

**MINUTES  
STATE TRANSPORTATION BOARD**

**GEORGIA DEPARTMENT OF TRANSPORTATION  
600 West Peachtree Street  
Atlanta, Georgia 30308**

**Decem 11, 2008**

**9:00 a.m.**

**BOARD MEMBERS IN ATTENDANCE:**

Bill Kuhlke, Chairman	Brandon Beach
Larry Walker, Vice Chairman	Rudy Bowen
Roy Herrington	Steve Farrow
Johnny Floyd	David Doss
Sam Wellborn	Raybon Anderson
Robert L. Brown, Jr.	Dana Lemon
Emory McClinton	

**DOT STAFF IN ATTENDANCE:**

Commissioner Gena Evans	Richard Sawyer
Kevin Clark, COO	Michael Cooper
Buddy Gratton, Deputy Commissioner	Ericka Davis
Elizabeth Osmon	Mike Thomas
Earl Mahfuz	Chris Tomlinson
Gerald Ross	Greg Mayo
Jo Ann Chance	Steve Henry
Sandra Burgess	

Chairman Bill Kuhlke opened the meeting at 9:05 a.m.

Roy Herrington gave the invocation.

Chairman Kuhlke asked for a motion to approve the minutes from the November 2008 meetings. Sam Wellborn made a motion to approve the minutes from the November 2008 meetings, seconded by Roy Herrington and unanimously approved.\*

Genetha Rice-Singleton, Assistant Director of Preconstruction, presented the projects proposed for the January 2009 Letting for approval. Chairman Kuhlke asked for a motion to approve. Emory McClinton made a motion to approve the projects proposed for the January 2009 Letting, seconded by Raybon Anderson and unanimously approved.\*

Mike Thomas, Director of Planning, Data & Intermodal Development requested approval for the revisions proposed for the Construction Work Program for December 2008. Chairman Kuhlke asked for a motion to approve. Brandon Beach made a motion to approve the revisions to the Construction Work

Program for December 2008, seconded by Rudy Bowen and unanimously approved.\* Mike Thomas stated there were no revisions to Construction Work Program for January 2009.

Ericka Davis, Director of Communications, gave a presentation on Public Outreach. David Doss requested a breakdown of the \$778,000 in advertising used for the 14<sup>th</sup> Street bridge project. Dana Lemon requested a comparison with other states on the call volume to the 511 system. Ericka Davis stated that McRae Communications had been hired to work on the Department's branding and marketing campaign, and that there are 24 employees in the communications division. Dana Lemon requested email alerts for Board members when major incidents occur on state highways.

Chris Tomlinson, General Counsel, gave a presentation on congressional balancing.\* There was discussion on waiver provisions and special funding. Commissioner Evans stated that waiver provisions for the anticipated economic stimulus package would be necessary. Sam Wellborn requested a list of proposed projects for the economic stimulus package and the Governor's stimulus package by congressional district to show where the funds are going. Dana Lemon suggested that the Board pass a waiver to exclude the \$110M federal grant for HOV to HOT from congressional balancing or it will count against those districts' balancing dollars. Larry Walker suggested that the Board ask legislators to amend the congressional balancing law to recognize that projects of statewide importance should not be subject to congressional balancing.

David Doss stated that the flaw of congressional balancing is using dollars and there was some discussion regarding using cost of right of way as the basis for balancing. Dana Lemon suggested that this issue be placed in the legislative committee for review and preparation for the 2010 legislative session and possibly a discussion point for the February 2009 Board trip to Washington, DC. Chairman Kuhlke assigned congressional balancing to the legislative committee for further study.

Chris Tomlinson gave a legal update on legal issues pending within the Department.

Commissioner Evans gave her Commissioner's report. David Doss suggested that local communities be given the opportunity for input on projects to include in the economic stimulus package. Chairman Kuhlke stated that staff would prepare a letter to go to all city and county in the state giving them the eligibility requirements to be included on the stimulus list of projects.

Commissioner Evans stated that staff is submitting to her the names of Board members they work with most often and that she will work with the Board secretary to implement a plan to handle Board inquiries and requests. There was discussion regarding the economic stimulus package.

Earl Mahfuz requested the Board pass the following GARVEE bond resolution to approve \$600 million in GARVEE bonds. Sam Wellborn made a motion to approve the GARVEE bond resolution, seconded by Robert Brown and unanimously approved.

