

1995 RECONVENED SESSION

SENATE SUBSTITUTE

LD3290812

SENATE BILL NO. 884  
AMENDMENT IN THE NATURE OF A SUBSTITUTE  
(Proposed by the Governor  
on March 27, 1995)

(Patron Prior to Substitute—Senator Calhoun)

A BILL to establish by compact with the State of Maryland and the District of Columbia the Woodrow Wilson Bridge and Tunnel Compact, which creates the Woodrow Wilson Bridge and Tunnel Authority for the purpose of owning, constructing, maintaining, and operating a bridge or tunnel or a bridge and tunnel project across the Potomac River and authorizing the Authority to exercise various powers, including authority to issue revenue bonds and collect tolls.

Be it enacted by the General Assembly of Virginia:

1. § 1. The Governor is hereby authorized and directed to execute, on behalf of the Commonwealth of Virginia, an interstate compact with the District of Columbia and the State of Maryland, which compact shall be in a form substantially as it appears in § 2 of this Act.

§ 2. Preamble; Woodrow Wilson Bridge and Tunnel Compact.

Whereas, traffic congestion imposes serious economic burdens in the Washington metropolitan area, costing commuters an estimated \$1000 each per year; and

Whereas, the average length of commute in the Washington metropolitan area is second only to metropolitan New York, demonstrating the severity of traffic congestion; and

Whereas, the Woodrow Wilson Bridge was designed to carry 70,000 vehicles a day, but carries an actual load of 160,000 per day; and

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

Whereas, the deterioration of the Woodrow Wilson Bridge and the growing population in the Washington metropolitan area account for a large part of the area's traffic congestion, and identifying alternatives to this vital link in the interstate highway system and the Northeast corridor is critical to addressing the area's traffic congestion; and

Whereas, the Woodrow Wilson Bridge is the only drawbridge on the regional interstate network, the only piece of the Capital Beltway with only six lanes and the only segment with a remaining lifespan of only ten years; and

Whereas, the existing Woodrow Wilson Bridge is the only part of the interstate system owned by the federal government, and while the District of Columbia, Maryland and Virginia maintain and operate the bridge, no entity has ever been granted full and clear responsibility for all aspects of this facility; and

Whereas, continued federal government ownership of the Woodrow Wilson Bridge will impede cohesive regional transportation planning as it relates to identifying alternative solutions for resolving problems of the existing Woodrow Wilson Bridge; and

Whereas, any change in the status of the Woodrow Wilson Bridge must take into account the interest of nearby communities, the commuting public, and other interested groups, as well as the interest of the federal government and state and local governments involved; and

Whereas, in recognition of a need for a limited federal role in the management of this bridge and the growing local interest, the U.S. Secretary of Transportation has recommended a transfer of authority and ownership from the federal to the local/state level, consistent with the management of other bridges elsewhere in the nation; and

Whereas, a commission comprised of congressional, state, and local officials and transportation representatives has recommended transfer of the Woodrow Wilson Bridge to an independent authority to be created by the State of Maryland, the Commonwealth of Virginia and the District of Columbia; and

Whereas, a coordinated approach without regard to political and legal jurisdictional boundaries, through the cooperation of the State of Maryland, the Commonwealth of Virginia and the District of Columbia by and through a common agency similar to other Washington metropolitan area authorities, is a proper and necessary step looking towards the alleviation of traffic problems related to the inadequacy of the existing Woodrow Wilson Bridge; now, therefore,

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

WOODROW WILSON BRIDGE AND TUNNEL COMPACT.

CHAPTER I.

General Compact Provisions.

Article I.

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

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60 *the "Authority," which shall embrace the District of Columbia; the Cities of Alexandria, Fairfax, and*  
61 *Falls Church, the Counties of Arlington and Fairfax, and the political subdivisions of the*  
62 *Commonwealth of Virginia located within those counties; and the Counties of Montgomery and Prince*  
63 *Georges in the State of Maryland and the political subdivisions of the State of Maryland located within*  
64 *said counties.*

65 *Article II.*

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

70 *Article III.*

71 *1. The Authority shall be governed by a board of thirteen members appointed as follows:*

72 *a. Four members shall be appointed by the Governor of the Commonwealth of Virginia;*

73 *b. Four members shall be appointed by the Governor of the State of Maryland;*

74 *c. Four members shall be appointed by the Mayor of the District of Columbia; and*

