

Minutes of a Special Meeting of the
State Highway Commission of Virginia
Held In
Richmond, October 27, 1954.

At 9:00 A.M., Wednesday, October 27, the State Highway Commission met in the Central Office Building, Richmond, Virginia, Present - Messrs. E. P. Barrow, S. S. Flythe, S. D. May, Burgess E. Nelson, S. W. Rawls, Howard C. Rogers, Tucker C. Watkins, Jr., Wm. A. Wright and J. A. Anderson.

The meeting was called to order by the Chairman.

On motion by Mr. Rawls, seconded by Mr. Rogers, the minutes of the Meeting of October 7 were approved. Motion carried.

Moved by Mr. Rawls, seconded by Mr. Barrow, that the Commission approve the permits issued from October 19 to October 27, inclusive, as recorded in the Auditing Division. Motion carried.

Moved by Mr. Barrow, seconded by Mr. Rogers, that any permits that have been cancelled by the Commissioner since the October 19 meeting to date, inclusive, as authorized June 25, 1947, and recorded in the Auditing Division, be approved. Motion carried.

Moved by Mr. Rawls, seconded by Mr. Watkins, that the Commission award contract on bids received October 20 for the construction of Project 2120-07, Route 60, 1.155 Mi. W. of WCL Richmond-5,963 Mi. W. of WCL Richmond, Chesterfield County, to the low bidder, Atlantic Bitulithic Co., Richmond, Virginia, at the bid of \$297,999.66, that 10% additional be set aside to cover the cost of engineering and additional work and \$18,551.00 for work by State Forces, making a total of approximately \$344,140.00 chargeable to this project. Motion carried.

Moved by Mr. Watkins, seconded by Mr. Barrow, that the Commission award contract on bids received October 20 for the construction of Project 1935-14, Route 450, Sidewalk for Bridge Over East River Near Glenlyn, Giles County, to the low bidder, Stephen D. Steals, Rustburg, Virginia, at the bid of \$9,859.25 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$10,850.00 chargeable to this project. Motion carried.

Moved by Mr. Barrow, seconded by Mr. Rogers, that the Commission award contract on bids received October 20 for redcking the James River, Chuckatuck and Nansemond Bridges, Route 17, to the low bidder, The Whiting-Turner Construction Co., Inc., Baltimore, Maryland, at the bid of \$111,552.00 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$122,700.00 chargeable to this work. Motion carried.

Moved by Mr. Rogers, seconded by Senator Nelson, that the Commission award contract on bids received October 20 for the construction of Project 1571-17-18, Route 757, S.C.L. Danville-Int. Route 756, Pittsylvania County, to the low bidder, Carlton A. Grider, Chatham, Virginia, at the bid of \$50,801.98 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$55,800.00 chargeable to this project. Motion carried.

Moved by Senator Nelson, seconded by Senator Wright, that the Commission award contract on bids received October 20 for the construction of Project 1585-02, Route T-831, Int. Route 13 (Eastville)-0.044 Mi. W. of E.C.L. Eastville, Northampton County, to the low bidder, Clyde R. Royals, Hampton, Virginia, at the bid of \$84,755.94 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$71,800.00 chargeable to this project. Motion carried.

Moved by Senator Wright, seconded by Mr. Barrow, that the Commission award contract on bids received October 20 for the construction of Project 1555-12, Route 635, Int. Route 697 (E. of Wirts)-0.257 Mi. S. of Int. Route 687 (W. of Bonbrook), Franklin County, to the low bidder, D. E. Worley Construction Co., Rocky Mount, Virginia, at the bid of \$55,052.55 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$58,550.00 chargeable to this project. Motion carried.

Moved by Mr. Barrow, seconded by Mr. Rogers, that the Commission award contract on bids received October 20 for the construction of Project 1509-12, Routes 644;671, Int. Route 122 (Centerville)-0.044 Mi. W. Int. Route 480 (E. of Bedford), Bedford County, to the low bidder, Carlton A. Grider, Chatham, Virginia, at the bid of \$59,512.70 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$45,800.00 chargeable to this project. Motion carried.

Moved by Mr. May, seconded by Mr. Rawls, that the Commission award contract on bids received October 20 for the construction of Projects 1571-15-16; 1515-11, Route 781, 0.129 Mi. S. of S. End Bridge over Staunton River-0.126 Mi. N. of N. End Staunton River (S. of Channel), Pittsylvania and Campbell Counties, to the low bidder, Donald H. Salvage, Ashurst, Virginia, at the bid of \$74,279.25 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$61,700.00 chargeable to this project. Motion carried.

Moved by Mr. Rogers, seconded by Senator Nelson, that the Commission award contract on bids received October 20 for the construction of Project 1844-16, Route 220, Contract No. 1, N.C. State Line-2.517 Mi. N. of N.C. State Line, Henry County, to the low bidder, W. E. Graham and Sons, Cleveland, North Carolina, at the bid of \$84,886.15 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$95,350.00 chargeable to this project. Motion carried.

