



COMMONWEALTH of VIRGINIA

Commonwealth Transportation Board

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Chairperson

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Agenda item # 8

RESOLUTION OF THE COMMONWEALTH TRANSPORTATION BOARD

September 21, 2022

MOTION

Made By: Ms. Hynes **Seconded By:** Mr. Kasprowicz
Action: Motion carried, unanimously

Title: Continued Action on Content of Commonwealth Transportation Board Policy Index

WHEREAS, in August, 2017, the then-Secretary of Transportation, Aubrey L. Layne, directed that the Commonwealth Transportation Board (CTB) Policy Index be re-evaluated to identify obsolete or redundant policies and actions to be repealed, and to identify for retention those policies and actions that reflect current operating needs and statutory responsibilities (i.e., are currently in effect/valid); and

WHEREAS, at its December 6, 2017 action meeting, (pursuant to the resolution entitled *Action on Content of Commonwealth Transportation Board Policy Index – Repeal of Obsolete Policies/Actions and Retention of Current Policies/Actions* and hereinafter referred to as the December 2017 Resolution) the CTB approved recommendations prepared by the Virginia Department of Transportation (VDOT) and the Department of Rail and Public Transportation (DRPT) concerning those policies and actions that were clearly obsolete or unnecessary/redundant and that warranted repeal and those policies and actions that were clearly still in effect/valid and that warranted retention; and

WHEREAS, at its January 10, 2018 action meeting, (pursuant to the resolution entitled *Continued Action on Content of Commonwealth Transportation Board Policy Index* and hereinafter referred to as the January 2018 Resolution) the CTB approved additional recommendations prepared by VDOT and DRPT concerning several of the remaining policies and actions that (i) were clearly obsolete or unnecessary/redundant and warranted repeal and (ii) were clearly still in effect/valid and warranted retention; and

WHEREAS, at its January 10, 2018 action meeting, the CTB also instructed VDOT and DRPT to further evaluate those policies and actions that still warranted additional review and evaluation that were not included for action in the December 2017 or January 2018 resolutions, for purposes of determining whether they should be repealed or retained and to make recommendations regarding final disposition of said policies and actions at a subsequent CTB action meeting; and

WHEREAS, VDOT has performed further research on those remaining policies and actions and has prepared lists of policies and actions, identified by title and adoption date, consisting of those policies and actions that are obsolete or unnecessary/redundant and that warrant repeal (see Attachment A2) and those policies and actions that are still in effect/valid and that warrant retention (see Attachment B2).

NOW, THEREFORE, BE IT RESOLVED, that the CTB hereby repeals the policies/actions set forth in Attachment A2, and directs that the policies/actions set forth in Attachment B2 be retained in the CTB Policy Index.

BE IT FURTHER RESOLVED, that the CTB hereby directs VDOT to take all actions necessary to document this action, by removing from the CTB Policy Index and adding to the electronic archive, those policies and actions repealed herein.

BE IT FURTHER RESOLVED, that the CTB hereby directs VDOT to continue to regularly review all policies set out in the Policy Index for purposes of determining whether they remain valid or are obsolete and should be presented to the CTB for disposition at a future action meeting.

BE IT FURTHER RESOLVED, that the CTB directs VDOT to maintain and update the CTB Policy Index, in consultation with DRPT, as necessary, to ensure that its content reflects an inventory of current policies and actions by adding new policies and actions as they are adopted by the CTB and repealing and archiving those policies and actions that are repealed or explicitly superseded by subsequent actions of the CTB.

BE IT FURTHER RESOLVED, that repeal of any policy or action pursuant to this action shall in no way affect the validity of any actions taken pursuant to the policy or action, prior to its repeal hereunder.

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CTB Decision Brief

Continued Action on Content of Commonwealth Transportation Board Policy Index

Issue: Commonwealth Transportation Board (CTB) approval and action is required to implement additional proposed revisions to the content of the CTB Policy Index so that it contains only those policies that are currently in effect/valid and to repeal and archive policies that are no longer in effect.

Facts: At an August 2017 CTB Retreat, the then-Secretary of Transportation, Aubrey L. Layne, directed that the CTB Policy Index be re-evaluated to identify obsolete or redundant policies and actions to be repealed, and to identify, for retention, those policies and actions that reflect current operating needs and statutory responsibilities (are currently in effect/valid).

At its December 6, 2017, action meeting, pursuant to the resolution entitled *Action on Content of Commonwealth Transportation Board Policy Index –Repeal of Obsolete Policies/Actions and Retention of Current Policies/Actions* (December 2017 Resolution) the CTB approved recommendations prepared by the Virginia Department of Transportation (VDOT) and Department of Rail and Public Transportation (DRPT) concerning those policies and actions that were clearly obsolete or unnecessary/redundant and that warranted repeal and those policies and actions that were clearly still in effect/valid and that warranted retention. In addition, the CTB instructed VDOT and DRPT to further evaluate those policies and actions warranting additional review and evaluation (set out in an Attachment (C) to the December 2017 Resolution) for purposes of determining whether they should be repealed or retained and to make recommendations regarding final disposition of said policies and actions at the January 2018 CTB action meeting or thereafter.

At its January 10, 2018 action meeting, (pursuant to the resolution entitled *Continued Action on Content of Commonwealth Transportation Board Policy Index* and hereinafter referred to as the January 2018 Resolution) the CTB approved additional recommendations prepared by VDOT and DRPT concerning several of the remaining policies and actions that (i) were clearly obsolete or unnecessary/redundant and warranted repeal and (ii) were clearly still in effect/valid and warranted retention. The CTB also instructed VDOT and DRPT to further evaluate those policies and actions that still warranted additional review and evaluation that were not included for action in the December 2017 or January 2018 resolutions, for purposes of determining whether they should be repealed or retained and to make recommendations regarding final disposition of said policies and actions at a subsequent CTB action meeting.

VDOT has performed further research on those policies and actions, and have prepared new attachments for the CTB's consideration containing policies and actions recommended for repeal and policies and actions recommended to be retained (Attachments A2 and B2, respectively).

Attachments A2 and B2 were presented to the CTB at its July 2022 workshop meeting. Based on feedback from one or more CTB members and further research by VDOT staff, one policy (Grade Crossing Protective Devices, adopted in July 1966) has been moved from Attachment B2 to Attachment A2 and is now also recommended for rescission.

Recommendations: VDOT recommends that the policies/actions contained in Attachment A2 be repealed and the policies/actions in Attachment B2 be retained. To be consistent with the December 2017 and January 2018 actions, it is also recommended that the CTB clarify that the repeal of any policy/action in no way affects the validity of actions taken pursuant to the

policy/action, prior to its repeal.

Action Required by CTB: A resolution will be provided for the CTB's consideration (i) to repeal and retain the policies and actions listed by title and date in Attachments A2 and B2, respectively, and to direct VDOT to take all actions necessary to document the action, (ii) to direct VDOT to continue to regularly review all policies set out in the Policy Index for purposes of determining whether they remain valid or are obsolete, and (iii) to direct VDOT to maintain and update the CTB PolicyIndex, in consultation with DRPT, as necessary, to ensure that its content reflects an inventory of current policies and actions by adding new policies and actions as they are adopted by the CTB and repealing and archiving those policies and actions that are repealed or explicitly superseded by subsequent actions of the CTB. The resolution will also clarify that the repeal of any policy or action pursuant to this CTB action does not affect the validity of actions taken pursuant to the policy/action prior to its repeal.

Result if Approved: The Policy Index will be revised according to the action taken by the CTB, with repealed policies and actions being archived in a separate document and retained policies remaining within the Policy Index.

Options: Approve, Deny, or Defer.

Public Comments/Reactions: N/A

POLICIES TO BE RESCINDED September 2022

Overheads and Underpasses 34' Wide in Towns and Cities on Streets Not in the Primary System

Approved: 6/1/1938

Moved by Mr. East, seconded by Mr. Rawls, that the State Highway Commission agree to the construction of overhead or underpass within the corporate limits of cities and towns over 3,500 population, of a width of not less than 34 feet on streets not in the primary system. Motion carried.

Primary Roads and the Blue Ridge Parkway

Approved: 9/14/1939

Moved by Mr. Rawls, seconded by Mr. Massie, that the right to cross the Blue Ridge Parkway with new State Highway primary roads, be not given up as requested by the Federal Government. Motion carried.

Roads in the Grounds of State Institutions

Approved: 6/22/1956

WHEREAS, by virtue of Chapter 263 of the Acts of Assembly of 1932, roads within the grounds of state institutions were included in the primary system of highways; and

WHEREAS, Section 33-26 of the *Code of Virginia* of 1950, as amended, authorizes the State Highway Commission to add additional mileage to the primary system each year; and

WHEREAS, it becomes desirable that the State Highway Commission express a policy with respect to addition of new roads to the primary system of highways within the grounds of state institutions, now, therefore

BE IT RESOLVED: That it is the sense of the State Highway Commission that the following policy shall apply to the grounds of state institutions, after present commitments have been fulfilled.

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(1) Within the limitations fixed by law, roads which meet the design standards hereinafter defined and set out will be eligible for inclusion in the primary system:

(a) The roadway shall be of a width not less than 20' exclusive of ditches.

(b) Drainage facilities shall be adequate.

(c) The pavement shall consist of stone, gravel, or other suitable material not less than five (5) inches in depth, sixteen (16) feet in width, and surface treated its full width with bituminous material or its equivalent.

(2) Prior to additions, new roads must be improved by non-highway funds.

(3) The Commission, upon request, may provide at cost, engineering services to the state institutions in the location, design and construction of all major roads within the grounds of state institutions. The Commission hereby directs that a copy of this resolution be sent to the administrative heads of all state institutions. Motion carried.

Rules and Regulations to Comply with the Set-Off Debt Collection Act

Approved: 9/15/1983

WHEREAS, House Bill 590, Chapter 258, Acts of Assembly of 1983, mandates that all State Agencies take advantage of the Set-Off Debt Collection Act pursuant to Section 58-19:8 of the act, the Department promulgates these Rules and Regulations under authority of § 58-19.13 and § 33.1-12(7) of the Code and in accordance with the Administrative Process Act § 9:6.14:7 (sic) of the Code to comply with above said House Bill No. 590.

WHEREAS, the State Highway and Transportation Commission on June 16, 1983 and again on July 21, 1983, directed the Department to conduct a public hearing to receive public comment on these Rules and Regulations.

WHEREAS, pursuant to § 9-6.14:7 of the *Code of Virginia* (1950), as amended; Mr. J. T. Warren, the Commissioner's specially designated subordinate, conducted a public hearing in Richmond, Virginia on Wednesday, September 7, 1983.

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WHEREAS, pursuant to Section 9-6 14:7 and 9-6 14:9, a revised statement as to the basis, purpose, impact and summary of the regulation together with a description and comment on public hearing presentations has been enclosed, which is to be incorporated herein.

WHEREAS, these Rules and Regulations of the Virginia Department of Highways and Transportation, have been formulated.

WHEREAS, the Notice of Hearing left the Hearing Docket open for ten days after the Public Hearing or until September 17, 1983.

WHEREAS, no member of the public attended the Public Hearing held September 7, 1983.

WHEREAS, it is important that these regulations be in place by January 1, 1984 and the next Commission Meeting is October 1983.

NOW, THEREFORE, BE IT RESOLVED, that the Rules and Regulations now formulated are adopted as requested this date subject to the receipt of any written material by the Department within 10 days of September 7, 1983. A mail ballot shall be circulated on September 20th to confirm the adoption of these regulations after the expiration of the time for receipt of written comments. If any material is received, it shall be circulated to Member of the Commission forthwith along with the Hearing Officer's recommendation and the mail ballot.

The Rules and Regulations will become effective, January 1, 1984, or as soon thereafter as the Administrative Process Act will allow whichever is later in time.

Editor's Note: The Virginia Administrative Code (VAC) was established to capture all existing regulations promulgated by state agencies. For the current official version of this regulation, see entry for [VAC 24 VAC 30-160](#) in the Virginia Administrative Code (VAC).

Cost of Sidewalks in Towns with Population Less than 3,500

Approved: 6/25/1947

Moved by Mr. Wysor, seconded by Mr. Rawls, that it will be the policy of the State Highway Commission in carrying out the provisions of Chapter 83, Acts of 1946, where it involves the construction of sidewalks in incorporated towns having population less than 3,500, to bear 50% of the cost of such sidewalks where they are found necessary, provided the town agrees to pay fifty per cent. The cost to mean the cost of construction and the cost of the acquisition of the necessary right of way. Maintenance of the sidewalks to be at the expense of the Department of Highways so long as the town has the rights of a municipality having less than 3,500 population. Motion carried.

Sidewalk Construction in Rural Areas

Approved: 8/26/1952

Moved by Mr. Barrow, seconded by Mr. Watkins, that beginning with the allocations for the year 1953-54 all petitioners requesting the construction of sidewalks in rural areas be advised that an allocation will be considered only if the said petitioners guarantee free right of way for the sidewalk. Motion carried.

Authorizing the Issuance and Sale of Revenue Refunding Bonds

Approved: 12/7/2016

WHEREAS, Section 33.2-1727 of the Code of Virginia of 1950, as amended (the "Virginia Code"), authorizes the Commonwealth Transportation Board (the "Board") to issue revenue refunding bonds to refund any revenue bonds issued pursuant to the State Revenue Bond Act, Sections 33.2-1700 et seq. of the Virginia Code (the "Act"); and

WHEREAS, the Board proposes to authorize the issuance of one or more series of revenue refunding bonds (the "Bonds") to refund, redeem and/or defease some or all of the revenue bonds, notes or other obligations previously issued by the Board (the "Outstanding Bonds");

NOW THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH TRANSPORTATION BOARD:

1. **Authorization of Bonds.** The Board determines that it is in the best interest of the Commonwealth to authorize the issuance of Bonds to refund, redeem and/or defease some or all of the Outstanding Bonds pursuant to the criteria set forth in this Paragraph 1 (the Outstanding Bonds to be refunded, redeemed and/or defeased shall be referred to as the "Refunded Bonds"). The Board authorizes the issuance and sale of the Bonds in one or more series from time to time, pursuant to the following terms and conditions: (a) the minimum debt service savings threshold for any series of Bonds shall be (i) no less than three percent (3%) savings on a present value basis compared to the existing debt service on the Refunded Bonds or (ii) such other threshold as may be approved by the Treasury Board of the Commonwealth (the "Treasury Board") in accordance with the Treasury Board Debt Structuring and Issuance Guidelines (the "Treasury Guidelines"); and (b) the fiscal year in which occurs the final maturity date of the Bonds of any series shall be no later than the fiscal year in which occurs the final maturity date of the respective Refunded Bonds. The Chairman of the Board (the "Chairman"), in collaboration with the Board's financial advisor (the "Financial Advisor"), is authorized from time to time to (a) review the terms of the Outstanding Bonds, (b) determine which Outstanding Bonds may be refunded under the criteria set forth in this Paragraph 1 and (c) select the Refunded Bonds. For each Refunded Bond so selected, the Chairman shall prepare a memorandum identifying the Refunded Bonds and setting forth the proposed terms and structure of the Bonds, including details demonstrating that the Bonds are expected to satisfy the criteria set forth in this Paragraph 1. Such memorandum shall be submitted to the Board and to the Treasury Board. The submission of such memorandum plus a copy of this Resolution shall constitute notice to the Treasury Board of the Board's intention to issue such Bonds.

2. **Limited Obligations.** The Bonds shall be limited obligations of the Board, payable from and secured by such revenues and property as were pledged to the respective Refunded Bonds, plus such funds or accounts as may be established and pledged for such purpose pursuant to the respective indenture, trust agreement or other authorizing document. Nothing in this Resolution or the Bonds shall be deemed to create or constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof.

3. **Determination of Details of Bonds.** The Board authorizes the Chairman, subject to the criteria set forth in Paragraph 1, to determine the details of the Bonds, including without limitation the aggregate principal amount, the maturity schedule, the interest rates, the redemption provisions, the sale date, the sale price and the reoffering prices.

4. **Sale of Bonds.** The Board authorizes the Chairman to solicit and consider proposals for a negotiated sale of any series of Bonds and to negotiate the terms of such sale. The Chairman is authorized to execute and deliver a purchase contract or agreement reflecting such proposal; provided that no such purchase contract or agreement may be executed prior to approval of the particular series of Bonds by resolution of the Treasury Board. Alternatively, if determined by the Chairman to be in the best interest of the Commonwealth, the Chairman is also authorized to sell any series of Bonds pursuant to a competitive sale and to prepare, publish and distribute a Notice of Sale in connection therewith; provided, however that no Notice of Sale authorized hereunder may be

distributed prior to the approval of the particular series of Bonds by resolution of the Treasury Board.

5. Preliminary Official Statement. The Board authorizes the Chairman, in collaboration with the staff of the Virginia Department of Transportation (the "Department") and the Financial Advisor, to prepare a Preliminary Official Statement (a "POS") in connection with the offering of each series of Bonds authorized hereunder. The Board authorizes the Chairman to deem the POS to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule") and to approve the distribution thereof; provided, however that no POS authorized hereunder may be distributed prior to approval of the particular series of Bonds by resolution of the Treasury Board.
6. Official Statement. The Board authorizes and directs the Chairman, in collaboration with the Department staff, Bond Counsel and the Financial Advisor, to complete the POS as an official statement in final form (the "Official Statement") to reflect the provisions of the executed purchase contract or the winning bid, as appropriate, for the purchase and sale of each series of the Bonds. The Board authorizes the Chairman to execute the Official Statement, which execution shall constitute conclusive evidence of approval of the Official Statement on behalf of the Board and that it has been deemed final within the meaning of the Rule. The Board authorizes and directs the Department staff to arrange for delivery to the underwriters or winning bidders, as appropriate, within seven business days after the date thereof, of a sufficient number of copies of the Official Statement, for the underwriters or winning bidders to distribute copies to each potential investor requesting a copy and to each person to whom the underwriters or winning bidders initially sell Bonds. The Board authorizes and approves the distribution by the underwriters or winning bidders of the Official Statement as executed.
7. Financing Documents. The Board authorizes and directs the Chairman to prepare and execute any supplemental or amendatory indentures or trust agreements, escrow agreements and any other documents necessary or desirable to effect the issuance of the particular series of Bonds and the refunding of the particular Refunded Bonds.
8. Execution and Delivery of Bonds. The Board authorizes and directs the Chairman and the Secretary of the Board to have the Bonds prepared and to execute the Bonds in accordance with the respective indenture, trust agreement or other authorizing document executed in connection with the Bonds and/or the Refunded Bonds, to deliver them to the trustee for authentication if required and to cause the Bonds so executed and authenticated to be delivered to or for the account of the underwriters or winning bidders upon payment of the purchase price therefore, all in accordance with the executed purchase contract or notice of sale, as appropriate.
9. 9. Continuing Disclosure. The Board covenants to undertake ongoing disclosure and to provide "annual financial information" and "material event notices" for the benefit of holders of Bonds issued hereunder, to assist the underwriters or the winning bidders, as appropriate, in complying with the Rule, including executing and delivering a Continuing Disclosure Agreement in connection with each issuance of Bonds hereunder.

