

## **RESOLUTION JB-2023-9**

### **RESOLUTION OF JOINT BOARD APPROVING AND ADOPTING AMENDED BYLAWS**

WHEREAS, the State of Indiana and the Commonwealth of Kentucky have jointly undertaken a project to improve cross river mobility over the Ohio River between Louisville and Southern Indiana, authorized by the Federal Highway Administration in its revised Record of Decision dated June 12, 2012 (the “Project”); and

WHEREAS, the Indiana Finance Authority (“IFA”) and the Indiana Department of Transportation (“INDOT”) have been authorized to participate in the Project on behalf the State of Indiana, and the Kentucky Public Transportation Infrastructure Authority (“KPTIA”) and the Kentucky Transportation Cabinet (“KYTC”) have been authorized to participate in the Project on behalf of the Commonwealth of Kentucky; and

WHEREAS, IFA, INDOT, KPTIA and KYTC (collectively the “States’ Parties” and each individually a “State’s Party”) have (together with the Louisville and Southern Indiana Bridges Authority) entered into a Bi-State Development Agreement effective December 17, 2012 (the “Development Agreement”) as well as an Interlocal Cooperation Agreement for the Design, Procurement, Construction, Financing, Tolling, Operation and Maintenance for the Louisville-Southern Indiana Ohio River Bridges Project effective as of December 17, 2012 (the “Interlocal Agreement”); and

WHEREAS, the Development Agreement provides for certain ongoing activities to be performed by a Bi-State Management team, as described therein; and

WHEREAS, the Interlocal Agreement established this Joint Board, representing the States’ Parties and constituted as provided in the Interlocal Agreement, and authorized the Joint Board to adopt and amend bylaws and other rules of governance from time to time, which bylaws and rules of governance shall be consistent with the Development Agreement and the Interlocal Agreement; and

WHEREAS, the Joint Board, by resolution dated April 12, 2013, approved and adopted its bylaws; and

WHEREAS, the Joint Board by resolutions dated September 5, 2013, December 18, 2017, and June 16, 2020, amended those bylaws; and

WHEREAS, the Joint Board wishes to again amend its bylaws in order to better meet the current needs of the Project by adding the language underlined, and deleting the language stricken through in the form attached hereto as Exhibit A.

NOW, THEREFORE, be it resolved by the Joint Board, that the amended Bylaws of the Joint Board, in the form attached hereto as Exhibit A, are hereby approved and adopted.

Dated this 16<sup>th</sup> day of February, 2023:

INDIANA FINANCE AUTHORITY

DocuSigned by:  
By: *Dan Hoge*  
F6C607FA8293409...  
Dan Hoge, Public Finance Director of the  
State of Indiana

INDIANA DEPARTMENT OF  
TRANSPORTATION

DocuSigned by:  
By: *Michael Smith*  
BE1CF6C7A7EA411...  
Michael Smith, Commissioner

KENTUCKY PUBLIC TRANSPORTATION  
INFRASTRUCTURE AUTHORITY

DocuSigned by:  
By: *Geri Grigsby*  
69F24B004FC6431...  
Geri Grigsby, Vice Chair

KENTUCKY TRANSPORTATION CABINET

DocuSigned by:  
By: *Jim Gray*  
9DC832F7B94544E...  
Jim Gray, Secretary