



# INDIANA DEPARTMENT OF TRANSPORTATION

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**Eric Holcomb, Governor**  
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December 28<sup>th</sup>, 2021

Jermaine Hannon  
Division Administrator  
FHWA Indiana Division  
575 N Pennsylvania St., Room 254  
Indianapolis, IN 46204

Subject: Sherman Minton (Renewal) Corridor Project Letter of Certification

Dear Mr. Hannon:

The Indiana Department of Transportation has developed a comprehensive Financial Plan Annual Update for the Sherman Minton Corridor Project in accordance with the requirements of 23 U.S.C. §106 and the Financial Plan guidance issued by the Federal Highway Administration. The plan provides detailed cost estimates to complete the project and the estimates of financial resources to be utilized to fund the project.

The cost data in the Financial Plan provide an accurate accounting of costs incurred to date and include a realistic estimate of future costs based on engineer's estimates and expected construction cost escalation factors. While the estimates of financial resources rely upon assumptions regarding future economic conditions and demographic variables, they represent realistic estimates of resources available to fund the project as described.

The Indiana Department of Transportation believes the Financial Plan Annual Update provides an accurate basis upon which to schedule and fund the Sherman Minton Corridor Project and commits to provide Annual Updates according to the schedule outlined in the Initial Financial Plan.

To the best of our knowledge and belief, the Financial Plan Annual Update as submitted herewith, fairly and accurately presents the financial position of the Sherman Minton Corridor Project, cash flows, and expected conditions for the Project's life cycle. The financial forecasts in the Financial Plan Annual Update are based on our judgment of the expected project conditions and our expected course of action. We believe that the assumptions underlying the Financial Plan Annual Update are reasonable and appropriate. Further, we have made available all significant information that we believe is relevant to the Financial Plan Annual Update and, to the best of our knowledge and belief, the documents and records supporting the assumptions are appropriate.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael Smith".

Michael Smith  
CFO, Deputy Commissioner - Finance  
Indiana Department of Transportation



# Sherman Minton Corridor Project

## 2021 Financial Plan Annual Update\*

\*Project cost estimates and completion schedules reflect information available as of March 1<sup>st</sup>, 2021.

Submitted to:  
**Federal Highway  
Administration**

Submitted by:  
**Indiana Department of Transportation**



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## CHAPTER 1. PROJECT DESCRIPTION

### INTRODUCTION

*This document presents the 2021 Financial Plan Annual Update (FPAU) for the I-64 / US 150 Sherman Minton Corridor Project (the Project), including current cost estimates, expenditure data through the effective date of March 1, 2021, the current schedule for delivering the Project, and the financial analyses developed for the Project. This FPAU has been prepared generally in accordance with Federal Highway Administration's (FHWA) Financial Plans Guidance.*

### PROJECT OVERVIEW

The 2,053-foot-long Sherman Minton Bridge, which carries I-64 and US 150 traffic over the Ohio River between Louisville, KY, and New Albany, IN is a vital link in the interstate highway system. It opened in August 1962 – a year before the John F. Kennedy Memorial Bridge that now carries southbound I-65 traffic between Jeffersonville, IN and Louisville, KY. This bridge rehabilitation and painting project will significantly extend the service life of the 57-year-old Sherman Minton Bridge. The double-decked bridge carries six lanes of traffic (I-64 and US 150) over the Ohio River, connecting Louisville, KY and New Albany, IN. This is an extensive rehabilitation project. There are five bridge structures associated with the Sherman Minton crossing. The Project scope of work includes replacement or refurbishment of all bridge decks, structural steel elements and hanger cables; new lighting; drainage repairs and painting of the steel components. The long-term repairs, along with normal preventive maintenance, will add at least 30 years of service life to the bridge.

### PROJECT SPONSOR

The Indiana Department of Transportation (INDOT) and Indiana Finance Authority (IFA) are the Project Sponsors for the Project. The Project will be procured by IFA and managed by INDOT and IFA. The Kentucky Transportation Cabinet (KYTC) is a major stakeholder in the Project providing funding through a bi-state Memorandum of Agreement (MOA) between Indiana and Kentucky.

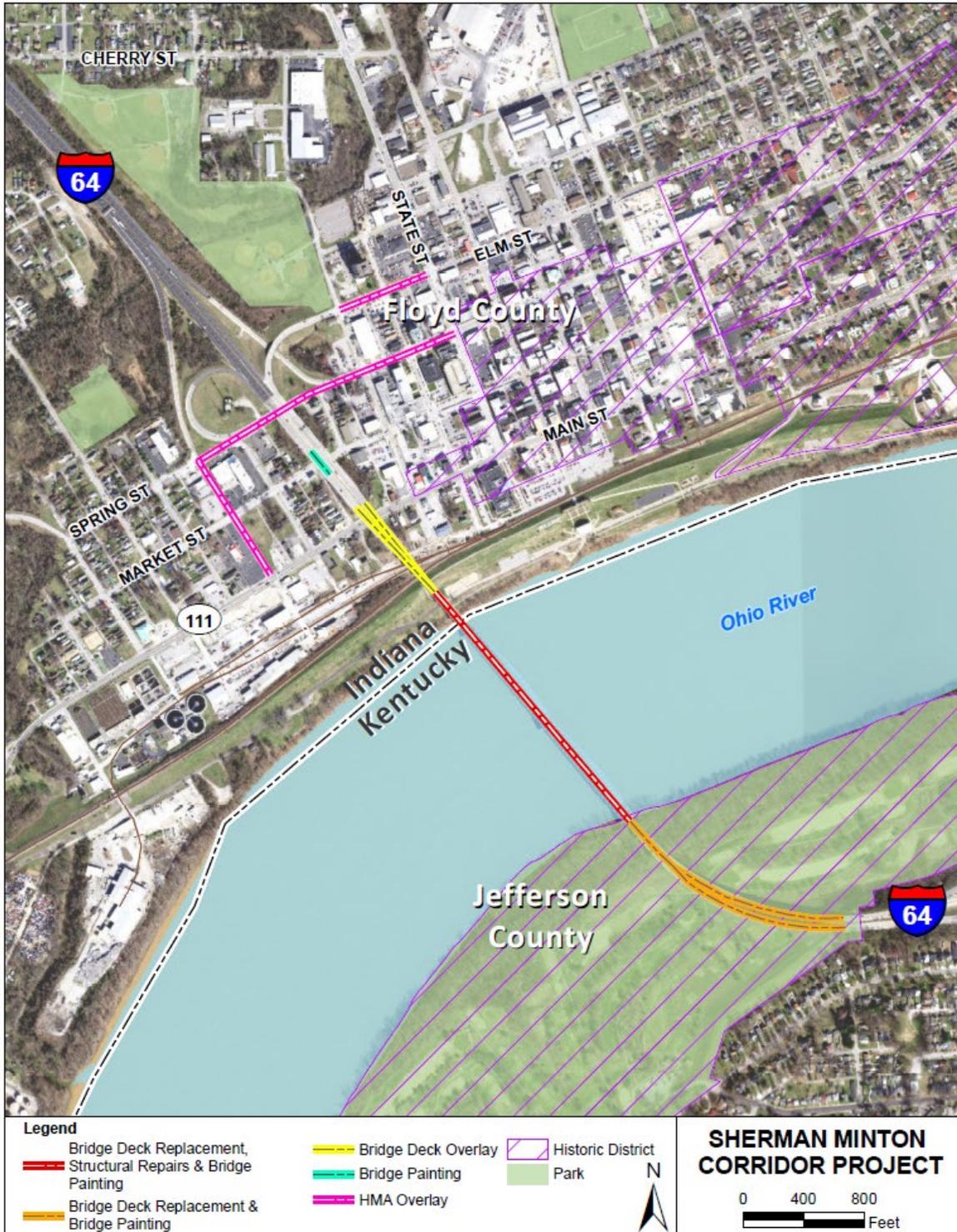
### PROJECT DETAIL

The Project extends from I-265 in Indiana to I-264 in Kentucky and in addition to the work described above in the Project Overview, includes the rehabilitation or refurbishment of one additional bridge on I-64 within the 3-mile corridor and painting of the eastbound I-64 bridge over Market St. and HMA resurfacing of Old SR 62 (Elm St) and Spring St) in New Albany at the interchange with I-64. By including this needed additional work in the Sherman Minton Renewal Project, a coordinated approach will help reduce impacts to the public. The Project contains six main elements of work by location:

- Asphalt overly of Elm St. from 2<sup>nd</sup> St. to State St.
- Asphalt overlay of Spring St. from State St. to 5<sup>th</sup> St. then on 5<sup>th</sup> St. to Main St.
- Bridge deck overlays on the Indiana approach bridges
- Bridge painting on eastbound I-64 over Market St.
- Bride rehabilitation, deck replacement, and painting of the Sherman Minton bridge
- Bridge deck replacement, painting, and substructure patching on the Kentucky approach bridge

While safe for travel, the 57-year-old bridge is deteriorating, and long-term repairs are needed to extend the life of the bridge. The significant overhaul is necessary to maintain this important cross-river connection. About 90,000 drivers daily rely on the iconic bridge to travel between Indiana and Kentucky. Without these extensive repairs, there will be increasing maintenance needs, costs, and potential disruptions in travel. Figure 1-1 below illustrates the location, Project length, and work types.