75 *d. One member shall be appointed by the U.S. Secretary of Transportation.*

76 *2. Members, other than members who are elected officials, shall have backgrounds in finance,*  
77 *construction lending, and infrastructure policy disciplines. At least one member from each signatory*  
78 *shall be an incumbent elected official of a political subdivision within the jurisdiction of the Authority*  
79 *stated in Article I of this chapter. No other member shall hold elective or appointive public office.*

80 *3. a. No Board member, officer or employee shall:*

81 *i. be financially interested, either directly or indirectly, in any contract, sale, purchase, lease or*  
82 *transfer of real or personal property to which the Board or the Authority is a party;*

83 *ii. in connection with services performed within the scope of his official duties, solicit or accept*  
84 *money or any other thing of value in addition to the compensation or expenses paid to him by the*  
85 *Authority; or*

86 *iii. offer money or any thing of value for or in consideration of obtaining an appointment, promotion*  
87 *or privilege in his employment with the Authority.*

88 *b. Any Board member, officer or employee who shall willfully violate any provision of this section*  
89 *shall, in the discretion of the Board, forfeit his office or employment.*

90 *c. Any contract or agreement made in contravention of this section may be declared void by the*  
91 *Board.*

92 *d. Nothing in this section 3 shall be construed to abrogate or limit the applicability of any federal or*  
93 *state law which may be violated by any action prescribed by this section.*

94 *4. The Chairperson of the Authority shall be elected biennially by its members.*

95 *5. The members may also biennially elect a secretary and a treasurer, or a secretary-treasurer, who*  
96 *may be members of the Authority, and prescribe their duties and powers.*

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

99 *a. Two members shall each be appointed for a six-year term;*

100 *b. One member shall be appointed for a four-year term; and*

101 *c. One member shall be appointed for a two-year term.*

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

105 *8. Any person appointed to fill a vacancy shall serve for the unexpired term. No member of the*  
106 *Authority shall serve for more than two terms.*

107 *9. The members of the Authority shall not be personally liable for any act done or action taken in*  
108 *their capacities as members of the Authority, nor shall they be personally liable for any bond, note, or*  
109 *other evidence of indebtedness issued by the Authority.*

110 *10. Seven members shall constitute a quorum and at least a majority of the quorum shall be required*  
111 *for any Authority action, with the following exceptions:*

112 *a. Eight affirmative votes shall be required to approve bond issues and the annual budget of the*  
113 *Authority.*

114 *b. Two affirmative votes by members from the affected signatory shall be required to approve*  
115 *operations or matters solely intrastate or solely within the District of Columbia.*

116 *11. Any sole source procurement of property, services or construction in excess of \$100,000 shall*  
117 *require the prior approval of a majority of all of the members of the Authority.*

118 *12. Members shall serve without compensation and shall reside within the jurisdiction of the*  
119 *Authority stated in Article I of this chapter. Members shall be entitled to reimbursement for their*  
120 *expenses incurred in attending the meetings of the Authority and while otherwise engaged in the*  
121 *discharge of their duties as members of the Authority.*

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

126 14. The Authority may fix and provide for the qualification, appointment, removal, term, tenure,  
127 compensation, pension and retirement rights of its officers and employees without regard to the laws of  
128 any of the signatories and may establish, in its discretion, a personnel system based on merit and fitness  
129 and, subject to eligibility, participate in the pension and retirement plans of any signatory, or political  
130 subdivision or agency thereof, upon terms and conditions mutually acceptable.

131 15. The Authority shall establish its office for the conduct of its affairs at a location to be  
132 determined by the Authority within the jurisdiction of the Authority stated in Article I of this chapter  
133 and shall publish rules and regulations governing the conduct of its operations.

134 Article IV.

135 Nothing in this compact shall be construed (i) to amend, alter, or in any way affect the power of the  
136 signatories and the political subdivisions thereof to levy and collect taxes on property or income or to  
137 levy, assess and collect franchise or other similar taxes or fees for the licensing of vehicles and the  
138 operation thereof or (ii) to confer any exemption from taxes related to any material, equipment or  
139 supplies purchased by or on behalf of the Authority.

