STATE OF NORTH CAROLINA
TURNPIKE AUTHORITY

BEVERLY E. PERDUE
GOVERNOR

1578 MAIL SERVICE CENTER, RALEIGH, N.C. 27699-1578

DAVID W. JOYNER
EXECUTIVE DIRECTOR

Board of Directors
Minutes

Thursday, September 17, 2009

Members Present:	Gene Conti
	Lanny Wilson
	Sang Hamilton
	Bill Lackey
Members via phone:	Anthony Fox
	Bob Spencer (Joined at 1:27pm)
Members Absent:	David Redwine
	Perry Safran
	Robb Teer
Also present:	David Joyner, Executive Director

Secretary Gene Conti called the meeting to order at 1:07pm. The Secretary read the State Ethics Act and declared that a quorum was present. Sang Hamilton moved to approve the August 2009 minutes. The motion was seconded by Lanny Wilson, and the minutes were approved as presented.

Grady Rankin introduced Barbara Fava, Managing Director of PFM Asset Management. Ms. Fava made a presentation on the Triangle Expressway Financial Investment Plan. Ms. Fava discussed the project fund disbursements of the three sources - TIFIA, ABAB Bonds and Revenue Bonds. She discussed the overall investment strategy. She also discussed the construction funds, capitalized interest and debt service reserve as of August 31, 2009. (See attached presentation.)

Jim Eden gave a presentation on the Triangle Expressway Toll Collection System Selection Committee Report. He thanked the staff for their hard work and all vendors that submitted proposals. He stated that all proposals were outstanding and demonstrated a very high level of expertise. Mr. Eden discussed the RFP components – Roadside Toll Collection System, Back Office System, and Operation Services. Mr. Eden reported on the proposals received from vendors and discussed the evaluation process along with the schedule for the contract award. He extended a special thanks to the selection committee. Mr. Eden discussed the evaluation components that made up the Best Value Procurement – technical score, pricing score, response to questions, change order analysis, exceptions to terms and conditions, and combined pricing. He then revealed the evaluation outcome of the Selection Committee recommendations: the Roadside Toll Collection System – ACS State & Local Solutions, Inc., Back Office

System – ACS State & Local Solutions, Inc., and Operations Services – Washington Division of URS. Mr. Eden asked if there were any questions regarding the recommendation.

- *Action item:* Secretary Conti made the following motion:
  I move to recommend approval for the NCTA staff to proceed with negotiations with the selected teams. Lanny Wilson seconded the motion and it was approved unanimously. Anthony Fox recused himself as ACS State & Local Solutions, Inc is a client of his firm.

Reid Simons gave a Public Affairs update on the Monroe Connector/Bypass and the Garden Parkway. Reid discussed public involvement and meetings on the Monroe Connector/Bypass. The TCC and MPO have recommended Alternative D. Also the Monroe City Council has presented letters of support to change the project name to the "Monroe Parkway." David Joyner sent a letter to the City Council, and the Board will be asked to take action on the matter at the appropriate time. The Aesthetic Committee decided on the final draft of the design concept of the regional architecture theme. Ms. Simons also discussed the Garden Parkway public involvement and meetings. She discussed the recommended Alternative 9. Ms. Simons discussed the Gastonia City Council rally which included both supporters and opposers of the project. She reported that the Triangle Expressway "Thank You" Reception will be on September 30, 2009 at the RTP Headquarters. (See attached presentation.)

Executive Committee: Lanny Wilson stated that the Executive Committee met and there were no action items.

Operations and Personnel Committee: Sang Hamilton discussed that the Operations Committee met and received an industry update from Jim Eden. The upcoming Operations bids and the Operations Business Plan were also discussed. Andy Lelewski provided procurement updates. Jim Eden stated that in addition to IBTTA's Annual Meeting to be held in Raleigh next year, IBTTA would also like to do a charity project in the area and any ideas are welcome.

Plans and Programs Committee: Lanny Wilson discussed the Plans and Programs meeting. Mr. Wilson stated that Shannon Sweitzer gave a presentation on the Garden Parkway Practical Design Workshop and provided photos of TriEx construction activities. Jennifer Harris gave an update on the status of all NCTA projects. Secretary Conti recognized the efforts of the Engineering team on all of their hard work.

Finance Committee: Bob Spencer reported that the Finance Committee met and there was not a quorum. He stated that Bob Weisenberger gave the monthly TriEx Financial Report. He also discussed the Right-of-Way status for TriEx and the Annual Plan of Work. There were no action items.

Secretary Conti introduced the contract policy resolution.

- *Action item:* He made the following motion:

I move to approve the contract policy resolution as presented. Lanny Wilson seconded the motion. Secretary Conti discussed the role of the Board under the new contract policy and stated that the Board will work with the Executive Director and the Secretary of Transportation to develop and monitor the Annual Plan of Work. The motion was seconded by Lanny Wilson and approved as presented. Mr. Spencer dissented.

The meeting was adjourned at 2:00 pm.

Minutes prepared by Jillian Bliss.

