



**MISSOURI HIGHWAYS AND TRANSPORTATION
COMMISSION**

Official Minutes

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November 1, 2023

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**MINUTES OF THE REGULARLY SCHEDULED
HIGHWAYS AND TRANSPORTATION COMMISSION MEETING
HELD IN PERRYVILLE, MISSOURI,
WEDNESDAY, NOVEMBER 1, 2023**

A regularly scheduled meeting of the Missouri Highways and Transportation Commission was held on Wednesday, November 1, 2023, at the Perry Park Center, Theatre, 800 City Park Drive, Perryville, Missouri and was available via live stream. Terry L. Ecker, Chair, called the meeting to order at 9:00 a.m. The following Commissioners were present: W. Dustin Boatwright, P.E., Gregg C. Smith, Robert G. Brinkmann, P.E., and Warren K. Erdman. There remains one vacant seat.

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 Wednesday, November 1, 2023.

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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 Smith, seconded by Commissioner Boatwright, the Commission unanimously approved the minutes of the regular meeting held on October 12, 2023, and the special meeting on October 11, 2023. 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 1, 2023, Consent Agenda

No items were removed from the consent agenda. Upon motion by Commissioner Smith, seconded by Commissioner Brinkmann, 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. A Commissioner also serves on the Missouri Coalition for Roadway Safety Executive Committee. The following committee and board reports were made during the November 1, 2023, meeting.

Audit Committee – Commissioner Brinkmann reported the audit committee met October 31, 2023. Ted Williamson, external auditor from RubinBrown, LLP presented the Fiscal Year 2023 Annual Comprehensive Financial Report, including the Independent Audit Report. Commissioner Brinkmann recognized MoDOT has received an unmodified (clean) opinion for twenty-four consecutive years. The committee also reviewed and approved one audit report regarding record retention procedures and controls. The next Audit Committee meeting has yet to be scheduled.

Legislative Committee – Commissioner Boatwright reported Governmental Relations staff began visiting with potential legislative sponsors, including the Governor's office, to advance the 2024 Commission approved agenda. These proposals include the items on the Safer Access for Everyone on the Roadways (SAFER) document and statutorily defining MoDOT's safety-sensitive employees as first responders to receive certain mental health benefits. The first day for pre-filing legislation for the 2024 session of the Missouri General Assembly is December 1.

Missouri Transportation Finance Corporation (MTFC) – Commissioner Smith reported the MTFC Board held a meeting on October 20, 2023. The board accepted the Fiscal Year 2023 Financial Statement Audit presented by Williams Keepers LLC. The board received its fifteenth certificate of achievement from the Government Finance Officers Association for excellence in financial reporting. The next MTFC meeting will be held in February 2024.

MoDOT and Patrol Employees' Retirement System (MPERS) – Commissioner Boatwright stated there was no report and the next MPERS Board meeting is scheduled for November 16, 2023.

Missouri Coalition for Roadway Safety Executive Committee – Commissioner Brinkmann reported as of Wednesday, October 25, there have been 816 traffic fatalities in Missouri this year. This is 32 fewer fatalities than the same period last year, a four percent reduction. Preliminary data indicates 119 people were killed in September 2023, the deadliest month in Missouri since August 2021. The current year-to-date trend remains lower than each of the three previous years.

Missouri and several other states throughout the country celebrated the seventh annual Buckle Up Phone Down (BUPD) Day on Wednesday, October 25, 2023. The day was spent promoting BUPD messages, reminding everyone two of the most impactful things that can be done to improve safety is to always wear a seat belt and always put down the phone when driving. For the first time in history of BUPD, the department can also say it is the law in Missouri to BUPD. In the Director's Report, Director McKenna will share more about the day. The day also kicked off the third annual BUPD High School Showdown, a friendly competition hosted by MoDOT and AAA to see which school can secure the most BUPD pledges from students, faculty, friends, and family. This year more than 100 Missouri high schools participated. These high schools represent more than 56,000 students. The competition to obtain the most BUPD pledges will run through the end of the year. Commissioner Brinkmann stated the Commission is proud of these schools, the students, and the faculty who are embracing this life-saving message. Their efforts will save lives.

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DIRECTOR'S REPORT

During the November 1, 2023, Commission meeting, Director Patrick McKenna provided the following report:

New Leadership – Director McKenna called upon Eric Schroeter, Assistant Chief Engineer, and Becky Allmeroth, Chief Safety and Operations Officer, to introduce two new additions to the Senior Management Team. Mr. Schroeter introduced Llans Taylor as the new Transportation Planning Director. Mr. Taylor has more than 27 years of experience with MoDOT in the Central District and the Design, Transportation Planning, and Construction and Materials divisions. Ms. Allmeroth introduced Chris Englebrecht as the new Safety Division Director. Mr. Englebrecht has more than 27 years of experience with MoDOT serving in both the Central District and Central Office in a safety, health, and emergency management role.

Winter Drill Day – Director McKenna noted winter is around the corner and in preparation, MoDOT's annual winter operations training drill was held on Thursday, October 19. With turnover rates and many positions still open, driver training on this day is more critical than ever. MoDOT staff involved in winter operations spent the day installing plows on the trucks and running routes to get familiar with the roads under clear sunny conditions.

Approximately 100 new maintenance employees were successfully hired this summer. The department is still several hundred employees below what is needed to cover more than one shift in a statewide storm. Nearly twenty-seven percent of MoDOT snowplow operators have less than three years

of experience. The past few years did not include many significant winter storms, making this training more critical than ever.