140 Article V.

141 This compact shall be adopted by the signatories in the manner provided by law therefor and shall  
142 be signed and sealed in four duplicate original copies. One such copy shall be filed with the Secretary  
143 of State of each of the signatory parties or in accordance with laws of the state in which the filing is  
144 made, and one copy shall be filed and retained in the archives of the Authority upon its organization.  
145 This compact shall become effective ninety days after the enactment of concurring legislation by or on  
146 behalf of the District of Columbia, Maryland and Virginia and consent thereto by the Congress and all  
147 other acts or actions have been taken, including the signing and execution of this compact by the  
148 Governors of Maryland and Virginia and the Mayor of the District of Columbia.

149 Article VI.

150 1. Any signatory may withdraw from the compact upon one year's written notice to that effect to the  
151 other signatories. In the event of a withdrawal of one of the signatories from the compact, the compact  
152 shall be terminated; provided, however, that no revenue bonds issued pursuant to Chapter II, Article VI  
153 or any other financial obligations of the Authority remain outstanding and that the withdrawing  
154 signatory has made a full accounting of its financial obligations, if any, to the other signatories.

155 2. Upon the termination of this compact, the jurisdiction over the matters and persons covered by  
156 this compact shall revert to the signatories and the federal government, as their interests may appear.

157 Article VII.

158 Each of the signatories pledges to each of the other signatory parties faithful cooperation in the  
159 solution and control of traffic problems associated with the Woodrow Wilson Bridge and, in order to  
160 effect such purpose, agrees to consider in good faith and request any necessary legislation to achieve  
161 the objectives of the compact to the mutual benefit of the citizens living within the Washington  
162 metropolitan area and for the advancement of the interests of the signatories hereto.

163 Article VIII.

164 The Authority shall not undertake the ownership of the existing Woodrow Wilson Bridge, or any  
165 duties or responsibilities associated therewith, until the Governors of Maryland and Virginia and the  
166 Mayor of the District of Columbia have entered into an agreement with the U.S. Secretary of  
167 Transportation establishing the federal share of the cost of a new Woodrow Wilson bridge or tunnel.  
168 Upon all parties' approval of this agreement, the Authority shall have sole responsibility for duties  
169 concerning ownership, construction, operation and maintenance of the project as hereinafter defined.

170 Article IX.

171 1. If any part or provision of this compact or the application thereof to any person or circumstances  
172 be adjudged invalid by any court of competent jurisdiction, such judgment shall be confined in its  
173 operation to the part, provision or application directly involved in the controversy in which such  
174 judgment shall have been rendered and shall not affect or impair the validity of the remainder of this  
175 compact or the application thereof to other persons or circumstances, and the signatories hereby declare  
176 that they would have entered into this compact or the remainder thereof had the invalidity of such  
177 provision or application thereof been apparent.

178 2. In accordance with the rules for construction of interstate compacts, this compact shall be  
179 liberally construed to effectuate the purposes for which it is created.

180 CHAPTER II.

181 Woodrow Wilson Bridge and Tunnel Revenue Bond Act.

182 Article I.

*Definitions.*

183

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

185 *"Bonds" or "revenue bonds" means bonds and notes or refunding bonds and notes or bond*  
 186 *anticipation notes or other obligations of the Authority issued under the provisions of this Act.*

187 *"Cost," as applied to the project, means the cost of acquisition of all lands, structures, rights-of-way,*  
 188 *franchises, easements and other property rights and interests; the cost of lease payments; the cost of*  
 189 *construction; the cost of demolishing, removing or relocating any buildings or structures on lands*  
 190 *acquired, including the cost of acquiring any lands to or on which such buildings or structures may be*  
 191 *moved, relocated, or reconstructed; the cost to relocate residents or businesses from properties acquired*  
 192 *for the project; the cost of any extensions, enlargements, additions and improvements; the cost of all*  
 193 *labor, materials, machinery and equipment, financing charges, and interest on all bonds prior to and*  
 194 *during construction and, if deemed advisable by the Authority, of such construction; the cost of*  
 195 *engineering, financial and legal services, plans, specifications, studies, surveys, estimates of cost and of*  
 196 *revenues, and other expenses necessary or incident to determining the feasibility or practicability of*  
 197 *constructing the project, administrative expenses, provisions for working capital, and reserves for*  
 198 *interest and for extensions, enlargements, additions and improvements; the cost of bond insurance and*  
 199 *other devices designed to enhance the creditworthiness of the bonds; and such other expenses as may be*  
 200 *necessary or incidental to the construction of the project, the financing of such construction and the*  
 201 *planning of the project.*