North Carolina Turnpike Authority

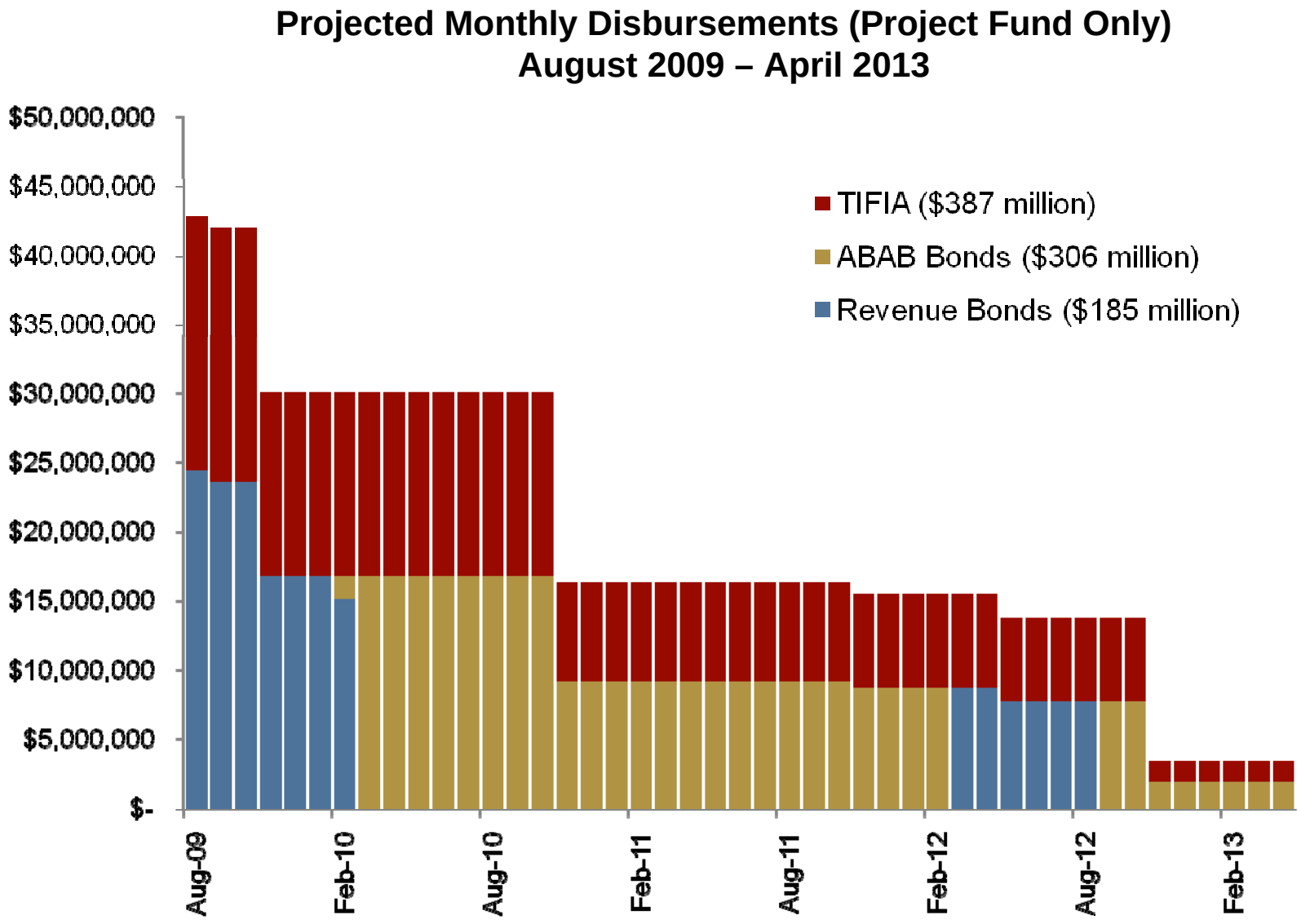
Bond Proceeds Investment Update

September 17, 2009

PFM Asset Management LLC
One Keystone Plaza, Suite 300
North Front & Market Streets
Harrisburg, PA 17101
(717) 232-2723
www.pfm.com

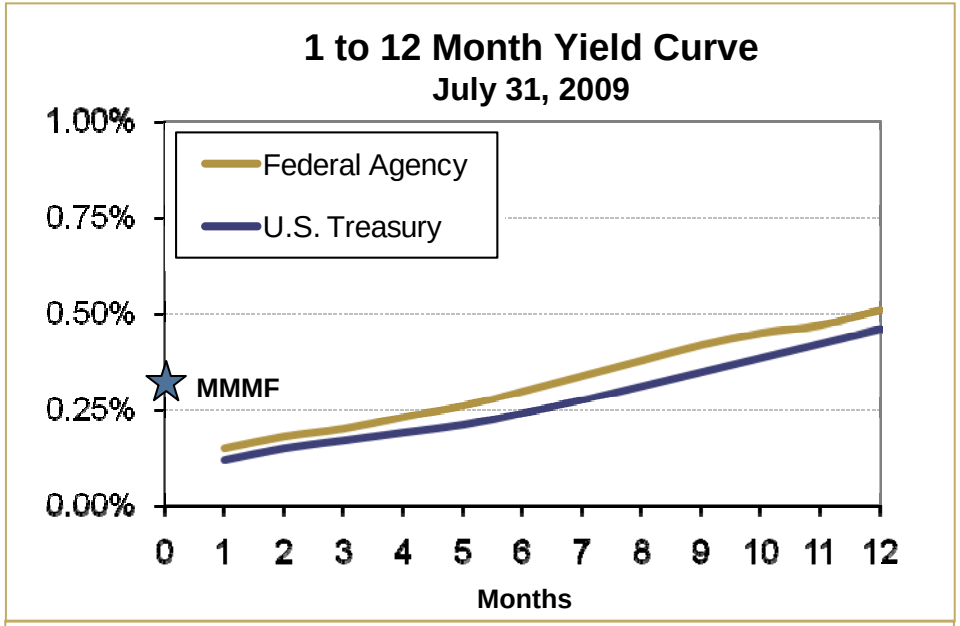
Presented By:
Barbara Fava, *Managing Director*

