

**MINUTES OF THE 722nd OHIO TURNPIKE AND
INFRASTRUCTURE COMMISSION
SEPTEMBER 16, 2024**

This regular meeting of the Ohio Turnpike and Infrastructure Commission was **CALLED TO ORDER** on September 16, 2024, at 10:00 a.m., located at 682 Prospect Street, Berea, Ohio 44017.

Following the **PLEDGE OF ALLEGIANCE**, members of the Ohio Turnpike and Infrastructure Commission answered to **ROLL CALL** as follows:

ROLL CALL:

Members Present:

- Vice Chair, Sandra K. Barber;
- Secretary-Treasurer, Guy C. Coviello
- Commission Member, June E. Taylor;
- Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noirost; and
- Ohio Office of Budget and Management, Paul Disantis.

Members Excused:

- Chairman, Jerry N. Hruby;
- Commission Member, Colleen Shay Murray;
- Ohio Senator Bill Reineke; and
- State Representative Haraz N. Ghanbari.

Ohio Turnpike and Infrastructure Commission Employees Present:

- Assistant Secretary-Treasurer and Executive Director, Ferzan M. Ahmed, P.E.;
- Chief Engineer/Deputy Executive Director, Chris Matta;
- General Counsel, Jennifer Monty Rieker;
- Director of Administration, Lisa Zamiska;
- Chief Financial Officer, Lisa M. Mejac;
- Interim Director of Audit and Internal Control, Jeffery Bartlett;
- Chief Information Officer, Chriss Pogorelc;
- Design and Planning Engineer, Daniel Rodriguez;
- Director of Marketing and Communications, Chuck Cyrill;
- Legal Administrative Assistant, Jennifer Diaz;
- Ohio State Highway Patrol (OSHP) Staff Lieutenant Richard Reeder;
- Marketing and Communications Specialist, Zakk Sheehan;
- Deputy General Counsel, Heather Veljkovic;
- Construction Engineer, Anne Powell;
- Director of Contracts Administration, Aimee Lane;
- Legal Records Coordinator, Tara Cottrell;

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- Contracts Department, Jacki Dohoda Herberger;
- Customer Service Center Supervisor, Taylor Birth;
- Contracts Administrative Assistant, Lisa Drozdowski;
- Paralegal, Suzanne Coleman;
- Patrol Secretary, Kristin Obermeyer;
- Staff Attorney, Monica Gibson;
- Customer Service Center Manager, Amanda Ginley;
- Radio Room Operator, Bill Davis;
- Radio Room Operator, Adrian Asimov;
- Maintenance Department, Joe Bradbury;
- Maintenance Department, James Matthews;
- Marketing and Communications, Joe Cronauer
- Accounting, Aliena Lavrishin
- Maintenance Department, Derek Lee; and
- Customer Service Representative, Kelly Baker.

Others Present:

- Iris McClish, BBC;
- Chuck Rosati, Prime AE
- Bethany Pugh, PFM;
- Michael Burgess, Osborn;
- Hamid Homae, Transportation Business Development Advisors;
- Maureen Shildwachter, Huntington National Bank; and
- Jeff Broadwater, Michael Baker and Associates.

MINUTES OF THE AUGUST 19, 2024, REGULAR COMMISSION MEETING:

Motion: Secretary-Treasurer Coviello

Seconded: Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noirot

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor, Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noirot

Nayes: None

Abstain: None

MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

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REPORTS:

- Report of the Secretary-Treasurer, Guy Coviello

ADMINISTRATIVE REPORTS:

- Executive Director, Ferzan M. Ahmed, P.E.
 - Customer Service Center Operations:
 - The current average wait time is five minutes and forty-one seconds, and the average amount of time representatives spend with a customer is six minutes and forty-four seconds.
 - At peak volume, the call time is over twelve minutes and while this is still high compared to pre go-live conditions, this is a huge improvement.
 - The Commission has added several individuals to the team to assist with customer service. As of now, we have a total of twenty-four team members in the customer service center, including four temporary employees.
 - Toll Collection System update of all costs, including the soft costs:
 - In 2017, the costs were put together with a 2017 planning level estimate. That estimate shows a total cost range of \$199.7 to \$229.3 million, for the TCS and construction projects.
 - The planning estimate assumes a mid-point of construction in 2020, with a 2023 completion and did not include soft costs for design, management, and contingencies. These items are typically at least 20% of a planning level estimate, or between \$40 - \$46 million. A comprehensive planning level estimate would have been between \$239.7 to \$275.3 million.
 - To date, total costs, including all completed change orders, delay and inflation costs are approximately \$263.6 million.
 - There are still a few outstanding change orders, which will be presented to the Commission when they are ready.