202 *"Owner" includes all persons as defined in § 1-13.19 of the Code of Virginia having any interest or*  
 203 *title in and to property, rights, franchises, easements and interests authorized to be acquired by this Act.*

204 *"Project" means the existing Woodrow Wilson Bridge and a bridge or tunnel, or a bridge and tunnel*  
 205 *project, adjacent to the existing Woodrow Wilson Bridge and associated rail transit facilities;*  
 206 *administration, storage and other buildings and facilities which the Authority may deem necessary for*  
 207 *the operation of such project; and all property, rights, franchises, easements and interests which may be*  
 208 *acquired by the Authority for the construction or the operation of such project. Such project shall be*  
 209 *substantially the same as that recommended by the Woodrow Wilson Bridge Study Coordination*  
 210 *Committee established in 1992 by the Federal Highway Administration and as included in the adopted*  
 211 *Long Range Plan and Transportation Improvement Program of the National Capital Region*  
 212 *Transportation Planning Board.*

213

*Article II.*

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

214 *Revenue bonds issued under the provisions of this Act shall not be deemed to constitute a debt or a*  
 215 *pledge of the faith and credit of the Authority or of any signatory government or political subdivision*  
 216 *thereof, but such bonds shall be payable solely from the funds herein provided therefor from tolls and*  
 217 *other revenues. The issuance of revenue bonds under the provisions of this Act shall not directly or*  
 218 *indirectly or contingently obligate the Authority, or any signatory government or political subdivision*  
 219 *thereof, to levy or to pledge any form of taxation whatever therefor. All such revenue bonds shall*  
 220 *contain a statement on their face substantially to the foregoing effect.*

221

*Article III.*

222

*Additional Powers of the Authority.*

223 *Without in any manner limiting or restricting the powers heretofore given to the Authority, the*  
 224 *Authority is hereby authorized and empowered:*

- 225 *1. To establish, finance, construct, maintain, repair and operate the project;*
- 226 *2. Subject to approval of the Governors of Maryland and Virginia and the Mayor of the District of*  
 227 *Columbia, to assume full rights of ownership of the existing Woodrow Wilson Bridge;*
- 228 *3. To determine the location, character, size and capacity of the project; to establish, limit and*  
 229 *control such points of ingress to and egress from the project as may be necessary or desirable in the*  
 230 *judgment of the Authority to ensure the proper operation and maintenance of the project; and to*  
 231 *prohibit entrance to such project from any point or points not so designated;*
- 232 *4. To secure all necessary authorizations, permits and approvals for the construction, maintenance,*  
 233 *repair and operation of the project;*
- 234 *5. To adopt and amend bylaws for the regulation of its affairs and the conduct of its business;*
- 235 *6. To adopt and amend rules and regulations to carry out the powers granted by this section;*
- 236 *7. To acquire, by purchase or condemnation, in the name of the Authority, and to hold and dispose*  
 237 *of real and personal property for the corporate purposes of the Authority;*
- 238 *8. To acquire full information to enable it to establish, construct, maintain, repair and operate the*  
 239 *project;*
- 240 *9. To employ consulting engineers, a superintendent or manager of the project, and such other*  
 241 *engineering, architectural, construction and accounting experts, and inspectors, attorneys, and such*  
 242 *other employees as may be deemed necessary; and within the limitations prescribed in this Act, to*  
 243 *prescribe their powers and duties and to fix their compensation;*
- 244

245 10. To pay, from any available moneys, the cost of plans, specifications, surveys, estimates of cost  
246 and revenues, legal fees and other expenses necessary or incident to determining the feasibility or  
247 practicability of financing, constructing, maintaining, repairing and operating the project;

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

250 12. To fix and revise from time to time and to charge and collect tolls and other charges for the use  
251 of the project;

252 13. To make and enter into all contracts or agreements, as the Authority may determine, which are  
253 necessary or incidental to the performance of its duties and to the execution of the powers granted  
254 under this Act;

255 14. To accept loans and grants of money, materials or property at any time from the United States  
256 of America, the Commonwealth of Virginia, the State of Maryland, the District of Columbia or any  
257 agency or instrumentality thereof;

258 15. To adopt an official seal and alter the same at its pleasure;

259 16. To sue and be sued, plead and be impleaded, all in the name of the Authority;

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

264 18. To do all acts and things necessary or incidental to the performance of its duties and the  
265 execution of its powers under this Act.