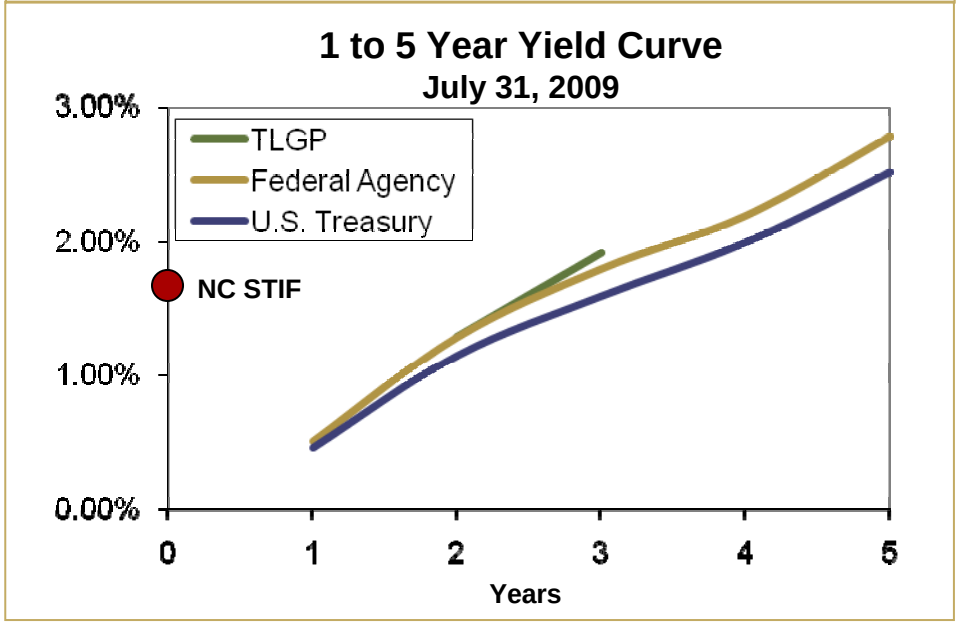
Project Fund Disbursements



Overall Investment Strategy

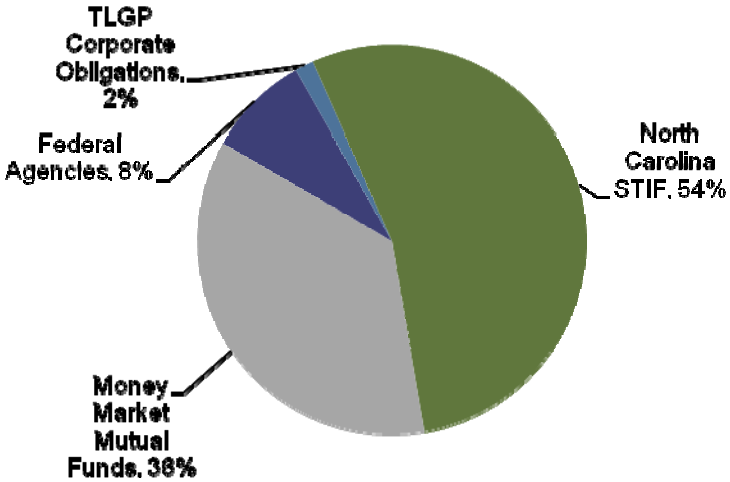
- The money market mutual fund currently outperforms alternative short-term investments.
- Liquidity to cover constructions draws through May 2010 will come from the money market mutual fund.
- The Treasury Short-Term Investment Fund (STIF) is being used in lieu of intermediate-term investments.
  - Maximum allocation to STIF permitted by Treasury is $263 million.
- Reserve Fund investments targeted to the 2 to 3 year maturity range to balance risk and return.





Construction Funds (as of August 31, 2009)

Asset Allocation



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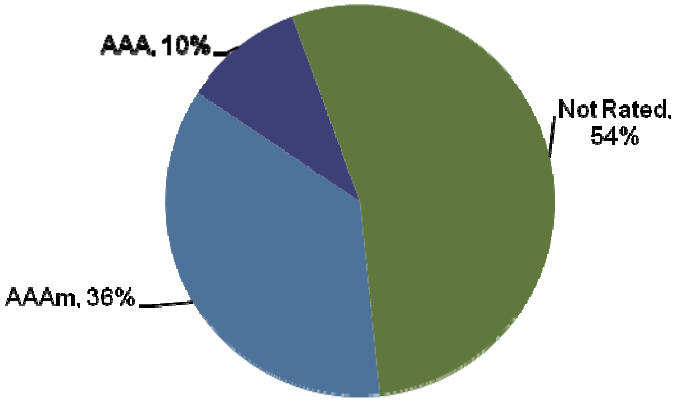
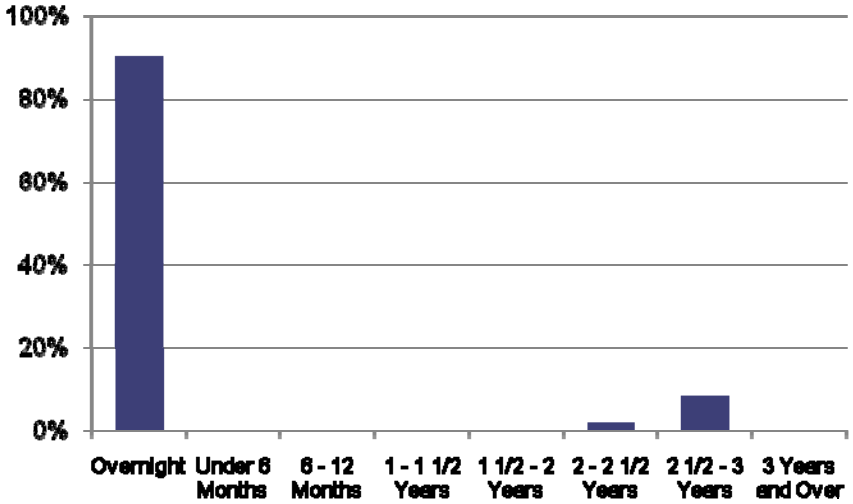


