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CHAPTER 13.

WOODROW WILSON BRIDGE AND TUNNEL COMPACT.

Drafting note: This compact, which is currently published and set out with other Title 33.1 compacts in the Compacts volume, is given a section number in the Code of Virginia and placed in this proposed chapter within proposed Title 33.2 for reference only and will not be set out within the Title 33.2 volume in furtherance of the policy of the Code Commission.

§ ~~33.1-320.2~~ 33.2-1300. Preamble; Woodrow Wilson Bridge and Tunnel Compact.

Whereas, traffic congestion imposes serious economic burdens on the metropolitan Washington, D.C., area, costing each commuter an estimated \$1,000 per year; and

Whereas, the volume of traffic in the metropolitan Washington, D.C., area is expected to increase by more than 70 percent between 1990 and 2020; and

Whereas, the deterioration of the Woodrow Wilson Memorial Bridge and the growing population of the metropolitan Washington, D.C., area contribute significantly to traffic congestion; and

Whereas, the Bridge serves as a vital link in the Interstate Highway System and in the Northeast corridor; and

Whereas, identifying alternative methods for maintaining this vital link of the Interstate System is critical to addressing the traffic congestion of the area; and

Whereas, the Bridge is the only drawbridge in the metropolitan Washington, D.C., area on the Interstate System; and

Whereas, the Bridge is the only segment of the Capital Beltway with only six lanes; and

Whereas, the Bridge is the only segment of the Capital Beltway with a remaining expected life of less than 10 years; and

Whereas, the Bridge is the only part of the Interstate Highway System owned by the federal government; and

Whereas, the Bridge was constructed by the federal government; and

28 Whereas, prior to the date of the enactment of this Act, the federal government will have
29 contributed 100 percent of the cost of building and rehabilitating the Bridge; and

30 Whereas, the federal government has a continuing responsibility to fund future costs
31 associated with the upgrading of the Interstate Route 95 crossing, including the rehabilitation
32 and construction of the Bridge; and

33 Whereas, the Woodrow Wilson Memorial Bridge Coordination Committee is
34 undertaking planning studies pertaining to the Bridge, consistent with the National
35 Environmental Policy Act of 1969 (42 U.S.C. § 4321 et seq.) and other applicable federal laws;
36 and

37 Whereas, the transfer of ownership of the Bridge to a regional authority under the terms
38 and conditions described in this Act would foster regional transportation planning efforts to
39 identify solutions to the growing problem of traffic congestion on and around the Bridge; and

40 Whereas, the Authority shall maximize the use of existing public or private sector
41 entities to provide necessary project services, including management, construction, legal,
42 accounting, and operating services and not create a new bureaucracy or organizational structure;
43 and

44 Whereas, any material change to the Bridge must take into account the interests of
45 nearby communities, the commuting public, federal, state, and local government organizations,
46 and other affected groups; and

47 Whereas, a commission of congressional, state, and local officials and transportation
48 representatives has recommended to the Secretary of the United States Department of
49 Transportation that the Bridge be transferred to an independent authority to be established by
50 the State of Maryland, the District of Columbia and the Commonwealth of Virginia; now,
51 therefore,

52 The State of Maryland, the District of Columbia and the Commonwealth of Virginia,
53 hereinafter referred to as the signatories, do hereby covenant and agree as follows:

54 WOODROW WILSON BRIDGE AND TUNNEL COMPACT.

55 CHAPTER I.

56 GENERAL COMPACT PROVISIONS.

57 Article I.

58 Authority Created.

59 There is hereby created the Woodrow Wilson Bridge and Tunnel Authority, hereinafter
60 referred to as the "Authority."

61 Article II.

62 Powers and Duties.

63 The Authority shall be an instrumentality and common agency of the Commonwealth of
64 Virginia, the District of Columbia and the State of Maryland, and shall have the powers and
65 duties set forth in this compact and such additional powers and duties as may be conferred upon
66 it by subsequent action of the signatories.

67 Article III.

68 Board; Terms of Office; Officers.

69 1. The Authority shall be governed by a board of nine voting and two nonvoting
70 members appointed as follows:

- 71 a. Three members shall be appointed by the Governor of the Commonwealth of Virginia;
72 b. Three members shall be appointed by the Governor of the State of Maryland;
73 c. Two members shall be appointed by concurrence of the Mayor of the District of
74 Columbia and the Governors of Maryland and Virginia;
75 d. One member shall be appointed by the U.S. Secretary of Transportation; and
76 e. Two additional members, who shall be nonvoting members, shall be appointed by the
77 Mayor of the District of Columbia.

78 2. Members, other than members who are elected officials, shall have backgrounds in
79 finance, construction lending, and infrastructure policy disciplines. At least one member of the
80 Board from Maryland and one member of the Board from Virginia shall be elected officials

81 each of whom represents a political subdivision that has jurisdiction over the area at an end of
82 the project bridge, bridges or tunnels.

83 3. No person in the employment of or holding any official relationship to any person or
84 company doing business with the Authority, or having any interest of any nature in any such
85 person or company or affiliate or associate thereof, shall be eligible for appointment as a
86 member or to serve as an employee of the Authority or to have any power or duty or receive any
87 compensation in relation thereto.

