



West Virginia Parkways Authority

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Director of Human Resources

DAVID H. ROLLINS

Treasurer



June 30, 2023

West Virginia Parkways Authority Post Office Box 1469 Charleston, WV 25325

Dear Authority Members:

HNTB Corporation ("HNTB"), as the Consulting Engineers to the West Virginia Parkways Authority (the "Authority"), is pleased to submit to the Authority the attached 2023 Annual Report which includes this cover letter and the certifications made in this letter (collectively, the "Annual Report").

The Annual Report is delivered to you as required by relevant provisions of the Master Trust Indenture dated as of August 1, 2018, by and between the Authority and United Bank, as Trustee (the "Trustee") (the "Master Trust Indenture"). The Master Trust Indenture was amended and supplemented by that certain First Supplemental Trust Indenture dated as of August 1, 2018 and a Second Supplemental Trust Indenture dated as of June 1, 2021, by and among the Authority and the Trustee, (as supplemented and amended, the "Indenture"), in connection with the Authority's issuance of its \$166,370,000 Senior Lien Turnpike Toll Revenue Bonds, Series 2018 (the "Series 2018 Bonds") and its \$333,630,000 Senior Lien Turnpike Toll Revenue Bonds, Series 2021, (the "Series 2021 Bonds") which are secured under the Indenture by a pledge of Net Toll Road Revenues as defined in the Indenture. Prior to issuance of the Series 2018 Bonds, the Authority in July 2018 defeased all of its prior outstanding Turnpike toll revenue bonds under a previous trust indenture.

The Master Trust Indenture establishes various covenants with which the Authority must comply. One major covenant (often called the "Good Repair Covenant") requires the Authority to operate, maintain and keep the West Virginia Turnpike (the "Turnpike") and other Authority properties in good repair, all as more fully set forth in Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B). The Good Repair Covenant and several other covenants under the Master Trust Indenture require HNTB, as the Consulting Engineers for the Authority under the Indenture, to provide the Authority with an annual report on the condition of the Turnpike and to provide certain certifications to be used by the Authority in its annual budget-making process that are to be reflected and incorporated in its Annual Budget for the upcoming Fiscal Year.

This Annual Report and the certifications set forth herein are being delivered to you to satisfy those various requirements under the Master Trust Indenture and to document the Authority's compliance with such covenants

1. Annual Physical Examination and Inspection of the Turnpike; Annual Turnpike Condition Report; Certification of Compliance with Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B) (including the Good Repair Covenant).

In accordance with the requirements Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B), HNTB certifies that it has made a physical examination and inspection of the Turnpike for Fiscal Year 2022/2023 and has submitted to the Authority this Annual Report its written annual report on the condition of the Turnpike. As required by Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B), this Annual Report is being delivered to the Authority prior to the end of Fiscal Year 2022/2023.



This Annual Report documents, and HNTB hereby certifies, that the Authority has complied with the Good Repair Covenant and related requirements as more fully set forth in Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B). Specifically, and as further required by Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B), HNTB hereby further certifies that:

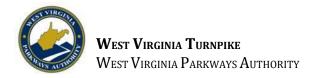
- (i) the Authority in operating the Turnpike has maintained it in good repair, working order and condition,
- (ii) the Authority has complied with the covenants set forth in the Master Trust Indenture with respect to the efficient management of the Turnpike, the proper maintenance of the properties of the Turnpike, and the making of necessary repairs, renewals and replacements thereto and thereof and the necessity for capital replacements and improvements, and
- (iii) the Authority has complied with the recommendations made by HNTB with respect to each of the foregoing items, and,
- (iv) In the judgment of HNTB, the Authority has not in any way failed to perform or comply with the covenants and agreements set forth above.
- 2. <u>Certifications Under Section 508 of the Master Trust Indenture as to Operation and Maintenance Expenses, Renewal and Replacement Costs, and Renewal and Replacement Reserve Fund Requirement, for Purposes of the Authority's Annual Budget for Fiscal Year 2023/2024.</u>

As required by Section 508 of the Master Trust Indenture and the definitions of "Annual Budget," "Operation and Maintenance Expenses", "Renewal and Replacement Costs", and "Renewal and Replacement Reserve Fund Requirement" as set forth in Section 101 of the Master Trust Indenture, respectively, HNTB as Consulting Engineers HNTB hereby certifies that the following amounts are necessary to be included in the Annual Budget and expended in Fiscal Year 2023/2024 for the following purposes:

- (i) Operating and Maintenance Expenses: \$54,070,000;
- (ii) Renewal and Replacement Costs: \$25,735,000; and
- (iii) Renewal and Replacement Reserve Fund Requirement: \$25,735,000.

Accordingly, HNTB recommends that the Authority include these amounts in its Annual Budget for the Fiscal Year ending June 30, 2023 ("Fiscal Year 2023/2024"). The body of the Annual Report contains additional information and details concerning these recommendations.

It should be noted that some Renewal and Replacement projects have begun in and budgeted for Fiscal Year 2022/2023 could not be completed before the end of that Fiscal Year, and will be completed after the end of such Fiscal Year. The funds budgeted for the Renewal and Replacement Costs for such projects will be carried over and expended to complete those projects after the end of Fiscal Year 2022/2023. HNTB certifies that such an approach is reasonable under all the circumstances and is consistent with the Authority's Good Repair Covenant and related obligations under Sections 503 and 23 U.S.C. 129(a)(3)(B) and 508 of the Master Trust Indenture. Such carried-over funds and costs are not included in HNTB's recommendations and certified amounts, set forth above, for Fiscal Year 2023/2024.



3. <u>Certification Under Sections Section 503 of the Master Trust Indenture and U.S.C.</u> 129(a)(3)(B) of Amounts Necessary to Be Expended for Renewal and Replacement Reserve Fund Requirements for the Five (5) Next Fiscal Years.

As required by Section 503 of the Master Trust Indenture and U.S.C. 129(a)(3)(B) and 508 of the Master Trust Indenture, HNTB hereby certifies that the amounts that are necessary to be expended for the Renewal and Replacement Reserve Fund Requirement for the Turnpike for each of the five (5) next succeeding Fiscal Years are as follows:

- (i) Fiscal Year 2023/2024: \$25,735,000;
- (ii) Fiscal Year 2024/2025: \$31,422,000;
- (iii) Fiscal Year 2025/2026: \$31,878,000;
- (iv) Fiscal Year 2026/2027: \$33,548,000; and
- (v) Fiscal Year 2027/2028: \$31,063,000.

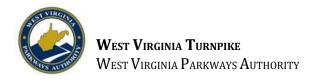
The body of the Annual Report contains additional information and detail concerning the foregoing recommendations.

Again, it should be noted that some Renewal and Replacement projects have begun in and budgeted for Fiscal Year 2022/2023 could not be completed before the end of that Fiscal Year, and will be completed after the end of such Fiscal Year. The funds budgeted for the Renewal and Replacement Costs for such projects will be carried over and expended to complete those projects after the end of Fiscal Year 2022/2023. As noted earlier, above, such carried-over funds and costs are not included in HNTB's recommendations and certified amounts, set forth above, for Fiscal Year 2023/2024.

