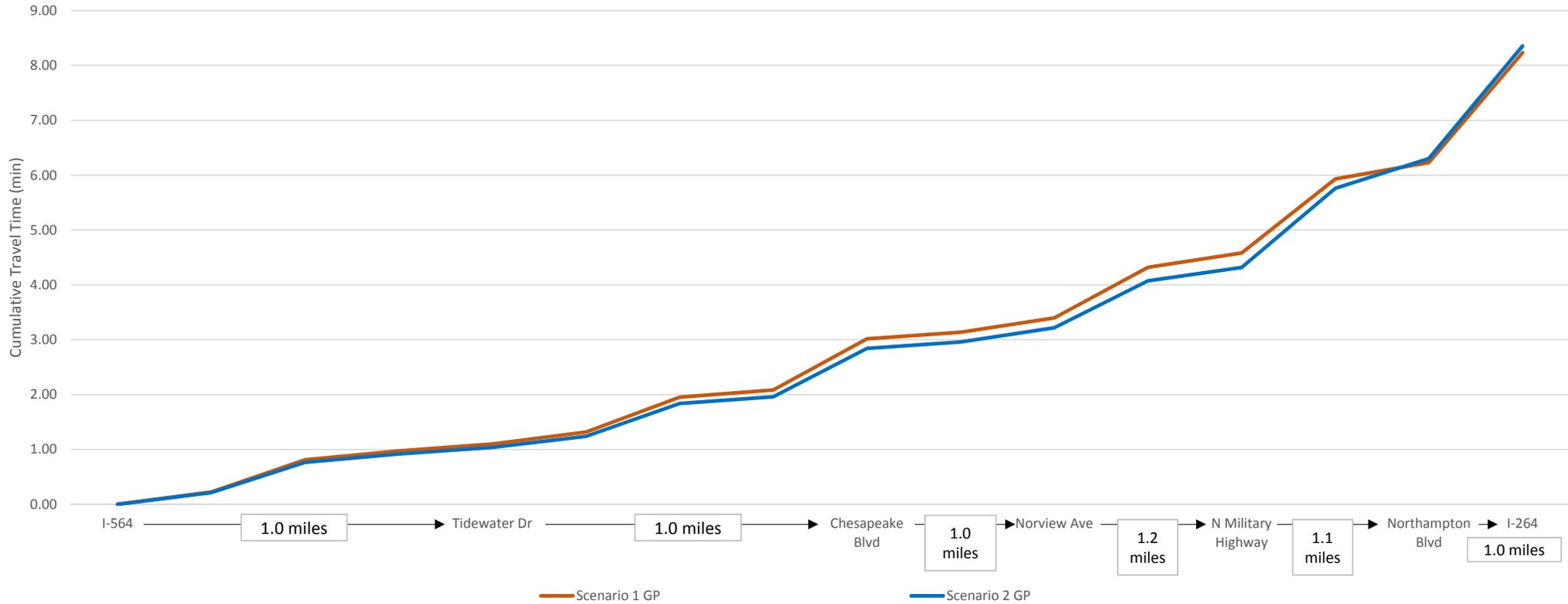
1a *Between Mallory St and Settlers Landing Rd*

1b *Between I-564 and W Bay Ave*



# 2 DRAFT Travel Time Comparison Seg-1 (2025 AM I-64 EB)

EB I-564 to I-264 AM Peak Hour Travel Time Comparison\* (6.3 Miles)

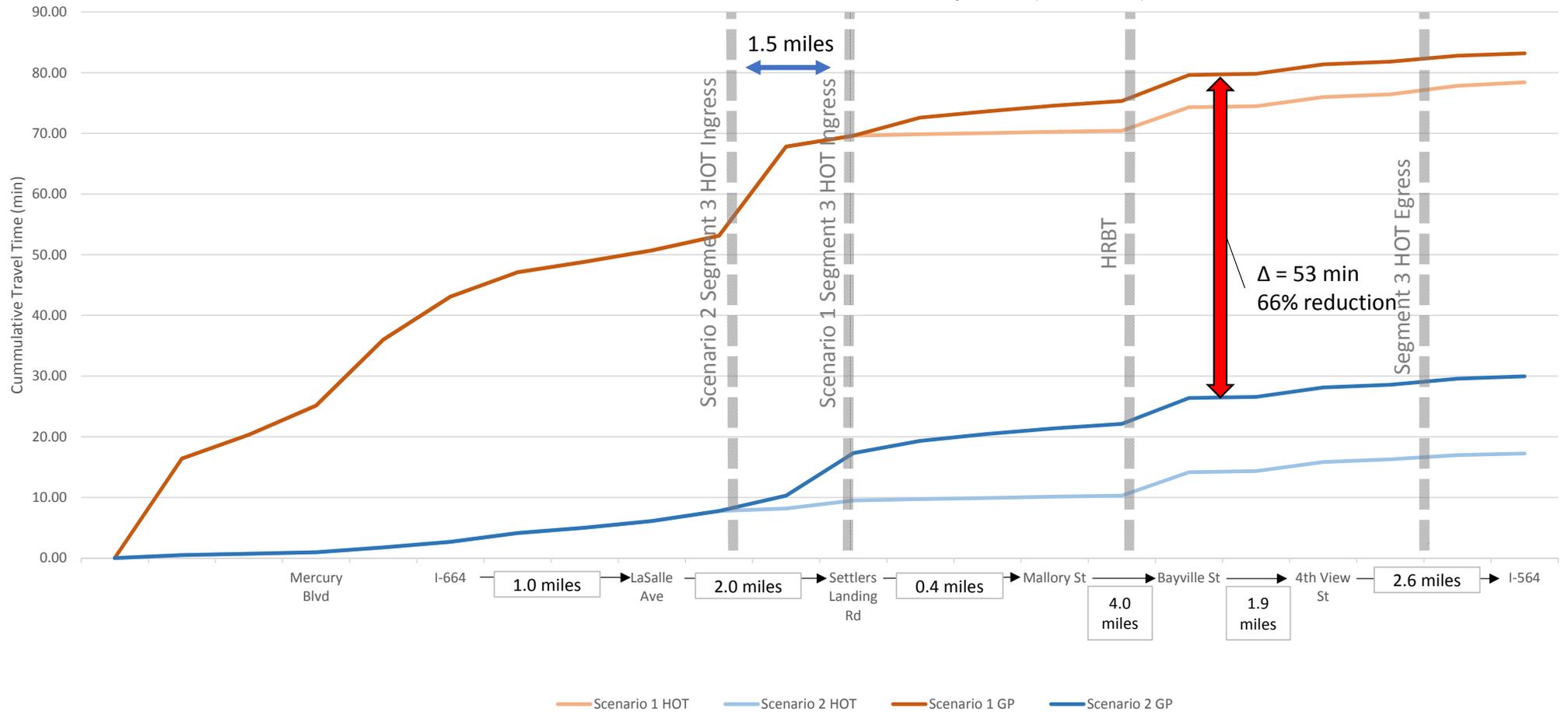


\*Segment 1 Reversible HOT facility operates in the WB direction during the AM Peak Period



