



**MISSOURI HIGHWAYS AND TRANSPORTATION
COMMISSION**

Official Minutes

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November 2, 2022

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**MINUTES OF THE REGULARLY SCHEDULED
HIGHWAYS AND TRANSPORTATION COMMISSION MEETING
HELD IN CAPE GIRARDEAU, MISSOURI,
WEDNESDAY, NOVEMBER 2, 2022**

A regularly scheduled meeting of the Missouri Highways and Transportation Commission was held on Wednesday, November 2, 2022, at the Drury Hotel Conference Center, 3351 Percy Drive, Cape Girardeau, Missouri. Robert G. Brinkmann, P.E., Chair, called the meeting to order at 9:00 a.m. The following Commissioners were present: Gregg C. Smith, Terry L. Ecker, W. Dustin Boatwright, P.E., Brian Treece, and Warren K. Erdman.

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 was present via teleconference; Rich Tiemeyer, Chief Counsel for the Commission; and Pamela J. Harlan, Secretary to the Commission, were present on Wednesday, November 2, 2022.

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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.*

-- OPEN MEETING --

COMMISSION/DIRECTOR ITEMS

APPROVAL OF MINUTES

Upon motion by Commissioner Ecker, seconded by Commissioner Boatwright, the Commission unanimously approved the minutes of the regular meetings held on September 7, 2022, and special meeting held on September 6, 2022. 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 November 2, 2022, Consent Agenda

No items were removed from the consent agenda. Upon motion by Commissioner Smith, seconded by Commissioner Boatwright, 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 Chairman also serves on the Missouri Coalition for Roadway Safety Executive Committee. The following committee and board reports were made during the November 2, 2022, meeting.

Audit Committee – Commissioner Brinkmann reported the audit committee met November 1, 2022. Ted Williamson, external auditor from RubinBrown, LLP presented the Fiscal Year 2022 Annual Comprehensive Financial Report, including the independent audit report. Commissioner Brinkman recognized MoDOT has received an unmodified (clean) opinion for twenty-three consecutive years. The next audit committee meeting is scheduled for April 2023.

Legislative Committee – Commissioner Smith reported Governmental Relations staff began visiting with potential legislative sponsors - including the Governor’s office - to advance the 2023 Commission approved agenda. The legislative agenda includes an omnibus comprehensive safety package that addresses many deficiencies in state law that could reduce or eliminate serious injuries and deaths on Missouri’s highway system. The second proposal is the establishment of a Waterways Trust Fund that would be funded with a dedicated revenue source for the creation and enhancement of Missouri ports. The first day for pre-filing legislation for the 2023 session of the Missouri General Assembly is December 1.

Missouri Transportation Finance Corporation (MTFC) – Commissioner Smith stated the next MTFC meeting will be held in February 2023.

MoDOT and Patrol Employees’ Retirement System (MPERS) – Commissioner Boatwright reported the next Board meeting will be November 17, 2022.

Missouri Coalition for Roadway Safety Executive Committee – Commissioner Brinkmann explained the Missouri Coalition for Roadway Safety Executive Committee did not meet this month; however, the Coalition has several activities occurring during this time of year. The coalition just wrapped up a statewide speed enforcement campaign as well as the sixth annual Buckle Up Phone Down (BUPD) Day. In November, the coalition will promote Crash Responder Safety Week before turning attention to the upcoming holidays and encouraging all Missourians to make sure they have a sober ride when traveling to and from their holiday gatherings. With only two months left of the year, now is the time to remember the four simple actions every driver can take to end this year with fewer fatalities: buckle up, phone down, slow down, and drive sober.

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DIRECTOR’S REPORT

During the November 1, 2022, Commission meeting, Director Patrick McKenna provided the following report:

Buckle Up Phone Down Day – Director McKenna reported last week was the sixth annual Buckle Up Phone Down Day. MoDOT along with the Missouri Coalition for Roadway Safety, and a variety of safety partners, schools, and business throughout the state, used the day to encourage better driving behaviors as part of Buckle Up Phone Down Day. This year’s goal aimed for zero traffic fatalities throughout the day. Since the program began in 2017, the BUPD movement has spread steadily across Missouri. More than 20,000 Missouri individuals and businesses have accepted the BUPD challenge, and more than a dozen other states are actively sharing the messages along their highways. On BUPD Day, the Director was at the AASHTO annual meeting where he presented the BUPD program during the awards luncheon to all the other Department of Transportation (DOT) leaders as well as DOT Secretary Buttigieg who was very interested in the program. Missouri has the support of many elected officials, including Governor Parson and Lt. Governor Kehoe. The mayor of Jefferson City and the city council also posted their support for BUPD Day. A dozen other Missouri state and local public agencies shared the BUPD message to their social media accounts. Many businesses and schools shared their support.

Working with schools and educating young drivers is a critical part of the program. The department wants new drivers to start out with the best habits of buckling their seatbelt and putting their phone down. On BUPD day, the Missouri State Highway Patrol and MoDOT worked with Capitol City High School in Jefferson City to create a docudrama illustrating what can happen when drivers do not follow these important steps. In addition, MoDOT is working with AAA now through December on a high school showdown. The high schools accept the challenge to see who can get the most students to take the BUPD

challenge. Last year, there were 15 schools who participated, but this year there are 65! The ongoing momentum and support to share the message to buckle up and put your phone down has been very encouraging. With this year's BUPD Day nearly 300 individuals and 3 new businesses have accepted the challenge. Now more than 20,000 Missourians have accepted the challenge to BUPD.

Fighting Fires – Director McKenna stated the ongoing drought in Missouri and high winds the weekend of October 22 and 23 created ripe conditions to spark wildfires. On Saturday and Sunday, nearby fires resulted in full closures on I-70 at Rocheport and I-470 in Kansas City. On October 22, MoDOT crews in Boonville and Columbia were called to assist with closing Interstate 70 from just west of Columbia to Boonville. Fires in the town of Wooldridge, just south of I-70 in Cooper County, as well as in the Overton Bottoms flat area along the Missouri River were creating so much smoke it reduced visibility on the interstate.