4. <u>Certifications as to Insurance Under Section 515(a) of the Master Trust Indenture.</u>

As required by Section 515(a) of the Master Trust Indenture, the Consulting Engineers are required to provide recommendations as to self-insurance funds, Multi-risk Insurance, and Use and Occupancy Insurance. HNTB hereby certifies that its insurance recommendations to the Authority, which are more fully set forth and discussed in the body and appendices of this Annual Report, are as follows:

- (i) Self-insurance funding of \$1,000,000 should continue to be maintained by the Authority and such funding should be available for the Authority's percentage of contribution for liability or other risks of losses and should be specifically designated as the Authority's percentage of contribution in the event of a disaster;
- (ii) Use and Occupancy Insurance, in accordance with Section 515(a)(ii) of the Master Trust Indenture, should be maintained for Fiscal Year 2023/2024 in the amount of \$178,083,000; and
- (iii) Multi-risk Insurance, in accordance with Section 515(a)(i) of the Master Trust Indenture, should be maintained for Fiscal Year 2023/2024 in the amount of \$717,114,400, as more fully explained in the Appendix to the Annual Report addressing this subject, which amount is the approximate replacement cost of the roadways, bridges, buildings, service plazas, rest areas, toll plazas, Caperton Center, and all other buildings, structures, facilities, furnishings and equipment, all as more fully explained in the Appendix on this subject that is included in the Annual Report.



5. <u>Certifications as to Other Turnpike Capital Improvement Funding In Next Five Fiscal Years.</u>

HNTB has received and reviewed the Authority's proposed budget for its five-year capital improvement program for the Turnpike for the next five Fiscal Years, i.e., the Fiscal Years ending on June 30th of the years 2024 through 2028, inclusive. Such five-year capital program, as required by Sections 412 and 508 of the Master Trust Indenture, separately identifies for each of those 5 Fiscal Years the (A) Renewal and Replacement Costs and Renewal and Replacement Reserve Fund Requirements, which are in the respective amounts recommended and certified by HNTB in this Annual Report, and (B) other Capital Costs that are not Renewal and Replacement Costs. As required by Section 508 of the Master Trust Indenture, the Authority is required to include its five-year capital improvement program cost estimates (separated into these two categories) as part of its Annual Budget.

HNTB hereby certifies that such five-year capital improvement program for the Turnpike for the next five Fiscal Years, as more fully discussed and analyzed in the body of this Annual Report, is reasonable and sufficient to assure that the Authority, in each of such five Fiscal Years, will satisfy the Good Repair Covenant and its related obligations under the Master Trust Indenture in each of the five ensuing Fiscal Years

6. <u>Conclusion and Final Certification for this Annual Report.</u>

HNTB has monitored and continually reviews the Authority's collection of Turnpike toll revenues and expenditures to ensure that adequate funds are available in the amounts needed to address the Authority's various requirements under the Master Trust Indenture including but not limited to its obligations to fund and pay Debt Service and to fund, at required levels, all required Reserves that must be funded. The revenue projections have stabilized at \$178M based upon our review of the current revenues. The new projected revenues reflect known impacts to revenue currently being received. HNTB certifies that the Authority has been, and will continue to be able to satisfy, the Good Repair Covenants and its related obligations under the Master Trust Indenture in each of the five ensuing Fiscal Years ending on June 30th of 2024 through 2028.

Respectfully submitted,

John S. Huddleston, P.E., HNTB CORPORATION Associate Vice President

cc: United Bank, Trustee (Attention: Thomas Provenzano)



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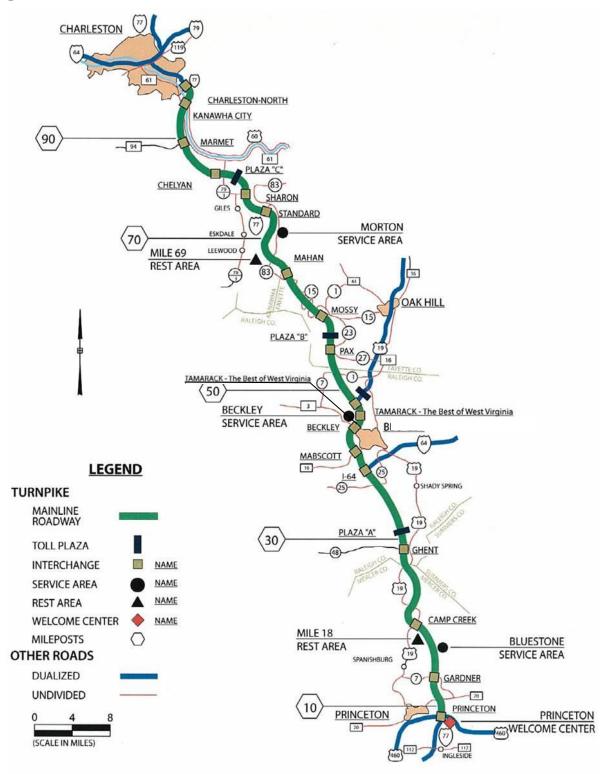


APPENDIX

2023 BRIDGE REPLACEMENT COSTS



SITE MAP





5-YEAR PROGRAM NEEDS

OPERATION AND MAINTENANCE EXPENSES

HNTB recommends the following for Operation and Maintenance Expenses:

- A. Maintenance
- B. Toll/Accounting/Customer Service
- C. Traffic Control (State Police)
- D. Administration
- E. Tourist Information Centers
- F. Non-Departmental

RENEWAL AND REPLACEMENT

HNTB recommends the following for Renewal and Replacement:

- A. Bridge Painting-The estimated cost for bridge painting is \$13.845 million over the next 5 years.
- B. Bridge Deck Sealing and Overlays-Certain existing bridge decks are exhibiting an increasing number of spalls and reduced skid resistance. These will need to be sealed and overlaid. The bridge deck sealing and overlay costs are estimated at \$3.829 million over the next 5 years.
- C. Bridge/Facilities Retrofit-The estimated cost for bridge repairs, median barrier wall repairs and miscellaneous structural repairs is at \$14.705 million over the next 5 years.
- D. Guardrail Replacement-The estimated cost for guardrail replacement and repair is \$4.587 million over the next 5 years.
- E. Shotcrete Repairs-The estimated cost for shotcrete repairs is \$4.489 million over the next 5 years.
- F. Slope Reconditioning-Based on history of slide repairs and rock fall cleanup, the estimated cost is \$3.693 million over the next 5 years.
- G. Culvert Repair/Replacement-Culverts are rated on a condition rating system of 1 thru 3. Culverts rated 1 need to be replaced or repaired within the next 5 years. The current assessment procedures utilized visual inspection and video camera inspection. The estimated cost for these repairs is \$46.002 million over the next 5 years.
- H. Vehicle/Equipment Replacement-The estimated cost for equipment is \$10.236 million over the next 5 years.
- I. Sign Replacement/Overlays-Signing meets current standards. The estimated cost for signing/footer repairs is \$9.953 million over the next 5 years.
- J. Roadway Lighting-All lighting meets current standards. The estimated cost for lighting is \$0.744 million over the next 5 years.
- K. Pavement Striping and Markings-The estimated cost for pavement striping and markings is \$17.691 million over the next 5 years.
- L. Full Depth Repairs/Undersealing-The estimated cost for full depth concrete pavement repairs and undersealing is \$13.166 million over the next 5 years.
- M. Facilities/Safety-The estimated cost for replacing raised pavement markers and safety projects is \$6.624 million over the next 5 years
- N. Tree Clearing-The estimated cost for tree clearing and brush removal is \$4.082 million over the next 5 years.



