



**MISSOURI HIGHWAYS AND TRANSPORTATION
COMMISSION**

Official Minutes

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**MINUTES OF THE REGULARLY SCHEDULED HIGHWAYS AND
TRANSPORTATION COMMISSION MEETING HELD IN SPRINGFIELD, MISSOURI,
TUESDAY, APRIL 2, 2019**

A regularly scheduled meeting of the Missouri Highways and Transportation Commission was held on Tuesday, April 2, 2019, in the Colorado Room at the University Plaza Hotel and Conference Center, 333 S. John Q. Hammons Parkway, Springfield, Missouri. Michael B. Pace, Chairman, called the meeting to order at 8:00 a.m. The following Commissioners were present: Gregg C. Smith, Michael T. Waters, Jr., John W. Briscoe, and Robert G. Brinkmann, P.E. Terry L. Ecker participated via teleconference.

The meeting was called pursuant to Section 226.120 of the Revised Statutes of Missouri, as amended. The Secretary verified that notice of the meeting was posted in keeping with Section 610.020 of the Revised Statutes of Missouri, as amended.

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Patrick McKenna, Director of the Missouri Department of Transportation; Rich Tiemeyer, Chief Counsel for the Commission; and Pamela J. Harlan, Secretary to the Commission, were present on Tuesday, April 2, 2019.

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*“Department” or “MoDOT” herein refers to Missouri Department of Transportation.
“Commission” or “MHTC” herein refers to Missouri Highways and Transportation Commission.*

-- CLOSED MEETING --

VOTE TO CLOSE MEETING

The agenda of the closed meeting was posted in keeping with Sections 610.020 and 610.022, RSMo, including the following statutory citations allowing the meeting to be closed:

1. Section 610.021(1) – Legal actions and attorney-client privileged communications.
2. Section 610.021(3), (13) – Personnel administration regarding particular employees.
3. Section 610.021(11), (12) – Competitive bidding specs, sealed bids, or negotiated contracts.

Upon motion duly made and seconded to convene in closed session, the Chairman called for a voice vote of the members. The vote was as follows:

Commissioner Pace, Aye
Commissioner Smith, Aye
Commissioner Waters, Aye
Commissioner Briscoe, Aye
Commissioner Ecker, Aye
Commissioner Brinkmann, Aye

The Commission met in closed session on Monday, April 1, 2019, at 1:30 p.m. and adjourned at 3:00 p.m.

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-- OPEN MEETING --

COMMISSION/DIRECTOR ITEMS

APPROVAL OF MINUTES

Upon motion by Commissioner Briscoe, seconded by Commissioner Smith the Commission unanimously approved the minutes of the regular meeting held December 5, 2018, and the electronic ballot meeting held December 31, 2018. The Chairman and Secretary to the Commission were authorized and directed to sign and certify said minutes and to file same in the office of the Secretary.

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CONSENT AGENDA

Consent Agenda Process

In order to make the most efficient use of Commission meeting time and to ensure Commission members are well informed on issues requiring their action, staff prepares and submits to the Commission members, in advance of their meeting, internal memoranda consisting of advice, opinions, and recommendations related to the items of the Commission meeting agenda. Those items considered by staff to be of a routine or non-controversial nature are placed on a consent agenda. During the meeting, items can be removed from the consent agenda at the request of any one Commission member. The items that are not removed from the consent agenda are approved with a single motion and unanimous vote by a quorum of the members.

Minutes reflecting approval of items on the consent agenda are singly reported herein and intermingled with minutes reflecting action on related subjects that were openly discussed. Reference to “consent agenda” is made in each minute approved via the process described in the paragraph above. Minutes reflecting action on items removed from the consent agenda and openly discussed reflect the open discussion and vote thereon.

Consideration of April 2, 2019, Consent Agenda

No items were removed from the consent agenda. Upon motion by Commissioner Smith, seconded by Commissioner Waters, the consent agenda items were unanimously approved by a quorum of Commission members present.

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COMMISSION COMMITTEES AND COMMISSION RELATED BOARDS

The Commission has two standing committees: Audit and Legislative. In addition, it elects Commission representatives to two boards: Missouri Transportation Finance Corporation Board of Directors and MoDOT and Patrol Employees' Retirement System Board of Trustees. The following committee and board reports were made during the April 2, 2019, meeting.

Audit Committee – Commissioner Waters stated there was no report. The next audit committee meeting is scheduled for June 2019.

Legislative Committee – Commissioner Smith reported both chambers of the legislature are actively pursuing the passage of the fiscal year 2020 budget. Commissioner Smith noted two of the commission's legislative initiatives for 2019 are still moving through the process. The first initiative is the revocation of a driver's license if striking a highway worker, utility worker, or emergency responder in a specified work zone or emergency zone. This legislation will authorize the Department of Revenue (DOR) to issue a fifteen day notice of revocation to a driver upon the DOR's receipt and review of a report from an investigative law enforcement officer that the driver was involved in a physical accident and struck a highway worker, utility worker, or emergency responder. By a vote of 149 to 5, this measure advanced to the Senate for additional review and debate.

Commissioner Smith stated the second of the Commission's initiatives is the issue of infrastructure financial stability. In its final report, the 21st Century Missouri Transportation System Task Force determined that not only should Missouri address immediate transportation funding needs, but also recognize and prepare for the long-term stability and diversification of transportation revenue streams. Therefore, the Commission and department introduced the TEAM proposal (Transportation Equity for All Missourians). Commissioner Smith noted the current vehicle registration fee is based on taxable horsepower and was established over a century ago. The TEAM proposal would implement a user-based system where a passenger vehicle car owner pays registration fees based upon the miles per gallon versus the horsepower registration system.

Commissioner Smith noted the Director's report would go into further detail about the Governor's bridge bonding proposal and federal funding later in the meeting.

Missouri Transportation Finance Corporation (MTFC) – Commissioner Smith stated there was no report. The next meeting is scheduled for May 2019.

MoDOT and Patrol Employees' Retirement System – Commissioner Briscoe reported there was no report. The next meeting is tentatively scheduled for April 25, 2019, if needed.

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DIRECTOR'S REPORT

During the April 2, 2019, Commission meeting, Director Patrick McKenna provided the following report:

Governor's Bridge Bonding Program – Director McKenna recognized the Governor's efforts to bring forward the conversation of transportation and a creative proposal for the legislature to consider what would create about \$350 million to advance bridge work on about 250 bridge projects throughout the state. Because the project selection is within the already approved 2019-2023 STIP, it would enable a reallocation of \$350 million. The Governor has proposed to use general revenue to pay debt service for fifteen years, which would be \$30 million for fifteen years for a total of \$450 million netting proceeds of \$350 million to advance bridge projects. Director McKenna noted the House of Representatives has presented an alternative plan due to a concern regarding cost of interest.

Federal funding – The Fixing America's Surface Transportation (FAST) Act will expire in 2020. The current debate is whether or not to advance a transportation package similar to last year. Congress and the administration have not reached an agreement on how to fully fund the highway trust fund. The long-term federal transportation funding stability is critical to every state.

Appreciation for Commissioner Smith – Director McKenna recognized Vice Chair Smith for his leadership, direction, guidance, and values of the Commission and the department. Commissioner Smith served as Chair of the Commission twice: March 2016-2017 and March 2018-2019. Director McKenna stated Commissioner Smith has been a vital leader for the organization through complicated issues, and has an effective way of handling issues. Commissioner Smith thanked Director McKenna for his kind words and the appreciation plaque.