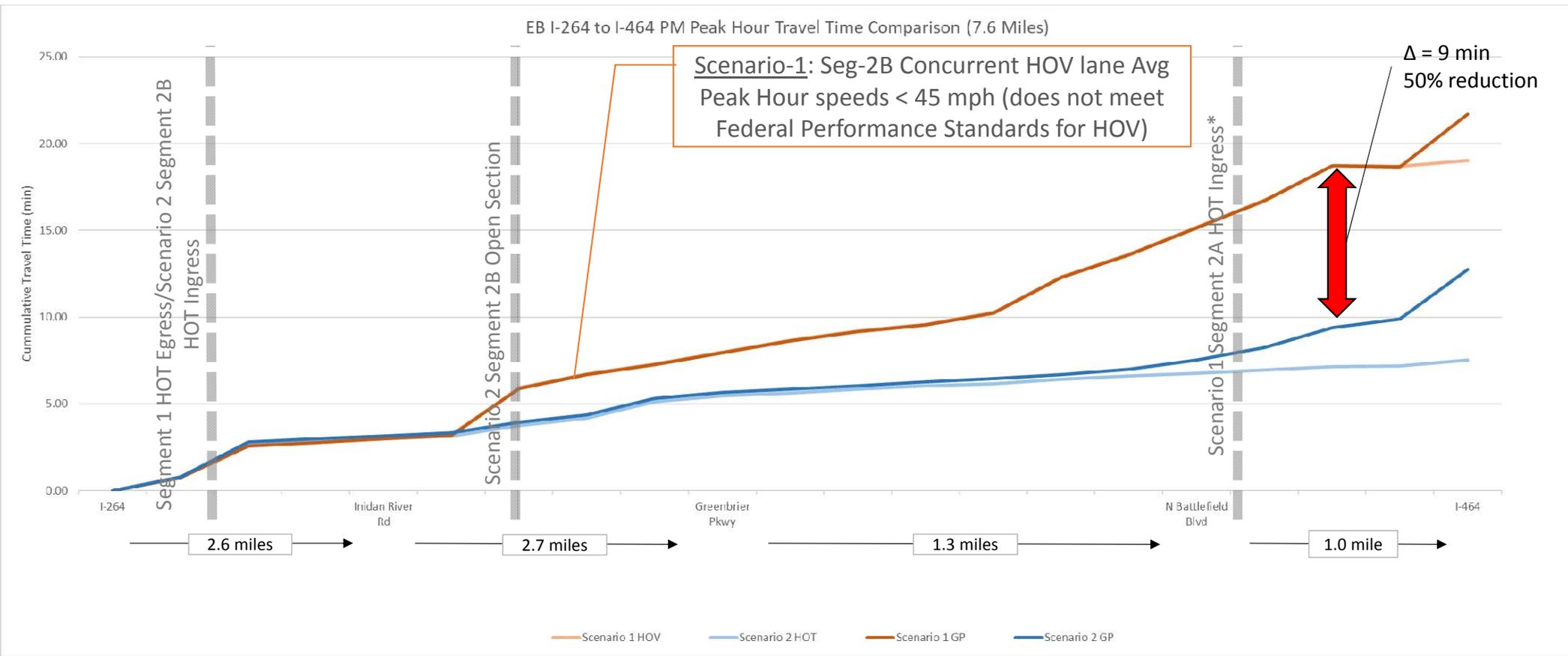
# 3 DRAFT Travel Time Comparison HRBT (2025 PM I-64 EB)

EB I-664 to I-564 PM Peak Hour Travel Time Comparison (11.9 Miles)



Virginia Department of Transportation

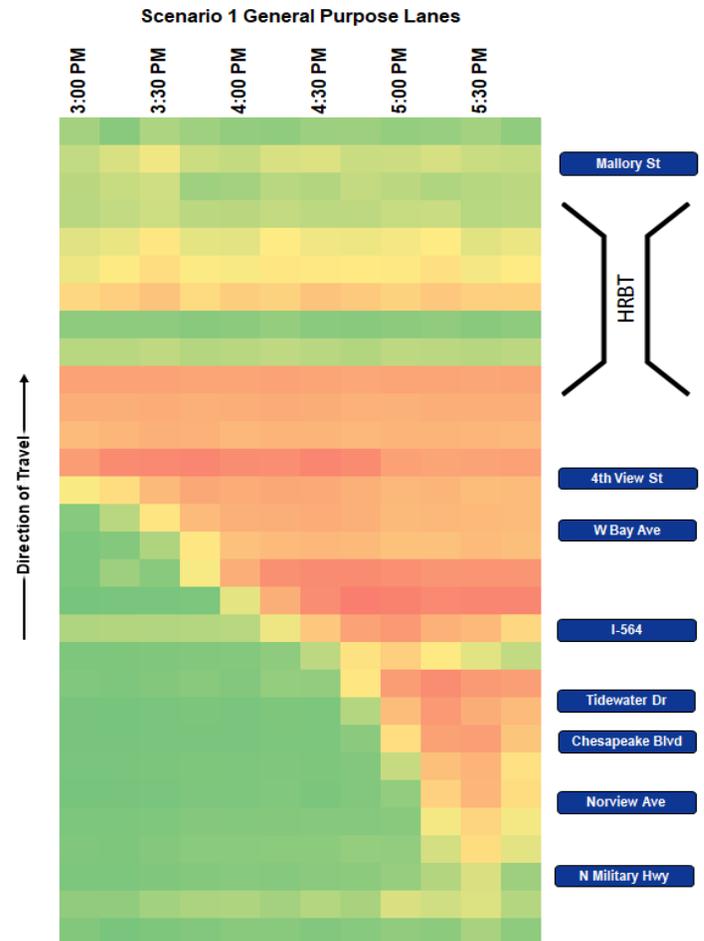
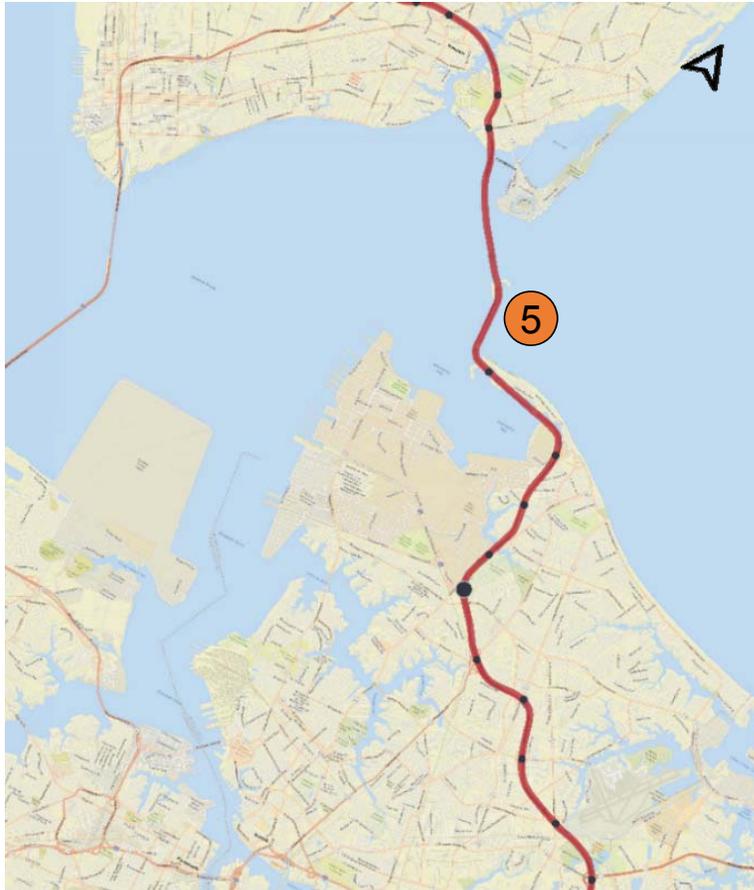
# 4 DRAFT Travel Time Comparison Seg-2A/2B (2025 PM I-64 EB)



\*Scenario 2 Segment 2B HOT facility transitions directly into Segment 2A HOT facility with no ingress or egress provided at this location

# 5 DRAFT Speed Comparison 2025 PM I-64 WB at Segment 3 (HRBT)

## At HRBT Tunnel Entrance



## Next Steps

- **Additional Analysis**
  - Evaluate Repurposing Shoulder Lanes
  - Operational Hours
    - Weekdays off-peak as HOT
    - Summer weekends
  - HOT2 vs HOT3
- **Other Regional Considerations**

## Timeline

- **Results of Analysis to HRTAC - September 2019**
- **Traffic & Revenue – October 2019**
- **Regional Decisions – November 2019**

**I-64 Peninsula Widening- Segment I**

**UPC 104905 (HRTAC)  
UPC 111926 (State / Federal)**

**Project Scope:**

From 0.52 miles east of Yorktown Road/Rte 238 (Exit 247) to 1.55 miles west of Jefferson Ave/Rte 143 (Exit 255) (6.1 miles)

- Additional 12' wide travel lanes and 12' wide shoulders within the existing median space
- Replacement of the Industrial Park Drive bridges, and repair and widening of 4 bridges and 2 major culverts
- Strengthened shoulder lane from Ft Eustis Blvd Interchange to Jefferson Avenue Interchange