266 Article IV.

267 A. Acquisition of Property.

268 The Authority is hereby authorized and empowered to acquire by purchase, whenever it shall deem  
269 such purchase expedient, solely from funds provided under the authority of this Act, such lands,  
270 structures, rights-of-way, property, rights, franchises, easements and other interest in lands, including  
271 lands lying under water and riparian rights, which are located within the Washington metropolitan  
272 area, as it may deem necessary or convenient for the construction and operation of the project, upon  
273 such terms and at such prices as may be considered by it to be reasonable and can be agreed upon  
274 between it and the owner thereof; and to take title thereto in the name of the Authority.

275 All counties, cities, towns and other political subdivisions and all public agencies and authorities of  
276 the signatories, notwithstanding any contrary provision of law, are hereby authorized and empowered to  
277 lease, lend, grant or convey to the Authority at the Authority's request, upon such terms and conditions  
278 as the proper authorities of such counties, cities, towns, political subdivisions, agencies or authorities  
279 may deem reasonable and fair and without the necessity for any advertisement, order of court or other  
280 action or formality, other than the regular and formal action of the authorities concerned, any real  
281 property which may be necessary or convenient to the effectuation of the authorized purposes of the  
282 Authority, including public roads and other real property already devoted to public use.

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

289 B. Procurement.

290 1. Except as provided in subsections 2 and 5 of this section B, and except in the case of procurement  
291 procedures otherwise expressly authorized by statute, the Authority in conducting a procurement of  
292 property, services, or construction shall:

293 a. obtain full and open competition through the use of competitive procedures in accordance with the  
294 requirements of this section; and

295 b. use the competitive procedure or combination of competitive procedures that is best suited under  
296 the circumstances of the procurement.

297 In determining the competitive procedure appropriate under the circumstances, the Authority shall:

298 a. solicit sealed bids if:

299 (i) time permits the solicitation, submission, and evaluation of sealed bids;

300 (ii) the award will be made on the basis of price and other price-related factors;

301 (iii) it is not necessary to conduct discussions with the responding sources about their bids; and

302 (iv) there is a reasonable expectation of receiving more than one sealed bid; or

303 b. request competitive proposals if sealed bids are not appropriate under clause a of this sentence.

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

305 a. the property, services, or construction needed by the Authority is available from only one

306 responsible source, and no other type of property, services, or construction will satisfy the needs of the  
307 Authority; or

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

311 c. the Authority determines that it is necessary in the public interest to use procedures other than  
312 competitive procedures in the particular procurement.

313 3. For the purpose of applying subdivision 2 a of this section B:

314 a. In the case of a contract for property, services, or construction to be awarded on the basis of  
315 acceptance of an unsolicited proposal, the property, services, or construction shall be deemed to be  
316 available from only one responsible source if the source has submitted an unsolicited proposal that  
317 demonstrates a concept:

318 (i) that is unique and innovative or, in the case of a service, for which the source demonstrates a  
319 unique capability to provide the service; and

320 (ii) the substance of which is not otherwise available to the Authority and does not resemble the  
321 substance of a pending competitive procurement.

322 b. In the case of a follow-on contract for the continued development or production of a major system  
323 or highly specialized equipment or the continued provision of highly specialized services, the property,  
324 services, or construction may be deemed to be available from only the original source and may be  
325 procured through procedures other than competitive procedures if it is likely that award to a source  
326 other than the original source would result in:

327 (i) substantial duplication of cost to the Authority that is not expected to be recovered through  
328 competition; or

329 (ii) unacceptable delays in fulfilling the Authority's needs.

330 4. If the Authority uses procedures other than competitive procedures to procure property, services,  
331 or construction under subdivision 2 b of this section B, the Authority shall request offers from as many  
332 potential sources as is practicable under the circumstances.

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

335 b. For the purposes of this subsection, simplified acquisition procedures may be used for purchases  
336 for an amount that does not exceed the simplified acquisition threshold adopted by the federal  
337 government.

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

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

343 6. The Board shall adopt policies and procedures to implement this section. The policies and  
344 procedures shall provide for publication of notice of procurements and other actions designed to secure  
345 competition where competitive procedures are used.