Appreciation for Winter Operations – Director McKenna thanked the entire organization for their response to a challenging winter. With limited resources and high turnover, the department had a significant challenge to face. The initial winter storm in Kansas City and Northwest Missouri created white out conditions. At that time the department had over 175 plow operators that were operating a snow plow for the first time during that event. Director McKenna stated the crews and leadership throughout the department have done a spectacular job statewide responding to this winter's challenges.

NAPA Pavement Awards – Director McKenna reported that recently, several MoDOT projects and their contractors were recognized by the National Asphalt Pavement Association (NAPA) for quality construction. APAC-Central won the Sheldon G. Hayes Award for highest quality pavement using over 50,000 tons for a project on U.S. Route 60 in Mansfield, Missouri. Delta Companies of Cape Girardeau was honored for quality under 50,000 tons for projects on Route 74 in Cape Girardeau County and Routes FF and 172 in Wayne and Butler Counties. Delta also won the Larry H. Lemon Award for the top asphalt pavement under 50,000 tons for improvements on various roads in Pemiscot County.

Finally, Pace Construction was honored for quality over 50,000 tons for a project on U.S. Route 63 in Phelps County. The Director expressed appreciation for the partnership between the department and their continued innovation and accomplishments within a limited budget.

Diversity Award – Director McKenna remarked that Lester Woods and his External Civil Rights team were recently honored by the Greater Kansas City Chapter of the Women’s Transportation Seminar (WTS). They were given the Rosa Parks Diversity Leadership Award at the organization’s annual awards and scholarship dinner. The award credited MoDOT for significantly contributing to the promotion of diversity, inclusion, and multi-cultural awareness within its organization, the transportation industry, and in projects that support the goals and mission of WTS.

New Financial Services Director – Director McKenna was pleased to introduce Todd Grosvenor as the new Financial Services Director. This appointment signals the beginning of the next step in the implementation of the Organizational Development Assessment and Succession plan. Mr. Grosvenor has been with the department for twenty-nine years, and has worked as an auditor in Audits & Investigations and served in financial positions in Maintenance, Design, Resource Management, and Financial Services. He has extensive experience in managing state and federal funding, forecasting revenue and expenditures, administering innovative finance programs, and budgeting.

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PUBLIC PRESENTATIONS

WELCOME TO SPRINGFIELD

Matt Morrow, President of the Springfield Chamber of Commerce, welcomed the Commission to Springfield and noted how critically important investment in transportation is to the State of Missouri and the Springfield region. Mr. Morrow presented how the community and the department have worked closely together to maximize the value of the limited dollars available to be spent on transportation improvements. He noted that today’s ballot in Springfield included a renewal of a quarter-cent capital improvements sales tax, which was first passed in 1990. As pioneers of the cost-share program, the community understands using their own funds helps leverage state transportation dollars and makes a win-win situation for all involved in transportation projects. Mr. Morrow reported the Springfield area is the fastest growing metro area in the state and includes strong manufacturing and distribution sectors as well as headquarters for Bass Pro Shops and O’Reilly Auto Parts, which all have had job growth over the last several years.

David Cameron, City Administrator for the City of Republic, followed up on Mr. Morrow's comments regarding growth in the community and surrounding areas. Mr. Cameron noted the City of Republic has grown from a town of 2,000 to an estimated 18,000. He shared with the Commission that the intersection of Highway M and Repmo Drive, which is the entrance to the high school, became very busy in the morning hours. The city partnered with the Republic School District, Greene County, and MoDOT to build a new roundabout in front of the high school, and construction should be completed by the 2019-2020 academic school year. Mr. Cameron reported the city has a one-percent tax increase on today's ballot to have the opportunity to partner again on upcoming projects, such as the improvements needed at Highway 174 and Main Street. He thanked the Commission for visiting Springfield and partnering with communities to improve the transportation system.

Sara Fields, Executive Director of the Ozarks Transportation Organization, acknowledged a large part of the purpose of the Ozarks Transportation Organization (OTO) is to bring people together to make cooperative decisions so there is balance in all of the transportation needs and to decide the top priorities for the region. Ms. Fields reported that congestion and crashes associated with congestion are the major issues confronting the commuter in and around Springfield. The OTO's priorities include the expansion of I-44, US 60, and US 65 to address congestion and traffic flow. She noted the region has experienced growth especially in the south, with the largest growth in Christian County on Highway 14, which has seen a ninety-one percent increase in traffic. James River Freeway, or US 60, has seen traffic increase by seventy-four percent since 2002. Ms. Fields stated providing additional lanes on the freeway system in the OTO region would cost over \$120 million. The OTO's last plan projected over a \$300 million shortfall by 2040, which will only increase over time as the area expands.

Ms. Fields reported the City of Springfield and Greene County are partnering with local funds as well as federal funds that are allocated to the region to build the Kansas extension, which will relieve congestion on US 160. The city and county are also completing the expansion of the Republic Road

Corridor, which runs parallel to US 60 and serves as an alternative to the freeway system. The corridor spans nearly ten miles in southern Greene County and provides additional lanes for traffic, sidewalks, and bicycle lanes. Ms. Fields explained the City of Nixa is pursuing building a city street that will provide an alternative to the two major state highways that are the only access to several schools. While maintaining the system is essential, there are also new needs for bicycle and pedestrian accommodations.

Ms. Fields concluded by saying OTO and its members view the transportation system as a whole in prioritizing improvements on major MoDOT routes, building out a grid of local streets to provide alternative routes, maintaining the current roads, and providing multimodal accommodations.

Commissioner Pace thanked Ms. Fields, Mr. Morrow, and Mr. Cameron for their time and their presentation to the Commission.

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PUBLIC COMMENTS

PUBLIC COMMENT REGARDING ACCESS TO THE SPORTS HALL OF FAME

Dwayne Holden, owner of Custom Metalcraft, presented to the Commission the need for intersection improvements on Highway 60 at the Sports Hall of Fame museum. Mr. Holden said the Sports Hall of Fame is an organization that is known for raising money for charity and acknowledging Missouri athletes. He presented an agreement signed by former Commissioner Cozad regarding the location of the roadway to the Sports Hall of Fame and a study conducted by Jay Wynn & Associates regarding space at the intersection location. Mr. Holden would like to see the at-grade crossing changed to a full interchange, and stated the landowner across the highway is willing to donate land for the outer road.

After some discussion, Commissioner Smith thanked Mr. Holden for his comments.

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PUBLIC COMMENT REGARDING HIGHWAY 60 INTERCHANGE

Bill Killian, owner of Killian Construction Co., followed up on Mr. Holden’s comments regarding the interchange on Highway 60, the effects on the Sports Hall of fame, and the Highland Springs Country Club, which his company helped develop. Mr. Killian said when the area was developed by Mr. Hammons, there were conversations with numerous individuals looking at not just the present day but ten, twenty, and thirty years into the future.

Mr. Killian stated an interchange needed to be built between the 60/65 corridor and the Highway NN intersection. Furthermore, Larry Childress, land owner across the highway, has graciously agreed to donate the right of way to accomplish this interchange and outer road. Mr. Killian noted there are agreements for the south side of the highway for the interchange, and engineers have designed an interchange that is safe and within MoDOT standards and requirements. He stated this interchange could have a tremendous economic impact on the region and the state.

Following discussion by the members of the Commission, Commissioner Pace thanked Mr. Killian for his presentation.