MoDOT Maintenance crews worked with the Highway Patrol to close the interstate around 6:00 p.m. The department used every tool to communicate this to the public including the online Traveler Information Map, on MoDOT social media platforms, and on the I-70 changeable message boards. MoDOT staff were present at the State Emergency Management Agency (SEMA) to support the operation. At 8:15 p.m., the Highway Patrol determined it was safe to reopen I-70. By 10:30 p.m., all MoDOT maintenance staff had left the scene and were available on call in case of issues.

On Sunday, October 23, a portion of I-470 was closed for many hours between Grandview and Lee's Summit in the Kansas City area. Again, the MoDOT team responded to share the information, safely close the highway, and detour traffic.

On Wednesday, October 26, Governor Parson visited the town of Wooldridge, which lost half of the structures in the town. He thanked the first responders, including the MoDOT teams from Boonville and Columbia, who assisted with the fire response. Director McKenna thanked the MoDOT crews who answer the call day and night, 7 days a week to keep citizens safe.

Winter Operations Drill – Director McKenna shared MoDOT's annual winter operations training drill was held statewide on Thursday, October 21. All MoDOT staff involved in winter operations spent the day installing plows on the trucks, checking, and calibrating equipment, and running routes to get familiar with the details of the employee's assigned roads.

With years of high turnover, MoDOT is nearly 30 percent below the staffing needed to cover more than one shift in a statewide storm. In the past, MoDOT had 3,400 employees across the state to provide winter operations on the 33,891 miles of state routes. Staffing is currently down nearly 1,000 employees. If a widespread winter storm lasts more than one 12-hour shift, MoDOT will not have enough employees to fill all the trucks on the second shift. It will take longer to clear the roads. Delays could be significant and will impact all regions of the state.

MoDOT will evaluate each approaching storm and staff will be moved accordingly to focus on first clearing interstates and major routes in the path of each storm. Every available snowplow operator will work 12-hour shifts until the interstates and other higher volume major roads are mostly clear after the storm ends. The lower-volume state numbered and lettered routes will take significantly longer to clear after a winter storm. Depending on the severity of the storm, these secondary priority roads may not be addressed for 24 hours or more after the storm ends. Crews will focus on planned routes as much as

possible with preference to not divert from the plan. Calls for assistance to spot locations will also take longer to reach and will be prioritized as they are received.

MoDOT understands each road is a priority to drivers; however, there are not enough workers or trucks to clear all highways immediately. To do the most efficient job that will benefit the most drivers, MoDOT uses its established plowing order, setting priorities for how roads are to be cleared:

- **First priority** is all interstates and higher volume highways continuously plowed until returned to near normal conditions.
- **Second priority** is lower-volume state numbered or lettered routes plowed open to two-way traffic and treated with salt and/or abrasives on hills, curves, intersections and other areas as needed as soon as possible after the end of the storm
- **Third priority** after the storm, workers will clean up accumulation on shoulders, bridge edges and interchanges during normal working hours.

Commissioner Ecker thanked Director McKenna for his report and was glad to hear that more states are running with the Buckle Up Phone Down campaign. It is also good to know that more and more people and companies are joining the challenge. He stated, while having the special BUPD day is important, every day we should all “Buckle Up and put the Phone Down”.

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PUBLIC PRESENTATIONS

DELEGATION REPRESENTING THE CAPE GIRARDEAU REGION

Stacy Kinder, Mayor of Cape Girardeau; Rob Gilligan, President/CEO Cape Girardeau Chamber of Commerce; Alex McElroy, Southeast Missouri Metropolitan Planning Organization Executive Director; Amy Ferris, City Engineer; and Katrina Amos, Airport Manager, welcomed the Commission to the city and shared a variety of topics about the region.

The chamber of commerce provided an overview of the Cape Girardeau region focusing on economic growth and its relation to transportation improvements. Cape Girardeau county has a population of over 82,000 people. The transportation system is critical for serving the citizens of the county and beyond. Cape Girardeau county is a health care service center for 25 surrounding counties and transportation is critical to be able to provide this service. Transportation is a key part to moving goods, services, and commodities, and leading to the over \$3 billion of gross domestic product produced in this region.

Southeast Missouri Metropolitan Planning Organization (SEMPO) focused on transportation improvements to Interstate 55 interchange at Exit 93 and expanding Interstate 55 from four to six lanes. Mr. McElroy described the planning area for SEMPO and the membership of its board. He focused on two projects that are currently on the unfunded needs list. The first project described was the Interstate 55 interchange at Exit 93 and how MoDOT has conducted some initial work to develop options to make the needed improvements. He also shared about the need for capacity improvements along Interstate 55 as it is projected to reach capacity in the near future.

The City of Cape Girardeau highlighted local investments and grant support for transportation projects in the region. Ms. Ferris described a cost share project at the Minnesota and Highway 74 intersection. She reviewed transportation alternatives program projects that will provide pedestrian improvements at US 61 / Kingshighway and North Cape Rock Drive, and two additional projects along Cape Rock Drive. She explained the use of the city's transportation trust fund projects underway on the local road system. She also reviewed the Veterans Memorial Drive project that is being accomplished in different phases along the corridor.

The Cape Girardeau Regional Airport provided an update on the Taxiway Bravo reconstruction, a new passenger terminal, and the T-hangar expansion project. Ms. Amos explained that the airport is an economic development tool, and it is necessary to continue to make investments in the airport to continue the growth and development in the region. The Taxiway Bravo reconstruction is necessary due to longitudinal cracking, and it is important because it handles the larger aircraft the airport receives. The new passenger terminal will replace a facility originally built in 1953 and will be open in the summer of 2024. The T-hangar expansion project will increase capacity and bring in additional tenants at the airport. All these aviation projects have Coronavirus Aid, Relief, and Economic Security (CARES) Act funding.

Commissioner Smith thanked the delegation for coming and sharing information on this region's growth and development and their goals for the future. The Commission appreciates the great partnership between the community and the local MoDOT team.

