

AGENDA

Hampton Roads Transportation Accountability Commission

HRBT Funding Agreement Advisory Committee Meeting

March 21, 2019

11:30 a.m.

**HRTAC Conference Room
723 Woodlake Drive
Chesapeake, VA 23320**

- 1. Call to Order**
- 2. Approval of Agenda**
 - *Recommended Action: Approval*
- 3. Public Comment Period**
 - *Limit 5 minutes per individual*
- 4. Chair Comments**
- 5. Consent Item**
 - *Recommended Action: Approval*
 - A. Minutes of the March 7, 2019 Meeting**
- 6. Action Items**
 - *Recommended Action: Discussion/Endorsement/Recommendation/Direction*
 - A. Briefing re: I-64 Hampton Roads Bridge Tunnel Expansion: Project Agreement for Funding and Administration and the prospective Master Tolling Agreement, and the financing activities relating thereto - Closed Session, as needed-- (Attachment 6A)** - Executive Director Page, Counselors Inglima, Ballou, and Wall, and David Miller, PFM
 - B. Direction from the HRBT Funding Agreement Advisory Committee**
- 7. Adjournment**

Agenda Item 5A
Consent Item

To: Chair Hipple and the other members of the HRBT Funding Agreement Advisory Committee

From: Kevin B. Page, Executive Director

Date: March 21, 2019

Re: March 7, 2019 Meeting Minutes

Recommendation:

The HRBT Funding Agreement Advisory Committee is asked to approve the March 7, 2019 Committee meeting minutes.

Background:

The HRBT Funding Agreement Advisory Committee approves meeting minutes for the permanent record of the Committee.

Fiscal Impact:

There is no fiscal impact in relation to this Consent Item.

Suggested Motion:

Motion is to approve the minutes of the HRTAC HRBT Funding Agreement Advisory Committee meeting on March 7, 2019.



**Hampton Roads Transportation
Accountability Commission (HRTAC)**
HRBT Funding Agreement Advisory Committee Meeting
A meeting held Concurrently with the Finance Committee
Summary Minutes of the March 7, 2019 Meeting

The meeting of the Hampton Roads Transportation Accountability Commission (HRTAC) HRBT Funding Agreement Advisory Committee was held in the Regional Building, Board Room A, 723 Woodlake Drive, Chesapeake, Virginia, with the following in attendance:

HRTAC HRBT Funding Agreement Advisory Committee Members in Attendance:

Michael Hipple, Chair	Donnie Tuck
Delegate Chris Jones	Senator Frank Wagner

HRTAC HRBT Funding Agreement Advisory Committee Members Absent:

Kenneth Alexander

HRTAC Executive Director

Kevin Page

Other Participants:

Tom Inglima, Willcox & Savage	Eric Ballou, Kaufman & Canoles
Chuck Wall, Seyfarth Shaw	David Miller, PFM
Liang Shan, PFM	Delegate Christopher Stolle
Joel Acree	Barry Porter

Others Recorded Attending:

Michael Kimbrel (HRTPO), Sheila Wilson (HRPDC), Danetta Jankosky (HRPDC), Tiffany Smith (HRPDC), Nelson Bush (PFM), Scott Detar (BAML)

Call to Order

Chair Hipple called the HRBT Funding Agreement Advisory Committee meeting to order at 1:20 pm.

Approval of Agenda

Mr. Donnie Tuck Moved to approve the agenda; Delegate Chris Jones seconded. The Motion Carried.

Public Comment Period (limit 5 minutes per individual)

No public comments were made.

Chair Comments

Chair Hipple did not have any comments for the Committee.

Consent Items

5A. Minutes of the February 15, 2019 Meeting

Mr. Donnie Tuck Moved to approve the minutes of the February 15, 2019 Meeting; seconded by Delegate Chris Jones. The Motion Carried.

Action Items

HRBT Funding Agreement Advisory Committee Action Items

6A. Briefing to the HRBT Funding Agreement Advisory Committee and the Finance Committee on P3 for HRBT Expansion Project and related project work streams and action items for HRTAC in respect of the P3, including the prospective HRBT Funding Agreement and the prospective Regional Tolling Agreement, and the financing activities relating thereto – Closed Session, as needed

Mr. Barry Porter Moved that a closed session be held for discussions regarding the agreements being developed to fund and construct the Hampton Roads Bridge Tunnel project and the agreements being developed to fund and construct the project, including a Funding Agreement and a Master Tolling Agreement in accordance with Virginia Code Section 2.2-3711(A)(8) for the purpose of consulting with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel; seconded by Delegate Christopher Stolle. The Motion Carried by roll call vote.

The closed session commenced at 1:22 p.m. and ended at 2:48 p.m.

When the Committee returned to open session, Counselor Inglima noted that the members would have to make a certification regarding the closed session proceedings. Chair Hipple then asked Mr. Inglima to read the certification for those in attendance, whereupon Mr. Inglima read the following: The HRBT Funding Agreement Advisory Committee of the Hampton Roads Transportation Accountability Commission hereby certifies that, to the best of each member's knowledge: (i) only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened, were heard, discussed or considered in the closed meeting just concluded. Chair Hipple then called for a roll call vote. Counselor Inglima read the names below, and the results were as follows:

Michael Hipple, Chair - Yes
Delegate Chris Jones – Yes
Senator Frank Wagner - Yes
Donnie Tuck - Yes

Adjournment

With no further business to come before the Hampton Roads Transportation Accountability Commission Funding Agreement Advisory Committee, the meeting adjourned at 2:50 p.m.

Michael J. Hipple
HRBT Funding Agreement Advisory Committee Chair

Agenda Item 6A
Action Item

To: Chair Hipple and the other members of HRBT Funding Agreement Advisory Committee

From: Kevin B. Page, Executive Director

Date: March 21, 2019

Re: Briefing re: I-64 Hampton Roads Bridge Tunnel Expansion: Project Agreement for Funding and Administration and the prospective Master Tolling Agreement, and the financing activities relating thereto – Closed Session, as needed

Recommendation:

Commission staff, counsels, and financial advisors, will provide a briefing on the P3 for I 64 Hampton Roads Bridge Tunnel Expansion and related project work streams and action items for HRTAC, including the prospective HRBT Funding Agreement and the prospective Regional Tolling Network Agreement Term Sheet, and the financing activities relating thereto. The Committee may use a closed session for certain of such subject matter.

Background:

Staff and the Commission's counsel and financial advisors are continuing to develop the terms of the Funding Agreement and Regional Tolling Agreement and the related funding and debt management plans and will provide an update on the negotiations and drafting that has taken place since the March 7, 2019 meeting. The Commission's staff, counsel and financial advisors, with input from the HRBT Funding Agreement Advisory Committee, have negotiated with VDOT (i) a definitive Funding Agreement, and (ii) a term sheet relating to the Master Tolling Agreement (the “Term Sheet for the Master Tolling Agreement”). In order to make recommendations to the Commission at its March 21, 2019 Regular Meeting, the Committee will need to evaluate the legal terms and conditions and the parameters of funding, anticipated revenues, financing decisions, tolling of HRTAC funded facilities and use of generated revenues, and impacts to the Commission's short and long-range funding plans.

Fiscal Impact:

There is no immediate fiscal impact in relation to this Action Item.