Portfolio Summary

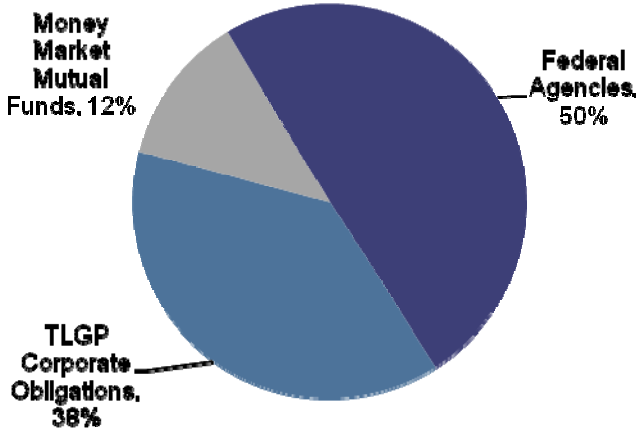
	Market Value	Average Yield
Federal Agencies	41,384,200.00	1.77%
TLGP Corporate Obligations	7,584,805.21	2.05%
North Carolina STIF	263,407,772.00	1.74%
Money Market Mutual Fund	176,094,623.45	0.33%
Total Portfolio	**488,471,400.66**	**1.24%**

Maturity Distribution



Capitalized Interest (as of August 31, 2009)

Asset Allocation



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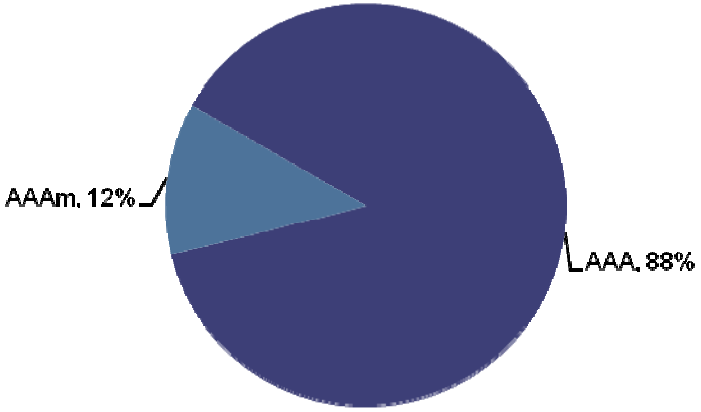
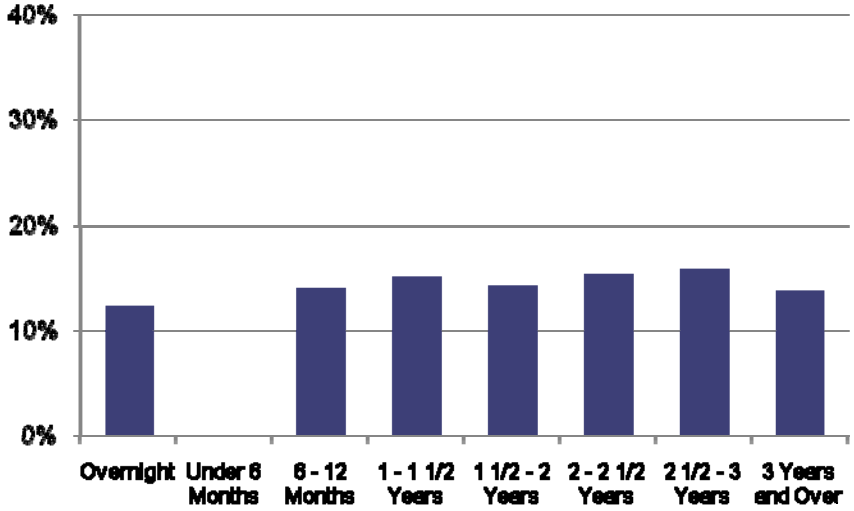


Portfolio Summary

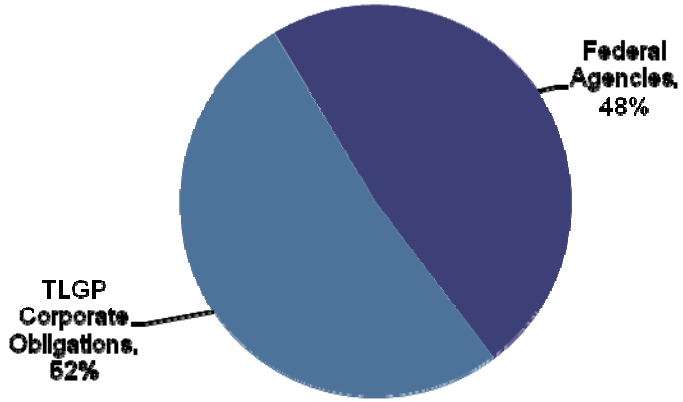
	Market Value	Average Yield
Federal Agencies	45,348,904.46	1.07%
TLGP Corporate Obligations	34,967,134.92	1.85%
Money Market Mutual Fund	11,221,168.61	0.33%
Total Portfolio	**91,537,207.99**	**1.28%**

Maturity Distribution



Debt Service Reserve (as of August 31, 2009)