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MODOT PRESENTATIONS

MODOT FLOODING RESPONSE

On behalf of the Director, Becky Allmeroth, Chief Safety and Operations Officer, presented to the Commission the department’s response to recent flooding. She noted winter operations had just recently concluded, and with no down time, focus immediately shifted from snow removal to flooded roadways. The department has a very strong relationship and partnership with the National Weather Service, who reached out to the department in early February to discuss the spring season outlook. At that time, the National Weather Service shared their global perspective and presented a situation that looked similar to the weather forecast in 1993. In mid-March, the situation worsened due to ground

saturation and additional snowfall received in the upper Midwest. Ms. Allmeroth noted similar situations occurred in 1993 as well as 2011, so the department started preparations for spring flooding.

The first step was to take inventory of flood resources such as message boards and barricades, and then stage a couple of tractor trailers full of barricades ready to deploy at a moment's notice. This proved valuable as the flooding continued and the Northwest District needed some of those resources.

Staff reached out to neighboring states as the closure of I-29 was highly probable. The belief was that I-29 would be closed first in Iowa and then down into Missouri, so it was important to start communications with Iowa, Nebraska, and Kansas. A global detour plan was developed in 2011 in response to spring flooding. Ms. Allmeroth noted having a global detour in place assisted citizens who may follow navigation systems that will run into a closure and the driver has to backtrack to open roadways. This global detour allowed drivers and especially motor carrier operators the ability to keep everything moving across the country and provide options for different routes. Each state provided their communications plan, including messages for message boards and the prepared press releases ready for issuing about twenty-four hours prior to when I-29 was anticipated to be closed. Ms. Allmeroth reported the river drastically changed prior to the estimated closure time; the river rapidly rose four feet, prompting the immediate implementation of the global detour plan and notifications of road closures.

Ms. Allmeroth commended the Missouri State Highway Patrol for their partnership and providing daily aerial pictures of flooded areas. The aerial photography showed levee breaches that created turbulent water that damaged roads and some bridges, more than anticipated. The Patrol also helped locate flooded roadways and manned barricades to ensure driver safety. To keep drivers informed, the Traveler Information Map provided up to date information on road closures and roads impacted by flood waters. On March 18, the Traveler Information Map displayed 79 closures, with 86 closures at the peak of the flooding.

Ms. Allmeroth displayed some pictures depicting the damage to roadways, including a bridge on Route 159 near Big Lake. At first the bridge appeared to have wash out and deterioration damage from the turbulent water that was hitting the bridge. A day later it was determined the center pier had washed away so the bridge will be a total loss; the bridge is 205 feet in length and has an average daily traffic count of 1,000 vehicles. Ms. Allmeroth noted the closure of the bridge will have a large impact on the surrounding area. A location on Highway 136 experienced extensive damage to the shoulder and road bed. The road now has a 3 to 4 foot drop off due to the shoulder washing away in the flooding.

Ms. Allmeroth described the amount of debris removal after the flooding. Being in an agricultural area, there has been a substantial amount of agricultural and woody debris. Staff have to carefully remove the debris while ensuring the road is safe for employees and machinery. Debris has also floated down the river from Iowa including small sheds, full size trailers, empty and full silos, tractor tires, and totes of chemicals. The biggest challenge is abandoned containers, some of which are unidentified and could be hazardous chemicals. The department has worked closely with the Department of Natural Resources to identify containers along with the owners of the containers and taking the containers to a staging area for temporary storage and retrieval.

Ms. Allmeroth concluded her presentation by listing the many partners that have shared in the emergency response to this flooding event: Department of Natural Resources, Army Corps of Engineers, National Weather Service, Missouri State Highway Patrol, State Emergency Management Agency, and the Federal Highway Administration. Commissioner Waters encouraged everyone to be aware and informed about the flooding prior to traveling. Commissioner Pace thanked Ms. Allmeroth for her presentation.

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RESOLUTION AUTHORIZING THE OFFER FOR SALE OF FEDERAL REIMBURSEMENT REFUNDING STATE ROAD BONDS, SERIES A 2019

On behalf of the Director, Brenda Morris, Chief Financial Officer, presented to the Commission how the Commission can save money through bond refunding. She reviewed some of the history of bonding by the Commission. She explained the Commission issued \$3.8 billion of bonds through three bonding programs between 2000 and 2010. Those programs include the senior lien bonds, the Amendment 3 bonds, and the federal reimbursement bonds. Between 2008 and 2010, \$928 million of federal reimbursement bonds were issued. Sometimes these bonds are called GARVEE bonds, which stands for grant anticipation revenue vehicle bonds. The proceeds of the GARVEE bonds were used for three different projects: rebuilding of I-64 in St. Louis, the new Stan Musial Veteran's Memorial Bridge across the Mississippi River, and the Safe & Sound Bridge Improvement Program that improved 802 bridges across the state of Missouri. Ms. Morris stated that approximately \$338 million in federal reimbursement state road bonds were issued in December 2008 (Series 2008A) and September 2009 (Series 2009A), and there is an opportunity to refinance some of these bonds to obtain a better interest rate.

Ms. Morris said the department would like to sell approximately \$111 million of the federal reimbursement bonds and use the proceeds to pay off a nearly equivalent amount of currently outstanding state road bonds to save money on interest payments going forward. The department's financial advisor, PFM Financial Advisors LLC, provided analysis showing approximately \$111.3 million of outstanding State Road Bonds may be refunded to produce savings consistent with the Commission's February 6, 2019, Debt Management Policy. Those bonds include the Series 2008A and Series 2009A bonds. Based on current market rates as of February 28, 2019, the net present value savings on the debt service costs is approximately \$9.2 million or 8.23 percent, of the refunded par value with a minimum savings of 2.24 percent per security.

Ms. Morris described the best way to sell the bonds, based on the amount and type of transaction, is through a competitive sale. Having this type of sale allows potential bidders equal opportunity to participate while generally minimizing the cost of the sale. Department staff met with all three credit rating agencies to discuss the entire bonding program and the specifics of this transaction. All three credit rating agencies affirmed their ratings of the department debt including the rating for this transaction with a stable outlook. The competitive sale is scheduled for Tuesday, April 9, 2019, with expected closing and delivery of funds on May 13, 2019.

Ms. Morris recommended the adoption of the following resolution that expresses the Commission's issuance of the Federal Reimbursement Refunding State Road Bonds, Series A 2019. Ms. Morris also requested delegation of authority for execution of documents related to the bond refunding.

RESOLUTION

RESOLUTION AUTHORIZING THE ISSUANCE OF FEDERAL REIMBURSEMENT REFUNDING STATE ROAD BONDS, SERIES A 2019, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$112,000,000, TO REFINANCE THE COSTS OF PROJECTS FOR THE STATE HIGHWAY SYSTEM; AND AUTHORIZING AND APPROVING CERTAIN DOCUMENTS AND ACTIONS IN CONNECTION WITH THE ISSUANCE OF SAID SERIES A 2019 BONDS.

1. The Commission is duly organized and existing under Article IV, Section 29 of the Missouri Constitution and Sections 226.005 to 226.191 of the Revised Statutes of Missouri, as amended, with authority over all state transportation programs and facilities as provided by law, and is vested with the powers and duties specified in Chapters 226 and 227 of the Revised Statutes of Missouri, as amended (the “**State Highway Act**”), including the general supervision and control over the Missouri Department of Transportation (“**MoDOT**”) and the construction, reconstruction and repairs of the statewide connected system of public roads, highways and bridges which are acquired, constructed, reconstructed, improved and maintained by the State of Missouri in whole or in part by the aid of state moneys, and of highways constructed in whole or in part by the aid of moneys appropriated by the United States government, so far as such supervision is consistent with the acts of Congress relating thereto (the “**State Highway System**”).