**Project Financial Summary:**

**Project Budget (\$114,000,000):**

- PE \$ 2,738,567
- RW \$ 32,494
- CN \$ 111,228,939

**Funds Expended (as of 06/03/19):**

\$ 2,738,567  
\$ 32,494  
\$ 108,837,536  
\$ 111,608,597

**Projected Cost Over/(Under):**

\$ 0  
\$ 0  
\$ 0

**Project Schedule:**

Notice To Proceed (NTP)	March 2015
Project Completion	December 2017
Schedule Status	Completed

<u>Enabling Funding</u>	
HRTAC	\$ 12,455,498
State/Federal	<u>\$ 101,544,502</u>
	\$ 114,000,000

**Project Status:**

- Completion achieved on December 1, 2017



**Project Site (Looking West from Denbigh Blvd.)**

**I-64 Peninsula Widening- Segment II**

**UPC 106665 (HRTAC)**

**Project Scope:**

From 1.05 miles west of Hummelsine Parkway/Marquis Center Pkwy/Rte 199 (Exit 242) to where the Segment I project ends at 0.54 miles east of Yorktown Road/Rte 238 (Exit 247) (7.1 miles)

- Additional 12' wide travel lanes and 12' wide shoulders within the existing median space
- Repair and widening of 9 bridges and 6 major culverts
- Reconstruction of existing roadway

**Project Financial Summary:**

<u>Project Budget (\$175,832,897):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 6,000,000	\$ 2,693,149	\$ 0
○ RW \$ 1,511,548	\$ 516,438	\$ 0
○ CN \$ 168,321,349	<u>\$ 148,720,528</u>	\$ 0
	\$ 151,930,115	

**Project Schedule:**

Notice To Proceed	February 2016
Project Completion	May 2019
Schedule Status	Late (Pending)

<u>Enabling Funding</u>	
HRTAC	\$ 175,832,897
State/Federal	\$ _____.
	\$ 175,832,897

**Project Status:**

- Project work completed was by May 24, 2019. All travel lanes open to public.
- Removal of erosion and sediment control devices is underway for closeout of environmental permits.
- Video camera inspections of the underdrain installations are underway.
- Submission and review of final project documents for project closeout is underway.



**Project Site (Looking East from the Rt. 199 overpass)**

**I-64 Peninsula Widening- Segment III**

**UPC 106689 (HRTAC)  
UPC 109790 (State / Federal)**

**Project Scope:**

From approximately 1.26 miles West of Rte 199/Lightfoot (Exit 234) to where the Segment II project ends at 1.05 miles west of Hummelsine Parkway/Marquis Center Pkwy /Rte 199 (Exit 242) (8.36 miles)

- Additional 12' wide travel lanes and 12' wide shoulders within the existing median space
- Replacement of the two Queen's Creek bridges, repair and widening of 4 bridges, 3 major culverts
- Reconstruction of existing mainline roadway

**Project Financial Summary:**

<u>Project Budget (\$244,045,973):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 10,000,000	\$ 5,098,486	\$ 0
○ RW \$ 12,000,000	\$ 59,490	\$ 0
○ CN \$ 222,045,973	\$ 41,189,990	\$ 0
	\$ 46,347,966	

**Project Schedule:**

Notice To Proceed	January 2018
Project Completion	September 2021
Schedule Status	On-Schedule

<u>Enabling Funding</u>	
HRTAC	\$ 122,893,996
State/Federal	\$ <u>121,151,977</u>
	\$ 244,045,973

**Project Status:**

- Eastbound and Westbound traffic has been shifted to the outside lanes
- Roadway plans, Lakeshead Drive Bridges, Colonial Pkwy Bridges and Queens Creek Bridge plans are approved
- Earthwork and drainage operations are underway throughout the project corridor.
- Preparation of roadway subgrade has now begun.
- Bridge construction work is underway at all bridge locations.



**Bridge construction at the east abutment of Lakeshead Drive**

**I-64/I-264- Phase I**

**UPC 108042 (HRTAC)  
UPC 57048 (State / Federal)**

**Project Scope:**

From the I-64 Twin Bridges to the I-264/Newtown Road Interchange

- Widening westbound I-64 by adding a second exit lane from Twin Bridges to the I-64/I-264 interchange
- Introducing a new two lane Collector-Distributor (C-D) roadway from I-64 to the Newtown Road interchange
- Constructing a new two-lane flyover ramp from westbound I-64 tying into the existing eastbound I-264 C-D road

**Project Financial Summary:**

<u>Project Budget (\$158,730,023):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 10,135,307	\$ 10,135,307	\$ 0
○ RW \$ 11,571,063	\$ 20,384,517	\$ 8,813,454
○ CN \$ 137,023,653	<u>\$102,950,551</u>	\$ 0
	\$133,470,375	

**Project Schedule:**

Notice To Proceed	October 2016
Project Completion	October 2019
Schedule Status	On-Schedule

<u>Enabling Funding</u>	
HRTAC	\$ 152,094,716
State/Federal	<u>\$ 6,635,307</u>
	\$ 158,730,023

**Project Status:**

- Continuing overhead construction of B-602 Flyover to I-264 EB underway
- Placed bridge deck and abutments I-264 EB over Kempsville Road
- Erected Overhead Sign Structure to replace two existing structures on I-64 WB



**Bridges B-603 to Newtown Road, B-605 C-D Road and B-602 Flyover (left to right)**

**I-64/I-264- Phase II**

**UPC 108041 (HRTAC)  
UPC 17630 (State / Federal)**

**Project Scope:**

From the I-264/Newtown Road Interchange to the I-264/Witchduck Road Interchange

- Extends the new C-D roadway from the Newtown Road interchange to the Witchduck Road interchange
- Reconfigure the Newtown Road and Witchduck Road interchange ramps south of I-264
- Constructing a new overpass that connects Greenwich Road south side of I-264 and Cleveland north of I-264

**Project Financial Summary:**

<u>Project Budget (\$194,503,887):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 14,082,810	\$ 14,083,286	\$ 476
○ RW \$ 54,392,666	\$ 40,821,046	\$ 0
○ CN \$ 126,028,411	<u>\$ 22,218,841</u>	\$ 0
	\$ 77,123,173	

**Project Schedule:**

Award	December 2017
Notice to Proceed	February 2018
Projected Completion	September 2021
Schedule Status	On-Schedule

<u>Enabling Funding</u>	
HRTAC	\$ 127,749,638
State/Federal	<u>\$ 66,754,249</u>
	\$ 194,503,887

**Project Status:**

- Continuing Earthwork, Ground and Drainage Improvements
- Installing Work Trestle at Cleveland Street approach to B-603; I-264 Flyover
- Continuing Utility Relocations along Greenwich and Newtown Roads



**Constructing MSE Wall; Top Golf approach to I-264 Flyover**

**I-64 Southside Widening and High Rise Bridge - Phase I**

**UPC 106692 (HRTAC)  
UPC 108990 (State / Federal)**

**Project Scope:**

From approximately the I-64/264/664 Interchange at Bowers Hill and extending to the I-64/464 Interchange in Chesapeake

- Widening from 4 to 6 lanes
- Constructing a new High Rise Bridge parallel to and to the South of the existing High Rise Bridge
- Addition of Shoulder Lanes between the Route 17 and I-464 interchanges

**Project Financial Summary:**

<u>Project Budget (\$524,613,765):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 12,200,000	\$ 12,199,424	\$ 0
○ RW \$ 18,726,000	\$ 8,576,129	\$ 0
○ CN \$ 493,687,765	<u>\$115,371,344</u>	\$ 0
	\$136,146,897	

**Project Schedule:**

Award	October 2017
Notice to Proceed	November 2017
Project Completion	July 2021
Schedule Status	On-Schedule

<u>Enabling Funding</u>	
HRTAC	\$ 431,956,220
State/Federal	<u>\$ 92,657,545</u>
	\$ 524,613,765

**Project Status:**

- Roadway and bridge plans by the DB are being reviewed by VDOT; 21 plan sets have been released for construction
- ROW plans are approved; Acquisition of 19 parcels is ongoing – 3 in negotiations, 4 in condemnation, 12 acquired
- All permits - VMRC, DEQ (Section 401), USACE (Section 404), USCG, and VPDES - have been obtained
- HRB pier construction (piles, footings, columns, caps) underway on Piers 8-11, 13-14, 18-31.
- Fender system construction is underway
- Construction of both Great Bridge Blvd Bridge abutments and abutment MSE walls underway
- Construction of I-64 Bridge Widening over Military Highway, Yadkin Road, and Shell Road underway
- Work zone setup, clearing and grubbing, earthwork, drainage is underway on all 5 roadway segments



