

**RESOLUTION TB 2016-2**  
**RESOLUTION OF TOLLING BODY APPROVING**  
**TOLL POLICY AND ENTERING INTO TOLL POLICY AGREEMENT**

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, as authorized by the Federal Highway Administration in its revised Record of Decision (“ROD”) dated June 20, 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 of 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 and INDOT are referred to as the “Indiana Parties” and KPTIA and KYTC as the “Kentucky Parties”; 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 27, 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, Kentucky and Indiana determined that the preferred approach for delivery of the Project was for each State to take the lead in overseeing and financing construction of roughly one-half of the Project, with Kentucky being responsible for financing and constructing the Downtown Crossing, and Indiana being responsible for financing and constructing the East End Crossing (as defined in the Development Agreement);

WHEREAS, in response to and fulfillment of these requirements of the ROD, this Tolling Body has previously approved, by Resolution TB-2015-1 a report entitled “Assessment of Economic Effects of Tolling and Strategies for Mitigating Effects of Tolling on Environmental Justice Populations”, and a Toll Mitigation Plan which were required under the ROD as prerequisites to the commencement of tolling and the approval of a Toll Policy Agreement

WHEREAS, the Federal Highway Administration has delivered to KYTC and INDOT a Letter of Concurrence, reciting the satisfaction to date of the requirements of the ROD; and

WHEREAS, the Development Agreement in Section 11.5 thereof, and the ROD for the Project require this Tolling Body to approve a Tolling Policy and a Toll Policy Agreement prior to the commencement of tolling on the Project;

WHEREAS, the States’ Parties have caused to be prepared and presented to this Tolling Body for approval the Toll Policy Agreement and tolling policy contained therein, attached hereto as Exhibit A, and this Tolling Body now wishes to approve said Toll Policy Agreement and tolling policy;

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

1. The Toll Policy Agreement and attachments or exhibits thereto, and the tolling policy contained therein, all as set forth in Exhibit A hereto is hereby accepted and approved.

2. The States' Parties, individually and collectively through this Tolling Body, agree by the approval hereof to implement the tolling policy and the Toll Policy Agreement.

Dated this 11 day of May, 2016.


INDIANA FINANCE AUTHORITY

By:   
Dan Huges  
Public Finance Director of the State of  
Indiana


INDIANA DEPARTMENT OF  
TRANSPORTATION

By:   
Tony McClellan  
Designee of the Commissioner of the  
Indiana Department of Transportation

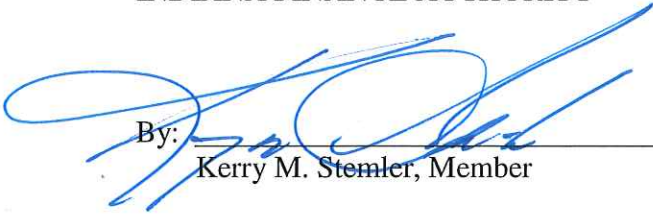
KENTUCKY PUBLIC TRANSPORTATION  
INFRASTRUCTURE AUTHORITY

By:   
William M. Landrum III  
Designee of the Chair of the Kentucky  
Public Transportation Infrastructure  
Authority

KENTUCKY TRANSPORTATION CABINET

By:   
Greg Thomas  
Secretary of the Transportation Cabinet

INDIANA FINANCE AUTHORITY

By:  \_\_\_\_\_  
Kerry M. Stemler, Member

KENTUCKY PUBLIC TRANSPORTATION  
INFRASTRUCTURE AUTHORITY

By:  \_\_\_\_\_  
Dana Mayton, Member