**A JOINT RESOLUTION OF THE STATE TRANSPORTATION BOARD, ACTING FOR AND ON BEHALF OF THE GEORGIA DEPARTMENT OF TRANSPORTATION, AND THE STATE ROAD AND TOLLWAY AUTHORITY TO APPROVE THE PLANNING, DESIGN, ENGINEERING, ACQUISITION AND CONSTRUCTION OF ALL OR PART OF A SYSTEM OF ROADS, BRIDGES, TUNNELS AND MASS TRANSPORTATION**

**FACILITIES IN THE STATE OF GEORGIA, INCLUDING SUCH BUILDINGS, STRUCTURES, PARKING AREAS, APPURTENANCES, AND FACILITIES RELATED THERETO, INCLUDING BUT NOT LIMITED TO APPROACHES, CROSS STREETS, ROADS, BRIDGES, TUNNELS, AND AVENUES OF ACCESS FOR SUCH SYSTEM; TO APPROVE THE ISSUANCE BY THE AUTHORITY OF ONE OR MORE SERIES OF FEDERAL HIGHWAY GRANT ANTICIPATION REVENUE BONDS AND FEDERAL HIGHWAY REIMBURSEMENT REVENUE BONDS TO PROVIDE FUNDS TO FINANCE SAID UNDERTAKING; TO AUTHORIZE THE COMMISSIONER OF THE DEPARTMENT OF TRANSPORTATION TO DESIGNATE THE STATE ROAD AND TOLLWAY AUTHORITY AS THE PRIMARY RECIPIENT OF CERTAIN FEDERAL AID HIGHWAY FUNDS TO BE RECEIVED BY THE STATE UNDER TITLE 23 OF THE UNITED STATES CODE IN CONNECTION WITH THE BONDS; AND FOR OTHER PURPOSES:**

**WHEREAS**, the Georgia Department of Transportation (the “**Department**”) is a department of the State of Georgia, legally created and existing pursuant to Chapter 2 of Title 32 of the Official Code of Georgia Annotated, with the power, among others, to plan, designate, improve, manage, control, construct and maintain a state highway system in the State of Georgia; and

**WHEREAS**, the State Transportation Board (the “**Board**”) is charged by law with the general control and supervision of the Department; and

**WHEREAS**, the State Road and Tollway Authority (the “**Authority**”) has been created as a body corporate and politic and an instrumentality and public corporation of the State of Georgia pursuant to various Acts of the General Assembly codified, as amended, at O.C.G.A. §§ 32-10-60 *et seq.* (the “**Act**”); and

**WHEREAS**, pursuant to the Act, the Authority has the power, among others, to borrow money for any of its corporate purposes, to issue negotiable revenue bonds payable from federal transportation funds, and to provide for the payment of the same and for the rights of the holders thereof; and

**WHEREAS**, the Board and the Authority have determined that there exists an urgent need to plan, engineer, design, acquire and construct a land public transportation project consisting of the planning, design, engineering, acquisition and construction of all or part of a system of roads, bridges, tunnels and mass transportation facilities in the State of Georgia, including such buildings, structures, parking areas, appurtenances, and facilities related thereto, including but not limited to approaches, cross streets, roads, bridges, tunnels, and avenues of access for such system, which project is more specifically described in **Exhibit A** attached hereto and hereby made a part hereof (the “**Program**”); and

**WHEREAS**, after due study and consideration, the Board and the Authority have determined that the Program is advisable, feasible and in the best interest of the transportation needs of the citizens and residents of the State of Georgia; and

**WHEREAS**, to provide financing for a portion of the Program and to pay expenses incident thereto, the Board and the Authority have determined that it is necessary for the Authority to issue its Federal Highway Grant Anticipation Revenue Bonds (“**2009 Grant Anticipation Revenue Bonds**”); and

**WHEREAS**, the debt service costs, including principal, premium (if any), interest and issuance costs, of the 2009 Grant Anticipation Revenue Bonds will be primarily payable from and secured by a lien on certain federal-aid highway funds received by the Authority from the Federal Highway Administration pursuant to Title 23 of the United States Code (the “**Federal Highway Grant Revenues**”) and generally secured by revenues received by the

Authority from time to time in the form of federal-aid highway fund reimbursements of federally qualified project expenses as hereinafter described (the “**Federal Highway Reimbursements**”), each as set forth in a Memorandum of Agreement dated June 30, 2006, or in similar or amended memoranda of agreement to be entered into subsequently, between the Federal Highway Administration, the Department and the Authority or its Trustee; and