88 4. The Chairperson of the Authority shall be elected from among the voting members on
89 a biennial basis.

90 5. The members may also elect a secretary and a treasurer, or a secretary-treasurer, who
91 may be members of the Authority, and prescribe their duties and powers.

92 6. Each member shall serve a six-year term, except that each signatory shall make its
93 initial appointments as follows:

94 a. One member appointed by the Governor of Maryland and one member appointed by
95 the Governor of Virginia shall each be appointed for a six-year term;

96 b. One member appointed by the Governor of Maryland and one member appointed by
97 the Governor of Virginia shall each be appointed for a four-year term;

98 c. One member appointed by the Governor of Maryland and one member appointed by
99 the Governor of Virginia shall each be appointed for a two-year term;

100 d. One member appointed by concurrence of the Governors of Maryland and Virginia
101 and the Mayor of the District of Columbia shall be appointed for a six-year term;

102 e. One member appointed by concurrence of the Governors of Maryland and Virginia
103 and the Mayor of the District of Columbia shall be appointed for a four-year term; and

104 f. The member appointed by the U.S. Secretary of Transportation shall be appointed for
105 a two-year term.

106 g. The initial terms of the nonvoting members appointed by the Mayor of the District of
107 Columbia shall be as follows:

108 (1) One member shall be appointed for a six-year term; and

109 (2) One member shall be appointed for a four-year term.

110 7. The failure of a signatory or the Secretary of Transportation to appoint one or more
111 members shall not impair the Authority's creation or operations when the signatories and
112 Authority are in compliance with the other terms of this compact.

113 8. Any person appointed to fill a vacancy shall serve for the unexpired term. A member
114 of the Authority may not serve for more than two full terms.

115 9. The members of the Authority, including nonvoting members, shall not be personally
116 liable for any act done or action taken in their capacities as members of the Authority, nor shall
117 they be personally liable for any bond, note, or other evidence of indebtedness issued by the
118 Authority.

119 10. Six members shall constitute a quorum, with the following exceptions:

120 a. Seven affirmative votes shall be required to approve bond issues and the annual
121 budget of the Authority.

122 b. A motion may not be approved if all three members appointed solely by one Governor
123 cast negative votes.

124 11. Any sole source procurement of goods, services, or construction in excess of
125 \$250,000 shall require the prior approval of a majority of all of the voting members of the
126 Authority.

127 12. Members shall serve without compensation and shall reside within the Washington,
128 D.C., metropolitan area. Members shall be entitled to reimbursement for their expenses incurred
129 in attending the meetings of the Authority and while otherwise engaged in the discharge of their
130 duties as members of the Authority.

131 13. The Authority may employ such engineering, technical, legal, clerical, and other
132 personnel on a regular, part-time, or consulting basis as in its judgment may be necessary for the
133 discharge of its duties. The Authority shall not be bound by any statute or regulation of any
134 signatory in the employment or discharge of any officer or employee of the Authority, except

135 that Article 3 (§ 40.1-58 et seq.) of Chapter 4 of Title 40.1 of the Code of Virginia shall be
136 applicable to employees whose situs of employment is in the Commonwealth of Virginia.

137 14. a. The Authority shall establish its office for the conduct of its affairs at a location to
138 be determined by the Authority and shall publish rules and regulations governing the conduct of
139 its operations.

140 b. (1) The Authority may adopt rules and regulations which shall include, but shall not
141 be limited to, an ethics code, public access to information, administrative procedures, and open
142 meetings and shall be consistent with similar practices currently adopted in Maryland, Virginia,
143 or the District of Columbia.

144 (2) The Authority may adopt regulations after publication of notice of intention to adopt
145 such regulations published in a newspaper of general circulation in the metropolitan
146 Washington, D.C., area and after an opportunity for public comment.

147 (3) The Authority shall also publish a notice to adopt such regulations in the Maryland
148 Register and in the Virginia Register.

149 Article IV.

150 Signatories; Taxing Powers.

151 Nothing herein shall be construed to amend, alter, or in any way affect the power of the
152 signatories and their political subdivisions to levy and collect taxes on property or income or
153 upon the sale of any material, equipment, or supplies or to levy, assess, and collect franchise or
154 other similar taxes or fees for the licensing of vehicles and the operation thereof.

155 Article V.

156 Adoption of Compact by Signatories; Withdrawal; Cooperation.

157 1. This compact shall be adopted by the signatories in the manner provided by law. This
158 compact shall become effective after the State of Maryland and the District of Columbia have
159 passed acts similar in substance to this Act.

160 2. Any signatory may withdraw from the compact upon one year's written notice to that
161 effect to the other signatories. In the event of a withdrawal of one of the signatories from the

162 compact, the compact shall be terminated; provided, however, that no revenue bonds, notes, or
163 other evidence of obligation issued pursuant to Article VII of Chapter II, or any other financial
164 obligations of the Authority remain outstanding and that the withdrawing signatory has made a
165 full accounting of its financial obligations, if any, to the other signatories.

166 3. Upon the termination of this compact, the jurisdiction over the matters and persons
167 covered by this compact shall revert to the signatories and the federal government, as their
168 interests may appear.

169 4. Each of the signatories pledges to each of the other signatory parties faithful
170 cooperation in the development and implementation of the project.

