

**Kentucky Public Transportation Infrastructure Authority
(KPTIA)
Kentucky Transportation Building
200 Mero Street
Frankfort, Kentucky
Meeting No. 15 – August 30, 2013
1:00 P.M. EST**

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

KPTIA members in attendance were: Secretary Michael Hancock, Lori Flanery, Joseph Mattingly, Jim Ward, Steve Austin, Michael Walker, Dana Mayton, Don Kelly and Glenn Mitchell.

A motion was made by Mr. Austin and seconded by Mr. Walker to approve the meeting minutes of April 16, 2013. The minutes were approved as written.

Chairman Hancock asked for public comments from those in attendance, but no one from the public addressed the Authority.

Item 4 on the agenda was the Louisville-Southern Indiana Ohio River Bridges Project. The following topics were discussed:

- (a) Project Update: Andy Barber, KYTC Project Manager, stated that construction activity has begun on all sections of the Downtown Crossing. This includes in Downtown Louisville, in the river and in Jeffersonville. A groundbreaking ceremony was held June 18th. Mr. Barber stated that the first major traffic impact was the closing of I-64 eastbound to the I-65 southbound ramp. Right-of-way procurement is complete on both the Downtown Crossing and East End Crossing. Mr. Barber further stated that the Aesthetic Enhancement Implementation Plan has been completed. Also, he mentioned that web cams will be up on the project website soon and this will show the progress of the construction.

Mr. Barber stated that Indiana is working on the East End Crossing and that construction is underway there as well. Blasting and excavation has commenced at Kentucky 841 where it closes in on U.S. 42.

- (b) Toll Integrator/Operator Procurement Update: David Talley, KYTC Deputy Executive Director of the Office of Budget and Fiscal Management, stated that a decision was made to cancel the Toll System Integrator procurement process in order to receive industry input and to make needed improvements in the RFP. The RFP will then be re-released and the plan is to have a Toll System Integrator on board in early 2014.
- (c) Traffic and Revenue Study – Report Presentation: Dave Cuneo, Project Manager with the traffic consulting firm of Steer Davies Gleave (SDG), presented an investment grade traffic and revenue study which included an analysis of the existing conditions and that looked at traffic count data, travel times and trip patterns. The study also included a review of land use activity, a travel survey and traffic and revenue forecasting.
- (d) Plan of Finance – TIFIA Update and GARVEE bond transaction: David Miller of PFM stated that the finance team continues to work on various documentation needed to support the financing, including the KPTIA Bond Trust Agreement, KPTIA-KYTC Lease Agreement, Preliminary Official Statement, the TIFIA loan application, the Investment Grade Traffic and Revenue Report and the Consulting Engineer's Report. Mr. Miller stated that representatives from Fitch, Moody's and S&P came to Louisville on April 3 and 4 to meet with the finance team and visit the project site.

Mr. Miller stated that Series 2013 GARVEE bonds of \$236 million in proceeds were issued earlier in the month and that the acceleration of this issuance is due to the fact that the planned issuance/ Closure of the First Tier bonds and the TIFIA loan has been delayed. Mr. Miller stated that the Downtown Crossing has received two preliminary investment grade ratings on both the First Tier bonds and the TIFIA loan.

Mr. Miller further stated that interest rates have gone up more than 120 basis points since March and that this is offset by a request for a larger TIFIA loan than previously anticipated. The finance team hopes to close the TIFIA loan at the end of September or early October. The TIFIA staff had the first meeting with their Credit Council on August 16th and the second Credit Council is scheduled for September 17th.

- (e) Financing Schedule Review: David Miller reviewed the financing schedule. He stated this schedule is dependent on how quickly the TIFIA process moves forward, but he is hopeful that by October 9th or soon thereafter, the selling of toll revenue bonds can begin.
- (f) KY-IN Joint Board and Tolling Body Meeting Review: Secretary Hancock stated that the Joint Board and the Tolling Body will hold public meetings on Thursday September 5th 2013, in Jeffersonville, Indiana.

There was no Old Business to discuss. A motion was made by Mr. Walker and seconded by Mr. Ward to adjourn the meeting.

(Minutes were taped and transcribed by Terri Pelosi, Court Reporter, this the 6th day of September, 2013.

Terri Pelosi