

Hampton Roads Transportation Accountability Commission

Agenda

Regular Meeting December 12, 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

- *Limit 5 minutes per individual*

4. Chair's Comments

5. Consent Items

- *Recommended Action: Approval*

A. Minutes of the November 21, 2019 Regular Meeting - (Attachment 5A)

B. Regional Connectors Study – Approval to Use Contingency Funding – (Attachment 5B)

6. Action Item

- *Recommended Action: Discussion as indicated below*

A. Hampton Roads Express Lanes Network - Plan of Finance Update and Development of Master Tolling Agreement - (Attachment 6A) - Executive Director Page, David Miller and Liang Shan PFM Financial Advisors, Bond Counselors Ballou and Gilliland, and General Counselor Inglima (Closed Session as needed)

7. Information Items

- A. HRTAC Monthly Financial Report - (Attachment 7A) – Finance Committee Chair Hipple
- B. HRTAC Market and Profile Update - (Attachment 7B) - Nelson Bush, PFM
- C. 2019 Continuing Disclosure Compliance – HRTAC HRTF Senior Lien Revenue Bonds, Series 2018A - (Attachment 7C)
- D. VDOT Project Updates - (Attachment 7D) – VDOT Hampton Roads Administrator Hall
- E. Next HRTAC Regular Meeting – April 16, 2019, 12:30 p.m., Regional Building Board Room - (unless a Special Meeting is sooner called)

8. Adjournment

Agenda Item 5A
Consent Item

To: Chair Johnson and the Other Members of HRTAC

From: Kevin B. Page, Executive Director

Date: December 12, 2019

Re: November 21, 2019 Regular Meeting Minutes

Recommendation:

The Commission is asked to approve the Commission's November 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 November 21, 2019.



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

The Hampton Roads Transportation Accountability Commission (HRTAC) Regular Meeting was called to order at 10:36 a.m. in the Regional Building Board Room, 723 Woodlake Drive, Chesapeake, Virginia, with the following in attendance:

HRTAC Members in Attendance:

Linda T. Johnson, Chair	Shannon Glover (in for John Rowe), PO
Linda Curtis (in for Donnie Tuck), Vice Chair	Herbert Green (in for Eugene Hunt), PQ
Rick West, CH	Barry T. Porter, SH
Barry Cheatham (in Frank Rabil), FR	Thomas G. Shepperd, YK
Joel Acree, IW	Bob Dyer, VB
Michael Hipple, JC	Delegate Christopher Stolle, VGA
McKinley Price, NN	Delegate David Yancey, VGA
Kenneth Alexander, NO	

HRTAC Executive Director

Kevin Page

HRTAC Ex-Officio Members in Attendance:

Stephen Brich, VDOT	Cathy Vick, VPA
John Malbon, CTB	

Other Participants:

Nick Donohue, Deputy Secretary of Transportation	Cynthia Rohlff, NN
John Lawson, Deputy Secretary of Transportation	Wynter Benda, NO
Chris Price, CH	Bob Baldwin, PO
Terry Danaher, CTAC	J. Randall Wheeler, PQ
Shep Miller, CTB	Patrick Roberts, SU
Scott Denny, FAA	Tom Leahy, VB
Ivan Rucker, FHWA	Andrew Trivette, WM
Brent Fedors, GL	Capt. Michael Moore, US Navy
Mary Bunting, HA	Christopher Hall, VDOT
William Harrell, HRT	Neil Morgan, YK
Randy Keaton, IW	Zach Trogdon, WATA
Scott Stevens, JC	Tom Inglima, Willcox & Savage

HRTAC Voting Members Absent:

Senator John Cosgrove, VGA

Delegate Chris Jones, VGA

Paul Freiling, WM

Senator Monty Mason, VGA

HRTAC Ex-Officio Members Absent:

Jennifer Mitchell, DRPT

* Denotes Late Arrival or Early Departure

Others Recorded Attending:

Earl Sorey, Ella Ward (CH); Brian DeProfio (HA); Bridgette Parker, Amy Inman, (NO); Sherri Neil (PO); Leroy Bennett (SU); Mark Bellamy, Sheila Noll (YK); Mark Geduldig-Yatrofsky (Atlantishr.us); Tyler Grzegorezzk (CDM Smith); Kirsten Krug (Citigroup); Doug Wilson (ERC); Will Christopher (FHR); Jamik Alexander (FHWA); Mary DiMartino (J.P. Morgan); Eric Ballou (Kaufman and Canoles); Karen McPherson (McPherson Consulting); Nelson Bush, David Miller, Liang Shan (PFM); Brenda Roberts (Principal Advantage); Lui Zukosky (RK&K); Michael King, (U.S. Navy); Krystel Jordan, David Wickersham (U.S. Representative Elaine Lauria's Office); Drew Lumpkin (U.S. Senator Warner's Office); Dianna Howard (VBTP, VBTA, TLP, CAC); Tony Gibson, Robin Grier, Sonya Hallums-Ponton, Tim Haynam, Dawn Odom, Eric Stringfield (VDOT); Julie Burger (Wells Fargo Securities); Courtney Gilmore Whelan (Willcox & Savage); John Gergely, Judy Hinch, Vic Nicholls, Rex Viray (Citizens); Kelli Arledge, Keith Cannady, Andrea Gayer, Logan Grimm, Andrew Margason, Cynthia Mulkey, Matt Smith, Joe Turner, Chris Vaigneur, Sheila Wilson (HRPDC); Lynn Coen, Jennifer Hodnett (HRTAC); Sam Belfield, Natalie Brown, Rob Case, Rob Cofield, Bob Crum, Kathlene Grauberger, Mike Kimbrel, Sharon Lawrence, John Mihaly, Keith Nichols, Jeffrey Raliski, Dale Stith (HRTPO)

Approval of Agenda

Mr. Michael Hipple Moved to approve the agenda, Mr. Christopher Stolle seconded. The Motion Carried.

Public Comment Period (limit 5 minutes per individual)

A member of the public addressed the HRTAC.

Mr. Mark Geduldig-Yatrofsky, Portsmouth Citizen, voiced his opinion regarding the HOT lanes. He noted the need for consistency between the ridership levels in Northern Virginia and Hampton Roads. Additionally, he urged that the HOT lanes should have a ceiling, the toll calculation algorithm should be publicly available, and tolls should be in effect at all times due to the irregular backup patterns.

The HRTAC stood at ease at 10:48 a.m. to allow the HRTPO to act on HRTPO agenda items. The HRTPO stood at ease at 10:56 a.m. and HRTAC re-convened at 10:57 a.m.

Consent Items

- A. Minutes of the October 17, 2019 Regular Meeting
- B. Route 460/58/13 Study – Amendment and Termination of the Standard Project Agreement

Mr. Thomas Shepperd Moved to approve the consent agenda items; seconded by Mr. Hipple. The Motion Carried.

The HRTPO reconvened at 10:57 a.m. to allow for discussion of the I-64 Regional Express Lanes Update concurrently with HRTAC.

Concurrent HRTAC and HRTPO Discussion Item

A. I-64 Regional Express Lanes Update

Mr. Kevin Page, HRTAC Executive Director, thanked the VDOT Commissioner for being present and noted the ongoing collaborative effort among the parties. He noted this is an important part of the many regional decisions to be made by Spring 2020 to keep projects on track.

Mr. Stephen Brich, VDOT Commissioner, introduced today's presentation (Traffic and Revenue Results and Bonding Capacity Analysis) as a follow up on the September and October presentations. Mr. Brich summarized the information provided to the Commission at the October 17, 2019 Concurrent Meeting with the HRTPO. He reviewed the nine scenarios analyzed in VDOT's traffic and revenue study under two different tolling approaches: (1) throughput maximization; and (2) revenue maximization.

Mr. John Lawson, Deputy Secretary of Transportation, highlighted four of the scenarios presented by Mr. Brich, noting the debt capacity range for 9(c) General Obligation Bonds using TIFIA versus the debt capacity range for standalone, non-recourse toll revenue bonds (TRB) using TIFIA. Mr. Lawson emphasized that the debt capacity ranges were only in draft form and that the true impact of revenues obtained from weekend traffic on the HOT lanes had not yet been integrated into the analysis. Mr. Lawson indicated that the debt capacity ranges were substantially lower for the TRB with TIFIA.

Mr. Nick Donohue, Deputy Secretary of Transportation, reiterated the commitment from the Secretary of Transportation's office to cooperate with the Region in regard to a tolling policy. He further stated that the tolling policy should reflect and advance the needs of the Region. Finally, he said that the tolling policy is a regional decision with the Commonwealth providing the applicable information.

Commission Members questioned why there was such a large difference in the scenario debt ranges.

Mr. Donohue identified the fixed costs associated with the projects and noted the varying factors of ridership and duration of toll collection.

Members of HRTAC and the HRTPO proceeded to discuss the impacts on the citizens of the Region of higher ridership requirements to ride free in the HOT lanes.

Members noted that the tolling policy should:

- be used for congestion management;
- have a minimum impact on residents; and
- maximize throughput, not revenue.

Mr. Lawson then clarified that all four of the scenarios he discussed were based on the maximum throughput model.

A Commission member questioned whether the revenue numbers driving the debt capacity numbers from the analyzed scenarios were available and requested clarification regarding previous discussions in which the Commonwealth had committed to maintaining the projects.

Mr. Donohue confirmed that regular maintenance of the highways, bridges and tunnel would be the responsibility of the Commonwealth and then clarified that he was referring to the costs associated with tolling system maintenance being supported by the toll revenues.

Further discussion occurred regarding the feasibility and effectiveness of implementing HOT-3 lanes in the Region and whether any additional investments will be necessary.

Mr. David Miller, PFM, reviewed the 2018A Bond Series issued by HRTAC and the actions taken thus far in connection with the 2019 TIFIA Loan and the 2019 Bond Anticipation Notes. Mr. Miller shared with the Commission a graphic depicting the funding plan for the six initial projects and the HRBT.

Mr. Page reviewed the implications of integrating the HOT lane network costs into the current HRTAC funding plan. He noted that improvements realized by the HOT lane network would allow the High Rise Bridge Phase II Project to be delayed and those funds to be re-allocated.

Mr. Brich discussed the timeline of toll collection. He explained the proposed laddered opening of projects and the subsequent upgrades to the tolling system that would be necessary.

Mr. Miller reviewed the costs associated with the HOT lane network and how those costs would affect HRTAC's finance plan and the ability to leverage debt. He indicated the effect of

toll revenue on HRTAC's financing plan will develop as the Master Tolling Agreement is negotiated in addition to tolling policies implemented across all of the projects.

HRTPO Pro Tempore Chair Thomas Shepperd noted the loss of a quorum and indicated that no action items could be voted upon. He continued the meeting as an informational session only.

Commission Members asked how confident and sustainable HRTAC's Finance Plan was.

Mr. Miller responded that the Hampton Roads Transportation Fund is a reliable source; however, the team still needed to receive the final Traffic and Revenue Analysis and run the scenarios presented by the Commonwealth.

A Commission member questioned whether electric vehicles were a hindrance to HRTAC revenues. Mr. Miller noted the presence of the fuel tax floor.

Commission discussion ensued regarding improvements to the 64/464 interchange and the effectiveness of the HOT lane network.

Mr. Page reviewed with the Commission the motion that would have been presented for action if a quorum existed.

Members discussed the motion language, including what party would be issuing the debt to build the HOT lane network.

Adjournment

With no further business to come before the Hampton Roads Transportation Accountability Commission, the meeting adjourned at 12:18 p.m.

Linda T. Johnson
HRTAC Chair

Agenda Item 5B
Consent Item

To: Chair Johnson and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: December 12, 2019

Re: Regional Connectors Study – Approval to Use Contingency Funding

Recommendation:

The Executive Director recommends that the Commission approve the request of the Regional Connectors Study Steering (Policy) Committee to use \$4,000,000 of Regional Connectors Study project contingency funds allocated by the Commission at its September 21, 2017 Regular meeting and authorize the Chair to execute the necessary amendment to the project agreement.

Background:

On October 20, 2016, HRTAC allocated up to \$7.0 million to study the feasibility of the unselected alternatives from the Hampton Roads Crossing Study (HRCS) Supplemental Environmental Impact Statement (SEIS). On May 1, 2017, a memorandum of understanding signed between HRTAC, HRTPO, and VDOT allocated \$4.0 million for a VDOT study of the Bowers Hill Interchange, and \$3.0 million for the Regional Connectors Study (RCS) to be managed by the Hampton Roads Transportation Planning Organization (HRTPO). On September 21, 2017, HRTAC increased the funding available for the RCS by \$4.0 million, which would act as a project contingency provided the HRTPO identifies work effort directly associated with the study. On May 17, 2018, the HRTPO authorized the HRTPO Executive Director to enter into a contract with Michael Baker International to conduct the RCS.

Due to the complexity of the study effort, it was determined that the RCS would be conducted in phases. Phase 1 of the study was completed and presented to the HRTPO Board in February 2019. Phase 2 is currently underway and scheduled for completion in early 2020. It is estimated that approximately \$2.4 million of the initial \$3.0 million allocation to the study will have been expended by the end of Phase 2. The cost estimate for Phase 3, the final phase of the study, is approximately \$4.6 million. The Regional Connectors Study Steering Committee has reviewed and approved the expanded project scope of work and HRTAC Board approval for use of the \$4.0 million contingency funding will be required in order to complete Phase 3. The project schedule calls for the completion of Phase 3 in March 2022.



Fiscal Impact:

This action does not increase the fiscal impact to the Commission, but provides authorization for the HRTPO to utilize the contingency provided by the action of the Commission at its September 21, 2017 Regular meeting.

Suggested Motion:

Motion: The Commission approves the use of the \$4,000,000 million of project contingency funds for the Regional Connectors Study and authorizes the Chair to execute the necessary amendment to the project agreement.





