

Chesapeake Expressway Toll Transactions

Unaudited

FY2013-2014

Cash Transactions*					Full Rate E-ZPass Transactions				E-ZPass Discount	Grand Total
Month	Motorcycles	2-Axle	3+ Axle	Total	Motorcycles	2-Axle	3+ Axle	Total	Transactions**	Transactions
Jul	1,413	185,559	5,543	192,515	491	133,590	13,018	147,099	116,809	456,423
Aug	1,336	192,045	5,125	198,506	458	168,293	11,431	180,182	119,595	498,283
Sep	1,541	131,958	3,419	136,918	422	81,948	8,944	91,314	113,625	341,857
Oct	604	85,400	2,297	88,301	238	50,289	7,782	58,309	122,555	269,165
Nov	225	60,477	1,422	62,124	131	38,048	7,565	45,744	115,048	222,916
Dec										
Jan										
Feb										
Mar										
Apr										
May										
Jun										
YTD	5,119	655,439	17,806	678,364	1,740	472,168	48,740	522,648	587,632	1,788,644

FY2012-2013

Cash Transactions*					Full Rate E-ZPass Transactions				E-ZPass Discount	Grand Total
Month	Motorcycles	2-Axle	3+ Axle	Total	Motorcycles	2-Axle	3+ Axle	Total	Transactions**	Transactions
Jul	1,259	215,541	6,268	223,068	64	135,094	10,067	145,225	111,025	479,318
Aug	1,125	192,652	4,951	198,728	73	144,671	10,738	155,482	118,865	473,075
Sep	1,711	143,841	3,567	149,119	85	76,125	10,145	86,355	111,645	347,119
Oct	644	87,514	2,411	90,569	70	42,829	6,996	49,895	116,988	257,452
Nov	207	62,891	1,352	64,450	29	34,045	6,439	40,513	113,282	218,245
Dec										
Jan										
Feb										
Mar										
Apr										
May										
Jun										
YTD	4,946	702,439	18,549	725,934	321	432,764	44,385	477,470	571,805	1,775,209

Percentage Change - FY2013-2014 versus Prior Year

Cash Transactions*					Full Rate E-ZPass Transactions				E-ZPass Discount	Grand Total
Month	Motorcycles	2-Axle	3+ Axle	Total	Motorcycles	2-Axle	3+ Axle	Total	Transactions**	Transactions
Jul	12.2%	-13.9%	-11.6%	-13.7%	667.2%	-1.1%	29.3%	1.3%	5.2%	-4.8%
Aug	18.8%	-0.3%	3.5%	-0.1%	527.4%	16.3%	6.5%	15.9%	0.6%	5.3%
Sep	-9.9%	-8.3%	-4.1%	-8.2%	396.5%	7.6%	-11.8%	5.7%	1.8%	-1.5%
Oct	-6.2%	-2.4%	-4.7%	-2.5%	240.0%	17.4%	11.2%	16.9%	4.8%	4.5%
Nov	8.7%	-3.8%	5.2%	-3.6%	351.7%	11.8%	17.5%	12.9%	1.6%	2.1%
Dec										
Jan										
Feb										
Mar										
Apr										
May										
Jun										
YTD	3.5%	-6.7%	-4.0%	-6.6%	442.1%	9.1%	9.8%	9.5%	2.8%	0.8%

* Includes credit card transactions

** E-ZPass Discount Program totals include 2-axle and 3+ axle transactions.

Chesapeake Expressway Operating Statistics - Share of Toll Transactions

Unaudited

FY2013-2014

Month	Cash Transactions*				Regular Rate E-ZPass Transactions				E-ZPass Discount Transactions**
	Motorcycles	2-Axle	3+ Axle	Total	Motorcycles	2-Axle	3+ Axle	Total	
Jul	0.3%	40.7%	1.2%	42.2%	0.1%	29.3%	2.9%	32.2%	25.6%
Aug	0.3%	38.5%	1.0%	39.8%	0.1%	33.8%	2.3%	36.2%	24.0%
Sep	0.5%	38.6%	1.0%	40.1%	0.1%	24.0%	2.6%	26.7%	33.2%
Oct	0.2%	31.7%	0.9%	32.8%	0.1%	18.7%	2.9%	21.7%	45.5%
Nov	0.1%	27.1%	0.6%	27.9%	0.1%	17.1%	3.4%	20.5%	51.6%
Dec									
Jan									
Feb									
Mar									
Apr									
May									
Jun									
YTD	0.3%	36.6%	1.0%	37.9%	0.1%	26.4%	2.7%	29.2%	32.9%