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- The new open road toll plazas increased pavement as well as traffic lanes that require more snowplows and employees. Several new employees were needed in the customer service center, technology, finance and auditing. This was offset by a reduction of employees in the toll operations department. The planning level estimate did not include a cost for either equipment or employees. Three additional snow and ice trucks were needed at a cost of approximately \$1 million.
- There was an increase of twenty-three staff members in different areas and a decrease of thirty-one staff members in the toll operations area. The net result was a decrease of eight staff members across the Turnpike.
- Several projects will be completed. Two of those projects are for design, done by Arcadis, and project management, done by Stantec. Over the years similar Resolutions have been brought before the Commission and sometime in the near future a new project will be brought before the Commission for a technology expert to assist with monitoring and improving our key performance indicators on the system. This is an important post-implementation step that most other turnpikes have used after going live.
- Congratulated recently promoted employees:
 - Greg Papp on his promotion to Assistant Section Foreman at Canfield.
- Welcomed eleven (11) new and/or returning employees:
 - Radio Room - Adrian Asimou
 - Marketing and Communications - Joe Cronauer
 - Accounting - Aliena Lavrishin
 - Maintenance Department – James Matthews
 - Maintenance Department – Ralph Cairl
 - Maintenance Department – Mark Naiber
 - Maintenance Department – Orville Malone
 - Maintenance Department – Adrian Williams
 - Maintenance Department – Derek Lee
 - Maintenance Department – Thomas Parnel
 - Maintenance Department – Joe Bradbury

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- Acknowledged two (2) retirees:
 - Lisa Boutton
 - Jack Gullett
- Acknowledged Ohio Department of Transportation Director, Dr. Jack Marchbanks, who is retiring from ODOT on September 30, 2024.

RESOLUTION:

Resolution Honoring the Distinguished Service of Ohio Department of Transportation
Member Ex-Officio Director Jack Marchbanks, PhD

Motion: Secretary-Treasurer Coviello
Seconded: Ohio Department of Transportation (ODOT) Member Ex-Officio, through its
director's designee, Gery Noirot

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor,
Ohio Department of Transportation (ODOT) Member Ex-Officio, through its
director's designee, Gery Noirot

Nayes: None
Abstain: None

MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

RESOLUTION NO.: [Resolution No. 92-2024](#)

CHIEF ENGINEER/DEPUTY EXECUTIVE DIRECTOR'S REPORT:

Chief Engineer/Deputy Executive Director and his staff proposed the following resolutions.

RESOLUTION:

Resolution Approving the Selection of Kokosing Construction Company, Inc. for Project No. 59-24-04 in the Total Amount of \$586,751.09 Resolution Approving the Selection of Kokosing Construction Company, Inc. for Project No. 59-24-04 in the Total Amount of \$586,751.09 (Chris Matta, Chief Engineer/Deputy Executive Director)

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Secretary-Treasurer Coviello asked what would happen if the Commission didn't address the situation?

Chief Engineer Matta advised that the Commission has done its best to maintain it over the last several months. The Commission runs the risk of losing the center lane in the middle of the day which could cause traffic problems and needs to get ahead of it before the winter season.

Motion: Commission Member Taylor
Seconded: Secretary-Treasurer Coviello

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor, Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noirot

Nays: None
Abstain: None

MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

RESOLUTION NO.: [Resolution No. 93-2024](#)

RESOLUTION:

Resolution Approving the Selection of Any Domestic Work, Inc. Under Bid Invitation No. 4459 to Perform Janitorial Services at Eight (8) Maintenance Buildings in the Total Estimated Amount of \$190,000.00 (Bryan Emery, Maintenance Engineer)

Commission Member Taylor asked how the underperforming vendors are notified of their underperformance.