REGIONAL CONNECTORS STUDY

HRTAC REGULAR MEETING

December 12, 2019

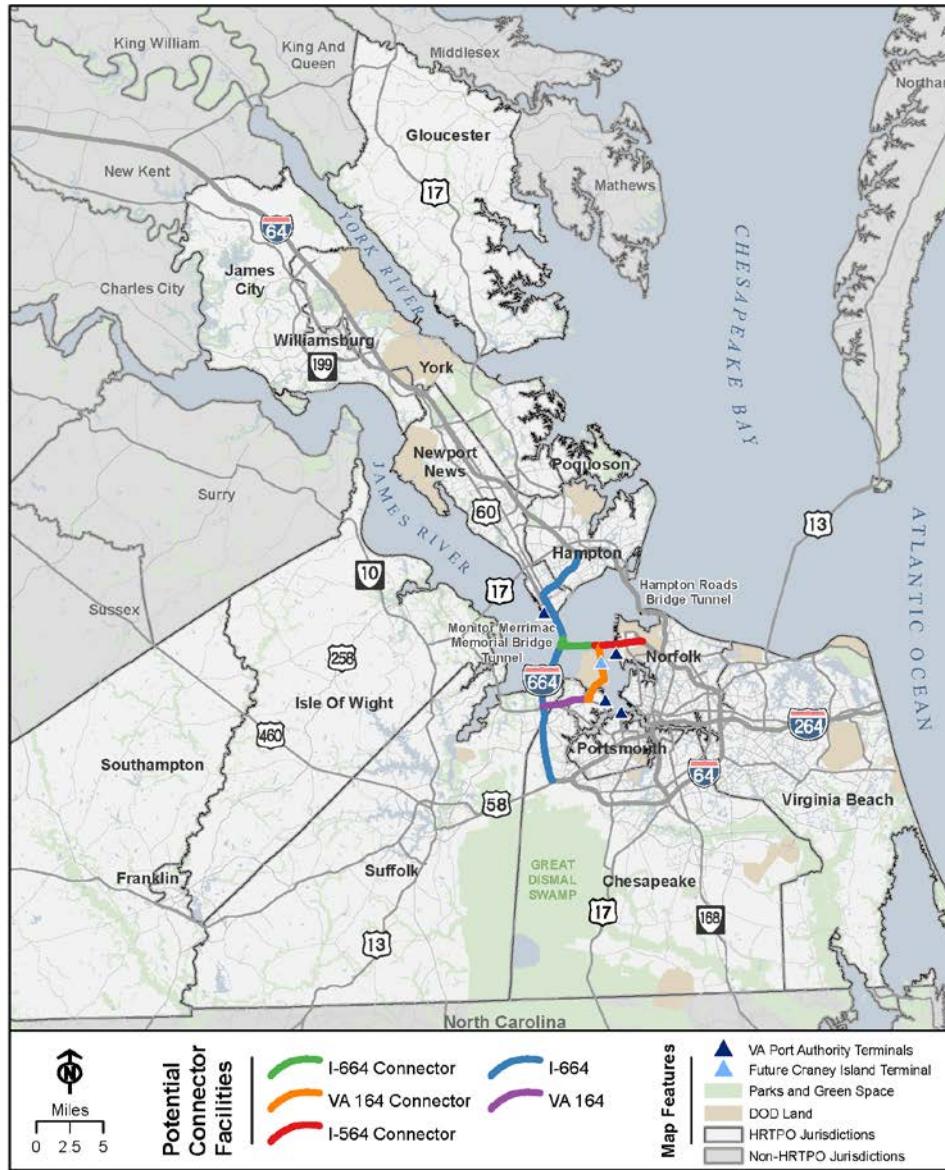
Michael Baker
INTERNATIONAL

Study Area

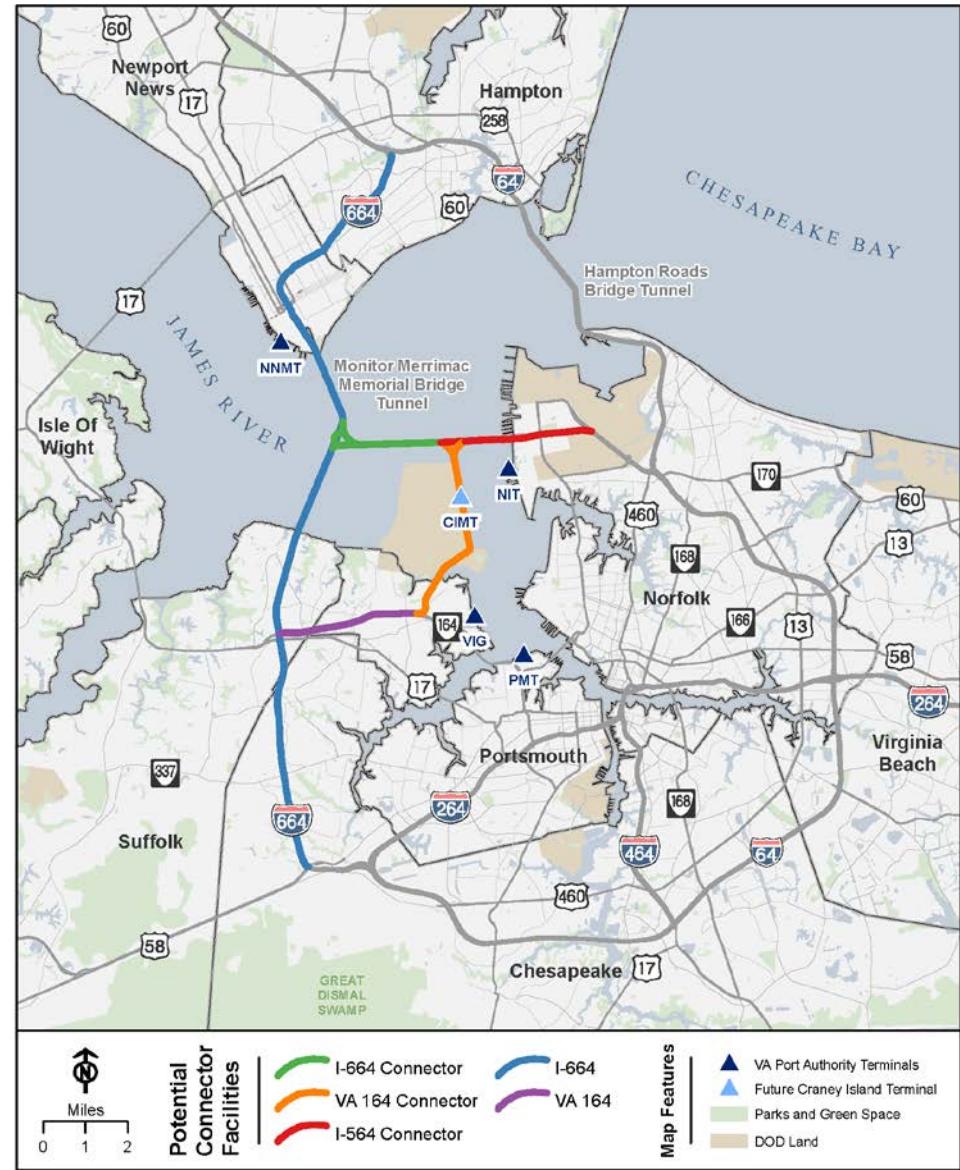
2017 Approved Funding:

- \$3M with \$4M contingency

Hampton Roads Regional Connectors Study



Hampton Roads Regional Connectors Study



Study Phases

- Phase 1 – Existing Conditions, Stakeholder interviews, Regional Survey – completed April 2019
- Phase 2 – Scenario Planning – to be completed April 2020
- Phase 3 – Public Engagement, Alternatives Development, Alternatives Assessment and Recommendation – to be completed March 2022

Phase 1 Deliverables

- Summary of Stakeholder Interviews
- Study Engagement /Outreach Plan
- Launch Website
- Regional Survey Results
- Travel Demand Model Assessment Memo
- Existing Corridor Conditions Report

Phase 2 - Deliverables

- Scenario Planning Methodology White Paper – **Draft complete**
- Memo Summarizing Economic Trends and Opportunities – **Draft complete**
- Memo Summarizing Travel Behavior Data Review
- Memo Summarizing Travel Demand Model Evaluation
- Complete review of travel demand model, make any required adjustments
- Tech Memo on Framework Scenarios
- Tech Memo on Drivers
- Tech Memo on Control Totals, Aggregate Spatial Assumptions, and Travel Parameters
- Tech Memo on Performance Measures – **Draft under review**
- Tech Memo on Scenario Evaluation – **March**

Phase 3 - Deliverables

- Public Engagement Meeting Materials
- Roadway cross sections, alignment plans and costs
- Alternatives Evaluation Matrix
- Summary of Candidate Alternatives
- Scenario Planning Report
- **Study Summary Report**

Schedule

		DRAFT - Regional Connectors Study - Phase 3 Schedule																													
Task No.	Task	2020												2021												2022					
		JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEPT	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	FEB	MAR			
TASK 1	EXECUTE ENGAGEMENT PLAN																														
1.1	Task Management																														
1.2	Engagement Plan Review																														
1.3a	Study Mailing List and Comment Database																														
1.3b	Scenario Planning Virtual Meeting																														
1.3c	Community Briefings and Presentations																														
1.3d	Brochures, Factsheets, and Handouts																														
1.3e	Public Meetings																														
1.3f	Regional Connectivity Symposium																														
1.3g	Community Events and Outreach																														
1.3h	Social Media Engagement																														
1.3i	Engagement Report																														
1.4	Website Upgrades and Maintenance																														
TASK 2	DEVELOPMENT OF PRELIMINARY ALTERNATIVES																														
2.1a	Summarize Background Information																														
2.1b	Conduct Unconstrained Travel Demand Model Analysis																														
2.1c	Preliminary Alternatives Identification																														
2.2	Develop Geometry of Preliminary Alternatives																														
2.3	Hydraulics and Hydrology																														
2.4	Structures																														
2.5	Utilities and Railroad Crossings																														
2.6	Planning Cost Estimates																														
TASK 3	DETERMINATION OF CANDIDATE ALTERNATIVES																														
3.1a	Conduct Congestion Relief Assessments																														
3.1b	Performance Evaluation																														
3.2	Conduct Permitability Assessments																														
3.3	Conduct Constructability Assessments																														
3.4	Identify Candidate Alternatives																														
TASK 4	CONDUCT SCENARIO PLANNING																														
4.8a	Confirmation/Network Coding of Candidate RCS projects for testing																														
4.8b	Travel Demand Modeling for Baseline and 3 Greater Growth Scenarios (each Candidate Project)																														
4.8c	Evaluate Performance of Candidate Projects under Baseline and 3 Greater Growth Scenarios																														
4.8d	Evaluate Traffic Operating Conditions																														
4.9a	Scenario Results Workshops																														
4.9b	Recommendation Documentation																														
TASK 5	PREPARE FOR AND ATTEND MEETINGS (WORKING GROUP AND STEERING COMMITTEE)																														
5.1	Working Group Meetings	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*	*		
5.2	Steering Committee Meetings																														
TASK 6	MANAGE THE PROJECT																														
6.1	Weekly Coordination with Study Leadership																														
6.2	Schedule and Budget Oversight																														
6.3	Quality Assurance of Deliverables																														
TASK 7	PREPARE DOCUMENTATION																														
7.1	Draft Study Report																														
7.2	Final Study Report																														

Funding Update - Draft

<u>Description</u>	<u>Budget/Cost</u>
Phase 1	\$359,497
Phase 1 - Supplement	\$3,784
Phase 2 - Interim	\$779,199
Phase 2 - Supplement	\$709,637
Phase 2 - Supplement Omission	\$96,746
<u>Contract Subtotal</u>	<u>\$1,948,863</u>
Available Contingency	\$80,639
Total Amount Currently Funded	\$2,029,502
RCS Project Coordinator	\$62,000
HRTPO expenses	\$305,756
Grand Total	\$2,397,258

Phase 3 Funding Outlook – Draft

<u>Description</u>	<u>Budget/Cost</u>
Grand Total to date	\$2,397,258
Estimated HRTPO Phase 2 expenses (Sep-Jan)	\$100,000
HRTAC Contract Funding	\$3,000,000
	Balance \$502,742
Draft Phase 3 Costs - Consultant	\$4,062,710
RCS Project Coordinator	\$160,000
Estimate of HRTPO Phase 3 expenses	\$230,000
	Phase 3 Subtotal \$4,452,710
HRTAC Contract Funding Balance	\$502,742
HRTAC Contingency Budget	\$4,000,000
	Total Available Funding \$4,502,742
Balance of Funding after Phase 3	\$50,032

Recommended Action

- Approve use of \$4M contingency for completion of Regional Connectors Study

Agenda Item 6A
Action Item

To: Chair Johnson and the Other Members of HRTAC

From: Kevin B. Page, Executive Director

Date: December 12, 2019

Re: Hampton Roads Express Lanes Network - Plan of Finance Update and Development of Master Tolling Agreement

Recommendation and Request: The Finance Committee recommends that the Commission proceed to finalize the Master Tolling Agreement with VDOT using the Commission as the issuer of the toll-backed debt, and the Finance Committee Chair seeks direction from the Commission to proceed to develop, for further consideration and action by the Commission, updates to the Commission's adopted FY 2020 – FY 2026 Funding Plan and the Commission's adopted FY 2045 Long Range Funding Plan that would include the Express Lanes Network Project with HRTAC itself sourcing the necessary funding for such project.

Background:

At the Commission's November 21, 2019 meeting, held concurrently with the HRTPO, VDOT and HRTAC Staff provided updates on the progress of the development of the cost estimate and funding scenarios of the proposed Hampton Roads Express Lanes Network from approximately Jefferson Avenue in Hampton to Bowers Hill in Chesapeake. An updated cost estimate was provided in a matrix restated below:

Projects to be Completed by 2025

HOT Lanes	\$835,000,000
High Rise Median Shoulder	\$80,000,000
<u>Tolling Integration</u>	<u>\$50,000,000</u>
Total	\$965,000,000

Other Costs

Segment I (Reversible HOT Lanes)	\$19,000,000
Segment II (I464-I264)	\$35,000,000
Transit	\$3,500,000
<u>T&R Study</u>	<u>\$1,500,000</u>
Total	\$59,000,000



VDOT personnel and the Commission's financial advisor each made presentations regarding financing the costs with toll-backed debt, using, as one alternative, the Commonwealth Transportation Board or the Treasury Board as the issuer of toll revenue bonds pursuant to Article X Section 9(c) of the Constitution of Virginia, and, as the other alternative, HRTAC as the issuer of HRTAC toll revenue bonds as part of a broader HRTAC financing program.

During the presentations and the discussion that followed, which included comments from members of the Commission, the HRTPO, VDOT, the CTB, and the Secretary of Transportation's office, the Commission and the HRTPO each lost its voting quorum. The Commissioners that remained discussed, among other things, having the Finance Committee further evaluate the alternatives. Commission Staff also posited that HRTAC could seek funding contributions from the Commonwealth/VDOT in the form of a \$141.6 million contribution out of the new I-64 truck fee program funds and forgiveness of the \$59 million in "Other Costs" that had been financed by the Commonwealth out of the Toll Facility Revolving Account.

HRTAC Finance Committee Chair Hipple acknowledged the discussion and committed to the Commission that the Finance Committee would report back to the Commission at its December 12, 2019 Regular meeting.

On December 4, 2019, the HRTAC Finance Committee met to further consider the financing alternatives. VDOT Commissioner Brich and VDOT's CFO also attended. The Commission's financial advisor made a presentation with respect to the two financing alternatives based upon revenue estimates provided by VDOT's traffic and revenue study and VDOT's cost estimates. HRTAC's financial advisor explained that although the alternative with the CTB as the debt issuer would produce more upfront debt proceeds, there were countervailing considerations with incurring that debt, and the alternative with HRTAC as issuer would sufficiently fund the project, even without the Commonwealth making the \$141.6 million contribution out of the new I-64 truck fee program or forgiving the \$59 million debt to the Toll Facility Revolving Account.

The Finance Committee members engaged in discussion with Commissioner Brich regarding whether it would be advantageous to incur greater debt at the beginning of the development of the Hampton Roads Express Lane Network Project. The Finance Committee also held a closed session to seek guidance from legal counsel regarding how the financing related to and impacted the terms of the Master Tolling Agreement being negotiated between HRTAC, on the one hand, and the CTB and VDOT, on the other. The Finance Committee then took action to recommend to the Commission that the alternative involving the Commission as the issuer of the toll-backed debt be pursued.