Asset Allocation



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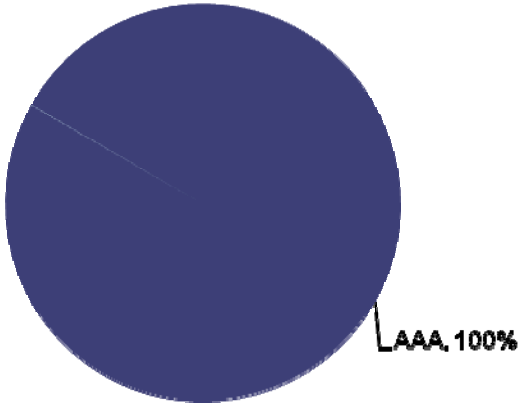
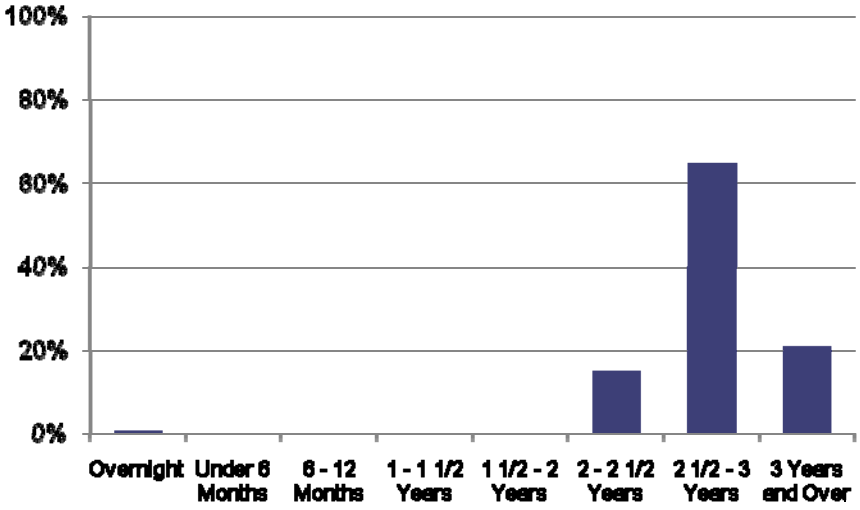


Portfolio Summary

	Market Value	Average Yield
Federal Agencies	16,982,516.20	1.86%
TLGP Corporate Obligations	18,141,584.51	2.01%
Money Market Mutual Fund	8,734.09	0.33%
Total Portfolio	**35,132,834.80**	**1.94%**

Maturity Distribution



Projected Investment Earnings

	Final Draw	Earnings to Date: Current Earnings for Contingency as of 8/31/2009	Earnings to Date: Average Portfolio Yield[1]	Total Expected Earnings: Updated Projected Earnings for Contingency	Total Expected Earnings: Average Gross Yield
Capitalized Interest Earnings					
Revenue Bonds	7/1/2013	$ 56,765	1.42%	$ 1,867,894	1.74%
BABs	7/1/2012	42,622	1.13%	1,003,361	1.37%
Total Capitalized Interest Earnings		$ 99,387		$ 2,871,255	
Construction Fund Earnings					
Revenue Bonds	4/1/2013	$ 99,675	0.73%	$ 2,521,735	1.53%
BABs	4/1/2013	440,845	1.55%	5,430,781 #	1.12%
Total Construction Fund Earnings		$ 540,520		$ 7,952,517	
Total Earnings for Contingency		639,907		10,823,772	

(1) The Average Portfolio Yield is a snapshot of the yield on the portfolio as a particular date. The other Average Gross Yield quoted are Internal Rate of Returns or the rate at which the average dollar is invested over the projected time period. As redemptions that reduce the allocation to lower yielding investments, the Average Portfolio Yield will increase.

A significant portion of the investment strategy is invested in the North Carolina STIF. The rate is variable and would be expected to decline over time. A 1.00% average investment rate is assumed for the purpose of this analysis.