MoDOT has more than 3,000 employees across the state involved in work to clear roads and bridges when winter hits. The drill ensures that proper equipment, plowing techniques, and safety measures are used by every MoDOT employee.

MoDOT will work with weather service providers to evaluate storm details 48 hours in advance and make a specific plan for that storm. The public will be informed of what is expected for road conditions. Depending on how widespread and severe the storm is, it could take MoDOT longer to clear roads back to near normal conditions after the storm ends.

AASHTO Safety Summit – More than 300 people, including the directors of 20 state departments of transportation attended the American Association of Highway and Transportation Officials (AASHTO) Safety Summit and Joint Meetings of the Committee on Safety, Council on Active Transportation, and Committee on Planning, from October 17 through 19. MoDOT hosted the event. Presentations at the meeting focused on sharing noteworthy practices and the development of tools and resources to support an evolution toward a more safety-focused transportation system. The focus was on all-road user safe system approach.

BUPD Challenge Day – Director McKenna reported last week was the annual Buckle Up Phone Down (BUPD) Day. For the first time in its seven-year history, BUPD is the law in Missouri. In August, the Siddens-Bening Hands-Free Law took effect in Missouri, prohibiting all drivers from using a handheld electronic communication device while driving. The law aims to address distracted driving, which contributed to crashes that claimed the lives of more than 800 people across the state from 2012-2021. Paired with the requirement to wear a seat belt, the enactment of the hands-free legislation means BUPD is officially the law in Missouri.

Under this law, drivers are prohibited from physically holding or supporting a cell phone with any part of their body; manually typing, writing, sending, or reading text-based messages; recording, posting, sending, or broadcasting video, including video calls and social media posts; and watching a video or movie. Every driver plays a role in combatting the safety crisis happening on our roads. The significance of this new hands-free law reinforces everyone’s shared responsibility to use safe driving behaviors when they get behind the wheel. It is our mission to improve safe driving behaviors and encourage everyone to buckle up and put their phone down every time they drive.

Every year, the BUPD Challenge Day grows with new people taking the pledge and more partners posting and sharing the importance of BUPD. Missouri has the support of Governor Parson, the Highway Patrol, and other key partner agencies like Public Safety and the State Emergency Management Agency (SEMA). The department also had many police, fire, and health departments across the state post the BUPD challenge. For businesses and schools, MoDOT had a post from SSM Cardinal Glennon Children’s Hospital in St. Louis, and the Kansas City Chiefs posted a new public service announcement. Several school districts and universities also shared the BUPD information.

MoDOT’s greatest growth this year came from partners across the country. Nearly half the state departments of transportation posted. Connecticut, Delaware, and Georgia posts referred to it as the “National Buckle Up Phone Down Day.” New Jersey and North Carolina posts included Governor

proclamations for BUPD Day, as well as Ohio and Virginia departments of transportation. The farthest reach is with Puerto Rico’s Office of Highway Safety posting about BUPD Day.

BUPD Day was kicked off with a news conference including partners from the Missouri State Highway Patrol and AAA. MoDOT was also joined by Adrienne, the widow of Randall Siddens, whom the law is named for. He was killed by a distracted driver while working on the road. To date there are more than 38,000 people who have accepted the challenge.

This year’s challenge included a few new materials to promote the program. A billboard contest was available to school kids. They shared their ideas of how to get people to buckle up and put the phone down. A winning submission from Kylie Williams, Paris Junior High School, was shown. MoDOT has had recent meetings with the Executive Committee for the Missouri Coalition for Roadway Safety. Commissioner Brinkmann chairs this committee. Feedback from these meetings asked for a new focus on paid video and radio ads. The Director shared new public service announcements with the BUPD challenge. He noted that these are powerful stories that emphasize the importance of taking these two simple actions to buckle up and put the phone down every trip. Director McKenna thanked Commissioner Brinkmann and the executive committee for their ongoing feedback and direction.

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PUBLIC PRESENTATIONS

PRESENTATION BY THE CITY OF PERRYVILLE AND PERRY COUNTY

Larry Riney, Mayor of Perryville; Mike Sauer, Perry County Presiding Commissioner; Brent Buerck, City Administrator; and Crystal Jones, Executive Director of Perry County Economic Development Authority, shared with the Commission exciting things going on in the region. There are many current transportation projects that are underway in the community, many of which are in partnership with MoDOT. Mr. Sauer thanked the Commission for the Don Welge Memorial Bridge, a project which the community and the commission celebrated with a groundbreaking ceremony that will replace the bridge on Highway 51 over the Mississippi River. Mr. Buerck reported on projects that included turn lanes on Highway 51 and several bicycle and pedestrian paths in the community. With the addition of the current projects underway, anyone can travel a path for eleven miles in the community to get around town safely. The current projects underway include Transportation Alternatives Program (TAP) Grant for a path along Highway 51, a TAP application for the Soccer Park path connection, Highway 51 path connection and Justice Center connectors, a Traffic Engineering Assistance Program

(TEAP) Study of Alma Intersection a project that is in conjunction with the Governor's Cost Share of Vincentian Way, and a reconstruction project at the Perryville Regional Airport. Ms. Jones introduced future transportation needs and projects that are more forward-looking, but necessary for the community. These projects include a rail terminal study that was recently completed, and estimates are about \$15 million for this multimodal improvement. The community is looking into funding options to bring this project to fruition. A new interchange along I-55 to connect Route AC to the interstate would be a primary artery to the industrial park and bring economic development to the community as well as reduce congestion and improve safety. The community is seeking a RAISE grant for this project. The community is seeking additional traffic control at Highway 51 and Alma Avenue; a study will need to be conducted to determine the solution for either a roundabout or signal.