Moved by Senator Nelson, seconded by Mr. Barrow, that the Commission award contract on bids received October 20 for the construction of Project 1575-05, Routes 1603;1604;1609;1610;1611;1613, Secondary Construction East Ocean View Area, Princess Anne County, to the low bidder, Ames and Webb, Inc., Norfolk, Virginia, at the bid of \$37,900.09 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$41,700.00 chargeable to this project; additional \$3,820.00 required to be provided in 1955-56 Secondary Maintenance Budget. Motion carried.

Moved by Mr. Rawls, seconded by Mr. Rogers, that the Commission award contract on bids received October 20 for the construction of Projects 1748-02; 1767-01-03, Route 58, 0.051 Mi. E. ECL Franklin-0.592 Mi. E. ECL Franklin AND 0.245 Mi. E. WCL Franklin-0.554 Mi. W. WCL Franklin, Southampton and Isle of Wight Counties and Town of Franklin, to the low bidder, W. H. Scott, Franklin, Virginia, at the bid of \$210,783.64, that 10% additional be set aside to cover the cost of engineering and additional work and \$1,210.00 for work by State Forces, making a total of approximately \$233,050.00 chargeable to this project; additional \$78,050.00 required to be provided - \$23,783.00 Town of Franklin and \$49,267.00 from 1955-56 allocations. Motion carried.

Moved by Mr. Rogers, seconded by Mr. May, that the Commission award contract on bids received October 20 for the construction of Project 1583-04, Routes 618;622, Int. Route 619 (W. of Front Royal)-Int. Route 615 (Wakeman's Mill), Warren County, to the low bidder, Moore Brothers, Co., Inc., Veruna, Virginia, on REGULAR BID of \$74,266.06 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$81,700.00 chargeable to this project; additional \$5,538.00 required to be supplied from 1955-56 Matched Secondary Federal Aid Funds for Warren County. Motion carried.

Moved by Mr. Rawls, seconded by Mr. Barrow, that the Commission award contract on bids received October 20 for the construction of Project 1606-13, Route 643, 0.061 Mi. E. Int. Route 674 (E. of Otterville) 0.084 Mi. W. of Int. Route 644 (Clifax), Bedford County, to the low bidder, Walter H. Webber, Lynchburg, Virginia, on REGULAR BID of \$58,277.57 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$63,900.00 chargeable to this project; additional \$2,699.00 required to be supplied from 1955-56 Matched Secondary Federal Aid Funds for Bedford County. Motion carried.

Moved by Mr. Watkins, seconded by Mr. Rogers, that the Commission award contract on bids received October 20 for moving 13 Ft. by 27 Ft. one-story frame store (Property of Blaine Robinson, right of Station 897/85), Route 17, Project 2029-15, Essex County, to the low bidder, Rice House Moving and Construction Corp., Richmond, Virginia, at the bid of \$450.00 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$500.00 chargeable to this project. Motion carried.

Moved by Mr. Rogers, seconded by Mr. Rawls, that the Commission award contract on bids received October 27 for Furnishing, Delivering and Applying Plant Mixed Bituminous Material Type P-1, Cuiper District, Schedule 77-54, to the low bidder, S. L. Williamson Company, Inc., Charlottesville, Virginia, at the bid of \$12,098.50 and that 10% additional be set aside to cover the cost of engineering and additional work, making a total of approximately \$13,300.00 chargeable to this work. Motion carried.

Moved by Mr. May, seconded by Mr. Rawls, that whereas, Section 48-536 of the Code of Virginia 1960 provides that the State Highway Commission, may by general or special order, which may be amended or rescinded from time to time, increase the maximum weights permitted on the road surface of certain highways, or parts thereof, such as in the opinion of the Commission are capable from the standpoint of the design, strength and conditions, of carrying such maximum weights as prescribed in Sub-sections (5) and (4) of this section; and whereas, Sub-section (5) of said Section provides maximum limits of having 18,000 pounds axle weights and gross weights of 40,000 pounds for vehicles having three axles; and whereas, Sub-section (4) of said section provides maximum limits of 18,000 pounds axle weights and gross weights of 50,000 pounds for vehicles having four or more axles; and whereas, Section 48-537, provides that the State Highway Commission shall cause every highway or part thereof, on which the maximum weight per axle and the maximum gross weight have been increased as provided in the preceding Section to be marked with appropriate signs indicating respective weight limits permitted; the State Highway Commission hereby orders that appropriate signs be posted on the following:

<u>Route No.</u>	<u>From</u>	<u>To</u>	<u>Length (Miles)</u>
629	Route 501 at Skippers	Route 621	2.0
621	Route 629	Route 650	0.5
650	Route 621	The Trego Quarry Greensville County	1.3
		Total	<u>3.8</u>

(Total of 5,772.61 miles* in the 50,000 pound system and 51.87 miles in the 40,000 pound system).