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10. The Board authorizes and directs the Chairman to execute the Continuing Disclosure Agreement in substantially the form previously provided in similar financings, with such completions, omissions, insertions and changes as the Chairman may approve. The Chief Financial Officer of the Department may be designated as the Dissemination Agent under any Continuing Disclosure Agreement executed hereunder.
11. Authorization of Further Action. The Board authorizes the Department staff (a) to request the Treasury Board to approve the terms and structure of the Bonds authorized hereunder in accordance with Section 2.2-2416(7) of the Virginia Code and the Act, (b) to request the Governor of the Commonwealth to approve issuance of the Bonds authorized hereunder in accordance with the Act, (c) if determined by Department staff to be cost beneficial, to procure and negotiate a commitment for a bond insurer to issue municipal bond insurance with respect of some or all of the Bonds, and to execute such commitment together with any other documents related to such insurance, and (d) to procure and negotiate investments and investment contracts for any of the proceeds of the Bonds or the Refunded Bonds. The Board further authorizes the Chairman to execute and deliver all documents and certificates and to take all such further action as he may consider necessary or desirable in connection with the issuance and sale of the Bonds authorized hereunder, including without limitation (a) the execution and delivery of a certificate setting forth the expected use and investment of the proceeds of the Bonds and Refunded Bonds to show that such expected use and investment will not violate the provisions of Section 148 of the Internal Revenue Code of 1986, as amended (the "Tax Code"), and the Treasury Regulations hereunder applicable to "arbitrage bonds" and (b) providing for the rebate of any "arbitrage rebate amounts" earned on investment of proceeds of the Bonds and Refunded Bonds to the United States. The Chairman is further authorized to make on behalf of the Board such elections under the Tax Code and the applicable Treasury Regulations with respect to any series of the Bonds or any Refunded Bonds as the Chairman may deem to be in the best interest of the Commonwealth in consultation with bond counsel to the Board and the Financial Advisor.
12. Report of Chairman. Within sixty days following each date of issuance of Bonds, the Chairman shall submit a written report to the Board (a) identifying the Refunded Bonds actually refunded, (b) describing the final terms and conditions of such Bonds and (c) demonstrating that each of the criteria set forth in Paragraph 1 above was satisfied with respect to such Bonds.
13. Authorizations and Directions to Certain Officers. Any authorization or direction to the Chairman or the Secretary under this Resolution shall also be deemed to be an authorization or a direction to the Vice-Chairman or an Assistant Secretary, respectively, the Commissioner of Highways, and any officer or employee of the Board or the Department designated for such purpose by the Chairman or Secretary.

Effective Date. Termination. This Resolution shall be effective immediately. The authority to issue Bonds pursuant to this Resolution shall terminate on June 30, 2018.

Authorizing the Issuance and Sale of Revenue Refunding Bonds

Approved: 10/15/2014

WHEREAS, Section 33.2-1727 of the Code of Virginia of 1950, as amended (the "Virginia Code"), authorizes the Commonwealth Transportation Board (the "Board") to issue revenue refunding bonds to refund any revenue bonds issued pursuant to the State Revenue Bond Act, Sections 33.2-1700 et seq. of the Virginia Code (the "Act"); and

WHEREAS, the Board proposes to authorize the issuance of one or more series of revenue refunding bonds (the "Bonds") to refund, redeem and/or defease some or all of the revenue bonds, notes or other obligations previously issued by the Board (the "Outstanding Bonds");

NOW THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH

TRANSPORTATION BOARD:

1. Authorization of Bonds. The Board determines that it is in the best interest of the Commonwealth to authorize the issuance of Bonds to refund, redeem and/or defease some or all of the Outstanding Bonds pursuant to the criteria set forth in this Paragraph 1 (the Outstanding Bonds to be refunded, redeemed and/or defeased shall be referred to as the "Refunded Bonds"). The Board authorizes the issuance and sale of the Bonds in one or more series from time to time, pursuant to the following terms and conditions: (a) the minimum debt service savings threshold for any series of Bonds shall be (i) no less than three percent (3%) savings on a present value basis compared to the existing debt service on the Refunded Bonds or (ii) such other threshold as may be approved by the Treasury Board of the Commonwealth (the "Treasury Board") in accordance with the Treasury Board Debt Structuring and Issuance Guidelines (the "Treasury Guidelines"); and (b) the fiscal year in which occurs the final maturity date of the Bonds of any series shall be no later than the fiscal year in which occurs the final

maturity date of the respective Refunded Bonds. The Chairman of the Board (the "Chairman"), in collaboration with the Board's financial advisor (the "Financial Advisor"), is authorized from time to time to (a) review the terms of the Outstanding Bonds, (b) determine which Outstanding Bonds may be refunded under the criteria set forth in this Paragraph 1 and (c) select the Refunded Bonds. For each Refunded Bond so selected, the Chairman shall prepare a memorandum identifying the Refunded Bonds and setting forth the proposed terms and structure of the Bonds, including details demonstrating that the Bonds are expected to satisfy the criteria set forth in this Paragraph 1. Such memorandum shall be submitted to the Board and to the Treasury Board. The submission of such memorandum plus a copy of

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this Resolution shall constitute notice to the Treasury Board of the Board's intention to issue such Bonds.

2. Limited Obligations. The Bonds shall be limited obligations of the Board, payable from and secured by such revenues and property as were pledged to the respective Refunded Bonds, plus such funds or accounts as may be established and pledged for such purpose pursuant to the respective indenture, trust agreement or other authorizing document. Nothing in this Resolution or the Bonds shall be deemed to create or constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof.

3. Determination of Details of Bonds. The Board authorizes the Chairman, subject to the criteria set forth in Paragraph 1, to determine the details of the Bonds, including without limitation the aggregate principal amount, the maturity schedule, the interest rates, the redemption provisions, the sale date, the sale price and the reoffering prices.

4. Sale of Bonds. The Board authorizes the Chairman to solicit and consider proposals for a negotiated sale of any series of Bonds and to negotiate the terms of such sale. The Chairman is authorized to execute and deliver a purchase contract or agreement reflecting such proposal; provided that no such purchase contract or agreement may be executed prior to approval of the particular series of Bonds by resolution of the Treasury Board. Alternatively, if determined by the Chairman to be in the best interest of the Commonwealth, the Chairman is also authorized to sell any series of Bonds pursuant to a competitive sale and to prepare, publish and distribute a Notice of Sale in connection therewith; provided, however that no Notice of Sale authorized hereunder may be distributed prior to the approval of the particular series of Bonds by resolution of the Treasury Board.

5. Preliminary Official Statement. The Board authorizes the Chairman, in collaboration with the staff of the Virginia Department of Transportation (the "Department") and the Financial Advisor, to prepare a Preliminary Official Statement (a "POS") in connection with the offering of each series of Bonds authorized hereunder. The Board authorizes the Chairman to deem the POS to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule") and to approve the distribution thereof; provided, however that no POS authorized hereunder may be

distributed prior to approval of the particular series of Bonds by resolution of the Treasury Board.

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6. Official Statement. The Board authorizes and directs the Chairman, in collaboration with the Department staff, Bond Counsel and the Financial Advisor, to complete the POS as an official statement in final form (the "Official Statement") to reflect the provisions of the executed purchase contract or the winning bid, as appropriate, for the purchase and sale of each series of the Bonds. The Board authorizes the Chairman to execute the Official Statement, which execution shall constitute conclusive evidence of approval of the Official Statement on behalf of the Board and that it has been deemed final within the meaning of the Rule. The Board authorizes and directs the Department staff to arrange for delivery to the underwriters or winning

bidders, as appropriate, within seven business days after the date thereof, of a sufficient number of copies of the Official Statement, for the underwriters or winning bidders to distribute copies to each potential investor requesting a copy and to each person to whom the underwriters or winning bidders initially sell Bonds. The Board authorizes and approves the distribution by the underwriters or winning bidders of the Official Statement as executed.

7. Financing Documents. The Board authorizes and directs the Chairman to prepare and execute any supplemental or amendatory indentures or trust agreements, escrow agreements and any other documents necessary or desirable to effect the issuance of the particular series of Bonds and the refunding of the particular Refunded Bonds.

8. Execution and Delivery of Bonds. The Board authorizes and directs the Chairman and the Secretary of the Board to have the Bonds prepared and to execute the Bonds in accordance with the respective indenture, trust agreement or other authorizing document executed in connection with the Bonds and/or the Refunded Bonds, to deliver them to the trustee for authentication if required and to cause the Bonds so executed and authenticated to be delivered to or for the account of the underwriters or winning bidders upon payment of the purchase price therefore, all in accordance with the executed purchase contract or notice of sale, as appropriate.

9. Continuing Disclosure. The Board covenants to undertake ongoing disclosure and to provide "annual financial information" and "material event notices" for the benefit of holders of Bonds issued hereunder, to assist the underwriters or the winning bidders, as appropriate, in complying with the Rule, including executing and delivering a Continuing Disclosure Agreement in connection with each issuance of Bonds hereunder. The Board authorizes and directs the Chairman to execute the Continuing Disclosure Agreement in substantially the form previously provided in similar financings, with such completions, omissions, insertions and changes as the Chairman may approve. The Chief Financial Officer of the Department may be designated as the Dissemination Agent under any Continuing Disclosure Agreement executed hereunder.

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10. Authorization of Further Action. The Board authorizes the Department staff (a) to request the Treasury Board to approve the terms and structure of the Bonds authorized hereunder in accordance with Section 2.2-2416(7) of the Virginia Code and the Act, (b) to request the Governor of the Commonwealth to approve issuance of the Bonds authorized hereunder in accordance with the Act, (c) if determined by Department staff to be cost beneficial, to procure and negotiate a commitment for a bond insurer to issue municipal bond insurance with respect of some or all of the Bonds, and to execute such commitment together with any other documents related to such insurance, and (d) to procure and negotiate investments and investment contracts for any of the proceeds of the Bonds or the Refunded Bonds. The Board further authorizes the Chairman to execute and deliver all documents and certificates and to take all such further action as he may consider necessary or desirable in connection with the issuance and sale of the Bonds authorized hereunder, including without limitation (a) the execution and delivery of a certificate setting forth the expected use and investment of the proceeds of the Bonds and Refunded Bonds to show that such expected use and investment will not violate the provisions of Section 148 of the Internal Revenue Code of 1986, as amended (the "Tax Code"), and the Treasury Regulations hereunder applicable to "arbitrage bonds" and (b) providing for the rebate of any "arbitrage rebate amounts" earned on investment of proceeds of the Bonds and Refunded Bonds to the United States. The Chairman is further authorized to make on behalf of the Board such elections under the Tax Code and the applicable Treasury Regulations with respect to any series of the Bonds or any Refunded Bonds as the Chairman may deem to be in the best interest of the Commonwealth in consultation with bond counsel to the Board and the Financial Advisor.

11. Report of Chairman. Within sixty days following each date of issuance of Bonds, the Chairman shall submit a written report to the Board (a) identifying the Refunded Bonds actually refunded, (b) describing the final terms and conditions of such Bonds and (c) demonstrating that each of the criteria set forth in Paragraph 1 above was satisfied with respect to such Bonds.

12. Authorizations and Directions to Certain Officers. Any authorization or direction to the Chairman or the Secretary under this Resolution shall also be deemed to be an authorization or a direction to the Vice-Chairman or an Assistant Secretary, respectively, the Commissioner of Highways, and any officer or employee of the Board or the Department designated for such purpose by the Chairman or Secretary.

13. Effective Date. Termination. This Resolution shall be effective immediately. The authority to issue Bonds pursuant to this Resolution shall terminate on June 30, 2016.

Approval of Turnpikes
Approved: 11/3/1955

Attachment A2

WHEREAS, the General Assembly has authorized the construction and operation of certain turnpikes in this state by Turnpike Authorities, and

WHEREAS, such turnpikes are to become parts of the State Highway System upon retirement of the toll revenue bonds issued to pay for such turnpikes, and

WHEREAS, the acts creating such Turnpike Authorities provide for approval of the location of such turnpikes by the State Highway Commission, and

WHEREAS, the State Highway Commission is primarily concerned with the location of such turnpikes only to the extent of determining if such turnpikes will not injure the State Highway System,

NOW, THEREFORE, BE IT RESOLVED, that the State Highway Commission will either approve or disapprove the location of such turnpikes based on the sole consideration of whether the general location of such turnpikes is so projected as not to injure the State Highway System.

Construction of Service Roads

Approved: 6/16/1942

Moved by Mr. Wysor, seconded by General Anderson, that it is the policy of the Commission to permit the building of Service Roads along the main highways which are being thickly settled, under the following conditions;- The width required for the road, including the necessary grading, be such that it will not interfere with the future development to a predetermined standard, including the required area for landscape purposes of the main highway which such service roads parallel; surfaced width to be not less than 12 feet. That all drainage from such roads be carried in culverts to the corresponding culverts under the main highway and all utilities to be placed below the ground and as close as possible to the right of way line. The maintenance of such Service Roads to be taken care of by assessment of the property owner or by the county. The determination of what can be done in connection with the Service Road to be the responsibility of the Landscape Engineer. Before such Service Roads be permitted that a reasonable guarantee be given that provision has been made for their maintenance. In the event such roads are not properly maintained the right to use them on our right of way be discontinued. Motion carried.

Design and Construction of Roads to Federal Defense Installations

Approved: 5/26/1961

WHEREAS, it is necessary to construct access roads to certain Federal Defense installations, which roads are to be funded entirely by Federal funds; and

WHEREAS, the Bureau of Public Roads is not properly equipped to handle such projects and has requested the State Highway Department to handle the engineering, supervision and financing of these projects subject to reimbursement by the Federal Government; and

WHEREAS, these projects are of considerable benefit to the State in that they handle normal highway traffic in addition to the traffic to the defense installation.

NOW, THEREFORE, BE IT RESOLVED: That the policy of the State Highway Commission shall be to handle the engineering, supervision and financing of Defense Access Projects when requested by the Bureau of Public Roads with the understanding that the Federal Government will reimburse the State Highway Department for the entire cost of such projects.

Design and Construction of Roads in Government Reservations

Approved: 9/5/1940

Moved by Mr. Massie, seconded by Mr. Wysor, that the Commissioner be authorized to cooperate with the Federal Government in building roads within Government Reservations, provided the Government pays all costs. Motion carried.

Debarring Members of Legislature from Bidding on Contracts

Approved: 1/15-17/1923

Moved by Mr. Truxtun, seconded by Mr. Sproul, it having come to the attention of the State Highway Commission, that certain members of firms of contractors doing work for the Department are members of the General Assembly and it is the opinion of the State Highway Commission that such is detrimental to public interest and should be discontinued. Motion carried.

VTrans Action Plan – Virginia’s Implementation Plan for VTrans2035

Approved: 10/19/2011

WHEREAS, pursuant to § 33.1-23.03 of the *Code of Virginia*, the General Assembly of Virginia has directed the Commonwealth Transportation Board (CTB), with assistance from the Office of Intermodal Planning and Investment, to develop a Statewide Transportation Plan setting forth assessment of capacity needs

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for all corridors of statewide significance and regional networks; and improvements to promote urban development areas established pursuant to § 15.2- 2223.1 of the Code of Virginia; and

WHEREAS, the Statewide Transportation Plan (also known as VTrans2035) was accepted by the CTB in December 2009; and

WHEREAS, the Office of Intermodal Planning and Investment under the direction of the Secretary of Transportation developed an action plan to implement the VTrans2035 recommendations; and

WHEREAS, stakeholder and agency coordination has been conducted as part of the VTrans Action Plan development; and

WHEREAS, the CTB believes the action plan developed by the Office of Intermodal Planning and Investment should be officially accepted as the VTrans Action Plan.

NOW, THEREFORE, BE IT RESOLVED by the CTB that the VTrans Action Plan is hereby accepted.

BE IT FURTHER RESOLVED, that the VTrans Action Plan shall be updated annually.

Expenditure of Federal Aid Funds on Secondary Extensions

Approved: 3/24/1955

WHEREAS a City of the Commonwealth has requested the expenditure of Federal-Aid Urban and State Matching Funds on a City street which is an extension of a State secondary route and which is in the Federal-Aid secondary system, and

WHEREAS Federal-Aid Urban and State Matching Funds are allocated to the several Districts rather than to the Urban places within the Districts, and have heretofore been used entirely for the relief of urban congestion on extensions of the primary system,

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NOW, THEREFORE, BE IT RESOLVED, that it be the policy of the Commission not to expend such funds on other than primary extensions in a District until such time as the needs on all primary extensions within the District have been reasonably provided for.

Conveyance of Lands and Disposal of Improvements

Approved: 2/15/1962

WHEREAS, this Commission, acting under the provisions of Sec. 33-76.6 and 33-76.11 of the 1950 *Code of Virginia* as amended, authorizes the conveyance from time to time of lands not needed for the uses of the State Highway System, to the owner or owners of record of adjacent lands; and,

WHEREAS, some problems have been encountered by certain beneficiaries under deeds of trust encumbering such adjacent lands, and other difficulties have arisen in connection with land titles, all as a consequence of such conveyances;

NOW, THEREFORE BE IT RESOLVED, that whenever in the future this Commission authorizes the conveyance of lands or interest in lands to owners of record of adjoining lands, the said owners or record must furnish the Right of Way Division of the Department of Highways with a certification of title signed by a qualified attorney, indicating the exact manner and names in which title to such adjoining lands stand, and including details of any deeds of trust or other encumbrances upon such lands, such certification to be furnished before the delivery of any deed executed by the State Highway Commissioner pursuant to the provisions of the Code sections aforesaid; and

BE IT FURTHER RESOLVED, that any such conveyance be made subject to the same deeds of trust or other encumbrances as in the adjoining land.

Editor's Note: The Virginia Administrative Code (VAC) was established to capture all existing regulations promulgated by state agencies. For the current official version of this regulation, which has been amended administratively without CTB involvement, see [24 VAC 30-540](#).

Grade Crossing Elimination Program

Approved: 6/13/1935

Moved by Mr. Wysor, seconded by Mr. East, that the Chairman be instructed that in carrying out the grade crossing elimination program that the railroads furnish fifty percent of the cost of right of way. Motion carried.

Policy for Federal, State and City Participation in Construction of Storm Sewers

Approved: 8/18/1966

WHEREAS; there has developed over a number of years a Highway Department policy for Federal, State and municipal participation in storm sewer construction costs; and

WHEREAS; the increasing complexities and attendant high costs of adequate urban storm sewer systems is placing a heavy financial burden on cities and towns under presently employed cost participation factors; and

WHEREAS; these cost participation factors are not consistent with the intent or the wording of § 33-35.5 of the *Code of Virginia*, enacted in 1964, now

THEREFORE, BE IT RESOLVED; that the following policy providing an equitable sharing of storm sewer construction costs in cities and towns is hereby adopted by the State Highway Commission.

POLICY FOR FEDERAL, STATE AND CITY PARTICIPATION IN THE CONSTRUCTION OF STORM SEWERS

Towns Under 3,500 Population

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1. All storm sewers both parallel and transverse and all appurtenances, such as drop inlets, manholes, etc., that fall within the right of way limits of primary route construction or improvement projects and are considered necessary for adequate project drainage by department engineers will be financed 100 per cent from Federal and/or State funds.
2. All storm sewers and outfalls constructed outside of the right of way limits of such projects that are considered necessary for adequate project drainage by department engineers will be financed 50 per cent from Federal and/or State funds and 50 per cent on a run-off ratio basis between State and Town funds.