CAPITAL REPLACEMENTS AND IMPROVEMENTS

HNTB recommends the following for Capital Replacements and Improvements:

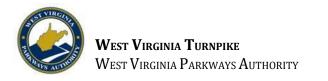
- A. Paving-Pavement costs are based on current needs as determined by recent review of WV Turnpike pavements. The estimated cost for pavement rehabilitation, reconstruction and overlays is \$70.300 million over the next 5 years.
- B. Facilities-The estimated cost for facilities needs is \$6.6 million over the next 5 years.
- C. Toll System Upgrade-The estimated cost for upgrading the toll system is \$36.9 million over the next five years.
- D. Bridge Deck Replacement-WVPA has established a yearly plan for bridge deck replacement based on current condition of the decks. Many of these decks are 40+ years old and have not had any structural overlay repairs. The estimated cost for bridge deck replacements is \$130.67 million over the next 5 years.
- E. Yeager Bridge Painting-Yeager Bridge full steel superstructure painting is underway. The estimated cost for this painting is \$6 million over the next 5 years.
- F. Bluestone Bridge Painting. The NB Bluestone Bridge is due for full steel superstructure painting. The estimated cost for this painting is \$11 million over the next 5 years.
- G. Travel Plaza Replacement. The estimated cost for replacing the Travel Plazas is \$116 million over the next 5 years.
- H. Barrier Wall Upgrade. Strategic areas of barrier wall are being modified to increase safety. The estimated cost of this is \$9.2 million over the next 5 years.
- I. Contactless Weather Station. The estimated cost for installation over the next five years will be \$.3 million.
- J. Rt.19 Interchange. The estimated cost for upgrading the Rt.19 Interchange is \$30 million over the next five years.

5-YEAR PROGRAM RECOMMENDATIONS

OPERATION AND MAINTENANCE EXPENSES

Operating Expenses include all of the Authority's expenses in operating, maintaining and servicing the Turnpike system and otherwise carrying out and administering its related programs. Operating expenses include, for example, salaries, supplies, utilities, ordinary maintenance and repairs, insurance premiums, legal, accounting, management, traffic engineers and consulting engineers. The operating and maintenance expenses are detailed in the following table.

OPERATION AND MA	AINTENAN	CE EXPEN	SES - \$ TH	OUSANDS	3
	2024	2025	2026	2027	2028
Maintenance	\$22,300	\$22,700	\$23,200	\$23,700	\$24,100
Toll/Accounting/Customer Service	\$16,700	\$17,100	\$17,400	\$17,800	\$18,100
Traffic Control (State Police)	\$5,100	\$5,200	\$5,300	\$5,405	\$5,500
Administration	\$3,100	\$3,100	\$3,200	\$3,200	\$3,300
Tourist Information Centers	\$1,800	\$1,800	\$1,800	\$1,900	\$1,900
Non-Departmental	\$5,070	\$5,171	\$5,275	\$5,380	\$5,380
Total Operating Costs	\$54,070	\$55,071	\$56,175	\$57,385	\$58,280



RENEWAL AND REPLACEMENT

Under the Indenture, annual Renewal and Replacement requirements must be determined and certified by the Consulting Engineers. Under the Indenture, Renewal and Replacement requirements exclude annual Operating Expenses and include those expenditures required in the year for keeping the Turnpike open to public travel and use. Renewal and Replacement requirements constitute the most essential capital outlays for a given fiscal year. The five-year program for Renewal and Replacement projects are detailed in the following table. The itemized budget amounts are listed for 2024 through 2028.

FIVE-YEAR PROGRAM FOR R&R - \$ THOUSANDS					
	2024	2025	2026	2027	2028
Bridge Painting	\$2,490	\$2,714	\$2,796	\$2,879	\$2,966
Bridge Deck Sealing and Overlays	\$689	\$751	\$773	\$796	\$820
Bridge/Facilities Retrofit	\$2,645	\$2,883	\$2,969	\$3,058	\$3,150
Guardrail Replacement	\$825	\$899	\$926	\$954	\$983
Shotcrete Repairs	\$750	\$818	\$891	\$971	\$1,059
Slope Reconditioning	\$696	\$716	\$738	\$760	\$783
Culvert Repair/Replacement	\$8,274	\$9,018	\$9,289	\$9,567	\$9,854
Vehicle/Equipment Replacement	\$1,974	\$1,975	\$2,034	\$2,095	\$2,158
Sign Replacement/Overlays	\$161	\$3,200	\$3,200	\$3,200	\$192
Roadway Lighting	\$134	\$146	\$150	\$155	\$159
Pavement Striping and Markings	\$3,182	\$3,468	\$3,572	\$3,679	\$3,790
Full Depth Repairs/Undersealing	\$2,200	\$2,398	\$2,614	\$2,849	\$3,105
Facilities/Safety	\$981	\$1,636	\$1,102	\$1,736	\$1,169
Tree Clearing	\$734	\$800	\$824	\$849	\$875
Subtotals R&R	\$25,735	\$31,422	\$31,878	\$33,548	\$31,063

CAPITAL REPLACEMENTS AND IMPROVEMENTS

The capital improvement projects are the WVPA projects scheduled and budgeted in the five-year work program to allow the Turnpike to be operated and maintained in a sound and economical manner consistent with sound management practices and principles and that it is being kept in good repair, working order and condition. The five-year program for facilities capital projects and highway and bridge capital projects are detailed in the following table. The itemized budget amounts are listed for 2024 through 2028.