(*5,748.87 miles in the Primary System
24.44 miles in the Secondary System).

Motion carried.

Moved by Mr. Watkins, seconded by Mr. Rawls, that the following portions of Route 158, Amherst and Nelson Counties, be transferred to the Secondary System, effective December 1, 1954. -

Amherst County Route 1586.80 miles
Nelson County Route 158.....2.89 miles

Route 158 from the south intersection of Route 151 near Piney River to the intersection of Route 60 west of Amherst.....2.69 miles.

That the following portion of Route 58, Buckingham and Nelson Counties, be transferred to the Secondary System after the James River Bridge at Wingina, the bridge over North River, the bridge over Buffalo Creek, and the bridge over Ruckers Run, have been strengthened and otherwise repaired so as to be adequate for a capacity of 15-H.

Further, that certain sections of Route 58, totalling 7.8 miles in length be provided with a mixed-in-place bituminous treatment; and that for the purpose of strengthening the above named bridges and for providing the bituminous mixed-in-place treatment, the sum of \$71,800, is allocated from the Construction Reserve of the Lynchburg District.

Buckingham County Route 58.....10.44 miles
Nelson County Route 58.....10.05 miles

Route 58 from its intersection with Route 60 west of Buckingham Courthouse to intersection Route 647 east of Shipman, 20.49 mi.

Motion carried.

Moved by Mr. May, seconded by Mr. Rawls, that whereas, under authority of Section 55-118.2 of the Code of Virginia, Annotated, request is made by the Town of Wytheville for payment at the basic rate of \$500 per mile annually on additional streets meeting the required standards; now, therefore, be it resolved, that quarterly payments at the basic rate of \$500 per mile annually be made to the Town of Wytheville on additional streets totaling 0.41 mile, effective beginning the second quarter, October 1, 1954. Motion carried.

A copy of an address by Mr. Frank A. Howard, Acting District Engineer at Salem, on Better Roads Through Salesmanship, presented at Natural Bridge on October 6 was given to each Member of the Commission. Mr. Howard's address was considered especially good and a number of requests were made for a copy of it.

At ten o'clock a group of gentlemen present for the opening of bids on the proposed sale of State of Virginia Toll Revenue Bonds appeared and the members of the Commission were introduced by J. A. Anderson. In the group were Mr. John Pershing of Mitchell and Pershing, Bond Counsel; Mr. James Abrams of A. G. Allen and Company, Inc.; Mr. Burton Marye, Jr., Chief Engineer and Mr. A. B. Bure, Assistant Auditor, of the State Highway Department; Mr. Davis of Willis, Kenny and Ayres and Mr. John Ayres of the Virginia Bankers Association; Mr. Edwin R. MacKethan of the National Bank of Commerce, Norfolk, and Mr. Willcox, attorney for the National Bank of Commerce. Mr. Pershing stated the purpose of the presence of the group and that the procedure followed would be on the assumption that bids would be received by the Commission and acted on if found to be satisfactory. That if no bids should be received an alternate procedure would be followed. Resolutions to be adopted, provided one or more bids should be received, were described to the Commission; one covering the sale of the bonds and one covering the redemption of the callable bonds.

Mr. Abrams told of a most satisfying trip he and others interested in the sale of the bonds had to inspect the conditions in Virginia and the site of the proposed Tunnel Project, including Mr. Bure and Mr. Fugate of the Highway Department. He also stated that the bond market had been quite flexible and it had not been easy to decide on the worth of the bonds; that the State of Virginia has a fine record and the Highway Commission itself has a wonderful background, and that if the financing comes through the Department will have a most successful project. General Anderson thanked Mr. Abrams for his exceptional work on a most difficult task.

Mr. Ayres stated that most excellent cooperation had been received from the Highway Department and everyone else in trying to sell the financiers on the sale; that the work had been tough at times but it had been most enjoyable.

Mr. Davis said that if a bid is received it is because of the hard work that had been done and that it would save the State about two million dollars (\$2,000,000.) in interest; an amount well worth saving.

Mr. MacKethan - The teamwork that has gone into putting the problem together has been enjoyed. It will cause a personal sense of satisfaction if it goes through that would not otherwise have been had.

Mr. Marye stated that the most important thing is that Messrs. Abrams, MacKethan, Ayres and Pershing have greatly underestimated the part they have played in the problem. It could not have 'just happened'. That if a bid is received it will be because of the effort they have all put into it. The Commission and the people of Virginia can be extremely grateful to all these gentlemen.

Mr. Eure said it had been a great experience for him and a real pleasure working with the gentlemen on the problem.

General Anderson thanked all those present and who had helped in any way for coming in and for all the work and effort they had put forth. The group was excused for the time being.