Public Affairs Update

NCTA Board Meeting

September 17, 2009

NORTH CAROLINA
Turnpike Authority

Agenda

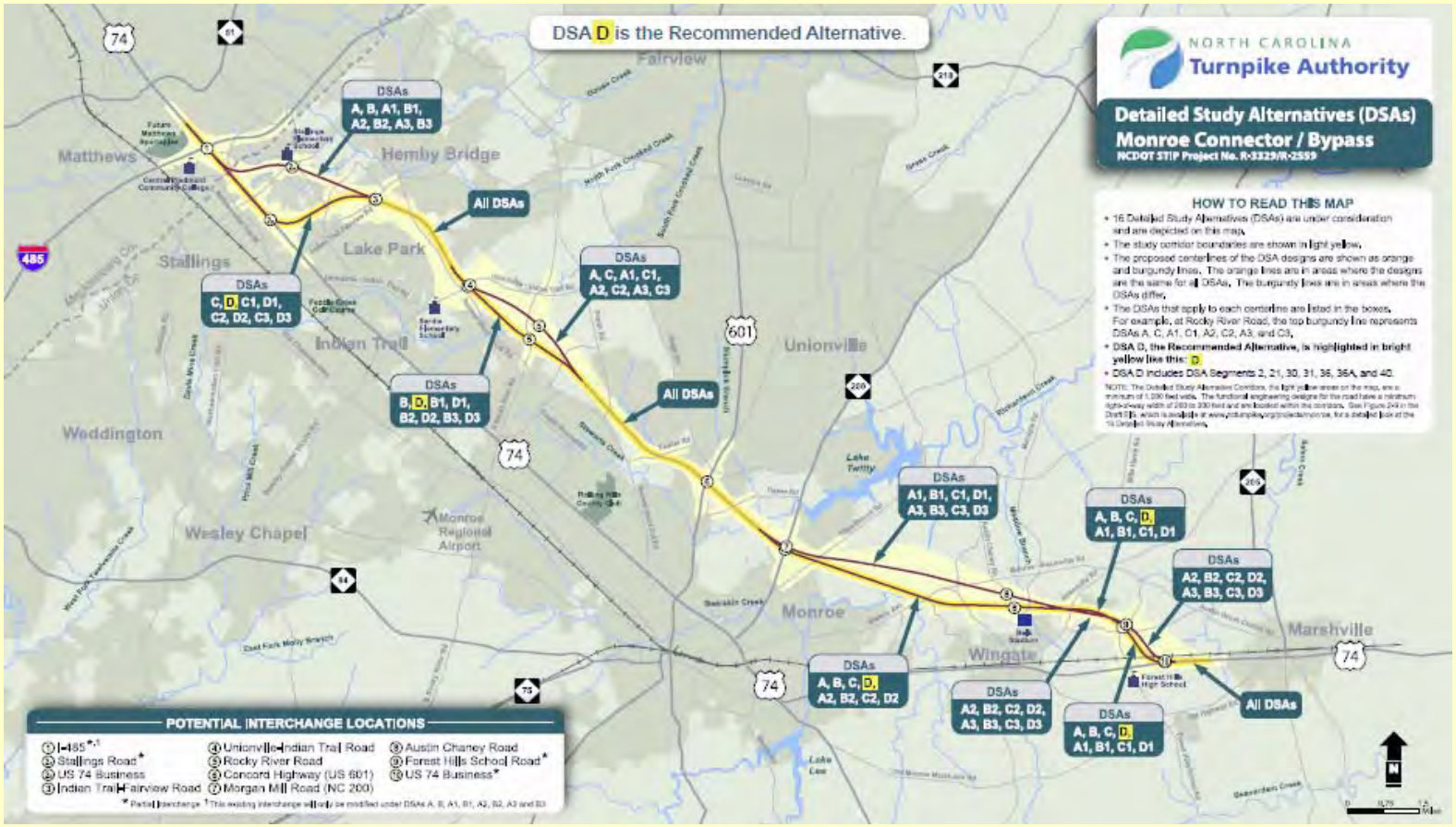
- Monroe Connector/Bypass
- Garden Parkway
- Other items:

Monroe Connector/Bypass

- **Public Involvement and Meetings**
  - MUMPO TCC and MPO
  - Monroe City Council – Project Naming
  - Monroe Aesthetic Committee
  - Metrolina Air Quality Summit
  - Matthews Kiwanis Club
  - Anson County Rotary Club

MUMPO TCC and MPO

- MUMPO Alternative Selection Process
- TCC and MPO Recommend Alternative D



Monroe City Council Meeting

- Met with Monroe City Council and Union County Chamber on the Project Naming

- Presented 20-year history of the project, resolutions and letters in support to name the Project the “Monroe Parkway”

- NCTA Response to Monroe Council

STATE OF NORTH CAROLINA
TURNPIKE AUTHORITY

BEVERLY E. PERDUE
Governor

1178 MAIL SERVICE CENTER, RALEIGH, N.C. 27699-1178

DAVID W. JOYNER
Executive Director

September 10, 2009

The Honorable Bobby G. Kilgore
Mayor, City of Monroe
PO Box 69
Monroe, NC 28111-0069

Dear Mayor Kilgore:

Thank you and the members of the Monroe City Council for the resolution recommending that the Monroe Connector/Bypass be renamed the “Monroe Parkway.” To date, the Monroe City Council is the only organization that has submitted a project name to the Turnpike Authority for our consideration.

As you know, we are making significant progress on the project, and it is timely to consider an official name for the new road over the next few months. I have asked Reid Simons, our Community and Public Affairs Director, to talk with various other stakeholders in the project area to obtain their input about the official name. At the appropriate time, we will ask our board to take action on this matter.

We appreciate your support of this project and the commitment you have shown over many years in making this project a reality. We look forward to continuing our strong partnership as we enter the financing and construction phases of the project.

Sincerely,

David W. Joyner

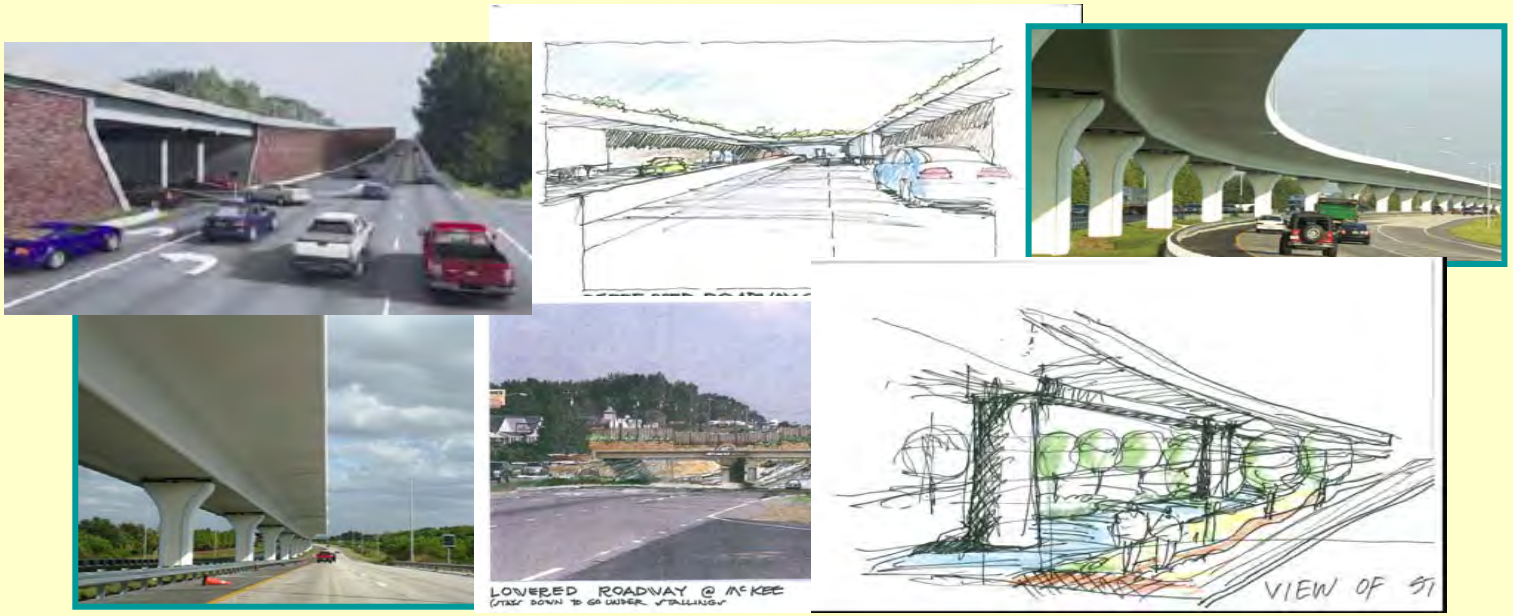
cc: Reid Simons, NCTA Director of Community and Public Affairs
Steve DeWitt, NCTA Chief Engineer

