

# **OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION**

## **Resolution Authorizing Commission-Based Payments to Diamond Towers V LLC in the Total Not-to-Exceed Amount of \$325,000.00**

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) owns thirty-four (34) communications, with one located at each Toll Plaza and Maintenance Building; and

WHEREAS, the Commission additionally has seven (7) ground agreements, whereby third parties build and maintain their own communications towers; and

WHEREAS, to maximize its revenue and provide its customers with communications service along the Turnpike, the Commission allows third parties to install and operate communications equipment on these towers; and

WHEREAS, the Commission issued Request for Proposal 3-2020 to Select a Firm to Perform Cell Tower Lease Brokerage and Property Management Services with the Option to Use the Commission’s Right of Way for Fiber Optic Cable Installation; and

WHEREAS, the Commission selected Diamond Towers V LLC (“Diamond”) and entered into a Reinstatement and Second Amendment to Tower License Brokerage and Management Agreement (“Agreement”); and

WHEREAS, under the terms of the Agreement Diamond receives the following compensation for its Management Services the following amounts: 1) thirty-five percent of the Gross License Fees generated from any New License during the Term of the Agreement, and 2) twenty-four percent of the Gross License Fees generated under an Existing License and any amendment, revenue share increase, escalation, renewal, or replacement executed and/or occurring the term of the Agreement; and

WHEREAS, in the case of existing fiber licenses, Diamond’s compensation is set at the greater of either the total hourly fees, or thirty-five percent of the net increase to the then current fees generated by such Existing Fiber Licenses attributable to Diamond’s involvement in negotiating such net increase; and

WHEREAS, since the execution of the Agreement, the Commission has paid Diamond a total of \$144,851.10; and

WHEREAS, the Reinstatement is set to expire by its own terms on December 31, 2025; and

WHEREAS, it is anticipated that Diamond will continue to manage existing licenses, and also to bring new business to the Commission prior to the expiration of the Agreement; and

WHEREAS, it is anticipated that such amounts will result in commission-based payments owed to Diamond in a total amount not to exceed \$325,000.00 under the Agreement; and

WHEREAS, the Executive Director has reviewed the recommendation of the General Counsel and concurs that the Commission should authorize commission payments to Diamond as described above; and

WHEREAS, in accordance with Article V, Section 1.00 of the Commission’s Bylaws, Commission action is necessary because there will be an expenditure of more than \$150,000.00; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED, by the Ohio Turnpike and Infrastructure Commission authorizes commission-based payments to Diamond Towers V LLC as described in the Agreement in the total not-to-exceed amount of \$325,000.00; and

FURTHER RESOLVED, that the Commission instructs the General Counsel or her designee to issue a report back to the Commission annually indicating the expenditures made to Diamond Towers V LLC each year.

**(Resolution No. 13-2024 adopted January 16, 2024)**