Cities and Towns With a Population in Excess of 3,500

1. All storm sewers both parallel and transverse and all appurtenances, such as drop inlets, manholes, etc., that fall within the right of way limits of urban improvement or construction projects on existing or new locations and are considered necessary for adequate project drainage by department engineers will be financed 85 per cent from Federal and/or State funds and 15 per cent City or Town funds; provided that all storm water to be conveyed is normal to the project limits and is not diverted from another watershed.
2. All storm sewers and outfalls constructed outside of the normal right of way limits of urban projects that are considered necessary for adequate project drainage by department engineers will be financed 50 per cent from Federal and/or State funds and 50 per cent on a run-off ration basis between State and City or Town funds; provided that the City or Town's participation is not less than 15 per cent of the total cost of such sewers or outfalls.
3. Whenever parallel storm sewers, manholes, etc., within an urban project or outfalls beyond the project limits are utilized by a City or Town for the conveyance of diverted storm drainage, then the cost of such storm sewers, outfalls, etc., shall be financed on a run-off basis between Federal and/or State funds and City or Town funds.

Policy for Local Participation in the Construction of Sidewalks and the Construction of Storm Sewers Outside Cities and Towns

Approved: 8/18/1966

1. Where new sidewalks are desired and justified by traffic studies, all rights of way necessary for the construction of the sidewalks, including the necessary widths for future road improvements, shall be furnished at no cost to the Secondary road funds.
2. One-half the construction cost of new sidewalks shall be borne by Secondary road funds allotted for use in the county and one-half from funds other than highway funds.
3. The adjustment of any utilities necessitated by the construction of these sidewalks will be borne by Secondary road funds, except where the utilities are located on public property which has been dedicated or acquired for street or road purposes, including uses incidental thereto or other

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provisions whereby the utility owner would have to bear the expense of such relocation or adjustment.

4. Where the construction of curb and gutter is desired and results in the necessity for storm sewers, the cost of these storm sewers shall be financed from Secondary road funds and other sources on the basis of runoff ratios and percentages of participation as listed below:

State

- Runoff from within rights of way, 100%
- Runoff from areas outside the road rights of way and within the watershed common to the project, 25%.

Others

- Runoff from areas outside the road rights of way and within the watershed common to the project, 75%.

5. Diverted drainage from watersheds not common to the project shall be financed from Secondary road funds and other sources on the runoff ratios and percentages of participation as indicated below:

State

- Runoff from the State rights of way within the area of the diverted watershed, 100%.

Others

- Runoff from all areas in the diverted watershed, exclusive of State rights of way, 100%

6. All storm sewer outfalls that are found necessary or desirable shall be financed from Secondary road funds and other sources on the runoff ratios and percentages of participation as indicated below:

State

- Runoff from the State's right of way within the area being drained, 100%

Other

- Runoff from all areas other than the State's right of way in the area being drained, 100%

7. Where through zoning and development control ordinances a county requires participation in off-site drainage, and where their plan from an over-all standpoint reasonably conforms to the above-

established policy, the county's plan shall become the Highway Commission's policy for that county.
(p. 75)

Safety Slogan Signs

Approved: 4/21/1960

WHEREAS, the Highway Department has had requests in the past has a request now pending, and anticipates request in the future, for permits to erect safety slogan signs on the State's rights of way; and

WHEREAS, the Department's engineers after studying the requests feel that the rights of way should be reserved for the ever increasing number of official signs required to be erected on the right of way; and

WHEREAS, it is a desirable for the State Highway Commission to set forth its policy in reference to such sign;

NOW, THEREFORE, BE IT RESOLVED; That no safety slogan signs of any description shall be erected or placed within the right of way of any highway under the jurisdiction of the State Highway Department except such signs as are expressly authorized by statute or by this Commission.

BE IT FURTHER RESOLVED; That any permits issued prior to this resolution be revoked by the State Highway Commission under Section 3 of the Rules and Regulations of the State Highway Commission of Virginia.

Free Passage on Toll Facilities

Approved: 6/21/1990

WHEREAS, Section 33.1-252 of the *Code of Virginia*, relating to the free use of toll facilities, grants the Commonwealth Transportation Board the authority to issue rules and regulations concerning such use, and

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WHEREAS, Section 33.1-252 of the *Code of Virginia* has been amended twice by the 1990 Session of the General Assembly, once relating to the free toll passage on the Chesapeake Bay Bridge-Tunnel by sheriffs and deputy sheriffs, and once relating to the free passage on certain toll facilities by certain handicapped persons, with the amendments to take effect July 1, 1990; and

WHEREAS, existing State law and Departmental policy provided for free passage on certain toll facilities for certain categories of individuals;

NOW, THEREFORE, BE IT RESOLVED, that the Commonwealth Transportation Board amends its policy providing for free passage on toll facilities to include the following:

- A. Local sheriffs and deputy sheriffs traveling on official business may use the Chesapeake Bay Bridge-Tunnel without payment of a toll.
- B. Any vehicle operated by the holder of a valid driver's license issued by Virginia or any other state shall be allowed free use of all toll bridges, toll roads, and other toll facilities in Virginia, except the Norfolk-Virginia Beach Expressway, the Chesapeake Bay Bridge-Tunnel, and facilities operated by the Richmond Metropolitan Authority, if:
 - 1. The vehicle is specifically equipped to permit its operation by a handicapped person;
 - 2. The driver of the vehicle has been certified as being severely physically disabled and having permanent upper limb mobility or dexterity impairment which substantially impair his ability to deposit coins in toll baskets; certification may be made by either a physician licensed by Virginia or any other state, or by the Adjudication Office of the United States Veterans Administration;
 - 3. The driver has applied for and received from the Department of Transportation a vehicle window sticker identifying him as eligible for such free passage; and
 - 4. Such identifying window sticker is properly displayed in the vehicle.

The Department of Transportation shall provide envelopes for payments of tolls by those persons exempted from tolls as specified in subsection B1 of Section 33.1-252. Likewise, the Department shall accept any payments made by such persons. The Department shall post a copy of the law at all toll bridges, toll roads, and other toll facilities in Virginia.

The provisions of this section, Section 33.1-251, or Section 33.1-285 shall not affect the provisions of Section 22.1-187. In addition, the amendment removes references to the Elizabeth River Tunnel, and makes minor changes which will be reflected in revised Departmental policy.

BE IT FURTHER RESOLVED, that the Department is directed to consider holding a public hearing to be held to receive input on this policy approximately six months after final action on this proposal to determine if modifications are necessary.

Special Toll Rates for Commuting Students

Approved: 3/29/1956

WHEREAS, the General Assembly of Virginia by House Joint Resolution Number 107 has requested the State Highway Commission to study the feasibility of establishing special commutation rates for students required to use revenue bond act toll facilities, and WHEREAS, in compliance with said resolution the Commission authorized the traffic engineers named under Section 706 of the Trust Indenture securing the \$95,000,000 issue of State of Virginia Toll Revenue Bonds (Series of 1954) to study the possibility of revising the toll schedules required under Section 501 of the Indenture to provide special student commutation rates, and

WHEREAS, in reports dated March 19, 1956 , and March 20, 1956, the traffic engineers have recommended establishing certain special rates for commuting students required to use the toll facilities for regular attendance at state supported or privately endowed educational institutions approved by the State Board of Education;

NOW, THEREFORE, BE IT RESOLVED by the State Highway Commission that the toll schedules required under Section 501 of the Trust Indenture are revised to include the special commutation rates for students recommended by the traffic engineers.

Maintenance Funding Requests Involving Plant Mixes for Cities of 3,500 Population and Over

Approved: 5/9/1950

Moved by Mr. Rawls, seconded by Mr. Wysor, that where cities of 3,500 population and over request construction funds on a 50-50 basis, it be the policy of the Commission that where plant mix surfaces exist on a street it be maintained from the \$4,000 per mile fund annually set aside for that purpose. That if plant mix is requested for a change in type of surface and an improvement in the riding qualities of the street, such as plant mix on old brick, granite block, rough concrete, etc., the expenditure be on a 50-50 basis. Motion carried.

Maintenance of Arterial Highways
Approved: 5/7/1969

WHEREAS, the State Highway Commission is constructing a 1,740 mile system of arterial highways under authority of Section 33-23.1 of the *Code of Virginia*; and

WHEREAS, the four-lane divided highways comprising this system are being developed in rural areas by constructing a new roadway parallel to and separated by a median from the existing two-lane highway and for the most part in urban areas by constructing limited access four-lane divided bypasses or arterials on new location; and

WHEREAS, the system in its final form will comprise very little of the existing street system now under the jurisdiction of towns and cities of over 3,500 population; and

WHEREAS, the Highway Commission believes it will be in the best interests of the Commonwealth for all of the mileage in the finally developed arterial network system to be under the maintenance and control of the State Highway Department; now therefore

BE IT RESOLVED, that a policy is adopted of establishing or retaining maintenance and control of completed sections of the arterial network without regard to municipal boundaries as authorized by sections 33-23.2, 33-23.5 and other applicable provisions of the *Code of Virginia*.

Rail Industrial Access Policy
Approved: 7/19/1990

WHEREAS, railways and rail corridors are important elements of a transportation system; and

WHEREAS, the Staggers Act allows railroads greater freedom in abandoning lines. The rail route-mile network in the Commonwealth, exclusive of yards and sidings, totaled approximately 3,322 miles as of June 30, 1989. The total network mileage in 1970 was approximately 4,021 with 1,072 of these miles

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classified as light density rail service. Of this light density mileage, 531 miles have been abandoned, which is equivalent to 50 percent of the total. During the last two years, approximately 155 miles of track have been abandoned with the granting of 14 abandonments. Each of the railroads have been eliminated due to the abandonment of lines or the failure to meet Amtrak guidelines for service; and

WHEREAS, the loss of viable light density lines could be damaging to Virginia because they accommodate local freight service, are instrumental in the economic development of various sections of Virginia, and provide some relief to the highway system in transporting freight, particularly in the case of heavy freight shipments which can severely damage secondary roadways and urban streets and can create safety problems. In many cases, they also perform a vital service to Virginia's agricultural industry by transporting bulk commodities which cannot be transported either economically or practically by other modes.

WHEREAS, the Commonwealth Transportation Board, by resolution at its meeting on December 21, 1989, directed the Department of Transportation staff to develop a comprehensive policy for the purchase, rehabilitation, and preservation of rail corridors potentially subject to abandonment or vital to the economic stability of an area; and

WHEREAS, the staff was also directed to particularly consider the current critical situation on the Eastern Shore and in the Shenandoah Valley; and

WHEREAS, the 1990 General Assembly, through enactment of an amendment to House Bill 30, provided one million dollars in funding for this purpose within the Rail Industrial Access Program budget.

NOW, THEREFORE, BE IT RESOLVED, that the Commonwealth Transportation Board does hereby approve the following policy statements:

It shall be the policy of the Commonwealth Transportation Board to consider railways and rail corridors as important elements of the Statewide transportation system. Such consideration shall include the acquisition, lease, improvement, or assistance to appropriate entities in the acquisition, lease or improvement of railways and the purchase of abandoned rail rights-of-way for transportation purposes which the Board determines are for the common good of the Commonwealth or a region of the Commonwealth. The Commonwealth Transportation Commissioner shall administer and expend or commit, subject to the approval of the Commonwealth Transportation Board, such funds as may be set forth in the Appropriations Act for this purpose. Such funds may be expended or provided in the form of

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grants or loans to others to improve rail lines and related facilities specific to rail operations on public or private property and to acquire or lease rail properties for transportation purposes. Any properties purchased can be leased to others for continuation of rail service. No funds shall be used for general railroad operating expenses. Costs incurred for the administration of approved projects shall be an eligible expense under this policy. In allocating funds for improvement, the board shall consider the project cost in relation to the prospective use and the economic and public benefits. In allocating funds for purchase, the Board shall consider the potential for future public use of the properties. The Board shall adopt procedures for the allocation and distribution of the funds as may be provided, including provisions for safeguarding the Commonwealth's interest in all projects.

Editor's Note: This regulation was transferred to the jurisdiction of the Department of Rail and Public Transportation when it was established as a separate agency in 1992. DRPT filed documentation to repeal the regulation Policy and Procedures for Rail Industrial Access Program (24 VAC 25-10). Contact [DRPT](#) for further information on this subject.

Abandoned Mileage in the Secondary System

Approved: 3/30/1938

Moved by Mr. Massie, seconded by Mr. Rawls, that in any county where mileage is abandoned from the secondary system by order of the Board of Supervisors, the same or any portion thereof can be applied to new roads be added during the calendar year. Motion Carried.

Drainage Structures

Approved: 10/7/1954

That with regard to drainage structures at private entrances, it be the policy of this Commission where bridges, or other drainage structures, are placed for private entrances, it shall be the responsibility of the adjoining property owner to maintain such bridge or drainage structure. The property owner to be so advised at the time of securing right of way or otherwise contacting him at time of placing structure.

Reconstructing Light Surface Roads

Approved: 9/23/1937

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Moved by Mr. Wysor, seconded by Mr. Rawls, that in the future it be the policy of the Commission in reconstructing light surface roads in the State, wherever there is sufficient right of way, to preserve as far as possible the present surface of the road for a passing strip and add a heavy duty pavement on either side thereof, thereby making a four lane road instead of resurfacing the center strip. Motion carried.

Conveyance of Right of Way

Approved: 1/21/1965

WHEREAS, rights of way and other real estate incident to the construction, operation and maintenance of the several Highway Systems are acquired pursuant to the provisions of Section 33-57 et seq. and Section 33-117.2 et seq. of the 1950 *Code of Virginia* as amended; and

WHEREAS, certain areas of such rights of way or portions of such real estate may be deemed by the State Highway Commissioner to be no longer necessary for the uses of the several Highway Systems and he may recommend transfer or conveyance of same to private ownership in accordance with the provisions of Sections 33-76.6, 33-76.11 or 33-117.4 of the said Code, as amended,

NOW, THEREFORE, BE IT RESOLVED, that it is the desire of the State Highway Commission that in each instance of such proposed transfer or conveyance a report and recommendation be submitted to the Commission by the Commissioner and his staff for its consideration; and that where the area of the parcel proposed to be transferred or conveyed is not large enough to permit its independent use and development; that consideration be given first to the sale of same to the owner of record of the adjoining lands; and should there be more than one such adjoining owner, then preference should be given to the owner of the tract of land from which the said area was originally acquired.

Disposal of Surplus Parcels of Right of Way

Approved: 5/15/1975

WHEREAS, the State Highway and Transportation Commission was advised at its meeting held on the 17th day of April, 1975, that there are 193 parcels of surplus property owned by the Department throughout the State; and

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WHEREAS, in order to recover our investment, we propose to dispose of these parcels as rapidly as we feel the market will absorb them and recommend that the following procedures be approved:

- 1-A. Refer each parcel to the District Engineer in whose territory the parcel in question may be located for a review and report as to whether or not the area is needed for present or future highway and transportation needs. If the District Engineer advises the area is needed, he must give specific need and estimated time of need in writing.
- 1-B. Refer to the various divisions of the Department of Highways and Transportation the parcels proposed for sale and have them certify not needed, or advise in writing the specific need and estimated time of need, if recommendation to retain is made.
- 1-C. Refer to other State Agencies the parcels to be disposed of and give them thirty (30) days to reply. Also, advise if any agency needs any specific parcel, it can be acquired for appraised value.
2. We propose to have the parcels that can be disposed of appraised and reviewed to establish the market value in accordance with the Department's policies and procedures.
3. The parcels will be advertised for public sale, either by sealed bids or auction as the Department may deem appropriate in each individual case.
4. Sale will be made to the highest bidder, providing the bid is equal to or greater than the appraised value.
5. When public bids do not equal the appraised value, we would then attempt to sell by negotiation for the appraised value or adjusted value, if revision in value is deemed advisable.
6. When the Department is in a position to make final sale, approval of the Commission, if required, will be requested.

NOW, THEREFORE, BE IT RESOLVED, these procedures for the selling of these parcels of land are hereby approved.

Lease of Right of Way

Approved: 3/21/1963

WHEREAS, at its meeting on March 26, 1959 this Commission, in accordance with the provisions of Section 33-57.1 of the 1950 *Code of Virginia* as amended did authorize the State Highway Commissioner to enter into leases with the owners of improved lands acquired in advance of proposed highway construction; and

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WHEREAS, certain lands so acquired are under lease to tenants of the owners thereof at the time of acquisition, and such tenants have indicated a desire to continue their occupancy of same by leasing directly from the Commonwealth; and

WHEREAS, Section 33-117.4 of the said Code as amended authorizes this Commission to lease such parcels of land to others than the former owner in the event the said former owner does not request such leasing in his own name.

NOW, THEREFORE, in accordance with the provisions of Section 33-57.1 and 33-117.4 aforesaid the State Highway Commissioner is hereby authorized to enter into leases with either the owners or lessees of improved lands acquired in advance of proposed highway construction, whenever the State Highway Commissioner deems that the facts justify same, such leases to be upon such terms and such considerations as may be approved by the State Highway Commissioner as being in the public interest, and to be revocable on not more than sixty days notice whenever it appears to the State Highway Commissioner that such revocation is justified or is required for the uses of any of the Highway Systems.

Right of Way on the Secondary System

Approved: 1/21/1965

WHEREAS, it is realized that the funds to improve secondary roads are very limited; and

WHEREAS, the cost to make the needed and demanded improvements far exceeds the funds available; and

WHEREAS, it is the opinion of this Commission that all available funds possible should be spent for actual improvements to the secondary roads and bridges; and

WHEREAS, the increasing cost of right of way on the Secondary System is causing great concern in view of the fact that highway revenue generated generally by secondary roads is not sufficient to cover the cost of maintenance and improvement, and further in view of the substantial benefits to adjoining landowners by the improvement; and

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WHEREAS, it is the opinion of this Commission that, generally, the right of way for secondary improvements should be donated.

NOW, THEREFORE, BE IT RESOLVED: That, for right of way purposes, all roads in the Secondary System be placed in one of the two following classifications:

1. Roads serving purely local traffic and
2. Roads serving a large volume of through traffic in addition to local traffic.

That the determination of the classification of each road will be made after proper study and consultation.

That for roads in Classification (1) the right of way should be donated, except under extenuating or unusual circumstances; damage payments made where necessary, and that fencing in kind be constructed or for by the state.

That for roads in Classification (2) the right of way which is not donated may be purchased for a consideration based on fair market value; damage payments made where necessary, and that fencing in kind be constructed or paid for by the State.

That for roads in both classifications an estimate of the cost of the right of way for an improvement be made prior to negotiations and, if it develops that the right of way cost will be excessive, consideration will be given to eliminating the project and transferring the funds to other work.

BE IT FURTHER RESOLVED: That, where compatible with the Highway Department's plans and where economically feasible, priority should ordinarily be given to those improvements where the additional right of way is donated.

Right of Way on the Secondary System
Approved: 9/22/1932

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Moved by Mr. Massie, seconded by Mr. East, that right of way on the Secondary System will not be paid for by the State Highway Commission, but that fences be will be set back at the expense of the Department to secure the proper width, and where changes in location are required, the State will make such changes and build the road, provided the right of way is given. Motion carried.