NORTH CAROLINA TURNPIKE AUTHORITY

Monroe Aesthetics Committee

Members:

- MPO representatives from the Project area
- Union County and Charlotte Chamber/Regional Roads Committee
- Union County Historical Society
- NCTA Board Members



Aesthetic Committee
Draft Design Concepts

COLONIAL AMERICAN THEME

REGIONAL ARCHITECTURE THEME

TRESTLE THEME

SILO THEME

Aesthetic Committee Final Draft Design Concepts

REGIONAL ARCHITECTURE THEME

Segment 2 and More Parkway Concepts

Garden Parkway

Public Involvement and Meetings:

- Gaston MPO
- Charlotte Regional Alliance for Transportation (CRAFT)
- Belmont Chamber/Mont Cross Chamber
- Mount Holly Community Development Foundation
- Gastonia City Council
- Gaston Regional Chamber
- Gastonia Rotary Club
- Gaston Association of Realtors

Garden Parkway

Recommended Alternative 9

NORTH CAROLINA
Turnpike Authority

Gastonia City Council - Rally

Build the Garden Parkway

Stop the Toll Road

Garden Parkway – Media and Messages

Gaston Gazette:

DOT boss believes full Garden Parkway could be built sooner, not later

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Gaston Gazette:

The dialogue is worth our time - People should keep talking about the proposed toll road, but please keep the discussion civil and substantive.

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Gaston Gazette:

Elected leaders could determine fate of proposed Garden Parkway

****

Charlotte Observer:

Some debating necessity of the Gaston Parkway

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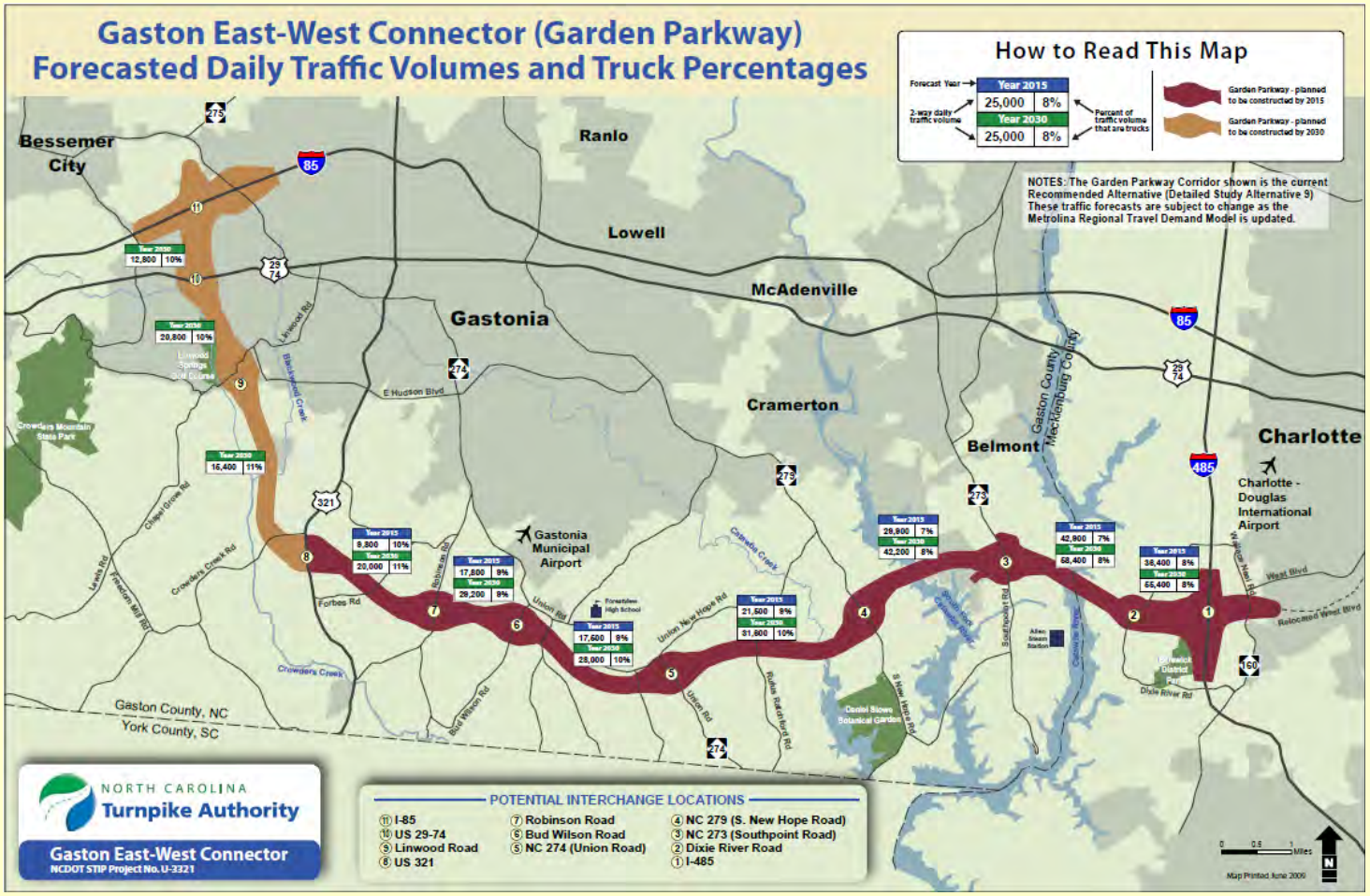
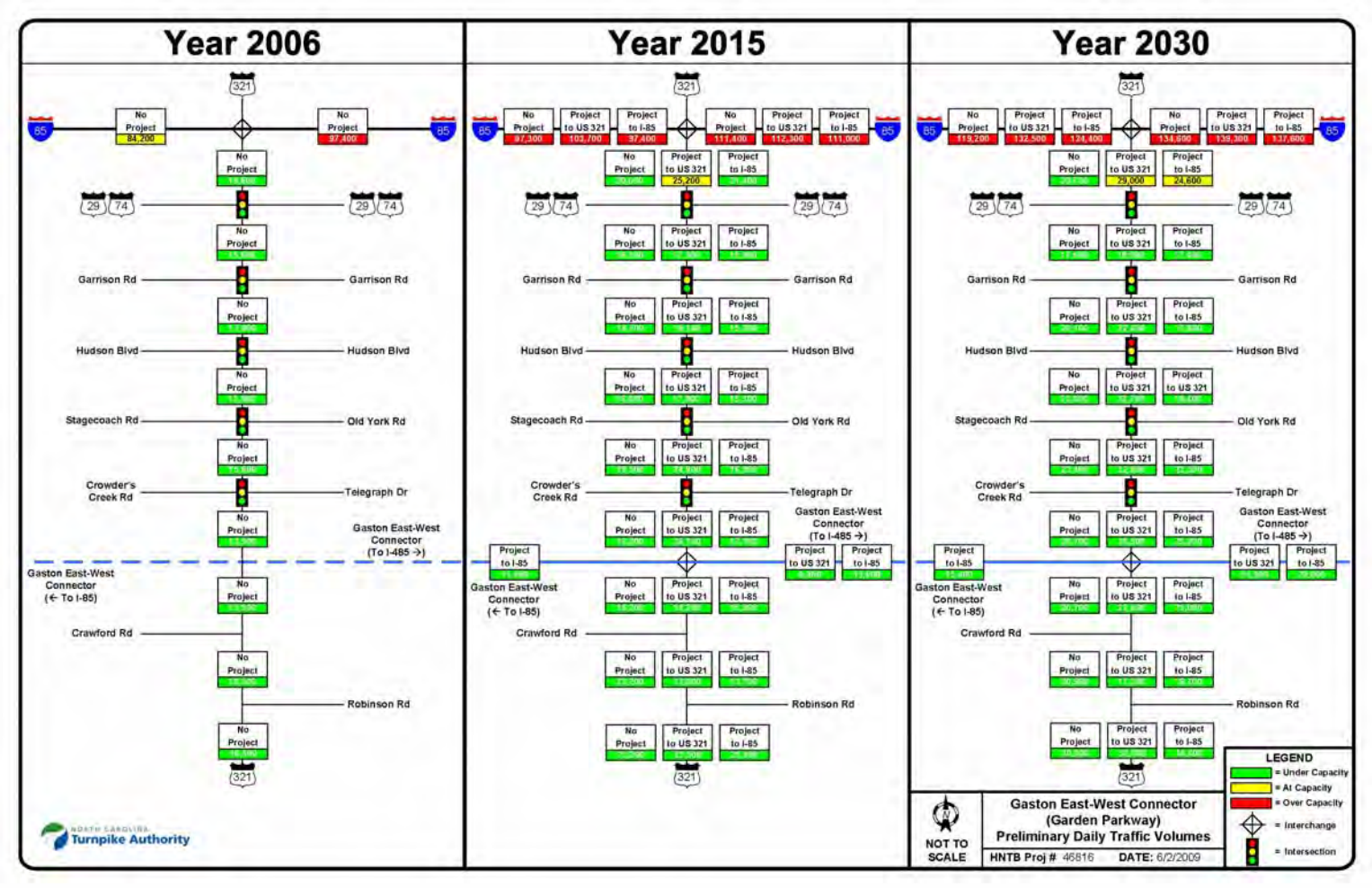
Gaston Gazette:

Questions, answers and facts about the Garden Parkway - The Turnpike Authority aims to develop a project that meets the region's needs

Parkway Projected Traffic Volumes



Traffic Projections on US 321



Other Items:

- Triangle Expressway
  - Working with contractors and stakeholders to develop a comprehensive communication plan
  - Exploring tools such as Twitter, Facebook, Email Blast, Media contacts, website updates, fact sheets
  - Triangle Parkway Public Workshop – October
- Public Calendar
  - NCTA public events and meetings
  - 540/Triangle Expressway Thank You Reception Wed., Sept. 30; 5:30 – 7 p.m.; RTP Headquarters at 12 Davis Drive, RTP

Thank you.