171 Article VI.

172 Terms of Agreement Between Signatories.

173 The Authority shall not undertake the ownership of the existing Woodrow Wilson
174 Bridge, or any duties or responsibilities associated therewith, nor undertake any of the
175 responsibilities and powers provided in this Act until the Governors of the State of Maryland
176 and the Commonwealth of Virginia and the Mayor of the District of Columbia have entered into
177 an agreement with the U.S. Secretary of Transportation including provisions governing the
178 transfer of the existing Bridge from the federal government to the Authority, and which shall
179 provide for a contractual commitment by the federal government to provide federal funding for
180 the project, including, at a minimum, a 100 percent federal share for the following:

181 (1) The cost of continuing rehabilitation of the Bridge until such time as the project is
182 operational;

183 (2) An amount, as determined by the Woodrow Wilson Memorial Bridge Coordination
184 Committee, equivalent to the cost of replacing the Bridge with a comparable modern bridge
185 designed according to current engineering standards;

186 (3) The cost of planning, preliminary engineering and design, right-of-way acquisition,
187 environmental studies and documentation, and final engineering for the project; and

188 (4) A substantial contribution towards remaining project costs.

215 In the conduct of its responsibilities and duties, the Authority shall maximize the use of
216 existing public and private sector entities to provide necessary services, including management,
217 construction, legal, accounting, and other services, as the Authority may deem necessary.

218 Article VIII.

219 Jurisdiction of Courts; Liability for Contracts and Torts.

220 1. Except as provided herein, the Authority shall be liable for its contracts and for its
221 torts and those of its directors, officers, employees, and agents. For tort actions arising out of
222 conduct occurring in Maryland, Maryland tort and sovereign immunity law shall apply. The
223 exclusive remedy for such breach of contracts and torts for which the Authority shall be liable,
224 as herein provided, shall be by suit against the Authority. Nothing contained in this Act shall be
225 construed as a waiver by Maryland, the District of Columbia, or Virginia of any immunity from
226 suit.

227 2. The United States district courts shall have original jurisdiction, concurrent with the
228 courts of Virginia, the District of Columbia, and Maryland, of all actions brought by or against
229 the Authority. Any such action initiated in a state court or the superior court of the District of
230 Columbia shall be removable to the appropriate United States district court in the manner
231 provided by act of June 25, 1948, as amended (28 U.S.C. § 1446).

232 3. If any part or provision of this compact or the application thereof to any person or
233 circumstances be adjudged invalid by any court of competent jurisdiction, such judgment shall
234 be confined in its operation to the part, provision or application directly involved in the
235 controversy in which such judgment shall have been rendered and shall not affect or impair the
236 validity of the remainder of this compact or the application thereof to other persons or
237 circumstances, and the signatories hereby declare that they would have entered into this
238 compact or the remainder thereof had the invalidity of such provision or application thereof
239 been apparent.

240 4. This compact shall be liberally construed to effectuate the purposes for which it is
241 created.

242 CHAPTER II.
243 ADDITIONAL POWERS; FINANCING; PROPERTY ACQUISITION; PROCUREMENT.
244 Article I.
245 Definitions.

246 As used in this Act the following words shall have the following meanings:

247 "Bonds" or "revenue bonds" means bonds and notes or refunding bonds and notes or
248 bond anticipation notes or other obligations of the Authority issued under the provisions of this
249 Act.

250 "Cost," as applied to the project, means the cost of acquisition of all lands, structures,
251 rights-of-way, franchises, easements and other property rights and interests; the cost of lease
252 payments; the cost of construction; the cost of demolition of the current structure; the cost of
253 demolishing, removing or relocating any buildings or structures on lands acquired, including the
254 cost of acquiring any lands to or on which such buildings or structures may be moved, relocated,
255 or reconstructed; the cost to relocate residents or businesses from properties acquired for the
256 project; the cost of any extensions, enlargements, additions and improvements; the cost of all
257 labor, materials, machinery and equipment; all financing charges, and interest on all bonds prior
258 to and during construction; and, if deemed advisable by the Authority of such construction, the
259 cost of engineering, financial and legal services; plans, specifications, studies, and surveys;
260 estimates of cost and of revenues and other expenses necessary or incident to determining the
261 feasibility or practicability of constructing the project; administrative expenses; provisions for
262 working capital; reserves for interest and for extensions, enlargements, additions and
263 improvements; the cost of bond insurance and other devices designed to enhance the
264 creditworthiness of the bonds; and such other expenses as may be necessary or incidental to the
265 construction of the project, the financing of such construction and the planning of the project in
266 operation.

267 "Owner" includes all persons having any interest or title in and to property, rights,
268 franchises, easements and interests authorized to be acquired by this Act.