**Figure 1-1. Sherman Minton Corridor Project Map**



## **PROJECT DELIVERY APPROACH**

The Project Sponsors are utilizing a Design-Build Best-Value (DBBV) procurement model for this project. Under this model, IFA issues a Request for Qualifications (RFQ), seeking qualified and interested design-build (DB) contractors (DBC) to design and construct the Project. Proposer teams will be shortlisted based on evaluation of their Statement of Qualifications (SOQ) in response to the RFQ and will compete for the Project. The Preferred Proposer, the selected DBC, will be selected based on combination of a technical proposal score and price proposal score. The Preferred Proposer will complete the work for a lump sum amount. INDOT will own, operate, and maintain the facility after final acceptance as described in the Public-Private Agreement (PPA). This facility is and will remain a non-tolled bridge upon Final Acceptance.

Best-value determination of proposals received from short-listed proposers will be based on a Total Proposal Score using a 100-point scale. The Price Score will represent up to 70 points of the total score; the Technical Proposal score will represent up to 30 points of the total score. The determination of apparent highest ranked proposal will be based on the highest total proposal score computed as follows:

$$\text{Total Proposal Score} = \text{Price Score (maximum 70 points available)} + \text{Technical Proposal Score (maximum 30 points available)}$$

$$\text{Technical Proposal Score} = \text{Schedule Score} + \text{DB Plan Score} + \text{Project Management Plan Score}$$

The Price Score is based on the proposed price to complete the Project. The Technical Proposal Score is based on evaluation and review of three components: the proposer's Schedule Score (for overall duration and for closure durations of specific movements) (30% of technical proposal score), the proposer's DB Plan (40%) and the proposer's Project Management Plan (30%).

## **PROJECT HISTORY**

A full discussion of the project history can be found on the Project website found on the internet at <http://shermanmintonrenewal.com/> and specifically in the [Alternative Screening Analysis Report](#). Based on this analysis, the environmental study of the Project advanced and the scope of the project is defined in the National Environmental Policy Act (NEPA) process to address the immediate needs of the interchange.

## **PROJECT IMPLEMENTATION – MANAGEMENT AND OVERSIGHT**

The Project Sponsors are managing and delivering the Project for the State of Indiana (SOI). The following is additional detail on the roles and responsibilities of various parties.

- **IFA** is the procuring agency for the Project and is supported by INDOT in development of the contract documents.
- **INDOT** will be responsible for all aspects of the Project and is supported by their technical team (described below).
- **KYTC**, as a major stakeholder, will provide technical expertise and support along with their portion of funding for the Project.
- **Legal Advisor** will supplement and assist state personnel with short-listing potential design-builders, contract language, and contract negotiations and will work under the direction of INDOT and IFA. The contract is known as the PPA.

- **Technical Advisor** will supplement and assist state personnel with technical provisions, design review, contract administration, construction inspection, and quality control and quality assurance activities and will work under the direction of INDOT.
- **Preferred Proposer** will design and construct the Project under the direction of IFA, through INDOT. IFA issued a final Request for Proposals (RFP) in June of 2020, received proposals in November 2020 and selected the Preferred Proposer in December 2020.

## CHAPTER 2. PROJECT SCHEDULE

### INTRODUCTION

*This chapter provides information on the planned implementation schedule for the Project. It also provides additional information regarding the allocation of implementation responsibilities and a summary of the necessary permits and approvals.*

### PROJECT SCHEDULE OVERVIEW

The current Project schedule is based on delivery of the Project under a DBBV procurement model. Substantial completion of the Project is expected by December 2023 with final acceptance and contract completion in June 2024 as shown in Table 2-1 below. Environmental study and Preliminary Design began in 2018 and continue through procurement. The schedule is divided into State Fiscal Year (SFY)<sup>1</sup> quarters.

**Table 2-1. Project Schedule Overview**

State Fiscal Year	2020 & Prior	2021	2022	2023	2024
Environmental	IFP				
	2021 FPAU				
Preliminary Design	IFP				
	2021 FPAU				
Final Design			IFP		
			2021 FPAU		
Construction			IFP		
			2021 FPAU		

### 2021 FINANCIAL PLAN UPDATE

IFA awarded a construction contract in March 2021 as shown in the procurement schedule in the Project Delivery discussion below, Table 2-2. The environmental document was received in October 2020. The level of completed design at the time of issuance of the Final RFP, in June 2020, is approximately 33%. The Project does not require any permanent or temporary right-of-way (RW) acquisitions.

### PROJECT DELIVERY

The Project Sponsors have evaluated various alternative contracting methods permitted under current Indiana law. Such alternative delivery models are expected to enhance the feasibility of the Project through accelerated project delivery; avoidance of inflation costs; and the transfer of various risks to the private sector, such as construction risk. As a result, the Project is being procured as a DBBV. Table 2-2 provides the current procurement schedule for each component.

**Table 2-2. Procurement Schedule**

Scheduled Item	IFP
Issue Request for Qualifications	10/25/2019
SOQ Due Date	1/7/2020
Announcement of Short-listed Proposers	2/7/2020
Circulate Draft of RFP to Short-listed Proposers	3/26/2020
Issue Final RFP to Proposers	6/15/2020

<sup>1</sup> The Indiana State Fiscal Year (SFY) is from July 1 through June 30 the following calendar year.

Scheduled Item	IFP
Proposal Due Date	11/13/2020
Announce Preferred Proposer	12/17/2020
Award and Execution of PPA (Commercial Close)	3/2/2021
Substantial Completion	12/31/2023
Final Acceptance	6/30/2024

## 2021 FINANCIAL PLAN UPDATE

The award and execution of the PPA slipped almost a month from February 9<sup>th</sup> to March 2<sup>nd</sup> of 2021 due to the ongoing public health crisis COVID-19 and the complications it presented in getting documents executed electronically. This delay did not cascade to other milestones in the procurement schedule of the Project.

## PERMITS AND APPROVALS

Preferred Alternate is under consideration as part of the development of a CE, Level 4. The CE-4 was approved in October 2020.

The RFP for final design and construction includes provisions to ensure compliance with all NEPA commitments that will be included in the EA. INDOT will apply for permits with key federal regulatory agencies. The permits and notifications that may be required by the EA are outlined in Table 7-4 below. Any permits required will be the responsibility of the Preferred Proposer based on their final design and construction methods.

**Table 2-3. Required Permits and Notifications**

Agency	Permit/Notification	Responsibility
U.S. Army Corps of Engineers	Section 404 Permit for Discharge of Dredged or Fill Material into Waters of the United States	INDOT
Federal Aviation Administration	Tall Structure Permit FAA Form 7460-1 Notice of Proposed Construction or Alteration for a crane	DB
Indiana Department of Environmental Management	Isolated wetland permit	INDOT
Indiana Department of Environmental Management	Section 401 Water Quality Certification	INDOT
Indiana Department of Environmental Management	Rule 5 National Pollution Discharge Elimination System	DB
Indiana Department of Natural Resources	Construction in a Floodway Permit	DB

## CHAPTER 3. PROJECT COSTS

### INTRODUCTION

*This chapter provides a detailed description of Project cost elements and current cost estimates in year-of-expenditure dollars (YOE) for each element. This chapter also summarizes the costs incurred to date since the original Notice of Intent was published in the Federal Register and provides detail on key cost-related assumptions.*

### COST ESTIMATES

The total estimated cost for the Project is \$168.58 million in YOE dollars. This cost estimate includes the most current project phasing and anticipated schedule. All monetary figures throughout this document are in YOE unless otherwise stated.

Table 3-1 below provides an overview of Project costs, broken down by project activity and State. The estimates incorporate industry standard inflation multipliers, as described further below. INDOT's estimated costs are \$67.32 million and KYTC's are \$101.26 million. KYTC will be reimbursing INDOT monthly for their share of the Project costs.