The Chairman advised the Commission of the procedure to be followed in the receiving of bids at 11:00 A.M., on the sale of State of Virginia Toll Revenue Bonds in the amount of \$85,000,000.

At 10:50 A.M. the Commission proceeded to the Auditorium on the first floor of the Central Office Building for the receiving and opening of such bids. While waiting for the hour of 11:00 A.M. the Chairman recognized the following gentlemen who were not present at ten o'clock: Mr. Walter Mason of Scott, Horner and Mason; Mr. James C. Wheat, Jr., a former member of the Highway Commission and now State Comptroller; Mr. Henry G. Gilmer; the Treasurer of Virginia, Mr. Jesse Dillon, who went to New York last Thursday in behalf of the Commission; and the gentlemen whom the Comptroller and Treasurer look to for advice on Virginia's revenues, Mr. Young. Mr. W. E. Wood, Chairman of the Richmond-Petersburg Toll Road Authority was introduced as an interested spectator. Mr. Walter Craigie was then introduced. Mr. Craigie stated that he had advised those interested in bidding, of the great confidence placed in Virginia and the Highway Department and that is how it was brought to a conclusion and a bid being received here today.

One bid was received and presented to Mr. Burton Marye, Jr., Chief Engineer and Deputy Commissioner of the Highway Department, who in turn opened it. The bids for the sale of the State of Virginia Toll Revenue Bonds in the amount of \$82,825,000.00 was signed by

Lehman Brothers,
Smith, Barney and Company,
Elyth and Company, Inc.,
F. W. Craigie and Company,
Joint Managers and Associates.

The bid and the guarantee check in the amount of \$950,000.00 were turned over to Mr. Eure, Assistant Auditor, for proper handling.

On the advice of Mr. Parshing, it was moved by Mr. Rawls, seconded by Mr. Watkins and unanimously carried, that the following resolution be adopted:

**A RESOLUTION AWARDED AND SELLING \$95,000,000
STATE OF VIRGINIA TOLL REVENUE BONDS (SERIES 1954).**

BE IT RESOLVED by the State Highway Commission:

Section 1. Advertisement was duly made calling for sealed bids to be received until 11 o'clock A.M. Eastern Standard Time, October 27, 1954, for \$95,000,000 State of Virginia Toll Revenue Bonds (Series 1954), dated September 1, 1954, bearing interest at the rate of 5% per annum, payable semi-annually on March 1 and September 1 in each year, and maturing, subject to the right or prior redemption, on the 1st day of September 1964, at which hour bidding was closed and the bid of Lehman Brothers; Smith, Barney & Co.; Blyth & Co., Inc.; F. W. Craigie & Co., Joint Managers and Associates, was found to have been the only bid filed, and to accord in all respects with the terms of said advertisement, such bid offering to pay Ninety-Two Million six hundred and twenty-five thousand Dollars (\$92,625,000.00) plus accrued interest from September 1, 1954, and enclosing a certified bank or cashier's check for \$950,000, payable to the order of the State Treasurer of Virginia.

Section 2. Said bid of Lehman Brothers; Smith, Barney & Co.; Blyth & Co., Inc.; F. W. Craigie & Co., Joint Managers and Associates, (as principal underwriters) is hereby accepted and said bonds are hereby awarded and sold to Lehman Brothers; Smith, Barney & Co.; Blyth & Co., Inc.; F. W. Craigie & Co., Joint Managers and Associates, at the price offered for said bonds, bearing interest at the rate of 5% per annum.

Section 3. Said bonds, upon their execution in the form and manner set forth in the Trust Indenture securing said bonds, shall be deposited with the Trustee under said Trust Indenture for authentication and said Trustee is hereby authorized and directed to authenticate and to deliver said bonds to or upon the order of said principal underwriters upon payment to the State Treasurer of Virginia of the purchase price of said bonds.

Section 4. The officers and agents of the Commission and of said Trustee are hereby authorized and directed to do all acts and things necessary to carry into effect the provisions of this Resolution.

On advice of Bond Counsel, Mr. Fershing, it was moved by Mr. Rawls, seconded by Mr. Watkins, and unanimously carried, that the following resolution be adopted:

A RESOLUTION PROVIDING FOR THE REDEMPTION OF ALL THE OUTSTANDING CALLABLE BONDS OF AN ISSUE OF STATE OF VIRGINIA TOLL REVENUE BONDS (SERIES 1949), DATED AS OF THE 1st DAY OF SEPTEMBER, 1949, FIXING THE FORM OF THE NOTICE OF REDEMPTION OF SUCH BONDS, PROVIDING FOR THE PUBLICATION, FILING AND MAILING OF SUCH NOTICE, AND PROVIDING FOR THE PAYMENT OF THE REMAINING BONDS OF SAID ISSUE.