RECOMMENDED ACTION:

Motion: That

- (1) the Finance Committee develop, for further consideration and action by the Commission, updates to the Commission's adopted FY 2020 – FY 2026 Funding Plan and the Commission's adopted FY 2045 Long Range Funding Plan that would include the Express Lanes Network Project with HRTAC itself sourcing the necessary funding;
- (2) after the Finance Committee develops the updates, the Finance Committee Chair, or the Executive Director at the direction of the Finance Committee Chair, is hereby authorized to conduct a public hearing to receive public comment on the proposed update to the Commission's adopted FY 2020 – FY 2026 Funding Plan and the proposed update to the Commission's adopted FY 2045 Long Range Funding Plan before the Commission considers taking action on the proposed updates at its next meeting; and
- (3) the Chair of the Master Tolling Agreement Advisory Committee is hereby requested to (a) continue directing development of the terms of the Master Tolling Agreement with the CTB and VDOT and (b) present such terms to the Commission for its consideration and action at a future meeting.





Hampton Roads HOT Network and Other Post-HRBT Project Funding & Supporting Modifications of the Current HRBT Funding

David Miller, PFM

December 12, 2019

PFM Financial
Advisors LLC

300 S. Orange Avenue
Ste 1170
Orlando, Florida 32801

407.648.2208
pfm.com



Pre-HRBT Projects: 2019 TIFIA Loan & BANs

- On December 5 2019, the Intermediate Lien 2019A BANs were successfully priced:
 - The par amount is \$414M, and the gross proceeds are \$453M
 - Credit Rating S&P A+ and Moody's Aa3
 - Received 161% order subscription
 - All in True Interest Cost is 1.35%
 - A portion of interest will be paid with debt proceeds
 - BANs are expected to be retired by the TIFIA loan on 7/1/2022
- On December 10 2019, HRTAC successfully closed its HRTF Subordinate Lien 2019 TIFIA Loan with a 2.25% interest rate.
 - \$500.79M loan amount
 - Credit Rating S&P A- and Moody's A1
 - It is expected that the loan will be drawn in 2022 to retire the BANs and to reimburse HRTF, which funds can be used for other HRTAC projects such as HRBT
- The BANs strategy resulted in significant benefits: \$21M - \$23M NPV savings (with and without arbitrage earnings)



Pre-HRBT Projects: Successful Implementation

- With the successful 2019A BANs and 2019 TIFIA Loan closing, all funding for HRTAC's initial six projects is completed.
- Compared with initial financial plans, the actual debt transactions were completed at substantial net present value savings:
 - \$500M 2018A Bonds interest costs \$43.5 million less than estimated
 - \$500M 2019 TIFIA Loan interest costs \$56.4 million less than estimated
 - BANs strategy saved at least an incremental \$21 million
- \$121 million net present value savings on actual debt program versus initial financial planning estimates to date.
- These savings can be used to support HRBT and the Regional HOT Network.
- Savings on future financings versus conservative financial plans may be achieved.



HOT Network Full Implementation Project Cost Estimate

- Provided by VDOT on November 19, 2019

Projects to be Completed by 2025

HOT Lanes	\$835,000,000
High Rise	\$80,000,000
Tolling Integration	\$50,000,000
<u>Total</u>	<u>\$965,000,000</u>

Other Costs

Segment I (Reversible HOT Lanes)	\$19,000,000
Segment II (I464-I264)	\$35,000,000
Transit	\$3,500,000
T&R Study	\$1,500,000
<u>Total</u>	<u>\$59,000,000</u>

- HRTAC funding proposal includes:
 - \$965M new projects plus \$59M payback to VDOT
 - ‘Waterfall’ flow of funds will be set by the Master Tolling Agreement under development between HRTAC and VDOT.



HOT Network Projects Funding Considerations

- Can Regional HOT network projects be constructed on the same timetable as HRBT?
- Can Bower's Hill and Ft Eustis Interchanges be accelerated?
- Credit impact of adding any projects before 2025 on the HRTF debt?
- The amount of HRTF debt and paygo available?
- Is any SMART SCALE funding available?
- Regional toll system financing approach?
- How to leverage toll revenues – toll policy, how much revenue is available, used on which projects, and who is the issuer?



Report to the Finance Committee

- HRTAC staff received directions from the Commission at the November 2019 Commission meeting to provide additional assessments of which entity being the toll debt issuer will be in the best interest of the region: HRTAC (non-recourse debt) or CTB (9(c) debt).
- The assessment was conducted based on quantitative analyses and qualitative considerations.
- Quantitative analyses:
 - Incorporate entire life-cycle toll revenue and expense cash flow
 - Focus on HRTAC projects delivery not only in near term (by 2025) but also longer term (2045 LRTP)
 - 9(c) debt assumption coverage ratios and upfront funding
 - All interest rates as of Nov 18th with equalized spread assumptions
- Qualitative considerations:
 - Ability to fund long term O&M, debt service, and tolling major maintenance
 - State full faith & credit behind a non-investment grade toll revenue debt structure
 - HRTAC long term control over toll policies and toll revenue



HRTAC Debt vs. 9(c) Debt Considerations

- Tolling Policy and Toll Revenue Control
 - Debt issuer would inherently need to have more control over toll policy and revenues, especially with 9(c) Bonds which would involve the CTB, Governor, State Treasurer, and General Assembly in various review and approval aspects.
- Toll system financing including flexibility for future toll projects and financing
- Upfront funding capacity
 - 9(c) debt would allow lower debt service coverage ratios and thus would produce more upfront debt proceeds.
- Upfront funding needs – HRBT and the HOT Project to be completed by CY 2025
 - Current HOT Project cost estimate is \$965 million
- Future toll revenue cash flow
 - Lower debt service coverage ratio leaves less future toll revenues for:
 - (1) ongoing toll collection O&M and major maintenance costs
 - (2) future projects, including potentially future toll additional debt



Toll Revenue Financing Comparison

- Both HRTAC and VDOT, with their respective advisors, have analyzed toll financing alternatives and concluded at least \$850M in proceeds is feasible.
 - HRTAC plan assumes a non-recourse Toll TIFIA loan;
 - VDOT plan assumes Commonwealth 9(c) full faith & credit backing behind Toll Revenue Bonds & TIFIA Loan.
- Commonwealth 9(c) debt requires a certification of revenue sufficiency from the Governor, annual review of financial feasibility by the State Treasurer, and 2/3s General Assembly approval.
- Both HRTAC and VDOT plans use a \$850M-\$856M TIFIA loan. The interest rate is exactly the same in each case as Commonwealth backing has no impact on the statutory TIFIA interest rate.
- VDOT plan additionally assumes \$86M of 9(c) backed capital appreciation bonds (CABs) maturing in 2050-2055. CABs carry an estimated 90 basis point yield premium and thus are a higher interest cost than both HRTF current interest revenue bonds and TIFIA loan.
- PFM believes the overall 2045 LRTP financial plan works with \$850M toll financing, so high cost CABs are not needed.
- Instead, the HRTAC toll finance plan incorporates higher debt service coverage ratios which results in greater toll revenue cash flows after debt service to pay toll system major maintenance and repay VDOT's TFRA loan, both consistent with the proposed MTA toll revenue waterfall.



2045 LRTP Initial Plan of Finance Update

- HRTAC's current plan for HRBT includes \$345M (the PAFA amount) of toll debt and has been fully vetted by rating agencies and TIFIA
- With \$850M (inclusive of the \$345M) toll debt, PFM believes the HRTAC financial plan can be amended to include the additional \$965M Regional HOT Network costs
- Bower's Hill Interchange completed by 2029 if reasonable additional state funding is available; completion still by 2029 without reasonable additional state funding
- Ft Eustis Interchange completed by 2032 if reasonable additional state funding is available; completion in 2033 without reasonable additional state funding
- Maximizes HRTAC flexibility to utilize future toll revenues and financing capacity for HRB I scope improvements not covered in HRB I, I-664, and other regional toll system projects funded by the HRTF

Thank You





**HAMPTON ROADS TRANSPORTATION FUND
FINANCIAL REPORT
FY2014 – FY2020
Period Ending October 31, 2019**

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

<u>Revenues</u>	<u>Inception to Oct 2019</u>	<u>FY2020 YTD</u>	<u>Oct 2019</u>
Total Gross Revenues	1,714,799,055	78,098,701	25,543,664
State Sales & Use Tax ¹	815,109,342	43,323,653	12,051,627
Local Fuels Tax	254,405,270	20,118,549	5,354,805
Interest	3,518,898	241,493	117,921
Investment Income	58,495,472	14,415,005	8,019,311
Bond Proceeds	583,270,073	-	-

<u>Expenditures</u>	<u>Inception to Oct 2019</u>	<u>FY2020 YTD</u>	<u>Oct 2019</u>
Total Expenditures	634,695,894	57,189,413	16,637,029
Projects	580,675,605	47,864,128	14,129,508
Total DMV & Dept. of Tax Admin. Fees ²	826,678	-	-
Investment Fees	1,209,786	83,155	19,696
Bond Interest Expenses	45,851,076	8,618,025	2,154,506
Operating Expenses	6,132,749	624,104	333,319

Cash Balance

October 31, 2019 Ending Cash/Cash Equivalents³ \$ 1,080,103,161

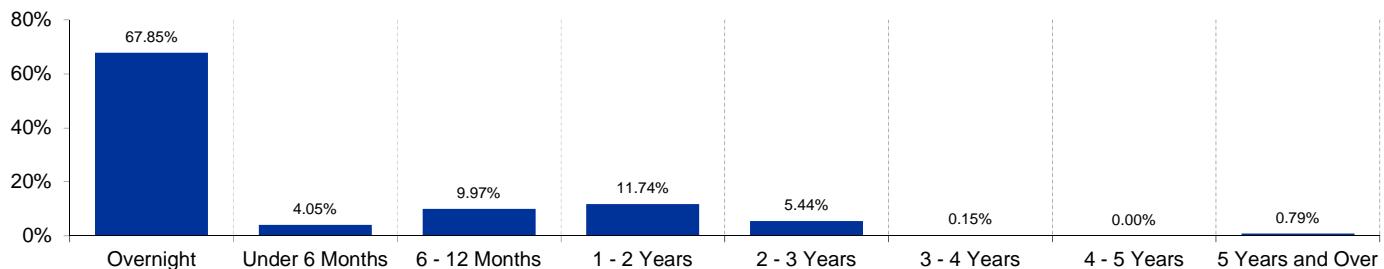
Encumbered Balance

Balance of Encumbered (through FY2026)	\$ 4,050,929,828
Allocation	4,631,605,433
Less: Project Expenditures	580,675,605

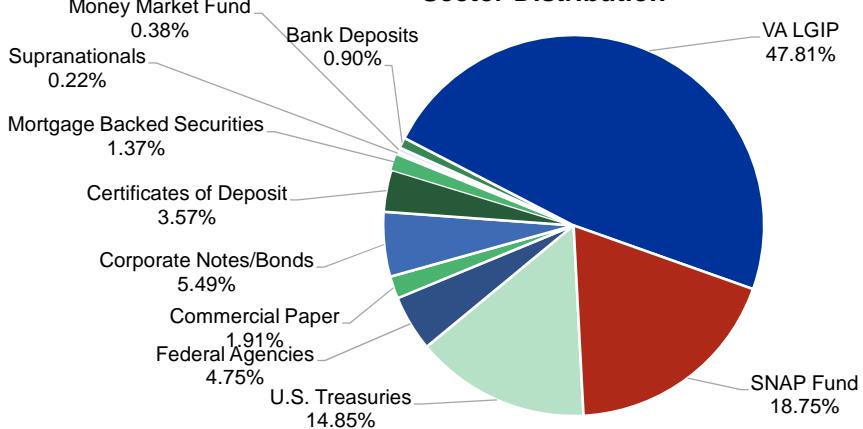
Hampton Roads Transportation Accountability Commission
Summary of Cash and Investments
For October 2019

Portfolio	Yield at Cost	Yield at Market	Balances at Cost	Balances at Market	% of Total
Union Checking	0.00%	0.00%	1,000,000	1,000,000	0.09%
Union Sweep	2.35%	2.35%	6,429,724	6,429,724	0.60%
Union Money Market	2.35%	2.35%	14,643	14,643	0.00%
Union General	2.35%	2.35%	2,130,032	2,130,032	0.20%
VA LGIP	2.03%	2.03%	508,240,014	508,240,014	47.81%
Enhanced Cash Portfolio	2.37%	1.68%	208,869,496	210,221,891	19.78%
Core Portfolio	2.43%	1.69%	133,786,961	135,607,483	12.76%
SNAP Fund	2.05%	2.05%	199,309,564	199,309,564	18.75%
Total			\$ 1,059,780,433	\$ 1,062,953,351	100.00%

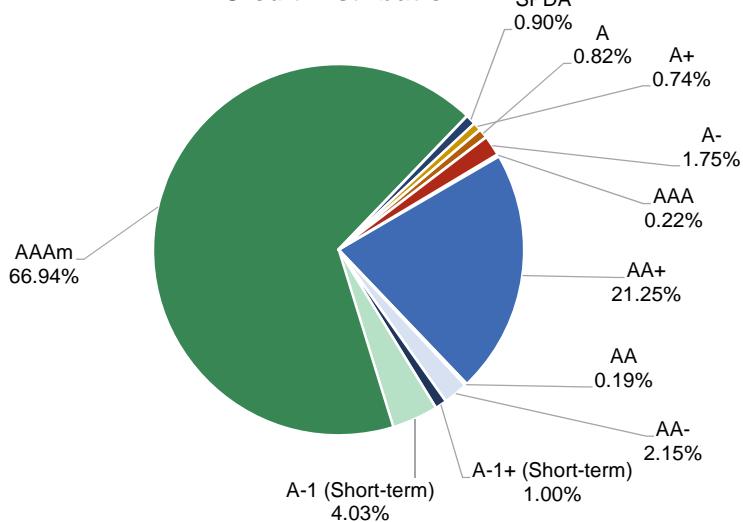
Total Maturity Distribution



Sector Distribution



Credit Distribution



All charts are based on market value as of 10/31/19

This material is for general informational purposes only and is not intended to provide specific advice or a specific recommendation.