**Table 3-1. Project Cost Estimate by Activity (in \$ millions)**

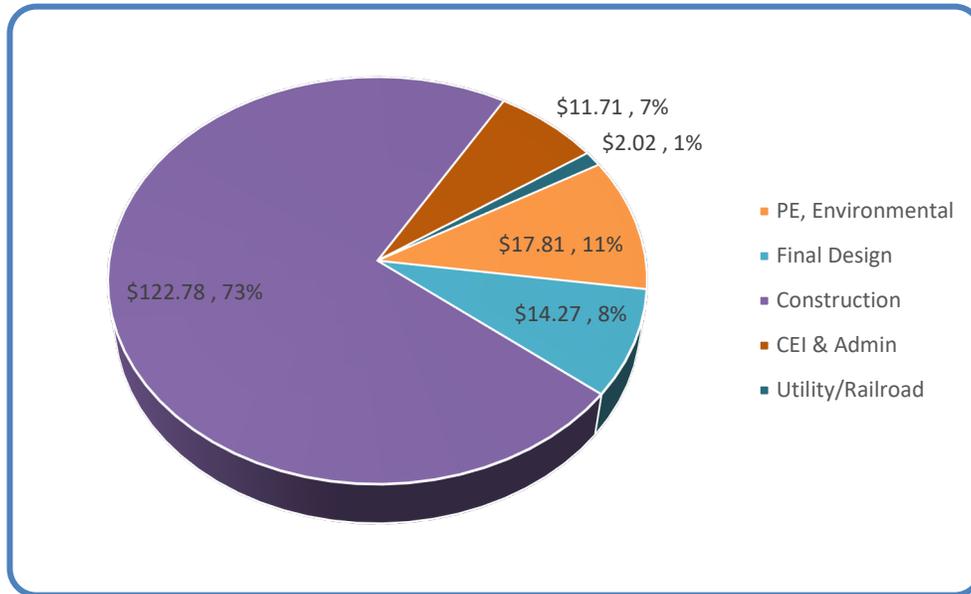
Activity	INDOT	KYTC	2021 FPAU	IFP	\$ Change from IFP	% Change from IFP
PE, Environmental	\$ 7.81	\$ 10.01	\$ 17.81	\$ 16.65	\$ 1.16	7.0%
Final Design	\$ 5.65	\$ 8.62	\$ 14.27	\$ 6.97	\$ 7.30	104.7%
Construction	\$ 48.58	\$ 74.19	\$ 122.78	\$ 109.21	\$ 13.56	12.4%
CEI & Admin	\$ 4.79	\$ 6.92	\$ 11.71	\$ 6.61	\$ 5.09	77.0%
Utility/Railroad	\$ 0.49	\$ 1.52	\$ 2.02	\$ 1.57	\$ 0.45	28.3%
<b>Project Total</b>	<b>\$ 67.32</b>	<b>\$ 101.26</b>	<b>\$ 168.58</b>	<b>\$ 141.02</b>	<b>\$ 27.56</b>	<b>19.5%</b>

### 2021 FINANCIAL PLAN UPDATE

The cost estimate on the Project now includes the Preferred Proposer's price proposal and schedule of values. This Update also includes the proposed professional services covering PE, design oversight, and CEI. The amounts previously allocated, programed, and reported on the Project for these services were not sufficient. The Project cost estimate has increased \$27.56 million, primarily due to the Preferred Proposer's price and CEI/admin increasing over the IFP. This represents an overall Project cost increase of 19.5%.

Figure 3-1 shows the percentage of each activity from the Project's total costs. As illustrated, construction (CN) accounts for 73% of the Project's total cost, preliminary engineering (PE) and environmental at 11%, while construction engineering inspection (CEI)/admin and final design each are 7% and 8% respectively, and lastly utility (UT)/railroad (RR) relocations are 1%.

**Figure 3-1. Project Cost Estimate by Activity (in \$ millions)**



### **INFLATION ASSUMPTIONS**

The inflation assumptions have been applied at three percent (3%) per year. These inflation rates reflect calendar year rates that were applied on a prorated basis to monthly expenditure forecasts.

### **COST ESTIMATING METHODOLOGY**

Initial cost estimates were developed by a consultant in conjunction with INDOT, KYTC and FHWA. The cost estimates were developed by breaking down the Project into seven major cost categories and, further, into two primary construction segments. The methodology is further described below in Table 3-2.

**Table 3-2. Cost Estimating Methodology**

<b>Cost Elements</b>
<b>Engineering and Design</b>
<i>Preliminary and final engineering design services.</i>
Final engineering will be part of the alternative delivery contracts for the Project. Engineering and design cost estimates are currently estimated at 15% and 12% respectively of the construction cost estimate.
<b>Design Program Management</b>
<i>Cost to states for services of the GEC during the design phase and miscellaneous departmental program management costs.</i>
Program Management estimates are based on currently negotiated contracts and estimates that cover the currently planned Project schedule.
<b>Construction Administration and Inspection (CEI/Admin)</b>
<i>All construction and program management, administration, and inspection activities during the construction phase of the Project.</i>
CEI/CEI/Admin costs are estimated at 10% of the construction cost estimate.
<b>Construction</b>
<i>Estimated cost of construction.</i>
Construction estimates reflect current industry practices and procedures of cost build up reflective of a large alternative delivery contract. The estimate is inclusive of all labor, materials, equipment, general conditions, escalations, and contractor construction risk.

<b>Cost Elements</b>
<b>Construction Contingency</b>
<i>Contingency to cover additional construction services in the event unforeseen circumstances arise that result in additional cost.</i>
Construction contingency estimates are based on the level of engineering undertaken to date for the Project. Contingency factors have been developed based on the cost estimates that assessed the likelihood and potential cost of various major project risk items. Contingency cost has been carried based upon the level of each risk to the project [high, medium, low] and a prorated value of each risk item is added to contingency.
<b>Utilities &amp; Railroads</b>
<i>All public and private project-related utility relocation, and railroad coordination.</i>
Costs include those related to telephone, electric, gas, fiber optics, water, sewer, TV cable, storm drainage, and railroads and are based on the most up-to-date cost information available.
<b>Enhancements</b>
<i>Various Project-related commitments as identified in the Categorical Exclusion (CE).</i>
This includes fixed dollar commitments made for various National Environmental Protection Act (NEPA) commitments.

## PROJECT EXPENDITURES

Table 3-3 shows the breakdown of costs for the Project annually by activity and SFY respectively. As shown, approximately \$31.11 million is estimated to be expended on the Project through the end of SFY21. Expenditures in future years are summarized in the table and described herein.

Approximately \$21.89 million is anticipated to be obligated in SFY21, \$53.3 million in SFY22, \$52.64 million in SFY23, and \$31.53 million in SFY24. CN accounts for most of the estimated costs at \$122.78 million. PE and environmental is the next costly component at \$17.81 million. The remainder are final design, CEI/admin, and UT/RR relocations at \$14.27, \$11.71, and \$2.02 million respectively.

The SFY21 numbers are a combination of actual expenditures through February 29<sup>th</sup>, 2021, encumbrances and additional funding programmed in SFY21 not yet encumbered. Therefore, the figures are likely to change in the next update where SFY21 will have been completed and actual expenditures known.

**Table 3-3. Project Cost Estimate by SFY (in \$ millions)**

Activity / SFY	2020 & Prior	2021	2022	2023	2024	Total
PE, Environmental	\$ 9.22	\$ 8.60	\$ -	\$ -	\$ -	\$ 17.81
Final Design	\$ -	\$ 4.17	\$ 5.05	\$ 5.05	\$ -	\$ 14.27
Construction	\$ -	\$ 6.83	\$ 43.45	\$ 43.45	\$ 29.05	\$ 122.78
CEI & Admin	\$ -	\$ 1.50	\$ 3.58	\$ 4.14	\$ 2.48	\$ 11.71
Utility & Railroad	\$ -	\$ 0.80	\$ 1.22	\$ -	\$ -	\$ 2.02
<b>Total Costs</b>	<b>\$ 9.22</b>	<b>\$ 21.89</b>	<b>\$ 53.30</b>	<b>\$ 52.64</b>	<b>\$ 31.53</b>	<b>\$ 168.58</b>

## 2021 FINANCIAL PLAN UPDATE

The cost estimate on the Project now includes the Preferred Proposer’s price proposal and schedule of values.

Table 3-3-1 below illustrates the Project cost estimate by activity, SFY, and State. INDOT’s total estimated cost is \$67.32 million and KYTC at \$101.26 million. This represents an approximate State split share of the Project costs between INDOT and KYTC of 40% and 60% correspondingly. Not all activities of the Project realize this split.