Taking Possession of Property for Highway Purposes **Approved: 5/16/1956**

WHEREAS, in obtaining rights of way for the construction or improvement of highways, it often becomes necessary to proceed with construction prior to reaching an agreement or prior to the institution or termination of condemnation proceedings; and,

WHEREAS, under the circumstances aforementioned, the State Highway Commissioner is authorized by Section 33-70 of the *Code of Virginia* of 1950, as amended, to enter upon and take possession of such property for rights of way necessary for such construction or improvement upon filing a certificate with the proper court as prescribed in Section 33-74 of the *Code of Virginia*, the recordation of which vests title to such property or interest therein in the Commonwealth; and, Whereas, some of the property for rights of way so acquired is encumbered by buildings, dwellings or other fixtures, of which the Commonwealth has no need, and which must be removed or demolished prior to the construction or improvement; and,

WHEREAS, it is recognized that property owners or persons entitled to the amount of compensation deposited by the State Highway Commissioner pursuant to law for payment for the land or interest taken or damaged, may, upon petition to the court, obtain their pro rata share of ninety (90) per centum of the amount deposited.

NOW, THEREFORE, BE IT RESOLVED, that it is the policy of the State Highway Commission that the following procedure is to be employed on or after July 1st, 1956, when taking possession of land pursuant to Section 33-70 of the *Code of Virginia*, as amended: (1) At least ten (10) days notice shall be given to the owner or tenant of the freehold, if known, that the State Highway Commissioner is to take possession of the land, or interest therein, necessary for highway purposes. Such notice shall be mailed by registered mail to such person or persons if known. If no such person be known, written notice shall be posted in a conspicuous location upon the land or fixture affected at least ten (10) days prior to the filing of the certificate authorized by law. (2) If any building, dwelling, fixture or other fixed appurtenance is to be removed or demolished by the construction or improvement, at least sixty (60) days notice shall be given to the owner or tenant of the freehold in the manner prescribed in Paragraph (1) above.

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BE IT FURTHER RESOLVED, that it is the policy of the State Highway Commission to resort to taking possession of land encumbered by buildings, dwellings or other fixtures, prior to reaching an agreement or termination of condemnation proceedings, only in cases where it appears to the State Highway Commissioner to be extremely necessary for prosecution of the project or when long delays may be avoided in the letting of the construction contract.

Flood Gates

Approved: 11/10/1932

Moved by Mr. Shirley, seconded by Mr. East, that permission be granted to property holders to hang flood gates under the various bridges on the down stream side where it is necessary to fence the fields for stock; that the gates be so made they will operate freely with the pressure of water and the hooks or hinges be of such size that if debris lodges against them they will give way. Motion carried.

Credit for Cost of Right of Way

Approved: 3/16/1961

WHEREAS, the State Highway Commission at its meeting of February 16, 1961, adopted a resolution requiring towns of less than 3,500 population to provide rights of way for improvements on the Primary System within such towns, where the cost of urban-type construction is relatively high and the improvements result in substantial benefits to the adjoining properties and to the community as a whole; now, therefore,

BE IT RESOLVED that, when improvements are requested by a town, priority will be given to requests accompanied by a guarantee that the required additional rights of way will be provided at no cost to the State, except for the credit authorized in the above cited resolution of February 16, 1961.

Reimbursement for Right of Ways for Federal-Aid Urban Highway Projects

Approved: 3/25/1952

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Moved by Mr. Rawls, seconded by Mr. Rogers, that the Commission confirm its letter ballot action as follows:

“That where cities desire to acquire needed rights of way for the eventual construction of Federal-Aid Urban highway projects in advance of the availability of detail construction and right of way plans, it be our policy to guarantee to them reimbursement in the permissible ratios from funds available to the State Highway Department for such rights of way needed for such projects if and when such projects are constructed, subject to the presentation of properly supported claims for reasonable and proper cost paid from public funds.”

Securing Right of Way in Cities and Towns

Approved: 10/7/1954

That with regard to the securing of rights of way in cities and towns, the procedure be as follows:

(a) Towns under 3500 population:

In towns having a population less than 3500, the Highway Department, Right of Way Division, in collaboration with the Town Council, will make a careful estimate of the cost of right of way, including land, damages, readjustments of buildings, etc. When the right of way is guaranteed and secured by a town, the Highway Department will participate in the cost up to the amount of the estimate. The Right of Way Division will assist the town in securing the right of way and deeds will be taken in the name of the Commonwealth. The deeds will be prepared by the Commonwealth. The local attorney representing the Highway Department will handle the closing of deeds, examination of title, and conduct condemnation proceedings when necessary. The Commonwealth will pay the legal cost incurred.

(b) Cities and Town over 3500 Population:

In cities and towns with a population of 3500 and over, the Highway Department, Right of way Division, in collaboration with the proper municipal officials, will make a careful estimate of the cost of right of way, including land, damages, readjustment of buildings, etc. The municipality will be expected to conduct all negotiations, prepare all deeds and legal papers, institute and carry through

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to conclusion all condemnations that may be necessary. The title to all right of way to be taken in the name of the municipality. The Commonwealth will pay on projects financed from State funds 50% of the cost of each property where the cost is within the estimate. On projects financed with Federal, State, and City Funds, the Commonwealth will pay the percentage of the cost of each property where the cost is within the estimate, that is set by Federal law for the participation of the different governmental bodies. Legal fees will be paid in the same ratio as payment for property and damage.

(c) **Utility Policy in cities and towns, regardless of population:**

Whenever a project for the construction or improvement of a route on the Primary and/or Secondary System of Highways is undertaken within towns and cities, the towns and cities shall agree to relocate or readjust all publicly or privately owned utilities located either above ground or below ground, as may be necessary so as not to delay or interfere with the work on the project. The relocation or readjusting of the publicly or privately owned utilities to be done without expense to the Commonwealth.

Right of Way Through Towns

Approved: 5/3/1946

Moved by General Anderson, seconded by Mr. Rawls, that in securing right of way through towns of more 3500 or less that the Right of Way Division make a careful estimate of the fair cost of same, including land, damages, moving buildings, etc., and then agree to pay the town in question up to the amount of the estimate when the right of way is secured and guaranteed by the said town. Motion carried.

Policy Book

Approved: 10/7/1954

At the meeting of the State Highway Commission held on March 25, 1954, it was resolved that the Commission review its policies as contained in the Manual (Policy Book) and elsewhere, deleting or amending such policies as may require deletion or amendment and enacting such policies as may be required to meet present highway needs. Such policies have been reviewed and given due consideration.

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BE IT RESOLVED, that the following policies be, and the same are, hereby rescinded,

- (1) Relating to “Right of Way Cost in Elimination”. Adopted June 15, 1935, Page 135 of the Minutes. Policy Book, Page 12. This refers to the elimination of highway-railroad grade crossings and required the R.R. companies to pay 50% of the cost of right of way. The payment of such cost is now provided for by Sections 56-366.1 and 56-369 of the *Code of Virginia*, as amended.
- (2) Relating to “Pole and Power Lines – Distance from Property Line”. Adopted October 8, 1925, Page 136 of the Minutes. Policy Book, Page 56. This required that all poles erected along any State highway be set back not more than two feet from the property line (right of way line). This is in conflict with the General Policy Agreement as set out in the Manual on Permits, Pages 57 to 66, inclusive.
- (3) Relating to “Policy on Erection”. Adopted March 30, 1935, Page 96 of the Minutes. Reaffirmed June 25, 1936, Page 369 of the Minutes. Policy Book, Page 57. This provided that no pole lines be permitted on new highways or on highways where no pole lines were then located, etc. This is in conflict with the General Policy Agreement previously referred to.
- (4) Relating to “Costs – Award of Commission”. Adopted December 3, 1928, Page 73 of the Minutes. Policy Book, Page 61. This provided that in cases where rights of way could not be secured by agreement, the Chairman ask for the appointment of Commissioners, and that if their award appeared to be excessive, the appointment of a second Commission be requested and their findings accepted. This can no longer be followed in practice or in law.
- (5) Relating to “Widths” (Right of Way). Adopted November 4, 1926, Page 38 of the Minutes and February 17, 1927, Page 74 of the Minutes. Policy Book, Page 61. These provided for three standards of widths of rights of way and for the purchase of rights of way as shown on a certain map. These widths and this map are obsolete.
- (6) Relating to “New Right of Way Policy (1942)”. Adopted September 15, 1942, Pages 20 and 21 of the Minutes. First amendment adopted Nov. 17, 1943, Page 120 of the Minutes. Second amendment adopted April 18, 1944, Page 149 of the Minutes. Third and last amendment adopted March 4, 1947, Page 75 of the Minutes. Policy Book, Page 62. These set up certain standard widths of rights of way for the types of pavement (divided and undivided) and classes of roads designated. For the purpose of clarification, it is desirable that a new policy be adopted as hereinafter set out.
- (7) Relating to “Fences – Secondary System Widths”. Adopted Sept. 21, 1932, Page 228 of the Minutes. Policy Book, Page 64. This provided that right of way on the Secondary System would not be paid for by the State Highway Commission, but that fences would be set back at the expense of the State. This is no longer practicable or possible, in view of changed conditions, including requirements in connection with the Federal Aid Secondary Road Program.
- (8) Relating to the volume of traffic on Secondary Roads, etc. Adopted October 11, 1944, Page 29 of the Minutes. Policy Book, Page 64. This provided that on roads carrying an average traffic in normal times of more than 100 vehicles per day and revisions or additional right of way became desired, that not to exceed 5% of the estimated construction cost could be used if necessary to assist local authorities in the acquisition of such right of way. This is no longer practicable for the reasons previously stated.
- (9) Relating to the volume of traffic on Secondary Roads and width of right of way. Adopted October 11, 1944, Page 29 of the Minutes. Policy Book, Page 64. This provided that on Secondary Roads carrying an average traffic in normal times of more than 100 vehicles per day, or where

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topographic conditions justified, that the standard width of right of way be 50 feet, with slope easements where necessary. This is no longer practicable for the reasons previously stated.

AND BE IT FURTHER RESOLVED, that the following policies be, and that the same are, hereby reaffirmed and continued:

- (1) Relating to "Securing from mortgaged land". Adopted February 24, 1937, Page 141 of the Minutes. Policy Book, Page 8. This provides that in securing material from land, or right of way, that inquiry be made to ascertain whether there is a mortgage on the property and by whom held, and that no payments be made for materials or land taken until the Commission (or the Department of Highways) has been advised in writing that it is satisfactory to the mortgagor to make payment to the landowner; otherwise, funds are to be withheld.
- (2) Relating to "Right of Way for Federal Aid Urban Highway Projects Acquired in Advance by Cities Reimbursable Under Certain Conditions". Adopted March 25, 1952, Page 262 of the Minutes. Policy Book, Page 25-B. This provides that where cities desire to acquire needed rights of way for the future construction of Federal Aid Urban Highway Projects in advance of the availability of detail construction and right of way plans, that the policy be to guarantee to the cities reimbursement in the permissible ratios from funds available to the State Highway Department for such rights of way if and when such projects are constructed, subject to the presentation of properly supported claims for reasonable and proper cost paid from public funds.
- (3) Relating to "Right of Way – Use of land by adjoining property owners for installation of gasoline pumps and/or advertising signs". Adopted May 24, 1948, Page 222 of the Minutes. Policy Book, Page 61-A. This sets out that inasmuch as wider rights of way are being acquired for the future development of highways, when funds available, etc. the State Highway Commission does not consider it advisable to lease, rent or otherwise grant permission for the use of any rights of way so acquired, except in extreme or emergency cases, and then for a limited period. However, in cases where the land adjoining the highway (and such rights of way) is to be used for commercial purposes such as a filling station, store, etc., and subject to certain conditions existing, the owner of such place of business may, under certain conditions, as set out, locate his driveways and pumps and/or essential advertising signs on such rights of way. In such cases, agreements for "Commercial Uses" may be entered into for temporary or limited periods under the governing policies and conditions as set out.
- (4) Relating to "Springs, Wells, etc. on Acquired Land". Adopted March 29, 1949, Page 62 of the Minutes. Policy Book, Page 64-A. This provides that in acquiring right of way on which is located springs, wells and their facilities, the landowner having previous use of these may be granted a permit, to be issued by the Right of Way Division, to use these where desired until the Highway Commissioner shall by written notice advise that the permit is terminated.
- (5) Relating to "Use of Land by Adjoining Property Owners – Fencing". Adopted November 17, 1943, Pages 118 and 119 of the Minutes. Policy Book, Page 86. This sets out that inasmuch as wider rights of way are being acquired for the ultimate development of highways, when funds are available, etc., the State Highway Commission does not consider it advisable to lease, rent or otherwise grant permission for the use of any rights of way so acquired, except in extreme or emergency cases, and then for a limited period. However, in cases where such rights of way are being used (when acquired) for agricultural purposes, which would necessitate the former owners preparing other areas for the same use, "Agreements for Agricultural Uses" may be entered into

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for the use of portions of such rights of way for temporary or limited periods under the governing policies and conditions as set out.

- (6) Relating to "Secondary System – Federal Aid Secondary Funds". Adopted June 25, 1947, Page 104 of the Minutes. Policy Book, Page 84-A. This states the sense of the Commission, that where the Board of Supervisors do not aid in securing the right of way and do not want the State Secondary Federal Aid expended on a specific route, it may be transferred to some other county in the district.
- (7) Relating to "Excessive Costs" (right of way). Adopted May 27, 1925, Page 116 of the Minutes. Policy Book, Page 61. This provided that the Chairman do not proceed with any construction work where the cost of rights of way was in excess of the sum available, or where, in the opinion of the Commission, such cost was exorbitant.

AND BE IT FURTHER RESOLVED, that the following policies be, and the same are, hereby adopted:

- (1) That the standard minimum widths of rights of way being, and to be, acquired for Primary State Highways be as follows:
 - (a) 200-300 feet for Limited Access Highways.
 - (b) 160 feet for Class 1 roads – 4 lane pavement, divided or undivided.
 - (c) 110 feet for Class 2 roads – 2 lane pavement.
 - (d) 80 feet for Class 3 roads – 2 lane pavement.
 - (e) 50 feet for Class 4 roads – 2 lane pavement.

Provided that in cases where topographic or other conditions justify a variation from these standard minimum widths, the Chairman is hereby authorized to designate such normal minimum widths as he may deem proper; and provided further that in cases where conditions require or justify the acquisition of rights of way in excess of 160 feet in width for roads designed or designated to have 4 or more lanes of pavement, the Chairman is hereby authorized to designate such normal minimum widths as he may deem proper.

- (2) That with regard to securing rights of way in cities and towns, the procedure be as follows:

- (a) Towns Under 3,500 Population:

In towns having a population of less than 3,500, the Highway Department, Right of Way Division, in collaboration with the Town Council, will make a careful estimate of the cost of right of way, including land, damages, readjustment of buildings, etc. When the right of way is guaranteed and secured by the town, the Highway Department will participate in the cost up to the amount of the estimate. The Right of Way Division will assist the town in securing the right of way and deeds will be taken in the name of the Commonwealth. The deeds will be prepared by the

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Commonwealth. The local attorney representing the Highway Department will handle the closing of deeds, examination of title, and conduct condemnation proceedings where necessary. The Commonwealth will pay the legal costs incurred.

(b) Cities and Towns over 3500 Population:

In cities and towns with a population of 3500 and over, the Highway Department, Right of Way Division, in collaboration with the proper municipal officials, will make a careful estimate of the cost of right of way, including land, damages, readjustment of buildings, etc. the municipality will be expected to conduct all negotiations, prepare all deeds and legal papers, institute and carry through to the conclusion all condemnations that may be necessary. The title to all right of way to be taken in the name of the municipality. The Commonwealth will pay on projects financed from State funds 50% of the cost of each property where the cost is within the estimate. On projects financed with Federal, State and City funds, the Commonwealth will pay the percentage of the cost of each property, where the cost is within the estimate, that is set by Federal law for the participation in the different governmental bodies. Legal fees will be paid in the same ratio as payment for property and damages.

(c) Utility Policy in Cities and Towns, Regardless of Population

Whenever a project for the construction or improvement of a route on the Primary and/or Secondary System of Highways is undertaken within towns and cities, the towns and cities shall agree to relocate or readjust all publicly or privately owned utilities located either above ground or below ground, as may be necessary so as not to delay or interfere with the work on the project. The relocating or adjusting of the publicly or privately owned utilities to be done without expense to the Commonwealth.

- (3) That with regard to drainage structures at private entrances, it be the policy of this Commission where bridges, or other drainage structures, are placed for private entrances, it shall be the responsibility of the adjoining property owner to maintain such bridge or drainage structure. The property owner to be so advised at the time of securing right of way or otherwise contacting him at time of placing the structure.
- (4) That with regard to cattle passes, it be the policy of this Commission that on two-lane highways with right of way of 110 feet or less, cattle passes will not be built, except in widening highways existing structures will be widened. If the property owner desires a cattle pass and pays the

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difference between such a structure and the structure that is required for drainage, then a cattle pass may be constructed.

Where the right of way width is over 110 feet and the plans for the present or future construction provide for a four-lane divided highway, cattle passes may be constructed under certain conditions. If the land on each side of the highway is under the same ownership and at least forty (40) head or horses or cattle are to be passed from one side of the right of way to the other at least daily and the construction of a cattle pass is recommended by the Right of Way Engineer, approved as to location by the Location and Design Engineer, a cattle pass may be constructed upon approval of the Chief Engineer.

- (5) That with regard to the construction and maintenance of public utility pole lines and facilities on rights of way 110 feet or more in width, the governing procedure and conditions be as set out on Pages 57 to 66, inclusive, of the Manual on Permits in cases where the owners of such lines and facilities have executed or will execute the agreement.
- (6) That with regard to all public or private installations, exclusive of highway and roads facilities, on State owned rights of way, Primary and Secondary, the governing procedure and conditions be as set out in the Manual on Permits, revised August 1952; the Chairman having been authorized to issue a revised Manual on Permits by a resolution adopted by the Commission at the meeting held on August 26, 1952 (Page 36 of the Minutes).

Approval of National Fire Protection Association 502 Standard for State-Owned Roadway Bridges and Tunnels

Approved: 3/16/2011

WHEREAS, Chapter 341 of the 2005 Acts of Assembly exempted roadway tunnels and bridges owned by the Virginia Department of Transportation (VDOT) from the Commonwealth's Building Code and the Statewide Fire Prevention Code Act (§ 27-94 et seq. of the Code of Virginia); and

WHEREAS, § 36-98.1 (B) of the Code of Virginia requires roadway tunnels and bridges to be designed, constructed, and operated to comply with fire safety standards based on nationally recognized model codes and standards to be developed by VDOT in consultation with the State Fire Marshal and approved by the Commonwealth Transportation Board; and

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WHEREAS, in consultation with the State Fire Marshal, VDOT has determined that the National Fire Protection Association (NFPA) 502: Standard for Road Tunnels, Bridges, and Other Limited Access Highways, 2011 Edition, as they may be amended from time to time, are the appropriate fire safety standards for roadway tunnels and bridges owned by VDOT/the Commonwealth.

NOW THEREFORE BE IT RESOLVED, that the Commonwealth Transportation Board hereby approves the National Fire Protection Association (NFPA) 502 Standard for Road Tunnels, Bridges, and Other Limited Access Highways, 2011 Edition, and any subsequent amendments or updates thereto, as the fire safety standards that are appropriate for, and that VDOT will utilize, in the design, construction and operation, including but not limited to emergency response operations, of roadway tunnel structures and bridges owned by VDOT/the Commonwealth.