**HRB Looking West**



**HRB Piers 20 and 21**

**Route 460/58/13 Connector**

**UPC 106694 (HRTAC)**

Study Scope:

Study from approximately the I-664/U.S. Route 58 Interchange and extending to the Business U.S. Route 460 and the Suffolk Northern Bypass (U.S. Route 13/58/460) Interchange:

- Improve existing roadway to interstate standards and address roadway deficiencies
- Improve accessibility to/from the SPSA Regional Landfill
- Improve accessibility to/from the Hampton Roads Executive Airport

Study Financial Summary:

<u>Project Budget (\$5,000,000):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$5,000,000	\$ 1,095,368	\$ 0
○ RW \$ 0	\$ 0	\$ 0
○ CN \$ 0	\$ 0	\$ 0
	\$ 1,095,368	

Study Schedule:

Begin NEPA Process	June 2017
Study Completion	June 2020

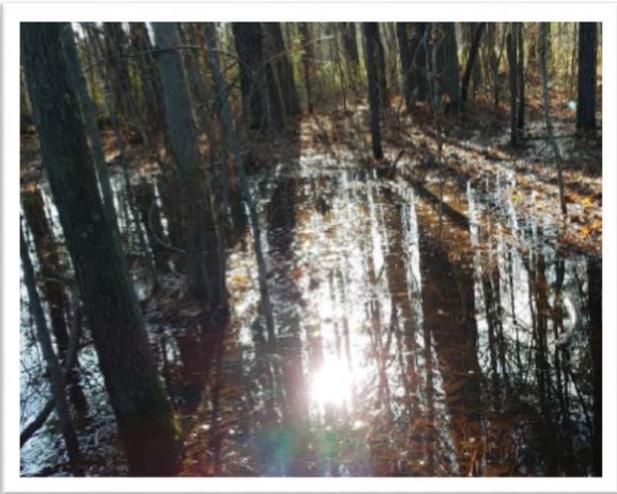
<u>Enabling Funding</u>	
HRTAC	\$ 5,000,000
State/Federal	\$ _____
	\$ 5,000,000

Study Status:

- Study closed; final voucher paid on January 7, 2019
- Estimate updated to match expenditures as of February 1, 2019



**Existing facility looking westbound from weigh station**



**Wetland south of eastbound lanes near Sondej Avenue**

## I-64/I-264- Phase III

UPC 106693 (HRTAC)

### Project Scope:

Study/design to improve the remaining I-64/I-264 movements

- Includes I-64 Eastbound (EB) movements to I-264
- Includes I-264 movements to I-64

### Project Financial Summary:

Project Budget (\$10,000,000):

- PE \$ 10,000,000
- RW \$ 0
- CN \$ 0

Funds Expended (as of 06/03/19):

\$ 1,450,818  
\$ 0  
0  
\$ 1,450,818

Projected Cost Over/(Under):

\$ 0  
\$ 0  
\$ 0

### Project Schedule:

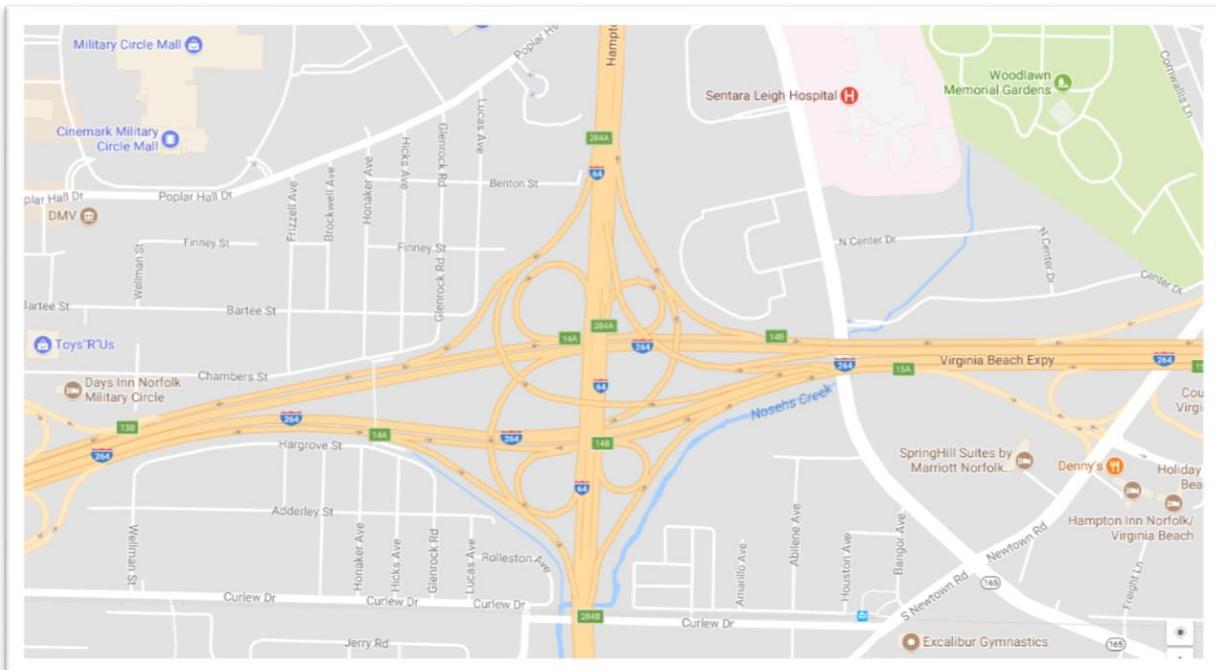
Begin NEPA Process	May 2019
IMR Submittal to FHWA	September 2019
IMR Conditional Approval	December 2019

#### Enabling Funding

HRTAC	\$ 10,000,000
State/Federal	\$ _____.
	\$ 10,000,000

### Project Status:

- Refinements of the recommended alternative are underway
- Developing AM and PM VISSIM analysis for the refined recommended alternative
- Developing a potential program phasing plan and evaluation criteria
- Continuing IMR chapter development



**Bowers Hill Interchange**

**UPC 111427 (HRTAC)**

Study Scope:

Develop NEPA document and supporting studies for improvements to the I-64/I-264/I-664 Interchange and the Route 58/Route 460 Interchange (Bowers Hill).

Study Financial Summary:

<u>Project Budget (\$4,000,000):</u>	<u>Funds Expended (as of 06/03/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$4,000,000	\$ 1,606,176	\$ 0
○ RW \$ 0	\$ 0	\$ 0
○ CN \$ 0	\$ 0	\$ 0
	\$ 1,606,176	