**Table 3-3-1. Project Cost Estimate by Fiscal Year & State (in \$ millions)**

Activity / SFY	INDOT 2020 & Prior	INDOT 2021	INDOT 2022	INDOT 2023	INDOT 2024	INDOT Subtotal	KYTC 2020 & Prior	KYTC 2021	KYTC 2022	KYTC 2023	KYTC 2024	KYTC Subtotal	Total
PE, Environmental	\$ 5.54	\$ 2.27	\$ -	\$ -	\$ -	\$ 7.81	\$ 3.67	\$ 6.33	\$ -	\$ -	\$ -	\$ 10.01	\$ 17.81
Final Design	\$ -	\$ 1.65	\$ 2.00	\$ 2.00	\$ -	\$ 5.65	\$ -	\$ 2.52	\$ 3.05	\$ 3.05	\$ -	\$ 8.62	\$ 14.27
Construction	\$ -	\$ 2.70	\$17.19	\$ 17.19	\$ 11.49	\$ 48.58	\$ -	\$ 4.13	\$26.26	\$26.26	\$17.55	\$ 74.19	\$122.78
CEI, Admin & Prog.	\$ -	\$ 0.75	\$ 1.42	\$ 1.64	\$ 0.98	\$ 4.79	\$ -	\$ 0.75	\$ 2.16	\$ 2.50	\$ 1.50	\$ 6.92	\$ 11.71
Utility & Railroad	\$ -	\$ 0.01	\$ 0.48	\$ -	\$ -	\$ 0.49	\$ -	\$ 0.79	\$ 0.74	\$ -	\$ -	\$ 1.52	\$ 2.02
<b>Total Costs</b>	<b>\$ 5.54</b>	<b>\$ 7.38</b>	<b>\$ 21.09</b>	<b>\$ 20.83</b>	<b>\$ 12.47</b>	<b>\$ 67.32</b>	<b>\$ 3.67</b>	<b>\$14.51</b>	<b>\$32.21</b>	<b>\$31.81</b>	<b>\$19.05</b>	<b>\$ 101.26</b>	<b>\$168.58</b>

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## CHAPTER 4. PROJECT FUNDS

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### INTRODUCTION

*This chapter discusses the project funding sources that are dedicated to the Project. Specifically, it presents the available and committed funding required to complete the Project, including state transportation and federal-aid formula funds, and federal discretionary fund. A discussion of risks associated with funding availability also is included.*

### FINANCIAL PLAN OVERVIEW

This FPAU reflects the planned funding and finance strategy by which the Project will be financed through a combination of conventional state and federal transportation program funds. The INDOT has developed a financial plan that recognizes the limitations on conventional state and federal transportation funding and finds the right balance of funding alternatives to meet the following goals:

- ensuring Indiana’s financial obligations to the Project are manageable,
- ensuring the Project delivers value to Indiana, taxpayers, project partners, and end users through the lowest feasible Project cost,
- seeking private sector innovation and efficiencies and encouraging design solutions that respond to environmental concerns, permits, and commitments in the environmental study,
- developing the Project in a safe manner that supports congestion management,
- ensuring the Project is constructed within a time period that meets or exceeds final completion target dates, and
- transparently engaging the public and minimizing disruptions to existing traffic, local businesses, and local communities.

The alternative delivery method selected by Indiana has the potential of providing private sector innovation, efficiencies, and best value to taxpayers. Importantly, INDOT together with their advisory team, have developed a pro forma financial plan that provides a certain view of how a DBC may deliver this Project. Ultimately the financial plan will reflect what the Preferred Proposer proposes based on its view of the Project.

### PROCUREMENT APPROACH AND FINANCING

The Project will be procured using a DBBV procurement model through a PPA. Under this model, IFA will make progress payments to a Preferred Proposer as consideration for the contractor designing and constructing a facility in accordance with the performance standards set forth in the PPA, which upon release in December 2020, will be made viewable at the IFA website [Sherman Minton Corridor Project](#). Information on the Project is also available on the [Project website](#) and on the [INDOT](#) website.

A combination of state and federal funds will be used to make progress payments to the Preferred Proposer. INDOT will budget for these using INDOT’s state appropriation determined by the Indiana General Assembly. The sources of federal funds used to support the payments are anticipated to be from the [National Highway Performance Program \(NHPP\)](#). This FPAU is based on public funds by INDOT.

### STATE TRANSPORTATION AND FEDERAL-AID FORMULA FUNDING

Indiana has historically used federal-aid resources for the Project and has committed specific funding from their respective near-term federal-aid highway funding programs, as described further below in Table 4-1. Federal-aid formula funds provided to the Project have been and will continue to be matched by a combination of state funds. Indiana has a demonstrated track record of meeting their state match obligations with a variety of state funding sources, including state-imposed fuel taxes and a variety of transportation-related fees.

Based on expectations regarding the availability of federal funding, as well as expectations regarding the availability of corresponding state transportation funds, an estimated \$168.58 million of federal-aid highway formula and state transportation funds is reasonably expected to be available to the Project as shown in Table 4-1 below. Any funds in Advanced Construction (AC) that have not yet been converted to federal funds are included in the State Highway Fund lines (total of \$52.06 million – see Table 6-2).

The INDOT Project costs of \$67.32 million is 0.66% of INDOT’s capital program with 1.8% utilization of NHPP funds. The KYTC Project costs of \$101.26 million is 1.9% of KYTC’s capital program with 4.1% utilization of NHPP funds. The funding is estimated to be split between federal-aid funds and state funds is 80% and 20% respectively.

**Table 4-1. Federal and State Funding (in \$ millions)**

Fund Type / State Fiscal Year	2020 & Prior	2021	2022	2023	2024	Total
<b>Federal</b>						
<b>Indiana</b>						
NHPP	\$ 0.44	\$ 2.09	\$ -	\$ -	\$ -	\$ 2.53
Discretionary	\$ 0.00	\$ -	\$ -	\$ -	\$ -	\$ 0.00
<b>Kentucky</b>						
NHPP	\$ 4.34	\$ 10.76	\$ 28.33	\$ 28.63	\$ 17.15	\$ 89.21
<b>Subtotal, Federal Funds</b>	<b>\$ 4.78</b>	<b>\$ 12.85</b>	<b>\$ 28.33</b>	<b>\$ 28.63</b>	<b>\$ 17.15</b>	<b>\$ 91.74</b>
<b>State</b>						
<b>Indiana</b>						
State Highway Fund	\$ 3.95	\$ 6.44	\$ 21.09	\$ 20.83	\$ 12.47	\$ 64.79
<b>Kentucky</b>						
State Highway Fund	\$ 0.48	\$ 2.60	\$ 3.88	\$ 3.18	\$ 1.91	\$ 12.06
<b>Subtotal, State Funds</b>	<b>\$ 4.43</b>	<b>\$ 9.04</b>	<b>\$ 24.98</b>	<b>\$ 24.01</b>	<b>\$ 14.38</b>	<b>\$ 76.84</b>
<b>Total</b>	<b>\$ 9.22</b>	<b>\$ 21.89</b>	<b>\$ 53.30</b>	<b>\$ 52.64</b>	<b>\$ 31.53</b>	<b>\$ 168.58</b>

It is anticipated that future funds will come from the NHPP funding category, although the commitment of specific funding categories of federal funding is subject to adjustment based on the availability of more restricted categories. On a monthly basis INDOT invoices KYTC for reimbursement of their share.

### PROGRESS PAYMENTS

The monthly progress payments to the DBC will be funded with a combination of state and federal funds appropriated by INDOT. In addition to being reflected in INDOT’s internal budget and financial control systems, all anticipated funding amounts are reflected in the fiscally-constrained 2020-2024 Statewide Transportation Improvement Program ([INDOT STIP](#)) and

[KYTC STIP](#), as well as the 2020-2025 Kentuckiana Regional Planning Development Agency Transportation Improvement Plan ([KIPDA TIP](#)).

### **FEDERAL DISCRETIONARY FUNDING**

The Project has utilized funding outside of federal-aid formulary and state transportation funds to date. Just under \$2 thousand of demonstration funds have been used on the Project to date. The use of discretionary funding in future periods remains a possibility.

### **SPECIAL FUNDING TECHNIQUES**

INDOT is prepared to mitigate unanticipated changes in expected funding. Strategies to mitigate changes include but are not limited to; acquisition of additional funds and modifying other project's timelines to manage cash flows. Special funding techniques are discussed in Chapter 6 as the techniques are utilized to address cash flows while projects concurrently advance.

## CHAPTER 5. FINANCING ISSUES

### INTRODUCTION

*This chapter discusses the specific costs associated with financing the Project, including the issuance costs, interest costs, and other aspects of borrowing funds for the Project.*

### FINANCING STRATEGY

The Project will not utilize funding outside of the federal-aid and state transportation funds appropriated to INDOT and KYTC. This plan eliminates issuance, interest, and borrowing costs.

## CHAPTER 6. CASH FLOW

### INTRODUCTION

*This chapter provides an estimated annual construction cash flow schedule for the Project and an overview of the planned sources of funds.*

### ESTIMATED SOURCES AND USES OF FUNDING

An indicative summary of the sources and uses of funds is shown in Table 6-1. This summary reflects INDOT and KYTC’s view of the funding structure based on the Project’s economics. Sources of funds for the Project are currently fully funded through public funds. The following sources of funds will fund construction and other development costs.