Grade Crossing Protective Devices

Approved: 7/21/1966

WHEREAS, § 56-406.2 of the 1950 *Code of Virginia* as amended provides that the State Highway Commissioner may agree with the railroad companies operating railroad lines in Virginia as to the amount and the proportion of the cost of maintenance of signal devices erected on the grade crossings of such railroads and highways and roads in the State Highway Systems;

WHEREAS, an agreement was reached in 1956 whereby 50% of the average annual cost of maintenance of such devices would be borne by the railroads and 50% by the Department of Highways, based upon the then estimated average annual cost of maintaining the several devices of various classifications then in existence;

WHEREAS, the railroads operating in Virginia have indicated that costs of maintenance of such devices have risen considerably in the time that has elapsed since the date of the original agreement and have requested that future payments of the State's share of the maintenance of such devices be predicated upon such increased costs;

NOW, THEREFORE, in accordance with the provisions of, § 56-406.2 of the 1950 *Code of Virginia* as amended, this Commission hereby approves annual maintenance payments to the several railroads for such protective devices on the several highway systems in Virginia in accordance with the following schedule:

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Class	Type	Present Payment	Proposed Payment
I	Flashing Signals protecting one track	\$550.00	\$675.00
II	Flashing Signals protecting multiple tracks	\$700.00	\$860.00
III	Flashing signals with gates protecting one track	\$825.00	\$1,015.00
IV	Flashing signals with gates protecting multiple tracks	\$1,000.00	\$1,230.00

With the understanding that 50% of the total cost of each type of device in accordance with said schedule is to be borne by the State and 50% thereof to be borne by the railroad, with billings to be made on the basis of calendar years or the proportional part thereof that the device is in service.

POLICIES TO BE RETAINED September 2022

Revised Clarification of Prior Designation of Qualifying Federal-Aid Primary Highways Accessible by Larger Trucks Under the Surface Transportation Assistance Act of 1982
Approved: 5/17/1984

WHEREAS, by resolution dated March 15, 1984, this Commission clarified its earlier designation of Qualifying highways for use by the larger trucks mandated by the Surface Transportation Assistance Act of 1982; and

WHEREAS, as a result of that resolution, this Commission designated a system of Qualifying highways exclusively comprised of Federal-aid primary highways and a system of Access highways comprised of non-Federal-aid primary highways that can safely accommodate the larger vehicles; and

WHEREAS, as a result of further contact with the Federal Highway Administration, it is advisable to again clarify the designation of Qualifying highways to exclude Federal-aid Urban highways that are not urban extensions of Federal-aid primary routes;

NOW, THEREFORE, BE IT RESOLVED, that the March 15, 1984 designation of Qualifying highways, and subsequent additions thereto, is hereby withdrawn, and

BE IT FURTHER RESOLVED, that the attached routes listed in Attachment "D" can safely accommodate the larger vehicles and are necessary to provide reasonable access as provided by law and so are therefore redesignated as Access highways in addition to the one-half mile of access from the Qualifying highways; and

BE IT FURTHER RESOLVED, that this action in no way affects the prior designation of the Interstate System and that from time to time and with due notice other highways may be added to the Qualifying highways or Access highways upon action of this Commission if such highways can safely accommodate the larger vehicles.

Editor's Note: Procedures to consider the inclusion of routes into the non-interstate

qualifying network and the Virginia Access System were not approved by the CTB, but were approved by the FHWA. They have been filed by description as an Administrative Process Act-exempt regulation as 24 VAC 30-570. Specific For the current official version of this regulation and Attachment D referenced above, contact the Governance and Legislative Affairs Division.

Naming of Roads and Bridges

Approved: 6/2/1926

Moved by Mr. Sproul, seconded by Mr. Shirley, that the Commissioner adhere to their former policy in not naming roads or bridges after living persons. Motion carried

Authorizing the Withdrawal of Funds from the Revenue Stabilization Fund Established for Commonwealth of Virginia Transportation Capital Projects Revenue Bonds

Approved: 10/27/2015

WHEREAS, on March 16, 2011, the Commonwealth Transportation Board (the "Board") adopted a resolution (the "2011 CPR Bond Resolution") to issue revenue obligations of the Commonwealth of Virginia (the "Commonwealth") to be designated the "Commonwealth of Virginia Transportation Capital Projects Revenue Bonds, Series 2011" (the "2011 CPR Bonds");

WHEREAS, on May 25, 2011, the Board issued the 2011 CPR Bonds under the provisions of the Master Indenture of Trust dated as of May 1, 2010, as previously supplemented (the "Master Indenture"), between the Board and Wells Fargo Bank, National Association (the "Trustee"), and the Second Supplemental Indenture of Trust dated as of May 1, 2011 (the "Second Supplement" and, together with the Master Indenture, the "Indenture"), between the Board and the Trustee;

WHEREAS, in the 2011 CPR Bond Resolution the Board also authorized the establishment of a fund (the "Revenue Stabilization Fund") pursuant to the Indenture and the transfer thereto of up to \$50,000,000 from the Priority Transportation Fund created under Section 33.2-1527 of the Code of Virginia of 1950, as amended, to provide an additional source of payment and security for the 2011 CPR Bonds and the other bonds issued and outstanding under the Indenture (collectively, the "CPR Bonds");

WHEREAS, the Board established the Revenue Stabilization Fund to set aside funds from the Priority Transportation Fund to ensure compliance with the requirement under subdivision C of Section 33.2-1527 of the Code of Virginia of 1950, as amended, that the revenues then in the Priority Transportation Fund or reasonably anticipated to be deposited into the Priority Transportation Fund pursuant to the law then in effect not be insufficient to make

100% of the contractually required debt service payments on the CPR Bonds and all other bonds, obligations, or other evidences of debt that expressly require as a source for debt service payments or for the repayment thereof the revenues of the Priority Transportation Fund (the "Coverage

Requirement"), and the Second Supplement provides for the application of amounts in the Revenue Stabilization Fund to pay debt service on the CPR Bonds and the exclusion of such debt service in computing the Coverage Requirement;

WHEREAS, Section 5.1(b) of the Second Supplement provides in pertinent part that the Board may direct the Trustee to reduce the balance in the Revenue Stabilization Fund to any amount, including zero, at any time, by delivering to the Trustee an Officer's Certificate (as defined in the Master Indenture) stating that the reduction will not cause a failure to satisfy the Coverage Requirement;

WHEREAS, due to the increased amount of revenues flowing into the Priority Transportation Fund pursuant to Chapter 766 of the Acts of the General Assembly of the Commonwealth of Virginia, 2013 Regular Session, as amended, the finance staff of the Virginia Department of Transportation (the "Department") has advised the Board that the balance in the Revenue Stabilization Fund is no longer required to assure compliance with the Coverage Requirement and such balance may be reduced to zero;

NOW, THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH TRANSPORTATION BOARD:

1. Reduction of Balance in Revenue Stabilization Fund. The Board determines that it is in the best interest of the Commonwealth and the Board for the balance in the Revenue Stabilization Fund to be reduced to zero and the balance now in such fund to be returned to the Priority Transportation Fund.
2. Authorization of Further Action. The Board authorizes (i) Department finance staff to prepare the Officer's Certificate required under Section 5.1(b) of the Second Supplement to cause the balance in the Revenue Stabilization Fund to be reduced to zero and the balance now in such fund to be returned to the Priority Transportation Fund and (ii) the Chief Financial Officer of the Department to act as the Board Representative (as defined in the Master Indenture) for such Officer's Certificate.
3. Effective Date. This Resolution shall be effective immediately.

Authorizing the Issuance and Sale of the Commonwealth of Virginia Transportation Capital Projects Revenue Bonds, Series 2014
Approved: 4/16/2014

WHEREAS, pursuant to the Commonwealth Transportation Capital Projects Bond Act of 2007, enactment clause 2 of Chapter 896 of the Acts of the General Assembly of the Commonwealth of Virginia, 2007 Regular Session, as amended (the "Bond Act"), the Board is authorized, by and with the consent of the Governor, to issue, pursuant to the provisions of the State Revenue Bond Act, revenue obligations of the Commonwealth of Virginia (the "Commonwealth") to be designated

"Commonwealth of Virginia Transportation Capital Projects Revenue Bonds, Series" (the "Chapter 896 Bonds") at one or more times in an aggregate principal amount not to exceed \$3,000,000,000, subject to certain annual limitations;

WHEREAS, pursuant to Item 456.H. of Chapter 874 of the Acts of the General Assembly of the Commonwealth of Virginia, 2010 Regular Session, as amended (collectively, the "Appropriation Act" and, together with the Bond Act, the "Act"), the Board is authorized, by and with the consent of the Governor, to issue, pursuant to the State Revenue Bond Act, revenue obligations of the Commonwealth to be designated "Commonwealth of Virginia Transportation Capital Projects Revenue Bonds, Series XXXX" (the "Appropriation Act Bonds" and, together with the Chapter 896 Bonds, the "Bonds") at one or more times in an aggregate principal amount not to exceed \$180,000,000, after all costs, with the net proceeds of the Appropriation Act Bonds to be used exclusively for the purpose of providing funds for paying the costs incurred or to be incurred for construction or funding of transportation projects set forth in Item 449.10 of Chapter 847 of the Acts of the General Assembly, 2007 Regular Session, including but not limited to environmental and engineering studies; rights-of-way acquisition; improvements to all modes of transportation; acquisition, construction and related improvements; and any financing costs and other financing expenses;

WHEREAS, pursuant to the Act, the aggregate principal amount of Bonds that may be issued is \$3,180,000,000, consisting of \$3,000,000,000 in aggregate principal amount of Chapter 896 Bonds and \$180,000,000 in aggregate principal amount of Appropriation Act Bonds, and the Appropriation Act Bonds are not subject to the annual limitations to which the Chapter 896 Bonds are subject;

WHEREAS, bond counsel to the Board ("Bond Counsel") and the staff of the Virginia Department of Transportation (the "Department") have advised that any Bonds issued after July 1, 2012, will be subject to the requirement of Section 2.2-5002.1 of the Virginia Code that any net original issue premium in excess of a *de minimis* amount received on such Bonds be treated as principal for purposes of determining compliance with the aggregate and annual principal amount limitations to which the Bonds are subject;

WHEREAS, Section 33.1-269 of the Virginia Code provides that the Bonds shall be secured, subject to their appropriation by the General Assembly, (i) by revenues deposited into the Priority Transportation Fund created under Section 33.1-23.03:8 of the Virginia Code (the "Priority Transportation Fund"), (ii) to the extent required, by revenues legally available from the Transportation Trust Fund and (iii) to the extent required, by any other legally available funds;

WHEREAS, the Board has entered into a Master Indenture of Trust dated as of May 1, 2010, as previously supplemented and amended (the "Master Indenture") with Wells Fargo Bank, National Association, as trustee (the "Trustee");

WHEREAS, the Board wishes to authorize the issuance of one or more series of Bonds to be known as the "Commonwealth of Virginia Transportation Capital Projects Revenue Bonds," with one or more series designations, as appropriate (the "2014 Bonds"); and

WHEREAS, the following documents that provide for the issuance and sale of the 2014 Bonds, which shall be filed with the records of the Board, have been prepared by Bond Counsel and the staff of the Department at the direction of the Board and have been presented at this meeting in substantially final form:

(1) a Fourth Supplemental Indenture of Trust (the "Fourth Supplement," together with the Master Indenture, the "Indenture"), between the Board and the Trustee, providing for the terms and structure of the 2014 Bonds;

(2) a Preliminary Official Statement of the Board relating to the offering for sale of the 2014 Bonds (the "Preliminary Official Statement"); and

(3) a Continuing Disclosure Agreement of the Board relating to the obligations of the Board to disclose certain information on an ongoing basis in connection with the 2014 Bonds (the "Continuing Disclosure Agreement").

NOW, THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH TRANSPORTATION BOARD:

1. Authorization of the 2014 Bonds. The Board hereby determines that it is in the best interest of the Commonwealth and the Board for the Board (i) to enter into the Fourth Supplement to provide for the issuance of the 2014 Bonds, (ii) to issue the 2014 Bonds for the purposes authorized under and in accordance with the provisions of the Act and the Indenture and (iii) to sell the 2014 Bonds. The aggregate principal amount of the 2014 Bonds shall not exceed \$300,000,000, the final maturity date of the 2014 Bonds shall not exceed 25 years from their date of issuance, and the aggregate true interest cost of the 2014 Bonds shall not exceed the maximum aggregate true interest cost approved by the Treasury Board, which is empowered pursuant to Section 2.2-2416(7) of the Virginia Code to approve the terms and structure of all proposed bond issues by state agencies, boards or authorities where debt service payments are expected by such agency, board or authority to be made, in whole or in part, directly or indirectly, from appropriations of the Commonwealth. The Board expects the debt service payments to be made from appropriations of the Commonwealth.

2. Limited Obligations. The 2014 Bonds shall be limited obligations of the Board and the Commonwealth, payable from and secured by a pledge of the revenues pledged under the Indenture ("Revenues") and amounts in certain funds established pursuant to the Indenture. Nothing in this Resolution or the 2014 Bonds shall be deemed to create or constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof.

3. Determination of Details of the 2014 Bonds. The Board authorizes the Chairman of the Board (the "Chairman"), subject to the criteria set forth in paragraph 1 of this Resolution, to determine the details of the 2014 Bonds, including, without limitation, the aggregate principal amount, the maturity schedule, the interest rates, the redemption provisions, the sale date, the sale price and the reoffering prices. In addition, the Board authorizes the Chairman to allocate portions of the 2014 Bonds to the authorizations provided by the Bond Act and the Appropriations Act, respectively, in accordance with the actual or projected application of the proceeds of the 2014 Bonds as shall be in accordance with law and as the Chairman shall deem to be in the best interests of the Board, the Department and the Commonwealth.

4. Sale of the 2014 Bonds. The Chairman is authorized to sell the 2014 Bonds pursuant to a competitive sale and to prepare, publish and distribute a Notice of Sale in connection therewith (the "Notice of Sale"), provided that the Notice of Sale may not be published or distributed prior to the approval of the 2014 Bonds by resolution of the Treasury Board. Alternatively, if determined by the Chairman to be in the best interest of the Commonwealth, the Board authorizes the Chairman to solicit and consider proposals for a negotiated sale of the 2014 Bonds and to negotiate the terms of such sale. The Chairman is authorized to execute and deliver a purchase contract or an agreement reflecting such proposal, provided that no such purchase contract or agreement may be executed prior to approval of the terms and structure of the 2014 Bonds by resolution of the Treasury Board.

5. Preliminary Official Statement. The Board approves the Preliminary Official Statement in the substantially final form presented at this meeting. The Board authorizes and directs the Chairman, in collaboration with the staff of the Department and the Board's financial advisor (the "Financial Advisor") and Bond Counsel, to prepare the final form of the Preliminary Official Statement with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2014 Bonds, as the Chairman may approve. The Board authorizes the Chairman to deem the Preliminary Official Statement to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule") and to approve the distribution thereof, provided that the Preliminary Official Statement may not be distributed prior to approval of the terms and structure of the 2014 Bonds by resolution of the Treasury Board.

6. Official Statement. The Board authorizes and directs the Chairman, in collaboration with Bond Counsel, Department staff and Financial Advisor, to complete the Preliminary Official Statement as an official statement in final form (the "Official Statement") in order to reflect the provisions of the winning bid or the executed purchase contract, as appropriate, for the purchase and sale of the 2014 Bonds. The Board authorizes and directs the Chairman to execute the Official Statement, which execution shall constitute conclusive evidence of the approval of the Official Statement by the Chairman on behalf of the Board and that it has been deemed final within the meaning of the Rule. The Board authorizes and

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directs Department staff to arrange for delivery to the winning bidders or underwriters, as appropriate, within seven business days after the date thereof, a sufficient number of copies of the Official Statement for the winning bidders or underwriters to distribute to each potential investor requesting a copy and to each person to whom the winning bidders or underwriters initially sell the 2014 Bonds.

The Board authorizes and approves the distribution by the winning bidders or underwriters of the Official Statement as executed by the Chairman.

7. Fourth Supplement. The Board approves the Fourth Supplement in its substantially final form presented at this meeting. The Board authorizes and directs the Chairman to prepare, execute, and deliver the final form of the Fourth Supplement with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2014 Bonds, including without limitation changes to the dated dates thereof, as the Chairman may approve. Execution and delivery of the Fourth Supplement shall constitute conclusive evidence of the approval of such documents by the Chairman on behalf of the Board.

8. Execution and Delivery of the 2014 Bonds. The Board authorizes and directs the Chairman and the Secretary of the Board (the "Secretary") to have the 2014 Bonds prepared and to execute the 2014 Bonds in accordance with the Indenture, to deliver the 2014 Bonds to the Trustee for authentication, and to cause the 2014 Bonds so executed and authenticated to be delivered to or for the account of the winning bidders or underwriters upon payment of the purchase price of the 2014 Bonds, all in accordance with the Notice of Sale or executed purchase contract, as appropriate. Execution and delivery by the Chairman and the Secretary of the 2014 Bonds shall constitute conclusive evidence of the approval of the 2014 Bonds by the Chairman and the Secretary on behalf of the Board.

9. Continuing Disclosure. The Board approves the Continuing Disclosure Agreement in the substantially final form presented at this meeting. The Board covenants to undertake ongoing disclosure and to provide "annual financial information" and "event notices" for the benefit of holders of the 2014 Bonds and to assist the winning bidders or the underwriters, as appropriate, in complying with the Rule, all in accordance with the Continuing Disclosure Agreement. The Board authorizes and directs the Chairman to prepare, execute, and deliver the final form of the Continuing Disclosure Agreement, with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2014 Bonds, as the Chairman may approve. The Chief Financial Officer of the Department is designated as the Dissemination Agent under the Continuing Disclosure Agreement. Execution and delivery by the Chairman of the Continuing Disclosure Agreement shall constitute conclusive evidence of the approval of the Continuing Disclosure Agreement by the Chairman on behalf of the Board.

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10. Authorization of Further Action. The Board authorizes Department staff (i) to request the Treasury Board to approve the terms and structure of the 2014 Bonds in accordance with Section 2.2-2416(7) of the Virginia Code and the Act, (ii) to request the Governor of the Commonwealth to approve the issuance of the 2014 Bonds in accordance with the Act, (iii) if determined by Department staff to be cost beneficial, to procure and negotiate a contract with a credit facility provider to issue a credit facility any other documents related to such credit facility and (iv) to collaborate with the staff of the Department of the Treasury of the Commonwealth or the State Treasurer to procure and to negotiate investments and investment contracts for any of the proceeds of the 2014 Bonds and amounts in the Revenue Stabilization Fund (as defined in the Indenture). The Board further authorizes the Chairman to execute and deliver all documents and certificates and to take all such further action as he may consider necessary or desirable in connection with the issuance and sale of the 2014 Bonds, including, without limitation, execution and delivery of (a) an amendment to the Payment Agreement dated as of May 1, 2010, between the Board, the Treasury Board, and the Secretary of Finance of the Commonwealth, if necessary, to provide for the issuance and payment of debt service of the 2014 Bonds and the application of the Revenue Stabilization Fund and (b) a document (i) setting forth the expected application and investment of the proceeds of the 2014 Bonds and the expected use of the property financed or refinanced thereby to show that such expected application, investment and use will not violate the provisions of Sections 103 and 141-150 of the Tax Code, and the Treasury Regulations promulgated thereunder including the provisions applicable to "arbitrage bonds" (as defined in the Tax Code) and (ii) providing for the rebate of any "arbitrage rebate amounts" (as defined in the Tax Code) earned on the investment of the proceeds of the 2014 Bonds to the United States. The Chairman is further authorized to make on behalf of the Board such elections under the Tax Code and the applicable Treasury Regulations with respect to the 2014 Bonds as the Chairman may deem to be in the best interests of the Commonwealth and the Board, in consultation with Bond Counsel and the Financial Advisor.