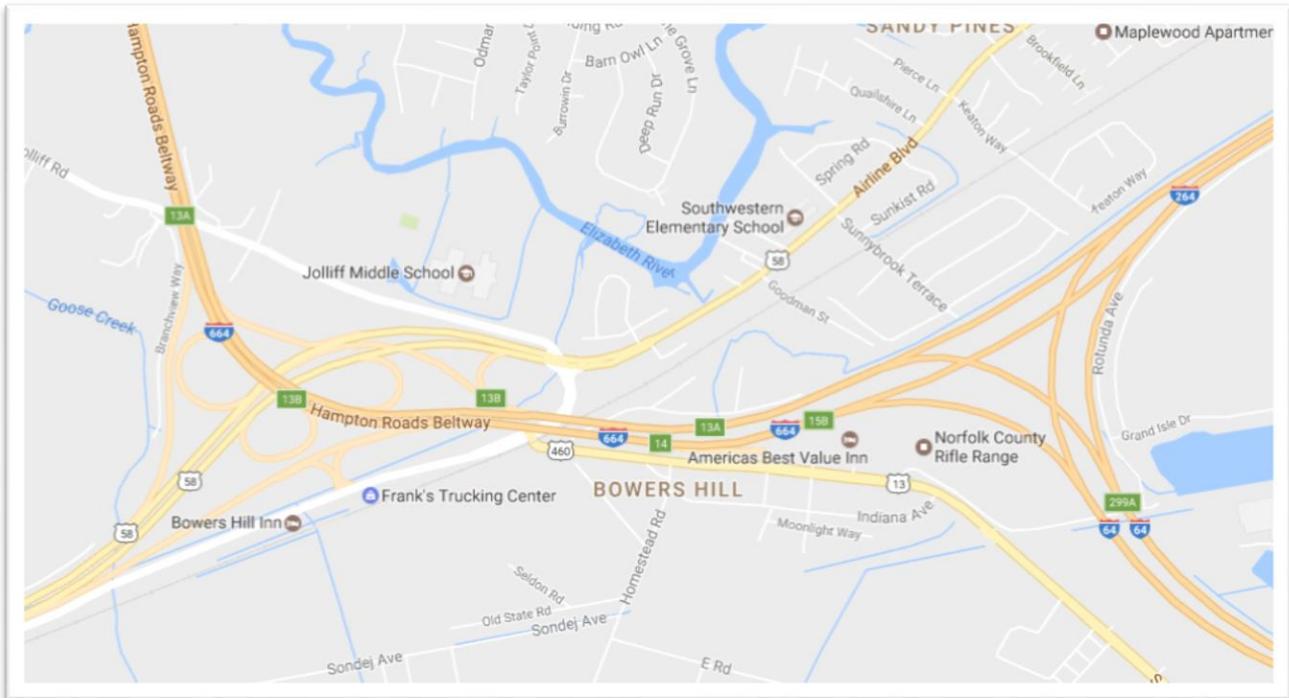
Study Schedule:

Begin NEPA Process	January 2018
Completion	January 2020

<u>Enabling Funding</u>	
HRTAC	\$ 4,000,000
State/Federal	\$ _____
	\$ 4,000,000

Study Status:

- Public comment period ended on May 19, 2019. VDOT is addressing comments and preparing LPH summary.
- Tentative agency meeting scheduled in August to recommend a preferred alternative.
- Tentative schedule to present to CTB in September
- IMR Chapter 8 is under development



**Ft. Eustis Interchange**

**UPC 106700 (HRTAC)**

Project Scope:

Replace the I-64 Ft Eustis Interchange to mitigate congestion and improve safety.

Project Financial Summary:

<u>Project Budget (\$180,603,787):</u>	<u>Funds Expended (as of 04/29/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 12,000,000	\$ 0	\$ 0
○ RW \$ 7,000,000	\$ 0	\$ 0
○ CN \$ 161,603,787	<u>\$ 0</u>	\$ 0
	\$ 0	

Project Schedule: TBD

Project Status: TBD

**I-64 Southside Widening and High Rise Bridge- Phase II**

Project Scope:

From approximately the I-64/464 Interchange in Chesapeake extending to the I-64/264/664 Interchange at Bowers Hill

- Widening from 6 to 8 lanes
- Replacing the existing High Rise Bridge
- Rebuild the four Interchanges

Project Financial Summary: TBD

Project Schedule: TBD

Project Status: TBD



April 2019 Project Report

# I-64 HAMPTON ROADS BRIDGE-TUNNEL EXPANSION

Proj. No. 0064-M06-032

Report #1



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Issue date: May 30, 2019

# 1. Executive Summary

## 1.1 Reporting Period

---

This report, prepared by the Virginia Department of Transportation (the Department), provides an overview of accomplishments and activities for the Hampton Roads Bridge-Tunnel Expansion project (the Project) from April 3 - April 30, 2019. The Design-Builder for the Project is Hampton Roads Connector Partners (HRCP), a consortium that includes Dragados, Vinci, Flatiron, and Dodin Campenon Bernard.

## 1.2 Project Accomplishments

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- All conditions precedent to executing the Comprehensive Agreement (CA) were satisfied by April 3, 2019
- All conditions precedent to issuing the first Limited Notice to Proceed (LNTP1) to HRCP were satisfied by April 12, 2019:
  - HRCP submitted, and VDOT approved, the early-work schedule of values
  - HRCP submitted proof of insurance policies as required by the CA
  - Each member of HRCP provided guarantees as required by the CA
  - HRCP provided performance and payment bonds of \$250 million each
- HRCP submitted site-investigation plans and began subsurface drilling operations on the South Island in April 2019

## 1.3 Priorities

---

The Department's priorities for the Project are to achieve the following objectives:

- To provide mobility enhancements and travel-time reliability along the Project corridor
- To minimize impacts on adjacent communities
- To improve transportation operations and safety throughout the Project corridor
- To develop public infrastructure in a financially responsible manner

## 1.4 Schedule

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- The second Limited Notice to Proceed (LNTP2), following submittal of the project's Joint Permit Application, is scheduled for September 29, 2019.
- Full Notice to Proceed (NTP), following receipt of the project's Joint Permit, is scheduled for October 10, 2020.
- Final completion remains on schedule for November 1, 2025.

## 1.5 Budget and Cost

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- Project budget overview:

Total project budget:	\$3,861,997,227
Total charges for efforts to date:	\$4,000,000
Remaining project budget:	\$3,857,997,227

- Design-build contract overview (through April 2019 payment application):

Total contract amount:	\$3,299,997,227
Total charges for efforts to date:	\$4,000,000
Work orders:	\$0

- Design-build progress to date (through April 2019 payment application):

Overall:	0.12%
Mobilization:	0%
General Requirements (incl. Project Management):	0.63%
Design:	0%
Physical Progress:	0%

## 1.6 Environmental Management

---

- On April 24, 2019, HRCP met with the environmental/regulatory agencies and maritime stakeholders to provide a progress update and timeline for its planned permit activities
- HRCP is coordinating with these entities to obtain the necessary permits which include:
  - Permits for marine geotechnical investigations to support project design
    - USACE Nationwide Permit 6 (Marine Geotechnical) including Corps Section 408 review and approval
    - VMRC Subaqueous Permit
  - Permits for construction of the project
    - USACE Individual Permit including Corps Section 408 review and approval
    - DEQ Virginia Water Protection Permit (Section 401)
    - DEQ Virginia Pollutant Discharge Elimination System (VPDES) Permit for Wastewater Discharge
    - VMRC Subaqueous Permit

## 1.7 Quality

---

- HRCP is developing the project Quality Management Plan (QMP) and will provide the Design Quality Management Plan (DQMP) for review in May.

## 1.8 Operations

---

- HRCP has started soil borings on the South Island.
- HRCP will be implementing lane closures and shoulder closures within the project corridor to support field activities including survey and geotechnical exploration.

## 1.9 Safety

---

- No incidents have been cited to date.
- Daily safety meetings are held on site with all staff working on site present.
- All personnel urged to use caution entering/exiting the islands in live traffic.

## 1.10 DBE & SWaM Business Activities

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- On October 25, 2018, VDOT hosted a large DBE/SWaM outreach event in Hampton, VA.
- The project team presented at the statewide DBE Transportation Training Symposium in Richmond, VA on March 13, 2019.
- An upcoming DBE/SWaM event is planned for Hampton Roads in Fall 2019.

## 1.11 Public Outreach

---

- Members of VDOT's HRBT Expansion Team have participated in more than 50 outreach events to date.
- Of specific note in April, the following presentations were made:
  - April 3 – Contractor Roundtable with the Virginia Beach Minority Business Council
  - April 11 – Presentation at Virginia Transportation Construction Alliance (VTCA) Spring Conference

## 2. Project Accomplishments

### 2.1 Overview and Look Ahead

#### Milestones

Limited Notice to Proceed 1 (LNTP1) was issued to HRCP on April 12, 2019. This initiated several events including the Pre-Work Kickoff Meeting, planning and preparation for the project office, coordination meetings with HRCP, as well as the Value Engineering Meeting in early May.

#### Project Kickoff

April 25 marked the project kickoff between VDOT and HRCP with a meeting held to introduce the project team and outline the project delivery plan. VDOT Project Director Jim Utterback and HRTAC Executive Director Kevin Page opened the meeting with congratulatory remarks to the HRCP team.

#### Project Management Plans

HRCP is currently developing project management plans to ensure a timely, quality project delivery. Several of the components of the project management plan will be submitted in May, including the Design Quality Management Plan and Instrumentation and Monitoring Plan.

#### Geotechnical Investigation

Soil explorations began April 9, with initial activities on the South Island. These preliminary investigations will be complete on both islands by the end of May.