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PRESENTATION BY THE CITY OF PERRYVILLE

Brent Buerck, City of Perryville City Administrator, provided an overview of existing transportation conditions in the city, economic and tourism growth, and potential opportunities for transportation related infrastructure priorities and needs. Mr. Buerck thanked the Commission for their support of the construction of Route AC, addition of the Highway 51 turn lane, and runway work at the Perryville Regional Airport. He expressed his appreciation of MoDOT's decision to move forward with the Chester Bridge project as it will help the community and two major companies located just across the river. He shared new technology at the Perryville Regional Airport and how electric aviation is an innovation for this mode of transportation. Mr. Buerck also invited the Commission to the city for a meeting in 2023.

Commissioner Boatwright thanked Mr. Buerck for his presentation, and noted there are certainly a lot of exciting things happening in the Perryville area. It is great to have a strong partnership with the city and the Commission looks forward to working with the City of Perryville as the Chester Bridge project gets underway.

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INTERSTATE 57/US HIGHWAY 67 PROJECT SUCCESS AND UPDATE

Bill Robison, Chairman of the Highway 67 Corporation, provided a presentation covering the future I-57 / U.S. Route 67 project, including an overview of its history and recent progress. The Highway 67 Corporation, City of Poplar Bluff, and Poplar Bluff Chamber have a long history of working with the

Commission and MoDOT. On behalf of the Highway 67 Corporation, Mr. Robison expressed appreciation to the Commission and MoDOT for this work and the continued progress.

In April 2005, the Citizens of Poplar Bluff passed a sales tax that allowed a partnership to develop and helped fund improvements on the U.S. 67 corridor. Between 2005 and 2011, 50 miles of four-lane highway was built on US 67 north of Poplar Bluff with local, state, and federal dollars. The city contributed half of the construction costs. Work continued on the corridor with 4.5 miles of four-lane added and a cost share project to complete an interchange at Oak Grove Road. A new hospital, a new school, and retail development were added quickly. In 2016, roadway partners in Arkansas, completed a large project and now have 123 miles of interstate quality highway from I-40 at Little Rock north to Walnut Ridge, leaving about 42 miles to the state line. In 2017 and 2018, Senator Blunt and Representative Smith worked with Senator Boozman and Representative Crawford in Arkansas to accomplish the Future Interstate 57 Designation. This designation extends from Sikeston west to Dexter and Poplar Bluff then south to Little Rock. The focus now, for both states, is on upgrading the two-lane sections to four-lane. In August 2019, the City of Poplar Bluff overwhelmingly approved a ballot measure to fund the expansion of U.S. 67 south of Poplar Bluff, which supports plans for Future I-57. Both states are making progress to close the gap with a 4-mile project in Missouri and a 10-mile project in Arkansas.

Currently, the proposed project includes upgrading Route 67 to interstate standards from the Route 160/158 interchange south of Poplar Bluff, Missouri to the Missouri/Arkansas state line. The entire project limits are broken down into five phases: Phases 1A and 1B, as well as Phases 2-4. Phases 1A, 1B, and 2 are funded. Phase 1A received funding through Governor Parson's cost share program. Phases 1B and 2 were funded thanks to a cost share between MoDOT and the City of Poplar Bluff. The city will contribute approximately \$16 million to the project. He expressed appreciation for Commissioner Boatwright and staff who attended the groundbreaking ceremony on September 22, 2022, for the Phase 1A portion of this project.

Mr. Robison highlighted the importance of these upgrades and discussed the 8-mile section that remains unfunded. With the risk of overruns and inflationary pressures, the City's designated sales tax is quickly approaching its capacity. The Highway 67 Corporation has always thought the project would include local, state, and federal funding sources. The region needs the Commission's help and support to secure funds and does not believe it will have the capacity to partner any further at fifty percent. Completing this route is absolutely important to the safety of our citizens and the continued growth and economic future of Southeast Missouri and Northeast Arkansas.

Commissioner Erdman thanked Mr. Robinson for his presentation. The City of Poplar Bluff is a great model for communities to participate in cost share work together on transportation projects.

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PRESENTATION BY THE CITY OF SIKESTON

Greg Turnbow, Mayor of the City of Sikeston, and Jonathan Douglas, City Manager, provided a presentation on the overview of infrastructure investments with partnerships, economic growth and job creation, local investments for projects, and future opportunities for transportation related priorities and needs. The presentation gave details regarding economic development and transportation projects in the community. He explained Carlisle Construction Materials is constructing a new manufacturing facility in Sikeston that will create new jobs. This is possible due to grants and investments from state and federal partners for industrial park infrastructure and for roadway improvements near the project.

These investments are complimented by local city and county investments. The city purchased land for the industrial park and right-of-way for a future overpass interchange at Ingram Road and Route 60. New Madrid County invested in construction of the outer road and storm water infrastructure. These committed resources helped draw this major development to the city.

The city also supports the Highway 67 corporation and their efforts of upgrading the highway to interstate standards as it will bring more opportunities to the region.

Commissioner Treece thanked Mayor Turnbow and Mr. Douglas for coming and sharing information about this important investment in transportation and economic development.

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MODOT PRESENTATIONS

RESOLUTION AUTHORIZING THE OFFER FOR SALE OF THIRD LIEN STATE ROAD BONDS, SERIES A 2022

On behalf of the Director, Brenda Morris, Chief Financial Officer, presented a report and recommendation for sale of bonds. She explained, bond financing allows the department to provide much needed infrastructure improvements to the traveling public sooner than pay-as-you-go funding allows. Building projects sooner results in cost savings by reducing project inflation costs, while at the same time improving safety, easing congestion, and advancing economic development. The Commission has a five-lien structure in place: Senior Lien, Amendment 3 (First Lien, Second Lien and Third Lien) and Federal Reimbursement Lien (Grant Anticipation Revenue Vehicle (GARVEE) Bonds).