Commissioner Boatwright thanked the group for their presentation and for the warm welcome from the community. He commended the community for being able to identify projects, get community support, then identify funding opportunities, and complete the transportation improvements. These efforts make this a thriving community.

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SOUTHEAST MISSOURI REGIONAL PLANNING COMMISSION PRESENTATION

Drew Christian, Deputy Director of the Southeast Missouri Regional Planning Commission (SEMORPC), shared how SEMORPC works in partnership with MoDOT's Southeast District to identify transportation needs, prioritize projects, and improve safety on Missouri's roadways. This long-standing partnership proves beneficial in furthering local, regional, and statewide transportation needs.

The SEMORPC serves Bollinger, Cape Girardeau, Iron, Madison, Perry, St. Francois, and Ste. Genevieve Counties, as well as the municipalities within. SEMORPC's Board is comprised of local elected officials, community leaders, and subject matter experts, representing each county in the region. SEMORPC's Transportation Advisory Commission (TAC) identifies and prioritizes transportation needs

within the boundaries of the region. The TAC advises the SEMORPC Board on transportation needs and priorities. Keeping the planning process at the local level has been critical for the development of Missouri's transportation infrastructure.

Mr. Christian described the importance of the planning framework for the region's transportation system and economic development. He shared examples of successful projects that were funded with local grants and the department's cost share program. Significant projects included Off System Bridge Replacement and Rehabilitation Projects (BRO), Transportation Alternatives Program Projects (TAP), the Don Welge Memorial Bridge, and other regional projects.

The development of the unfunded needs list has been a successful process in the region as well. Every local community has additional transportation needs that cannot be addressed in the time frame of the five-year Statewide Transportation Improvement Program (STIP), but communities knowing their next twenty transportation needs are on the unfunded needs list has been beneficial.

SEMORPC provides administrative services to the New Bourbon Port Authority for Perry and Ste. Genevieve counties. The port recently completed a \$2 million project that dredged the harbor. The top three commodities transported from Missouri are minerals, agricultural products, and aggregate. Mr. Christian described the need for increased funding for local port authorities to help them continue to move freight on Missouri's rivers.

Commissioner Smith thanked Mr. Christian for his recognition of the planning process and for emphasizing the importance of moving freight on the rivers in Missouri. Commissioner Boatwright noted the recent legislation that created the waterways trust fund will be a tremendous benefit with the planning and construction of port improvements across Missouri.

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MODOT PRESENTATIONS

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, projects, and other critical issues in the Southeast (SE) District. The SE District is focusing its Statewide Transportation Improvement Program (STIP) funds and all available operation funds on maintaining existing roads and bridges as well as making significant safety and capacity improvements. The SE District's operating budget addresses activities including winter operations, emergency and flood response, traffic incident management, mowing, signing and striping, in addition to maintaining roads and bridges.

The Southeast District is comprised of twenty-five 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 Mississippi River has five ports and two ferries along the eastern side of the district.

Construction of the Don Welge Memorial Bridge (formerly Chester Bridge) is underway. A three-tower, cable-stayed bridge will be constructed to carry Highway 51 over the Mississippi River. The design-build contract is \$284 million, and completion is anticipated in December 2026. The groundbreaking to kick off construction for the Don Welge Memorial Bridge was held on October 31, 2023. This bridge connects Perryville, Missouri to Chester, Illinois. The project is very important to the region as highlighted by Tom Welge during the ceremony yesterday.

In the last year, the SE District delivered the largest STIP in the history of the district. Over the next 5 years, the district has approximately \$650 million in projects programmed. The programmed work includes 130 bridges to be replaced or rehabilitated and 3,600 miles of roadway improvements.

The Governor's Rural Roads program has given the SE District the ability to address some of its low volume routes, and the public has responded positively. Mr. Croarkin highlighted a project on Route

AA in Cape Girardeau County that resurfaced an extremely rutted pavement in coordination with construction of a new bridge.

The SE District has 1,411 bridges, with 28.4 percent in good condition, 64.8 percent in fair condition, and 6.8 percent in poor condition. The SE District has completed 59 of 60 bridges identified on the Governor's Focus on Bridge program, the last bridge is expected to be completed next week. The Bootheel Bridge Bundle was the district's first Design-Build Project, and it was completed this fall. It replaced or improved 17 bridges throughout the SE District. Thirteen of those bridges were also included in the Governor's Focus on Bridges program. This STIP improved 144 bridges throughout the district, while at the same time, 138 bridges fell into poor condition.

The district recently completed an innovative project to improve sight distance at a bridge. The project replaced the Route B bridge over Interstate 57 in Mississippi County and improved the vertical clearance. The bridge was raised to improve mobility on the interstate, which raised concerns with motorists on the ramps being able to see oncoming traffic. Mini roundabouts were constructed on both ends of the bridge to improve the sight distance and traffic flow. The roundabouts were more cost effective than moving the ramps farther from the bridge. This is the first time that mini roundabouts have been used as a transportation solution.

There are many projects underway throughout the 25-county region. Mr. Croarkin highlighted a few projects that go beyond asset management. This includes Route 61 in Jackson, Missouri where turn lanes are being added along with pavement improvements and replacement of the Hubble Creek bridge. The Route 63 bridge over BNSF rail line in Howell County is being replaced and widened to meet traffic needs. The U.S. 67 (future I-57) corridor improvements in Butler County include upgrading the Route 160 interchange south of Poplar Bluff, and reconfiguring the interchange with two roundabouts in place of the current loop ramps.

Upcoming projects in the SE District include planning for future capacity improvements on the U.S. Route 412 corridor, Route K corridor and intersection improvements in Gordonville in Cape Girardeau County, and widening Route 95 in Mountain Grove, Missouri.