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

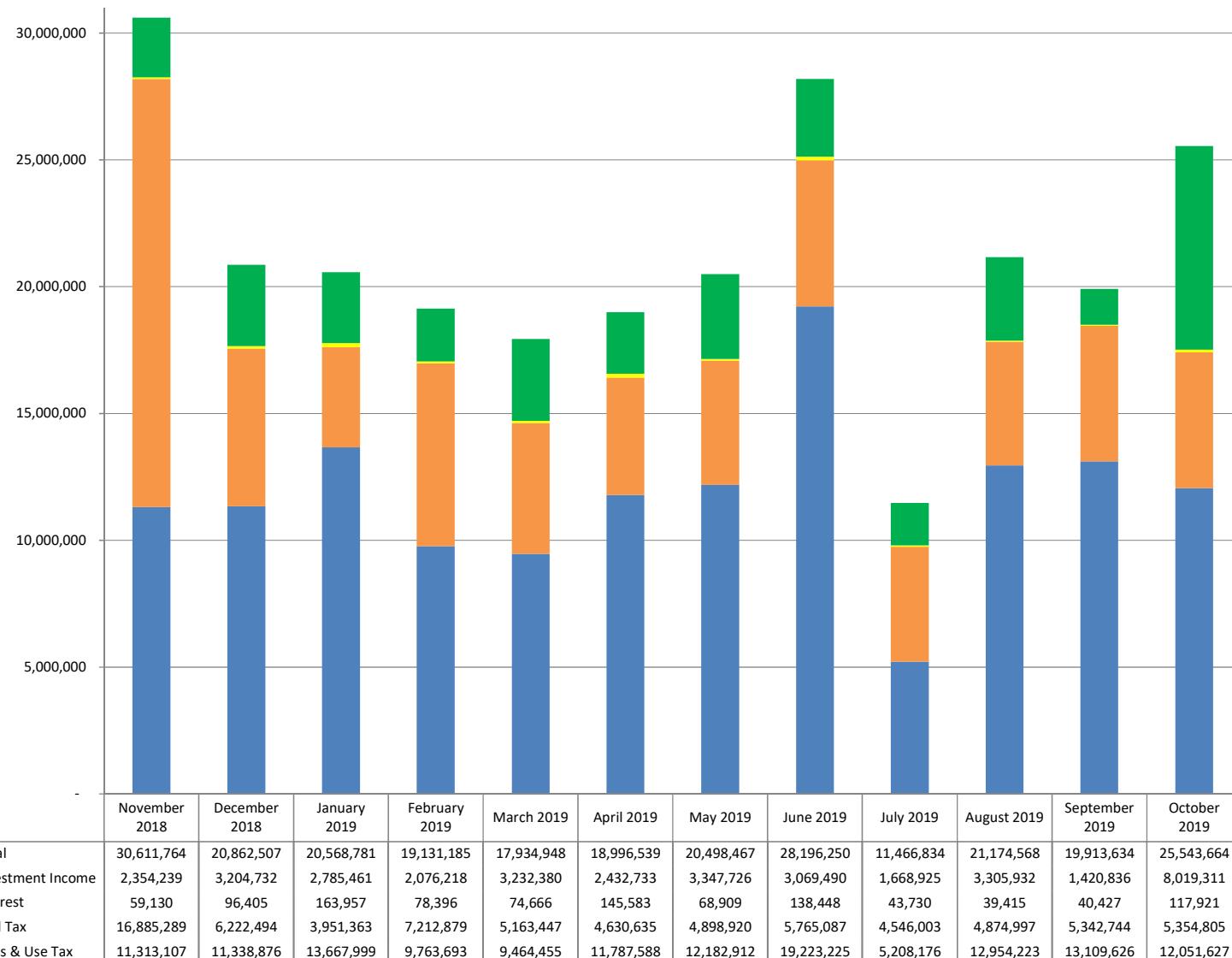
	FY2014	FY2015	FY2016	FY2017	FY2018	FY2019	FY2020	Total
HRTF Interest Income	363,855	1,027,959	272,261	291,738	321,499	1,000,093	241,493	3,518,898
HRTF Investment Income	<u>-</u>	<u>368,310</u>	<u>3,993,773</u>	<u>980,870</u>	<u>8,868,404</u>	<u>29,869,111</u>	<u>14,415,005</u>	<u>58,495,472</u>
Total	363,855	1,396,269	4,266,033	1,272,608	9,189,903	30,869,204	14,656,498	62,014,370

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-Oct 2019).

"HRTF Investment Income" in FY2019 and FY2020 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.

June 2019 Sales & Use Tax includes \$7,424,592 of FY2019 AST Estimated Sales & Use Tax revenue.

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

	Gross Revenue						Expenditures						Cummulative Balance 7/1/13 - 10/31/19		
	Investment						Dept of Tax			Investment		Operating			
	Sales & Use Tax	Fuels Tax	Interest	Income	Bond Proceeds	Total	Projects	Admin Fee	Fees	Bond Expenses	Expenses	Total			
July 2013 - Oct 2018	\$ 673,043,836	\$ 179,556,606	\$ 2,451,912	\$ 21,577,488	\$ 583,270,073	\$ 1,459,899,914	\$ 291,326,307	\$ 626,745	\$ 974,711	\$ 19,997,001	\$ 3,689,508	\$ 316,614,271	1,143,285,643		
November 2018	11,313,107	16,885,289	59,130	2,354,239		30,611,764	9,747,362	-	18,741	2,154,506	128,615	12,049,224	1,161,848,183		
December 2018	11,338,876	6,222,494	96,405	3,204,732		20,862,507	-	-	19,391	2,154,506	110,984	2,284,881	1,180,425,810		
January 2019	13,667,999	3,951,363	163,957	2,785,461		20,568,781	36,279,132	-	19,417	2,154,506	117,329	38,570,383	1,162,424,207		
February 2019	9,763,693	7,212,879	78,396	2,076,218		19,131,185	8,154,736	-	17,561	2,154,506	170,539	10,497,341	1,171,058,051		
March 2019	9,464,455	5,163,447	74,666	3,232,380		17,934,948	10,179,001	-	19,473	2,154,506	483,343	12,836,323	1,176,156,676		
April 2019	11,787,588	4,630,635	145,583	2,432,733		18,996,539	10,449,817	-	18,871	2,154,506	136,069	12,759,263	1,182,393,951		
May 2019	12,182,912	4,898,920	68,909	3,347,726		20,498,467	52,817,158	-	19,531	2,154,506	275,696	55,266,891	1,147,625,527		
June 2019	19,223,225	5,765,087	138,448	3,069,490		28,196,250	113,857,965	199,933	18,935	2,154,506	396,563	116,627,903	1,059,193,874		
July 2019	5,208,176	4,546,003	43,730	1,668,925		11,466,834	-	-	19,598	2,154,506	46,851	2,220,955	1,068,439,753		
August 2019	12,954,223	4,874,997	39,415	3,305,932		21,174,568	15,335,134	-	19,552	2,154,506	95,288	17,604,480	1,072,009,841		
September 2019	13,109,626	5,342,744	40,427	1,420,836		19,913,634	18,399,487	-	24,310	2,154,506	148,646	20,726,949	1,071,196,526		
October 2019	12,051,627	5,354,805	117,921	8,019,311		25,543,664	14,129,508	-	19,696	2,154,506	333,319	16,637,029	1,080,103,161		
Total 12 Months	142,065,507	\$ 74,848,664	\$ 1,066,986	\$ 36,917,984	\$ -	\$ 254,899,141	289,349,299	\$ 199,933	\$ 235,075.10	\$ 25,854,075	\$ 2,443,241	\$ 318,081,623			
Grand Totals	815,109,342	254,405,270	3,518,898	58,495,472	583,270,073	1,714,799,055	580,675,605	826,678	1,209,786	45,851,076	6,132,749	634,695,894			
Less Balance of Encumbered (through FY2026)													(4,050,929,828)		
Total Net Available													(2,970,826,667)		

Notes:

November 2018 Wholesale Fuels Tax revenue includes a \$9,865,900 Special Audit 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.

For audit purposes, the January through October 2019 investment income and bond expenses have been updated to reflect the gain on investments (on bond proceeds) held by the trustee and the full bond interest expense.

June 2019 Department of Taxation Administrative Fee is a \$199,993 fee charged by the Department of Motor Vehicles for fuels tax audit costs.

Table 1 - Total HRTF Revenues

Hampton Roads Transportation Fund (HRTF)

Total of Sales & Use and Fuels Taxes

Fiscal Year 2020

Locality	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD FY2020	Total
<i>Chesapeake</i>	\$ 184,375,921	3,251,253	3,062,052	\$ 11,115,557	195,491,478
<i>Franklin</i>	10,835,471	214,928	197,650	770,489	11,605,960
<i>Hampton</i>	72,743,305	1,316,825	1,253,293	4,563,460	77,306,765
<i>Isle of Wight</i>	15,714,603	286,826	303,835	1,107,115	16,821,718
<i>James City</i>	45,631,266	816,506	704,166	2,792,374	48,423,641
<i>Newport News</i>	107,563,645	1,939,615	1,863,343	6,552,516	114,116,161
<i>Norfolk</i>	140,592,136	2,682,462	2,464,029	8,843,186	149,435,322
<i>Poquoson</i>	2,611,953	44,809	46,404	166,216	2,778,169
<i>Portsmouth</i>	35,106,389	631,119	598,830	2,190,508	37,296,897
<i>Southampton</i>	5,096,645	97,555	99,947	365,564	5,462,209
<i>Suffolk</i>	50,215,890	967,637	953,726	3,401,802	53,617,692
<i>Virginia Beach</i>	268,621,783	5,016,082	4,770,479	17,510,330	286,132,112
<i>Williamsburg</i>	21,444,114	411,984	373,873	1,364,809	22,808,922.49
<i>York</i>	45,519,288	774,769	714,806	2,698,277	48,217,564.77
Total	1,006,072,410	18,452,370	17,406,433	63,442,202	1,069,514,613
Interest ^a	3,277,405	123,572	117,921	241,493	3,518,898
Investment Income ^b	44,080,467	6,395,694	8,019,311	14,415,005	58,495,472
Bond Proceeds	583,270,073	-	-	-	583,270,073
Total Revenues	1,636,700,355	24,971,636	25,543,664	78,098,700	1,714,799,055
Project Expenses	(532,811,477)	(33,734,621)	(14,129,508)	(47,864,128)	(580,675,605)
DMV & Dept. of Tax Admin Fees	(826,678)	-	-	-	(826,678)
Investment Fees (Sterling&PFMAM)	(1,126,630)	(63,460)	(19,696)	(83,155)	(1,209,786)
Bond Interest Expenses	(37,233,051)	(6,463,519)	(2,154,506)	(8,618,025)	(45,851,076)
Operating Expense	(5,508,645)	(290,785)	(333,319)	(624,104)	(6,132,749)
Cash Balance	1,059,193,874	(15,580,747)	8,906,635	20,909,287	1,080,103,161
Less Balance of Encumbered					(4,050,929,828)
Net Available Cash					(2,970,826,667)
Updated Forecast	1,014,545,038	54,353,569	16,635,157	54,353,569	1,068,898,607
Total Revenue - Forecast (under)/over	(6,195,316)	(35,901,199)	771,276	9,088,633	2,893,317

Notes:

^a 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-Sept 2019)

^b FY2019 and FY2020 include income from PFMAM (US Bank), LGIP, and SNAP accounts. FY2014-2018 includes income from Sterling and Union Bank.

Table 1A - State Sales & Use Tax

Hampton Roads Transportation Fund (HRTF)

State Sales & Use Tax

Fiscal Year 2020

Locality	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD FY2020	Total
<i>Chesapeake</i>	\$ 139,712,883	\$ 5,348,796	\$ 2,094,013	\$ 7,442,808	\$ 147,155,691
<i>Franklin</i>	5,947,627	211,484	90,765	302,249	6,249,876
<i>Hampton</i>	54,326,862	2,064,965	809,756	2,874,720	57,201,582
<i>Isle of Wight</i>	8,875,532	415,356	152,811	568,166	9,443,698
<i>James City</i>	38,405,097	1,528,017	533,354	2,061,372	40,466,469
<i>Newport News</i>	84,786,312	3,329,326	1,351,818	4,681,145	89,467,456
<i>Norfolk</i>	112,635,165	4,489,157	1,788,791	6,277,947	118,913,113
<i>Poquoson</i>	1,826,727	77,933	32,659	110,593	1,937,320
<i>Portsmouth</i>	24,594,191	953,451	381,125	1,334,576	25,928,767
<i>Southampton</i>	2,242,889	87,455	36,717	124,172	2,367,060
<i>Suffolk</i>	32,952,471	1,307,208	541,568	1,848,776	34,801,247
<i>Virginia Beach</i>	214,046,261	9,316,945	3,463,236	12,780,181	226,826,442
<i>Williamsburg</i>	16,782,386	737,136	279,064	1,016,200	17,798,586
<i>York</i>	34,651,287	1,404,796	495,952	1,900,748	36,552,035
Total	\$ 771,785,689	\$ 31,272,026	\$ 12,051,627	\$ 43,323,653	\$ 815,109,343
Updated Forecast	767,771,042	15,702,509	12,003,550	39,409,205	807,180,247
Diff(under)/over	4,014,647	15,569,517	48,077	3,914,448	7,929,096

Table 1B - Local Fuels Tax

Hampton Roads Transportation Fund (HRTF)

Local Fuels Tax

Fiscal Year 2020

Locality	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD	FY2020	Total
Chesapeake	\$ 44,663,038	\$ 2,704,710	\$ 968,039	\$ 3,672,749	\$ 48,335,787	
Franklin	4,887,844	361,354	106,885	468,240	5,356,083	
Hampton	18,416,444	1,245,202	443,537	1,688,739	20,105,183	
Isle of Wight	6,839,071	387,924	151,024	538,949	7,378,020	
James City	7,226,169	560,191	170,812	731,002	7,957,172	
Newport News	22,777,335	1,359,846	511,525	1,871,371	24,648,706	
Norfolk	27,956,971	1,890,000	675,238	2,565,238	30,522,209	
Poquoson	785,224	41,879	13,745	55,624	840,848	
Portsmouth	10,512,198	638,227	217,705	855,932	11,368,130	
Southampton	2,853,757	178,162	63,231	241,392	3,095,149	
Suffolk	17,263,419	1,140,867	412,158	1,553,025	18,816,445	
Virginia Beach	54,575,522	3,422,905	1,307,243	4,730,149	59,305,670	
Williamsburg	4,661,728	253,800	94,809	348,609	5,010,337	
York	10,868,001	578,676	218,854	797,529	11,665,530	
Total	\$ 234,286,721	\$ 14,763,744	\$ 5,354,805	\$ 20,118,549	\$ 254,405,270	
Updated Forecast	245,900,003	14,944,364	4,631,607	14,944,364	260,844,367	
Diff(under)/over	(11,613,282)	(180,620)	723,198	5,174,185	(6,439,097)	

Table 2 - Allocations

Hampton Roads Transportation Fund (HRTF)
Allocations
Fiscal Year 2020

Project	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD FY2020	Total
<i>I-64 Peninsula Widening</i>					
<i>UPC 104905 - Segment 1 - Construction</i>	\$ 14,000,000	\$ (2,391,615)	\$ -	\$ (2,391,615)	\$ 11,608,385
<i>UPC 106665 - Segment 2 - PE/ROW/Construction</i>	175,832,897	-	-	-	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>	112,893,996	-	-	-	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 & ROW</i>	10,000,000	-	-	-	10,000,000
<i>I-64 Southside Widening/High-Rise Bridge</i>					
<i>UPC 106692 - Phase I - PE</i>	12,200,000	-	-	-	12,200,000
<i>UPC 106692/108990 - Phase I - ROW/Construction</i>	419,756,220	-	-	-	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
<i>UPC 115009 - I-64 HRBT Expansion Project Owners Oversight</i>	548,900,330	-	-	-	548,900,330
<i>HRCS Preferred Alternative Refinement - HRBT</i>					
<i>UPC 110577 - SEIS</i>	30,000,000	-	-	-	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
Total	\$ 4,633,997,048	\$ (2,391,615)	\$ -	\$ (2,391,615)	\$ 4,631,605,433