**Table 6-1. Estimated Project Sources and Uses of Funds (in \$ millions)**

Sources and Uses of Funds	IFP	FPAU	\$ Change from IFP	% Of Change
<b>Sources</b>				
IN State & Federal Funding - Formulary	\$ 55.49	\$ 67.31	\$ 11.83	42.9%
IN State & Federal Funding - Discretionary	\$ 0.00	\$ 0.00	\$ -	0.0%
KY State & Federal Funding Formulary	\$ 85.53	\$ 101.26	\$ 15.74	57.1%
<b>Source of Funds Subtotal</b>	<b>\$ 141.02</b>	<b>\$ 168.58</b>	<b>\$ 27.56</b>	<b>100.0%</b>
<b>Uses</b>				
<b>Indiana</b>				
PE, Environmental	\$ 6.80	\$ 7.81	\$ 1.00	3.6%
Final Design	\$ 2.72	\$ 5.65	\$ 2.93	10.6%
Construction Costs	\$ 42.59	\$ 48.58	\$ 5.99	21.7%
CEI, Admin & Program Costs	\$ 2.58	\$ 4.79	\$ 2.21	8.0%
Utility & Railroad	\$ 0.80	\$ 0.49	\$ (0.30)	-1.1%
<b>Indiana Subtotal</b>	<b>\$ 55.49</b>	<b>\$ 67.32</b>	<b>\$ 11.83</b>	<b>42.9%</b>
<b>Kentucky</b>				
PE, Environmental	\$ 9.85	\$ 10.01	\$ 0.16	0.6%
Final Design	\$ 4.25	\$ 8.62	\$ 4.37	15.9%
Construction Costs	\$ 66.62	\$ 74.19	\$ 7.58	27.5%
CEI, Admin & Program Costs	\$ 4.03	\$ 6.92	\$ 2.88	10.5%
Utility & Railroad	\$ 0.78	\$ 1.52	\$ 0.75	2.7%
<b>Kentucky Subtotal</b>	<b>\$ 85.53</b>	<b>\$ 101.26</b>	<b>\$ 15.74</b>	<b>57.1%</b>
<b>Expenditures Subtotal</b>	<b>\$ 141.02</b>	<b>\$ 168.58</b>	<b>\$ 27.56</b>	<b>100.0%</b>

### 2021 FINANCIAL PLAN UPDATE

As illustrated in Table 6-1 and previously mentioned in Chapter 3, this Update realizes a \$27.56 million increase of the sources and uses of funds over the IFP. This increase is largely attributed to the Preferred Proposer’s bid consisting of CN and final design. The changes are discussed further in detail in Chapters 10 and 11.

### CASH MANAGEMENT TECHNIQUES

For Project funding expected to be contributed from state and federal sources, INDOT and KYTC intends to utilize available cash management techniques, including but not limited to AC and Tapered Match (TM), to manage the timing of cash needs against the availability of federal and state funds. These techniques provide INDOT and KYTC authority to “concurrently advance projects ....” utilizing these federally accepted practices. Current year expenditures will

be converted to obligation limitation while future year expenditure estimates will remain under AC. This practice will continue throughout the life of the project. At no time will Indiana's or Kentucky's AC exceed Indiana's and Kentucky's future federal estimates.

Table 6-2 below provides the AC conversion status for Indiana updated through February 28, 2021. As shown, the Project currently has \$52.06 million authorized AC funds with \$1,901.96 converted to federal funds to date for INDOT. This increase in AC is reflective of INDOT's methodology for cash management. All the CN award for INDOT has been obligated in AC.

**Table 6-2. Advanced Construction Funding Status (in \$ millions)**

SFY	Amount AC'd to Date	Amount Converted to Date	Amount Remaining in AC
2020 - INDOT	\$ 0.04	\$ 0.00	\$ 0.04
2021 - INDOT	\$ 52.06	\$ 0.00	\$ 52.06

## FINANCING COSTS

The Project will not utilize funding outside of federal-aid and state transportation funds appropriated to INDOT and KYTC as previously discussed in Chapter 5.

## PROJECTED CASH FLOWS

Plans will include a table summarizing the prior, current, and anticipated total, annual cash outlays for the Project. Table 6-3 below presents the anticipated cash flows of the Project. More specific cash flow schedules will continue to be developed as the Project progresses towards Substantial Completion.

**Table 6-3. Project Cash Flows (in \$ millions)**

Revenue	2020 & Prior	2021	2022	2023	2024	Total
Carryover		\$ -	\$ 5.50	\$ 3.50	\$ 1.00	
INDOT Funding	\$ 4.39	\$ 8.53	\$ 21.09	\$ 20.83	\$ 12.47	\$ 67.32
KYTC Funding	\$ 4.82	\$ 13.37	\$ 32.21	\$ 31.81	\$ 19.05	\$ 101.26
<b>Revenue Subtotal</b>	<b>\$ 9.22</b>	<b>\$ 21.89</b>	<b>\$ 53.30</b>	<b>\$ 52.64</b>	<b>\$ 31.53</b>	<b>\$ 168.58</b>
<b>Total Revenue Available</b>	<b>\$ 9.22</b>	<b>\$ 21.89</b>	<b>\$ 58.80</b>	<b>\$ 56.14</b>	<b>\$ 32.53</b>	
<b>Expenditures</b>						
PE, Environmental	\$ 9.22	\$ 8.60	\$ -	\$ -	\$ -	\$ 17.81
Final Design	\$ -	\$ 4.17	\$ 5.05	\$ 5.05	\$ -	\$ 14.27
Construction	\$ -	\$ 2.83	\$ 43.95	\$ 45.95	\$ 30.05	\$ 122.78
CEI, Admin, Program	\$ -	\$ -	\$ 5.08	\$ 4.14	\$ 2.48	\$ 11.71
Utilities/Railroads	\$ -	\$ 0.80	\$ 1.22	\$ -	\$ -	\$ 2.02
<b>Expenditures Subtotal</b>	<b>\$ 9.22</b>	<b>\$ 16.39</b>	<b>\$ 55.30</b>	<b>\$ 55.14</b>	<b>\$ 32.53</b>	<b>\$ 168.58</b>
<b>Net Cash Flow</b>	<b>\$ -</b>	<b>\$ 5.50</b>	<b>\$ 3.50</b>	<b>\$ 1.00</b>	<b>\$ -</b>	

## 2021 FINANCIAL PLAN UPDATE

As show above in Table 6-3, INDOT and KYTC have expended \$9.22 million through SFY20. SFY21 is anticipated to obligate \$21.89 million more and expend an additional \$16.39 million. The remaining project costs of \$142.97 million are anticipated to be fully obligated and expended through SFY24. CN and CEI are expected to extend from SFY22 through SFY24 as presented.

## CHAPTER 7. PUBLIC-PRIVATE PARTNERSHIP (P3) ASSESSMENT

### INTRODUCTION

*This chapter provides information on the process used to assess the appropriateness of a P3 to deliver the project.*

### P3 ASSESSMENT

The Project Sponsors have evaluated alternative contracting methods permitted under current Indiana law. Such alternative delivery models are expected to enhance the feasibility of the project through accelerated project delivery; construction cost certainty; and the transfer of various risks to the private sector, such as design and construction risk. As a result, the project is being procured as a P3 using a DBBV delivery method. Due to Indiana laws on transportation procurement, any procurement method that does not award to a lowest bid is managed by the INDOT Major Project Delivery Department under the Major Projects Division. By Indiana law, a P3 procurement involving a cross-river bridge with another state must be procured by the IFA with support from INDOT.

### LEGISLATIVE AUTHORITY

The P3 Program operates within the general legal framework set forth in the Indiana Code (IC). INDOT and IFA have been granted legislative authority to procure P3 projects in Indiana. The statute providing authorization to procure P3 projects is [IC 8-15.5](#) for IFA and [IC 8-15.7](#) for INDOT. Together, IFA and INDOT will lead the procurement and INDOT will be responsible for the technical aspects of P3 projects and will commit its appropriations towards a project where it is appropriate. The relevant statute allows for the development, financing, and operation of P3 projects.

### INDIANA'S P3 MANAGEMENT STRUCTURE

Indiana has established itself as a national leader in using alternative delivery models to deliver major transportation infrastructure projects. IFA will be the procuring agency and INDOT will be responsible for the technical aspects of the procurement.

INDOT has an established [P3 Program](#) that resides within the [Major Project Delivery](#) Department under the [Major Projects](#) Division. Both the P3 Program and the Major Project Delivery Department are responsible for delivering and overseeing P3s at INDOT.

### BENEFITS – DISADVANTAGES COMPARISON

The Project is being procured using a DBBV delivery model and will be managed by INDOT. While P3s are not suitable for all projects, there are a few main benefits to P3s of all sizes and complexities. Using innovative project delivery models, such as P3s, to deliver and operate infrastructure projects have many benefits for INDOT and KYTC including:

- **Accelerated project delivery:** An integrated consortium of qualified firms working concurrently on the design and construction of the project can accelerate project delivery. This process typically results in efficiencies and synergies for a more streamlined, accelerated delivery process.
- **Cost certainty and predictability:** INDOT and KYTC's cost for the project is locked in at commercial close and is only subject to cost changes approved by INDOT and KYTC. This

provides more cost certainty when compared to traditional delivery. INDOT and KYTC can better budget and allocate funding for other projects with the confidence that costs are less likely to increase.