FY2012-2013

Month	Cash Transactions*				Regular Rate E-ZPass Transactions				E-ZPass Discount Transactions**
	Motorcycles	2-Axle	3+ Axle	Total	Motorcycles	2-Axle	3+ Axle	Total	
Jul	0.3%	45.0%	1.3%	46.5%	0.0%	28.2%	2.1%	30.3%	23.2%
Aug	0.2%	40.7%	1.0%	42.0%	0.0%	30.6%	2.3%	32.9%	25.1%
Sep	0.5%	41.4%	1.0%	43.0%	0.0%	21.9%	2.9%	24.9%	32.2%
Oct	0.3%	34.0%	0.9%	35.2%	0.0%	16.6%	2.7%	19.4%	45.4%
Nov	0.1%	28.8%	0.6%	29.5%	0.0%	15.6%	3.0%	18.6%	51.9%
Dec									
Jan									
Feb									
Mar									
Apr									
May									
Jun									
YTD	0.3%	39.6%	1.0%	40.9%	0.0%	24.4%	2.5%	26.9%	32.2%

Change - FY2013-2014 versus Prior Year

Month	Cash Transactions*				Regular Rate E-ZPass Transactions				E-ZPass Discount Transactions**
	Motorcycles	2-Axle	3+ Axle	Total	Motorcycles	2-Axle	3+ Axle	Total	
Jul	0.0%	-4.3%	-0.1%	-4.4%	0.1%	1.1%	0.8%	1.9%	2.4%
Aug	0.0%	-2.2%	0.0%	-2.2%	0.1%	3.2%	0.0%	3.3%	-1.1%
Sep	0.0%	-2.8%	0.0%	-2.9%	0.1%	2.0%	-0.3%	1.8%	1.1%
Oct	0.0%	-2.3%	-0.1%	-2.4%	0.1%	2.0%	0.2%	2.3%	0.1%
Nov	0.0%	-1.7%	0.0%	-1.7%	0.0%	1.5%	0.4%	2.0%	-0.3%
Dec									
Jan									
Feb									
Mar									
Apr									
May									
Jun									
YTD	0.0%	-2.9%	0.0%	-3.0%	0.1%	2.0%	0.2%	2.3%	0.6%

* Includes credit card transactions

** E-ZPass Discount Program totals include 2-axle and 3+ axle transactions.

Chesapeake Expressway Toll Revenue (\$)

Unaudited, Cash Basis

FY2013-2014

Month	Cash*	E-ZPass (Total)**	Discount Program Fees	Total
Jul	\$891,658	\$808,969	\$39,610	\$1,740,237
Aug	933,660	988,191	38,844	1,960,695
Sep	496,298	427,117	38,815	962,230
Oct	271,220	277,505	39,286	588,011
Nov	193,958	233,557	38,712	466,227
Dec				
Jan				
Feb				
Mar				
Apr				
May				
Jun				
YTD	\$2,786,794	\$2,735,339	\$195,267	\$5,717,401

Chesapeake Expressway Operating Expenses (\$)

Unaudited, Excludes Depreciation and Amortization

FY2013-2014

Month	Operating Expenses
Jul	\$136,691
Aug	218,050
Sep	205,625
Oct	196,209
Nov	220,553
Dec	
Jan	
Feb	
Mar	
Apr	
May	
Jun	
YTD	\$977,128

FY2012-2013

Month	Cash*	E-ZPass (Total)**	Discount Program Fees	Total
Jul	\$1,053,171	\$806,683	\$38,784	\$1,898,638
Aug	908,246	849,385	38,826	1,796,457
Sep	562,810	429,521	38,432	1,030,763
Oct	282,905	245,994	38,313	567,212
Nov	198,947	212,866	37,921	449,734
Dec				
Jan				
Feb				
Mar				
Apr				
May				
Jun				
YTD	\$3,006,079	\$2,544,449	\$192,276	\$5,742,804

FY2012-2013

Month	Operating Expenses
Jul	\$162,055
Aug	288,417
Sep	187,735
Oct	182,819
Nov	219,115
Dec	
Jan	
Feb	
Mar	
Apr	
May	
Jun	
YTD	\$1,040,141