Table 3 - Expenditures

Hampton Roads Transportation Fund (HRTF)
Expenditures
Fiscal Year 2020

Project	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD FY2020	Total
<i>I-64 Peninsula Widening</i>					
UPC 104905/111926 - Segment 1 - PE/Construction	\$ 11,608,384	\$ -	\$ -	\$ -	\$ 11,608,384
UPC 106665 - Segment 2 - PE/ROW/Construction	152,522,993	39,599	235,407	275,005	\$ 152,797,998
UPC 109790/106689 - Segment 3 - PE	5,141,294	5,395	-	5,395	\$ 5,146,690
UPC 109790/106689 - Segment 3 - Construction	-	-	42,949	42,949	42,949
<i>I-64/264 Interchange Improvement</i>					
UPC 57048/108042 - Phase I - PE/ROW	15,071,063	-	-	-	15,071,063
UPC 57048/108042 - Phase I - Construction	107,384,764	19,745	1,786,135	1,805,880	109,190,643
UPC 17630/108041 - Phase II - PE/ROW	47,959,987	7,777	73,119	80,896	48,040,883
UPC 17630/108041 - Phase II - Construction	-	-	-	-	-
UPC 106693 - Phase III - PE & ROW	1,855,504	7,628	132,581	140,208	1,995,712
<i>I-64 Southside Widening/High-Rise Bridge</i>					
UPC 106692 - Phase I - PE	12,189,098	-	-	-	12,189,098
UPC 106692/108990 - Phase I - ROW/Construction	51,667,159	1,121,069	309,511	1,430,581	53,097,740
<i>I-64 HRBT Expansion Project</i>					
UPC 115008 - I-64 HRBT Expansion Project D-B Contract	82,836,930	32,497,819	10,895,375	43,393,194	126,230,124
UPC 115009 - I-64 HRBT Expansion Project Owners Oversight	11,570,087	29,902	379,036	408,938	11,979,024
<i>HRCS Preferred Alternative Refinement - HRBT</i>					
UPC 110577 - SEIS	28,685,064	1,291	105,482	106,773	28,791,837
<i>460/58/13 Connector Study - UPC 106694 - PE</i>	1,095,368	-	-	-	1,095,368
<i>Bowers Hill Interchange Study - UPC 111427</i>	1,756,331	4,396	71,421	75,818	1,832,149
<i>HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)</i>	1,467,451	-	98,492	98,492	1,565,943
Total	\$ 532,811,477	\$ 33,734,621	\$ 14,129,508	\$ 47,864,128	\$ 580,675,605

Table 3A - Bond-Reimbursed Expenditures

Hampton Roads Transportation Fund (HRTF)
Bond Reimbursements
Fiscal Year 2020

Project	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD FY2020	Total
<i>I-64 Peninsula Widening</i>					
UPC 104905/111926 - Segment 1 - PE/Construction	\$ 10,063,882	\$ -	\$ -	\$ -	\$ 10,063,882
UPC 106665 - Segment 2 - PE/ROW/Construction	152,522,993	-	-	-	152,522,993
UPC 109790/106689 - Segment 3 - PE	5,141,294	-	-	-	5,141,294
UPC 109790/106689 - Segment 3 - Construction	-	-	-	-	-
<i>I-64/264 Interchange Improvement</i>					
UPC 57048/108042 - Phase I - PE/ROW	15,071,063	-	-	-	15,071,063
UPC 57048/108042 - Phase I - Construction	107,384,764	-	-	-	107,384,764
UPC 17630/108041 - Phase II - PE/ROW	47,959,987	-	-	-	47,959,987
UPC 17630/108041 - Phase II - Construction	-	-	-	-	-
UPC 106693 - Phase III - PE & ROW	-	-	-	-	-
<i>I-64 Southside Widening/High-Rise Bridge</i>					
UPC 106692 - Phase I - PE	12,189,098	-	-	-	12,189,098
UPC 106692/108990 - Phase I - ROW/Construction	51,667,159	-	-	-	51,667,159
<i>I-64 HRBT Expansion Project</i>					
UPC 115008 - I-64 HRBT Expansion Project D-B Contract	-	-	-	-	-
UPC 115009 - I-64 HRBT Expansion Project Owners Oversight	-	-	-	-	-
<i>HRCS Preferred Alternative Refinement - HRBT</i>					
UPC 110577 - SEIS	-	-	-	-	-
460/58/13 Connector Study - UPC 106694 - PE	-	-	-	-	-
Bowers Hill Interchange Study - UPC 111427	-	-	-	-	-
HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)	-	-	-	-	-
Total	\$ 402,000,240	\$ -	\$ -	\$ -	\$ 402,000,240

Table 3B - Non-Bond Reimbursed Expenditures

Hampton Roads Transportation Fund (HRTF)
Expenditures
Fiscal Year 2020

Project	Total FY2014 - FY2019	Previous FY2020	October 2019	Total YTD	FY2020	Total
<i>I-64 Peninsula Widening</i>						
UPC 104905/111926 - Segment 1 - PE/Construction	\$ 1,544,502	\$ -	\$ -	\$ -	\$ -	\$ 1,544,502
UPC 106665 - Segment 2 - PE/ROW/Construction	-	39,599	235,407	275,005		275,005
UPC 109790/106689 - Segment 3 - PE	-	5,395	-	5,395		5,395
UPC 109790/106689 - Segment 3 - Construction	-	-	42,949	42,949		42,949
<i>I-64/264 Interchange Improvement</i>						
UPC 57048/108042 - Phase I - PE/ROW	-	19,745	-	19,745		19,745
UPC 57048/108042 - Phase I - Construction	-	-	1,786,135	1,786,135		-
UPC 17630/108041 - Phase II - PE/ROW	-	7,777	73,119	80,896		80,896
UPC 17630/108041 - Phase II - Construction	-	-	-	-		-
UPC 106693 - Phase III - PE & ROW	1,855,504	7,628	132,581	140,208		1,995,712
<i>I-64 Southside Widening/High-Rise Bridge</i>						
UPC 106692 - Phase I - PE	-	1,121,069	-	1,121,069		1,121,069
UPC 106692/108990 - Phase I - ROW/Construction	-	-	309,511	309,511		309,511
<i>I-64 HRBT Expansion Project</i>						
UPC 115008 - I-64 HRBT Expansion Project D-B Contract	82,836,930	32,497,819	10,895,375	43,393,194		126,230,124
UPC 115009 - I-64 HRBT Expansion Project Owners Oversight	11,570,087	29,902	379,036	408,938		11,979,024
HRCS Preferred Alternative Refinement - HRBT						
UPC 110577 - SEIS	28,685,064	1,291	105,482	106,773		28,791,837
460/58/13 Connector Study - UPC 106694 - PE	1,095,368	-	-	-		1,095,368
Bowers Hill Interchange Study - UPC 111427	1,756,331	4,396	71,421	75,818		1,832,149
HR Regional Connector Study - HRTPO (Remaining Projects of Third Crossing)	1,467,451	-	98,492	98,492		1,565,943
Total	\$ 130,811,236	\$ 33,734,621	\$ 14,129,508	\$ 47,864,128	\$ 176,889,230	



Hampton Roads Transportation Accountability Commission

Market and Portfolio Update

Presented By:

Nelson Bush, Managing Director
Gray Lepley, Portfolio Strategist

December 12, 2019

PFM Asset Management LLC

4350 North Fairfax Drive,
Suite 580
Arlington, VA 22203

703.741.0175
pfm.com



Agenda

ECONOMIC & MARKET UPDATE

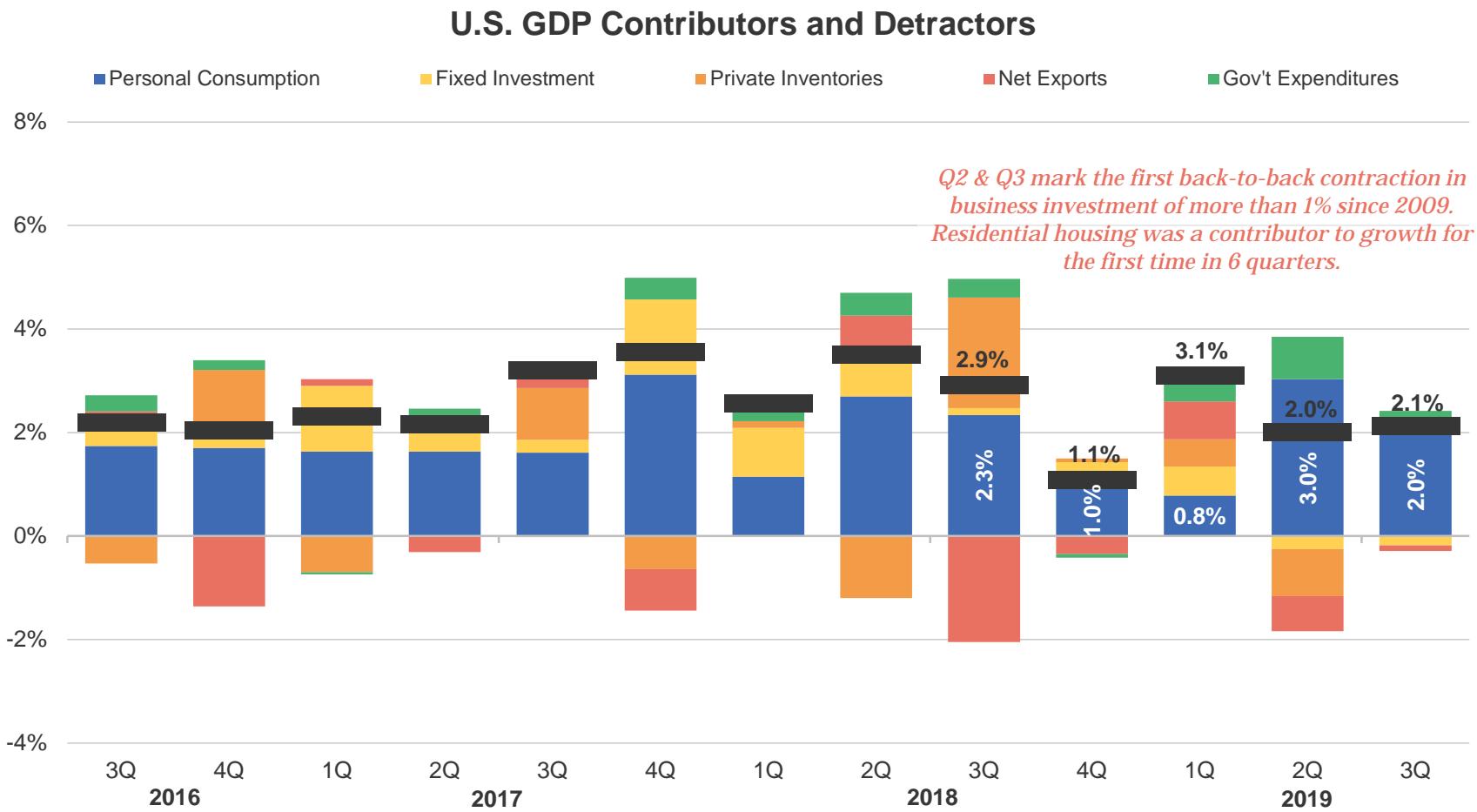
SUMMARY OF HRTAC'S PORTFOLIOS



Economic & Market Update



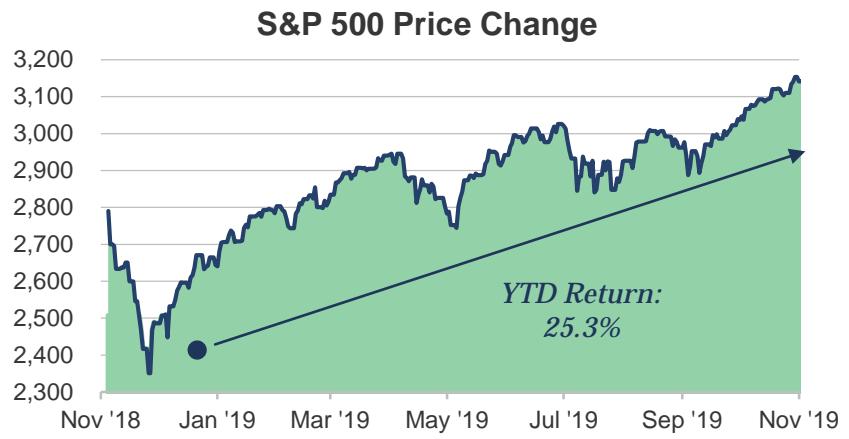
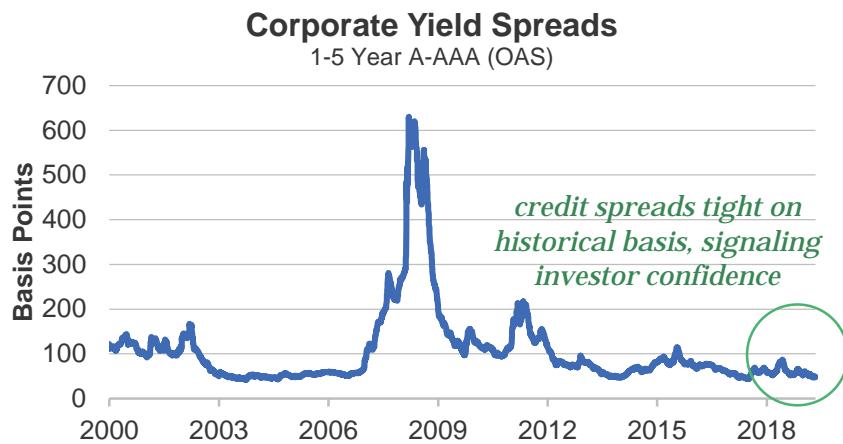
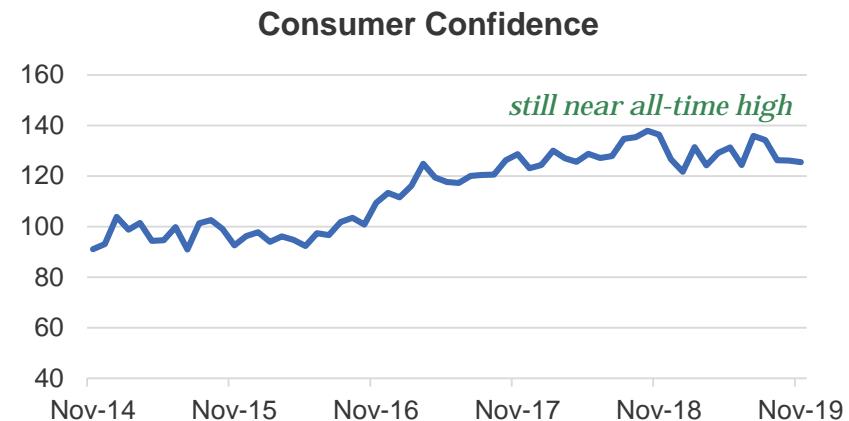
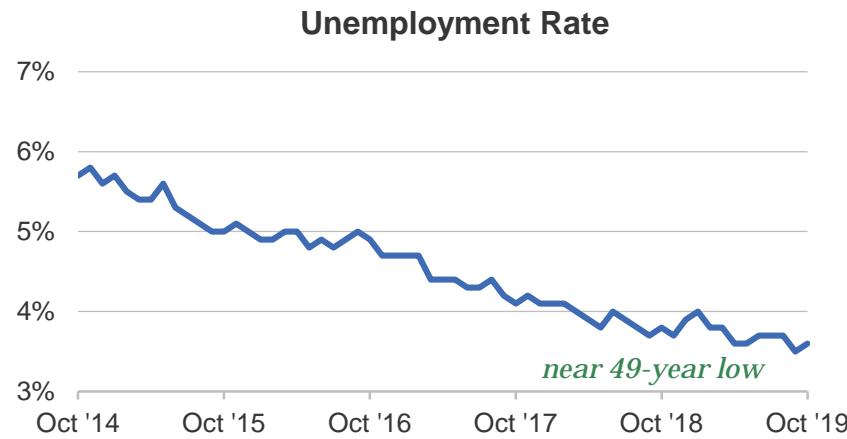
The Consumer Continued to Drive Economic Growth in Q3