FIVE-YEAR PROGRAM FOR	CAPITAL - \$ TH	OUSANDS			
	2024	2025	2026	2027	2028
Paving	\$12,640	\$13,780	\$14,200	\$14,620	\$15,060
Facilities	\$1,190	\$1,300	\$1,330	\$1,370	\$1,420
Toll System Upgrade	\$14,800	\$10,100	\$0	\$0	\$12,000
Bridge Deck Replacement	\$52,820	\$16,000	\$20,010	\$20,610	\$21,230
Yeager Bridge Painting	\$6,000	\$0	\$0	\$0	\$0
Bluestone Bridge Painting	\$0	\$5,000	\$6,000	\$0	\$0
Travel Plaza Replacement	\$66,000	\$20,000	\$20,000	\$10,000	\$0
Barrier Wall Upgrade	\$2,100	\$2,100	\$2,500	\$2,500	\$0
Contactless Weather Stn	\$300	\$0	\$0	\$0	\$0
Rt 19 Interchange	\$0	\$0	\$15,000	\$15,000	\$0
Subtotals Capital	\$155,850	\$68,280	\$79,040	\$64,100	\$49,710



BUDGET FISCAL YEAR 2024

HNTB recommends the following:

BUDGET RECOMMENDATIONS FY 2024	- \$ THOUSANDS
Operation and Maintenance	\$54,070
Renewal and Replacement	\$25,735
Capital Replacements and Improvements	\$155,850
Grand Total Budget	\$235,655



INSURANCE

Section 515, Subsection (a) of the Master Trust Indenture dated as of August 1, 2018, as supplemented for the West Virginia Parkways Authority states:

(a) The Authority shall at all times cause to be maintained, to the extent reasonably obtainable, the following kinds of insurance with responsible insurance and/or reinsurance companies authorized and qualified to do business in (or with companies duly authorized and qualified to do business with companies that are authorized and qualified to do business in) the State, in such amounts as recommended by the Consulting Engineers as provided below or as determined by the Authority:

(i) multi-risk insurance on the facilities of the Turnpike which are of an insurable nature and of the character usually insured by those operating similar facilities, covering direct physical loss or damage thereto from causes customarily insured against, in such amounts recommended by the Consulting Engineers to provide against such loss or damage and to protect the interest of the

Authority;

(ii) use and occupancy insurance covering loss of Toll Road Revenues by reason of necessary interruption, total or partial, in the use of the facilities of the Turnpike, due to loss or damage to any such facility on which multirisk insurance is maintained as provided in this Section, in such amount as recommended by the Consulting Engineers to provide income during the period of interruption, but in no event less than 12 months, in the event of the occurrence of any such loss or damage, equal to the amount of the loss of Toll Road Revenues, computed on the basis of Toll Road Revenues for the corresponding period during the proceeding calendar year, or if such facility was not in operation during the preceding calendar year, then computed on the basis of the Consulting Engineers' estimate, attributable to such loss or damage;.

	FATALITY RATES	
PER HUNDF	RED MILLION MILE	S TRAVELED
YEAR	ANNUAL FATALITIES	FATALITY RATE
2001	6	0.7
2002	9	1.0
2003	4	0.4
2004	15	1.6
2005	5	0.5
2006	6	0.6
2007	8	0.8
2008	7	0.8
2009	8	0.9
2010	4	0.4
2011	8	0.8
2012	8	0.8
2013	5	0.5
2014	3	0.3
2015	4	0.4
2016	7	0.8
2017	8	0.8
2018	9	0.9
2019	14	1.5
2020	6	0.5
2021	5	0.7
2022	7	0.8
2023	2	0.2

- (iii) public liability insurance covering injuries to persons or property, in such amount as recommended by the Consulting Engineers;
- (iv) war risk insurance, if obtainable from the United States Government or any agency thereof, covering direct physical loss or damage, and loss of Toll Road Revenues attributable thereto, on the facilities of the Turnpike which are insurable thereunder;
- (v) during the period of construction or reconstruction of any material portion of the facilities of the Turnpike, such insurance as is customarily carried by others with respect to similar structures used for similar purposes, provided, however, that the Authority shall not be required to maintain any such insurance to the extent that such insurance is carried for the benefit of the Authority by contractors, and provided, further, that the Authority shall require contractors constructing any such portion of the facilities of the System to file bonds or undertakings for the full performance of such



contracts, and under which all risks from any cause whatsoever, without any exceptions, during the period of such construction, shall be assumed by such contractors; and

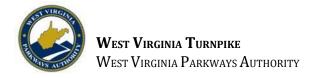
(vi) any additional or other insurance as the Authority in its discretion may determine;

provided, however, that the Authority may self-insure, in whole or in part, with the approval of the Consulting Engineers, against public liability for bodily injury and property damage, loss of Toll Revenues normally covered by use and occupancy insurance and other risks not enumerated above to the extent permitted by law and up to the levels recommended by the Consulting Engineers or a recognized, independent insurance consultant. The adequacy of any self-insurance reserve, or other insurance reserve, established by the Authority shall be evaluated annually by the Authority in consultation with the Consulting Engineers (or a recognized, independent insurance consultant). Deficiencies, if any, in any such self-insurance reserve, or other insurance reserve, shall be made up in accordance with the recommendations of the Consulting Engineers. Except to the extent such coverage is provided by the Authority, such policies shall be taken in the names of the Authority and the Trustee for the benefit of the Holders.

The Authority obtains insurance coverage for general liability, property damage, business interruption, errors and omissions and natural disasters through the West Virginia Board of Risk and Insurance Management. This board provides insurance for the State of West Virginia, local government entities and eligible non-profit organizations. Liability coverage provided to all these insured entities is limited to \$1,000,000 per occurrence with an annual aggregate coverage limit of \$22,000,000.

The Authority established a \$5 million self-insurance fund after losing the excess liability coverage from a private insurance company during 1986. In September 1992, the Authority obtained \$10 million excess liability coverage from a private insurance company. In view of this, the Authority's insurance consultant recommended that the self-insurance fund be reduced to \$1 million and be changed from liability exclusively to include other risk of loss such as pollution first party clean-up, pollution third party liability, condemnation, earthquake, earth shift, flood, etc., and be specifically designated as the Authority's percentage of contribution in the event of a disaster.

The Appendix contains copies of the consulting engineer's letter regarding recommendations for Multi-risk Insurance, in accordance with subparagraph (i) above, listing current replacement cost for bridges, and the consulting engineer's letter with recommendations for Use and Occupancy Insurance, in accordance with subparagraph (ii) above, in the amount of \$178,083,000 to remain in line with current toll revenues. All other insurance needs are determined by the Authority.



June 30, 2023

Mr. Jeffrey A. Miller, Executive Director West Virginia Parkways Authority P.O. Box 1469 Charleston, WV 25325

RE: Use and Occupancy Insurance

Dear Mr. Miller:

Section 515, Subsection (a) of the Master Trust Indenture dated as of August 1, 2018, state that Use and Occupancy Insurance shall be in such amounts as the Consulting Engineer shall certify will provide income during a period of interruption of up to 12 months for loss of system revenues due to damage to the system resulting in partial or total loss of revenues. This amount shall not be less than toll road revenues during the corresponding period for the preceding year.

It is recommended that the Authority obtain Use and Occupancy Insurance coverage in the amount of \$178,083,000 for the 2023-2024 fiscal year. This amount of Use and Occupancy Insurance coverage will satisfy Section 515, Subsection (a) of the Master Trust Indenture dated as of August 1, 2018.

Very truly yours,

John S. Huddleston, P.E.