By September of this year, SE maintenance forces had placed over 42,000 tons of asphalt, more than 441 miles of seal coats to extend the life of the pavement, installed 2,300 signs, and sealed 66 bridges. These are the same crews that also plow snow and mow right of way. The maintenance crews care about the communities they live and work in and do a great job of taking care of the system.

MoDOT is required by state statute to combat invasive species, such as thistle and Johnson Grass. In 2020, the SE District started a partnership with the Department of Conservation and the Missouri Prairie Foundation to combat invasive species. The partnership included sharing 4 UTV's that would carry several chemicals to spray targeted species only. These units were able to address 100 miles of divided highway per week. This process was an innovations Challenge winner this year and now, this innovative approach has expanded statewide.

The SE District is preparing for another winter season. Last year, the region was struck by three winter storms. In addition to fighting these storms, 38 SE District employees assisted St. Louis District during last year's winter operations. The district is gearing up right now and training new staff. The district recently welcomed several new employees to the district to help with winter operations.

From a tornado in April to flooding in August, the community of Glen Allen, Missouri, was hit hard. MoDOT employees who live and work in the region were working alongside emergency responders during these events to reopen the community and keep residents safe.

The SE District's Coalition for Roadway Safety remains very active throughout the 25-county region. The Coalition held 10 car seat check events during National Child Passenger Safety Week in September. The Coalition also participated in the seventh Annual Buckle Up Phone Down Day on October 25.

This year marks the twentieth year for the SE District’s Bridge Competition. This program challenges high school juniors and seniors to design and construct the most efficient model bridge using limited materials. The goal of the competition is to encourage science, technology, engineering, and math (STEM) careers, specifically engineering. Seniors interested in civil engineering are offered up to \$10,000 in scholarships from regional colleges.

Commissioner Boatwright thanked Mr. Croarkin for the update. He commended the district and the design-build team on the Bootheel Bridge Bundle project.

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RESOLUTION AUTHORIZING THE OFFER FOR SALE OF STATE APPROPRIATIONS MEGA PROJECTS STATE ROAD BONDS, SERIES A 2023

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 three bond programs in place: Amendment 3 (First Lien, Second Lien, and Third Lien), Federal Reimbursement-Grant Anticipation Revenue Vehicle (GARVEE) bonds, and State Appropriations Mega Projects Bonds.

The Improve I-70 Program was approved by the Governor and General Assembly during the 2023 legislative session that makes available \$2.8 billion in General Revenue Fund moneys (\$1.4 billion in cash and \$1.4 billion in bonding authority) to fund the costs to plan, design, construct, reconstruct, rehabilitate and repair three lanes in each direction on approximately 200 miles of I-70, from Blue Springs to Wentzville. The Governor and Missouri General Assembly support the Program and the issuance of Commission state road bonds to finance it. They have provided General Revenue Fund appropriations to

pay the debt service for the bonds. The General Assembly took two significant actions in the 2023 legislative session to support the Improve I-70 Program by enacting Truly Agreed to and Finally Passed House Bill 4 and House Bill 5 that appropriated:

- \$1.4 billion of General Revenue Funds to pay a portion of the costs associated with planning, design, construction, reconstruction, rehabilitation, and repair of three lanes in each direction on approximately 200 miles of I-70, from Blue Springs to Wentzville.
- \$136.0 million in General Revenue Funds to pay debt service in fiscal year 2024 for a portion of the \$1.4 billion in Commission state road bonds that will be issued to fund the Improve I-70 Program.
- \$1.4 billion of bonding proceeds available for the Program with the term of each bond issue not to exceed 15 years and total annual debt service not to exceed \$136.0 million.

The bills also authorized the Office of Administration and the Commission to execute a financing agreement to secure state funds for the Improve I-70 Program. The financing agreement requires the Office of Administration to annually seek General Assembly appropriations of General Revenue Fund revenues for deposit into the State Road Fund in amounts sufficient to pay the debt service, but not to exceed \$136.0 million, on Commission state road bonds issued to fund the Improve I-70 Program.

Issuance of the Series A 2023 Bonds will generate an estimated \$384 million in proceeds for Improve I-70 Program project costs. Additional bond issuances are planned for 2026 and 2028 to provide the remaining approximate \$1.0 billion in proceeds to complete the Improve I-70 Program. The debt service payments for the Series A 2023 Bonds will be paid from General Revenue deposited into the State Road Fund. The Series A 2023 Bonds will be under the State Appropriations Mega Projects debt structure of the Commission's State Appropriations Mega Projects state road bonds. The Series A 2023 Bonds cannot be paid off early. Ms. Morris reported an analysis, with the assistance of MoDOT's financial advisor, has been completed and indicates the issuance of the Series A 2023 Bonds complies with the Commission's Debt Management policy. This issuance will have at least two times debt service coverage

from Mega Projects State Appropriations plus excess net pledged state revenue. The debt service payment shall not exceed 5 percent of the Commission's annual total road and bridge revenue, not including Amendment 3 or state appropriations revenues. Provided further that new or additional funding sources, such as Amendment 3 or state appropriations, may be designated for the exclusive purpose of covering debt service to advance construction projects and these may be considered beyond and apart from the 5 percent limitation. The estimated debt service will not disrupt system asset management and operating capacity.