In November 2004, Amendment 3 was voter-approved as a constitutional amendment and redirected a portion of the statewide sales tax on motor vehicle purchases from the state’s General Revenue Fund to a newly created State Road Bond Fund. The law mandated the redirected revenue be used to repay bonds until January 1, 2009. After January 1, 2009, the amount not needed for debt service or to maintain a reserve would require certain certifications and a General Assembly appropriation of the unused funds from the State Road Bond Fund to the State Road Fund, which then could be used on pay-as-you-go projects; however, the intent was to use this revenue for debt service. In accordance with Commission policy, before proceeding with certification, the Commission should consider whether there are state highway construction projects that will benefit from the issuance of state road bonds.

The financial forecast presented to the Commission earlier this year included this potential bond issuance. This bond issuance will support the construction awards in the Statewide Transportation

Improvement Program (STIP). This will allow the department to repeat this process and issue bonds every three or four years if economic conditions support it and provide a more stable construction program versus a spike in one or two years.

Issuance of the Series A 2022 Bonds will generate an estimated \$500 million in proceeds for projects in the Statewide Transportation Improvement Program (STIP). The debt service payments for the Series A 2022 Bonds will be paid from Amendment 3 revenue deposited into the State Road Bond Fund. The Series A 2022 Bonds will be under the Third Lien debt structure of the Commission's Amendment 3 state road bonds. The Series A 2022 Bonds cannot be paid off early. Ms. Morris reported the issuance of the Series A 2022 Bonds is a targeted bond issuance for projects with long term benefits that complies with the Commission's conservative Debt Management Policy.

On October 17, 2022, MoDOT staff presented information to the credit rating agencies regarding the Series A 2022 Bonds. MoDOT plans to award the competitive sale on November 15, 2022. MoDOT staff will give a Series A 2022 Bond sale summary at the December 6, 2022, MHTC meeting that will set out the final terms of the sale. Expected closing and delivery of funds will be on December 14, 2022.

Ms. Morris recommended adoption of the following resolution authorizing the issuance of Series A 2022 Bonds in an aggregate principal amount not to exceed \$510,000,000 to fund projects for the state highway system. The Resolution further delegates authority for approving certain documents and actions in connection with the issuance of said Series A 2022 Bonds. Ms. Morris also requested authority for the execution of documents related to the Series A 2022 Bonds.

RESOLUTION

RESOLUTION AUTHORIZING THE ISSUANCE OF THIRD LIEN STATE ROAD BONDS, SERIES A 2022 TO FINANCE THE COSTS OF PROJECTS FOR THE STATE HIGHWAY SYSTEM AND CERTAIN DOCUMENTS AND ACTIONS BY THE COMMISSION.

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, 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 Bond Indenture”), to provide for the issuance of state road bonds (the “Series 2000 Master Indenture Bonds”), in separate series under the Series 2000 Master Bond 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 in the Series 2000 Master Bond 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 “Master Bond Indenture”), to provide for the issuance of state road bonds (the “Series 2005 Master Indenture 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 Series 2005 Master Indenture Bonds, subject and subordinate to the terms of the Series 2000 Master Indenture Bonds and the Series 2000 Master Bond Indenture as to State Road Fund Revenues (as defined in the Series 2000 Master Bond Indenture) in the State Road Fund and on the terms and conditions provided for in the Master Bond 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 “Series 2008 Master Bond Indenture”), to provide for the issuance of state road bonds (the “Series 2008 Master Indenture Bonds”), in separate series under the Series 2008 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 Series 2008 Master Indenture Bonds, subject and subordinate to the terms of the (a) Series 2000 Master Indenture Bonds and the Series 2000 Master Bond Indenture as to State Road Fund Revenues (as defined in the Series 2000 Master Bond Indenture) in the State Road Fund, and (b) Series 2005 Master Indenture Bonds and the Master Bond Indenture as to State Road Fund Revenues and State Road Bond Fund Revenues (as defined in the Master Bond Indenture), and on the terms and conditions provided for in the Series 2008 Master Bond Indenture.

6. Pursuant to the State Highway Act, the Commission proposes to issue its Third Lien State Road Bonds, Series A 2022 (the “Series A 2022 Bonds”), under the Master Bond Indenture, as amended and supplemented by the Supplemental Bond Trust Indenture No. 9 (the “Supplemental Bond Indenture No. 9”), for the purpose of providing funds to (i) finance a portion of the costs of the Projects, and (ii) pay costs related to the issuance of the Series A 2022 Bonds.

7. The Commission finds and determines that it is necessary and desirable in connection with the issuance of the Series A 2022 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 2022 Bonds. The Commission is authorized to issue and sell the Series A 2022 Bonds in an aggregate principal amount not to exceed \$510,000,000, 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 Indenture No. 9 referred to herein (collectively, the “Indenture”); provided that (1) the principal amount of the Series A 2022 Bonds shall not exceed \$510,000,000, (2) the Series A 2022 Bonds shall have a final maturity not later than 2033, (3) the Series A 2022 Bonds shall have a weighted average maturity of not less than 5.5 years and not more than 7.5 years, (4) the Series A 2022 Bonds shall bear interest at various interest rates not to exceed a true interest cost of 5.50%, and (5) the Series A 2022 Bonds shall not be subject to optional redemption prior to maturity. The Series A 2022 Bonds shall have such 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 2022 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 2022 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 2022 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 2022 Bonds, and to take other actions necessary to carry out the competitive public sale of the Series A 2022 Bonds. The Series A 2022 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 2022 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 2022 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 2022 Bonds, as provided in the Indenture. The Series A 2022 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 2022 Bonds shall be construed as obligating the State of Missouri to pay or redeem any of the Series A 2022 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. 9 between the Commission and BOKF, N.A. (the "Bond Trustee"), providing for the issuance of the Series A 2022 Bonds pursuant to the Indenture, and setting forth additional terms and provisions applicable to the Series A 2022 Bonds.
- (b) Tax Compliance Agreement for the Series A 2022 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 2022 Bonds, to establish and maintain the exclusion of interest on the Series A 2022 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 2022 Bonds and to assist the Underwriters of the Series A 2022 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 2022 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 2022 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 2022 Bonds and Financing Documents. The Chairman or the Vice Chairman of the Commission, or the Director, the Deputy Director/Chief Engineer or the Chief Financial Officer of MoDOT, are hereby authorized and directed to execute the Series A 2022 Bonds by manual or facsimile signature and to deliver the Series A 2022 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 Chairman or Vice Chairman of the Commission, or the Director, the Deputy Director/Chief Engineer 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 2022 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. 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 2022 Bonds and the Financing Documents subject to approval as to form by the Chief Counsel's Office.