Maintenance Engineer Emery stated that at the time of the underperformance during the contract period, the vendor was provided multiple opportunities to correct the insufficiencies over several weeks and the vendor failed to implement those changes. In addition, there were invoicing issues with the vendor.

Motion: Commission Member Taylor
Seconded: Secretary-Treasurer Coviello

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor, Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noirot

Nays: None
Abstain: None

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MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

RESOLUTION NO.: [Resolution No. 94-2024](#)

RESOLUTION:

Resolution Approving the Selection of Oak Knot Holdings, LLC to Furnish and Install A Global Positioning System (GPS) and Automatic Vehicle Location (AVL) Hardware and Software Solution for the Not to Exceed Amount of \$1,283,395.00 (Bryan Emery, Maintenance Engineer)

Motion: Vice Chair Barber
Seconded: Commission Member Taylor

Secretary-Treasurer Coviello requested a report be provided at the end of the winter season as to the performance of and success rate of the system.

Director Ahmed advised that a report will be provided to Commission Members as requested.

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor, Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noirot
Nays: None
Abstain: None

MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

RESOLUTION NO.: [Resolution No. 95-2024](#)

DIRECTOR OF CONTRACTS ADMINISTRATION'S REPORT:

Director of Contracts Administration, Aimee Lane and Office of Equity and Inclusion Contracts Coordinator, Stacey Verespe presented their 2022-2023 Annual Report.

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CHIEF FINANCIAL OFFICER'S REPORT:

Chief Financial Officer, Lisa Mejac, provided an update on the August 2024 Traffic and Revenue reviewed and submitted (attached).

Director Ahmed elaborated on the comment made by the Chief Financial Officer about not starting the collections of the Bureau of Motor Vehicles holds because of people needing to catch up, hold and wait times when contacting the Commission's Customer Service Center. When things return to pre go-live wait times, the Commission will implement those collections.

RESOLUTION:

Resolution Establishing Two Pools of Underwriting Services Firms and Authorizing the Appointment of Underwriters for the Issuance of Bonds (Chief Financial Officer, Lisa Mejac)

Motion: Secretary-Treasurer Coviello

Seconded: Commission Member Taylor

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor, Ohio Department of Transportation (ODOT) Member Ex-Officio, through its director's designee, Gery Noiro

Nays: None

Abstain: None

MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

RESOLUTION NO.: [Resolution No. 96-2024](#)

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GENERAL COUNSEL’S REPORT:

RESOLUTION:

Resolution Ratifying the Purchase of Insurance Policies for the Commission’s
Comprehensive Insurance Program

Motion: Commission Member Taylor
Seconded: Secretary-Treasurer Coviello

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor,
Ohio Department of Transportation (ODOT) Member Ex-Officio, through its
director’s designee, Gery Noiro

Nays: None

Abstain: None

MINUTES ADOPTED: 4-AYES, 0-NAYS, 0-ABSTENTIONS.

RESOLUTION NO.: [Resolution No. 97-2024](#)

OHIO STATE HIGHWAY PATROL’S REPORT:

- Staff Lieutenant Richard Reeder reported on the following:
 - On August 2, 2024, Lieutenant Smith, of District 3 Criminal Patrol, stopped a vehicle for a marked lanes violation on the Ohio Turnpike eastbound near milepost 139. Lieutenant Smith made contact with the driver and noticed a strong odor of marijuana coming from the vehicle. The driver did not have a license or the vehicle information. Trooper Matt Boyer, of District 3 Criminal Patrol, arrived on scene to assist with K-9 Titus, who alerted to the suspect vehicle. The driver admitted to possessing approximately five to six pounds of marijuana. A search revealed a black duffel bag in the trunk containing seven individual bags of marijuana. The suspect is charged with felony possession of drugs.
 - District One and District Two Criminal Patrol are currently assisting Border Patrol with a large identity theft and fraud case. Agent Gribbons stopped a New York plated Honda Pilot on Interstate 80 westbound near milepost 68 in Wood County. Criminal indicators were observed and Trooper Mayle and Trooper Manly responded to assist. A probable cause search of the vehicle revealed several large Home Depot boxes in the rear cargo area with hundreds of brand