**WHEREAS**, to provide financing for a portion of the Program and to pay expenses incident thereto, the Board and the Authority have determined that it is necessary for the Authority to issue its Federal Highway Reimbursement Revenue Bonds (the “**2009 Reimbursement Revenue Bonds**” and, together with the 2009 Grant Anticipation Revenue Bonds, the “**2009 Bonds**”); and

**WHEREAS**, the 2009 Reimbursement Revenue Bonds will be payable primarily from Federal Highway Reimbursements and secured generally by Federal Highway Grant Revenues; and

**WHEREAS**, the principal amount of 2009 Bonds to be issued will not exceed \$600,000,000 in the aggregate, and the 2009 Bonds shall be issuable in one or more series as determined by the Authority; and

**WHEREAS**, pursuant to a resolution adopted July 27, 2006, the Authority is authorized to issue up to \$150,000,000 aggregate principal amount of State Road and Tollway Authority Federal Highway Reimbursement Revenue Commercial Paper Notes, Series A, to finance a portion of the costs of the Program (the “**Commercial Paper Notes**”); and

**WHEREAS**, the Commercial Paper Notes may be issued to finance any projects on the current Statewide Transportation Plan, if and when approved by Joint Resolution of the Board and the Authority for financing with Commercial Paper Notes, and the Authority and the Board intend to approve expenditures for the Program for financing with Commercial Paper Notes; and

**WHEREAS**, 23 U.S.C. § 121(c) provides that payments of federal-aid highway funds to a state “shall be made to such official or officials or depository as may be designated by the State transportation department and authorized under the laws of the State to receive public funds of the State”; and

**WHEREAS**, O.C.G.A. § 32-5-1(a) designates the director of the Office of the Treasury and Fiscal Services as the proper authority to receive any of the federal-aid funds apportioned to the State of Georgia by the federal government under Title 23 of the United States Code and to receive any other federal funds apportioned to the State of Georgia for public road and other public transportation purposes, except as such funds may be directed by the federal government to the Authority; and

**WHEREAS**, O.C.G.A. § 32-5-2 provides that all federal funds received by the director of the Office of Treasury and Fiscal Services under O.C.G.A. § 32-5-1 are continually appropriated to the Department for the purpose specified in the grants of such funds, except as such funds may be directed by the federal government to the Authority; and

**WHEREAS**, O.C.G.A. § 32-2-2(7) provides that the Department and the Authority are the proper agencies of the State of Georgia to discharge all duties imposed by any act of Congress allotting federal funds to be expended for public road and other transportation purposes in the State of Georgia; and

**WHEREAS**, pursuant to O.C.G.A. § 32-10-63(7), the Authority is authorized to accept and administer any federal highway or transit assistance received from time to time for the State of Georgia; and

**WHEREAS**, to provide a source of funds for repayment of the 2009 Bonds and to maximize the benefits to be realized by the State of Georgia from the federal-aid highway funding program, the Board and the Authority have determined to designate the Authority as the primary recipient of all or a portion of the federal-aid highway

payments to be received by the State of Georgia in each year by the Federal Highway Administration under Title 23 of the United States Code during the period that any of the 2009 Bonds are outstanding; and

**WHEREAS**, to accomplish the foregoing, it is desirable and necessary to authorize the Commissioner of the Department of Transportation to request that the United States Federal Highway Administration direct and deposit to the accounts of the Authority such portion as may be specified by the Department from time to time of the federal-aid highway payments to be received by the State of Georgia in each year under Title 23 of the United States Code during the period that any of the 2009 Bonds are outstanding.

**NOW, THEREFORE, BE IT RESOLVED** by the State Transportation Board and the State Road and Tollway Authority as follows:

1. The Program is hereby approved.
2. The issuance of the 2009 Bonds by the Authority in one or more series in an aggregate principal amount not to exceed \$600,000,000 for the purpose of providing financing for a portion of the Program and to pay expenses incident thereto is hereby approved.
3. The use of Commercial Paper Notes for the purpose of providing financing for a portion of the Program and to pay expenses incident thereto is hereby approved.
4. The Commissioner of the Department of Transportation is hereby authorized and directed to request the United States Federal Highway Administration to direct and deposit to the accounts of the Authority held by The Bank of New York Mellon Trust Company, N.A., as its trustee, of such portion as may be specified by the Department from time to time of the federal-aid highway payments received by the State of Georgia in each year under Title 23 of the United States Code during the period that any of the 2009 Bonds are outstanding. Such request is to be in substantially the form attached hereto as **Exhibit B** and made a part hereof, subject to such minor changes, additions or omissions not inconsistent with the purposes of this Joint Resolution as may be approved by the Commissioner of Transportation, and the execution of such request by the Commissioner of Transportation will be considered conclusive evidence of any such approval.
5. Any and all resolutions or parts thereof in conflict with this Joint Resolution are hereby repealed.