Section 7. Effective Date. This Resolution shall take effect and be in full force immediately after its adoption by the Commission.

ADOPTED by the Missouri Highways and Transportation Commission this 2nd day of November 2022.

After consideration, and upon motion by Commissioner Smith, seconded by Commissioner Ecker, the Commission took the following action:

1. Adopted a Resolution authorizing the issuance of Third Lien State Road Bond Series A 2022 Bonds in an aggregate principal amount not to exceed \$510,000,000 to fund projects for the state highway system, as outlined in the resolution above
2. 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.
3. Authorized the Series A 2022 Bonds to be sold through a competitive sale.
4. Authorized the Director or the Chief Financial Officer to execute the following documents for the Series A 2022 Bonds: (1) Supplemental Bond Trust Indenture No. 9; (2) Tax Compliance Agreement; (3) Continuing Disclosure Agreement and (4) any other documents, certificates, or instructions necessary to complete the bond issuance, subject to approval as to form by the Chief Counsel's Office.

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FISCAL YEAR 2022 ANNUAL COMPREHENSIVE FINANCIAL REPORT

On behalf of the Director, Brenda Morris, Chief Financial Officer, and Ted Williamson, CPA of RubinBrown, LLP, presented the Annual Comprehensive Financial Report (ACFR) for Fiscal Year 2022 including the Independent Audit Report. State law requires an annual audit of MoDOT's financial statements be performed by an independent certified public accountant. MoDOT believes preparing the ACFR demonstrates the highest level of public accountability and is deemed more transparent because of the information it presents. Ms. Morris explained while the Financial Services Division is responsible for preparing the ACFR, the results that are presented in the report are based upon a department wide effort. Ms. Morris reported for the twenty-third consecutive year, MoDOT received an unmodified (clean) opinion. An unmodified opinion is issued when auditors can state that financial statements conform, in all material respects, to all reporting requirements.

Ms. Morris reported while the ACFR is a lengthy and technical accounting document it also includes additional information about the department. The management discussion and analysis section of the ACFR provides a good overview of the financial activity of the last year and the statistical section provides comparative information. An item discussed in the management discussion and analysis section is the department's financial health based on information presented in the financial statements. The department's net position in fiscal year 2022 increased by \$602 million or two percent when compared to fiscal year 2021. The increase in that position can be attributed to the increase in capital assets and a reduction in the pension liability and the amount owed related to debt. Net capital assets, the largest single item on the statement of net position, totaled \$32 billion and grew by \$479.5 million compared to fiscal year 2021. This amount includes the value of Missouri's almost 34,000 miles of highway, nearly 10,400 bridges, and property owned (land, buildings, equipment, and vehicles).

New for fiscal year 2022 MoDOT implemented Government Accounting Standard Board, or GASB, statement number 87 on leases. Previously MoDOT had two types of leases, capital and operating,

and each were reported slightly differently in the financial statements. This statement establishes a single model for lease accounting based on the principle that leases are financings for the right to use an asset. The statement has required MoDOT to include on the financial statement those leases that meet the new definition of leases whether MoDOT is the lessee or the lessor. Leases are now recorded as assets and liabilities and will have corresponding deferred inflow and outflow of resources as needed. The impact overall out of the \$30 billion net position is not that significant given the relatively low number of leases the department enters into.

Ted Williamson, CPA of RubinBrown, LLP, reviewed with the Commission the results of the audit of the ACFR for the year ended June 30, 2022. He explained the ACFR is a large comprehensive report, and the auditor's opinion covers the financial statements. Included in the financial statements is the independent auditor's report which is the unmodified (clean) opinion on the financial statements. The auditor's opinion states the financial statements are free from any material misstatement and presented in accordance with generally accepted accounting principles. Mr. Williamson was pleased to report the report on internal control and compliance did not identify any material weaknesses or significant deficiencies in internal controls. Mr. Williamson explained they did review the estimates made and found they were reasonable within the context of the financial statements, and they did not identify any corrections that needed to be made. Mr. Williamson praised the professional and competent Financial Services Division staff and other areas of MoDOT for their assistance and cooperation during the audit process.

Commissioner Boatwright commended staff for its twenty-third consecutive year of financial reporting with a clean opinion. This report is important to show the taxpayers of Missouri the department's sound financial reporting and the Commission and MoDOT's commitment to transparency and accountability.

After consideration, and upon motion by Commissioner Ecker, seconded by Commissioner Boatwright, the Commission accepted the Fiscal Year 2022 ACFR as presented.

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UPDATE FROM MODOT'S SOUTHEAST DISTRICT

On behalf of the Director, Mark Croarkin, District Engineer, provided to the Commission a presentation with information on the current state of roads, bridges, critical issues, and employment update in the Southeast District (SE). The Southeast District is comprised of 25 counties in the southeast portion of the state, with a population of more than 577,000. The district maintains 16,166 lane miles of road—the highest number of district lane miles in the state, about 22 percent of the system. The percentage of roadways in good condition by category include 90 percent of major, 87 percent of minor, and 85 percent of low volume routes. The Mississippi River has five ports and two ferries along the Eastern side of the district.

The district is comprised of three regions. The Northeast portion of the district has the bulk of the population and is known for minerals, it is full of great building materials. The Southeast portion of our district has the richest farmland in the state of Missouri. Building roads in what used to be a swamp is much different than the Northern counties. The Western portion of the SE has the Ozark scenic byway, crystal clear streams, and the Mark Twain National Forest. This region requires close coordination with numerous agencies and communities for projects.