269 "Project" means the upgrading of the Interstate Route 95 Potomac River crossing in
270 accord with the selected alternative developed by the Woodrow Wilson Memorial Bridge
271 Coordination Committee. "Project" includes ongoing short-term rehabilitation and repair of the
272 Bridge and may include one or more of the following:

- 273 1. Construction of a new bridge or bridges in the vicinity of the Bridge;
- 274 2. Construction of a tunnel in the vicinity of the Bridge;
- 275 3. Long-term rehabilitation or reconstruction of the Bridge;
- 276 4. Upon the bridges or within the tunnel described in subparagraphs 1, 2, and 3 of this
277 paragraph, or in conjunction with work on Interstate Route 95 and other approach roadways as
278 described in subparagraph 5 of this paragraph:

279 a. Work necessary to provide rights-of-way for a rail transit facility or bus or high
280 occupancy vehicle lanes, including the construction or modifications of footings, piers, bridge
281 decks, roadways, other structural support systems and related improvements; or

282 b. The construction of travel lanes for high occupancy vehicles or buses;

283 5. Work on Interstate Route 95 and other approach roadways if necessitated by, or
284 necessary to accomplish, an activity described in subparagraph 1, 2, or 3 of this paragraph; or

285 6. Construction or acquisition of any building, improvement, addition, replacement,
286 appurtenance, land, interest in land, easement, water right, air right, machinery, equipment,
287 furnishing, landscaping, utility, roadway, or other facility that is necessitated by or necessary to
288 accomplish an activity described in this paragraph.

289 Article II.

290 Additional Powers of the Authority.

291 Without in any manner limiting or restricting the powers heretofore given to the
292 Authority, and contingent upon the execution of the agreement referred to in Chapter I, Article
293 VI, the Authority is hereby authorized and empowered:

- 294 1. To establish, finance, construct, maintain, repair and operate the project;
- 295 2. To assume full rights of ownership of the existing Woodrow Wilson Bridge;

296 3. Subject to the approval of the Governor of Maryland, the Mayor of the District of
297 Columbia, and the Virginia Commonwealth Transportation Board of the portions of the project
298 in their respective jurisdictions, and in accordance with the recommendations of the Woodrow
299 Wilson Memorial Bridge Coordination Committee, to determine the location, character, size and
300 capacity of the project; to establish, limit and control such points of ingress to and egress from
301 the project as may be necessary or desirable in the judgment of the Authority to ensure the
302 proper operation and maintenance of the project; and to prohibit entrance to such project from
303 any point or points not so designated;

304 4. To secure all necessary federal, state, and local authorizations, permits and approvals
305 for the construction, maintenance, repair and operation of the project;

306 5. To adopt and amend bylaws for the regulation of its affairs and the conduct of its
307 business;

308 6. To adopt and amend rules and regulations to carry out the powers granted by this
309 section;

310 7. To acquire, by purchase or condemnation, in the name of the Authority, and to hold
311 and dispose of real and personal property for the corporate purposes of the Authority;

312 8. To employ consulting engineers, a superintendent or manager of the project, and such
313 other engineering, architectural, construction, accounting experts, inspectors, attorneys, and
314 other employees as may be necessary; and, within the limitations prescribed in this Act, to
315 prescribe their powers and duties, and fix their compensation;

316 9. To pay, from any available moneys, the cost of plans, specifications, surveys,
317 estimates of cost and revenues, legal fees and other expenses necessary or incident to
318 determining the feasibility or practicability of financing, constructing, maintaining, repairing
319 and operating the project;

320 10. To issue revenue bonds of the Authority, for any of its corporate purposes, payable
321 solely from the tolls and revenues pledged for their payment, and to refund its bonds, all as
322 provided in this Act;

323 11. To fix and revise from time to time and to charge and collect tolls and other charges
324 for the use of the project;

325 12. To make and enter into all contracts or agreements, as the Authority may determine,
326 which are necessary or incidental to the performance of its duties and to the execution of the
327 powers granted under this Act. The Authority may contract with any governmental agency or
328 instrumentality for services within the power of the agency or authority related to the financing,
329 construction or operation of the facilities and services to be provided;

330 13. To accept loans and grants of money, or materials or property at any time from the
331 United States of America, the Commonwealth of Virginia, the State of Maryland, the District of
332 Columbia or any agency or instrumentality thereof;

333 14. To adopt an official seal and alter the same at its pleasure;

334 15. Subject to Chapter I, Article VIII, to sue and be sued, plead and be impleaded, all in
335 the name of the Authority;

336 16. To exercise any power usually possessed by private corporations performing similar
337 functions including the right to expend, solely from funds provided under the authority of this
338 Act, such funds as may be considered by the Authority to be advisable or necessary in
339 advertising its facilities and services to the traveling public;

340 17. To enter into contracts with existing governmental entities in the Commonwealth of
341 Virginia, the State of Maryland, or the District of Columbia, or with private entities, the purpose
342 of which contracts or agreements would be to allow such parties to undertake all or portions of
343 the project, including but not limited to design, engineering, financing, construction, and
344 operation of the project, as the Authority may deem necessary;

345 18. To establish and maintain a police force, or to enter into a contract with an existing
346 governmental entity in the State of Maryland, the Commonwealth of Virginia, or the District of
347 Columbia to provide police services, as the Authority may deem necessary;

348 19. To enter into partnerships or grant concessions between the public and private
349 sectors for the purpose of:

- 350 a. Financing, constructing, maintaining, improving or operating the project; or
- 351 b. Fostering development of new transportation-related technologies to be used in the
- 352 construction or operation of the project, utilizing for such purposes the law of any signatory, as
- 353 the Authority may in its sole discretion determine;
- 354 20. To carry out or contract with other entities to carry out such maintenance of traffic
- 355 activities during the construction of the project as is considered necessary by the Authority to
- 356 manage traffic and minimize congestion such as public information campaigns, improvements
- 357 designed to encourage appropriate use of alternative routes, use of high occupancy vehicles and
- 358 transit services, and deployment and operation of intelligent transportation technologies; and
- 359 21. To do all acts and things necessary or incidental to the performance of its duties and
- 360 the execution of its powers under this Act.