2. The Commission is authorized by the State Highway Act, to issue state road bonds for the purpose of providing funds for use in State Highway System construction and reconstruction, which bonds are payable out of the State Road Fund and the State Road Bond Fund as provided in Article IV, Section 30(b) of the State Highway Act.

3. The Commission has entered into a Master Bond Indenture dated as of December 1, 2000 (as originally executed, and with all amendments and supplements thereto, the “**Series 2000 Master Indenture**”), to provide for the issuance of state road bonds (the “**Series 2000 Master Indenture Bonds**”), in separate series under the Series 2000 Master Indenture, to finance and refinance the cost of implementing state highway projects (the “**Projects**”) as provided in the State Highway Act, to fund capitalized interest and to pay certain costs related to the issuance of the Series 2000 Master Indenture Bonds, on the terms and conditions provided for in the Series 2000 Master Indenture.

4. The Commission has entered into a Master Bond Indenture dated as of July 1, 2005 (as originally executed, and with all amendments and supplements thereto, the “**Series 2005 Master Indenture**”), to provide for the issuance of state road bonds (the “**Series 2005 Master Indenture Bonds**”), in separate series under the Series 2005 Master Indenture, to finance and refinance the cost of implementing Projects as provided in the State Highway Act, to fund capitalized interest and to pay certain costs related to the issuance of the Series 2005 Master Indenture Bonds, on the terms and conditions provided for in the Series 2005 Master Indenture.

5. The Commission has entered into a Master Bond Indenture dated as of December 1, 2008 (as originally executed, and with all amendments and supplements thereto, the “**Master Bond Indenture**”), to provide for the issuance of state road bonds (the “**Bonds**”), in separate series under the Master Bond Indenture, in authorized principal amounts as the Commission may determine to be appropriate to comply with the constitutional and statutory duties of the Commission to fund the cost of implementing Projects as provided in the State Highway Act, and to pay certain costs related to the issuance of the Bonds, subject and subordinate to the terms of the (a) Series 2000 Master Indenture Bonds and the Series 2000 Master Indenture as to State Road Fund Revenues (as defined in the Series 2000 Master Indenture) in the State Road Fund, and (b) Series 2005 Master Indenture Bonds and the Series 2005 Master Indenture as to State Road Fund Revenues and State Road Bond Fund Revenues (as defined in the Series 2005 Master Indenture), and on the terms and conditions provided for in the Master Bond Indenture.

6. Pursuant to the State Highway Act and a resolution duly adopted by the Commission, the Commission issued \$142,735,000 principal amount of **Missouri Highways and Transportation Commission, Federal Reimbursement State Road Bonds, Series A 2008** (the “**Series 2008 Bonds**”), under the Master Bond Indenture, as amended and supplemented by the Supplemental Bond Indenture No. 1, for the purpose of providing funds to (a) finance the costs of Projects, and (b) pay costs related to the issuance of the Series 2008 Bonds.

7 Pursuant to the State Highway Act and a resolution duly adopted by the Commission, the Commission issued \$195,625,000 principal amount of **Missouri Highways and Transportation Commission, Federal Reimbursement State Road Bonds, Series A 2009** (the “**Series 2009 Bonds**”), under the Master Bond Indenture, as amended and supplemented by the Supplemental Bond Indenture No. 2, for the purpose of providing funds to (a) finance the costs of Projects, and (b) pay costs related to the issuance of the Series 2009 Bonds.

8. Pursuant to the State Highway Act, the Commission proposes to issue its **Federal Reimbursement Refunding State Road Bonds, Series A 2019** (the “**Series A 2019 Bonds**”), under the Master Bond Indenture, as amended and supplemented by the Supplemental Indenture No. 4, for the purpose of providing funds to (i) refund a portion of the Series 2008 Bonds (the “**2008 Refunded Bonds**”) and a portion of the Series 2009 Bonds (the “**2009 Refunded Bonds**,” and together with the 2008 Refunded Bonds, being the “**Refunded Bonds**”), and (ii) pay costs related to the issuance of the Series A 2019 Bonds and the refunding of the Refunded Bonds.

9. The Commission finds and determines that it is necessary and desirable in connection with the issuance of the Series A 2019 Bonds that the Commission executes and delivers certain documents and that the Commission takes certain other actions as herein provided.

NOW THEREFORE, BE IT RESOLVED BY THE MISSOURI HIGHWAYS AND TRANSPORTATION COMMISSION, AS FOLLOWS:

Section 1. Authorization of the Series A 2019 Bonds. The Commission is authorized to issue and sell the Series A 2019 Bonds in an aggregate principal amount not to exceed \$112,000,000, for purposes aforesaid which shall be issued under and secured by and shall have the terms and provisions set forth in the Master Bond Indenture, as supplemented and amended including the amendment by the Supplemental Bond Trust Indenture No. 4 referred to herein (collectively, the “**Indenture**”). The principal amount of, and interest rates on, the Series A 2019 Bonds shall be in such amounts with such interest rates to provide present value debt service savings of at least 3% of the principal amount of the Refunded Bonds, and present value savings of at least 2% of the principal amount of each maturity of bonds being refunded. The Series A 2019 Bonds shall mature in principal installments with a final maturity not later than 2025, and shall have such redemption provisions, and other terms to be determined by the authorized officers of the Commission and MoDOT in the manner described herein.

The Commission hereby authorizes the preparation of a Preliminary Official Statement and a Notice of Sale to provide for the competitive public sale of the Series A 2019 Bonds. Notice of said bond sale is hereby authorized and directed to be given by mailing copies, or by providing electronic notice through *PARITY* electronic bid submission system (“**PARITY**”), of the Notice of Sale and Preliminary Official Statement to investment banking firms and banks and other financial institutions located throughout the United States. Bids for the Series A 2019 Bonds may be received by a representative of the Commission, or by electronic bids through *PARITY*, upon the terms and conditions set forth in the Notice of Sale. The Commission hereby consents to the use and public distribution of the Preliminary Official Statement and the Notice of Sale related to the offering for sale of the Series A 2019 Bonds. The Commission further authorizes the filing of an application to Moody's Investors Service, Inc., Standard & Poor's Rating Service and Fitch Ratings for a rating of the Series A 2019 Bonds, and to take other actions necessary to carry out the competitive public sale of the Series A 2019 Bonds. The Series A 2019 Bonds shall be sold by the Commission to the underwriters (the “**Underwriters**”) providing the best bid in response to the Notice of Sale distributed by the Commission. The final terms of the Series A 2019 Bonds shall be specified in the Indenture upon the execution thereof, and the signatures of the officers of the Commission or MoDOT executing such Indenture shall, subject to approval as to form by the Chief Counsel's Office, constitute conclusive evidence of their approval and the Commission's approval thereof.

Section 2. Limited Obligations. The Series A 2019 Bonds shall be limited obligations of the Commission payable solely from the sources and in the manner as provided in the Indenture, and shall be secured by a pledge and assignment of and a grant of a security interest in the Trust Estate (as defined in the Indenture) to the Bond Trustee (herein defined) and in favor of the holders of the Series A 2019 Bonds, as provided in the Indenture. The Series A 2019 Bonds shall not be deemed to constitute a debt or liability of the State of Missouri or a pledge of the full faith and credit of the State of Missouri. Nothing in the Series A 2019 Bonds shall be construed as obligating the State of Missouri to pay or redeem any of the Series A 2019 Bonds from, and the owners thereof may not look to, any general or other fund of the State of Missouri or of MoDOT, except as specifically provided in the Indenture.