HNTB Corporation

Associate Vice President

JSH/cak

cc: - United Bank, Trustee (Attention: Thomas Provenzano)

- West Virginia State Board of Risk & Insurance Management

(Attention: Dave Mason)

- Margaret Vickers, WVPA

5 Autits



June 30, 2023

Mr. Jeffrey A. Miller Executive Director West Virginia Parkways Authority P.O. Box 1469 Charleston, WV 25325

RE: Multi-Risk Insurance

Dear Mr. Miller:

Section 515, Subsection (a) of the Master Trust Indenture dated as of August 1, 2018 state that the Authority shall maintain Multi-Risk Insurance on the system facilities which are of an insurable nature and of the character usually insured by those operating similar facilities in such amounts as the Consulting Engineers shall certify to be necessary or advisable to provide against such loss or damage and to protect the interest of the Authority and the Bondholders.

It is recommended that Multi-Risk Insurance be carried on all bridges, equipment, vehicles and facilities at the Administration Building, Maintenance Areas, Rest Areas, Service Areas, Toll Plazas, Caperton Center, Welcome Center, and all other facilities owned and operated by the Authority, including all structures, furnishings and equipment totaling \$717,114,400 with an annual premium of \$660,455 Such annual premium is included in the Operation and Maintenance expenses recommended by HNTB Corporation as consulting engineers for FY 2023-2024.

The Authority engaged an insurance consultant in 1993 to review insurance coverage. The list of Authority buildings, structures and contents of buildings and structures has been revised and updated annually in accordance with the advice of the Authority's insurance consultant and our previous recommendations. It is recommended that this list be revised and updated to include all additions, deletions and current values.

The insurance consultant recommended that the bridges be insured for replacement costs. Attached is a list of those current costs that were calculated using "Engineering News Record" construction indices. The estimated 2023 replacement costs were determined by multiplying the bid price by the ratio of the construction cost index of 13175.93 to the cost index for the year that each bridge was bid.

Very truly yours,

John S. Huddleston, P.E.

HNTB Corporation

Associate Vice President

JSH/cak

Attachments

cc: - United Bank, Trustee w/att.

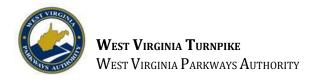
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(Attention: Thomas Provenzano)

West Virginia State Board of Risk & Insurance Management

w/att. (Attention: Dave Mason)

- Margaret Vickers, WVPA



MAINTENANCE & SAFETY HIGHLIGHTS

Key activities of the WVPA's Maintenance Division include:

- Road and bridge safety improvement
- Resource deployment for continuing pothole repairs
- Continued implementation of the Maintenance Management System (modern management approach to improve efficiency and to reduce overall asset life cycle costs)
- Snow Removal and Ice Control (SRIC) operational improvements

	Т А		
	TARGET	A CTUAL	
ROADWAY			
Asphalt Pavements	В	A-	
Signs	Α	B+	
Other Traffic Control	Α	Α-	
Drainage Structures	Α	А	
Bridges	Α	В	
Vegetation Control	В	B+	
Litter	В	C+	

Recent equipment purchases include:

- Tahoe for State Police 3
- Ballistic Door Panels for State Police 3
- Chevy Extended Cab ¾ Ton Pick-up 4
- 5500 Cutaway Van Utility Bed 2
- Chevy Cargo Van for Toll Maintenance 2
- Altoz Mower for Section 1 1
- 48 ft. Landoll Trailer for Heavy Equipment 1
- 8.5 x 25 Deckover Open Trailer for Utility Shop 1
- 22 ft. Lift-1-Loft for Toll Barriers 1
- Pneumatic Tire Roller for Sections 1 & 2 2
- 8,000 lb. Forklift for Welding/Paint Shop 1
- 8.5 x 14 Trailer for Utility Shop 1
- Skid Steer with Mulching Head 1
- Barrier Wall-Lift for Heavy Equipment 1

Highlights from Fiscal Year 2023 are listed below:

- Bridge Asphalt Repairs 46 Square Feet
- Bridge Expansion Joint Repairs 12 Joints
- Bridge Parapet Wall Coating/Patching 13,413 Linear Feet
- Bridge Deck Sealing 85 Lanes
- Gutter Cleaning 450 Linear Feet
- Camera Culverts 1,529 Linear Feet
- Culvert Cleaning 252 Linear Feet
- Drop Inlet Cleaning 926 Drop Inlets

- Drop Inlet Grate Replacement –23 Grates
- Other Drainage Maintenance 2,402 Manhours
- Bench & Slope 7,985 Linear Feet
- Ditch and Channel Maintenance 17,580
 Linear Feet
- Sweeping 185 Miles
- Fence Repair 1,066 Linear Feet
- Herbicide Spraying 645 Acres
- Roadside Delineators Installed 3,038 Delineators

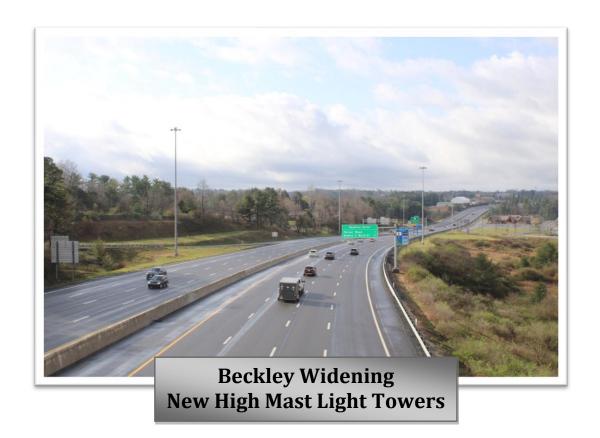
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Highlights from Fiscal Year 2023, continued

- Traffic Control & Signs 3,103 Man-hours
- Salt Used 15,476 Tons
- Snow & Ice Support Operations 11,083
 Man-hours
- Stockpiling SRIC Material 980 Manhours
- Emergency Response 2,777 Man-hours
- Courtesy Patrol/Day watch 25,820 Manhours
- Scheduled Flagging 4,769 Man-hours
- Condition Assessment 1,296 Sites Tested
- Manufacture Roadway Signs 1,244 Each
- Manufacture Facility Signs 95 Each

- Install/Repair Signs Roadway 1,446
 Signs
- Install/Repair Signs Facilities 445 Signs
- Sign Preventative Maintenance 163
 Signs
- Installed LDS Panels 126 Signs
- Parking Area Markings 700 Linear Feet
- Paint/Tape Pavement Markings 330 Linear Feet
- Litter Pickup & Disposal 6,966 Bags
- Brush Cutting 124 Acres
- Roadside Mowing 2,532 Acres
- Guardrail Mowing 242 Acres