361 Article III.

362 Incidental Powers.

363 The Authority shall have power to construct grade separations at intersections of the

364 project with public highways and to change and adjust the lines and grades of such highways so

365 as to accommodate the same to the design of such grade separation. The cost of such grade

366 separations and any damage incurred in changing and adjusting the lines and grades of such

367 highways shall be ascertained and paid by the Authority as a part of the cost of the project.

368 If the Authority shall find it necessary to change the location of any portion of any

369 public highway, it shall cause the same to be reconstructed at such location as the Authority

370 shall deem most favorable and be of substantially the same type and in as good condition as the

371 original highway. The cost of such reconstruction and any damage incurred in changing the

372 location of any such highway shall be ascertained and paid by the Authority as a part of the cost

373 of the project.

374 Any public highway affected by the construction of the project may be vacated or

375 relocated by the Authority in the manner now provided by law for the vacation or relocation of

376 public roads, and any damages awarded on account thereof shall be paid by the Authority as a
377 part of the cost of the project.

378 The Authority shall also have power to make regulations for the installation,
379 construction, maintenance, repair, renewal, relocation and removal of tracks, pipes, mains,
380 conduits, cables, wires, towers, poles and other equipment and appliances (herein called "public
381 utility facilities") of any public utility in, on, along, over or under the project. Whenever the
382 Authority shall determine that it is necessary that any such public utility facilities which now
383 are, or hereafter may be, located in, on, along, over or under the project should be relocated in
384 the project, or should be removed from the project, the public utility owning or operating such
385 facilities shall relocate or remove the same in accordance with the order of the Authority,
386 provided that the cost and expenses of such relocation or removal, including the cost of
387 installing such facilities in a new location or new locations, and the cost of any lands, or any
388 rights or interests in lands, and any other rights, acquired to accomplish such relocation or
389 removal, shall be ascertained and paid by the Authority as a part of the cost of the project. In
390 case of any such relocation or removal of facilities, the public utility owning or operating the
391 same, its successors or assigns, may maintain and operate such facilities, with the necessary
392 appurtenances, in the new location or new locations, for as long a period, and upon the same
393 terms and conditions, as it had the right to maintain and operate such facilities in their former
394 location or locations.

395 Article IV.

396 Acquisition of Property.

397 The Authority is hereby authorized and empowered to acquire by purchase, whenever it
398 shall deem such purchase expedient, solely from funds provided under the authority of this Act,
399 such lands, structures, rights-of-way, property, rights, franchises, easements and other interest in
400 lands, including lands lying under water and riparian rights, which are located within the
401 Washington, D.C., metropolitan area, as it may deem necessary or convenient for the
402 construction and operation of the project, upon such terms and at such prices as may be

403 considered by it to be reasonable and can be agreed upon between it and the owner thereof; and
404 to take title thereto in the name of the Authority.

405 All counties, cities, towns and other political subdivisions and all public agencies and
406 authorities of the signatories, notwithstanding any contrary provision of law, are hereby
407 authorized and empowered to lease, lend, grant or convey to the Authority at the Authority's
408 request, upon such terms and conditions as the governing bodies of such counties, cities, towns,
409 political subdivisions, agencies or authorities may deem reasonable and fair and without the
410 necessity for any advertisement, order of court or other action or formality, other than the
411 regular and formal action of the authorities concerned, any real property which may be
412 necessary or convenient to the effectuation of the authorized purposes of the Authority,
413 including public roads and other real property already devoted to public use.

414 Whenever a reasonable price cannot be agreed upon, or whenever the owner is legally
415 incapacitated or is absent, unknown or unable to convey valid title, the Authority is hereby
416 authorized and empowered to acquire by condemnation or by the exercise of the power of
417 eminent domain any lands, property, rights, rights-of-way, franchises, easements and other
418 property deemed necessary or convenient for the construction or the efficient operation of the
419 project or necessary in the restoration of public or private property damaged or destroyed.

420 Whenever the Authority acquires property under this article, it shall comply with the
421 applicable federal law relating to relocation and relocation assistance. If there is no applicable
422 federal law, the Authority shall comply with the provisions of the state law of the signatory in
423 which the property is located governing relocation and relocation assistance.

424 In advance of undertaking any acquisition of property or easements in Maryland or the
425 condemnation of such property, the Authority must obtain from the Maryland Board of Public
426 Works approval of a plan identifying the properties or easements to be obtained for the project.
427 In advance of undertaking any acquisition of property or easements in Virginia or the
428 condemnation of such property, the Authority must obtain from the Virginia Commonwealth
429 Transportation Board approval of a plan identifying the properties to be obtained for the project.

430 Condemnation proceedings shall be in accordance with the provisions of state law of the
431 signatory in which the property is located governing condemnation by the highway agency of
432 such state. Nothing in this act shall be construed to authorize the authority to condemn the
433 property of the Commonwealth of Virginia, the District of Columbia, or the State of Maryland.