Percentage Change - FY2013-2014 versus Prior Year

Month	Cash*	E-ZPass (Total)**	Discount Program Fees	Total
Jul	-15.3%	0.3%	2.1%	-8.3%
Aug	2.8%	16.3%	0.0%	9.1%
Sep	-11.8%	-0.6%	1.0%	-6.6%
Oct	-4.1%	12.8%	2.5%	3.7%
Nov	-2.5%	9.7%	2.1%	3.7%
Dec				
Jan				
Feb				
Mar				
Apr				
May				
Jun				
YTD	-7.3%	7.5%	1.6%	-0.4%

Percentage Change - FY2013-2014 versus Prior Year

Month	Operating Expenses
Jul	-15.7%
Aug	-24.4%
Sep	9.5%
Oct	7.3%
Nov	0.7%
Dec	
Jan	
Feb	
Mar	
Apr	
May	
Jun	
YTD	-6.1%

* Includes credit card transactions

** Includes Full Rate and Discount Program E-ZPass Collections

Chesapeake Expressway Toll Rates

Implemented May 1, 2011

Axes	Regular Rate	Discount Rate (1)	Peak Weekend (2)
2	\$3.00	\$0.75	\$6.00
3 or More	\$4.00	\$2.00	\$7.00
Motorcycle	\$1.00	N/A	\$2.00

(1) Discount Program available to Virginia E-ZPass holders subject to an enrollment fee of \$20 for the initial 6-month period and \$3.33 per month thereafter.

(2) Peak Weekend Toll Rates apply to vehicles not enrolled in the Discount Program travelling on Saturdays and Sundays beginning two Saturdays prior to Memorial Day through and including the Sunday following Labor Day.

Dominion Boulevard Project Expenditure Report

Unaudited

Project Budget

Expense	Original Estimate	Prior Changes	Approved	Exposure	Exposure at 11/30/13	Contingency	Total Estimate
			Changes 11/01/13 to 11/30/13	11/01/13 to 11/30/13 (5)			
Engineering	\$16,088,768	-	-	-	\$16,088,768	-	\$16,088,768
Right-of-Way	58,476,858	-	-	698,875	59,175,733	19,301,125	78,476,858
Utility Relocations	8,688,269	-	-	-	8,688,269	1,000,000	9,688,269
Construction (1)	188,070,320	(1,079,249)	-	9,873,138	196,864,209	13,774,549	210,638,758
Inspection/Admin	23,378,052	-	-	-	23,378,052	1,908,006	25,286,058
Incentive Clause	-	-	-	-	-	5,000,000	5,000,000
Total	\$294,702,267	(1,079,249)	-	10,572,013	\$304,195,031	\$40,983,680	\$345,178,711

Expenditures to Date

Expense	Total Estimate	Prior Expenditures	Expenditures	Total	Percent Expended
			11/1/13 to 11/30/13	Expenditures to Date	
Engineering	\$16,088,768	\$15,159,540	-	15,159,540	94%
Right-of-Way	78,476,858	51,292,711	163,160	51,455,871	65%
Utility Relocations	9,688,269	5,423,539	-	5,423,539	56%
Construction	210,638,758	56,324,328	10,953,183	67,277,511	27%
Inspection/Admin	25,286,058	4,300,559	439,426	4,739,985	17%
Incentive Clause	5,000,000	-	-	-	N/A
Total	\$345,178,711	\$132,500,677	\$11,555,769	\$144,056,446	42%

Funding Sources

Source of Funds	Projected Available Funds	Prior Drawdowns	Drawdowns	Total	Pending Drawdowns (4)	Total Actual and Pending Drawdowns	Remaining Available Funds
			11/01/13 to 11/30/13	Drawdowns through 11/30/13			
Series 2012 Construction Fund (2)	\$107,480,110	\$49,648,816	\$9,112,537	\$58,761,353	\$11,426,239	\$70,187,592	\$37,292,518
VTIB Loan Construction Fund	151,893,495	-	-	-	-	-	151,893,495
Other Committed Funds (3)	85,805,106	72,422,139	1,446,715	\$73,868,854	-	73,868,854	11,936,252
Total	\$345,178,711	\$122,070,955	\$10,559,252	\$132,630,207	\$11,426,239	\$144,056,446	\$201,122,265

(1) Includes Wetlands Mitigation budget of \$358,873

(2) Includes Projected Earnings

(3) Some funds may not be available until future years

(4) Actual Source of Funds for Pending Drawdowns is subject to change

(5) Includes \$3 million per Council resolution on November 26, 2013 to modify the scope of the Project.