Source: Bureau of Economic Analysis



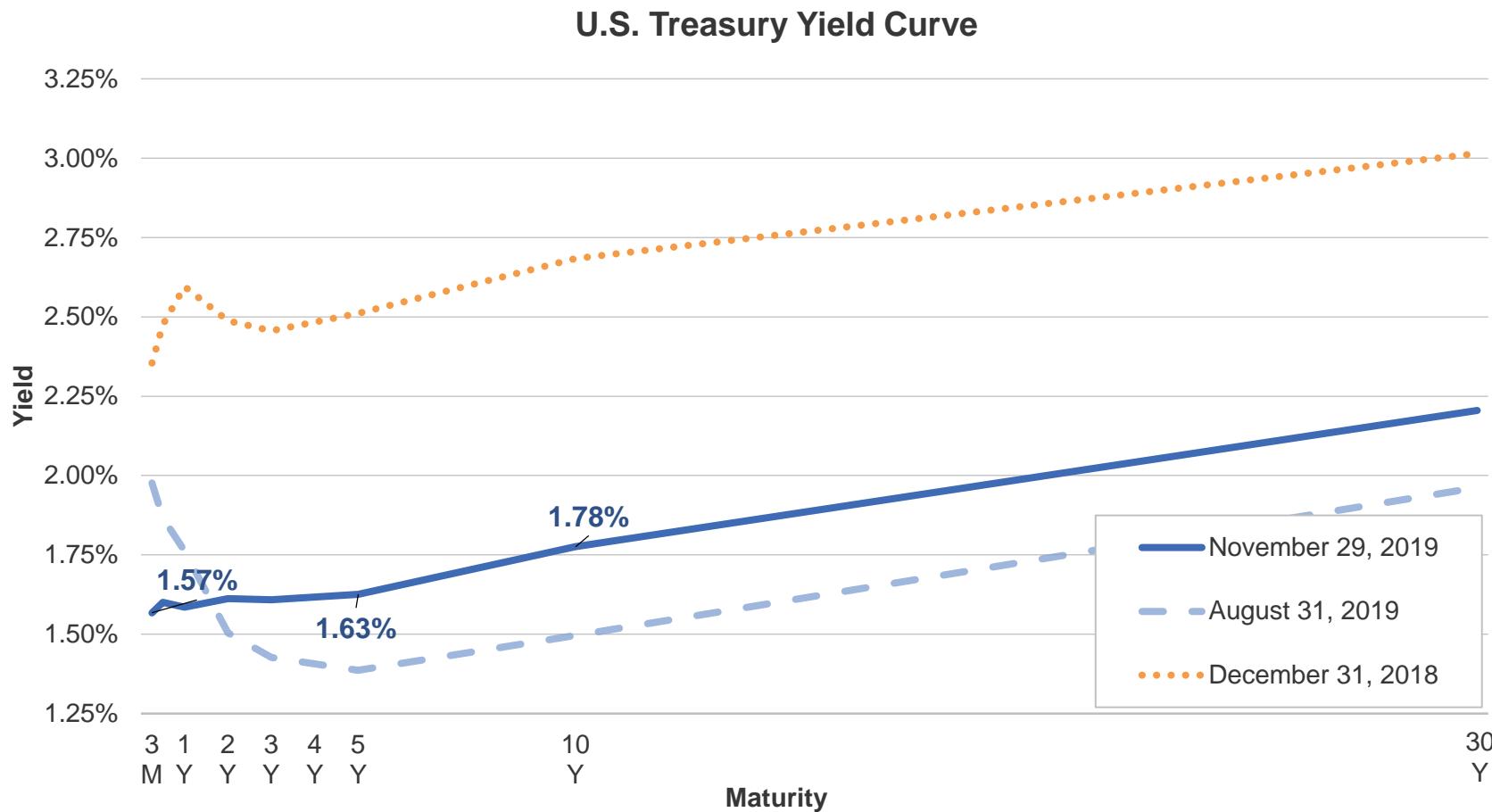
Many Important Broad Market Metrics are Still Strong



Source: Bloomberg, as of 11/30/2019.



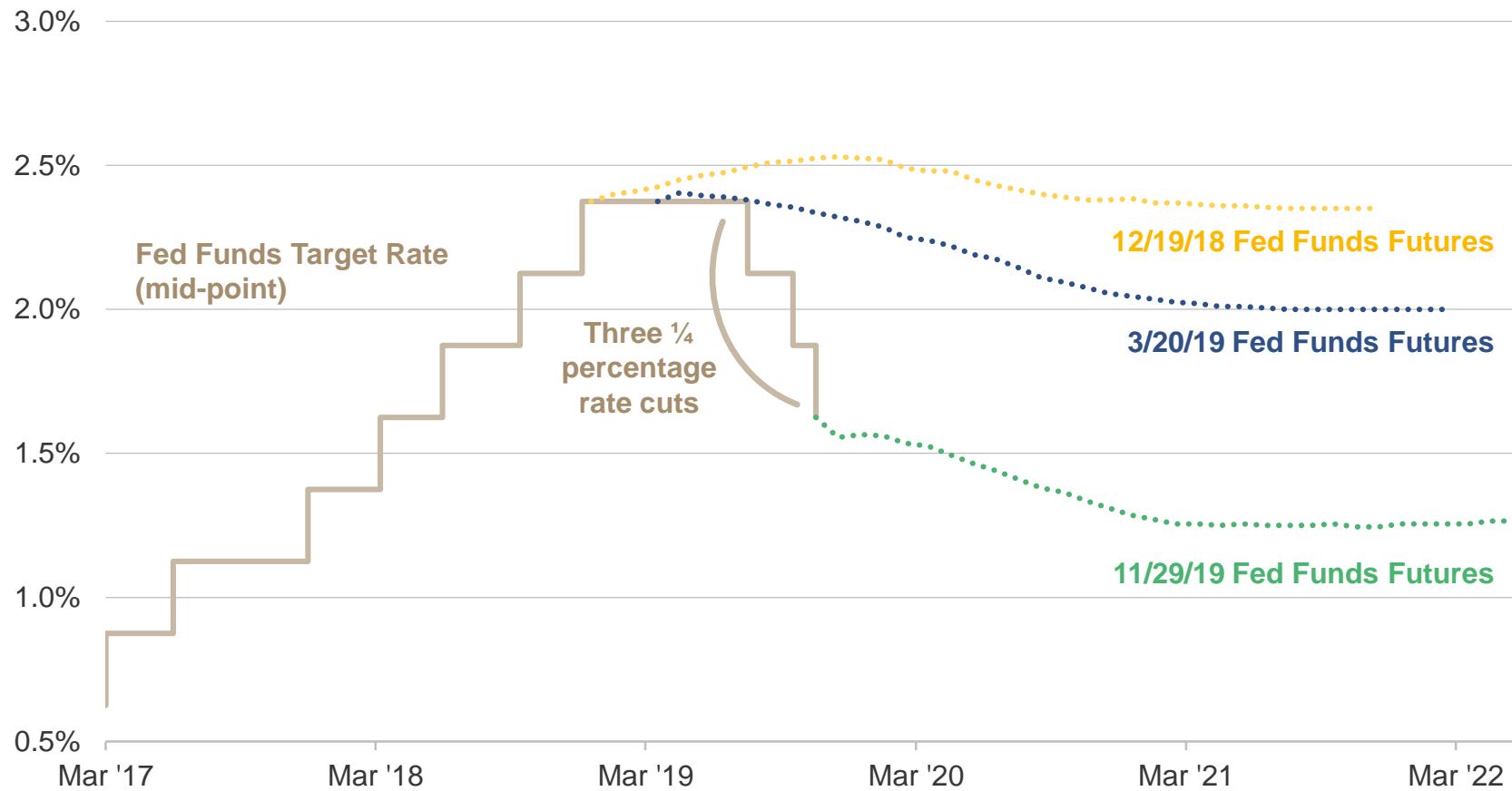
U.S. Treasury Yield Curve Un-Inverts



Source: Bloomberg, as of 11/29/2019



The Fed Is On Hold After Cutting Rates For a Third Time This Year



Source: Federal Reserve and Bloomberg. Fed funds futures as of Fed meeting dates of 12/19/2018 and 3/20/2019, and 11/29/2019.



HRTAC's Portfolios



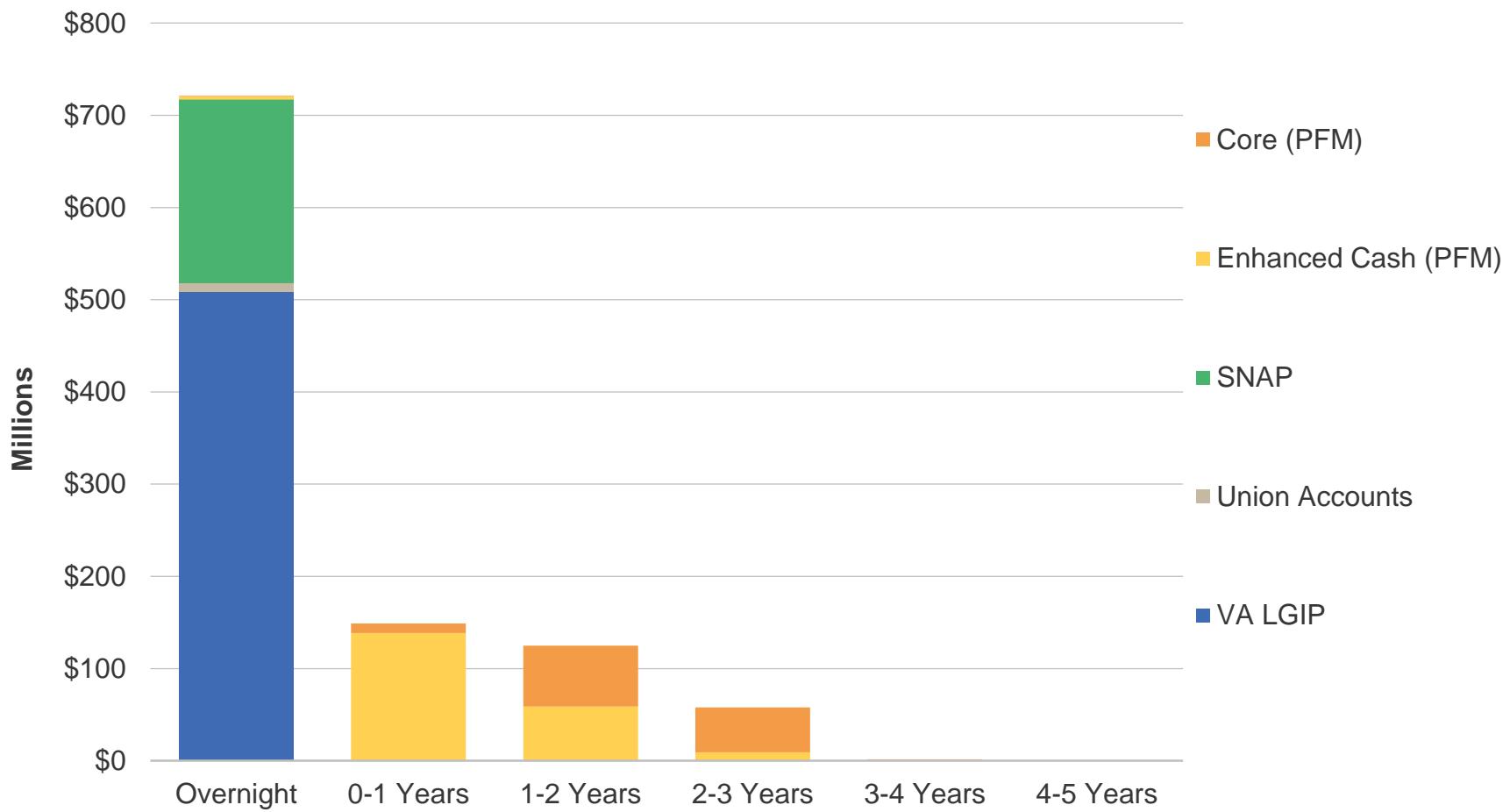
Summary of HRTAC's Portfolios

Portfolio	Yield at Cost	Market Value	Percent of Total	Purpose/Strategy
Union Checking	0.00%	\$1,000,000	1%	daily cash and liquidity needs
Union Sweep	2.35%	\$6,429,724		
Union Money Market	2.35%	\$14,643		
Union General	2.35%	\$2,130,032		
Virginia LGIP	2.03%	\$508,240,014	48%	operating and construction funds
Enhanced Cash Portfolio	2.37%	\$210,221,891	20%	short-term investments which still provide liquidity, if necessary
Core Portfolio	2.43%	\$135,607,483	13%	intermediate-term (1-5 year) investments to enhance returns
SNAP Fund	2.05%	\$199,309,564	19%	bond proceeds
TOTAL		\$1,062,953,351		

Based on market values as of 10/31/19. Numbers may not add to 100% due to rounding.



Investment Portfolio Duration Distribution



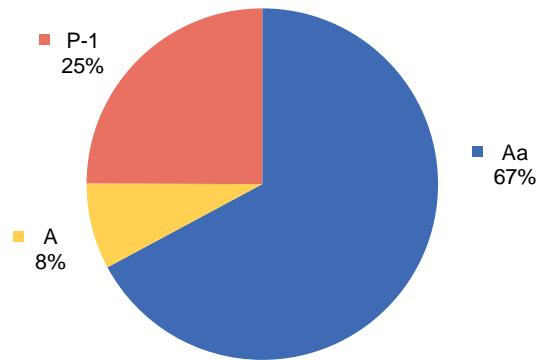
Based on market values as of 10/31/19.



Enhanced Cash Portfolio Summary (as of October 31, 2019)

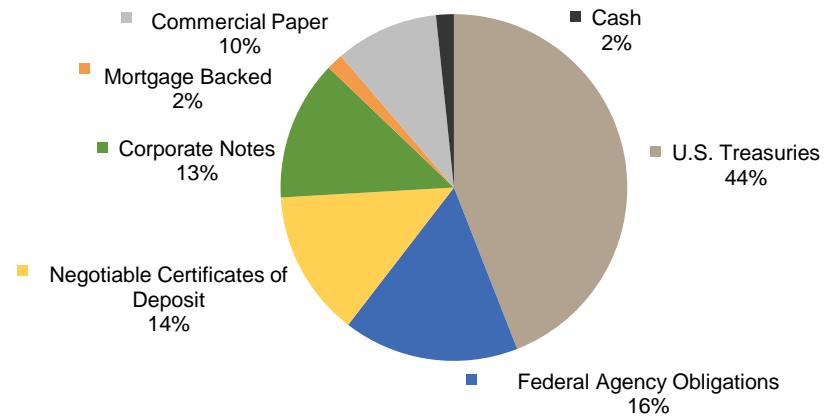
Portfolio Statistics	
Market Value	\$210,221,891
Average Duration	0.89 years
Yield to Maturity at Cost	2.27%

Credit Quality (S&P Ratings)



Since Inception date is 6/30/17.