434 Article V.

435 Procurement.

436 1. Except as provided in subdivisions 2, 3, and 6 of this article, and except in the case of
437 procurement procedures otherwise expressly authorized by law, the Authority in conducting a
438 procurement of goods, services, or construction shall obtain full and open competition through
439 the use of competitive procedures in accordance with the requirements of this section and use
440 the competitive procedure or combination of procedures that is most suitable under the
441 circumstances of the procurement.

442 The Authority shall solicit sealed bids if (i) time permits the solicitation, submission, and
443 evaluation of sealed bids; (ii) the award will be made on the basis of price and other price-
444 related factors; (iii) it is not necessary to conduct discussions with the responding sources about
445 their bids; and (iv) there is a reasonable expectation of receiving more than one sealed bid. If the
446 Authority does not solicit sealed bids, it shall request competitive proposals.

447 2. The Authority may use procedures other than competitive procedures if:

448 a. the goods, services, or construction needed by the Authority are available from only
449 one responsible source and no other type of property, services, or construction will satisfy the
450 needs of the Authority;

451 b. the Authority's need for the property, services, or construction is of such unusual and
452 compelling urgency that the Authority would be seriously injured unless the Authority limits the
453 number of sources from which it solicits bids or proposals; or

454 c. the goods or services needed can be obtained through federal or other governmental
455 sources at reasonable prices.

456 3. For the purpose of applying subdivision 2 a of this article:

457 a. in the case of a contract for goods, services, or construction to be awarded on the basis
458 of acceptance of an unsolicited proposal, the goods, services, or construction shall be deemed to
459 be available from only one responsible source if the source has submitted an unsolicited
460 proposal that demonstrates a concept:

461 (1) that is unique and innovative or, in the case of a service, for which the source
462 demonstrates a unique capability to provide the service; and

463 (2) the substance of which is not otherwise available to the Authority and does not
464 resemble the substance of a pending competitive procurement.

465 b. in the case of a follow-on contract for the continued development or production of a
466 major system or highly specialized equipment or the continued provision of highly specialized
467 services, the goods, services, or construction may be deemed to be available from only the
468 original source and may be procured through procedures other than competitive procedures if it
469 is likely that award to a source other than the original source would result in:

470 (1) substantial duplication of cost to the Authority that is not expected to be recovered
471 through competition; or

472 (2) unacceptable delays in fulfilling the Authority's needs.

473 4. If the Authority uses procedures other than competitive procedures to procure
474 property, services, or construction under subdivision 2 b of this article, the Authority shall
475 request offers from as many potential sources as is practicable under the circumstances.

476 5. a. To promote efficiency and economy in contracting, the Authority may use
477 simplified acquisition procedures for purchases of property, services and construction.

478 b. For the purposes of this section, simplified acquisition procedures may be used for
479 purchases for an amount that does not exceed the simplified acquisition threshold adopted by
480 the federal government.

481 c. A proposed purchase or contract for an amount above the simplified acquisition
482 threshold may not be divided into several purchases or contracts for lesser amounts in order to
483 use the procedures under subdivision a of this section.

484 d. In using simplified acquisition procedures, the Authority shall promote competition to
485 the maximum extent practicable.

486 6. The Authority shall adopt policies and procedures to implement this article. The
487 policies and procedures shall provide for publication of notice of procurements and other actions
488 designed to secure competition where competitive procedures are used.

489 7. The Authority in its sole discretion may reject any and all bids or proposals received
490 in response to a solicitation.

491 8. In structuring all procurements under this article, the Authority shall comply with
492 federal laws and regulations, and other federal requirements set forth in grant agreements or
493 elsewhere, as they may be amended from time to time, governing minority business enterprise
494 participation.

495 Article VI.

496 Revenues.

497 The Authority is hereby authorized to fix, revise, charge and collect tolls for the use of
498 the project, and to contract with any person, partnership, association or corporation desiring the
499 use of the project, and to fix the terms, conditions, rents and rates of charges for such use.

500 Such tolls shall be so fixed and adjusted in respect of the aggregate of tolls from the
501 project as to provide a fund sufficient in combination with other revenues, if any, to pay (i) the
502 cost of maintaining, repairing and operating such project and (ii) the principal of and the interest
503 on the bonds as the same shall become due and payable, and to create reserves for such
504 purposes. Such tolls shall be not subject to supervision or regulation by any other authority,
505 board, bureau, or agency of the Commonwealth of Virginia or the State of Maryland or the
506 District of Columbia. The tolls and all other revenues derived from the project in connection
507 with which the bonds of any issue shall have been issued, except such part thereof as may be
508 necessary to pay such cost of maintenance, repair, and operation and to provide such reserves
509 therefor as may be provided for in the resolution authorizing the issuance of such bonds or in the
510 trust indenture securing the same, shall be set aside at such regular intervals as may be provided

511 in such resolution or such trust indenture in a sinking fund which is hereby pledged to, and
512 charged with, the payment of the principal of and the interest on such bonds as the same shall
513 become due, and, upon the approval of the Governors of the Commonwealth of Virginia and the
514 State of Maryland, and the Mayor of the District of Columbia, the redemption price or the
515 purchase price of bonds retired by call or purchase as therein provided. Such pledge shall be
516 valid and binding from the time when the pledge is made; the tolls or other revenues or other
517 moneys so pledged and thereafter received by the Authority shall immediately be subject to the
518 lien of such pledge without any physical delivery thereof or further act, and the lien of any such
519 pledge shall be valid and binding as against all parties having claims of any kind in tort,
520 contract, or otherwise against the Authority, irrespective of whether such parties have notice
521 thereof. Neither the resolution nor any trust indenture by which a pledge is created need be filed
522 or recorded except in the records of the Authority. The use and disposition of moneys to the
523 credit of such sinking fund shall be subject to the provisions of the resolution authorizing the
524 issuance of such bonds or of such trust indenture. Except as may otherwise be provided in such
525 resolution or such trust indenture, such sinking fund shall be a fund for all such bonds without
526 distinction or priority of one over another.