The Southeast District has many counties with a high rate of poverty. The statewide average is thirteen percent. Recent reports show Pemiscot County at a thirty-five percent poverty rate, which is six percent higher than any other county in the state. This presents a challenge as Southeast communities strive to contribute funding to projects in the cost share program. It really takes innovation when local leadership pulls money together for a cost share project.

The Chester Bridge has been a big concern. The Chester Bridge rehabilitation project started this July and completion is anticipated in December. Steel plates have been bolted on as part of a rehabilitation contract. The department has had challenges keeping the existing bridge in service for businesses like TG Missouri and Gilster Mary Lee. The rehabilitation work will help improve the existing bridge as the design-build team prepares for the Chester Bridge replacement project. Mr. Croarkin was pleased to report there are four strong teams competing to replace the bridge. The district plans to make a recommendation to the commission to award the design-build project in spring 2023.

The Southeast District has 1,411 bridges, or twenty-one percent of the bridges in Missouri. Governor Parson's \$351 million Focus on Bridges (FOB) program will repair or replace 250 bridges across the state. The Southeast District has sixty FOB bridges, or nearly twenty five percent. To help deliver these improvements, seventeen bridges were put into a design-build project known as the Bootheel Bridge Bundle. Thirteen bridges in the Bootheel Bridge Bundle were funded by the Focus on Bridges program. The Bootheel Bridge Bundle and Focus on Bridges program will be completed at the end of 2023.

The SE maintains over 16,000 lane miles of roads, which is the highest number of lane miles that any district maintains. The district is fortunate to have great clay, good rock, dedicated staff, and traditionally fewer winter expenses so the roads in the SE have stayed at or above pavement condition goals. Some low volume routes have deteriorated beyond the district's ability to meet customer expectations without contract work. The district is pleased to be able to address a few of these low volume routes with the Governor's rural route program. Governor Parson's Rural Road program includes forty-one miles of improvements in the Southeast District. Several routes have been completed, with the remainder set to be completed in 2023.

As a main east-west corridor in the Bootheel, U.S. Route 412 in Dunklin County carries more than 6,000 vehicles a day. To plan for future capacity improvements, MoDOT launched an environmental

study. This 20-mile section of U.S. 412 extends from Route AC near the Arkansas border to just east of Route Y near Kennett, Missouri. The Dunklin County Commission contributed \$500,000 toward the completion of the environmental work. Funding has not been secured for future construction on this corridor.

MoDOT's Southeast District has 400 projects for the 25-county region in the 2023-2027 STIP. This is thirty-five percent more than recent years. This includes over 200 paving projects; over 100 bridges; 30 maintenance contracts; 16 intersection improvement projects; 9 signals, lighting and signing projects; and 4 ADA projects. The Route K/25 project is one example of an upcoming project in the Southeast District. This project was programmed into the STIP for 2023 and includes constructing a roundabout on the West side of Cape Girardeau.

MoDOT has dedicated employees who are committed to working as one team. The Southeast District coordinated recognition for 140 employees from three districts for their efforts during the 2021-2022 winter season. These employees traveled across district lines to assist during winter operations.

The Southeast District employs 689 full-time employees. At the same time last year, there were 728 full-time employees. Currently, 67 SE employees, or approximately ten percent are eligible to retire. Nearly one fourth of those eligible to retire are supervisors. Staffing continues to be a challenge for the district as well as the state.

The Southeast District is the only district with a dedicated employee to coordinate Missouri Coalition for Roadway Safety (Coalition) efforts. Ashley Metelski has only been coordinating for MoDOT for one year sharing how engineering, education, and enforcement can help save lives. Over the past year, the Southeast Coalition has added several new Coalition members. Most recently, the Coalition participated in BUPD Day.

Commissioner Erdman thanked Mr. Croarkin for the update. The Southeast team has a large area to cover with 25 counties. That’s a lot of miles and bridges to take care of. He thanked the district for traveling and helping with winter operations in other districts.

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ADMINISTRATIVE RULES / POLICIES

**REPORT AND RECOMMENDATION REGARDING FINAL ORDER OF RULEMAKING –
MOTOR CARRIER SERVICES OVERSIZE OVERWEIGHT PERMITTING**

On behalf of the Director, Becky Allmeroth, Chief Safety and Operations Officer, presented the final order of rulemaking for 7 CSR 10-25.020, Oversize/Overweight Permits. The department reviewed and recommended changes to the rule to comply with the requirements of Section 536.175, RSMo, which requires all rules to be reviewed on a rolling five-year cycle.

At the July 6, 2022, meeting, the Commission authorized the filing and publication of proposed amended rule 7 CSR 10-25.020, Oversize/Overweight Permits. The rule was amended to update the location of language that describes blanket permits available for public utility overlength movements and overwide moves of sludge disposal units; adds a subsection to clarify that blanket permits are allowed for the transport of an overwide and/or overlength, unladen super load trailer; clarifies text regarding public utility blanket permits; increases the height of lettering on banners carried by escort vehicles; corrects language that defines the distance between centers of a specific axle grouping; and, adds language to align the rule with current practice regarding maximum single axle weights. Following Commission approval, staff filed these rules with the Joint Committee on Administrative Rules and the Office of the Secretary of State, who published the proposed amended rules in the *Missouri Register* for public comment. The public had from August 15, 2022, to September 15, 2022, to submit comments in support of or in opposition to the notice of amended rulemaking. One comment was received during the public comment period.

After consideration, the Commission, via approval of the consent agenda, unanimously approved the final order of rulemaking with no changes and authorized the Secretary to the Commission to file the final order of rulemaking with the Joint Committee on Administrative Rules and the Office of the Secretary of State, and authorized the Director, Deputy Director/Chief Engineer, Chief Financial Officer, Assistant Chief Engineer, Chief Administrative Officer, or Chief Safety and Operations Engineer to execute documents to complete the final rulemaking process.

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STATEWIDE TRANSPORTATION IMPROVEMENT PROGRAM (STIP)

CONSIDERATION OF BIDS FOR TRANSPORTATION IMPROVEMENTS

On behalf of the Director, Travis Koestner, State Design Engineer, presented the following recommendations pertaining to bids received on federal aid and state highway and bridge projects during the past month. He noted Call C04 has local funding, as noted in Table I below, and the department received all the necessary concurrences.