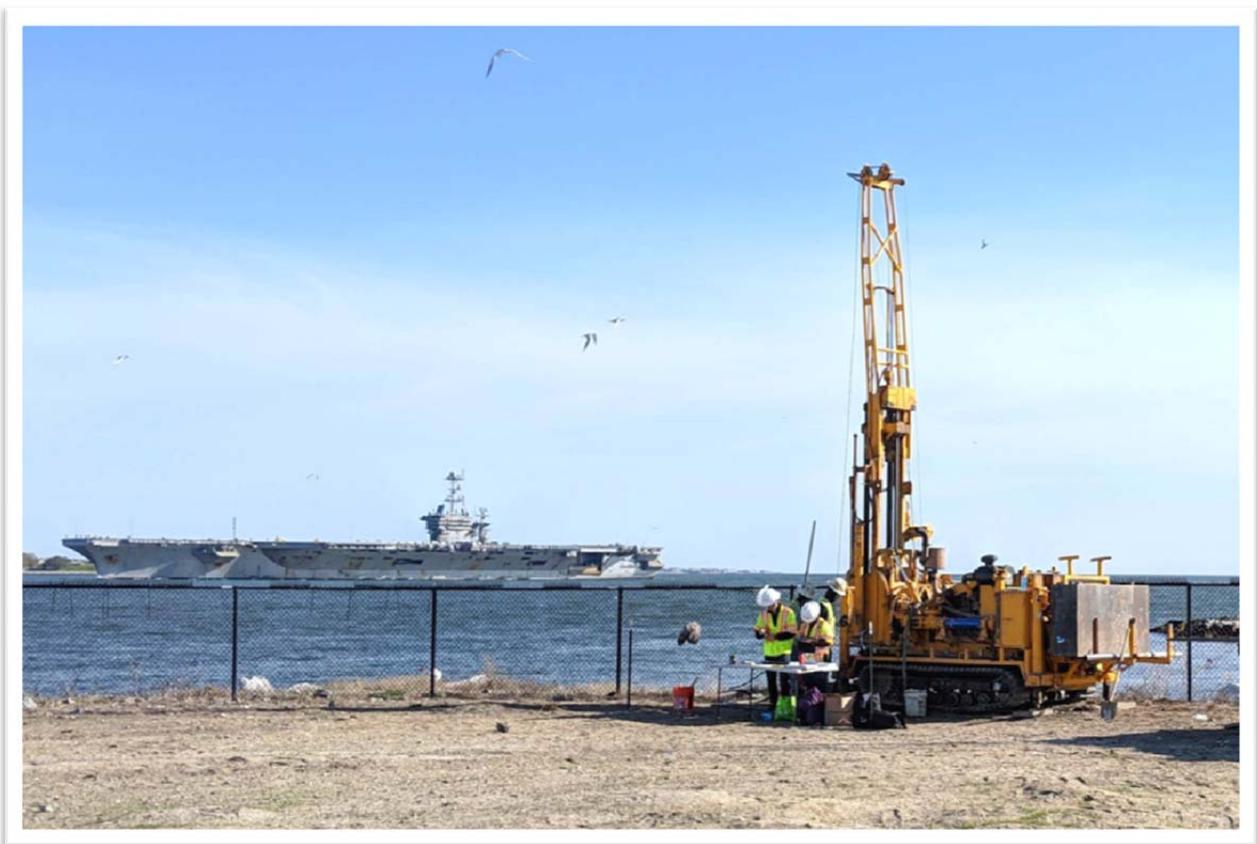


## Environmental Permitting

Environmental permit coordination is currently underway. HRCP held a series of meetings with the permitting agencies in mid-April including the Army Corps of Engineers (USACE), Virginia Department of Environmental Quality (DEQ) and Virginia Institute of Marine Science (VIMS). Coordination with Virginia Marine Resource Commission (VMRC) and United States Coast Guard (USCG) will begin in the upcoming months.

## Third Party Coordination

Coordination with the United States Navy (Navy) and the Federal Highway Administration (FHWA) started in April. HRCP is currently coordinating with the Navy to gain access to Navy property. FHWA participates in weekly coordination meetings with VDOT and HRCP.



### 3. Priorities

The Department's priorities for the Project are to achieve the following objectives:

- To provide mobility enhancements and travel-time reliability along the Project corridor by:
  - Managing congestion along the I-64 corridor by maximizing throughput across the Hampton Roads Bridge-Tunnel;
  - Improving mobility by enhancing the operational efficiency of bus transit options; and
  - Providing an integrated solution that promotes efficient traffic flow at interfaces with adjoining regional transportation network elements.
- To minimize impacts on adjacent communities by:
  - Minimizing adverse impacts to historic and cultural resources along the Project corridor;
  - Maximizing the use of existing VDOT right-of-way to minimize the need for acquisition of additional right-of-way; and
  - Managing construction operations to minimize disruptions to adjacent communities and highway and marine traffic.
- To improve transportation operations and safety throughout the Project corridor by:
  - Reducing the effect of geometric deficiencies on the operation of the existing roadways and tunnels;
  - Ensuring the new facilities comply with current engineering design standards, as practicable;
  - Improving emergency evacuation capabilities by providing a resilient crossing that can withstand severe marine conditions and extreme natural events, including floods and hurricanes; and
  - Providing an adaptable transportation solution that neither precludes future capacity enhancements nor impedes incorporation of the Project into a regional network of Express Lanes.
- To develop public infrastructure in a financially responsible manner by:
  - Delivering the Project with high quality, safely, on schedule, and within budget using the most cost-effective means available;
  - Applying value-generating innovation that reduces maintenance requirements and operating costs; and
  - Providing best value to the Commonwealth by optimizing long-term quality, life-cycle cost, and construction efficiency.

## 4. Project Schedule

### 4.1 Schedule Status

#### Baseline Schedule

The Preliminary Baseline Schedule will be provided by HRCP in May. This schedule will focus on detailing activities during the first 180 days of the project including design, permits, geotechnical investigation, and scope validation. In July 2019, HRCP will provide the Baseline Schedule, which will encompass activities for the duration of the project.

#### Permitting Schedule

The Joint Permit Application (JPA) includes multiple administrative documents: The Coastal Zone Management (CZM) Consistency, the USACE section 404/10 permit, USACE Section 408 permit, the Virginia Department of Environmental Quality (DEQ) water protection permit and the Virginia Marine Resource Commission (VMRC) subaqueous land permit.

Due to the importance of the Joint Permit, HRCP plans to submit the CZM package by June 2019 and the JPA package (including the Section 408 request) by September 2019. A pre-application consultation with all the concerned agencies is scheduled for July 2019.

HRCP's goal is to obtain the Joint Permit in Spring 2020. During this process, the JPA is scheduled to be ready for Public Notice in September 2019.

#### Key Dates

The following table depicts key milestone dates outlined in the contract requirements. Currently, these dates are based on HRCP's Preliminary Baseline Schedule. A Baseline Schedule will be provided by HRCP in July 2019; this table will be updated to reflect these dates and used to track milestone achievements.