- **Private sector innovation:** Innovative project delivery can be structured for multiple facets of the project to be coordinated and managed under a single entity and to enhance collaboration between the design and construction managers in the development of the project bid. The exchange of ideas between these parties can result in significant value engineering efficiencies and can help to avoid technical issues. Private entities are typically experienced in the design and construction of similar projects and are incentivized to use these efficiencies and economies of scale to achieve lower costs.
- **Performance-based incentives:** Financial incentives imposed by the contract structure, which include withholding a portion of payment to the Preferred Proposer until the Project has been constructed to the established standards and is sufficiently available for public use, act as a powerful motivator toward on-time completion and project delivery.
- **Improved accountability:** One party, the Preferred Proposer, is responsible for project delivery and operation regardless of the number of subcontractors. If the project is not delivered according to the contractual requirements, then the Preferred Proposer is responsible.

While there are benefits to innovative project delivery, there are also disadvantages that should be considered, including:

- **Longer procurement timeline:** Innovative project delivery requires extensive upfront negotiations of the PPA. The PPA governs rights and obligations associated with the Project for the length of the contract. As a result, the procurement timeline can take longer for major project delivery when compared to traditional delivery.
- **Paying a risk premium to transfer unknown risks upfront:** The P3 delivery model transfers many risks associated with project delivery to the private sector. This is done through performance-based agreements that lock in project cost at commercial close. Given the nature of these contracts, not all risks are fully known at the outset. Therefore, a private entity may build a “risk premium” into their proposal. Not unlike the purchase of insurance, this investment is made to help lock-in costs and mitigate exposure to certain risks for the public sponsor. These costs can be mitigated in part by robust competition between bidders.

## **RISK ALLOCATION ANALYSIS**

INDOT employs a two-step screening process when assessing whether a project should be delivered using an alternative delivery model. During the initial project screening phase, INDOT and KYTC reviews available project information and data and assesses the project against a set of screening criteria to determine the feasibility of delivering a proposed project via an alternative delivery method. Table 7-1 below summarizes criteria examined during the initial project screening phase. The primary screening criteria are merely a guide for assessment. A project that does not meet some or all the primary screening criteria may still advance to a secondary screening based on other considerations. Other unique characteristics of the project may require assessment of additional considerations.

**Table 7-1. INDOT P3 Screening Criteria – Step One**

High Level Project Screening Criteria		Rating
Project Complexity	Is the project sufficiently complex in terms of technical and/or financial requirements to effectively leverage private sector innovation and expertise?	High
Accelerating Project Development	If the required public funding is not currently available for the project, could using a P3 delivery method accelerate the delivery of the project?	Low
Transportation Priorities	Is the project consistent with overall transportation objectives of the State?	High
	Does the project adequately address transportation needs?	High
Project Efficiencies	Would the P3 delivery method help foster efficiencies through the most appropriate transfer of risk over the project life cycle?	Medium
	Is there an opportunity to bundle projects or create economies of scale?	High
Ability to Transfer Risk	Would the P3 delivery method help transfer project risks and potential future responsibilities to the private sector on a long-term basis?	Low
Funding Requirement	Does the project have revenue generation potential to partially offset the public funding requirement if necessary?	Low
	Could a public agency pay for the project over time, such as through an availability payment, as opposed to paying for its entire costs up front?	Low
Ability to Raise Capital	Would doing the project as a P3 help free up funds or leverage existing sources of funds for other transportation priorities with the State?	N/A

Projects that proceed to the second screening step undergo a detailed screening. The objective of the detail level project screening is to further assess delivering the project as a P3, examine in greater detail the status of the project, and identify potential risk elements. In addition, the detail level project screening criteria evaluates the desirability and feasibility of delivering projects utilizing the P3 delivery method. The desirability evaluation includes factors such as effects on the public, market demand, and stakeholder support. The feasibility evaluation includes factors such as technical feasibility, financial feasibility, financial structure, and legal feasibility. INDOT and KYTC will also begin to assess a timeline for achieving environmental approvals based on specific project criteria during this screening step. Detail level screening criteria are provided below in Table 7-2.

**Table 7-2. INDOT P3 Screening Criteria – Step Two**

Detail Project Screening Criteria		Rating
Public Need	Does the project address the needs of the local, regional, and state transportation plans, such as congestion relief, safety, new capacity, preservation of existing assets?	High
	Does the project support improving safety, reducing congestion, increasing capacity, providing accessibility, improving air quality, improving pedestrian biking facilities, and/or enhancing economic efficiency?	High
Public Benefits	Will this project bring a transportation benefit to the community, the region, and/or the state?	High
	Does the project help achieve performance, safety, mobility, or transportation demand management goals?	High
	Does this project enhance adjacent transportation facilities or other modes?	Low
Economic Development	Will the project enhance the State's economic development efforts?	Med
	Is the project critical to attracting or maintaining competitive industries and businesses to the region, consistent with stated objectives?	Med

Detail Project Screening Criteria		Rating
Market Demand	Does sufficient market appetite exist for the project? Are there ways to address industry concerns?	High
Stakeholder Support	What is the extent of support or opposition for the project? Does the proposed project demonstrate an understanding of the national and regional transportation issues and needs, as well as the impacts this project may have on those needs?	Med
	What strategies are proposed to involve local, state and/or federal officials in developing this project?	Med
	Has the project received approval in applicable local and/or regional plans and programs?	High
	Is the project consistent with federal agency programs or grants on transportation (FHWA, FTA, MARAD, FAA, FRA, etc.)?	Low
Legislative Considerations	Are there any legislative considerations that need to be considered such as tolling, user charges, or use of public funds?	Low
Technical Feasibility	Is the project described in sufficient detail to determine the type and size of the project, the location of the project, proposed interconnections with other transportation facilities, the communities that may be affected and alternatives that may need evaluation?	High
	Is the proposed schedule for project completion clearly outlined and feasible?	Med
	Does the proposed design appear to be technically sound and consistent with the appropriate state and federal standards?	High
	Is the project consistent with applicable state and federal environmental statutes and regulations?	Med
	Does the project identify the required permits and regulatory approvals and a reasonable plan and schedule for obtaining them?	High
	Does the project set forth the method by which utility relocations required for the transportation facility will be secured and by whom?	Med
Financial Feasibility	Are there public funds required and, if so, are the State's financial responsibilities clearly stated?	High
	Is the preliminary financial plan feasible in that the sources of funding and financing can reasonably be expected to be obtained?	High
Legal/Legislative Feasibility	Is legislation needed to complete the project?	Low
Project Risks	Are there any risks unique to the projects that have not been outlined above that could impair project viability?	Low
	Are there any project risks proposed to be transferred to INDOT that are likely to be unacceptable?	Low
Term	Does the project include a reasonable term of concession for proposed operation and maintenance?	N/A
	Is the proposed term consistent with market demand, providing a best value solution for the State?	N/A
	Is the proposed term optimal for a whole-of-life approach?	N/A

Using the aforementioned standard screening process, including the high-level screening, detailed level screening and financial feasibility analysis, it was determined the Project is a strong candidate for P3 DBBV delivery. Table 7-3 below provides additional considerations to the Project using the DBBV delivery model.

**Table 7-3. INDOT DBBV Project Considerations**

<b>DB Project Considerations</b>	
<b>Technical Considerations</b>	Considerations pertaining to project complexity, design, schedule acceleration, cost savings, lifecycle performance and lifecycle cost objectives.
<b>Market Considerations</b>	Considerations pertaining to the market demand and market capacity and the marketability of the project to DB providers.
<b>Resources and Capabilities</b>	Considerations pertaining to INDOT's internal resources to deliver the project.

The qualitative and quantitative screening analyses indicated the project to be a strong candidate for DBBV delivery for the following reasons:

- The project is large and is located in a high traffic volume area seeing around 90,000 vehicles per day.
- An accelerated construction schedule would help to limit construction impacts to stakeholders and while addressing safety concerns during the construction period.
- Traffic maintenance will be a challenge; coordinating the traffic including several interstate and local road closures could benefit from a high level of multi-discipline coordination and integrated approach to construction sequencing.
- The project characteristics (size, high traffic volumes and truck traffic) are such that a performance-based contract would help to reduce the risk of change orders and cost overruns.
- The project size will be highly attractive to regional and national contractors and designers and is likely to attract a strong pool of bidders willing to work under a DBBV model.

Therefore, INDOT and KYTC identified the DBBV model as the preferred delivery model and proceeded with procuring the project on that basis.

### **MARKET CONDITIONS**

The Project will not utilize funding outside of federal-aid and state transportation funds appropriated to INDOT and KYTC as previously discussed in Chapter 5, therefore market conditions are not applicable to financing.