WHEREAS, the State Highway Commission (hereinafter sometimes called the "Commission") duly issued revenue bonds of the State of Virginia in the aggregate principal amount of \$19,000,000, designated "State of Virginia Toll Revenue Bonds (Series 1949)", dated as of the 1st day of September, 1949, \$8,000,000 of said bonds being serial bonds maturing in instalments on the 1st day of September in the years 1955 to 1968, inclusive, and the remaining \$11,000,000 bonds, being term bonds maturing on the 1st day of September, 1975; and

WHEREAS, the bonds of said issue which are stated to mature after September 1, 1957, are subject to the right of prior redemption in whole on any date not earlier than September 1, 1954, at the option of the Commission, from any moneys that may be made available for such purpose, upon at least thirty (30) days' prior notice by publication and otherwise as provided in the trust indenture securing such bonds, at the principal amount of the bonds to be redeemed together with the interest accrued thereon to the date fixed for redemption, plus the following premiums:

(1) in the case of the term bonds, a premium of 4% of such principal amount if redeemed on or prior to March 1, 1955, and

(2) in the case of the serial bonds, a premium of 1/4 of 1% of the principal amount of the bonds to be redeemed for each twelve (12) months' period or fraction thereof between the date of redemption of each such bond and the maturity thereof, but not to exceed a premium of 5% of such principal amount; and

WHEREAS, the serial bonds of said issue which became due and payable in the years 1953 and 1954, in the aggregate principal amount of \$400,000, were promptly paid at their respective maturities, and term bonds of said issue in the aggregate principal amount of \$2,805,000 have been retired by purchase or redemption, leaving a balance of \$15,997,000 bonds of said issue outstanding, consisting of \$5,800,000 serial bonds maturing in the years 1955 to 1968, inclusive, and \$10,197,000 term bonds maturing in the year 1975 (said outstanding bonds, exclusive of the serial bonds in the aggregate principal amount of \$800,000 maturing in the years 1955 to 1957, inclusive, being hereinafter called the "Callable Bonds"); and

WHEREAS, the Commission has duly authorized the issuance of \$95,000,000 State of Virginia Toll Revenue Bonds (Series 1954) for the purpose, among others, of providing funds for refunding the Callable Bonds, including the payment of the redemption premium upon, and said State of Virginia Toll Revenue Bonds (Series 1954) have been duly sold; now, therefore,

BE IT RESOLVED by the State Highway Commission, an agency of the State of Virginia:

Section 1. Upon receipt of the proceeds from the sale of the Ninety-five Million Dollars (\$95,000,000) State of Virginia Toll Revenue Bonds (Series 1954) which were authorized by resolution of the Commission adopted on October 19, 1954, and the deposit of such proceeds with National Bank of Commerce of Norfolk, the Trustee under the Trust Indenture securing said bonds and also the trustee under the Trust Indenture securing the outstanding State of Virginia Toll Revenue Bonds (Series 1949), all of the Callable Bonds, aggregating Fifteen Million One Hundred Ninety-seven Thousand Dollars (\$15,197,000) in principal amount, shall be and are hereby called for redemption on a date (to be designated by said National Bank of Commerce of Norfolk) not earlier than thirty (30) nor later than forty (40) days after the deposit of such proceeds with said National Bank of Commerce of Norfolk, in accordance with the provisions of the Trust Indenture securing said outstanding bonds.

Section 2. The notice calling the outstanding Callable Bonds for redemption shall be substantially in the following form:

**NOTICE OF REDEMPTION
STATE OF VIRGINIA**

Toll Revenue Bonds (Series 1949)

Dated September 1, 1949

\$4,800,000 Serial Bonds maturing
September 1, 1958 to 1968, inclusive.

\$10,397,000 Term Bonds maturing
September 1, 1975.

NOTICE IS HEREBY GIVEN that pursuant to the terms of the Trust Indenture, dated as of September 1, 1949, between the State Highway Commission, an agency of the State of Virginia, and National Bank of Commerce of Norfolk, as Trustee, the State Highway Commission intends to redeem and has called and does hereby call for redemption on

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all of the outstanding State of Virginia Toll Revenue Bonds (Series 1949), dated September 1, 1949, which are stated to mature after Sept. 1, 1957.

aggregating \$15,197,000 in principal amount, at the principal amount of said bonds, together with the interest accrued thereon from Sept. 1, 1954, to said _____, 19____, plus a redemption premium of the percentages of such principal amount which are hereinafter set forth.