Resolved this 11<sup>th</sup> day of December, 2008.

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Dana Lemon gave a report from the Legislative committee. Rodney Barry, FHWA Division Administrator, gave a report on CM at Risk.\* He stated that the only approved delivery method is low bid. Dana Lemon made a motion to approve 7 pieces of the legislative agenda, excluding Alternative Delivery methods, seconded by Rudy Bowen. Dana Lemon stated that there was no recommendation from the committee on Alternative Delivery methods legislation. Robert Brown made a motion to approved the Alternative Delivery methods legislation, seconded by Larry Walker and approved by Raybon Anderson, Roy Herrington, Steve Farrow and Rudy Bowen, and opposed by Sam Wellborn, David Doss, Johnny Floyd, Emory McClinton and Brandon Beach. Chairman Kuhlke voted to approve the motion to break the tie, and the motion passed.

Robert Brown gave a report from the Joint Statewide Transportation Plan/Program Delivery committee and stated there was no action taken.

Sam Wellborn gave a report from the Finance committee. He gave a report on motor fuel tax collections and a budget report.\* Mr. Wellborn stated that Commissioner Evans made a recommendation to hire Kate Pfirman as Treasurer. Mr. Wellborn made a motion to hire Kate Pfirman as Treasurer, seconded by Robert Brown and unanimously approved.

Emory McClinton gave a report from the Transportation Agency Partners committee. Dana Lemon made a motion to waive the 10-day rule, seconded by Robert Brown and unanimously approved. Mr. McClinton made a motion to adopt the following resolution, seconded by Larry Walker and unanimously approved.

**RESOLUTION**

**WHEREAS**, the present national economic crisis has created the general consensus that a major economic stimulus package is required to reverse and extricate the country from the current financial and social malaise; and

**WHEREAS**, the incoming federal administration has given strong indication of and commitment to implementing a plan and economic stimulus initiative based upon a comprehensive infrastructure enhancement program; and

**WHEREAS**, a significant element of the proposed federal investment is presently projected to include an estimated \$130 billion in transportation infrastructure funding as a major part of the anticipated public investment expenditure; and

**WHEREAS**, the State of Georgia must prepare itself in order to effectively participate in any stimulus package offered by the federal government in order to relieve the current economic conditions and associated job deficiencies; and

**WHEREAS**, the leadership of the State Transportation Board, department and associated partner transportation agencies will be key to Georgia's optimal involvement and completion of the proposed transportation infrastructure projects; and

**WHEREAS**, it is appropriate and incumbent for the State Transportation Board to provide leadership by offering the following policy and commitment regarding the proposed federal stimulus program.

**NOW, THEREFORE, BE IT RESOLVED** that the Board hereby instructs the department to immediately and aggressively undertake every possible and available effort to prepare the state and its transportation partners toward meeting the challenge and opportunity of providing for the construction and maintenance of the proposed highway, public transportation, airport and waterway ready-to-go projects from the proposed federal economic stimulus package.

**BE IF FURTHER RESOLVED THAT** the department will work with its associated transportation agency partners and the transportation industry in order to optimize the state's involvement, investments, response and commitment to this stimulus opportunity on behalf of the people, institutions and economy of Georgia.

**Resolved this the 11<sup>th</sup> day of December, 2008.**

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Under new business, Steve Henry gave a presentation on HERO sponsorship.\* Chairman Kuhlke asked for a motion to accept invitations from Statesboro and Coffee County to host 2009 out-of-town Board meetings. Rudy Bowen made a motion to accept invitations from Statesboro and Coffee County to host 2009 out-of-town Board meetings, seconded by Larry Walker and unanimously approved. Larry Walker announced that members of the High Speed Rail subcommittee are David Doss (Chair), Brandon Beach and Steve Farrow. David Doss asked that a collection be taken up for injured DOT employee Troy Nix.

There being no further business, Chairman Kuhlke adjourned the meeting at 12:30p.m.

**Approved:**

  
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Bill Kuhlke, Chairman

**Respectfully submitted:**

  
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Elizabeth Osmon, Board Secretary

**\*Denotes documentation in file.**