

**Kentucky Public Transportation Infrastructure Authority (KPTIA)
Kentucky Transportation Building
200 Mero Street
Frankfort, Kentucky**

**October 16, 2012 (Meeting #11)
1:00 p.m. EST**

The meeting was called to order by Chairman Mike Hancock. A roll call was taken and a quorum was present.

KPTIA members in attendance were: Chairman Mike Hancock, Vice-Chair Lori Flanery, Joseph H. Mattingly, Jr., Charlie Johnson, Michael R. Walker, Don Kelly and Glenn Mitchell.

A motion was made by Mr. Mattingly and seconded by Mr. Kelly to approve the meeting minutes of March 5, 2012. The minutes were approved as written.

Chairman Hancock asked for public comments from those in attendance. Ms. Ellen Heslen, Chief of Staff to Louisville Mayor Greg Fischer, thanked the Authority for its hard work and stated that Metro Louisville stands ready to assist in any way it can as the Ohio River Bridges Project goes forward.

The next item on the agenda was a discussion by David Talley, Deputy Executive Director for the Cabinet's Office of Budget and Fiscal Management, concerning a Memorandum of Agreement between KPTIA and KYTC. The MOA outlines the financial obligations of the Cabinet to support KPTIA and also KPTIA's responsibility to make available the services of its staff, consultants, and contractors for use by the Cabinet and other government agencies. A motion to approve the MOA was made by Ms. Flanery and seconded by Mr. Johnson. Said motion was unanimously approved.

Mr. Andy Barber, KYTC Project Manager for the Louisville-Southern Indiana Ohio River Bridges (LSIORB) Project, and Mr. Russ Romine, Executive Advisor to Secretary Hancock, provided an update on LSIORB project activities since the last KPTIA meeting on March 5, 2012. Mr. Barber spoke about the Supplemental Final Environmental Impact Study (SFEIS) and the Revised Record of Decision (RROD) and the subsequent approval of both documents by the Federal Highway Administration (FHWA). The SFEIS was approved on April 20, 2012 and the RROD was approved on June 20, 2012.

Mr. Romine discussed the Section 129 Tolling Agreement. The execution of this agreement was critical to the project as it generally enables the use of federal funds on a project that will be tolled. The agreement was executed on July 30, 2012 and was signed by Chairman Hancock on behalf of KPTIA. To affirm Chairman Hancock's action, a motion was made by Mr. Mattingly and seconded by Mr. Mitchell to approve the Agreement between FHWA, KYTC, KPTIA, the Indiana Department of Transportation (INDOT) and the Indiana Finance Authority (IFA). Motion was unanimously approved.

Mr. Romine discussed the federally required Initial Financial Plan and stated this was a living document that will be updated on an annual basis. Mr. Barber discussed the Project Management Plan, also federally required, and stated this also is a living document that will be updated, as necessary, based on revisions and as the project progresses.

The Design-Build Procurement Status and Timeline were presented by Mr. Barber. He announced that the Design-Build Teams were Ohio River Transportation Constructors, which is a joint venture of Kiewit Infrastructure Company, Traylor Brothers, Inc., Kokosing Construction Company, Inc. and Massman Construction Company; Skanska, Flatiron, Dragados USA; and Walsh Construction Company.

Mr. Romine gave a brief update of the latest TIFIA effort on behalf of the LSIORB project. TIFIA stands for Transportation Infrastructure Finance and Innovation Act and is a federal program that provides for low-cost borrowing to support major transportation infrastructure projects. Kentucky is pursuing a \$325 million TIFIA loan through the greatly expanded TIFIA program included in the recently enacted federal highway bill, MAP-21.

The next item on the agenda was a presentation by Becky Goodman on the Bi-State Development Agreement (BSDA) and the Interlocal Agreement. These two complex documents will govern the rights, responsibilities and duties of the relevant parties through the end of the financing on the LSIORB project. Parties to the BSDA include KPTIA, KYTC, INDOT, IFA, and the Bi-State Bridges Authority. Parties to the Interlocal Agreement include KPTIA, KYTC, INDOT, and IFA. Ms. Goodman also read the Resolution of the Kentucky Public Transportation Infrastructure Authority pertaining to these two documents, and other necessary acts/documents derived from these two documents.

Following the presentation by Ms. Goodman, a motion was made by Mr. Johnson and seconded by Mr. Walker to accept the Bi-State Development Agreement and the Interlocal Agreement and to give authority to Secretary Hancock to sign this Resolution, and perform other necessary acts derived from such agreements and directly related to the construction of the LSIORB project on behalf of KPTIA as the developing and issuing authority. Said motion passed unanimously.

The following dates were tentatively set for future KPTIA meetings: January 15, 2013, April 16, 2013, July 16, 2013 and October 15, 2013.

A motion was made by Mr. Johnson and seconded by Mr. Mitchell to adjourn the meeting.

Minutes were taped and transcribed by Terri Pelosi, Court Reporter, this the 29th day of October, 2012.

Terri Pelosi
Court Reporter