The bonds so called for redemption consist of \$4,800,000 serial bonds and \$10,397,000 term bonds. Said serial bonds are stated to mature on the 1st day of September in the following years and in the following amounts, are numbered, bear interest at the following rates, and are redeemable on said date at redemption premiums of the following percentages of such principal amount, respectively:

<u>Year of Maturity</u>	<u>Principal Amount</u>	<u>Numbers (all inclusive)</u>	<u>Interest Rate</u>	<u>Redemption Premium</u>
1958	\$800,000	1201/1500	2.25%	1%
1959	550,000	1501/1850	2.25%	1-1/4%
1960	550,000	1851/2200	2.25%	1-1/2%
1961	400,000	2201/2600	2.25%	1-3/4%
1962	400,000	2601/3000	2.25%	2%
1963	450,000	3001/3450	2.50%	2-1/4%
1964	450,000	3451/3900	2.50%	2-1/2%
1965	500,000	3901/4400	2.50%	2-3/4%
1966	500,000	4401/4900	2.50%	3%
1967	550,000	4901/5450	2.50%	3%
1968	550,000	5451/6000	2.50%	3%

Said term bonds are stated to mature on the 1st day of September, 1975, bear interest at the rate of 2.70% per annum, and are redeemable on said date at a redemption premium of 4% of the principal amount of said bonds. The term bonds originally issued aggregated \$15,000,000 in principal amount, and consisted of bonds numbered 6,001 to 19,000, inclusive, and the term bonds called for redemption constitute all of said term bonds with the exception of \$2,603,000 bonds which have heretofore been retired by purchase or redemption.

On said _____, 19____, there will become due and be payable at the principal Office of National Bank of Commerce of Norfolk, in the City of Norfolk, Virginia, or, at the option of the holder or registered owner, at the principal office of The Chase National Bank of the City of New York, in the Borough of Manhattan, City and State of New York, the principal amount of said bonds and the interest accrued thereon, together with the premiums above set forth, and after said date interest on said bonds shall cease to accrue, the coupons for interest thereon maturing subsequent to said date shall be void, said bonds shall cease to be entitled to any lien, benefit or security under said Trust Indenture and the holders of said bonds shall have no rights in respect thereof, except to receive payment of the redemption price thereof.

The bonds are required to be presented at either of said offices for redemption and payment.

The bonds should be accompanied by all coupons appertaining thereto and maturing subsequent to said _____, 19____. Coupons maturing September 1, 1954, or prior thereto should be detached and presented for payment in the usual manner. Bonds registered as to principal alone or as to both principal and interest must be accompanied by proper instruments of assignment in blank where payment to anyone other than the registered owner is desired.

The holders and registered owners of said bonds may at their option present their bonds as provided above at any time prior to said _____, 19____, and obtain immediate payment of the principal amount of said bonds and the interest accrued thereon to said date, plus the redemption premiums set forth above.

Funds are available at the principal office of National Bank of Commerce of Norfolk, in Norfolk, Virginia, sufficient to pay at their stated maturities the serial bonds of said issue of State of Virginia Toll Revenue Bonds (Series 1949) which mature in the years 1955 to 1957, inclusive (aggregating \$800,000 in principal amount), including the interest on said bonds which will become due and payable until their respective maturities. The holders and registered owners of said bonds may at their option present their bonds at said office and obtain immediate payment of the principal amount of said bonds and the interest which will become due and payable thereon until their respective maturities.

NATIONAL BANK OF COMMERCE OF NORFOLK
Trustee

By _____
Authorized Officer

Dated _____, 1954.

Section 3. The National Bank of Commerce of Norfolk, trustee under the Trust Indenture dated as of September 1, 1949, securing the outstanding bonds, is hereby irrevocably instructed and directed:

(A) to sign such notice calling said Callable Bonds for redemption as such trustee and (I) to publish the same once a week for two successive weeks, the first publication to be at least thirty (30) days before the redemption date, in a daily newspaper of general circulation published in the City of Richmond, Virginia, and in a financial journal or in a daily newspaper of general circulation, published in the Borough of Manhattan, City and State of New York, (II) to file signed copies of such notice at the principal office of said National Bank of Commerce of Norfolk, in the City of Norfolk, Virginia, and at the principal office of The Chase National Bank of the City of New York, in the Borough of Manhattan, City and State of New York, the places at

which the principal of and the interest on said bonds are payable, and (III) to mail signed copies of such notice, postage prepaid, to each registered owner of said bonds at the address of such owner as shown on the books for the registration of said bonds,

(B) to withdraw from the Bond Service Account in the State of Virginia Toll Revenue Bonds Interest and Sinking Fund the amount required for paying the interest which will accrue on the Callable Bonds from the last interest payment date of said bonds to the date designated for the redemption of said bonds and deposit such amount to the credit of a special fund, designated "Series 1949 Callable Bonds Redemption Fund", to be held in trust for the sole and exclusive purpose of paying such interest.