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new tools still in the packaging, along with a single-channel gate receiver and wiring that can possibly be utilized to override electric vehicle gates at various businesses. 120 fraudulent New Jersey and Pennsylvania identification cards were located in a natural cavity under the dash and center console. The three suspects were transported to the Bowling Green Post to further the investigation. Documents in the vehicle revealed one of the suspects was incarcerated by New York State Police last month for fraud-related charges, and LPR information revealed the suspects have been through multiple states in the Midwest and along the east coast in the past several weeks. Additionally, receipts indicate they have “purchased” over \$41,000 in items from Home Depot alone. The FBI has been contacted and agreed to adopt the case. OSP Intel will be provided with all the information and photographs to send out an RFI to the states the suspects have recently traveled to. We are still currently trying to determine the value of the tools, but it’s expected be well over \$10,000.

- Last month our D-4 Criminal Patrol Sergeant Brian McGill, was on patrol on the Ohio Turnpike eastbound near milepost 210. He observed a gray Buick Lacrosse commit several traffic violations and attempted to initiate a traffic stop with the suspect vehicle. The vehicle continued eastbound entering the toll plaza near Milepost 212, paid her toll and proceeded to drive back onto the highway all while Sergeant McGill had his overhead lights activated. He then activated his audible siren and the suspect still failed to stop. The suspect vehicle continued to flee at slower than usual speeds. Sergeant McGill was able to identify that the vehicle was being driven by an elderly female. Sergeant McGill requested units to his locations to perform a slow rolling road block to stop the suspect’s vehicle. After speaking with the driver, the units quickly learned she appeared confused and frustrated. Troopers contacted her husband and daughter, who advised she suffers from mental health issues. Emergency medical services were dispatched but she refused medical treatment. The units kept her calm and in a safe place for over two hours while they waited for her husband and daughter to arrive on scene to pick her up.
- Staff Lieutenant Reeder welcomed two new Sergeants, Sergeant Allison Mentis to Milan Post 90 and Sergeant Matthew Fidram to the Hiram Post 91 and Lieutenant Erica Gockstetter to the Swanton Post.

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Vice Chair Barber: The next Meeting shall be held on Monday, October 21, 2024, at 10:00 a.m., here at the Commission's Administration Building located in Berea, Ohio.

Vice Chair Barber stated there was no further business and made a motion to adjourn the 722nd Commission Meeting.

Motion: Secretary-Treasurer Coviello
Seconded: Commission Member Taylor

Ayes: Vice Chair Barber, Secretary-Treasurer Coviello, Commission Member Taylor,
Ohio Department of Transportation (ODOT) Member Ex-Officio, through its
director's designee, Gery Noirot

Nayes: None
Abstain: None

MEETING ADJOURNED: 11:05 a.m.

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EXHIBITS

- Resolution No. 92-2024 – Resolution Honoring the Distinguished Service of Ohio Department of Transportation Member Ex-Officio Director Jack Marchbanks, PhD
- Resolution No. 93-2024 – Resolution Approving the Selection of Kokosing Construction Company, Inc. for Project No. 59-24-04 in the Total Amount of \$586,751.09 (Chris Matta, Chief Engineer/Deputy Executive Director)
- Resolution No. 94-2024 – Resolution Approving the Selection of Any Domestic Work, Inc. Under Bid Invitation No. 4459 to Perform Janitorial Services at Eight (8) Maintenance Buildings in the Total Estimated Amount of \$190,000.00 (Bryan Emery, Maintenance Engineer)
- Resolution No. 95-2024 – Resolution Approving the Selection of Oak Knot Holdings, LLC to Furnish and Install A Global Positioning System (GPS) and Automatic Vehicle Location (AVL) Hardware and Software Solution for the Not to Exceed Amount of \$1,283,395.00 (Bryan Emery, Maintenance Engineer)
- Resolution No. 96-2024 – A Resolution Establishing Two Pools of Underwriting Services Firms and Authorizing the Appointment of Underwriters for the Issuance of Bonds (Lisa Mejac, Chief Financial Officer)
- Resolution No. 97-2024 – Resolution Ratifying the Purchase of Insurance Policies for the Commission’s Comprehensive Insurance Program (Jennifer Monty Rieker, General Counsel)
- August 2024 Traffic and Revenue Report