Mr. Koestner recommended: (1) Award of contracts to the lowest responsive bidders for bids received at the October 21, 2022, letting, as recommended, and noted in Table I below; (2) Rejection of Calls A04, A06, C03, and D06 due to excessive bids per Section 102.15(a) of the Missouri Standard Specifications for Highway Construction as noted in Table II below; and (3) Award of contract to the lowest responsive bidder for bids received at the October 28, 2022, letting, as recommended and noted in Table III below.

**Table I
Award of Contracts
October 21, 2022, Bid Opening**

Call No.	Route.	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
A03	6	Grundy	J1P3316	\$4,007,216.56	\$110.72	Phillips Hardy, Inc.	Intersection Improvements

Call No.	Route.	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
A05	13	Caldwell	J1P3446	\$2,038,133.61	\$0.00	Capital Paving & Construction, LLC	Bridge Superstructure Replacement
A07	13	Caldwell	JNW0004	\$9,574,554.69	\$0.00	Phillips Hardy, Inc.	Concrete Overlay and Add Shoulders
B01	47	Warren	J2P3216	\$7,493,363.46	\$0.00	Magruder Paving, LLC	Coldmill and Resurface
		Lincoln, Warren	J2P3304				
B02	156	Knox, Lewis, Macon	J2S3266	\$6,009,361.08	\$0.00	Capital Paving & Construction, LLC	Resurface
B03	B	Warren	J2S3379	\$2,485,000.00	\$0.00	Pace Construction Company	Resurface
	OO		J2S3381				
	O		J2S3380				
B04	AA	Warren	J2S3384	\$974,162.79	\$0.00	Missouri Petroleum Products Company, LLC	Seal Coat
	U		J2S3382				
	H		J2S3383				
	Y	Montgomery, Warren	J2S3392				
C01	210	Ray	J3S3166	\$8,220,634.85	\$0.00	Superior Bowen Asphalt Company, LLC	Resurface
		Clay	J4S3337				
C02	I-435	Jackson	J4I3451	\$4,918,576.89	\$0.00	Radmacher Brothers Excavating Co., Inc.	2 Bridge Replacements
C04*	C	Cass	J4S3433	\$2,169,236.13	\$0.00	Amino Brothers Co. Inc.	Intersection Realignment
C06	I-49	Jackson	JKU0158	\$274,150.00	\$0.00	J M Scheidle, LLC	Sign Installation
D01	179, BU 50, 50	Cole	J5S3454	\$14,877,191.31	\$0.00	Capital Paving & Construction, LLC	Coldmill and Resurface
	50		J5P3453				
	54		JCD0090				
D02	8	Phelps	J5P3568	\$7,190,000.00	\$0.00	Pace Construction Company	Resurface

Call No.	Route.	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
D03	42, EE	Maries	J5S3473	\$5,585,910.82	\$0.00	Capital Paving & Construction, LLC	Resurface
	U, E	Osage	J5S3354				Resurface and Add shoulders
D04	FF, TT, E, K	Moniteau, Morgan	J5S3456	\$2,907,331.64	\$0.00	Capital Paving & Construction, LLC	Resurface
D05	AB, H	Boone	J5S3471	\$1,927,436.59	\$0.00	Christensen Construction Co.	Resurface
	K		JCD0093				
D07	O	Cooper, Moniteau	JCD0095	\$404,299.48	\$0.00	Vance Brothers, Inc.	Seal Coat
F01	I-270, I-64	St Louis	J6I3653	\$13,400,000.00	\$0.00	Kozeny-Wagner, Inc.	Pavement Repair
	I-64		J6I3501				8 Bridge Rehabilitations, Drainage, and ITS
F02	I-44, I-270, I-255	St Louis	J6S3556	\$15,299,000.00	\$0.00	KCI Construction Company	4 Bridge Rehabilitations
	I-44, I-270, I-55		J6I3534	\$0.00	6 Bridge Rehabilitations		
F03	D	St Charles	J6M3419	\$136,576.89	\$0.00	Infrastructure Management, Inc.	Grading, Pavement, and Drainage
F04	Various	Franklin, Jefferson, St Charles, St Louis, St Louis City	J6Q3386E	\$1,387,725.00	\$0.00	Reinhold Electric, Inc.	ITS Improvements
F05	109	Jefferson, St Louis	J6S3595	\$10,195,000.00	\$0.00	N.B. West Contracting Company	Coldmill and Resurface
	CC	St. Louis	J6S3493				
F06	64	St Louis	JSLM0021	\$164,438.90	\$0.00	SWATA Group, LLC	Sound Wall Repairs
F07	30	St Louis	J6S3532	\$5,631,445.13	\$0.00	Concrete Strategies, LLC	2 Bridge Rehabilitations
G01	249	Jasper	J7P3372C	\$1,789,972.70	\$0.00	Emery Sapp & Sons, Inc.	Slide Repairs
G03	H	Barry	J7S3431	\$699,887.83	\$0.00	Emery Sapp & Sons, Inc.	Resurface
	P		J7S3432		\$0.00		
	YY		J7S3436		\$0.00		

Call No.	Route.	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
G04	BB	Jasper	JSR0037	\$5,419,000.00	\$0.00	APAC-Central, Inc.	Resurface
	M		JSR0036				Resurface, ADA
	LP44		J7S3440				Resurface
	86	Newton	J7S3454				
G05	KK	Vernon	J7S3478	\$716,943.84	\$0.00	Mera Excavating, LLC	Bridge Redeck
H01	53	Butler, Dunklin	J9P3524	\$8,770,000.00	\$0.00	Pace Construction Company	Coldmill and Resurface
H02	34	Bollinger	J9P3668	\$1,955,000.00	\$0.00	Pace Construction Company	Resurface
H03	60	Butler	J9P3704	\$9,079,379.49	\$0.00	Apex Paving Co.	Coldmill and Resurface Shoulders
		Stoddard	J9P3702				Coldmill and Resurface
		Butler, Carter	J9P3700				Resurface
		Butler	J9S3587				Resurface
	60 OR	Butler	J9S3588				
H05	108	Dunklin	J9S3465	\$1,544,000.00	\$0.00	Pace Construction Company	Resurface
	M		J9S3337				
	P		J6S3339				
H06	77	Scott, Cape Girardeau	J9S3549	\$3,917,031.71	\$0.00	Apex Paving Co.	Resurface and Add Shoulders
	Z	Scott	J9S3825				Resurface
			TOTAL:	\$161,161,961.39	\$110.72		