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

#### 348 Article V.

##### 349 Incidental Powers.

350 The Authority shall have power to construct grade separations at intersections of the project with  
351 public highways and to change and adjust the lines and grades of such highways so as to accommodate  
352 the same to the design of such grade separation. The cost of such grade separations and any damage  
353 incurred in changing and adjusting the lines and grades of such highways shall be ascertained and paid  
354 by the Authority as a part of the cost of the project.

355 If the Authority shall find it necessary to change the location of any portion of any public highway,  
356 it shall cause the same to be reconstructed at such location as the Authority shall deem most favorable  
357 and of substantially the same type and in as good condition as the original highway. The cost of such  
358 reconstruction and any damage incurred in changing the location of any such highway shall be  
359 ascertained and paid by the Authority as a part of the cost of the project.

360 Any public highway affected by the construction of the project may be vacated or relocated by the  
361 Authority in the manner now provided by law for the vacation or relocation of public roads, and any  
362 damages awarded on account thereof shall be paid by the Authority as a part of the cost of the project.

363 In addition to the foregoing powers, the Authority and its authorized agents and employees may  
364 enter upon any lands, waters and premises in the Commonwealth for the purpose of making surveys,  
365 soundings, drillings and examinations as they may deem necessary or convenient for the purposes of this  
366 Act, and such entry shall not be deemed a trespass, nor shall an entry for such purposes be deemed an  
367 entry under any condemnation proceedings which may be then pending. The Authority shall make

368 reimbursement for any actual damage resulting to such lands, waters and premises as a result of such  
369 activities.

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

386 The Commonwealth of Virginia hereby consents to the use of all lands owned by it, including lands  
387 lying under water, which are deemed by the Authority to be necessary for the construction or operation  
388 of the project.

389 Article VI.  
390 Revenue Bonds.

391 The Authority is hereby authorized to provide by resolution, at one time or from time to time, for the  
392 issuance of revenue bonds of the Authority to pay all or a part of the cost of all or a part of the  
393 project.

394 Article VII.  
395 Trust Indenture.

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

401 Article VIII.  
402 Revenues.

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

406 Such tolls shall be so fixed and adjusted in respect of the aggregate of tolls from the project as to  
407 provide a fund sufficient with other revenues, if any, to pay (i) the cost of maintaining, repairing and  
408 operating such project and (ii) the principal of and the interest on such bonds as the same shall become  
409 due and payable, and to create reserves for such purposes. Such tolls shall not be subject to supervision  
410 or regulation by any other authority, board, bureau or agency of the Commonwealth. The tolls and all  
411 other revenues derived from the project in connection with which the bonds of any issue shall have been  
412 issued, except such part thereof as may be necessary to pay such cost of maintenance, repair and  
413 operation and to provide such reserves therefor as may be provided for in the resolution authorizing the  
414 issuance of such bonds or in the trust indenture securing the same, shall be set aside at such regular  
415 intervals as may be provided in such resolution or such trust indenture in a sinking fund which is  
416 hereby pledged to, and charged with, the payment of the principal of and the interest on such bonds as  
417 the same shall become due, and the redemption price or the purchase price of bonds retired by call or  
418 purchase as therein provided. Such pledge shall be valid and binding from the time when the pledge is  
419 made; the tolls or other revenues or other moneys so pledged and thereafter received by the Authority  
420 shall immediately be subject to the lien of such pledge without any physical delivery thereof or further  
421 act, and the lien of any such pledge shall be valid and binding as against all parties having claims of  
422 any kind in tort, contract or otherwise against the Authority, irrespective of whether such parties have  
423 notice thereof. Neither the resolution nor any trust indenture by which a pledge is created need be filed  
424 or recorded except in the records of the Authority. The use and disposition of moneys to the credit of  
425 such sinking fund shall be subject to the provisions of the resolution authorizing the issuance of such  
426 bonds or of such trust indenture. Except as may otherwise be provided in such resolution or such trust  
427 indenture, such sinking fund shall be a fund for all such bonds without distinction or priority of one  
428 over another.

Article IX.  
Trust Funds.

429  
430  
431 All moneys received pursuant to the authority of this Act, whether as proceeds from the sale of bonds  
432 or as revenues, shall be deemed to be trust funds to be held and applied solely as provided in this Act.  
433 The resolution authorizing the bonds of any issue or the trust indenture securing such bonds shall  
434 provide that any officer with whom, or any bank or trust company with which, such moneys shall be  
435 deposited shall act as trustee of such moneys and shall hold and apply the same for the purposes  
436 thereof, subject to such regulations as this Act and such resolution or trust indenture may provide.