Key Dates	Contract Requirement	HRCP Preliminary Baseline Schedule	HRCP Baseline Schedule	Actual
LNTP1		April 12, 2019		April 12, 2019
LNTP2		September 29, 2019		
LNTP3		October 9, 2019		
NTP		October 10, 2020		
Substantial Completion	September 1, 2025	June 27, 2025		
Final Completion	November 1, 2025	November 1, 2025		



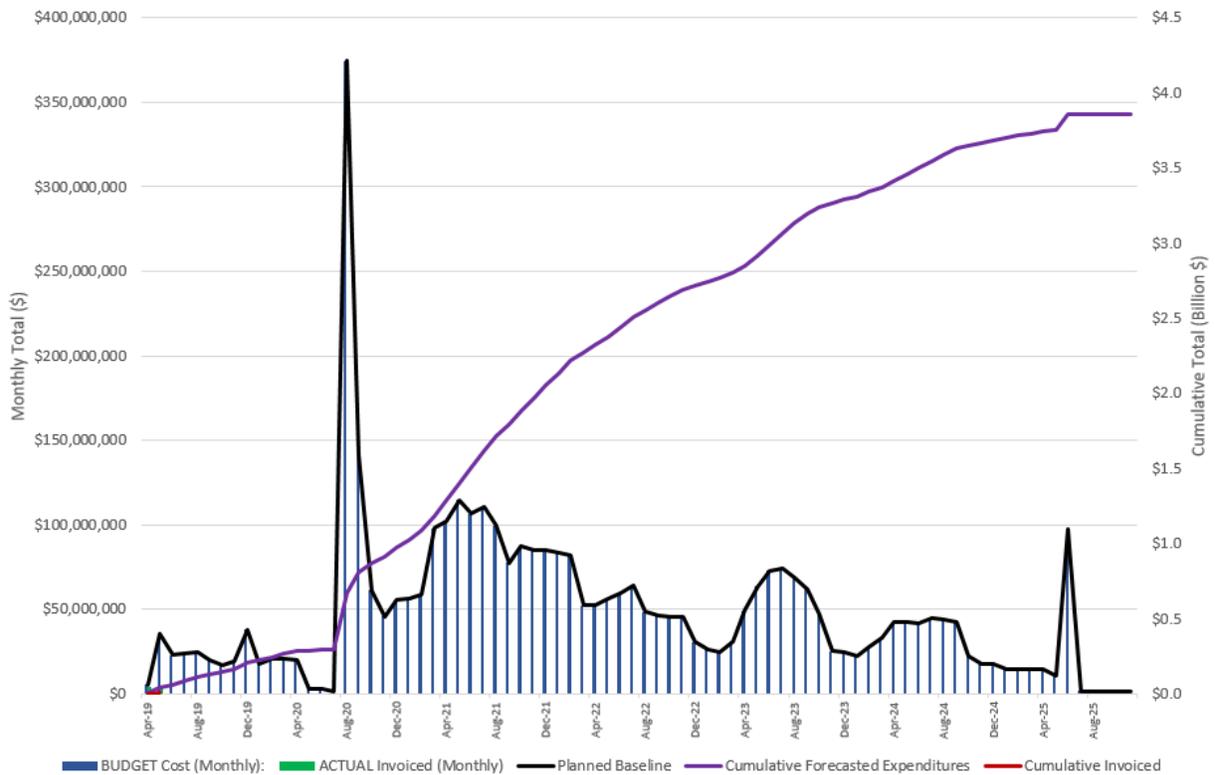
## 5. Budget and Cost

### 5.1 Overall Budget

The overall budget outlined in this report is based on the terms and conditions of Article 3 (Project Funding) in the Project Agreement for Funding and Administration (PAFA). The cost curve is based on Exhibit 6 of the CA (monthly maximum cumulative compensation amount).

	Amount this period:	Total to Date:	Total Budget:	Total Remaining Budget:	Percent Spent To-date:
<b>Comprehensive Agreement</b>					
Construction	\$4,000,000	\$4,000,000	\$3,299,997,227	\$3,295,997,227	0.12%
<b>Owner Costs</b>					
Administration	\$0	\$0	\$122,000,000	\$122,000,000	0.00%
Right of Way	\$0	\$0	\$15,000,000	\$15,000,000	0.00%
No-Excuses Incentive	\$0	\$0	\$90,000,000	\$90,000,000	0.00%
Contingency	\$0	\$0	\$335,000,000	\$335,000,000	0.00%
<b>Total</b>	<b>\$4,000,000</b>	<b>\$4,000,000</b>	<b>\$3,861,997,227</b>	<b>\$3,857,997,227</b>	<b>0.10%</b>

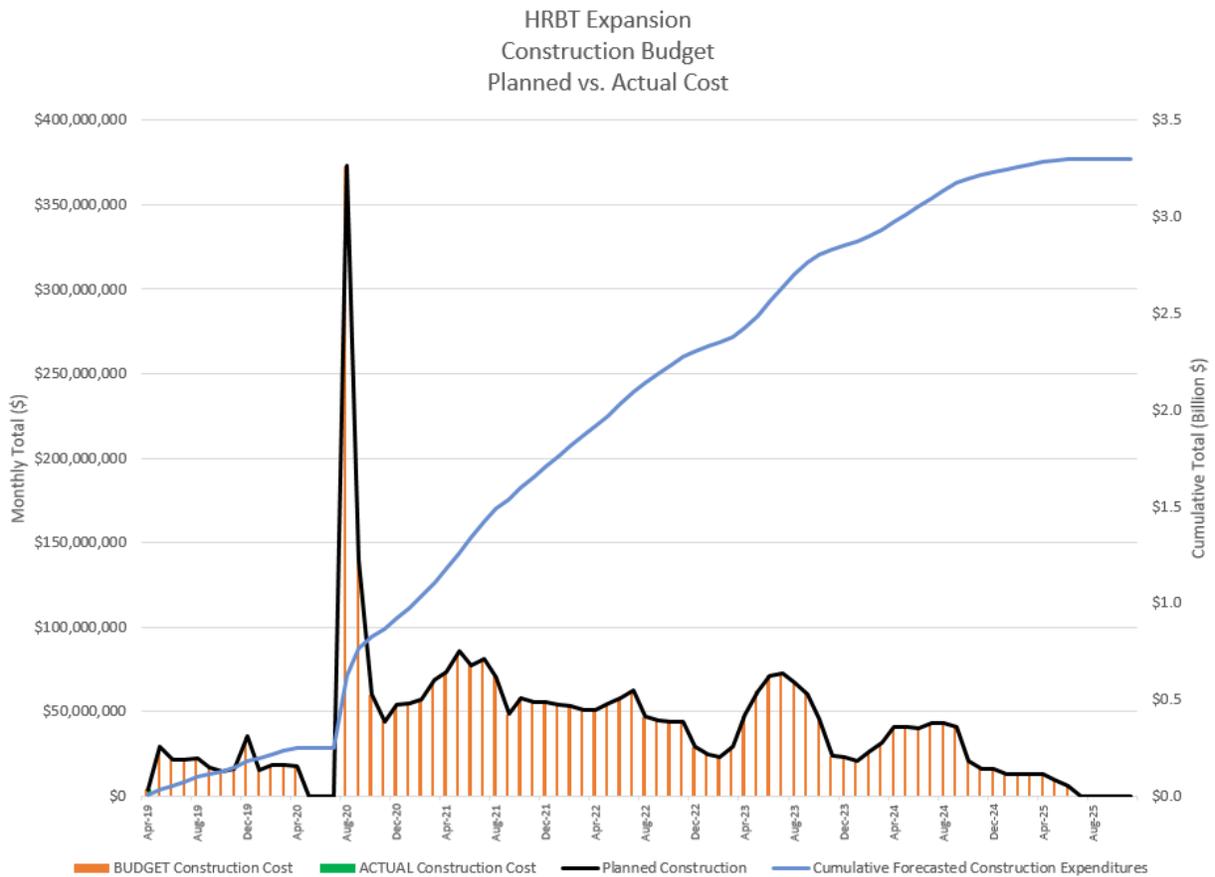
HRBT Expansion  
Overall Budget  
Planned vs. Actual Cost



## 5.2 Design-Build Cost Status

The construction budget and planned cost have been established based on the maximum cumulative compensation amount. For this period the following outlines the tasks associated with the invoiced expenditures (actual construction cost):

- HRCP's initial payment of \$4M per the CA



### 5.3 Budget by Funding Source

The budget for expenditures by funding source is based on the terms and conditions of Article 3 (Project Funding) and Exhibit 5 of the PAFA. This section outlines planned expenditures by both HRTAC and VDOT. The cost curve has been developed based on the monthly maximum cumulative compensation amount in the CA and will be updated as HRCP refines its design, construction means-and-methods, activity sequences, and project resourcing.