On October 16, 2023, MoDOT staff presented information to the credit rating agencies regarding the Series A 2023 Bonds. MoDOT plans to award the competitive sale on November 14, 2023. A Series A 2023 Bond sale summary will be presented at the December 6, 2023, Commission 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 2023 Bonds in an aggregate amount not to exceed \$400,000,000 for the Improve I-70 Program. The Resolution further delegates authority for approving certain documents and actions in connection with the issuance of said Series A 2023 Bonds. Ms. Morris also requested authority for the execution of documents related to the Series A 2023 Bonds.

RESOLUTION

RESOLUTION AUTHORIZING THE ISSUANCE OF STATE APPROPRIATIONS MEGA PROJECTS STATE ROAD BONDS, SERIES A 2023, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$400,000,000, TO FINANCE 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 2023 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 (collectively, 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 July 1, 2005 (as originally executed, and with all amendments and supplements thereto, the “**2005 Master Bond Indenture**”), to provide for the issuance of state road bonds (the “**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 state highway projects (the “**Projects**”) as provided in the State Highway Act, and to pay certain costs related to the issuance of the 2005 Master Indenture Bonds, subject to the terms and conditions provided for in the 2005 Master Bond Indenture.

4. 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 “**2008 Master Bond Indenture**”), to provide for the issuance of state road bonds (the “**2008 Master Indenture Bonds**”), in separate series under the 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 2008 Master Indenture Bonds, subject and subordinate to the terms of the 2005 Master Indenture Bonds and the 2005 Master Bond Indenture as to State Road Fund Revenues and State Road Bond Fund Revenues (as defined in the 2005 Master Indenture), and on the terms and conditions provided for in the 2008 Master Bond Indenture.

5. The Commission desires to enter into the Master Bond Indenture dated as of December 1, 2023 (the “**2023 Master Bond Indenture**”) to provide for the issuance of state road bonds (the “**2023 Master Indenture Bonds**”), in separate series under the 2023 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 2023 Master Indenture Bonds, subject and subordinate to the terms of the (a) 2005 Master Indenture Bonds and the 2008 Master Indenture Bonds as to State Road Fund Revenues and State Road Bond Fund Revenues, and on the terms and conditions provided for in the 2023 Master Bond Indenture.

6. Pursuant to the State Highway Act, the Commission proposes to issue its **State Appropriation Mega Projects State Road Bonds, Series A 2023** (the “**Series A 2023 Bonds**”), under the 2023 Master Bond Indenture, as amended and supplemented by the Supplemental Bond Trust Indenture No. 1 (the “**Supplemental Bond Indenture No. 1**”), for the purpose of providing funds to (i) finance a portion of the costs of planning, designing, constructing, reconstructing, rehabilitating and significant repair of Interstate 70 on the State Highway System to provide three lanes of traffic going east to west and going west to east across the State of Missouri, and (ii) pay costs related to the issuance of the Series A 2023 Bonds.

7. The Commission finds and determines that it is necessary and desirable in connection with the issuance of the Series A 2023 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 2023 Bonds. The Commission is authorized to issue and sell the Series A 2023 Bonds in an aggregate principal amount not to exceed \$400,000,000, for purposes aforesaid which shall be issued under and secured by and shall have the terms and provisions set forth in the 2023 Master Bond Indenture, as supplemented and amended including the amendment by the Supplemental Bond Indenture No. 1 referred to herein (collectively, the “**Indenture**”); provided that (1) the principal amount of the Series A 2023 Bonds shall not exceed \$400,000,000, (2) the Series A 2023 Bonds shall have a final maturity not later than 2026, (3) the Series A 2023 Bonds shall have a weighted average maturity of not less than one year and not more than three years, (4) the Series A 2023 Bonds shall bear interest at various interest rates not to exceed a true interest cost of 5.50%, and (5) the Series A 2023 Bonds shall not be subject to optional redemption prior to maturity. The Series A 2023 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 2023 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 2023 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 2023 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 2023 Bonds, and to take other actions necessary to carry out the competitive public sale of the Series A 2023 Bonds. The Series A 2023 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 2023 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 2023 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 2023 Bonds, as provided in the Indenture. The Series A 2023 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 2023 Bonds shall be construed as obligating the State of Missouri to pay or redeem any of the Series A 2023 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) 2023 Master Bond Indenture between the Commission and BOKF, N.A. (the “**Bond Trustee**”), providing for the issuance of 2023 Master Indenture Bonds.

- (b) Supplemental Bond Trust Indenture No. 1 between the Commission and the Bond Trustee, providing for the issuance of the Series A 2023 Bonds pursuant to the 2023 Master Bond Indenture, and setting forth additional terms and provisions applicable to the Series A 2023 Bonds.
- (c) Tax Compliance Agreement for the Series A 2023 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 2023 Bonds, to establish and maintain the exclusion of interest on the Series A 2023 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”).
- (d) 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 2023 Bonds and to assist the Underwriters of the Series A 2023 Bonds in complying with Rule 15c2-12 of the Securities and Exchange Commission.
- (e) Financing Agreement between the Commission and the Office of Administration related to the appropriation of funds by the State of Missouri to provide funds for payment of the debt service related to the Series A 2023 Bonds.

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 2023 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 2023 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 2023 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 2023 Bonds by manual or facsimile signature and to deliver the Series A 2023 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 2023 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 2023 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 1st day of November 2023.