FISCAL YEAR 2023 ACCOMPLISHMENTS

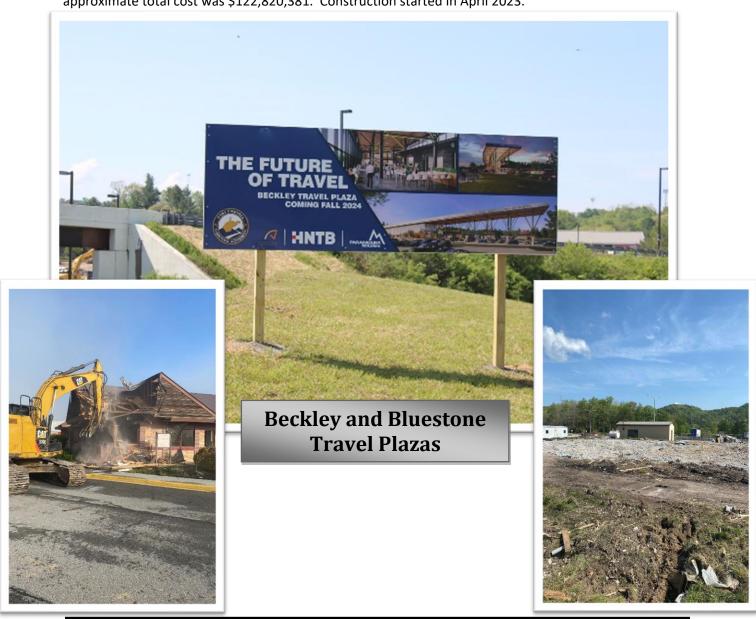
The WVPA continues accomplish road and bridge rehabilitation projects on the West Virginia Turnpike such as full depth concrete repairs, asphalt pavement overlays, bridge deck replacements, bridge and facilities retrofit work and repairs and rehab to median barriers, retaining walls, buildings, toll plazas, culverts, guardrail, and pavement markings. These projects consisted of pavement, concrete and bridge rehabilitation projects for Kanawha, Fayette, Raleigh, and Mercer Counties. Most of the paving work for Fiscal Year 2023 was performed at Ghent Camp Creek, Gardner Beckley areas with considerable paving at the I64 Ramps totaling approximately \$50M. The \$18M Yeager Bridge Painting Project was 50% completed. Following Memorial Day, the majority of all work was performed at night, Monday through Thursday from 7:00 p.m. to 7:00 a.m., in order to keep traffic delays at a minimum. Toll revenues are being used to fund capital highway and bridge projects. These projects are primarily those that began construction during the Fiscal Year 2023, representing only the obligations for Fiscal Year 2023.





Travel Plaza Replacement Contract BBTP-1-22

This project is for replacement of the Beckley and Bluestone Travel Plazas along the WV Turnpike. Also, included will be the conceptual plans for the Morton Travel Plaza. Renderings of the new buildings were completed and approved by WVPA to which the design for this project is now based upon. Work performed on this project includes construction plans for the architecture, interior, structural, mechanical/plumbing, planning/landscaping, electrical/security, fueling, site/civil including parking lot removal and replacements, and new parking lot lighting. These plans will also include demolition of the existing facilities. HNTB also prepared bidding documents and facilitated the advertisement for proposals, opening of bids, evaluation of bids and recommendation of award. The current Travel plazas closed beginning February 2023. Paramount Construction was awarded this project and the approximate total cost was \$122,820,381. Construction started in April 2023.





Pavement Rehabilitation Contract 1A-22

Contract 1A-22 is a pavement milling, hot mix asphalt inlay, rumble strips and other associated incidentals at various locations in Mercer, Raleigh, Fayette and Kanawha Counties. West Virginia Paving performed the work for Contract 1A-22. The approximate construction cost is \$13,185,466.



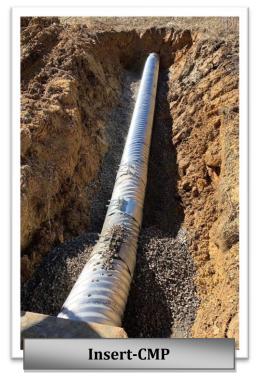






Culvert Cleaning & Retrofit Contract 1C-22

This culvert repair project is in Mercer, Raleigh, Fayette and Kanawha Counties. It is primarily composed of culvert retrofits by dewatering, lining, paving inverts, miscellaneous repairs to end treatments and maintenance of traffic. Wiseman Construction Company performed the work. The approximate construction cost is \$4,397,933.





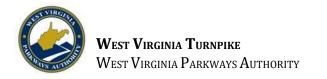


Culvert Cleaning & Retrofit Contract 2C-23

This culvert cleaning project is in Mercer, Raleigh, Fayette and Kanawha Counties. It is primarily composed of culvert and channel cleaning for removal of debris, video inspection and maintenance of traffic. IVS Hydro, Inc. performed the work. The approximate construction cost is \$1,184,332.







Median Barrier Replacement Contract MB-1-22

This median barrier replacement project is in Fayette County. It is primarily composed of removing the existing median barrier, installing a new 54" barrier and maintenance of traffic. Triton Construction, Inc. performed the work. The approximate construction cost is \$1,291,870.







Tree and Brush Removal Contract TC-1-23

This tree and brush removal project is located in Raleigh County. It is primarily composed of cutting trees and brush in various locations within the WVPA's right-of-way. The general work areas are SB from Milepost 37.54 to 37.69, 37.59 to 37.85 and 37.88 to 37.99. Approximately 6.97 acres. Trinity Tree Services, Inc. performed the work at a cost of \$542,406.





Tree Cutting in Progress







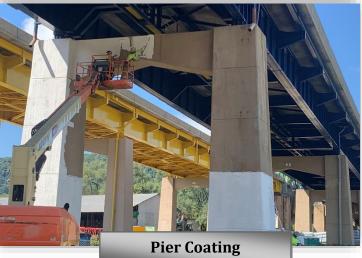
Bridge Painting Contract BP-1-22(Milepost 94.5)

This project consists of fully repainting the steelwork, applying protective coating to the abutment wingwalls, river piers, and parapet walls, and removing existing inspection walkway grating and replacing it with fiber reinforced plastic (FRP) for Bridges 2144N/S at a cost of \$16,267,273. Southern Road & Bridge is still performing the work.









Bridge Painting Contract BP-1-23 (Mileposts 42.3, 46.8 and 53.1)

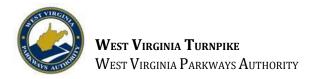
This project consists of fully repainting the steelwork, applying protective coating to the parapet walls and overhangs for Bridges 3029 N/S, 3038 N/S and 3046 N. Elite Contractors Inc. performed the work at a cost of \$1,141,530.50.







Coating Parapet Wall

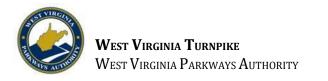


Bridges 3008S Deck Replacement Contract BDR-1-22 (Milepost 16.9)

This contract utilized a method called Accelerated Bridge Construction (ABC). Accelerated Bridge Construction is a method in which the decks are brought in as pre-cast units to provide better quality control as the units are made in a climate-controlled casting plant. Once the pre-cast units are brought in, the old deck is replaced, and the new deck is put into place with a crane and locked into place with ultra-high performance concrete (UHPC) closure pours. This project fully replaced Bridge 3008S, which is a 125-foot, two lane bridge deck on the southbound I-77 over Mercer County Route 3. BDR-1-22 (Bridge 3008S) began on Sunday evening October 9th, 2022 and was completed on October 14th; which resulted in the contractor working 121 hours to complete. Brayman Construction Corporation was awarded this project and the approximate total cost was \$3,753,888.