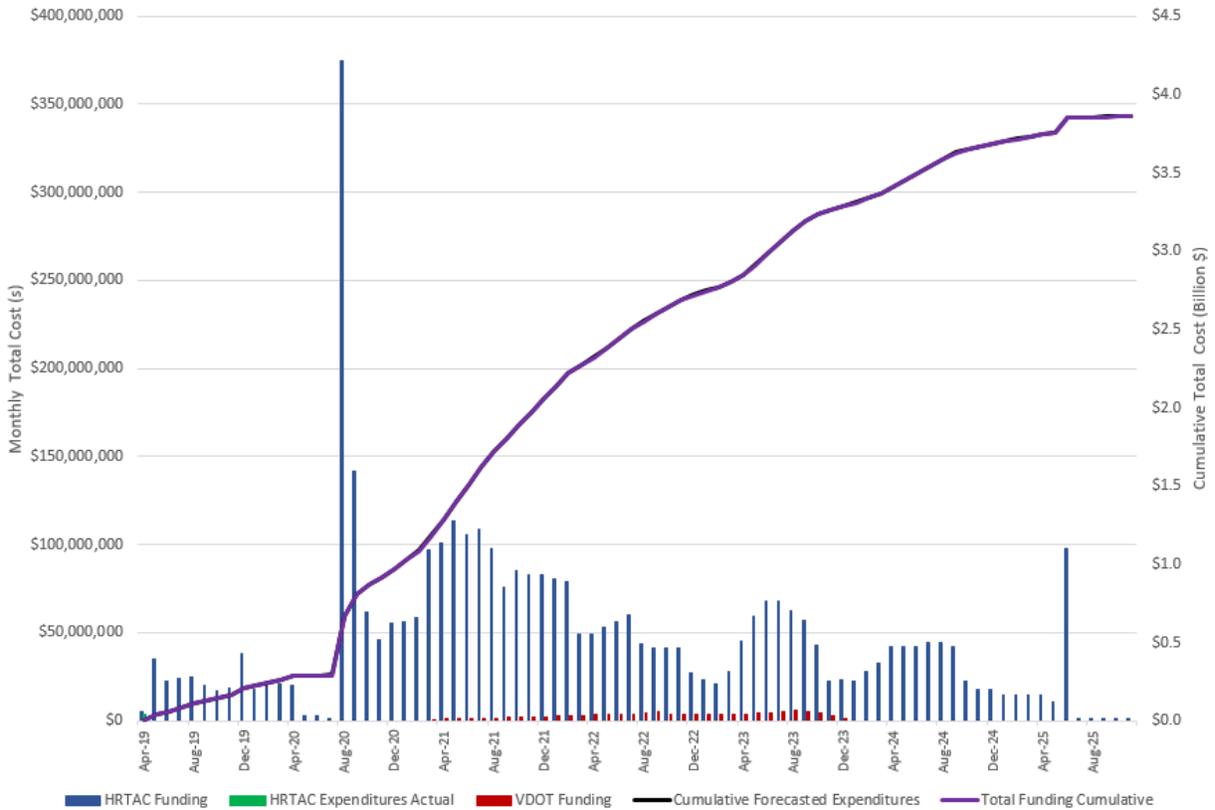
#### 5.3.1 HRTAC and Smart Scale

	Amount this period:	Total to Date:	Total Budget Including Smart Scale:	Total Remaining Budget:	Percent Spent To-date:
<b>Comprehensive Agreement</b>					
Construction	\$4,000,000	\$4,000,000	\$3,204,569,251	\$3,200,569,251	0.12%
<b>Owner Costs</b>					
Administration	\$0	\$0	\$118,472,054	\$118,472,054	0.00%
Right of Way	\$0	\$0	\$15,000,000	\$15,000,000	0.00%
No-Excuses Incentive	\$0	\$0	\$90,000,000	\$90,000,000	0.00%
Contingency	\$0	\$0	\$325,428,276	\$325,428,276	0.00%
<b>Total</b>	<b>\$4,000,000</b>	<b>\$4,000,000</b>	<b>\$3,753,469,581</b>	<b>\$3,749,469,581</b>	<b>0.11%</b>

#### 5.3.2 VDOT

	Amount this period:	Total to Date:	Total Budget:	Total Remaining Budget:	Percent Spent To-date:
<b>Comprehensive Agreement</b>					
Construction	\$0	\$0	\$95,427,976	\$95,427,976	0.00%
<b>Owner Costs</b>					
Administration	\$0	\$0	\$3,527,946	\$3,527,946	0.00%
Right of Way	\$0	\$0	\$0	\$0	0.00%
No-Excuses Incentive	\$0	\$0	\$0	\$0	0.00%
Contingency	\$0	\$0	\$9,571,724	\$9,571,724	0.00%
<b>Total</b>	<b>\$0</b>	<b>\$0</b>	<b>\$108,527,646</b>	<b>\$108,527,646</b>	<b>0.00%</b>

### Expenditures by Funding HRTAC and VDOT



## 5.4 Contingency

- 0 work orders to date
- \$0 material price adjustments (asphalt, steel, & fuel) to date

## 6. Environmental Management

HRCP has implemented passive measures to protect nesting birds on the South Island. A temporary barrier has been installed on the island's ring road to protect birds from walking into traffic, and demarcated work areas with flagging have been set up to encourage birds to nest away from areas of preliminary construction activity. These measures will accommodate seasonal variations in bird populations on the South Island.



## 7. Operations

Currently there are minimal impacts to traffic operation for the field activities that are underway. In the upcoming months there will be lane and shoulder closures within the project corridor to support field survey and geotechnical operations. These closures will be closely coordinated through VDOT's Lane Closure Advisory Management System (LCAMS), which provides a method to collaborate traffic operations across the region.

**Lane Closure Advisory Management System**

**VDOT**

Username:

Password:

Remember Me

Welcome to LCAMS, the VDOT portal serving lane closure facilitators and project managers alike.

LCAMS provides a collaborative method to plan and monitor projects, resolve conflicts, and exchange information about existing and scheduled activities across the region.

Closures for: 5/16/2019

For a dynamic overview of lane closures, select the desired date from the box above. You may also click on a lane closure on the map to get detailed information.

For more information, visit the Virginia 511 Traveler Information web site at: [www.511virginia.org](http://www.511virginia.org)

5 mi  
2 mi

## 8. DBE & SWaM Business Activities

Disadvantaged Business Enterprise (DBE) and Small, Women-owned, and Minority-owned (SWaM) business opportunities are an important component of the HRBT Expansion contract. On October 25, 2018, VDOT hosted a large DBE/SWaM event in Hampton, which registered nearly 500 businesses and individual contractors interested in participating in the expansion project.

The project was also represented at the statewide DBE Transportation Training Symposium in Richmond on March 13-14, 2019, as well as a Contractor Roundtable hosted by the Virginia Beach Minority Business Council on April 3, 2019. A large DBE/SWaM event is also planned for Hampton Roads in Fall 2019.

Governor Northam stated the project will bolster the economic competitiveness of the Hampton Roads region with more than \$4.6 billion in investments and a projected 28,000 new jobs over the life of the project.

HRCP has met with the Department's Civil Rights group to kick-off outreach and compliance monitoring.



## 9. Public Outreach

Public outreach for the Hampton Roads Bridge-Tunnel Expansion Project has been ongoing since May 2017 when the Willoughby Civic League requested the first briefing about the planned expansion.

Project Director Jim Utterback and members of VDOT's project team have participated in more than 50 outreach events to date. They include meetings with the U.S. Navy, Army Corps of Engineers, Virginia Maritime Association, Hampton Roads Transportation Accountability Commission (HRTAC), Hampton Roads Transportation Planning Organization (HRTPO), Virginia's Commonwealth

Transportation Board (CTB), stakeholders, first responders, outreach to Hampton and Norfolk City Councils, civic leagues, Rotary and Lions clubs, Hampton University, Hampton VA Medical Center and faith-based organizations.



On April 25, 2019, Governor Ralph Northam, Secretary of Transportation Shannon Valentine, Virginia Department of Transportation (VDOT) Commissioner Stephen Brich, and HRTAC Chair Michael Hipple participated in a ceremonial signing in Norfolk of the Project Agreement for Funding and Administration and Comprehensive Agreement for the I-64 Hampton Roads Bridge-Tunnel Expansion Project.

The south bridge trestles provided a picturesque setting for the event that was attended by more than 120 local and state elected leaders, the design-build partners, as well as members of local civic leagues and the public. A formal groundbreaking ceremony will take place at a future date.



## 10. Project Media

The project's Communications Team is beginning to capture pictures of initial work for the project, including boring samples collected at the HRBT South Island. Project progress will be regularly communicated and shared on social media, in newsletters, as well as on the project website: [www.HRBTexpansion.org](http://www.HRBTexpansion.org)