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

1. Adopted a Resolution authorizing the issuance of State Appropriations Mega Projects State Road Bonds, Series A 2023 in an aggregate principal amount not to exceed \$400,000,000 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 Secretary to the Commission to execute the Financing Agreement confirming its adoption by the Commission, which shall be incorporated into the Series A 2023 Bonds transaction to secure repayment of the Series A 2023 Bonds from General Revenue Fund appropriations deposited into the State Road Fund, subject to approval as to form by the Chief Counsel's Office.
4. Authorized the Series A 2023 Bonds to be sold through a competitive sale.
5. Authorized the Director or the Chief Financial Officer to execute the following documents for the Series A 2023 Bonds: (1) Financing Agreement; (2) Master Bond Indenture; (3) Supplemental Bond Trust Indenture No. 1; (4) Tax Compliance Agreement; (5) Continuing

Disclosure Agreement; and (6) any other documents, certificates, or instructions necessary to complete the bond issuance, subject to approval as to form by the Chief Counsel's Office.

* * * * *

FISCAL YEAR 2023 ANNUAL COMPREHENSIVE FINANCIAL REPORT, INCLUDING INDEPENDENT AUDIT 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 2023 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-fourth 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 2023 increased by \$1.0 billion or 3.6 percent when compared to fiscal year 2022. The increase in that position can be attributed to an increase in cash and cash equivalents and capital assets. Net capital assets, the largest single item on the statement of net position, totaled \$32.9 billion and grew by \$908 million compared to fiscal year 2022. 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 2023, MoDOT implemented Government Accounting Standard Board, or GASB, statement number 96 which is about subscription-based information technology arrangements. This statement requires MoDOT include in the financial statements an intangible right to use subscription asset and a corresponding subscription liability for subscriptions with terms greater than twelve months. The impact of the financial statements is not significant given the department has only entered into one of these types of arrangements that meet these criteria.

Ted Williamson, CPA of RubinBrown, LLP, reviewed with the Commission the results of the audit of the ACFR for the year ended June 30, 2023. 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 state 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.

Director McKenna noted his appreciation for the Commission exercising their fiduciary duty in conducting these audits that report on the value of the assets, the depreciation of the assets, and the replacement value of the assets. The department is building assets, operating ahead of depreciation, and accomplishing this all while operating with inflation. Commissioner Ecker commended staff for its twenty-fourth 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 Smith, seconded by Commissioner Brinkmann, the Commission accepted the Fiscal Year 2023 ACFR as presented.

* * * * *

BUSINESS ISSUES

WESTSIDE INTERMODAL TRANSPORTATION CORPORATION, DISSOLUTION OF CORPORATION

On December 7, 2001, the Commission authorized the creation of the Westside Intermodal Transportation Corporation (Corporation) pursuant to and in accordance with the Missouri Transportation Corporation Act. On February 1, 2002, and December 6, 2002, the Commission approved the delegation of authority for a Cooperative Agreement with the Corporation and the Kansas City Terminal Railway under which the Commission agreed to the Missouri Highline and Missouri Argentine projects. On June 2, 2004, the Commission approved the delegation of authority for a Cooperative Agreement with the Corporation under which the Commission agreed to the amendment and expansion of the project scope for the Missouri Highline project. The Missouri Highline project included rail tracks, switches, communication and control systems, elevated structures, supports and foundations, and at-grade and elevated approaches to the double track-double deck railway bridge over the Kansas River to allow for the continued usage of four mainline tracks vital in interstate rail traffic and connection to the Kansas City Terminal Railway and Union Pacific Railroad. The Missouri Highline project was completed in January 2004. The Missouri Argentine project constructed a two-lane railroad bridge to effectuate grade separation of certain mainline tracks near the Burlington Northern and Santa Fe Railway's Argentine Yard and Kansas City Terminal Railway's mainlines to alleviate congestion at one of the busiest railroad intersections in Kansas City. The Missouri Argentine project was completed in December 2004. All work

was funded with bond proceeds and completed in regard to the original and amended charges of the Corporation. The Corporation intends to dissolve and transfer its remaining assets in accordance with the terms and conditions set forth in the Plan of Dissolution and in accordance with the Articles of the Corporation.

On behalf of the Director, Chris Redline, Kansas City District Engineer, recommended approval of the Westside Intermodal Transportation Corporation's request to dissolve, require the Corporation to take the necessary action to dissolve, receive a Certificate of Dissolution from the Secretary of State, and provide a copy of said certification to the Commission. Via approval of the consent agenda, the Commission unanimously approved the request to dissolve the Westside Intermodal Transportation Corporation, require the Corporation to take the necessary action to dissolve, receive a Certificate of Dissolution from the Secretary of State, and provide a copy of said certification to the Commission.

* * * * *

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 Calls C06, D02, D03, and D05 have local funding as noted in the tables 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 20, 2023, letting, as recommended, and noted in Table I below; and (2) Award of contracts to the lowest responsive bidders for Call D03, contingent upon receiving additional funding from the local entity; and (3) Rejection of Call H01 for bids received at the October 20, 2022, letting, due to excessive bids per Section 102.15(a) of the Missouri Standard Specifications for Highway Construction as noted in Table II below.