Section 3. Authorization and Approval of Documents. The following documents (the “**Financing Documents**”) are hereby approved in substantially the forms filed in the records of the Secretary to the Commission, and the Commission is hereby authorized to execute and deliver each of the Financing Documents with such changes therein as shall be approved by the officers of the Commission or MoDOT executing the Financing Documents, such officers' signatures thereon being conclusive evidence of their approval and the Commission's approval thereof, subject to approval as to form by the Chief Counsel's Office:

- (a) Supplemental Bond Trust Indenture No. 4 between the Commission and BOKF, N.A. (the “**Bond Trustee**”), providing for the issuance of the Series A 2019 Bonds pursuant to the Indenture, and setting forth additional terms and provisions applicable to the Series A 2019 Bonds.
- (b) Tax Compliance Agreement for the Series A 2019 Bonds between the Commission and the Bond Trustee, which sets forth certain representations, facts, expectations, terms and conditions relating to the use and investment of the proceeds of the Series A 2019 Bonds, to establish and maintain the exclusion of interest on the Series A 2019 Bonds from gross income for federal income tax purposes, and to provide guidance for complying with the arbitrage rebate provisions of §148(f) of the Internal Revenue Code (the “**Code**”).

- (c) Continuing Disclosure Agreement between the Commission and BOKF, N.A., as Dissemination Agent, under which the Commission agrees to provide continuing disclosure of certain financial information, operating data and material events, for the benefit of the owners of the Series A 2019 Bonds and to assist the Underwriters of the Series A 2019 Bonds in complying with Rule 15c2-12 of the Securities and Exchange Commission.

Section 4. Approval of Notice of Sale, the Preliminary Official Statement and the Final Official Statement. The form and substance of the Preliminary Official Statement and the Notice of Sale relating to the Series A 2019 Bonds submitted to the Commission is hereby in all respects ratified, confirmed and approved, and the officers of the Commission and MoDOT are hereby authorized, empowered and directed to execute the Notice of Sale, the Preliminary Official Statement and the final Official Statement in the name and on behalf of the Commission. The Commission approves the use and distribution of the Notice of Sale, the Preliminary Official Statement and the final Official Statement in connection with the offering and sale of the Series A 2019 Bonds. The Notice of Sale, the Preliminary Official Statement and the final Official Statement shall be in substantially the same form as the draft Notice of Sale and the Preliminary Official Statement now on file in the records of the Secretary to the Commission and hereby approved, with such changes therein as shall be approved by the officer of the Commission or MoDOT executing the same, and such execution shall constitute conclusive evidence of such officer's approval and the Commission's approval of any departures therein from the form of the Notice of Sale and the Preliminary Official Statement now on file in the records of the Secretary to the Commission. For the purpose of enabling the Underwriters to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission, the Commission hereby deems the information contained in the Preliminary Official Statement to be "final" as of its date, except for the omission of such information as is permitted by Rule 15c2-12(b)(1), and the appropriate officers of the Commission and MoDOT are hereby authorized, if requested, to provide the Underwriters a letter or certification to such effect and to take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the Underwriters to comply with the requirements of such Rule.

Section 5. Execution of Series A 2019 Bonds and Financing Documents. The Chairman or the Vice Chairman of the Commission, or the Director, or the Chief Financial Officer of MoDOT, are hereby authorized and directed to execute the Series A 2019 Bonds by manual or facsimile signature and to deliver the Series A 2019 Bonds to the Bond Trustee for authentication for and on behalf of and as the act and deed of the Commission in the manner provided in the Indenture. The Director of MoDOT, or the Chief Financial Officer of MoDOT, are hereby authorized and directed to execute and deliver the Financing Documents for and on behalf of and as the act and deed of the Commission subject to approval as to form by the Chief Counsel's Office. The Secretary to the Commission is hereby authorized and directed to attest to the Series A 2019 Bonds by manual or facsimile signature, to the Financing Documents and to such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution.

Section 6. Subscription for United States Treasury Securities. The officers of the Commission and MoDOT, the Financial Advisor to the Commission and the Bond Trustee are hereby authorized to subscribe for the purchase of United States Treasury Securities, State and Local Government Series or open market securities, in order to provide for the refunding of the Refunded Bonds in compliance with the Indenture.

Section 7 Further Authority. The Commission shall, and the officers, agents and employees of the Commission and MoDOT are hereby authorized and directed to, take such further action, and execute such other documents, certificates and instruments, including, without limitation, any arbitrage certificate, closing certificates, and tax forms, as may be necessary or desirable to carry out and comply with the intent of this Resolution, and to carry out, comply with and perform the duties of the Commission with respect to the Series A 2019 Bonds and the Financing Documents subject to approval as to form by the Chief Counsel's Office.

Section 8. Effective Date. This Resolution shall take effect and be in full force immediately after its adoption by the Commission.

Upon motion by Commissioner Waters, seconded by Commissioner Briscoe, the Commission unanimously took the following action:

- Adopted a Resolution that, among its provisions, authorized the preparation, review, and distribution of the Preliminary Official Statement and final Official Statement that states the Commission intends to: (1) issue Federal Reimbursement Refunding State Road Bonds, Series A 2019 (hereinafter, “Series A 2019 Bonds”) to refund a portion of the Commission’s Federal Reimbursement State Road Bonds Series A 2008 and a portion of the Commission’s Federal Reimbursement State Road Bonds Series A 2009 (hereinafter, “Refunded Bonds”); (2) offer for sale the Series A 2019 Bonds; and (3) authorize and approve any other documents and actions in connection with the intent to issue and offer for sale the Series A 2019 Bonds.
- Authorized the Secretary to the Commission to execute the Resolution confirming its adoption by the Commission, subject to approval as to form by the Chief Counsel’s Office.
- Authorized the Series A 2019 Bonds to be sold through a competitive sale.
- Authorized the Director or the Chief Financial Officer to take any other additional actions, and to execute any other ancillary documents (i.e., Supplemental Bond Trust Indenture No. 4, Tax Compliance Agreement, Continuing Disclosure Agreement, and the like), certificates or instructions, necessary to complete the sale of the Series A 2019 Bonds, subject to approval as to form by the Chief Counsel’s Office.

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MERITORIOUS SAFETY AWARD RECIPIENT

On behalf of the Director, Travis Koestner, Southwest District Engineer, presented to the Commission an employee who earned the Meritorious Safety Award, which supports the department’s values of safety, service, and stability. On December 20, 2018, Carl “Buster” Carter was operating a protective dump truck as part of a mowing operation on I-44 near Springfield. As he approached the Glenstone Avenue exit from the east, he witnessed a vehicle lose control on the westbound on ramp, roll over once, and end up in the middle of I-44. Mr. Carter pulled over on the shoulder and ran over to the vehicle to assist. There were two people in the car, with the driver hunched over and unresponsive. The passenger, who was the driver’s brother, had tried to wake him up. Mr. Carter checked the driver for a pulse and breathing, but found none. He unbuckled the driver’s seat belt and got the driver out of the car, and immediately started chest compressions. After the fifth compression, the gentleman started to

gasp and was fighting for air. Mr. Carter rolled him into the recovery position, and the driver began to spit up blood and teeth. Mr. Carter stayed with him until emergency services arrived on the scene, and provided a witness statement.