11. Authorizations and Directions to Certain Officers. Any authorization or direction to the Chairman or to the Secretary under this Resolution shall also be deemed to be an authorization or a direction to the Vice-Chairman or to an Assistant Secretary, respectively, the Commissioner of Highways, and any officer or employee of the Board or the Department designated for such purpose by the Chairman or the Secretary.

12. Effective Date. This Resolution shall be effective immediately.

Links to bond documents here:

- [Continuing disclosure agreement](#)
- [Fourth supplemental indenture of trust between Board and Wells Fargo Bank, National Association, as Trustee](#)
- [Transportation Capital Projects Revenue Bonds, Series 2014 - Preliminary Statement](#)

Authorizing The Issuance and Sale of Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes, Series 2016 in an Aggregate Principal Amount not to Exceed \$400,000,000

Approved: 9/21/2016

WHEREAS, from time to time the Commonwealth of Virginia (the "Commonwealth") receives federal-aid highway construction reimbursements and other federal highway assistance under or in accordance with Title 23 of the United States Code, or any successor program established under federal law, from the Federal Highway Administration ("FHWA") or any successor or additional federal agencies ("Federal Highway Reimbursements");

WHEREAS, the receipt of Federal Highway Reimbursements is expected to continue;

WHEREAS, pursuant to the Transportation Development and Revenue Bond Act (the "State Revenue Bond Act"), Sections 33.2-1700 et seq. of the Code of Virginia of 1950, as amended (the "Virginia Code"), the Commonwealth Transportation Board (the "Board") has the power to issue revenue bonds or notes to finance the costs of transportation projects authorized by the General Assembly of Virginia (the "General Assembly"), including any financing costs or other financing expenses related to such bonds or notes;

WHEREAS, the Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes Act of 2011, Article 4, Chapter 15, Title 33.2 of the Virginia Code (the "GARVEEs Act" and, together with the State Revenue Bond Act, the "Act"), authorizes the Board, by and with the consent of the Governor of the Commonwealth (the "Governor"), to issue, pursuant to the provisions of the State Revenue Bond Act, in one or more series from time to time, revenue obligations of the Commonwealth to be designated "Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes, Series" (the "GARVEEs"); provided that the aggregate amount outstanding shall not exceed \$1,200,000,000, exclusive of (i) the amount of any revenue obligations that may be issued to refund GARVEEs issued under the GARVEEs Act in accordance with Section 33.2-1512 of the Virginia Code, and (ii) any amounts issued for financing expenses (including, without limitation, any original issue discount);

WHEREAS, bond counsel to the Board, McGuireWoods LLP ("Bond Counsel"), and the staff of the Virginia Department of Transportation (the "Department") have advised that any GARVEEs issued after July 1, 2012, will be subject to the requirement of Section 2.2-5002.1 of the Virginia Code that any net original issue premium in excess of a de minimis amount received on such GARVEEs be treated as principal for purposes of determining compliance with the principal amount limitations to which the GARVEEs are subject;

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WHEREAS, Section 33.2-1520 of the Virginia Code provides that in connection with each series of GARVEEs issued, the Board shall establish a fund in accordance with Section 33.2-1720 of the Virginia Code either in the state treasury or with a trustee in accordance with Section 33.2-1716 of the Virginia Code, which fund secures and is used for the payment of such series of GARVEEs to the credit of which there shall be deposited such amounts, appropriated therefor by the General Assembly, as are required to pay principal or purchase price of, and redemption premium, if any, and interest on GARVEEs, as and when due and payable, and the amounts deposited in such fund shall be derived (i) first from Federal Highway Reimbursements received by the Commonwealth from time to time only with respect to the project or projects to be financed by the GARVEEs (the "Project-Specific Reimbursements"); (ii) then, at the discretion of the Board, to the extent required, from legally available revenues of the Transportation Trust Fund; and (iii) then from such other funds, if any, which are designated by the General Assembly for such purpose;

WHEREAS, the Board has entered into a Master Trust Indenture (as supplemented and amended, the "Master Indenture") dated as of February 1, 2012, between the Board and U.S. Bank National Association, as trustee (the "Trustee");

WHEREAS, the Board wishes to authorize the issuance of one or more series of GARVEEs to be known as the "Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes," with one or more series designations, as appropriate (collectively, the "2016 GARVEEs") and to take such action as may be necessary or advisable in order to effect the issuance and sale of the 2016 GARVEEs;

WHEREAS, Section 33.2-1513 of the Virginia Code provides that the net proceeds of the GARVEEs shall be used exclusively for the purpose of providing funds, together with any other available funds, for paying the costs incurred or to be incurred for construction or funding of such projects to be designated by the Board, and the Board intends that the net proceeds of the 2016 GARVEEs are to be used to pay costs of the projects listed on Schedule 1 to this

Resolution (collectively, the "Projects"); and

WHEREAS, the provisions for the foregoing arrangements and transactions will be set forth in the following documents, forms of which have been presented to the Board at this meeting:

(1) a [Fourth Supplemental Trust Indenture](#) expected to be dated as of November 1, 2016 (the "Fourth Supplement" and together with the Master Indenture, the "Indenture"), between the Board and the Trustee;

(2) a [Preliminary Official Statement](#) of the Board containing, among other things, information relating to the Commonwealth, the Board, the Virginia Department of Transportation (the

"Department") and the terms of the 2016 GARVEEs to be used in the public offering for sale of the 2016 GARVEEs (the "Preliminary Official Statement");

(3) a [Note Purchase Agreement](#), to be dated as of the sale date of the 2016 GARVEEs (the "Note Purchase Agreement"), between the Board and the underwriters of the 2016 GARVEEs (collectively, the "Underwriters"), to be used if the 2016 GARVEEs are sold at a negotiated sale; and

(4) a [Continuing Disclosure Agreement](#) of the Board relating to the obligations of the Board to disclose certain information on an ongoing basis in connection with the 2016 GARVEEs (the "Continuing Disclosure Agreement" and, together with the Fourth Supplement, the Preliminary Official Statement and the Note Purchase Agreement, the "Basic Documents").

NOW, THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH TRANSPORTATION BOARD THAT:

1. Authorization of the 2016 GARVEEs. The Board finds and determines that it is in the best interest of the Commonwealth and the Board for the Board (i) to enter into the Fourth Supplement to provide for the issuance of the 2016 GARVEEs, (ii) to issue the 2016 GARVEEs in accordance with the provisions of the Act, the Indenture and the Basic Documents, (iii) to sell the 2016 GARVEEs in the manner provided herein, and (iv) to use a portion of the proceeds of the 2016 GARVEEs to pay costs of the Projects, including such other project or projects as may be designated by the Board and approved by FHWA. The Board authorizes the issuance and sale of the 2016 GARVEEs within the following parameters: (i) the aggregate principal amount of the 2016 GARVEEs shall not exceed \$400,000,000, (ii) the final maturity date of the 2016 GARVEEs shall not exceed 20 years from their date of issuance, and (iii) the aggregate true interest cost of the GARVEEs shall not exceed the maximum true interest cost approved by the Treasury Board of the Commonwealth (the "Treasury Board"). The Treasury Board is required pursuant to Section 2.2- 2416 of the Virginia Code to approve the terms and structure of the 2016 GARVEEs. The Board hereby finds and determines that the issuance and sale of the 2016 GARVEEs in accordance with this Resolution conforms with the purposes set forth in the Act and the Master Indenture
2. Limited Obligations. The 2016 GARVEEs shall be limited obligations of the Board and the Commonwealth, payable from and secured by a pledge of the Federal Highway Reimbursements and the other Revenues (as defined in the Indenture) and amounts in certain funds established pursuant to the Indenture. Nothing in this Resolution, the 2016 GARVEEs, the Indenture or the Basic Documents shall be deemed to create or constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof.

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3. Determination of Final Terms and Details and Delivery of the 2016 GARVEEs. The Board authorizes the Chairman of the Board (the "Chairman"), subject to the parameters set forth in paragraph 1 of this Resolution, to determine the final terms and details of the 2016 GARVEEs, including, without limitation, the final series designation, the aggregate principal amount, the maturity schedule, the interest rates, the redemption provisions, the sale date, the sale price and the offering prices. Further, once the terms and details of the 2016 GARVEEs have been determined, the Board authorizes and directs the Chairman and the Secretary of the Board (the "Secretary") (i) to have the 2016 GARVEEs prepared and executed in accordance with the Indenture, (ii) to deliver the 2016 GARVEEs to the Trustee for authentication, and (iii) to cause the 2016 GARVEEs so executed and authenticated to be delivered to or for the account of the Underwriters upon payment of the purchase price of the 2016 GARVEEs, all in accordance with the executed Note Purchase Agreement. Execution and delivery by the Chairman and the Secretary of the 2016 GARVEEs shall constitute conclusive evidence of the approval of the 2016 GARVEEs and the terms and details thereof by the Chairman and the Secretary on behalf of the Board.
4. Basic Documents. The Board approves each of the Basic Documents in substantially the form presented at this meeting. The Board authorizes and directs the Chairman to prepare, execute, and deliver the final forms of the Basic Documents with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2016 GARVEEs, including without limitation changes to the dated dates thereof, as the Chairman may approve. The Chairman's execution and delivery of the Basic Documents shall constitute conclusive evidence of the approval of the final forms of such documents by the Chairman on behalf of the Board.
5. Sale of the 2016 GARVEEs. The Chairman is authorized to sell the 2016 Bonds pursuant to a competitive sale and to prepare, publish and distribute a Notice of Sale in connection therewith (the "Notice of Sale"), provided that the Notice of Sale may not be published or distributed prior to the approval of the 2016 Bonds by resolution of the Treasury Board. Alternatively, if determined by the Chairman to be in the best interest of the Commonwealth, the Board authorizes the Chairman to solicit and consider proposals for a negotiated sale of the 2016 Bonds and to negotiate the terms of such sale. Subject to paragraph (4), the Chairman is authorized to execute and deliver the Note Purchase Agreement, provided that no such purchase contract or agreement may be executed prior to approval of the terms and structure of the 2016 Bonds by resolution of the Treasury Board.
6. Preliminary Official Statement. The Board approves the Preliminary Official Statement in substantially the form presented at this meeting. The Board authorizes and directs the Chairman, in collaboration with Department staff, "Bond Counsel, the Underwriters, and Public Resources Advisory Group, the Board's financial advisor (the "Financial Advisor"), to prepare the final form of the Preliminary Official Statement with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2016 GARVEEs, as the Chairman may approve. The Board authorizes the Chairman to deem the Preliminary Official Statement to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule") and to approve the distribution thereof, provided that the Preliminary Official Statement may not be distributed prior to approval of the terms and structure of the 2016 GARVEEs in accordance with a resolution of the Treasury Board.

7. Official Statement. The Board authorizes and directs the Chairman, in collaboration with Department staff, Bond Counsel, the Underwriters, and the Financial Advisor, to complete the Preliminary Official Statement as an official statement in final form (the "Official Statement") in accordance with the Rule and any Note Purchase Agreement. The Board authorizes and directs the Chairman to execute the Official Statement, which execution shall constitute conclusive evidence of the approval of the Official Statement by the Chairman on behalf of the Board and that it has been deemed final within the meaning of the Rule. The Board authorizes and directs Department staff to arrange for delivery to the Underwriters within seven business days after the sale date of the 2016 GARVEEs, a sufficient number of copies of the Official Statement for the Underwriters to distribute to each potential investor requesting a copy and to each person to whom the Underwriters initially sell the 2016 GARVEEs. The Board authorizes and approves the distribution by the Underwriters of the Official Statement as executed by the Chairman.
8. Continuing Disclosure. The Board covenants to undertake ongoing disclosure and to provide "annual financial information" and "event notices" for the benefit of holders of the 2016 GARVEEs and to assist the Underwriters in complying with the Rule, all in accordance with the Continuing Disclosure Agreement. The Chief Financial Officer of the Department is designated as the initial Dissemination Agent under the Continuing Disclosure Agreement. Execution and delivery by the Chairman of the Continuing Disclosure Agreement shall constitute conclusive evidence of the approval of the Continuing Disclosure Agreement by the Chairman on behalf of the Board.
9. Authorization of Further Action. The Board authorizes Department staff (i) to request the Treasury Board to approve the terms and structure of the 2016 GARVEEs in accordance with Section 2.2-2416 of the Virginia Code and the Act, (ii) to request the Governor to approve the issuance of the 2016 GARVEEs in accordance with the Act, (iii) if determined by Department staff to be cost beneficial, to procure and negotiate a contract with a credit facility provider to issue a credit facility with respect to some or all of the 2016 GARVEEs and to execute such contract, together with any other documents related to such credit facility, and (iv) to collaborate with the staff of the Department of the Treasury of the Commonwealth or the State Treasurer to procure and to negotiate investments and investment contracts for any of the proceeds of the 2016 GARVEEs. The Board further authorizes the Chairman to execute and deliver all documents and certificates and to take all such further action as he may consider necessary or desirable in connection with the issuance and sale of the 2016 GARVEEs, including, without limitation, the execution and delivery of documents, certificates or instruments that include without limitation (x) agreements or amendments to existing agreements concerning Federal Highway Reimbursements or the GARVEEs generally to account for the 2016 GARVEEs or the proceeds of the 2016 GARVEEs or other GARVEEs in a manner consistent with the intent of this Resolution, and (y) certificates or agreements concerning tax items related to the 2016 GARVEEs, such as: (A) the expected use and investment of the proceeds of the 2016 GARVEEs to show that such expected use and investment will not cause the 2016 GARVEEs to be deemed to be "private activity bonds" or "arbitrage bonds" under Section 141 or Section 148 of the Internal Revenue Code of 1986, as amended (the "Tax Code"), and (B) providing for the computation and payment to the United States of any arbitrage rebate liability under Section 148(f) of the Tax Code. The Chairman is further authorized to make on behalf of the Board such elections under the Tax Code and the applicable Treasury Regulations with

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respect to the 2016 GARVEEs as the Chairman may deem to be in the best interests of the Commonwealth and the Board, in consultation with Bond Counsel and the Financial Advisor.

10. Authorizations and Directions to Certain Officers. Any authorization of or direction to the Chairman or the Secretary under this Resolution shall also be deemed to be an authorization of or a direction to (i) the Vice-Chairman of the Board or any Assistant Secretary of the Board, respectively, and (ii) any other officer or employee of the Board or the Department designated for such purpose by the Chairman or the Secretary, respectively, including without limitation the Commonwealth's Commissioner of Highways or the Chief Financial Officer of the Department.

11. Effective Date. This Resolution is effective upon adoption.

SCHEDULE 1

List of Projects

1. I-64 Capacity Improvements
2. Route 29/460 Interchange and Extension
3. UR-6056 Widening
4. I-66/Route 15 Interchange Reconstruction
5. Route 95 Relocation of Interchange
6. Fall Hill Avenue Bridge
7. Route 165/Route 13
8. I-95 Southern Extension Express Lanes
9. I-66 Inside the Beltway
10. Oddfellows Rd
11. Route 7 Corridor Improvements Phase 1 and 2
12. Route 58/Holland Rd Corridor
13. Transform I-66 Outside the Beltway
14. Route 682 Reconstruction
15. Emmet St Corridor

16. Route 10 Bermuda Triangle Rd to Meadowville Rd
17. Route 64 Widening
18. I-81 Northbound Auxiliary Lane from Exit 141 to 143
19. Route 277 Widening
20. Route 11 S. Valley Pike Roadway
21. I-81 at State Route 75 Interchange Mod
22. Construction Inter Route 15/17/29 at Route 15/17/29
23. Route 3 Passing Lanes Potomac Mills/Flat Iron
24. Indian River Rd Ph 7A

(each as described in the Board's Six-Year Improvement Plan, as amended from time to time) if any of the foregoing or the related financing plan is delayed, altered, or terminated, such other project or projects as may be designated by the Board and approved by FHWA.

Authorizing the Issuance and Sale of Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes, Series 2011A

Approved: 10/19/2011

WHEREAS, from time to time the Commonwealth of Virginia (the "Commonwealth") receives federal-aid highway construction reimbursements and other federal highway assistance under or in accordance with Title 23 of the United States Code, or any successor program established under federal law, from the Federal Highway Administration ("FHWA") and any successor or additional federal agencies ("Federal Highway Reimbursements");

WHEREAS, the receipt of Federal Highway Reimbursements is expected to continue;

WHEREAS, the State Revenue Bond Act (the "State Revenue Bond Act"), Article 5, Chapter 3, Title 33.1 of the Code of Virginia of 1950, as amended (the "Virginia Code"), empowers the Commonwealth Transportation Board (the "Board") to issue revenue bonds or notes to finance the costs of transportation projects authorized by the General Assembly of Virginia (the "General Assembly"), including any financing costs or other financing expenses related to such bonds or notes;

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WHEREAS, the Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes Act of 2011, Article 1.3, Chapter 1, Title 33.1 of the Virginia Code (the "GARVEEs Act" and, together with the State Revenue Bond Act, the "Act"), authorizes the Board, by and with the consent of the Governor, to issue, pursuant to the provisions of the State Revenue Bond Act, in one or more series from time to time, revenue obligations of the Commonwealth to be designated "Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes, Series" (the "GARVEEs"), provided that the aggregate principal amount outstanding at any time shall not exceed the amount authorized pursuant to the second enactments of Chapters 1019 and 1044 of the Acts of Assembly of 2000 as amended by Chapter 655 of the Acts of Assembly of 2005, less any principal amounts outstanding from revenue obligations issued pursuant to those enactments prior to July 1, 2011 (which revenue obligations are commonly called, and will be referenced below as, the "FRANs"), and exclusive of (i) the amount of any revenue obligations that may be issued to refund GARVEEs issued under the GARVEEs Act or the FRANs in accordance with Section 33.1-293 of the Virginia Code, and (ii) any amounts issued for financing expenses (including, without limitation, any original issue discount);

WHEREAS, Section 33.1-23.23 of the Virginia Code provides that in connection with each series of GARVEEs issued, the Board shall establish a fund in accordance with Section 33.1-286 of the Virginia Code either in the state treasury or with a trustee in accordance with Section 33.1-283 of the Virginia Code, which secures and is used for the payment of such series of GARVEEs to the credit of which there shall be deposited such amounts, appropriated therefore by the General Assembly, as are required to pay principal or purchase price of, and redemption premium, if any, and interest on GARVEEs, as and when due and payable, (i) first from Federal Highway Reimbursements received by the Commonwealth from time to time only with respect to the project or projects to be financed by the GARVEEs or any series thereof (the "Project-Specific Reimbursements"); (ii) then, at the discretion of the Board, to the extent required, from legally available revenues of the Transportation Trust Fund; and (iii) then from such other funds, if any, which are designated by the General Assembly for such purpose;