Sector Allocation



Performance Summary (through September 30, 2019)

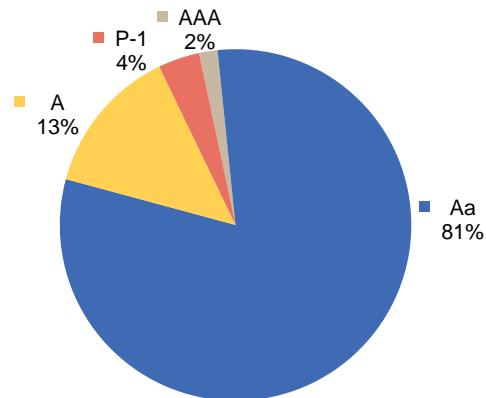
Portfolio/Benchmark	2019 Q3	Trailing 1-year	Since Inception
HRTAC Enhanced Cash	0.62%	3.28%	2.17%
ICE BofAML 1-Year U.S. Treasury Index	0.56%	3.13%	1.98%
Difference	+0.06%	+0.15%	+0.19%



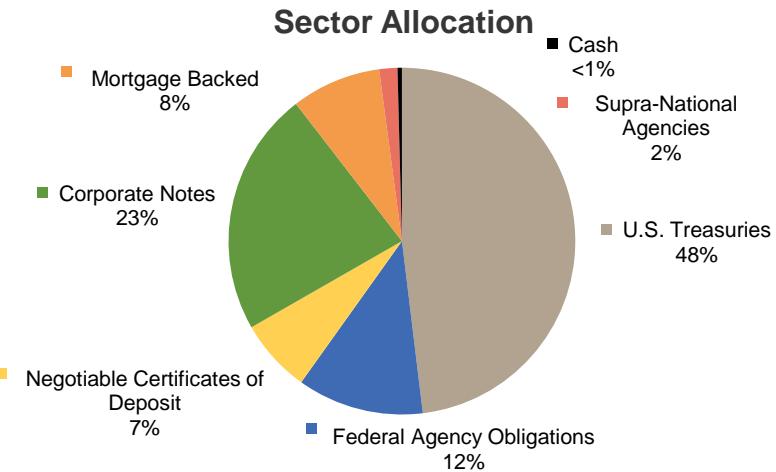
Core Portfolio Summary (as of October 31, 2019)

Portfolio Statistics	
Market Value	\$135,607,483
Average Duration	1.67 years
Yield to Maturity at Cost	2.21%

Credit Quality (S&P Ratings)



Since Inception date is 12/31/16.



Performance Summary (through September 30, 2019)

Portfolio/Benchmark	2019 Q3	Trailing 1-year	Since Inception
HRTAC Core	0.70%	4.46%	1.98%
ICE BofAML 1-3 Year U.S. Treasury Index	0.58%	4.36%	1.83%
Difference	+0.12%	+0.10%	+0.15%



Important Disclosures

This material is based on information obtained from sources generally believed to be reliable and available to the public, however PFM Asset Management LLC cannot guarantee its accuracy, completeness or suitability. This material is for general information purposes only and is not intended to provide specific advice or a specific recommendation. All statements as to what will or may happen under certain circumstances are based on assumptions, some but not all of which are noted in the presentation. Assumptions may or may not be proven correct as actual events occur, and results may depend on events outside of your or our control. Changes in assumptions may have a material effect on results. Past performance does not necessarily reflect and is not a guaranty of future results. The information contained in this presentation is not an offer to purchase or sell any securities.



pfm

Agenda Item 7B
Information Item

To: Chair Johnson and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: December 12, 2019

Re: 2019 Continuing Disclosure Compliance – HRTAC HRTF Senior Lien Revenue Bonds, Series 2018A

Recommendation:

The Commission is being provided the submission of the 2019 Continuing Disclosure Compliance for the HRTAC HRTF Senior Lien Revenue Bonds, Series 2018A as information to the Commission.

Background:

During FY2018, HRTAC conducted its inaugural bond offering. As the bond issuer, HRTAC is subject to the annual continuing disclosure compliance requirements specified in the bond's Official Statement and related agreements. The required financial and operating data must be filed in searchable electronic format on the Electronic Municipal Market Access (EMMA) portal by December 27, 2019.

To assist in its reporting efforts, HRTAC has retained Digital Assurance Certification, LLC (DAC) as the dissemination agent to assist in complying with municipal bond disclosure requirements under SEC Rule 15c2-12. HRTAC's bond counsel has reviewed the information to be submitted to DAC for filing on EMMA. Staff anticipates the filing to be complete by December 20, 2019.

Fiscal Impact

There will be no project impact to the Hampton Roads Transportation Fund in relation to this Consent Action Item.



Hampton Roads Transportation Accountability Commission, VA

1 Hampton Roads Transportation Accountability Commission, Hampton Roads Transportation Fund Senior Lien Revenue Bonds, Series 2018A, \$500,000,000, Dated: February 14, 2018

Series 2018A

Historical Hampton Roads Transportation Fund Revenues (in Millions)

Source	FY 2015	FY 2016	FY 2017	FY 2018	FY 2019
Additional Sales and Use Tax	129,972,755	126,536,774	131,472,530	136,530,702	139,404,159
Additional Motor Vehicle Fuels Tax	40,937,030	26,654,477	25,031,998	32,677,568	71,647,063
Total	170,909,785	153,191,246	156,504,528	169,209,370	211,051,222

Series 2018A

HRTF Revenues

	FY 2015	FY 2016	FY 2017	FY 2018	FY 2019	Total
Chesapeake	31,178,258	28,020,650	29,401,662	32,250,621	37,139,899	157,991,089
Franklin	1,564,370	1,228,551	1,274,670	1,579,266	3,887,011	9,533,868
Hampton	12,779,918	11,230,061	11,407,701	12,320,071	14,242,574	61,980,325
Isle of Wight	2,789,926	2,219,931	2,448,695	2,691,809	3,071,916	13,222,278
James City	7,707,919	7,178,553	7,231,155	7,676,723	9,366,872	39,161,222
Newport News	18,000,282	16,399,094	16,760,658	17,959,888	22,897,507	92,016,430
Norfolk	23,497,042	21,127,765	21,348,692	23,756,517	30,536,777	120,266,793
Poquoson	475,270	386,529	326,471	386,414	660,039	2,236,723
Portsmouth	6,041,957	5,481,676	5,236,943	5,602,232	5,549,544	29,912,251
Southampton	868,306	658,083	698,315	932,823	1,211,853	4,367,380
Suffolk	8,135,329	7,270,093	7,445,683	8,359,018	12,207,340	43,408,626
Virginia Beach	46,214,795	41,697,132	42,354,144	44,479,334	55,062,022	229,802,407
Williamsburg	3,776,888	3,316,678	3,486,719	3,677,161	3,939,339	18,198,783
York	7,879,525	6,980,452	7,083,019	7,540,045	9,278,528	38,761,974
Total	170,009,785	153,191,246	156,504,528	169,209,370	211,051,222	860,860,149
Interest	1,218,460	81,759	291,739	321,499	1,000,093	2,913,550
Investment Income		4,184,274	580,870	8,666,404	29,869,110	43,902,658
Total Revenue	172,128,244	157,457,279	157,777,136	178,393,273	241,920,425	907,676,357

Series 2018A

FY 2019 Hampton Roads Transportation Fund (HRTF) - Revenues and Expenditures

	Sales and Use Tax	Fuels Tax	Interest	Investment Income	Total	Construction Expenses
2018 July	5,441,719	3,397,281	22,876	1,713,874	10,575,751	-
2018 August	11,967,441	3,650,132	23,076	2,246,682	17,887,332	-
2018 September	12,140,239	4,887,644	22,427	1,475,698	18,526,009	7,821,297
2018 October	11,112,906	4,981,889	106,220	1,925,878	18,130,893	16,378,984
2018 November	11,313,107	16,885,289	59,130	2,354,239	30,611,764	9,747,362
2018 December	11,338,876	6,222,494	96,405	3,204,732	20,862,507	-
2019 January	13,667,999	3,951,363	163,957	2,785,461	20,568,781	36,279,132
2019 February	9,763,693	7,212,879	78,396	2,076,218	19,131,185	8,154,736
2019 March	9,464,455	5,163,447	74,666	3,232,380	17,934,947	10,179,001
2019 April	11,787,588	4,630,635	145,583	2,432,733	18,996,539	10,449,817
2019 May	12,182,912	4,899,820	68,909	3,347,726	20,498,467	52,117,157
2019 June	19,223,225	5,765,087	138,448	3,069,490	28,196,250	113,857,964
Total 12 Months	139,404,159	71,647,062	1,000,093	29,869,111	241,920,425	265,685,449
Grand Totals (July 2018 - June 2019)	771,785,689	234,286,721	3,277,405	44,080,467	1,636,700,355	532,811,477

	Department of Taxation	Admin Fee	Investment Fee	Bond Expenses	Operating Expenses	Total	Cumulative Balance
2018 July	-	19,272	2,154,506	79,415	2,245,193	1,120,016,795	1,120,016,795
2018 August	-	19,294	2,154,506	72,478	2,246,682	1,135,657,849	1,135,657,849
2018 September	-	18,693	2,154,506	408,115	10,402,632	1,143,781,246	1,143,781,246
2018 October	-	19,444	2,154,506	73,562	18,626,496	1,143,285,643	1,143,285,643
2018 November	-	18,741	2,154,506	128,615	12,049,224	1,161,848,183	1,161,848,183
2018 December	-	19,391	2,154,506	110,984	2,284,881	1,180,425,810	1,180,425,810
2019 January	-	19,437	2,154,506	117,379	38,570,383	1,162,424,207	1,162,424,207
2019 February	-	17,561	2,154,506	170,539	10,497,342	1,171,058,051	1,171,058,051
2019 March	-	19,473	2,154,506	483,343	12,836,327	1,176,156,676	1,176,156,676
2019 April	-	18,871	2,154,506	136,069	12,759,263	1,182,393,951	1,182,393,951
2019 May	-	19,531	2,154,506	275,696	55,266,890	1,147,625,527	1,147,625,527
2019 June	100,033	18,035	2,154,506	200,061	116,620,406	1,059,193,874	1,059,193,874
Total 12 Months	100,933	228,622	25,854,075	2,455,211	294,423,290		
Grand Totals (July 2018 - June 2019)	826,678	1,126,630	37,233,051	5,508,645	577,506,481		

Less Balance of Encumbered Revenues (through FY 2026)

4,101,185,572

Total Net Available

1,041,991,608

Series 2018A

Hampton Roads Transportation Fund (HRTF) - Transportation Project Expenditures

Project	Total FY 2015-2018	FY 2019	Total
I-64 Peninsula Widening			
UPC 104905/111926 Segment 1 - PE, Construction	1,544,502	10,063,882	11,608,384
UPC 106665 Segment 2 - PE, ROW & Construction	114,353,557	38,169,436	152,522,993
UPC 109790/106689 Segment 3 - PE	4,514,165	627,129	5,141,294
UPC 109790/106689 Segment 3 - ROW & Construction			
I-64/I-264 Interchange Improvement			
UPC 57048/108042 Phase I - PE & ROW	15,071,063	-	15,071,063
UPC 57048/108042 Phase I - Construction	66,399,635	40,985,129	107,384,764
UPC 17630/108041 Phase II - PE & ROW	35,041,934	12,018,053	47,959,987
UPC 17630/108041 Phase II - Construction	-	-	-
UPC 106693 Phase III - PE & ROW	57,220	1,798,283	1,855,504
I-64 Southside Widening/High-Rise Bridge			
UPC 106692 - Phase I - PE	12,189,098	-	12,189,098
UPC 106692/108990 - Phase I - ROW/Construction	-	51,667,159	51,667,159
I-64 HRBT Expansion Project			
UPC 115008 - I-64 HRBT Expansion Project D-B Contract	-	82,836,930	82,836,930
UPC 115009 - I-64 HRBT Expansion Project Owners Oversight	-	11,570,087	11,570,087
UPC 110577 HRCS Preferred Alternative Refinement - HRBT	15,891,087	12,793,976	28,685,063
460/58/13 Connector Study - UPC 106694 - PE	790,111	305,257	1,095,368
UPC 111427 Bowers Hill Interchange Study	224,407	1,531,924	1,756,331
HR Regional Connectors Study - HRTPO (Remaining Projects of Third Crossing)	149,246	1,318,205	1,467,451
Total	267,126,026	285,685,451	552,811,477

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:

<u>Project Budget (\$111,608,384):</u>	<u>Funds Expended (as of 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 2,738,567	\$ 2,738,567	\$ 0
○ RW \$ 32,494	\$ 32,494	\$ 0
○ CN \$ 108,837,323	<u>\$ 108,837,323</u>	<u>\$ 0</u>
	\$ 111,608,384	

Project Schedule:

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

Enabling Funding

HRTAC	\$ 11,608,384
State/Federal	<u>\$ 100,000,000</u>
	\$ 111,608,384

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 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 6,000,000	\$ 2,820,827	\$ 0
○ RW \$ 1,511,548	\$ 520,430	\$ 0
○ CN \$ 168,321,349	<u>\$ 151,255,699</u>	<u>\$ 0</u>
	\$ 154,596,956	

Project Schedule:

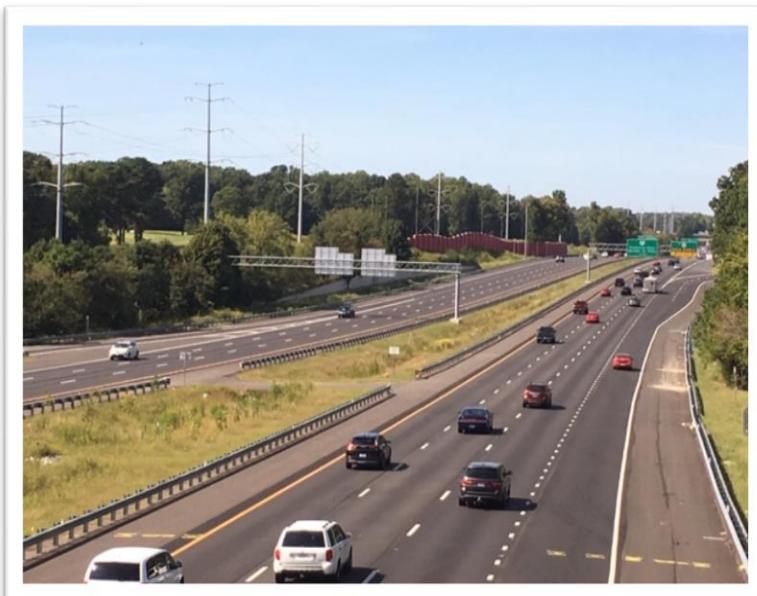
Notice To Proceed	February 2016
Project Completion	May 2019
Schedule Status	Completed/ In Contract Close Out

Enabling Funding

HRTAC	\$ 175,832,897
State/Federal	\$ _____.
	\$ 175,832,897

Project Status:

- Project was accepted on November 15, 2019
- Removal of erosion and sediment control devices continues to close out environmental permits
- Submission and review of final project documents for project closeout continues



Project Site (Looking East from the Exit 243 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 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 10,000,000	\$ 5,278,266	\$ 0
○ RW \$ 12,000,000	\$ 437,248	\$ 0
○ CN \$ 222,045,973	<u>\$ 73,152,570</u>	<u>\$ 0</u>
	\$ 78,868,084	

Project Schedule:

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

Enabling Funding

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

Project Status:

- Eastbound and Westbound traffic is operating in the outside lanes
- Earthwork and asphalt pavement construction continue throughout the project corridor
- Pile installation operations completed at the Lakeshead Drive & Colonial Pkwy bridges
- Concrete beam placement and bridge deck placement on going at the Westbound Queens Creek Bridge

**Bridge deck operations at the Westbound Queens Creek Bridge**

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 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 10,135,307	\$ 10,135,307	\$ 0
○ RW \$ 11,571,063	\$ 20,431,169	\$ 8,860,106
○ CN \$ 137,023,653	<u>\$ 114,169,468</u>	\$ 0
	\$ 144,735,944	

Project Schedule:

Notice To Proceed	October 2016
Project Completion	October 2019
Schedule Status	Behind Schedule / Liquidated Damages (LD) being assessed / Installation of Sound Wall foundation in progress.