Mr. Koestner reported Mr. Carter was hired as a Maintenance Worker in Springfield in September 2018, and completed CPR training on Tuesday, December 18, 2018. On December 20, 2018, Carl used his CPR training during this life-threatening event. Mr. Carter stated that he was happy to have taken the CPR training, and that the skills he learned were still fresh in his mind. The CPR training the Risk Management Division gives MoDOT's employees, and Carl's quick reaction, were likely factors in saving the gentleman's life. Commissioner Smith and Commissioner Pace thanked Mr. Carter for his dedication and service.

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2019 WORK ZONE AWARENESS WEEK UPDATE

On behalf of the Director, Nicole Hood, State Highway Safety and Traffic Engineer, presented to the Commission the department's 2019 Work Zone Awareness efforts. MoDOT's goal is zero fatalities in work zones; only through continued improvement from everyone will that happen. The 2019 Work Zone Awareness efforts will continue to emphasize the Buckle Up Phone Down initiative, educating the public to put their phones down and wear their seat belts in work zones. The department is also working internally to reduce fatalities in work zones with innovation and new equipment for training and safety purposes.

Ms. Hood reported National Work Zone Awareness Week is April 8-12, 2019, and is the opportunity to remind drivers to watch out for highway workers and use extra caution in work zones. Ms. Hood presented this year's theme is "Be Your Own Hero: BUPD," drivers need to be the heroes in the own lives and make smart decisions when driving. She noted thirteen people lost their lives in work zones last year; in the past five years, fifty-four people have been killed in work zones. Distracted

driving continues to be the number one cause of fatal and serious injury crashes in work zones, which is believable since nearly nine in ten people admit to using cell phones when driving. The other top causes of work zones crashes are speeding, following too closely, improper lane usage, and impairment. All of these circumstances are preventable and within a driver's control. Ms. Hood stated two-thirds of fatalities in 2018 were people who were not wearing their seatbelt. The best defense in any crash is buckling up and wearing a seatbelt. The main message to drivers is to buckle up and put the phone down.

The department continues to communicate about upcoming work zones and explore innovative devices and technology. Ms. Hood concluded her presentation by presenting the innovative technology the department is using to ensure the safety of workers and the traveling public. Examples are the autonomous truck mounted attenuators (TMAs), Automated Flagger Assistance Devices (AFAD), and training tools such as virtual reality goggles to simulate driving through a work zone and looking for techniques, setup, execution, and inspection. Commissioner Briscoe noted MoDOT does so much to minimize the impacts to drivers from work zones, to make them safer and give the public tools to help them plan their trips in advance, but ultimately, driver behavior is the most important thing – put your phone down, slow down, and wear your seatbelt! Commissioner Pace thanked Ms. Hood for her presentation.

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ADMINISTRATIVE RULES/POLICIES
**REPORT AND RECOMMENDATION REGARDING FINAL ORDER OF RULEMAKING –
UNIFORM RELOCATION ASSISTANCE PROGRAM**

On behalf of the Director, Brenda Harris, Assistant to the State Design Engineer, presented the final orders of rulemaking for 7 CSR 10-4.020 Uniform Relocation Assistance Program. At the December 5, 2018, meeting, the Commission authorized the filing and publication of notice of proposed amended administrative rulemaking 7 CSR 10-4.020, Uniform Relocation Assistance Program. After

Commission approval, staff filed these rules with the Joint Committee on Administrative Rules and the Office of Secretary of State, who published the proposed amended rules in the *Missouri Register* for public comment. The public had from January 15, 2019, to February 14, 2019, to submit comments in support of or in opposition to the notice of proposed amended rulemaking. No comments were received during the public comment period.

The following is a summary of the significant changes which were to incorporate the September 25, 2018, version of the Engineering Policy Guide's *Relocation Assistance Program Manual* which was amended to comply with changes in the federal regulations, including, but not limited to, the following:

- Length of occupancy reduced from 180 days to 90 days and is defined as the length of time a homeowner must live in the primary residence to be eligible for relocation benefits;
- Business Reestablishment payment is increased to \$25,000 and is defined as the maximum payment a business can receive to cover expenses incurred to alter a new business location to make it conducive to its services;
- Fixed Moving Cost Payments in lieu of actual moving and reestablishment is increased to \$40,000 and is defined as the maximum payment a relocatee can receive to move personal items to a new residence and reimbursement for costs incurred for necessary alterations to the new home;
- Replacement Housing for Homeowner is increased to \$31,000 and is defined as the maximum amount paid to a relocatee for a new, comparable residence in addition to the cost received for the acquisition of the primary residence;
- Replacement Housing for Tenants is increased to \$7,200 and is defined as the maximum cost tenants can receive to rent a new residence in addition to moving expenses; and
- Definition updates and the elimination of redundant information.

The department supports this final order of rulemaking for the Uniform Relocation Assistance Program. After consideration, the Commission via approval of the consent agenda, unanimously approved the final order of rulemaking and authorized the Secretary to the Commission to file the final orders of rulemaking with the Joint Committee on Administrative Rules and the Office of the Secretary of State, and authorized the Director, Chief Engineer, Chief Financial Officer, or Assistant Chief Engineer to execute documents to complete the final rulemaking process.

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BUSINESS ISSUES

FISCAL YEAR 2019 BUDGET AMENDMENT

On behalf of the Director, Todd Grosvenor, Financial Services Director, recommended increasing disbursements \$1.4 million for the fiscal year 2019 budget. Mr. Grosvenor also recommended transfers between operating budget categories to address changing priorities and provide greater flexibility to districts and divisions in funding program priorities.

Via approval of the consent agenda, the Commission unanimously approved the fiscal year 2019 budget amendment described above.

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MEDICAL AND LIFE INSURANCE PLAN: APPOINTMENT OF BOARD MEMBER

On behalf of the Director, Ashley Halford, Medical and Life Insurance Plan Board Chairman, recommended approval of the re-appointment of Captain James Remillard as a Missouri State Highway Patrol (MSHP) active employee representative, for a term ending April 2025 or until a successor is named. Captain Remillard has served as a member of the board Since April 2001. His re-appointment has been recommended by Colonel Eric Olson, Superintendent of the MSHP. The Commission established and approved guidelines for a self-insured Medical and Life Insurance Plan for employees of the Department and the State Highway Patrol on November 9, 1977. The guidelines established a board of trustees to manage the operations of the Plan. Potential board members, and the board chairman, are recommended by either the Department Director or the State Highway Patrol Superintendent and are subject to Commission approval.

Via approval of the consent agenda, the Commission unanimously approved the re-appointment of Captain James Remillard as a Missouri State Highway Patrol active employee representative, for a term ending April 2025 or until a successor is named.

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MEDICAL AND LIFE INSURANCE PLAN: APPROVAL OF PHARMACY BENEFIT MANAGER

On behalf of the Director, Ashley Halford, Employee Benefits Manager, recommended approval of the Medical and Life Insurance Plan Board of Trustees recommendation to contract with MedImpact Healthcare Systems (MedImpact) to provide pharmacy benefit manager services. The pharmacy benefit manager adjudicates pharmacy claims, oversees the Medicare Part D contract, provides customer service to members of the Plan, provides medical therapy management, and other services that are essential to effective Medical and Life Insurance Plan operation. The contract would begin January 1, 2020, and expire December 31, 2022. Additionally, two one-year extension periods are available, potentially extending the expiration date through December 31, 2024.

Via approval of the consent agenda, the Commission unanimously approved the recommendation, and authorized a member of the Executive Committee to execute the contract, subject to approval as to form by the Chief Counsel's Office.