^ Focus on Bridges Program

* Call C04 – Funding by City of Peculiar – \$1,084,618.06

**Table II
Rejection of Bids
October 21, 2022, Bid Opening**

Call No.	Route	County	Job No.	Description
A04	36	Livingston	J1P3318	Coldmill, Resurface and Add Crossover
A06	Various	Various	J1S3324	Coldmill and Resurface
C03	92	Clay	J4P3420	Resurface
D06	163	Boone	J5S3496	Coldmill and Resurface

**Table III
Award of Contract
October 28, 2022, Bid Opening**

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Description
C01	D	Lafayette	JKRM0027	\$458,910.90	\$0.00	Pavement Replacement
			TOTAL:	\$458,910.90	\$0.00	

Commission Consideration and Action

After consideration, and upon motion by Commissioner Smith, seconded by Commissioner Boatwright, the Commission took the following action with abstentions listed below.

1. Awarded contracts to the lowest responsive bidders for bids received at the October 21, 2022, bid opening, as recommended, and noted in Table I above. Non-contractual costs for these projects are shown on the above tabulation.
2. Rejected Calls A04, A06, C03, and D06 due to excessive bids per Section 102.15(a) of the Missouri Standard Specifications for Highway Construction as noted in Table II above.
3. Awarded contract to the lowest responsive bidder for bids received at the October 28, 2022, bid opening, as recommended, and noted in Table III above. Non-contractual costs for this project are shown on the above tabulation.
4. Authorized the Director, Deputy Director/Chief Engineer, Chief Financial Officer, or Assistant Chief Engineer to execute the contracts awarded above.

Commissioner Smith abstained from Call D01. Commissioner Brinkmann abstained from Calls F01, F02, and F07. Commissioner Boatwright abstained from Call H06.

Director McKenna shared his continued concern regarding the impact of inflation on the future construction program. The department is able to keep the program going, but it leads to a reduction in funds available for outlying years.

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2023-2027 STATEWIDE TRANSPORTATION IMPROVEMENT PROGRAM AMENDMENT

On behalf of the Director, Ed Hassinger, Deputy Director/Chief Engineer, requested approval to revise the 2023-2027 Statewide Transportation Improvement Program (STIP) that was approved in July 2022, for the implementation of six highway and bridge projects as noted in the tables below.

**2023 – 2027 STIP
Highway and Bridge Construction Schedule
November 2, 2022, Amendment
Project Additions and Changes**

District County Job No.	Route	Description of Improvement/Location	Tentative Award State Fiscal Year and Change by Type	Change in Construction and Right of Way Funds (Dollars in Thousands)	Change in Engineering Funds (Dollars in Thousands)
NW Dekalb JNW0098	US 36	Bridge rehabilitation over I-35 in Cameron. Project involves eastbound bridge A1059.	2023 CN	\$699	\$148
NE Lincoln JNE0161	US 61	Bridge rehabilitation over Cuivre River near Troy. Project involves bridges A7990 and A7991	2023 CN	\$673	\$96
NE Warren JNE0167	OR 70	Payment to Warren County to add turn lanes at Archer Road. \$1,594,577 Cost Share funds.	2023 CN	\$1,594	\$5
NE Warren JNE0167B	OR 70	Payment to Warren County for resurfacing from Route F to west of Route T in St. Charles County. \$1,275,840 Cost Share funds.	2023 CN	\$1,276	\$5
SL Franklin J6S3368	RT MM	Pavement resurfacing, upgrade guardrail, curve realignment, add shoulders and extend box culverts from Route T to Route 100. Project involves culverts X0926 and X0913.	2023 CN 2022 RW	\$1,850	\$127
SE Cape Girardeau JSE0164	MO 25	Scour repair over the Diversion Channel. Project involves bridge A4817.	2023 CN	\$306	\$45
			Total:	\$6,398	\$ 426

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APPROVAL OF PLANS FOR CONDEMNATION

On behalf of the Director, Travis Koestner, State Design Engineer, recommended the Commission approve the following detailed project plans, approved by the Chief Engineer, for filing as necessary for the condemnation of right of way.

<u>County</u>	<u>Route</u>	<u>Job Number</u>
St. Louis	67	J6S3280
Buchanan	Y	J1S3360

In accordance with Section 227.050 RSMo, the Commission via approval of the consent agenda, approved the detailed project plans for the above noted projects and directed they be filed as necessary for the condemnation of right of way.

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-- **REPORTS** --

REPORTS

The Commission received the following written reports.

MODOT BRIEFING REPORT

Patrick McKenna, Director, provided to the Commission the written monthly Issue Briefs that are sent from the department to the Governor since the previous MoDOT Briefing Report. There was one briefing report for the past month.

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FINANCIAL - BUDGET - REPORTS – YEAR-TO-DATE, FINANCIAL REPORT PERIOD ENDING SEPTEMBER 30, 2022

Todd Grosvenor, Financial Services Director, provided to the Commission the Financial Report for fiscal year to date, September 30, 2022, with budget and prior year comparisons.

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CONSULTANT SERVICES CONTRACT REPORT

Travis Koestner, State Design Engineer, submitted a written report of consultant contracts executed in the month of September 2022, 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 479 active contracts held by individual engineering consultant firms prior to September 1, 2022. Eleven engineering consultant services contracts were executed in September 2022, for a total of \$1,511,734. There were zero non-engineering consultant contracts executed in September 2022.

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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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