WHEREAS, Section 33.1-268 of the Virginia Code provides that with respect to bonds or notes issued pursuant to the State Revenue Bond Act, such as the GARVEEs, revenues include any moneys received or pledged by the Board pursuant to the State Revenue Bond Act, including, without limitation, legally available Transportation Trust Fund revenues and any Federal Highway Reimbursements, including Project-Specific Reimbursements and Federal Highway Reimbursements other than the Project-Specific Reimbursements (the "Indirect Reimbursements");

WHEREAS, Section 33.1-23.03:5 of the Virginia Code establishes the Transportation Trust Fund on the books of the Comptroller of the Commonwealth (the "Comptroller");

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WHEREAS, Section 33.1-23.03:1 of the Virginia Code provides that the Transportation Trust Fund shall consist of, among other moneys, (i) revenues derived from the projects financed or refinanced pursuant to the provisions of Title 33.1 of the Virginia Code, including the Act, which are payable into the state treasury and shall be held in separate subaccounts of the Transportation Trust Fund to the extent required by law or the Board and (ii) all amounts required by contract to be paid over to the Transportation Trust Fund;

WHEREAS, in accordance with Sections 33.1-23.03:1 and 33.1-23.03:5 of the Virginia Code, the Board and the Comptroller have established within the Transportation Trust Fund a subaccount designated as the "Federal Fund" (the "Federal Fund"), into which all Federal Highway Reimbursements are deposited;

WHEREAS, Section 33.1-12 of the Virginia Code vests the Board with the power and duty (i) to coordinate the planning for financing of transportation needs, (ii) to allocate funds for these needs by adoption of a Six-Year Improvement Program of anticipated projects and programs by July 1 of each year, which program shall be based on the most recent official Transportation Trust Fund revenue forecast and shall be consistent with a debt management policy adopted by the Board in consultation with the Debt Capacity Advisory Committee and the Department of the Treasury, (iii) to administer, distribute, and allocate funds in the Transportation Trust Fund as provided by law, and (iv) to enter into payment agreements with the Treasury Board of the Commonwealth (the "Treasury Board") related to payments on bonds or notes issued by the Board;

WHEREAS, Section 33.1-23.22 of the Virginia Code authorizes the Board to receive any other funds that may be made available to pay costs of the projects to be financed by the GARVEEs and, subject to appropriation by the General Assembly or allocation or designation by the Board, as the case may be, to make available the same to the payment of the principal or purchase price of, and redemption premium, if any, and interest on GARVEEs and to enter into the appropriate agreements to allow for those funds to be paid into the state treasury, or to a trustee in accordance with Section 33.1-283 of the Virginia Code to pay a part of the costs of such projects or to pay principal or purchase price of, and redemption premium, if any, and interest on GARVEEs;

WHEREAS, the Board is authorized to provide that the pledge of Federal Highway Reimbursements and any other federal highway assistance received for all or any series of the GARVEEs will be subordinate to any prior pledge thereof to the FRANS, and that the obligation to make transfers of Federal Highway Reimbursements and any other federal highway assistance received or other amounts into any fund established under subsection A of Section 33.1-23.23 of the Virginia Code will be subordinate to the obligation to make any required payments or deposits on or with respect to the FRANS;

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WHEREAS, pursuant to the authority granted to the Board described in the foregoing, the Board now proposes (i) to authorize the issuance of the first series of GARVEEs (the "2011 GARVEEs") for certain purposes authorized under and in accordance with the provisions of the GARVEEs Act, and (ii), to the extent authorized and permitted by the Act, to enter into certain covenants to maintain the Federal Fund and a debt service fund for the GARVEEs to be held by the below-defined Trustee (the "GARVEEs Debt Service Fund") and to make certain deposits therein to provide for the security and source of payment of the GARVEEs;

WHEREAS, Section 33.1-23.16 of the Virginia Code provides that the net proceeds of the GARVEEs shall be used exclusively for the purpose of providing funds, together with any other available funds, for paying the costs incurred or to be incurred for construction or funding of such projects to be designated by the Board, and the Board intends that the net proceeds of the 2011 GARVEEs are to be used to pay costs of the Downtown Tunnel/Midtown Tunnel/MLK Extension Project (the "Project") and, if the Project or the financing plan therefor is delayed, altered, or terminated, costs of such other project or projects as may be designated by the Board and approved by FHWA; and

WHEREAS, the provisions for the foregoing arrangements and transactions will be set forth in the following documents, forms of which have been presented to the Board at this meeting: (1) a Master Trust Indenture (the "Master Indenture"), dated as of November 1, 2011, between the Board and U.S. Bank National Association, as trustee (the "Trustee"); (2) a First Supplemental Trust Indenture, dated as of November 1, 2011, between the Board and the Trustee (the "First Supplement" and, together with the Master Indenture, the "Indenture"); (3) a Preliminary Official Statement of the Board containing, among other things, information relating to the Commonwealth, the Board, the Virginia Department of Transportation (the "Department") and the terms of the 2011 GARVEEs to be used in the public offering for sale of the 2011 GARVEEs (the "Preliminary Official Statement"); (4) a Note Purchase Agreement, dated as of the sale date of the 2011 GARVEEs (the "Note Purchase Agreement"), between the Board and Merrill Lynch Pierce Fenner & Smith Incorporated, as the representative of the underwriters of the 2011 GARVEEs (the "Underwriters"); (5) a Continuing Disclosure Agreement of the Board relating to the obligations of the Board to disclose certain information on an ongoing basis in connection with the 2011 GARVEEs (the "Continuing Disclosure Agreement"); (6) a Payment Agreement, dated as of November 1, 2011, among the Board, the Treasury Board, and the Secretary of Finance of the Commonwealth of Virginia (the "Payment Agreement"); and (7) a Memorandum of Agreement by and among the Board, the Department, and FHWA, establishing procedures related to GARVEE transactions, including the budgeting of GARVEE proceeds and the billing and payment of debt service payments on the GARVEEs (the "Memorandum of Agreement" and, together with the Indenture, the Continuing Disclosure Agreement and the Payment Agreement, the "Basic Documents").

NOW, THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH TRANSPORTATION BOARD:

1. Authorization of the 2011 GARVEEs. The Board determines that it is in the best interest of the Commonwealth and the Board for the Board (i) to enter into the Master Indenture to provide for the issuance of the GARVEEs from time to time, (ii) to issue the 2011 GARVEEs in accordance with the provisions of the Act and the Indenture, (iii) to sell the 2011 GARVEEs in the manner provided herein and (iv) to use the net proceeds of the 2011 GARVEEs to pay costs of the Project and, if the Project or the financing plan therefor is delayed, altered, or terminated, costs of such other project or projects as may be designated by the Board and approved by FHWA. The aggregate principal amount of the 2011 GARVEEs shall not exceed \$400,000,000, the final maturity date of the 2011 GARVEEs shall not exceed 20 years from their date of issuance, and the aggregate true interest cost of the GARVEEs shall not exceed the maximum true interest cost approved by the Treasury Board, which is empowered pursuant to Section 2.2-2416(7) of the Virginia Code to approve the terms and structure of all proposed bond issues by state agencies, boards or authorities where debt service payments are expected by such agency, board or authority to be made, in whole or in part, directly or indirectly, from appropriations of the Commonwealth. The Board expects debt service payments on the GARVEEs to be made from appropriations of the Commonwealth.

2. Federal Fund and Federal Highway Reimbursements. To the extent permitted by the Act, the Board hereby agrees that, for so long as any GARVEEs remain outstanding under the Indenture, the Board will (i) maintain the Federal Fund and deposit all Federal Highway Reimbursements therein for as long as any GARVEEs are outstanding, (ii) treat and consider all of the Federal Highway Reimbursements flowing through the Federal Fund (net of the FRANs debt service amounts) as "legally available revenues of the Transportation Trust Fund" within the meaning of the GARVEEs Act, (iii) provide for the deposit of Federal Highway Reimbursements (net of the FRANs debt service amounts) into the GARVEEs Debt Service Fund similar to the current requirement for the FRANs set forth in the trust indenture for the FRANs, (iv) provide for the deposit into the GARVEEs Debt Service Fund of Project-Specific Reimbursements received on or before the corresponding payment dates on the GARVEEs; and (v) provide that all Indirect Reimbursements deposited into the GARVEEs Debt Service Fund shall be released and transferred back to the Federal Fund if and to the extent the Project-Specific Reimbursements are received and available for the timely payment of the corresponding debt service on the GARVEEs.

3. Limited Obligations. The 2011 GARVEEs shall be limited obligations of the Board and the Commonwealth, payable from and secured by a pledge of the Revenues (as defined in the Indenture) and amounts in certain funds established pursuant to the Indenture. Nothing in this Resolution or the 2011 GARVEEs shall be deemed to create or constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof.

4. Determination of Details of the 2011 GARVEEs. The Board authorizes the Chairman, subject to the criteria set forth in paragraph 1 of this Resolution, to determine the details of the 2011 GARVEEs, including, without limitation, the final series designation (if, for example, the 2011 GARVEEs are issued in calendar year 2012), the aggregate principal amount, the maturity schedule, the interest rates, the redemption provisions, the sale date, the sale price and the reoffering prices.

5. Sale of the 2011 GARVEEs. The Chairman is authorized to sell the 2011 GARVEEs pursuant to a negotiated sale with the Underwriters and to negotiate the terms of such sale, as substantially set forth in the form of the Note Purchase Agreement presented at this meeting. The Chairman is authorized to execute and deliver the Note Purchase Agreement with the Underwriters, provided that the Note Purchase Agreement may not be executed prior to approval of the terms and structure of the 2011 GARVEEs in accordance with a resolution of the Treasury Board.

6. Preliminary Official Statement. The Board approves the Preliminary Official Statement in the substantially final form presented at this meeting. The Board authorizes and directs the Chairman, in collaboration with Department staff, McGuireWoods LLP, the Board's bond counsel ("Bond Counsel"), the Underwriters, and Public Resources Advisory Group, the Board's financial advisor (the "Financial Advisor"), to prepare the final form of the Preliminary Official Statement with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2011 GARVEEs, as the Chairman may approve. The Board authorizes the Chairman to deem the Preliminary Official Statement to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule") and to approve the distribution thereof, provided that the Preliminary Official Statement may not be distributed prior to approval of the terms and structure of the 2011 GARVEEs in accordance with a resolution of the Treasury Board.

7. Official Statement. The Board authorizes and directs the Chairman, in collaboration with Department staff, Bond Counsel, the Underwriters, and the Financial Advisor, to complete the Preliminary Official Statement as an official statement in final form (the "Official Statement") in order to reflect the provisions of the executed purchase contract for the purchase and sale of the 2011 GARVEEs. The Board authorizes and directs the Chairman to execute the Official Statement, which execution shall constitute conclusive evidence of the approval of the Official Statement by the Chairman on behalf of the Board and that it has been deemed final within the meaning of the Rule. The Board authorizes and directs Department staff to arrange for delivery to the Underwriters within seven business days after the date thereof, a sufficient number of copies of the Official Statement for the underwriters to distribute to each potential investor requesting a copy and to each person to whom the Underwriters initially sell the 2011 GARVEEs. The

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Board authorizes and approves the distribution by the Underwriters of the Official Statement as executed by the Chairman.

8. Basic Documents. The Board approves each of the Basic Documents in substantially the form presented at this meeting. The Board authorizes and directs the Chairman to prepare, execute, and deliver the final forms of the Basic Documents with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2011 GARVEEs, including without limitation changes to the dated dates thereof, as the Chairman may approve. The Chairman's execution and delivery of the Basic Documents shall constitute conclusive evidence of the approval of such documents by the Chairman on behalf of the Board.

9. Execution and Delivery of the 2011 GARVEEs. The Board authorizes and directs the Chairman and the Secretary of the Board (the "Secretary") to have the 2011 GARVEEs prepared and to execute the 2011 GARVEEs in accordance with the Indenture, to deliver the 2011 GARVEEs to the Trustee for authentication, and to cause the 2011 GARVEEs so executed and authenticated to be delivered to or for the account of the Underwriters upon payment of the purchase price of the 2011 GARVEEs, all in accordance with the executed Note Purchase Agreement. Execution and delivery by the Chairman and the Secretary of the 2011 GARVEEs shall constitute conclusive evidence of the approval of the 2011 GARVEEs and the terms and details thereof by the Chairman and the Secretary on behalf of the Board.

10. Continuing Disclosure. The Board covenants to undertake ongoing disclosure and to provide "annual financial information" and "material event notices" for the benefit of holders of the 2011 GARVEEs and to assist the Underwriters in complying with the Rule, all in accordance with the Continuing Disclosure Agreement. The Chief Financial Officer of the Department is designated as the Dissemination Agent under the Continuing Disclosure Agreement. Execution and delivery by the Chairman of the Continuing Disclosure Agreement shall constitute conclusive evidence of the approval of the Continuing Disclosure Agreement by the Chairman on behalf of the Board.

11. Authorization of Further Action. The Board authorizes Department staff (i) to request the Treasury Board to approve the terms and structure of the 2011 GARVEEs in accordance with Section 2.2-2416(7) of the Virginia Code and the Act, (ii) to request the Governor of the Commonwealth to approve issuance of the 2011 GARVEEs in accordance with the Act, (iii) if determined by Department staff to be cost beneficial, to procure and negotiate a contract with a credit facility provider to issue a credit facility with respect to some or all of the 2011 GARVEEs and to execute such contract, together with any other documents related to such credit facility, and (iv) to collaborate with the staff of the Department of the Treasury of the Commonwealth or the State Treasurer to procure and to negotiate investments and investment contracts

for any of the proceeds of the 2011 GARVEEs. The Board further authorizes the Chairman to execute and deliver all documents and certificates and to take all such further action as he may consider necessary or desirable in connection with the issuance and sale of the 2011 GARVEEs, including, without limitation, execution and delivery of a document setting forth, among other things, (i) the expected use and investment of the proceeds of the 2011 GARVEEs to show that such expected use and investment will not cause the 2011 GARVEEs to be deemed to be "private activity bonds" or "arbitrage bonds" under Section 141 or Section 148 of the Internal Revenue Code of 1986, as amended (the "Tax Code"), and (ii) providing for the computation and payment to the United States of any arbitrage rebate liability under Section 148(f) of the Tax Code. The Chairman is further authorized to make on behalf of the Board such elections under the Tax Code and the applicable Treasury Regulations with respect to the 2011 GARVEEs as the Chairman may deem to be in the best interests of the Commonwealth and the Board, in consultation with Bond Counsel and the Financial Advisor.

12. Authorizations and Directions to Certain Officers. Any authorization of or direction to the Chairman or the Secretary under this Resolution shall also be deemed to be an authorization of or a direction to the Vice-Chairman of the Board or an Assistant Secretary of the Board, respectively, and any officer or employee of the Board or the Department designated for such purpose by the Chairman or the Secretary, respectively, including without limitation the Commonwealth's Commissioner of Highways or the Chief Financial Officer of the Department.

13. Effective Date. This Resolution shall be effective immediately.

Authorizing the Issuance and Sale of Commonwealth of Virginia Federal Transportation Grand Anticipation Revenue Note, Series 2012B in an Aggregate Principal Amount not to Exceed \$200,000,000

Approved: 5/16/2012

WHEREAS, from time to time the Commonwealth of Virginia (the "Commonwealth") receives federal-aid highway construction reimbursements and other federal highway assistance under or in accordance with Title 23 of the United States Code, or any successor program established under federal law, from the Federal Highway Administration ("FHWA") or any successor or additional federal agencies ("Federal Highway Reimbursements");

WHEREAS, the receipt of Federal Highway Reimbursements is expected to continue;

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WHEREAS, the State Revenue Bond Act (the "State Revenue Bond Act"), Article 5, Chapter 3, Title 33.1 of the Code of Virginia of 1950, as amended (the "Virginia Code"), empowers the Commonwealth Transportation Board (the "Board") to issue revenue bonds or notes to finance the costs of transportation projects authorized by the General Assembly of Virginia (the "General Assembly"), including any financing costs or other financing expenses related to such bonds or notes;

WHEREAS, the Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes Act of 2011, Article 1.3, Chapter 1, Title 33.1 of the Virginia Code (the "GARVEEs Act" and, together with the State Revenue Bond Act, the "Act"), authorizes the Board, by and with the consent of the Governor of the Commonwealth (the "Governor"), to issue, pursuant to the provisions of the State Revenue Bond Act, in one or more series from time to time, revenue obligations of the Commonwealth to be designated "Commonwealth of Virginia Federal Transportation Grant Anticipation Revenue Notes, Series" (the "GARVEEs"), provided that the aggregate principal amount outstanding at any time shall not exceed the amount authorized pursuant to the second enactments of Chapters 1019 and 1044 of the Acts of Assembly of 2000 as amended by Chapter 655 of the Acts of Assembly of 2005, less any principal amounts outstanding from revenue obligations issued pursuant to those enactments prior to July 1, 2011 (which revenue obligations are commonly called, and will be referenced below as, the "FRANs"), and exclusive of (i) the amount of any revenue obligations that may be issued to refund GARVEEs issued under the GARVEEs Act or the FRANs in accordance with Section 33.1-293 of the Virginia Code, and (ii) any amounts issued for financing expenses (including, without limitation, any original issue discount);

WHEREAS, Section 33.1-23.23 of the Virginia Code provides that in connection with each series of GARVEEs issued, the Board shall establish a fund in accordance with Section 33.1-286 of the Virginia Code either in the state treasury or with a trustee in accordance with Section 33.1-283 of the Virginia Code, which fund secures and is used for the payment of such series of GARVEEs to the credit of which there shall be deposited such amounts, appropriated therefor by the General Assembly, as are required to pay principal or purchase price of, and redemption premium, if any, and interest on GARVEEs, as and when due and payable, and the amounts deposited in such fund shall be derived (i) first from Federal Highway Reimbursements received by the Commonwealth from time to time only with respect to the project or projects to be financed by the GARVEEs (the "Project-Specific Reimbursements"); (ii) then, at the discretion of the Board, to the extent required, from legally available revenues of the Transportation Trust Fund; and (iii) then from such other funds, if any, which are designated by the General Assembly for such purpose;

WHEREAS, Section 33.1-268 of the Virginia Code provides that with respect to bonds or notes issued pursuant to the State Revenue Bond Act, such as the GARVEEs, revenues include any moneys received or pledged by the Board pursuant to the State Revenue Bond Act, including, without limitation, legally available Transportation Trust Fund revenues and any Federal Highway Reimbursements, including

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Project-Specific Reimbursements and Federal Highway Reimbursements other than the Project-Specific Reimbursements (the "Indirect Reimbursements");

WHEREAS, Section 33.1-23.03:5 of the Virginia Code establishes the Transportation Trust Fund on the books of the Comptroller of the Commonwealth (the "Comptroller");

WHEREAS, Section 33.1-23.03:1 of the Virginia Code provides that the Transportation Trust Fund shall consist of, among other moneys, (i) revenues derived from the projects financed or refinanced pursuant to the provisions of Title 33.1 of the Virginia Code, including the Act, which are payable into the state treasury and shall be held in separate subaccounts of the Transportation Trust Fund to the extent required by law or the Board and (ii) all amounts required by contract to be paid over to the Transportation Trust Fund;

WHEREAS, in accordance with Sections 33.1-23.03:1 and 33.1-23.03:5 of the Virginia Code, the Board and the Comptroller have established within the Transportation Trust Fund a subaccount designated as the "Federal Fund" (the "Federal Fund"), into which all Federal Highway Reimbursements are deposited;

