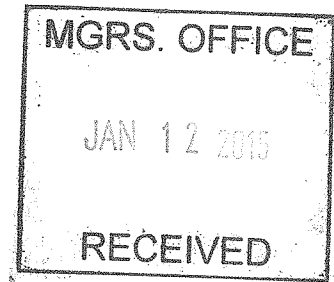


WILLIAM H. FINGER
571 WEST RIVER ROAD
LINCOLN, VERMONT 05443



January 10, 2016

Kathleen Ramsay, Town Manager
94 Main Street
Middlebury, Vermont 05753

Re: WCRS(23) Middlebury Highway Bridges/Rail Tunnel

Dear Kathleen,

It has been my distinct pleasure to work for and with you, for three + years in collaboration and cooperation with VTrans to plan and construct two new bridges in downtown Middlebury to replace two bridges owned by the State of Vermont. The existing bridges are in dire condition and acknowledged by everyone to present a clear and present danger to motorists, pedestrians and businesses in downtown Middlebury.

In order to facilitate an expeditious project to replace the bridges with a tunnel and restore the town green to its pre-1849 form, VTrans proposed to include the town of Middlebury directly in the planning, development and construction phases. Even though the bridges are solely owned by the state, VTrans proposed to use the Local Transportation Facilities (LTF) model for managing the project. LTF projects traditionally have a Local Project Manager (LPM) who guides and directs the project. I was fortunate to be part of the town's successful Cross Street Bridge project, completed in 2010 in record time with no financial assistance from the state or federal governments. VTrans recognized that success and believed that some of the lessons learned regarding expedited decision-making could be applied to the project at hand. With a bit of skepticism, knowing that heavy federal regulation and process was at hand, the Town entered an agreement with VTrans to collaborate and cooperate in a unique partnership to see the project through. At the same time VTrans slated WCRS(23) to be one of the state's first construction management/general contractor (CMGC) projects. This process brought actual construction expertise early-on into the engineering and planning underway. With the Town, VTrans, VT Rail Systems (VRS) and a contractor forming a formidable project team we forged ahead and quickly discovered and agreed that the challenge was much more complex and probably

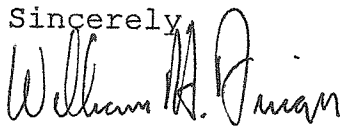
more costly than the original concept of simply sliding concrete boxes in place to form a tunnel and gain vertical clearance for the railway. At every juncture we all assessed impacts not only on the project itself but on the environment through which it would pass. Days were spent finding ways to mitigate adverse impacts on businesses, parking, traffic management, residents, historic buildings and public events. The access road from Battell Block to Water Street, the temporary parking garage and relocation of ACTR's bus hub from Merchant's to a new temporary site are examples. The project has spent near \$50,000 on the ACTR siting issue alone, seeking to preserve current bus schedules as a primary concern. These items and the tunnel itself are items requested by the Town of Middlebury and in spite of significant added project costs they have been approved by the Federal Highway administration. More than \$2.7 million has been spent on planning and design to date.

I was hired to work in this collaborative mode and have enjoyed doing so. I hope that I have provided some help for the Town of Middlebury. Unfortunately, in my opinion, recent events in the Town have turned cooperation and collaboration to confrontation, politics and obfuscation which do little but delay bridge construction and present a very real possibility of required emergency intervention.

It is clear to me that under these circumstances, my services are no longer needed and I am sad to say that I hereby resign effective January 31 or before if you so choose. I wish nothing but the best to the Local Project Management Team (LPMT) that brings a new perspective and expertise to bear. Hopefully it will have has the time to solve an incredibly complicated problem. Please know that I will be happy to discuss anything that I may have learned in the last three years with you at any time.

Thanks for your help and good humor. Keep moving forward and good things will happen.

Sincerely,


William H. Finger

Cc: Rich Tetrault, VTrans