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CONSIDERATION OF TERMINATION OF ROADWAY WARRANTY AGREEMENT FOR MACON/ADAIR US 63

On behalf of the Director, Paula Gough, Northeast District Engineer, recommended the termination of the warranty agreement between the Commission and Koch Performance Roads Inc. (KPRI) for US 63 in Macon and Adair Counties, and authorization of the Chief Engineer or their designee to negotiate and execute an agreement to terminate the warranty, subject to approval as to form by the Chief Counsel's Office.

In October 2005, a four-lane expansion project was completed on twenty-two miles of US 63 in Macon and Adair Counties. The project was funded by MoDOT (seventy percent) and the Highway 63 Transportation Corporation (thirty percent). Local funding for the project was provided by residents of

the City of Kirksville in the form of a half-cent sales tax, which was approved by seventy-eight percent of the voters in April 2002. This was a design-bid-build project with the Corporation selecting KPRI and its consultant to design the project, including KPRI's innovative pavement design.

A separate fifteen-year pavement warranty agreement was executed between the Commission and KPRI in August 2005. The warranty term was for fifteen years from October 27, 2005, to October 26, 2020. The warranty measurement criteria included smoothness, rutting, cracking, alligator cracking, and potholes. The warranty agreement for this roadway has been successful and met the objective of keeping the pavement condition maintained within the warranty criteria. There is minimal risk of needing any type of significant pavement work in the remaining nineteen months of the warranty.

MoDOT staff desires to utilize the proposed \$650,000 settlement to implement a long-term pavement strategy consistent with Asset Management guidelines rather than proceed with KPRI's short-term strategy which is focused on maintaining the pavement within the warranty criteria. With less than nineteen months remaining on the warranty, KPRI is focusing on a preservation strategy that maintains the pavement condition within the minimum warranty criteria. This is allowable per terms of the warranty agreement, but it provides little benefit to the long term service life of the pavement.

Via approval of the consent agenda, the Commission unanimously approved the termination of the roadway warranty agreement as recommended and described above.

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STATEWIDE TRANSPORTATION IMPROVEMENT PROGRAM (STIP)
CONSIDERATION OF BIDS FOR TRANSPORTATION IMPROVEMENTS

On behalf of the Director, Eric Schroeter, Assistant Chief Engineer, presented the following recommendations pertaining to bids received on federal-aid and state highway and bridge projects during the past month. He noted Calls D06, F11, and H07 have local funding, as noted in Table I below, and the department received all of the necessary concurrences.

Mr. Schroeter recommended (1) Award of contracts to the lowest responsive bidders for bids received at the March 15, 2019, letting, as recommended and noted in Table I below; (2) Rejection of Calls D01 and H02 due to excessive bids per Section 102.15 of the Missouri Standard Specifications for Highway Construction, as recommended and noted in Table II below; (3) Award of Call D06 be contingent upon receipt of the funds from the City of Eldon, to be received within the next thirty days; (4) Award of Call H07 be contingent upon receipt of the funds from the Missouri Department of Natural Resources, to be received within the next thirty days; and (5) Declare the bid from Olympus Painting Contractors, Inc. for Call B02 as non-responsive per Section 102.7.4 of the Missouri Standard Specifications for Highway Construction.

Table I
Award of Contracts
March 15, 2019, Bid Opening

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
B01	54	Audrain	J2P3157	\$2,416,716.15	\$0.00	S & A Equipment & Builders	Roundabout
B02	79	Marion	J2P3273	\$241,044.50	\$0.00	International Rigging Group, LLC	Bridge Painting
	A		J2S3272				
	Reservoir Street		J2S3271				
B03	151	Shelby	J2S3142	\$1,024,161.80	\$0.00	Bleigh Construction Company	Bridge Replacement
	PP	Macon	J2S3070				
B04	Various	Monroe, Randolph	J2S3194	\$135,447.00	\$0.00	International Rigging Group, LLC	Bridge Painting
C01	E	Johnson	J3S3082	\$596,805.98	\$0.00	Gene Haile Excavating, Inc.	Bridge Replacement
D03	63, AC	Boone, Callaway	J5P3287	\$3,653,798.24	\$0.00	Capital Paving & Construction, LLC	7 Bridge Rehabilitations
D04	54	Callaway	J5P3363	\$214,063.50	\$0.00	Gene Haile Excavating, Inc.	Slide Repair
	94		J5S3370				
D05	50	Gasconade	J5P3373	\$248,522.00	\$0.00	H.R. Quadri Contractors, LLC	Scour Repair

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
D06*	52	Miller	J5P3377	\$447,097.25	\$0.00	Gene Haile Excavating, Inc.	Grading and Pavement
D07	179	Cooper	J5S3173	\$1,416,118.12	\$0.00	E & C Bridge, LLC	Bridge Replacement
F01	Various	Various	J0I3005K	\$616,050.00	\$0.00	R. V. Wagner, Inc.	Job Order Contracting for Concrete Pavement Repair
F02	I-70	St Charles	J6I3410	\$80,941.21	\$0.00	R. V. Wagner, Inc.	Drainage Repair
F03	I-70	St Charles	J6M0270	\$147,018.34	\$0.00	Fahrner Asphalt Sealers, LLC	Crack Filling
F04	141	St Louis	J6P3253	\$2,138,615.00	\$36,000.00	Gerstner Electric, Inc.	Signal Replacement
F05	79	St Charles	J6S3299	\$2,257,613.27	\$0.00	Phillips Hardy, Inc.	Bridge Rehabilitation
	I-70, 79		J6P3316				8 Bridge Rehabilitations
F07	Various	Various	J6P3335	\$1,047,285.00	\$0.00	R. V. Wagner, Inc.	Job Order Contract for Concrete Pavement Repair
F08	47	Franklin	J6S3207	\$1,388,650.00	\$0.00	Pace Construction Company	Resurface and ADA Improvements
F09	115	St Louis City	J6S3230	\$1,939,279.00	\$0.00	Gerstner Electric, Inc.	Signal Replacement
F10	30	Jefferson	J6S3375	\$960,200.00	\$0.00	Kolb Grading, LLC	Slide Repair
F11**	109	St Louis	J6S3141	\$6,608,415.14	\$0.00	Gershenson Construction Co., Inc.	Bridge Rehabilitation
			J6S3141B				Add Roundabout
			J6S3141C				Add Bicycle/Pedestrian Trail
			J6S3141D				Add Roundabout
G01	60	Barry	J7P2173	\$963,325.00	\$0.00	Hartman and Company, Inc.	Bridge Rehabilitation
G02	248	Stone	J7P3289	\$3,591,919.54	\$0.00	Lehman Construction, LLC	Bridge Replacement
	76		J7P2228B				Bridge Rehabilitation
H01	60	New Madrid, Scott	J9P3201	\$5,356,778.41	\$0.00	Apex Paving Co.	Resurface
	I-57	Mississippi, Scott	J9I3306				Coldmill and Resurface

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
H03	60, 67	Butler, Carter, Madison, Shannon	J9P3247	\$432,902.00	\$0.00	H.R. Quadri Contractors, LLC	Slope Repair
H04	142	Oregon, Ripley	J9P3252	\$6,800,000.00	\$0.00	Pace Construction Company	Resurface and Add Shoulders
H05	AA	New Madrid	J9S3231	\$1,574,610.85	\$0.00	Robertson Contractors, Inc.	Bridge Replacement
	K	Pemiscot	J9S3228				
	HH		J9S3225				
H06	F	Reynolds	J9S3579	\$144,158.00	\$0.00	RL Persons Construction, Inc.	Slope Repair
H07***	OR 55	Cape Girardeau	J9S3365	\$755,735.82	\$0.00	Apex Paving Co.	Resurface
	Trail of Tears		J9L19TRA				
TOTAL:				\$47,197,271.12	\$36,000.00		

* Call D06 – Funding by City of Eldon – \$117,076.25

** Call F11 – Funding by City of Wildwood – \$3,125,278.00

*** Call H07 – Funding by Missouri Department of Natural Resources (J9L19TRA) – \$440,051.38

**Table II
Rejection of Bids
March 15, 2019, Bid Opening**

Call No.	Route	County	Job No.	Description
D01	Dix Road	Cole	J5P3015	Bridge Rehabilitation
H02	61	Cape Girardeau	J9P3357	Resurface

Commission Consideration and Action

After consideration, and upon motion by Commissioner Briscoe, seconded by Commissioner Smith, the Commission took the following action with abstentions noted below:

1. Awarded contracts to the lowest responsive bidders for bids received at the March 15, 2019, bid opening, as recommended and noted in Table I above. Non-contractual costs for these projects are shown on the above tabulation.
2. Rejected bids for Calls D01 and H02 due to excessive bids per Section 102.15 of the Missouri Standard Specifications for Highway Construction, as recommended and noted in Table II above.