(C) to withdraw from the Reserve Account in the State of Virginia Toll Revenue Bonds Interest and Sinking Fund the sum of Eight Hundred Thirty-seven Thousand One Hundred Twenty-five Dollars (\$837,125), being the amount required for paying the serial bonds of said issue of State of Virginia Toll Revenue Bonds (Series 1949) which mature on the 1st day of September in the years 1955 to 1957, inclusive, in the aggregate principal amount of \$800,000, and the interest on said bonds which will become due and payable until their respective maturities, and deposit said sum to the credit of a special fund, designated "Series 1949 Maturing Bonds Fund", to be held in trust for the sole and exclusive purpose of paying such bonds and the interest thereon as the same become due and payable, and

(D) to withdraw the balance remaining in said State of Virginia Toll Revenue Bonds Interest and Sinking Fund, including the Bond Service Account, the Reserve Account and the Redemption Account therein, after the withdrawals and deposits mentioned in items (B) and (C) above, and all obligations held as an investment of moneys in said Accounts and deposit such balance and obligations with the Trustee under the Trust Indenture securing State of Virginia Toll Revenue Bonds (Series 1954) to the credit of the special account created in the State of Virginia Toll Revenue Bonds (Series 1954) Interest and Sinking Fund and designated "Reserve Account",

Section 4. This Resolution shall be irrevocable unless payment for and delivery of said \$95,000,000 State of Virginia Toll Revenue Bonds (Series 1954) shall not be made pursuant to the proposal made for said bonds and accepted by the Commission on October 27, 1954.

Section 5. The Secretary of the Commission is hereby authorized and directed to certify a copy of this Resolution and forthwith to file the same with said National Bank of Commerce of Norfolk,

The Chairman warmly thanked the friends of the Departments of State Government, the State Bankers Service and all those other friends throughout the country who have helped make this enormous project a reality.

The Commission returned to its office on the Third Floor of the building to complete its executive session.

Moved by Mr. Rawls, seconded by Mr. Barrow, that the Commission award contract on bids received October 9 to the low bidder, Merritt-Chapman and Scott Corporation, New York, New York, on ALTERNATE NO. 2 in the amount of \$19,060,461.00 for the combination of contracts C1 and C2 on the Hampton Roads Bridge-Tunnel Project. Engineering and contingencies and other related costs are included in the Bond Issue. Motion carried.

Moved by Senator Wright, seconded by Mr. Watkins, that the Commission award contract on bids received October 11 for the SUBSTRUCTURE of the Rappahannock River Bridge between Greys Point and White Stone, to the low bidder, the Diamond Construction Company, Savannah, Georgia, at the bid of \$4,847,527.80. Motion carried.

Moved by Senator Wright, seconded by Senator Nelson, that the Commission award contract on bids received October 11 for the SUPERSTRUCTURE, to the Bethlehem Steel Co., Inc., Bethlehem, Pennsylvania, at the low bid of \$7,848,104.00. Engineering and contingencies and other related costs are included in the Bond Issue. Motion carried.

Careful consideration having been given to the short section of Route 60 near the Little Creek Amphibious Base, Project K175-08-08, which has been made eligible for Access Road Funds in the amount of approximately \$250,000.00, it was moved by Mr. Rawls, seconded by Mr. Barrow, that the Commission participate in the subject project to the extent of one-half of the total cost, namely \$250,000.00, to be carried as a deficit until such time as funds can be provided for the work. Motion carried.

The subject of the Lesner Bridge at Lynnhaven in Princess Anne County was brought up. After discussion of the reconstruction of the structure it was moved by Mr. Rawls and seconded by Mr. May, that the Department try to work out with the Bureau of Public Roads participation by the Federal Government from Access Road Funds in the cost of this work. Motion carried.

The Chairman called on Mr. Rawls as senior member of the Commission in point of service in tall of his twenty years on the Commission; what it has done to his philosophy in handling the engineers of the Department, the public, interested citizens and the other one thousand and one things that come up. Mr. Rawls stated that he thought

the Department was doing a good job; that the additional mileage to the heavy duty system was quite a help to heavy traffic and that it might be well to have the Resident Engineers check the secondary roads leading to the main highways from manufacturing plants to see if some of these roads might be so designated.

A resume on the progress of the Richmond-Petersburg Turnpike Authority was given by Mr. Davis. The Authority has an organization set up with the exception of the selection of a General Manager. He referred to the \$200,000, advanced locally with no one directly responsible for it and under conditions believes progress is being made. It is doubtful that any bonds will be sold before next fall.

General Anderson stated that the Wilbur Smith Associates' report on this toll road estimated the cost of the 87 miles as \$57 million.

The Commissioner stated that he felt it most fortunate that several members of the Commission have been members of the General Assembly.

Mr. Barrow - In the main the esprit de corps of the Department is fine. Most of the people of the State are satisfied with what the Commission does. An explanation of what things cannot be done usually is satisfying. Further, Mr. Barrow stated that he goes anywhere in his District that he is asked to go. In that way people think he is interested in them and their problems and he really is. He has been especially proud of the work done by the Commission following Hurricane Hazel and it is a real honor to be a Member of the Highway Commission.