## CHAPTER 8. RISK AND RESPONSE STRATEGIES

### INTRODUCTION

*This chapter addresses a number of important factors that could affect the Project and, in particular, the financial plan for the Project. These risks fall under one or more of the following categories: Project Cost, Project Schedule, Financing, and Procurement. Significant consideration has been given to identifying risks and potential mitigation measures, and this chapter outlines these factors. Additionally, this chapter addresses the impact of the state’s financial contribution to the Project on its respective statewide transportation program.*

### PROJECT COST RISKS AND RESPONSE STRATEGIES

The factors shown in Table 8-1 have been identified as possible reasons for cost overruns.

**Table 8-1. Project Cost – Risks and Response Strategies**

Risk	Response Strategy	Likelihood of Occurrence	Impact of Occurrence
Original Cost Estimates		2021 FPAU	
The risk that original cost estimates are lower than bids received.	Recent US DB and P3 experience indicates that competition may result in aggressive bids below the state sponsor’s estimates. Should that prove not to be the case, the state will revise its financial plans, accordingly, including the possible inclusion of additional state and federal funding. It is the expectation of the Project Sponsor that the planned DBBV procurement approach will help to accelerate project delivery and, in turn, reduce costs.	Low	Medium
Inflation		2021 FPAU	
Highway construction inflation has been very volatile over the past several years and could significantly increase the cost of the Project.	Reasonable inflationary assumptions based on recent and historical trends in construction inflation have been included in current cost estimates. These estimates consider current low commodity prices and relatively high unemployment rates which are expected to result in favorable contract pricing.	Low	Low
Contingency			
The amount of contingency factored into Project cost estimates may be insufficient to cover unexpected costs or cost increases.	While petroleum prices have an inflationary risk, both a DB and a progress payment concession structure, as contemplated by the state, helps transfer much of this risk from the public to the private sector DB or concessionaire.	Low	Medium
Cost Overruns During Construction			
Cost overruns after start of construction could result in insufficient upfront funds to complete the project.	A DB or progress payment concession structure helps transfer much of this risk from the public to the private sector DB or concessionaire.	Low	Medium

### 2021 FINANCIAL PLAN UPDATE

The Project has realized the original cost estimates were lower than bids received. Along with this, and a primary factor, the Project has realized the inflation risk on the project cost. These

changes were vetted within INDOT Project Budget/Finance, Capital Program Management, and Contracts. Changes were also vetted among the Project team including KYTC and award concurrence from FHWA. The additional funds were approved and allocated to the Project by both INDOT and KYTC and discussed further in Chapter 11. Therefore, the Project costs risk in Table 8-1 above has been updated to reflect the realized risk and mitigations strategy.

## PROJECT SCHEDULE RISKS AND RESPONSE STRATEGIES

The risks shown in Table 8-2 have been identified as those that may affect Project schedule and, therefore, ability of the Project Sponsor to deliver the Project in a timely basis.

**Table 8-2. Project Schedule – Risks and Response Strategies**

Risk	Response Strategy	Likelihood of Occurrence	Impact of Occurrence
Litigation		Retired; did not materialize.	
Permits and Approvals			
Delays in the receipt of permits and approvals may delay the start of construction.	The state has initiated activities necessary to secure major permits. The DB will assume responsibility to obtain all other permit approvals. Compliance will be the DB's responsibility and will be addressed directly in the relevant contract documents. The state has a track record of success in acquiring similar permits.	Low	Low
Unanticipated Site Conditions			
Unanticipated geotechnical conditions could be encountered, potentially delaying the schedule, or increasing costs. The Project site may include "urban fill" in existing embankments, consisting of portions of buildings (e.g., bricks and concrete) removed in the original interstate construction. The Project site may also include in situ basement or foundation elements only partially removed during original interstate construction.	Extensive geotechnical investigations have been conducted on the Project. While preliminary results do not indicate significant problems, there is potential for urban fill and obstructions. The DB will be responsible to identify and resolve obstructions to the state's satisfaction per contractual requirements in the PPA.	Medium	Low
Endangered Species			
If endangered species (e.g., Indiana bat, mussels, etc.) are encountered, construction work may be disrupted, leading to schedule delays and/or additional costs.	Mitigation is an established process that minimizes delay with dedicated staffing to address surprise findings. Similar mitigation has been used on four previous corridor projects successfully to avoid construction delays.	Low	Low
Hazardous Materials			
Both known and unknown hazardous materials could delay the Project and/or lead to additional costs.	Extensive research and analysis are being undertaken as part of the EA process. Additionally, investigations are underway on identified sites.	Low	Medium
Schedule Coordination			

Risk	Response Strategy	Likelihood of Occurrence	Impact of Occurrence
Due to the size and complexity of the Project, poor project scheduling and coordination could delay the Project schedule.	The DB is required to develop and submit for review a start-up schedule per contract requirements, identifying early activities to avoid early risks. The DB is also required to develop and submit for review a full project schedule of all activities. These schedules transfer risk from the public to the DB. A DB or progress payment concession structure helps transfer much of this risk from the public to the private sector DB or concessionaire.	Low	Medium
<b>Maintenance of Traffic</b>			
Traffic impacts and loss of access could adversely affect communities / businesses, negatively impacting support for project.	A detailed maintenance of traffic (MOT) plan will be required of the DB. The DB is also required to develop a Traffic Management Plan (TMP) to coordinate traffic during construction with impacted entities and the public. The DB is also required to develop a Public Involvement Plan that provides regular updates on road closures and restrictions, develops an emergency notification system, includes public meetings during construction, and develops informational maps or exhibits. Commitments to the community will be included in the project requirements, such as bicycle route detour notifications, and avoiding closure of two adjacent cross streets at the same time. Additional coordination with local projects and ongoing stakeholders is also required.	High	Medium
Project Start-up/Execution		Retired; did not materialize.	
EA Schedule		Retired; did not materialize.	

**2021 FINANCIAL PLAN UPDATE**

The Project did not have any lawsuits filed within the statutory protest period to challenge the DBBV procurement. Project startup/execution risk did not materialize as the DB had the appropriate resources to mobilize at project kick-off. Lastly, the EA process went as scheduled and did not impact the start of CN activities. Therefore, these schedule related risks have been retired in the Update.

**FINANCING AND REVENUE RISKS AND RESPONSE STRATEGIES**

The risks identified in Table 8-3 may negatively affect the Project Sponsor’s ability to finance the Project cost-effectively. For each risk, the table provides a summary of potential mitigation strategies.

**Table 8-3 Financing and Revenue – Risks and Response Strategies**

Risk	Response Strategy	Likelihood of Occurrence	Impact of Occurrence
Availability of State and Federal Funding		2021 FPAU	

Risk	Response Strategy	Likelihood of Occurrence	Impact of Occurrence
The state has identified and committed various levels of conventional funding for the Project within the timeframe of its budget planning cycle. Funding beyond this period is subject to appropriation risk.	Within procedural limitations, the state has demonstrated a strong commitment to ensuring that the Project is delivered given the investment of funds to date. INDOT has included the Project in its internal budgeting and financial control systems at the requisite funding levels. In addition, all anticipated funding amounts are reflected in Indiana’s fiscally constrained STIP and the TIP for the metropolitan region.	Low	Medium
<b>Availability of State Highway &amp; Tolling Funding</b>			
Uncertainty surrounding the availability of state highway and tolling revenues due to public health crisis and/or recession will have an impact on the risk level of the finance plan for the Project.	Strategies to mitigate changes include but are not limited to; acquisition of additional funds and modifying other project’s timelines to manage cash flows, utilize available cash management techniques, including but not limited to AC and TM, to manage the timing of cash needs against the availability of federal and state funds. These techniques provide INDOT and KYTC authority to “concurrently advance projects ....”	Medium	High

## 2021 FINANCIAL PLAN UPDATE

The availability of State and Federal funding risk materialized due to the Preferred Proposer’s bid award. Funding was identified and allocated to the Project to fully fund the CN award. This is discussed further detail in Chapter 11.

## PROCUREMENT RISKS AND RESPONSE STRATEGIES

The risks identified in Table 8-4 may affect the Project Sponsor’s ability to implement the Project due to risks associated with procurement through a DBBV procurement model using a PPA.

**Table 8-4. Procurement – Risks and Response Strategies**

Risk	Response Strategy	Likelihood of Occurrence	Impact of Occurrence
Delay in Procurement		Retired; did not materialize.	

## 2021 FINANCIAL PLAN UPDATE

The Project did not realize a delay in procurement due to bids not affordable. The Project reached commercial close as previously discussed in Chapter 2. Therefore, this procurement risk has been retired.

## IMPACT ON STATEWIDE TRANSPORTATION PROGRAMS

The state has made specific commitments to the completion of the Project. Based on expectations of federal funding availability, as well as expectations regarding the availability of corresponding state transportation funds, the Project Sponsor believes the federal-aid highway formula, federal discretionary, and state transportation funds identified in this IFP are reasonably expected to be available, and without adverse impacts on the state’s overall transportation programs or other funding commitments.

