

EXHIBIT K

TOLL MOU

[See attached]

**MEMORANDUM OF UNDERSTANDING (MOU) BETWEEN THE
FHWA VIRGINIA DIVISION OFFICE (DIVISION) AND THE VIRGINIA
DEPARTMENT OF TRANSPORTATION (VDOT)**

WHEREAS, on December 12, 2007, the Federal Highway Administration (FHWA) and Virginia Department of Transportation (VDOT) entered into an agreement (the "I-495 HOV/HOT Lanes Tolling Agreement") permitting VDOT to toll the high occupancy vehicle ("HOV") lanes facility on Interstate 495 between the vicinity of Hemming Avenue and terminating near the vicinity of the Georgetown Pike (Route 193) as High Occupancy Toll (HOT) lanes (the "Existing I-495 HOV/HOT Lanes Facility"); and

WHEREAS, tolling agreements are no longer required under Section 129 of Title 23, United States Code, as amended by MAP-21 and the FAST Act; and

WHEREAS, VDOT desires to extend the Existing I-495 HOV/HOT Lanes Facility approximately two miles farther north to the vicinity of George Washington Memorial Parkway ("Toll Project"), and after completion of the Toll Project, the entire span of the I-495 HOV/HOT Lanes Facility will extend from the vicinity of Hemming Avenue to the vicinity of George Washington Memorial Parkway (hereinafter referred to as the "Toll Facility"); and

WHEREAS, based on the Existing Toll Agreement, VDOT has previously implemented or plans to implement tolls using a congestion pricing toll strategy on the Existing I-495 HOV/HOT Lanes Facility and desires to implement tolls using a congestion pricing toll strategy on the portion of the Existing I-495 HOV/HOT Lanes Facility to be extended farther north to the vicinity of George Washington Memorial Parkway, such that tolling using a congestion pricing toll strategy will eventually be implemented on the entirety of the Toll Facility; and

WHEREAS, FHWA and VDOT desire to enter into this Memorandum of Understanding to reflect the mutual understanding that 23 U.S.C. 129(a) and 23 U.S.C. 166, HOV to HOT conversion applies to the entirety of the Toll Facility; and

WHEREAS, 23 U.S.C. 166(b)(4), as amended by the FAST Act, provides that a public authority may allow vehicles not otherwise exempt pursuant to 23 U.S.C. 166(b) to use a HOV facility by paying a toll.

NOW THEREFORE, the FHWA and VDOT hereby agree as follows:

1. The Toll Facility meets the toll eligibility requirements of 23 U.S.C. 166.
2. VDOT shall comply with all requirements of 23 U.S.C. 129(a) and 23 U.S.C. 166, as amended by the FAST Act, with respect to the Toll Facility. VDOT shall also ensure compliance with these requirements through appropriate contractual arrangements with a private operator of the Toll Facility.
3. Effective as of the date of last signature of this MOU, the I-495 HOV/HOT Lanes Tolling Agreement is hereby terminated and replaced with this MOU, which shall apply to the entirety of the Toll Facility.

IN WITNESS THEREOF, the parties hereto have caused this MOU to be duly executed, on the date of the last signature below.

COMMONWEALTH OF VIRGINIA
VIRGINIA DEPARTMENT OF TRANSPORTATION

BY: DocuSigned by:
Stephen C. Brich

Stephen C. Brich, P.E.
Commissioner of Highways

DATE: 5/28/2021 | 2:54 PM EDT

FEDERAL HIGHWAY ADMINISTRATION
VIRGINIA DIVISION

BY: **THOMAS L NELSON JR** Digitally signed by THOMAS L
NELSON JR
Date: 2021.06.29 14:04:50 -04'00'

Thomas L. Nelson, Jr., P.E.
Division Administrator

DATE: _____