WHEREAS, Section 33.1-12 of the Virginia Code vests the Board with the power and duty (i) to coordinate the planning for financing of transportation needs, (ii) to allocate funds for these needs by adoption of a Six-Year Improvement Program of anticipated projects and programs by July 1 of each year, which program shall be based on the most recent official Transportation Trust Fund revenue forecast and shall be consistent with a debt management policy adopted by the Board in consultation with the Debt Capacity Advisory Committee and the Department of the Treasury, (iii) to administer, distribute, and allocate funds in the Transportation Trust Fund as provided by law, and (iv) to enter into payment agreements with the Treasury Board of the Commonwealth (the "Treasury Board") related to payments on bonds or notes issued by the Board;

WHEREAS, Section 33.1-23.22 of the Virginia Code authorizes the Board to receive any other funds that may be made available to pay costs of the projects to be financed by the GARVEEs and, subject to appropriation by the General Assembly or allocation or designation by the Board, as the case may be, to make available the same to pay the principal or purchase price of, and redemption premium, if any, and interest on GARVEEs and to enter into the appropriate agreements to allow for those funds to be paid into the state treasury, or to a trustee in accordance with Section 33.1-283 of the Virginia Code, to pay a part of the costs of such projects or to pay principal or purchase price of, and redemption premium, if any, and interest on GARVEEs;

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WHEREAS, the Board is authorized to provide that the pledge of Federal Highway Reimbursements and any other federal highway assistance received for all or any series of the GARVEEs will be subordinate to any prior pledge thereof to the FRANS, and that the obligation to make transfers of Federal Highway Reimbursements and any other federal highway assistance received or other amounts into any fund established under subsection A of Section 33.1-23.23 of the Virginia Code will be subordinate to the obligation to make any required payments or deposits on or with respect to the FRANS;

WHEREAS, at its October 19, 2011 meeting, the Board adopted a resolution (the "October 2011 Resolution") that authorized the issuance of the first series of GARVEEs (the "2012A GARVEEs"), and the 2012A GARVEEs were issued on March 1, 2012 pursuant to the Master Trust Indenture (the "Master Indenture"), as supplemented by the First Supplemental Trust Indenture (the "First Supplement") each dated as of February 1, 2012 and each between the Board and U.S. Bank National Association, as trustee (the "Trustee");

WHEREAS, pursuant to the authority granted to the Board described herein, the Board now proposes (i) to authorize the issuance of the second series of GARVEEs (the "2012B GARVEEs") for certain purposes authorized under and in accordance with the provisions of the GARVEEs Act, and (ii) to take such action as may be necessary or advisable in order to effect the issuance and sale of the 2012B GARVEEs;

WHEREAS, Section 33.1-23.16 of the Virginia Code provides that the net proceeds of the GARVEEs shall be used exclusively for the purpose of providing funds, together with any other available funds, for paying the costs incurred or to be incurred for construction or funding of such projects to be designated by the Board, and the Board intends that the net proceeds of the 2012B GARVEEs are to be used to pay costs of the Downtown Tunnel/Midtown Tunnel/Martin Luther King Freeway Extension Project (the "Hampton Roads Project"), the costs of the Interstate 95 HOV/HOT Lanes Project (the "Northern Virginia Project", and together with the Hampton Roads Project, the "Projects") and, if either Project or the financing plan for either is delayed, altered, or terminated, costs of such other project or projects as may be designated by the Board and approved by FHWA; and

WHEREAS, the provisions for the foregoing arrangements and transactions will be set forth in the following documents, forms of which have been presented to the Board at this meeting:

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(1) a Second Supplemental Trust Indenture, expected to be dated as of July 1, 2012, between the Board and the Trustee (the "Second Supplement" and together with the Master Indenture and the First Supplement, the "Indenture");

(2) a Preliminary Official Statement of the Board containing, among other things, information relating to the Commonwealth, the Board, the Virginia Department of Transportation (the "Department") and the terms of the 2012B GARVEEs to be used in the public offering for sale of the 2012B GARVEEs (the "Preliminary Official Statement");

(3) a Note Purchase Agreement, to be dated as of the sale date of the 2012B GARVEEs (the "Note Purchase Agreement"), between the Board and Citigroup Global Markets, Inc., as the representative of the underwriters of the 2012B GARVEEs (collectively, the "Underwriters"); and

(4) a Continuing Disclosure Agreement of the Board relating to the obligations of the Board to disclose certain information on an ongoing basis in connection with the 2012B GARVEEs (the "Continuing Disclosure Agreement" and, together with the Second Supplement, the Preliminary Official Statement and the Note Purchase Agreement, the "Basic Documents").

NOW, THEREFORE, BE IT RESOLVED BY THE COMMONWEALTH TRANSPORTATION BOARD:

1. Authorization of the 2012B GARVEEs. The Board determines that it is in the best interest of the Commonwealth and the Board for the Board (i) to enter into the Second Supplement to provide for the issuance of the 2012B GARVEEs, (ii) to issue the 2012B GARVEEs in accordance with the provisions of the Act, the Indenture and the Basic Documents, (iii) to sell the 2012B GARVEEs in the manner provided herein, and (iv) to use the net proceeds of the 2012B GARVEEs to pay costs of the Projects and, if either Project or the financing plan for either is delayed, altered, or terminated, costs of such other project or projects as may be designated by the Board and approved by FHWA. The Board authorizes the issuance and sale of the 2012B GARVEEs within the following parameters: (i) the aggregate principal amount of the 2012B GARVEEs shall not exceed \$200,000,000, (ii) the final maturity date of the 2012B GARVEEs shall not exceed 20 years from their date of issuance, and (iii) the aggregate true interest cost of the GARVEEs shall not exceed the maximum true interest cost approved by the Treasury Board. The Treasury Board is required pursuant to Section 2.2-2416 of the Virginia Code to approve the terms and structure of the 2012B GARVEEs.

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2. Federal Fund and Federal Highway Reimbursements. The Board affirms its commitment to (i) maintain the Federal Fund, (ii) provide for the deposit of Federal Highway Reimbursements into the Federal Fund and the debt service fund (the "GARVEEs Debt Service Fund") created under the Indenture to pay the debt service due on the GARVEEs, (iii) provide for payment of debt service on all GARVEEs (including the 2012B GARVEEs) from the GARVEEs Debt Service Fund all as more particularly set forth in the October 2011 Resolution and memorialized in the Indenture and the Payment Agreement (as defined in the Indenture).

3. Limited Obligations. The 2012B GARVEEs shall be limited obligations of the Board and the Commonwealth, payable from and secured by a pledge of the Federal Highway Reimbursements and the other Revenues (as defined in the Indenture) and amounts in certain funds established pursuant to the Indenture. Nothing in this Resolution, the 2012B GARVEEs, the Indenture, the Payment Agreement or the Basic Documents shall be deemed to create or constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof.

4. Determination of Final Terms and Details and Delivery of the 2012B GARVEEs. The Board authorizes the Chairman of the Board (the "Chairman"), subject to the parameters set forth in paragraph 1 of this Resolution, to determine the final terms and details of the 2012B GARVEEs, including, without limitation, the final series designation, the aggregate principal amount, the maturity schedule, the interest rates, the redemption provisions, the sale date, the sale price and the reoffering prices. Further, once the terms and details of the 2012B GARVEEs have been determined, the Board authorizes and directs the Chairman and the Secretary of the Board (the "Secretary") (i) to have the 2012B GARVEEs prepared and executed in accordance with the Indenture, (ii) to deliver the 2012B GARVEEs to the Trustee for authentication, and (iii) to cause the 2012B GARVEEs so executed and authenticated to be delivered to or for the account of the

Underwriters upon payment of the purchase price of the 2012B GARVEEs, all in accordance with the executed Note Purchase Agreement. Execution and delivery by the Chairman and the Secretary of the 2012B GARVEEs shall constitute conclusive evidence of the approval of the 2012B GARVEEs and the terms and details thereof by the Chairman and the Secretary on behalf of the Board.

5. Basic Documents. The Board approves each of the Basic Documents in substantially the form presented at this meeting. The Board authorizes and directs the Chairman to prepare, execute, and deliver the final forms of the Basic Documents with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2012B GARVEEs, including without limitation changes to the dated dates thereof, as the Chairman may approve. The Chairman's execution and delivery of the Basic Documents shall constitute conclusive evidence of the approval of the final forms of such documents by the Chairman on behalf of the Board.

6. Sale of the 2012B GARVEEs. The Chairman is authorized to sell the 2012B GARVEEs pursuant to a negotiated sale with the Underwriters and to negotiate the terms of such sale, as substantially set forth in the form of the Note Purchase Agreement presented at this meeting. The Chairman is authorized to execute and deliver the Note Purchase Agreement with the Underwriters, provided that the Note Purchase Agreement may not be executed prior to approval of the terms and structure of the 2012B GARVEEs in accordance with a resolution of the Treasury Board.

7. Preliminary Official Statement. The Board approves the Preliminary Official Statement in the substantially final form presented at this meeting. The Board authorizes and directs the Chairman, in collaboration with Department staff, McGuireWoods LLP, the Board's bond counsel ("Bond Counsel"), the Underwriters, and Public Resources Advisory Group, the Board's financial advisor (the "Financial Advisor"), to prepare the final form of the Preliminary Official Statement with such completions, omissions, insertions, and changes as are necessary or desirable to effect the issuance and sale of the 2012B GARVEEs, as the Chairman may approve. The Board authorizes the Chairman to deem the Preliminary Official Statement to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule") and to approve the distribution thereof, provided that the Preliminary Official Statement may not be distributed prior to approval of the terms and structure of the 2012B GARVEEs in accordance with a resolution of the Treasury Board.

8. Official Statement. The Board authorizes and directs the Chairman, in collaboration with Department staff, Bond Counsel, the Underwriters, and the Financial Advisor, to complete the Preliminary Official Statement as an official statement in final form (the "Official Statement") in order to reflect the provisions of the executed purchase contract for the purchase and sale of the 2012B GARVEEs. The Board authorizes and directs the Chairman to execute the Official Statement, which execution shall constitute conclusive evidence of the approval of the Official Statement by the Chairman on behalf of the Board and that it has been deemed final within the meaning of the Rule. The Board authorizes and directs Department staff to arrange for delivery to the Underwriters within seven business days after the date thereof, a sufficient number of copies of the Official Statement for the Underwriters to distribute to each potential investor requesting a copy and to each person to whom the Underwriters initially sell the 2012B GARVEEs. The Board authorizes and approves the distribution by the Underwriters of the Official Statement as executed by the Chairman.

9. Continuing Disclosure. The Board covenants to undertake ongoing disclosure and to provide "annual financial information" and "material event notices" for the benefit of holders of the 2012B GARVEEs and to assist the Underwriters in complying with the Rule, all in accordance with the Continuing Disclosure Agreement. The Chief Financial Officer of the Department is designated as the Dissemination Agent under

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the Continuing Disclosure Agreement. Execution and delivery by the Chairman of the Continuing Disclosure Agreement shall constitute conclusive evidence of the approval of the Continuing Disclosure Agreement by the Chairman on behalf of the Board.

10. Authorization of Further Action. The Board authorizes Department staff (i) to request the Treasury Board to approve the terms and structure of the 2012B GARVEEs in accordance with Section 2.2-2416 of the Virginia Code and the Act, (ii) to request the Governor to approve issuance of the 2012B GARVEEs in accordance with the Act, (iii) if determined by Department staff to be cost beneficial, to procure and negotiate a contract with a credit facility provider to issue a credit facility with respect to some or all of the 2012B GARVEEs and to execute such contract, together with any other documents related to such credit facility, and (iv) to collaborate with the staff of the Department of the Treasury of the Commonwealth or the State Treasurer to procure and to negotiate investments and investment contracts for any of the proceeds of the 2012B GARVEEs. The Board further authorizes the Chairman to execute and deliver all documents and certificates and to take all such further action as he may consider necessary or desirable in connection with the issuance and sale of the 2012B GARVEEs, including, without limitation, the execution and delivery documents, certificates or instruments that include without limitation (i) agreements or amendments to existing agreements concerning Federal Highway Reimbursements or the GARVEEs generally to account for the 2012B GARVEEs or the proceeds of the 2012B GARVEEs or other GARVEEs in a manner consistent with the intent of this Resolution, and (ii) certificates or agreements concerning tax items related to the 2012B GARVEES, such as: (A) the expected use and investment of the proceeds of the 2012B GARVEEs to show that such expected use and investment will not cause the 2012B GARVEEs to be deemed to be "private activity bonds" or "arbitrage bonds" under Section 141 or Section 148 of the Internal Revenue Code of 1986, as amended (the "Tax Code"), (B) providing for the computation and payment to the United States of any arbitrage rebate liability under Section 148(f) of the Tax Code. The Chairman is further authorized to make on behalf of the Board such elections under the Tax Code and the applicable Treasury Regulations with respect to the 2012B GARVEEs as the Chairman may deem to be in the best interests of the Commonwealth and the Board, in consultation with Bond Counsel and the Financial Advisor.

11. Authorizations and Directions to Certain Officers. Any authorization of or direction to the Chairman or the Secretary under this Resolution shall also be deemed to be an authorization of or a direction to (i) the Vice-Chairman of the Board or any Assistant Secretary of the Board, respectively, and (ii) any other officer or employee of the Board or the Department designated for such purpose by the Chairman or the Secretary, respectively, including without limitation the Commonwealth's Commissioner of Highways or the Chief Financial Officer of the Department.

12. Effective Date. This Resolution shall be effective immediately.

Cattle Passes on Two-Lane Highways

Approved: 10/7/1954

That with regard to cattle passes, it be the policy of this Commission that on two-lane highways with the right of way of 110 feet or less, cattle passes will not be built, except in widening highways existing structures will be widened. If the property owner desires a cattle pass and pays the difference between such a structure and the structure is required for drainage, then a cattle pass may be constructed.

When the right of way is over 110 feet and the plans for the present or future construction provide for a four-lane divided highway, cattle passes may be constructed under certain conditions. If the land on each side of the highway is under the same ownership and at least forty (40) head of horses or cattle are to be passed from one side of the right of way to the other at least daily and the construction of a cattle pass is recommended by the Right of Way Engineer, approved as to location by the Location and Design Engineer, a cattle pass may be constructed upon approval of the chief Engineer.

Criteria for Junkyard Control

Approved: 4/25/1968

WHEREAS, the 1966 session of the General Assembly passed legislation to regulate and control junkyards adjacent to all highways of the Commonwealth in conformity with the Federal Highway Beautification Act of 1965; and

WHEREAS, this legislation provided, among other matters, for the existence of junkyards in unzoned industrial areas as determined by the State Highway Commission; and

WHEREAS, the engineers and attorneys for the Highway Department have selected a proposed criteria for the selection of such unzoned industrial areas which criteria have been substantially approved by the Federal Government.

NOW, THEREFORE, BE IT RESOLVED, that the State Highway Commission, for the purpose of regulating junkyards pursuant to § 33.1-279.3 of the *Code of Virginia* in areas that are not covered by any State or local zoning regulations, hereby adopts the following criteria for selection of unzoned industrial areas:

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Unzoned industrial areas shall mean those areas which are not predominantly used for residential or commercial purposes and on which there is located one or more permanent structures devoted to an industrial activity or on which an industrial activity is actually conducted, whether or not a permanent structure is located thereon, and the area along the highway extending outward 500 feet from and beyond the edge of such activity. This definition shall not apply to any areas which are covered by local or State zoning ordinances, and each side of the highway will be considered separately in applying this definition.

All measurements shall be from the outer edges of the regularly used buildings, parking lots, storage or processing areas of the activities, not from the property lines of the activities, and shall be along or parallel to the edge or pavement of the highway.

Industrial activities for the purpose of the above definition shall mean those activities generally recognized as industrial by zoning authorities in this Commonwealth, except that none of the following activities shall be considered industrial:

1. Outdoor advertising structures.
2. Junkyards as defined in § 44-279.3 of the *Code of Virginia* (1950), as amended.
3. Agricultural, forestry, grazing, farming and related activities, including, but not limited to, wayside fresh produce stands.
4. Transient or temporary activities.
5. Activities not visible from the main traveled way.
6. Activities more than 300 feet from the nearest edge of the right of way.
7. Activities conducted in a building principally used as a residence.
8. Railroad tracks, minor sidings and passenger depots.

The Highway Commissioner is authorized to submit the above definition to the Federal Government for its approval as required under the Federal Highway Beautification Act.

Operation and Maintenance of Roads in Incorporated Towns of Less than 3,500 Approved: 5/14/1958

Moved by Mr. Rawls, seconded by Mr. Barrow, that WHEREAS, accelerated and extensive urban development in Virginia since 1951 has brought about changed conditions in street development in incorporated towns having thirty-five hundred inhabitants or less, and

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WHEREAS, because of these changes the policy of the Commission adopted October 16, 1951, authorizing such incorporated towns to elect to operate under the provisions of Section 33-50.1, 33-50.2 or 33-50.4 of the *Code of Virginia*, as amended, is in need of revision,

NOW, THEREFORE BE IT RESOLVED, that the policy of the Commission adopted October 16, 1951, relating to incorporated towns having thirty-five hundred inhabitants or less exercising a choice to operate under the provisions of Section 33-50.1, 33-50.2 or 33-50.4 is hereby rescinded; and

BE IT FURTHER RESOLVED, that the following policy is adopted:

WHEREAS, incorporated towns having thirty-five hundred inhabitants or less are permitted to elect to operate under the provisions of Section 33-50.1, 33-50.2 or 33-50.4 as set forth in the State Highway Commissioner's letter of May 7, 1950, addressed to all towns of this class, and

WHEREAS, it is believed that once an election has been made by a town of this class it is to the best interests of the parties concerned not to make any changes therein unless good cause to the contrary be shown by the town,

NOW, THEREFORE BE IT RESOLVED, that once an election has been made by a town having thirty-five hundred inhabitants or less to adopt either Section 33-50.1, 33-50.2 or 33-50.4 of the *Code of Virginia*, as amended, that thereafter no change shall be made in such election unless the town shows good cause to the contrary, which in the opinion of the Commission justifies such a change. Motion carried.

Editor's Note: The Virginia Administrative Code (VAC) was established to capture all existing regulations promulgated by state agencies. For the current official version of this regulation, which was filed by description as 24 VAC 30-420, contact the Governance and Legislative Affairs Division.

Sale of Right of Way Improvements
Approved: 2/15/1962

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WHEREAS, incident to the acquisition of right of way for the Interstate, Primary and Secondary Systems, it is necessary to acquire many improvements located on that right of way, and

WHEREAS, a number of these improvements are disposable and can be sold to interested parties with the understanding that they will be removed from the right of way at no further cost to the Department; thus giving a credit in those cases where improvements can be sold.

NOW, THEREFORE, be it resolved that the State Highway Commission hereby grants to the Commissioner the power to dispose of such improvements that may be located on and acquired with any rights of way in such a manner as he may deem most expedient and in the best interest of the Commonwealth.

Securing Materials from Land or Right of Way

Approved: 2/24/1937

Moved by Mr. Rawls, seconded by Mr. East, that it will be the policy of the State Highway Commission in securing material from land, or right of way, to inquire whether there is a mortgage on the property and by whom it is held, and no payments be made for the materials or land taken until we have been advised in writing that it is satisfactory to the mortgagor to make payment to the land owner. Otherwise funds will be held. Motion carried.