Article X.  
Remedies.

437  
438  
439 Any holder of bonds issued under the provisions of this Act or any of the coupons appertaining  
440 thereto, and the trustee under any trust indenture, except to the extent the rights herein given may be  
441 restricted by such trust indenture or the resolution authorizing the issuance of such bonds, may, either  
442 at law or in equity, by suit, action, mandamus or other proceeding, protect and enforce any and all  
443 rights under the laws of the Commonwealth of Virginia or granted hereunder or under such trust  
444 indenture or the resolution authorizing the issuance of such bonds, and may enforce and compel the  
445 performance of all duties required by this Act or by such trust indenture or resolution to be performed  
446 by the Authority or by any officer thereof, including the fixing, charging and collecting of tolls.

Article XI.  
Tax Exemption.

447  
448  
449 The exercise of the powers granted by this Act will be in all respects for the benefit of the people of  
450 the Commonwealth and for the increase of their commerce and prosperity, and as the operation and  
451 maintenance of the project will constitute the performance of essential governmental functions, the  
452 Authority shall not be required to pay any taxes or assessments upon the project or any property  
453 acquired or used by the Authority under the provisions of this Act or upon the income therefrom, and  
454 the bonds issued under the provisions of this Act, and the income therefrom, shall at all times be free  
455 from taxation within the Commonwealth.

Article XII.  
Bonds Eligible for Investment.

456  
457  
458 Bonds issued by the Authority under the provisions of this Act are hereby made securities in which  
459 all public officers and public bodies of the Commonwealth and its political subdivisions, insurance  
460 companies, trust companies, banking associations, investment companies, executors, administrators,  
461 trustees and other fiduciaries may properly and legally invest funds, including capital in their control or  
462 belonging to them. Such bonds are hereby made securities which may properly and legally be deposited  
463 with and received by any Commonwealth or municipal officer or any agency or political subdivision of  
464 the Commonwealth for any purpose for which the deposit of bonds or obligations is now or may  
465 hereafter be authorized by law.

Article XIII.  
Miscellaneous.

466  
467  
468 Any action taken by the Authority under the provisions of this Act may be authorized by resolution at  
469 any regular or special meeting, and each such resolution shall take effect immediately and need not be  
470 published or posted.

471 The project when constructed and opened to traffic shall be maintained and kept in good condition  
472 and repair by the Authority. The project shall also be policed and operated by such force of police,  
473 toll-takers and other operating employees as the Authority may in its discretion employ. The Authority  
474 shall comply with all laws, ordinances, and regulations of the signatories and political subdivisions and  
475 agencies thereof with respect to the use of streets, highways, and all other vehicular facilities, traffic  
476 controls and regulations, signs and buildings.

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

481 All private property damaged or destroyed by the construction of the project or any part thereof  
482 shall be restored or repaired and placed in its original condition as nearly as practicable or adequate  
483 compensation made therefor out of funds provided under the authority of this Act.

484 On or before the last day of August in each year, the Authority shall make an annual report of its  
485 activities for the preceding calendar year to the Governors of Maryland and Virginia and the City  
486 Council of the District of Columbia. Each such report shall set forth a complete operating and financial  
487 statement covering its operations during the year. The Authority shall cause an audit of its books and  
488 accounts to be made at least once in each year by certified public accountants and the cost thereof may  
489 be treated as a part of the cost of construction or operation of the project. The records, books and  
490 accounts of the Authority shall be subject to examination and inspection by duly authorized

491 *representatives of the governing bodies of Maryland, Virginia and the District of Columbia and of the*  
492 *political subdivisions constituting the Authority and by any bondholder or bondholders at any*  
493 *reasonable time, provided the business of the Authority is not unduly interrupted or interfered with*  
494 *thereby.*

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

499 *Any person who uses the project and fails or refuses to pay the toll provided therefor shall be guilty*  
500 *of a misdemeanor and, upon conviction, shall be punished by a fine of not more than \$100 or by*  
501 *imprisonment for not more than thirty days, or both.*

502 *When one signatory adopts an amendment or supplement to an existing section of this compact, that*  
503 *amendment or supplement shall not be immediately effective, and the previously enacted provision or*  
504 *provisions shall remain in effect in each jurisdiction until the amendment or supplement is approved by*  
505 *the other signatories and is consented to by Congress.*