**Table I
Award of Contracts
October 20, 2023, Bid Opening**

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
A01	I-29	Andrew, Holt	J1I3317	\$7,290,923.11	\$0.00	Herzog Contracting Corp.	Resurface
A02	136	Gentry, Harrison	J1P3235	\$5,647,572.66	\$0.00	Emery Sapp & Sons, Inc.	Resurface
B01	202	Schuyler	J2S3333	\$14,091,853.89	\$0.00	Emery Sapp & Sons, Inc.	Resurface
	63	Adair, Schuyler	J2P2212				Coldmill and Resurface
B02	3	Adair, Macon, Randolph	J2S3410	\$8,807,255.80	\$0.00	Emery Sapp & Sons, Inc.	Resurface
		Randolph	J2P3411				Seal Coat
	C	Macon, Randolph	J2S3414				Resurface
B03	79	Marion	J2P3412	\$4,756,391.53	\$0.00	Emery Sapp & Sons, Inc.	Coldmill and Resurface
	A	Ralls	JNE0011				Seal Coat
	F	Audrain, Ralls	J2S3416				Resurface
	T	Marion, Ralls	JNE0012				Resurface
	V	Ralls	J2S3420				Resurface
B05	129	Macon	JNE0018	\$731,123.29	\$0.00	Capital Paving & Construction, LLC	Resurface
B06	19	Montgomery	JNE0022	\$1,694,448.14	\$0.00	Thomas Industrial Coatings, Inc.	Bridge Deck Sealing
B07	I-70, 61	Montgomery, Lincoln	JNE0143	\$943,740.00	\$0.00	S & A Equipment & Builders, LLC	Job Order Contract for Concrete Pavement Repair
B08	I-70, US 61	Lewis, Lincoln, Marion, Montgomery, Ralls, Pike	JNE0174	\$1,158,576.32	\$0.00	STF, LLC dba Traffic Control Company	Pavement Marking
C01	13	Ray	J3P3108B	\$911,225.77	\$0.00	Superior Bowen Asphalt Company, LLC	Coldmill and Resurface
C02	69	Clay	J4P3465	\$883,025.74	\$1,800.00	Realm Construction Inc.	Pedestrian Bridge Removal and ADA Improvement
C03	40	Jackson	J4S3347	\$339,727.51	\$0.00	Realm Construction, Inc.	Pavement and Shoulder Replacement

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
C04	92	Clay	J4P3420	\$5,108,709.05	\$0.00	Emery Sapp & Sons, Inc.	Coldmill and Resurface
	69		J4S3413				
	269	Jackson	J4S3452				
	N	Clay	J4S3367				Resurface
C06*	2	Johnson	JST0024	\$8,040,631.55	\$0.00	Emery Sapp & Sons, Inc.	Resurface
	D	Lafayette	JKRM0042				
	O	Johnson	JST0026				
	Various		JKRP0002				
	Y	JST0025					
	Z	Johnson	JST0022				
	Lafayette	JST0023					
D01	7	Benton	J5P3325	\$5,317,932.20	\$0.00	Capital Paving & Construction, LLC	Resurface
			J7P3490				
	Z, DD, NN	Camden	JCD0138				
D02* *	5, 240, Alt 240	Howard	J5P3517	\$7,170,804.76	\$0.00	Capital Paving & Construction, LLC	Resurface and Add Shoulders
D03* **+	19	Gasconade	J5P3542	\$1,259,505.35	\$0.00	Don Schneiders Excavating Company, Inc.	Bridge Superstructure Replacement and ADA Improvements
D04	O, W, Y	Pulaski	J5S3352	\$2,499,892.16	\$0.00	Willard Asphalt Paving, Inc.	Resurface
D05* ***	B	Callaway, Montgomery	JCD0026	\$1,003,190.00	\$0.00	Blevins Asphalt Construction Company, Inc.	Seal Coat
	E	Callaway	JCD0025				
D07	17	Miller, Pulaski	JCD0047	\$700,306.92	\$0.00	Vance Brothers, Inc.	Seal Coat
F02	67	St Charles, St Louis	J6P3570	\$1,031,015.00	\$0.00	Pace Construction Company, LLC	Resurface
F03	D	St Louis	J6S3215	\$12,432,636.00	\$0.00	N.B. West Contracting Company	Resurface and ADA Improvements
			J6S3592				4 Bridge Rehabilitations and ADA Improvements
F04	I-70 O.R.	St Charles	J6S3667	\$880,084.80	\$0.00	N.B. West Contracting Company	Resurface
	M		J6S3486				
F06	141	St Louis	JSL0017	\$373,840.00	\$0.00	K.J.U., Inc. dba K.J. Unnerstall Construction Co.	Drainage Improvements
F07	370	St Charles	J6M3422	\$842,181.80	\$0.00	Logan Excavating, LLC	Drainage Improvements

Call No.	Route	County	Job No.	Bid Amount	Non-Contractual Costs	Contractor	Description
G02	76	Barry, McDonald	J7S3447	\$3,231,445.24	\$0.00	Emery Sapp & Sons, Inc.	Resurface
	Bus 37	Barry	J7P3437				
G05	W	Barton	J7S3550	\$672,908.50	\$0.00	Gene Haile Excavating, Inc.	2 Culvert Replacements
G06	I-49 OR, K, U, T	Barton, Jasper, Lawrence	JST0047	\$2,695,461.00	\$0.00	Blevins Asphalt Construction Company, Inc.	Resurface
H02	60	Butler	J9P3681	\$831,000.00	\$0.00	Pace Construction Company, LLC	Resurface
H04	221	St Francois	J9S3610B	\$120,864.00	\$0.00	H.R. Quadri Contractors, LLC	Tree Clearing
H05	UU	Mississippi	J9S3715	\$6,328,167.60	\$0.00	Apex Paving Co.	Resurface
	A	Pemiscot	J9S3778				
	105	Mississippi	J9S3714				
H07	PP	Howell	JST0042	\$7,325,000.00	\$0.00	Pace Construction Company, LLC	Resurface
	P	Ozark	JST0029				
	H	Ozark	JST0033				
	EE	Shannon	JST0031				
	DD	Texas	JST0038				
	DD	Douglas	JST0035				
	U	Wright	JST0039				
	AM	Douglas	JST0036				
			TOTAL	\$115,121,439.69	\$1,800.00		

* Call C06 – Funding by Department of Natural Resources – \$784,580.33 (JKRP0002)

** Call D02 – Funding by City of Fayette – \$43,456.70 (J5P3517)

*** Call D03 – Funding by City of Hermann – \$79,355.00 (J5P3542)

**** Call D05 – Funding by City of Auxvasse – \$17,256.31 (JCD0025)

+ Award contingent upon receipt of additional funding from local entity

**Table II
Rejection of Bid
October 20, 2023, Bid Opening**

Call No.	Route	County	Job No.	Description
H01	72	Cape Girardeau	J9P3121B	Coldmill and Resurface

Commission Consideration and Action

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

1. Awarded contracts to the lowest responsive bidders for bids received at the October 20, 2023, bid opening, as recommended, and noted in Table I above. Non-contractual costs for these projects are shown in the above tabulation.