Indiana and KYTC have provided for substantial funding for the Project through a combination

of state and federal funding, including the Project in the state's capital programs. Indiana and Kentucky will continue to make specific financial commitments to the Project based on its standard budget procedures and in accordance with the [STIP](#) for INDOT and [STIP](#) for KYTC, which takes into account the needs of the overall transportation program and other projects throughout the State. In addition to being reflected in internal budget and financial control systems, all anticipated funding amounts are reflected in the fiscally-constrained [KIPDA TIP](#) for the metropolitan region.

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## CHAPTER 9. ANNUAL UPDATE CYCLE

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### **INTRODUCTION**

*This chapter addresses the annual reporting period for the data reported in the Annual Update to the Financial Plan.*

### **FUTURE UPDATES**

The effective date for this FPAU is March 1, 2021. The next FPAU will be submitted to FHWA by June 1, 2022.

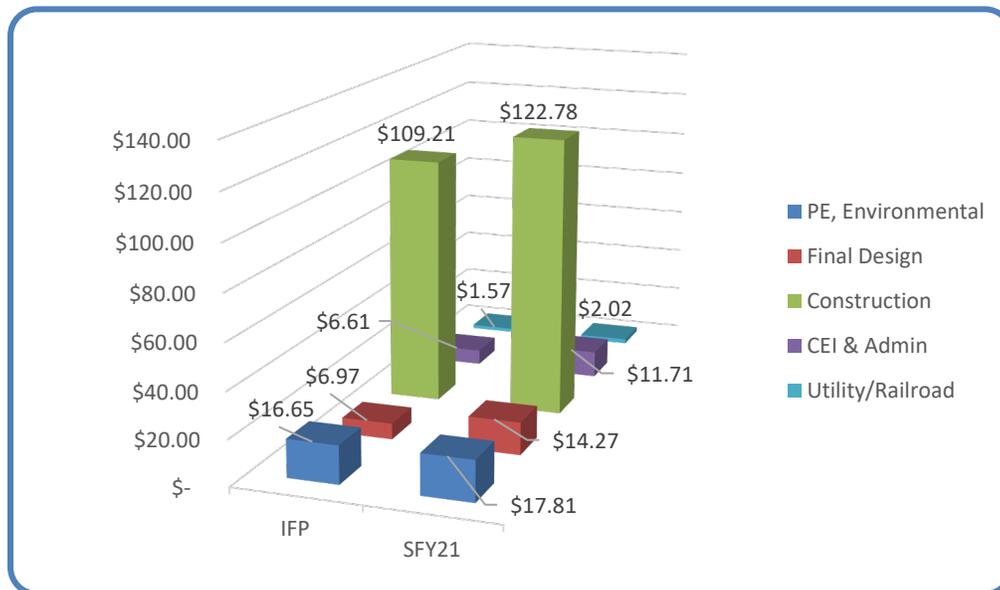
## CHAPTER 10. SUMMARY OF COST CHANGES SINCE LAST YEAR'S FINANCIAL PLAN

### INTRODUCTION

*This chapter addresses the changes that have reduced or increased the cost of the Project since last year's financial plan, the primary reason(s) for the changes, and actions taken to monitor and control cost growth.*

Since the prior Update, the IFP, the Project has realized cost increases in all activities. The primary culprit is CN from the Preferred Proposer's bid and subsequent award, and the CEI/admin services contract formalization post CN award. As previously discussed, the overall Project cost changes since last year's IFP are about \$27.56 million, discussed further in Chapter 11. The reasons for these changes are discussed below briefly.

**Figure 10-1. Project Expenditure & Cost Estimate Comparison by Activity (in \$ millions)**



The actions taken to monitor, and control cost growth include vetting all changes internally between the Project team and the respective Departments. Items considered are cost, added value, short and long-term maintenance impacts, impacts to the Project schedule, and the ability to be implemented. The Project team will look for duplication of efforts and items to control cost growth. All consulting agreements and amendments are negotiated by INDOT's Professional Services Department in accordance with the 2021 specs.

- PE/environmental: additional legal and financial services were required for the procurement and PPA execution.
- Final Design: Preferred Proposer's bid award final design amount is a set percentage % of the CN bid/award.
- Construction: Preferred Proposer's bid award determined the updated CN cost estimate.
- CEI/admin: the professional service contract for CEI services prepping for commencement of CN.
- Utility/railroad relocations: additional RR coordination efforts were required.

## CHAPTER 11. COST AND FUNDING TRENDS SINCE THE INITIAL FINANCIAL PLAN

### INTRODUCTION

*This chapter addresses the trends that have impacted project costs and funding since the IFP, the probable reasons for these trends and the implications for the remainder of the Project.*

Since the IFP the Project has realized a \$27.56 million increase in costs and funding, 19.5% as shown below in Table 11-1. SFY20 and prior did not realize the amount of costs estimated in the IFP by \$3.23 million less. Obligations made in SFY20 and prior that were not expended are shown in SFY21 numbers as encumbrances. This change is reflected below in Table 11-1. Further factors affecting changes in numbers between the IFP, and this Update are discussed below.

- Professional Services
  - Additional legal and financial services (PE activities) were required for the procurement and PPA execution. The nature of a bi-state project requires more effort for a successful procurement.
  - CEI/admin services cost estimate increased when the CN award amount was finalized, although not the same contract. This service is generally a percentage of CN.
  - Additional RR coordination efforts required on RR relocation work.
- Preferred Proposer Award
  - The Preferred Proposer’s price proposal was greater than the original cost estimate and the allocated funding. This affects both the CN and final design activities’ values.

**Table 11-1: Project Expenditures & Cost Estimate Summary Comparison by SFY (in \$ Millions)**

State FY	IFP	2021 FPAU	\$ Delta from IFP	% Delta from IFP
2020 & Prior	\$ 12.45	\$ 9.22	\$ (3.23)	-26.0%
2021	\$ 5.78	\$ 21.89	\$ 16.12	279.1%
2022	\$ 34.68	\$ 53.30	\$ 18.62	53.7%
2023	\$ 58.74	\$ 52.64	\$ (6.10)	-10.4%
2024	\$ 29.37	\$ 31.53	\$ 2.15	7.3%
<b>Total</b>	<b>\$ 141.02</b>	<b>\$ 168.58</b>	<b>\$ 27.56</b>	<b>19.5%</b>

The probable reasons for this trend are increased professional services efforts, inflationary factors and associated risk, and labor market conditions. Increased professional services efforts are necessary on this project due to the bi-state nature; there are two State’s laws and specs to take into consideration that affect the level of effort necessary to successfully complete the job. In addition, cross river mobility during CN is a concern among stakeholders and has been vetted significantly including the consideration to pause or halt tolling on the new bridges on I-65 and I-265 to the east.

Inflationary factors and associated risk are centered around the volatile market in general, due to the COVID-19 effects. There are labor shortages throughout the supply chain and in many sectors causing delays on the delivery of goods/services, further exacerbating the inflationary affect on prices. The very nature of a PPA is to shift certain risks to the private sector. As such, bids reflect the private sector’s view or outlook of the market conditions during the construction

period. If prices are expected to increase more quickly than historically, will result in an increase in bid price. The labor supply is another factor influencing the price proposal and professional services fees. With many job openings and not enough laborers to fill, seasoned/highly skilled workers will be at a premium and in short supply. If there are changes during CN in labor and/or supply chains, could present an issue to the Proposer team increasing costs greatly.

The implications for the remainder of the Project are that cost changes/change orders will likely be inflated compared to prior changes on similar projects due to the factors previously discussed, triggering already realized higher costs. This will result in a greater effort to fund changes and balance the overall INDOT and KYTC capital programs.

## CHAPTER 12. SUMMARY OF SCHEDULE CHANGES SINCE LAST YEAR'S FINANCIAL PLAN

### INTRODUCTION

*This chapter addresses the changes that have caused the completion date for the Project to change since the last financial plan, the primary reason(s) for the change, actions taken to monitor and control schedule growth, and any scope changes that have contributed to this change.*

There has been one change in the Project schedule since the prior Update; the award and execution of the PPA (commercial close) was delayed a month due to the COVID-19. The PPA had to be executed electronically versus ink signed documents and overcoming this technical hurdle took a month. This did not cause a change in the completion date for the Project.

## CHAPTER 13. SCHEDULE TRENDS SINCE THE INITIAL FINANCIAL PLAN

### INTRODUCTION

*This chapter addresses the trends that have impacted the Project schedule since the IFP, the probable reasons for these trends, and the implications for the remainder of the Project.*

The Project's schedule is still on course for the same completion date as in the IFP. As discussed in Chapter 12, COVID-19 effects could linger during the life of the Project and cause further interruptions. However, to date, this has only affected the commercial close date. The probability exists that ongoing supply chain and labor issues could cause delay in any or all aspects of the Project schedule going forward.