3. Awarded Call D06 contingent upon receipt of the funds from the City of Eldon, to be received within the next thirty days.
4. Awarded Call H07 contingent upon receipt of the funds from the Missouri Department of Natural Resources, to be received within the next thirty days.
5. Declared the bid from Olympus Painting Contractors, Inc. for Call B02 as non-responsive per Section 102.7.4 of the Missouri Standard Specifications for Highway Construction.
6. Authorized the Director, Chief Engineer, Chief Financial Officer, or Assistant Chief Engineer to execute the contracts awarded above.

Commissioner Pace abstained from voting on Call H03. Commissioner Briscoe abstained from voting on Call B02. Commissioner Brinkmann abstained from voting on Call F03.

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REQUEST FOR APPROVAL OF LOCATION AND/OR DESIGN ON HIGHWAYS

19th Street & I-35 Interchange, City of Kearney, Clay County Job No. J4I2006 Public Hearing Held February 5, 2019

The proposed improvement provides a new interchange on I-35 at 19th Street (144th Street) approximately one mile south of Route 92. The proposed improvements will cross over I-35 and include ramps to/from I-35. The improvements will also include bike lanes and accommodate pedestrians with trail and sidewalk. The project also includes construction of a roundabout at the Watson Drive and 19th Street intersection and will help connect the west and east side of the City of Kearney by providing additional access across I-35. The project will have fully controlled access right of way. A majority of the interchange can be constructed with minimal impacts to existing traffic flow. Short term roadway closures may be required at connections to existing roadways (Watson/19th Street). Construction of the bridge and retaining walls along I-35 will likely require minor traffic shifts and possible shoulder closures. When setting bridge girders, short turn closures along I-35 can be expected (likely 20-30 minute windows per girder during off-peak hours). The project is 0.918 miles in length.

On behalf of the Director, Brian Kidwell, Kansas City District Engineer, recommended approval of the location and design as presented at the public hearing.

**Route 92, Clay County
Job No. J4P3213
Public Hearing Held February 13, 2019**

The proposed improvement includes widening the lanes to 12-foot lanes and 2-foot shoulders. The culverts will be lengthened to accommodate the lane improvements. Turn lanes will be added at Tillman Road (westbound left turn lane), Route C (westbound right turn lane and eastbound left turn lane), and Route A (eastbound right turn lane). Additionally, drainage improvements will be made at MariMack Golf Complex and at the Nation Road roundabout. Route 92 will be resurfaced between Route DD and Nation Road and the center line and edge rumble stripes will be installed. The project will have normal access right of way. Due to the limited space to work on Route 92, various road and lane closures will be needed during construction. Motorist may encounter detours or flagging operations while the work is on-going. Residents along Route 92 will have access to their property during construction. The resurfacing work will be done during off-peak hours. The project is 8.98 miles in length.

On behalf of the Director, Brian Kidwell, Kansas City District Engineer, recommended approval of the location and design as presented at the public hearing.

After full consideration of the favorable and adverse economic, social, and environmental effects of the recommended location and designs, the Commission via approval of the consent agenda unanimously found and determined the recommended location and designs would best serve the interest of the public and approved the recommendations.

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PROPERTY ACQUISITION AND CONVEYANCES

CONSIDERATION OF EXCESS PROPERTY DISPOSAL, ROUTE D IN ST. LOUIS COUNTY, EXCESS PARCEL NUMBERS SL-0234, 267557

In keeping with the Commission's policy regarding disposition of Commission-owned property or property rights, the sale of all properties owned by the Commission with appraised or sale values of \$200,000 or more must be approved by specific Commission action.

On behalf of the Director, Tom Blair, St. Louis District Engineer, recommended conveyance of 0.74 acre of land located northeast of the Route D and Westport Plaza Drive intersection in the City of Maryland Heights in St. Louis County, to Waterway Gas & Wash Company for a consideration of \$365,600.

Via approval of the consent agenda, the Commission unanimously approved the property conveyance described above.

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-- **REPORTS** --

REPORTS

The Commission received the following written reports.

MEDICAL AND LIFE INSURANCE PLAN: MISSOURI DEPARTMENT OF TRANSPORTATION AND MISSOURI STATE HIGHWAY PATROL MEDICAL AND LIFE INSURANCE PLAN REPORT

On behalf of the Director, Ashley Halford, Employee Benefits Manager, provided financial and claims data reports for the period July 2018 through December 2018, and for the most recent five calendar years, to update the Commission on the cost and utilization of the Medical and Life Insurance Plan. Medical claims have decreased 7.8 percent when compared to calendar year 2017 and prescription claims have decreased by 2.7 percent. There has been an increase of 2.8 percent of total claims expense when compared to 2017, while pharmacy spending increased 5.7 percent from 2017. The total operating revenues increased 5.5 percent, which can be attributed to the increase in medical premiums in 2018 and an increase in prescription rebates.

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MODOT BRIEFING REPORT

Patrick McKenna, Director, provided to the Commission the written monthly Issue Briefs that were sent from the department to the Governor since the previous MoDOT Briefing Report. There were zero briefings reports for the past month.

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**FINANCIAL – BUDGET – REPORTS
YEAR-TO-DATE FINANCIAL REPORT, PERIOD ENDING FEBRUARY 28, 2019**

Todd Grosvenor, Financial Services Director, submitted a written financial report for fiscal year to date February 28, 2019, with budget and prior year comparisons.

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CONSULTANT SERVICES CONTRACT REPORT

Eric Schroeter, Assistant Chief Engineer, submitted a written report of consultant contracts executed in the month of February 2019, for both engineering and non-engineering related projects. The department utilizes consultants to efficiently manage workload and provide specialized expertise to supplement and support department staff. Expenditures for consultant services are funded from the Commission approved Statewide Transportation Improvement Program and MoDOT Operating Budget. There were 369 active contracts held by individual engineering consultant firms prior to February 1, 2019. Eight engineering consultant services contracts were executed in February 2019, for a total of \$1,965,977. There were no new non-engineering consultant contracts executed in February 2019.

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By unanimous consensus of all members present, the meeting of the Commission adjourned.

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The Mission of the Missouri Highways and Transportation Commission is to:

- Represent the citizens of Missouri pursuant to the Constitution by providing independent and nonpartisan governance of the Missouri Department of Transportation; and
- Establish policies, exercise oversight, and ensure accountability in developing and maintaining a world class transportation system in Missouri which fosters safety and economic development.

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