527 Tolls shall not be set at rates such that toll revenues generated by the project exceed
528 those necessary to meet requirements under any applicable trust indenture for the project.

529 Article VII.

530 Revenue Bonds.

531 The Authority is hereby authorized to provide for the issuance, at one time or from time
532 to time, of revenue bonds of the Authority for the purpose of paying all or any part of the cost of
533 the project or of any portion or portions thereof. The principal of and the interest of such bonds
534 shall be payable solely from the funds provided in this compact for such payment. Any bonds of
535 the Authority issued pursuant to this article shall not constitute a debt of the Commonwealth, or
536 any political subdivision thereof other than the Authority, and shall so state on their face.
537 Neither the members of the Authority nor any person executing such bonds shall be liable

538 personally thereon by reason of the issuance thereof. The bonds of each issue shall be dated,
539 shall bear interest at a rate or rates or in a manner, shall mature at such time or times not
540 exceeding 40 years from their date or dates, as may be determined by the Authority, and may be
541 made redeemable before maturity, at the option of the Authority, at such price or prices and
542 under such terms and conditions as may be fixed by the Authority prior to the issuance of the
543 bonds.

544 The Authority shall determine the form and the manner of execution of the bonds and
545 shall fix the denomination or denominations of the bonds and the place or places of payment of
546 principal and interest, which may be at any bank or trust company within or without the
547 Commonwealth. In case any officer whose signature or a facsimile of whose signature shall
548 appear on any bonds or coupons shall cease to be such officer before the delivery of such bonds,
549 such signature or such facsimile shall nevertheless be valid and sufficient for all purposes the
550 same as if he had remained in office until such delivery. The bonds may be issued in such form
551 as the Authority may determine. The Authority may sell such bonds in such manner, either at
552 public or private sale, and for such price as it may determine will best effect the purposes of this
553 compact.

554 The proceeds of the bonds of each issue shall be used solely for the payment of the cost
555 of the project, and shall be disbursed in such manner and under such restrictions, if any, as the
556 Authority may provide in the resolution authorizing the issuance of such bonds or in the trust
557 indenture securing the same. If the proceeds of the bonds of any issue, by error of estimates or
558 otherwise, shall be less than such cost, additional bonds may in like manner be issued to provide
559 the amount of such deficit, and, unless otherwise provided in the resolution authorizing the
560 issuance of such bonds or in the trust indenture securing the same, shall be deemed to be of the
561 same issue and shall be entitled to payment from the same fund without preference or priority of
562 the bonds first issued. If the proceeds of the bonds of any issue shall exceed such cost, the
563 surplus shall be deposited to the credit of the sinking fund for such bonds.

564 Prior to the preparation of definitive bonds, the Authority may, under like restrictions,
565 issue interim receipts or temporary bonds, with or without coupons, exchangeable for definitive
566 bonds when such bonds shall have been executed and are available for delivery. The Authority
567 may also provide for the replacement of any bonds which shall become mutilated or shall be
568 destroyed or lost. Bonds may be issued under the provisions of this compact without obtaining
569 the consent of any department, division, commission, board, bureau or agency of the compact
570 signatories, and without any other proceedings or the happening of any other conditions or
571 things than those proceedings, conditions or things which are specifically required by this
572 article.

573 Article VIII.

574 Bonds Not to Constitute a Debt or Pledge of Taxing Power.

575 Revenue bonds issued under the provisions of this Act shall not be deemed to constitute
576 a debt or a pledge of the faith and credit of the Authority or of any signatory government or
577 political subdivision thereof, but such bonds shall be payable solely from the funds provided
578 from tolls and other revenues. The issuance of revenue bonds under the provisions of this Act
579 shall not directly or indirectly or contingently obligate the Authority, or any signatory
580 government or political subdivision thereof, to levy or to pledge any form of taxation whatever.
581 All such revenue bonds shall contain a statement on their face substantially to the foregoing
582 effect.

583 Article IX.

584 Bonds Eligible for Investment.

585 Bonds issued by the Authority under the provisions of this Act are hereby made
586 securities in which all public officers and public bodies of the Commonwealth and its political
587 subdivisions, all insurance companies, trust companies, banking associations, investment
588 companies, executors, administrators, trustees and other fiduciaries may properly and legally
589 invest funds, including capital in their control or belonging to them. Such bonds are hereby
590 made securities which may properly and legally be deposited with and received by any

591 Commonwealth or municipal officer or any agency or political subdivision of the
592 Commonwealth for any purpose for which the deposit of bonds or obligations is now or may
593 hereafter be authorized by law.