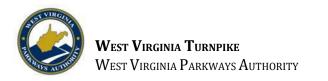
Bridges 3044NB Deck Replacement Contracts BDR-2-22 (Milepost 51.4)

This contract utilized a method called Accelerated Bridge Construction (ABC). Accelerated Bridge Construction is a method in which the decks are brought in as pre-cast units to provide better quality control as the units are made in a climate-controlled casting plant. Once the pre-cast units are brought in, the old deck is replaced, and the new deck is put into place with a crane and locked into place with ultra-high performance concrete (UHPC) closure pours. This project fully replaced Bridge 3044N, which is a 550-foot, two lane bridge deck on the northbound I-77 over Paint Creek. BDR-2-22 (Bridge 3044N) began on Sunday evening September 18th, 2022 and was completed on September 29th; which resulted in the contractor working 267 hours to complete. Brayman Construction Corporation was awarded this project and the approximate total cost was \$8,276,834.







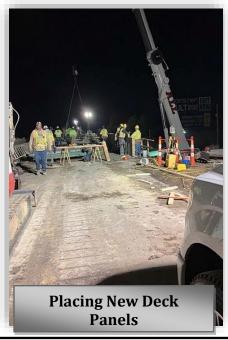


Bridges 3019SB Deck Replacement Contracts BDR-3-22 (Milepost 29.8)

This contract utilized a method called Accelerated Bridge Construction (ABC). Accelerated Bridge Construction is a method in which the decks are brought in as pre-cast units to provide better quality control as the units are made in a climate-controlled casting plant. Once the pre-cast units are brought in, the old deck is replaced, and the new deck is put into place with a crane and locked into place with ultra-high performance concrete (UHPC) closure pours. This project fully replaced Bridge 3019S, which is a 115-foot, two lane bridge deck on the southbound I-77 over Raleigh CR 19/25. BDR-3-22 (Bridge 3019S) began on Sunday evening October 23rd, 2022 and was completed on October 28th; which resulted in the contractor working 119 hours to complete. Brayman Construction Corporation was awarded this project and the approximate total cost was \$3,919,199.











Bridge/Facility Retrofit Contract BFR-1-20

Contract BFR-1-20 is a 3-year contract with 2 one-year renewals. For fiscal year 2023, the contract amount was approximately \$2,552,000. A major portion of this contract's work is to replace defective expansion joints/seals, retrofit structural steel members with section loss, repair damaged barrier walls, patch bridge decks and rehab toll plaza lanes.









Typical Bridge Deck Joint Rehab/Replacement











Toll Plaza Retrofit-Preparation for New VMS Boards



Overhead Cantilever Sign Replacement



Bridge 3067S Protective Skid Resistant Deck Overlay









Bridge Shotcrete Repair Contract BSR-1-23(Mileposts 31.4,42.3, and 39.6)

This project consists of repairs to selected structures by pneumatically applied mortar (shotcrete). The work included approximately 528 square feet of repairs to Bridges 3021N/S, 3029N/S and 3273. Air Placement Cement Company performed the work at a cost of \$210,464









Pavement Rehabilitation Full-Depth Concrete Repairs Contract FD-1-22

This project consists of pavement rehabilitation(full-depth concrete repairs). The work included approximately 680 square yards of concrete repairs in Raleigh, Fayette and Kanawha Counties. Triton Construction Inc. performed the work at a cost of \$846,360.











Pavement Striping and Marking Project Contract PM-19

Contract PM-19 is a 5-year contract with 2 five-year renewals. It is primarily composed of maintaining all lane lines and pavement markings in Mercer, Raleigh, Fayette and Kanawha Counties. Oglesby Construction Inc. performed the FY 2023 work at a cost of \$2,766,949.50.











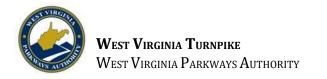
Tamarack Restroom Renovation Project Contract TRR-1-23

This restroom renovation project is primarily composed of renovation of the existing men's, women's and family restroom in Tamarack. Danhill Construction Company performed the work at a cost of \$543,964.





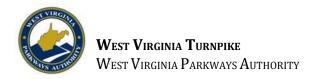




Headquarters Gas Canopy Contract HQGC-1-22

This gas canopy project is primarily composed of dismantling the existing Headquarters gas canopy and replacing it with an all steel structure with protective coating to prevent rust. Claude Erps Construction Inc. performed the work at a cost of \$199,999.





Underground Storage Tank Replacement Contract UST-1-22

This project consists of replacing all underground storage tanks at Standard and Princeton Maintenance Facilities. McClanahan Service Inc. is performing the work at an approximate construction cost of \$471,709.







Standard and Ghent Chelyan Additional Mechanics Bays Contract MSB-1-22

This project consists of construction of a metal addition to the existing mechanics bay at Standard and Ghent Maintenance Facilities. Danhill Construction Company is performing the work at an approximate construction cost of \$470,000.









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APPENDIX





STRUCTURE NUMBER	YEAR BID	ENR INDEX	BID PRICE		REPLACEMENT COSTS (ROUNDED)
2144N	1980	3237	\$ 15,235,011	\$	62,013,000
21448	1952	569	\$ 2,419,297	\$	56,022,000
3001N	1976	2401	\$ 311,298	\$	1,709,000
3001S	1976	2401	\$ 316,803	\$	1,739,000
3003N	1976	2401	\$ 287,596	\$	1,580,000
3004S	1976	2401	\$ 306,888	\$	1,685,000
3005N	1976	2401	\$ 649,641	\$	3,566,000
3005S	1976	2401	\$ 565,379	\$	3,103,000
3006	1976	2401	\$ 375,435	\$	2,061,000
3007	1976	2401	\$ 372,640	\$	2,045,000
3008N	1976	2401	\$ 256,237	\$	1,410,000
3008S	1976	2401	\$ 268,094	\$	1,480,000
3010N	1976	2401	\$ 7,966,577	\$	43,719,000
30108	1952	569	\$ 1,546,394	\$	35,809,000
3012N	1976	2401	\$ 744,234	\$	4,085,000
					*
3012S	1976	2401	\$ 560,547	\$	3,077,000
3017N	1976	2401	\$ 335,144	\$	1,840,000
3018S	1976	2401	\$ 334,367	\$	1,835,000
3019N	1976	2401	\$ 308,425	\$	1,693,000
3019S	1976	2401	\$ 178,300	\$	979,000
3020N	1976	2401	\$ 195,939	\$	1,080,000
30208	1976	2401	\$ 291,219	\$	1,600,000
3021N	1976	2401	\$ 211,463	\$	1,170,000
3021S	1976	2401	\$ 344,491	\$	1,891,000
3022N	1976	2401	\$ 257,358	\$	1,420,000
					- Land Control of Cont
3022S	1976	2401	\$ 243,665	\$	1,340,000
3026N	1983	4066	\$ 1,261,802	\$	4,089,000
3026S	1983	4066	\$ 1,010,343	\$	3,275,000
3029N	1983	4066	\$ 625,654	\$	2,028,000
3029S	1983	4066	\$ 354,725	\$	1,150,000