Enabling Funding

HRTAC	\$ 152,094,716
State/Federal	\$ 6,635,307
	\$ 158,730,023

Project Status:

- Opened 60 in. diameter Tidal Channel drainage pipe under HRT "Tide" and I-64 WB and EB
- Continued rehabilitation of I-264 EB bridge deck and roadway over Kempsville Road
- Continued construction of Soil Nail Wall to Support Sound Barrier I-64 EB

**Soil Nail Wall Nearing Completion, I-64 EB**

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 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 14,082,810	\$ 14,082,810	\$ 0
○ RW \$ 54,392,666	\$ 50,464,192	\$ 0
○ CN \$ 126,028,411	\$ 41,354,092	\$ 0
	\$ 105,901,094	

Project Schedule:

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

Enabling Funding

HRTAC	\$ 127,749,638
State/Federal	\$ 66,754,249
	\$ 194,503,887

Project Status:

- Completed 48 in. Force Main bypass on Newtown Road
- Completed 42 in. City of Virginia Beach water main along Greenwich Road
- Commenced B-621 Fill Bridge to span lake adjacent to Top Golf
- Continued Greenwich Road utility relocations

**Setting Sheet Piles Bridge B-621**

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

Project Financial Summary:

<u>Project Budget (\$524,613,765):</u>	<u>Funds Expended (as of 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$ 12,200,000	\$ 12,201,002	\$ 1,002
○ RW \$ 18,726,000	\$ 10,313,576	\$ 0
○ CN \$ 493,687,765	<u>\$ 134,560,703</u>	\$ 0
	\$ 157,075,281	

Project Schedule:

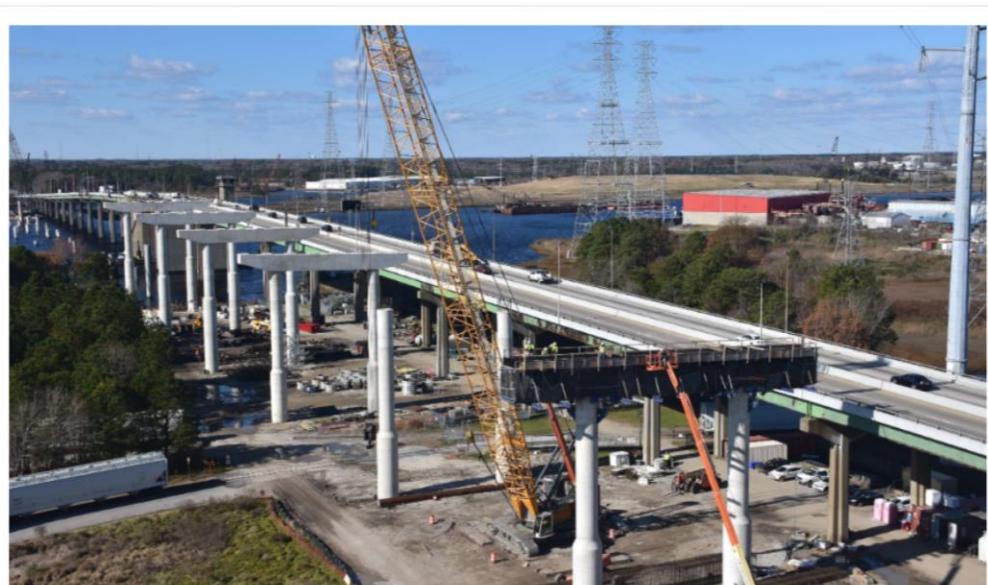
Award	October 2017
Notice to Proceed	November 2017
Project Completion	July 2021
Schedule Status	On-Schedule

Enabling Funding

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

Project Status:

- VDOT continues to respond to RFIs, NDCs, NCRs and submittals as needed
- All ROW parcels have been acquired and/or cleared for construction
- HRB pier construction (piles, footings, columns, caps) continue on Piers 1-3, 8-14, 16-31
- Fender system construction continues
- Construction of both Great Bridge Blvd Bridge abutments and abutment MSE walls continue
- Construction of I-64 Bridge Widening over Military Highway, Yadkin Road, and Shell Road continue
- Clearing and grubbing, earthwork, drainage, roadway widening continues on all 5 roadway segments

**HRB Looking West**

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:

Project Budget (\$5,000,000):	Funds Expended (as of 11/30/19):	Projected Cost Over/(Under):
○ PE \$5,000,000	\$ 1,095,368	\$ 0
○ RW \$ 0	\$ 0	\$ 0
○ CN \$ 0	<u>\$ 0</u>	\$ 0
	\$ 1,095,368	

Study Schedule:

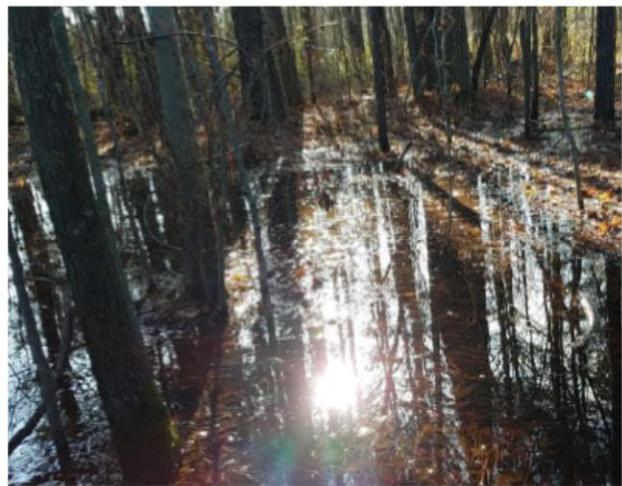
Begin NEPA Process	June 2017
Study Completion	June 2020

Study Status:

- Study closed; final voucher paid on January 7, 2019
- Estimate updated to match expenditures as of February 1, 2019
- Final CTB approval to terminate project agreement to occur on December 11, 2019.

Enabling Funding

HRTAC	\$ 5,000,000
State/Federal	\$ _____.
	\$ 5,000,000

**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	\$ 2,107,946	\$ 0
○ RW \$ 0	\$ 0	\$ 0
○ CN \$ 0	\$ 0	\$ 0
	\$ 2,107,946	

Funds Expended (as of 11/30/19):

Projected Cost Over/(Under):

Project Schedule:

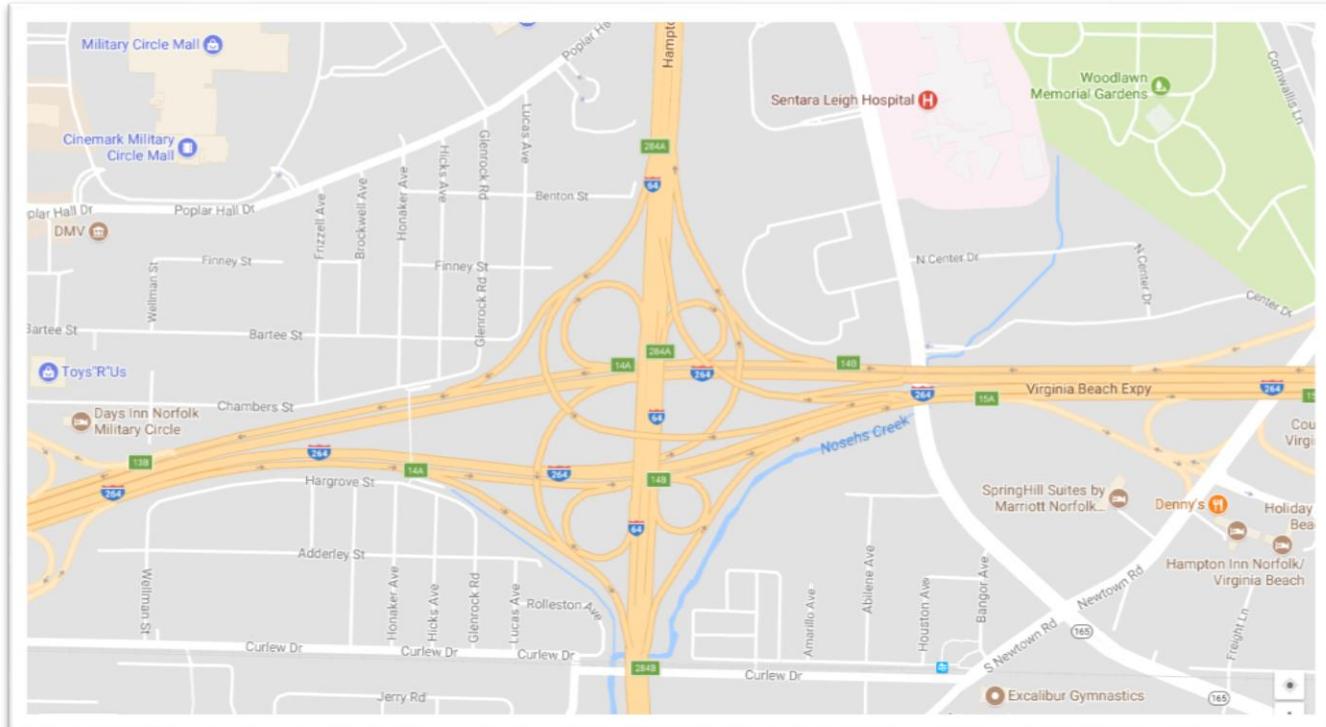
IMR Submittal to FHWA	December 2019
IMR Conditional Approval	Spring 2020
Schedule Status	On-Schedule

Enabling Funding

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

Project Status:

- Final IMR in review by Central Office.
- IMR will be submitted to the FHWA in Mid-January 2020.



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 11/30/19):</u>	<u>Projected Cost Over/(Under):</u>
○ PE \$4,000,000	\$ 1,937,620	\$ 0
○ RW \$ 0	\$ 0	\$ 0
○ CN \$ 0	\$ 0	\$ 0
	\$ 1,937,620	

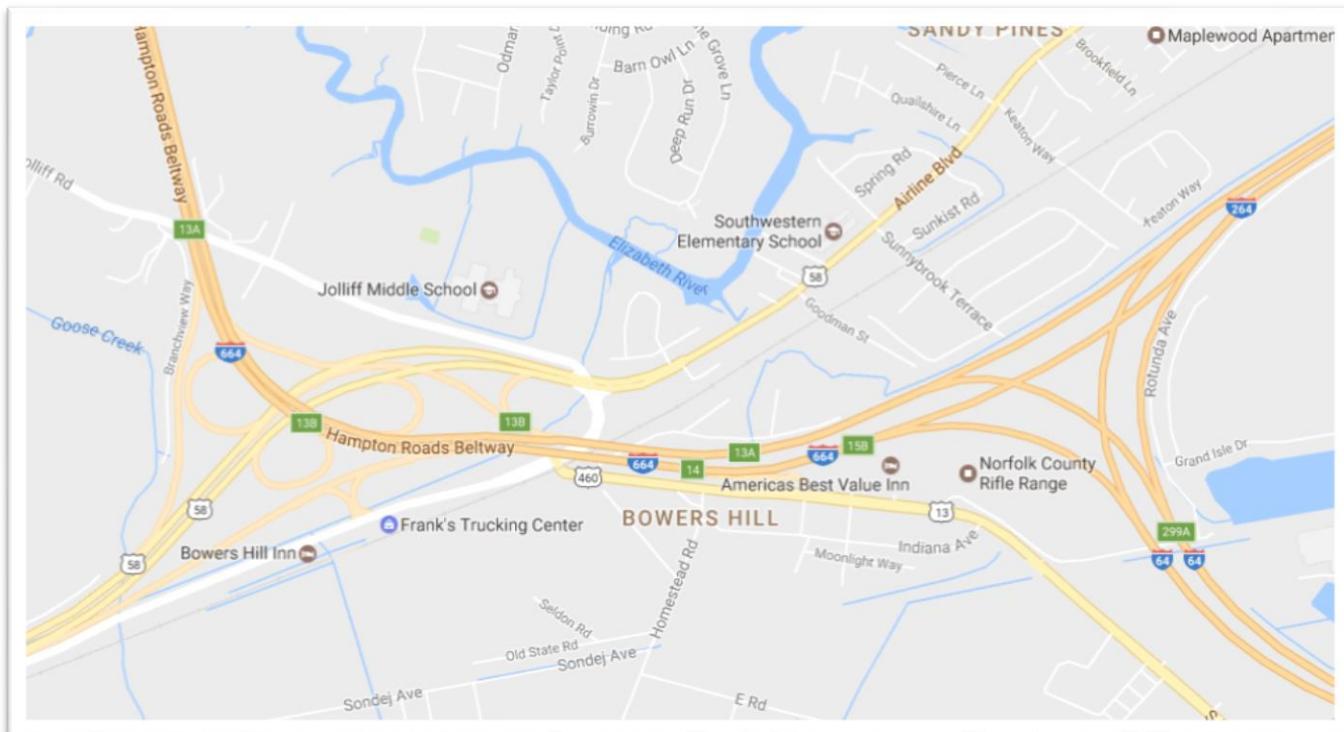
Study Schedule:

Study Status:

- Modify scope to expand study area to include I-664 from Bowers Hill to College Drive in accordance with HRTPO resolution regarding express lanes.

Enabling Funding

HRTAC \$ 4,000,000
State/Federal \$ _____.
\$ 4,000,000





**HRTAC Program Development
Monthly Executive Report
December 2019**

Hampton Roads District
7511 Burbage Drive
Suffolk

Ft. Eustis Interchange

UPC 106700 (HRTAC)

Project Scope:

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

Project Financial Summary: TBD

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