594 Article X.

595 Trust Funds.

596 All moneys received pursuant to this Act, whether as proceeds from the sale of bonds or
597 as revenues, shall be deemed to be trust funds to be held and applied solely as provided in this
598 Act. The resolution authorizing the bonds of any issue or the trust indenture securing such bonds
599 shall provide that any officer with whom, or any bank or trust company with which, such
600 moneys shall be deposited shall act as trustee of such moneys and shall hold and apply the same
601 for the purposes thereof, subject to such regulations as this Act and such resolution or trust
602 indenture may provide.

603 Article XI.

604 Trust Indenture.

605 In the discretion of the Authority, any bonds issued under the provisions of this Act may
606 be secured by a trust indenture by and between the Authority and a corporate trustee, which may
607 be any trust company or bank having the powers of a trust company within or without the
608 Commonwealth. Such trust indenture or the resolution providing for the issuance of such bonds
609 may pledge or assign the tolls and other revenues to be received, but shall not convey or
610 mortgage the project or any part thereof.

611 Article XII.

612 Remedies.

613 Any holder of bonds issued under the provisions of this Act or any of the coupons
614 appertaining thereto, and the trustee under any trust indenture, except to the extent the rights
615 herein given may be restricted by such trust indenture or the resolution authorizing the issuance
616 of such bonds, may, either at law or in equity, by suit, action, mandamus or other proceeding,
617 protect and enforce any and all rights under the laws of the Commonwealth of Virginia, the

618 State of Maryland, or the District of Columbia or granted hereunder or under such trust
619 indenture or the resolution authorizing the issuance of such bonds, and may enforce and compel
620 the performance of all duties required by this Act or by such trust indenture or resolution to be
621 performed by the Authority or by any officer thereof, including the fixing, charging and
622 collecting of tolls.

623 Article XIII.

624 Tax Exemption.

625 The exercise of the powers granted by this Act will be in all respects for the benefit of
626 the people of the Commonwealth and for the increase of their commerce and prosperity, and as
627 the operation and maintenance of the project will constitute the performance of essential
628 governmental functions, the Authority shall not be required to pay any taxes or assessments
629 upon the project or any property acquired or used by the Authority under the provisions of this
630 Act or upon the income therefrom, and the bonds issued under the provisions of this Act, and
631 the income therefrom, shall at all times be free from taxation within the Commonwealth.

632 Article XIV.

633 Miscellaneous.

634 Any action taken by the Authority under the provisions of this Act may be authorized by
635 resolution at any regular or special meeting, and each such resolution shall take effect
636 immediately and need not be published or posted, except as otherwise specifically provided in
637 this Act.

638 The project when constructed and opened to traffic shall be maintained and kept in good
639 condition and repair by the Authority. The project shall also be policed and operated by such
640 force of police, toll-takers and other operating employees as the Authority may in its discretion
641 employ. The Authority may enter into a contractual agreement with an existing governmental
642 entity in Maryland or Virginia to provide these services. An Authority police officer shall have
643 all the powers granted to a peace officer and a police officer of the State of Maryland. However,
644 an Authority police officer may exercise these powers only on property owned, leased, operated

645 by, or under the control of the Authority, and may not exercise these powers on any other
646 property unless:

- 647 1. Engaged in fresh pursuit of a suspected offender;
- 648 2. Specially requested or permitted to do so in a political subdivision by its chief
649 executive officer or its chief police officer; or
- 650 3. Ordered to do so by the Governor of Virginia or Maryland, or the Mayor of the
651 District of Columbia, as the circumstances may require.

652 All other police officers of the signatory parties and of each county, city, town or other
653 political subdivision of the Commonwealth of Virginia through which any project, or portion
654 thereof, extends shall have the same powers and jurisdiction within the limits of such projects as
655 they have beyond such limits and shall have access to the project at any time for the purpose of
656 exercising such powers and jurisdiction.

657 On or before August 31 in each year, the Authority shall make an annual report of its
658 activities for the preceding fiscal year to the Governors of Maryland and Virginia and the Mayor
659 of the District of Columbia. Each such report shall set forth a complete operating and financial
660 statement covering its operations during the year. The Authority shall cause an audit of its books
661 and accounts to be made at least once in each year by certified public accountants and the cost
662 thereof may be treated as a part of the cost of construction or operation of the project. The
663 records, books and accounts of the Authority shall be subject to examination and inspection by
664 duly authorized representatives of the governing bodies of Maryland, the District of Columbia
665 and Virginia, and by any bondholder or bondholders at any reasonable time, provided the
666 business of the Authority is not unduly interrupted or interfered with thereby.

667 Any member, agent or employee of the Authority who contracts with the Authority or is
668 interested, either directly or indirectly, in any contract with the Authority or in the sale of any
669 property, either real or personal, to the Authority shall be guilty of a misdemeanor, and, upon
670 conviction, may be punished by a fine of not more than \$1,000 or by imprisonment for not more
671 than one year, or both.

672 Any person who uses the project and fails or refuses to pay the toll provided therefor
673 shall be guilty of a misdemeanor, and, upon conviction, may be punished by a fine of not more
674 than \$100 or by imprisonment for not more than 30 days, or both.