STRUCTURE NUMBER	YEAR BID	ENR INDEX		BID PRICE	REPLACEMENT COSTS (ROUNDED)	
3030N	1983	4066	\$	822,446	\$	2,666,000
3030S	1983	4066	\$	1,566,506	\$	5,077,000
3034N	1983	4066	\$	1,008,408	\$	3,268,000
3034S	1983	4066	\$	1,038,557	\$	3,366,000
3038N	1903	2776	\$	349,604	\$	1,660,000
3038S	1978	2776	\$	565,705	\$	2,686,000
3039E	1978	2776	\$	354,302	\$	1,682,000
3039E	1970	2//6	Ф	354,302	Φ	1,662,000
3039W	1978	2776	\$	354,302	\$	1,682,000
3041N	1982	3825	\$	505,662	\$	1,742,000
3041S	1982	3825	\$	495,378	\$	1,707,000
3042	1982	3826	\$	384,616	\$	1,330,000
3043N	1982	3825	\$	444,803	\$	1,540,000
3043S	1982	3825	\$	840,560	\$	2,896,000
3044N	1982	3825	\$	1,171,994	\$	4,038,000
3044S	1982	3825	\$	1,047,519	\$	3,609,000
3045N	1982	3825	\$	596,023	\$	2,054,000
3045S	1982	3825	\$	883,965	\$	3,045,000
3046N	1981	3533	\$	573,556	\$	2,140,000
3046S	1981	3533	\$	707,668	\$	2,640,000
3048N	1981	3533	\$	441,062	\$	1,645,000
3048S	1981	3533	\$	430,038	\$	1,610,000
3050N	1981	3533	\$	482,166	\$	1,799,000
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3050S	1981	3533	\$	491,056	\$	1,832,000
3051N	1982	3825	\$	410,565	\$	1,420,000
3051S	1982	3825	\$	410,565	\$	1,420,000
3053N	1982	3825	\$	747,909	\$	2,577,000
3053S	1982	3825	\$	747,909	\$	2,577,000
3055N	1979	3003	\$	1,266,273	\$	5,556,000
3055S	1979	3003	\$	1,264,663	\$	5,549,000
3056N	1979	3003	\$	1,456,339	\$	6,390,000
3056S	1979	3003	\$	1,467,482	\$	6,439,000
3057N	1979	3003	\$	1,669,909	\$	7,327,000



STRUCTURE NUMBER	YEAR BID		BID PRICE	REPLACEMENT COSTS (ROUNDED)
3057S	1979	3003	\$ 1,467,837	\$ 6,441,000
3058N	1979	3003	\$ 2,590,444	\$ 11,370,000
3058S	1979	3003	\$ 2,539,317	\$ 11,150,000
3059N	1979	3003	\$ 1,310,193	\$ 5,749,000
3059S	1979	3003	\$ 954,601	\$ 4,189,000
3060N	1979	3003	\$ 1,366,315	\$ 5,995,000
3060S	1979	3003	\$ 1,344,010	\$ 5,897,000
3061	1979	3003	\$ 610,330	\$ 2,678,000
3063N	1979	3003	\$ 538,107	\$ 2,361,000
3063S	1979	3003	\$ 535,374	\$ 2,350,000
3065N	1979	3003	\$ 1,445,790	\$ 6,344,000
3065S	1979	3003	\$ 1,445,790	\$ 6,344,000
3066	1979	3003	\$ 576,917	\$ 2,532,000
3067N	1979	3003	\$ 2,256,259	\$ 9,900,000
3067S	1979	3003	\$ 2,256,259	\$ 9,900,000
3070N	1983	4066	\$ 528,737	\$ 1,714,000
3070S	1983	4066	\$ 528,737	\$ 1,714,000
3072N	1983	4066	\$ 717,000	\$ 2,324,000
3072S	1983	4066	\$ 717,000	\$ 2,324,000
3073N	1980	3237	\$ 981,507	\$ 3,996,000
001-00-00 OAO		0.000	 	
3073S	1980	3237	\$ 981,507	\$ 3,996,000
3074N	1980	3237	\$ 1,110,269	\$ 4,520,000
3074S	1980	3237	\$ 1,110,269	\$ 4,520,000
3075N	1980	3237	\$ 1,930,130	\$ 7,857,000
3075S	1980	3237	\$ 1,930,130	\$ 7,857,000
			- 3) - 34	
3076N	1978	2776	\$ 1,036,302	\$ 4,919,000
3076S	1978	2776	\$ 1,036,302	\$ 4,919,000
3077	1978	2776	\$ 708,758	\$ 3,365,000
3078	1978	2776	\$ 448,257	\$ 2,128,000
3080N	1978	2776	\$ 635,890	\$ 3,020,000
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STRUCTURE NUMBER	YEAR BID	ENR INDEX	BID PRICE	REPLACEMENT COSTS (ROUNDED)
3080S	1978	2776	\$ 635,890	\$ 3,019,000
3081N	1980	3237	\$ 399,901	\$ 1,628,000
3081S	1980	3237	\$ 399,901	\$ 1,628,000
3082N	1980	3237	\$ 2,687,208	\$ 10,940,000
3082S	1980	3237	\$ 2,687,208	\$ 10,940,000
3083N	1980	3237	\$ 336,301	\$ 1,370,000
3083\$	1980	3237	\$ 336,301	\$ 1,370,000
3084N	1980	3237	\$ 821,754	\$ 3,345,000
3084S	1980	3237	\$ 821,754	\$ 3,345,000
3085N	1981	3533	\$ 503,608	\$ 1,879,000
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3085S	1981	3533	\$ 503,608	\$ 1,879,000
3086N	1981	3533	\$ 602,286	\$ 2,247,000
3086S	1981	3533	\$ 602,286	\$ 2,247,000
3087N	1980	3237	\$ 990,712	\$ 4,033,000
3087S	1980	3237	\$ 990,712	\$ 4,033,000
3088	1980	3237	\$ 157,856	\$ 643,000
3235E	1981	3533	\$ 385,112	\$ 1,440,000
3235W	1981	3533	\$ 385,112	\$ 1,440,000
3271	1983	4066	\$ 1,213,000	\$ 3,931,000
3272	1983	4066	\$ 1,044,771	\$ 3,386,000
3273	1983	4066	\$ 1,142,945	\$ 3,704,000
3276	1983	4066	\$ 487,747	\$ 1,581,000
4172	1995	5506	\$ 1,328,831	\$ 3,180,000
4178	1995	5506	\$ 814,289	\$ 1,949,000