Mr. Rogers requested that a sign at the intersection of Routes 234 and 15 and the marking of the road be checked. The space for passing seems very short where there is not a solid line.

Mr. Watkins reported conditions in his District running smoothly. That he is of the opinion that Delegate Robert Whitehead and others interested in the transfer of Routes 56 and 158 to the Secondary System will be satisfied when the work to be undertaken on the bridges, approved by the Commission, is completed.

Senator Nelson said that his main interest is the high regard the Commission established when he was in the Senate.

He feels that the signs at Cuckoo are placed too far away from the corner to be seen until you have passed beyond them. Also, that the people who criticize the Highway Department do not know the facts and the real facts should be given to the citizens.

The Senator is of the opinion that it is only a matter of time when something has to be done at Natural Bridge. The Chairman agreed with this.

Mr. May stated that it has been a pleasure being a Member of the Highway Commission and that he told Governor Stanley he could not be a member of the Old Dominion Turnpike Authority if it would in any way interfere with being a member of the Highway Commission. It is also the opinion of Mr. May that the Highway Department stands high as the result of good judgment and planning. Further, that the Department is to be congratulated on the selection of Burton Narye, Jr. as Chief Engineer. A resume of the cost of the Old Dominion Turnpike, its construction and right of way, was referred to; the Authority having the right of eminent domain. Reference was also made to the working of convicts on maintenance - two convicts, a guard and a foreman, which will in all probability be cause for criticism.

Senator Wright stated that he is delighted to be serving as a Member of the Commission and that as far as he can ascertain most people are pleased with the work of the Commission. That the Commission has come a long way, emerging from the conditions of World War One, during which conditions were critical, with the minimum amount of criticism. He believes that the intangible character of the Commission, its straightforwardness, frankness and honesty has given the General Assembly full confidence in it. He well remembers the provincialism of fourteen years ago when the Revenue Bond Act was up for enactment.

Mr. Flythe stated that his appointment to the Commission was not sought, that he had never sought an appointment and did not expect he ever would. That he is finding this experience most interesting; that at the last meeting he was conscious of the high esteem in which the Commission is held. Mr. Flythe said that he is feeling his way along and endeavoring to learn the way. He requested any available data on the workings of the Commission and some of the facts and figures relating to the expenditures of the Commission; the source of funds, etc. Further, that he is delighted to be with the Commission and shall certainly try to carry his end of the load.

Moved by Mr. Rauls, seconded by Mr. Barrow, that the Chairman be instructed to prepare a resolution thanking all those who helped in the successful outcome of the notice for the sale of bonds and the excellent bid received. Motion carried.

WHEREAS, the Commission has this date contracted for the sale of \$25,000,000 of Revenue Bonds to be issued by the Commission for the purpose of constructing the Rappahannock River Bridge, the Hampton Roads Crossing Project and for the recalling of outstanding Revenue Bonds issued by the Commission dated September 1949; and

WHEREAS, such issue of Revenue Bonds was made possible through the joint efforts of Financial, Engineering and Legal advisors to the Commission; and

WHEREAS, the Commission is grateful to those persons who have given faithfully of their time and able assistance to the furtherance of such undertaking by this Commission,

NOW, THEREFORE, be it resolved that the Chairman extend its warmest appreciation and gratitude to the following:

James S. Abrams and Allan & Company, Investment Bankers

John W. Ayres - G. Powell Davis and Willis, Kenny and Ayres, Investment Bankers

Edwin R. MacKethan and The National Bank of Commerce, Trustee

Maurice M. Quade and Parsons, Brinckerhoff, Hall and Macdonald, Design and Consulting Engineers

Wilbur Smith and Wilbur Smith and Associates, Traffic and Earnings Consultants

Walter Barry and DeLew, Cather and Company, Traffic and Earnings Consultants

John Pershing and Mitchell and Pershing, Bond Counsel

Jesse W. Dillon and colleagues of The Treasurer of Virginia

C. Champion Bowles, Assistant Attorney General and Francis C. Lee, Assistant Attorney General and their Associates.

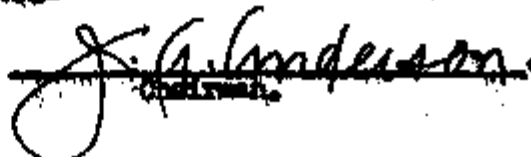
A framed copy of the Grand Safety Award to the State of Virginia by the National Safety Committee for having made the most progress in Highway Safety in 1955 was brought to the attention of the Commission.

The Commission decided that no definite date be set for its next meeting but that it be on call of the Chairman.

There was no other business for consideration before the Commission and the Members had no further comments and suggestions.

On motion of the Chairman the Commission recessed for ten minutes. It then adjourned at noon and proceeded to lunch at the Raleigh Hotel.

Approved-


Chairman

Attested-


Secretary.