2. Rejected Call H01 due to excessive bids per Section 102.15(a) of the Missouri Standard Specifications for Highway Construction as noted in Table II above.
3. Authorized the Director, Chief Engineer, Chief Financial Officer, or Assistant Chief Engineer to execute the contracts awarded above.

Commissioner Boatwright abstained from Call H05. Commissioner Erdman abstained from Calls B03, B08, C04, C06, and D02.

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2024 – 2028 STATEWIDE TRANSPORTATION IMPROVEMENT PROGRAM AMENDMENT

On behalf of the Director, Ed Hassinger, Deputy Director/Chief Engineer, requested approval to revise the 2024 - 2028 Statewide Transportation Improvement Program (STIP) that was approved in July 2023, for the implementation of 13 highway and bridge projects as noted in the tables below.

**2024 – 2028 STIP
Highway and Bridge Construction Schedule
November 1, 2023, 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 JNW0122*	US 36	Add intersection turn lanes and upgrade traffic signal at Bob F. Griffin Road.	2026 CN	\$3,191	\$367
NE DeKalb JNW0122B*	US 36	Payment to Cameron for engineering, right of way, and utilities for project NW0122 to add intersection turn lanes and upgrade traffic signal at Bob F. Griffin Road.	2025 CN	\$296	\$0
NE Adair JNE0168	US 63	Bridge and pavement repair over Business 63, Steer Creek, Patterson Street, and Bear Creek near Kirksville. Project involves bridges A7761, A7762, A7763, and A7846.	2024 CN	\$1,260	\$66

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)
NE Marion JNE0160	US 36	Pavement repairs and resurfacing on westbound lanes 0.5 mile west of Route 24 to 0.3 mile west of Macon County line near Clarence. Pavement grooving on eastbound lanes 0.3 mile east of Shelbina to 0.8 mile east of Route PP near Lakenan (two disconnected sections.)	2024 CN	\$4,720	\$314
SL Franklin JSL0180	MO 100	Pavement to Washington to add turn lanes east of Vossbrink Drive.	2024 CN	\$1,610	\$15
SL St. Louis JSL0181	MO 340	Payment to Olivette for intersection improvements at Dielman Industrial Drive and Price Road.	2027 CN	\$632	\$15
SL Various JSL0184	Various	Upgrade ITS CCTV and communications equipment on various routes in the St. Louis District.	2026 CN	\$5,082	\$620
ST Cass JST0073	RT O	Pavement resurfacing from Route 2 to Route A.	2024 CN	\$1,335	\$98
ST Dekalb JST0075	RT F	Pavement resurfacing in Andrew, Buchanan, Dekalb, and Gentry Counties. Includes Routes D, F, V, and Z. Potential pavement resurfacing on Route CC in Andrew County.	2024 CN	\$3,944	\$336
ST Franklin JST0077	RT AH	Pavement preservation treatment from Commercial Avenue to St. Mary's Road, on South Outer 44 from Route AH to Sunny Ridge and Anaconda Road to Springfield Road and on Route JJ from north junction Route 67 to south junction Route 67.	2024 CN	\$380	\$61
ST Lawrence JST0074	RT W	Pavement resurfacing on Routes W, N, DD, Z, and T in Lawrence County. Potential pavement resurfacing on Route OO in Lawrence County, Route MM in Christian County and Route FF in Dade County.	2024 CN	\$3,500	\$250

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)
ST Miller JST0072	RT BB	Pavement resurfacing from Route 42 to Route 133 and Route Z from Route Y to Route W. Potential pavement resurfacing on Route AA from Route P to Route AB and Route P from I-44 to Route 17 in Pulaski County.	2024 CN	\$1,895	\$186
ST Pemiscot JST0071	IS 155	Perform urgent structural repairs that are needed to mitigate remaining adverse findings from T1 steel weld inspections on Structures A3292, A1700, A1501W, and A1501E.	2024 CN	\$800	\$200
			TOTAL	\$28,645	\$2,528

* *Contingent upon the execution of an agreement*

Via approval of the consent agenda, the Commission unanimously approved the amendment to the 2024 – 2028 STIP as noted in the tabulations above.

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.

County **Route** **Job Number**
 Shannon 19 J9P3687

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 them to be filed as necessary for the condemnation of right of way.

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 were four briefing reports for the past month.

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MISSOURI DEPARTMENT OF TRANSPORTATION FINANCIAL REPORT – FISCAL YEAR 2024

Todd Grosvenor, Financial Services Director, submitted a written financial report for the fiscal year to date September 30, 2023, 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 2023, 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 582 active contracts held by individual engineering consultant firms prior to October 1, 2023. Sixteen engineering consultant services contracts were executed in October 2023, for a total of \$7,309,410. There were zero non-engineering consultant contracts executed in October 2023.

Mr. Koestner noted the budget for design and bridge consultants is \$110 million. As of the date of this report the total expenditures are \$26.1 million.

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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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