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OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

**Resolution Honoring the Distinguished Service of Ohio Department of
Transportation Member Ex-Officio Director Jack Marchbanks, PhD**

WHEREAS, between August 12, 2002 and December 9, 2002, Dr. Jack Marchbanks served as the Interim Executive Director of the Ohio Turnpike Commission (now known as the Ohio Turnpike and Infrastructure Commission); and

WHEREAS, in January 2019, Governor Mike DeWine appointed Dr. Marchbanks to serve as the Director of the Ohio Department of Transportation; and

WHEREAS, on January 14, 2019, Dr. Marchbanks began serving as the ODOT Member Ex-Officio with the Ohio Turnpike and Infrastructure Commission; and

WHEREAS, on September 30, 2024, Dr. Marchbanks will retire from his position as the Director of the Ohio Department of Transportation ODOT and Member Ex-Officio with the Ohio Turnpike and Infrastructure; and

WHEREAS, Dr. Marchbanks has been a highly regarded Member of the Commission and has served Ohio Turnpike motorists well; and

WHEREAS, the members and staff of the Commission wish to formally acknowledge Dr. Marchbanks distinguished and exceptionally dedicated, service on the Commission and for the traveling public; and

NOW, THEREFORE, BE IT

RESOLVED, that the Ohio Turnpike and Infrastructure Commission hereby acknowledges and expresses its gratitude to Dr. Marchbanks for over thirty-two years of dedicated service, and the Commission considers that the people of the State of Ohio have been fortunate in receiving the unselfish services that he rendered; and

FURTHER RESOLVED, that the Commission extends its best wishes to Dr. Marchbanks, his wife, and their children and desires that Dr. Marchbanks have much success and well-being in all matters and activities that he shall undertake in the future; and

FURTHER RESOLVED, that the Assistant Secretary-Treasurer be, and hereby he is, directed to send a certified copy of this Resolution to Dr. Marchbanks.

(Resolution No. 92-2024 adopted September 16, 2024)

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OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

**Resolution Approving the Selection of Kokosing Construction Company, Inc. for Project
No. 59-24-04 in the Total Amount of \$586,751.09**

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) published a notice in accordance with law to advertise an invitation to bid on a contract for Pavement Repairs, Eastbound and Westbound Roadways, at Milepost 128.34 to Milepost 135.95, in Erie and Lorain Counties, Ohio, designated as Project No. 59-24-04 (the “Project”); and

WHEREAS, the Commission received one (1) bid to perform the contractor’s obligations on the Project, and the Chief Engineer/Deputy Executive Director reviewed and evaluated the bid received; and

WHEREAS, the Chief Engineer/Deputy Executive Director reported that Kokosing Construction Company, Inc. (“Kokosing”) submitted a responsive and responsible bid to perform the Contractor’s obligations on the Project for the total amount of \$586,751.09, which he recommends the Commission accept and approve authorization for the Executive Director to award; and

WHEREAS, the Director of Contracts Administration determined that bids for the Project were solicited on the basis of the same terms and conditions and the same specifications, that selecting the bid of Kokosing conforms to the requirements of Ohio Revised Code Sections 153.54, 5537.07 and 9.312, and Kokosing submitted a performance bond with good and sufficient surety; and

WHEREAS, the Office of Equity and Inclusion (OEI) Contracts Coordinator determined to waive the program requirements due to lack of subcontracting opportunities and availability of certified firms; and

WHEREAS, Commission action is necessary to approve the Contract in accordance with Article V, Section 1.00 of the Commission’s Bylaws because the amount of the bid received will require expenditures under the Project that will exceed \$150,000.00; and

WHEREAS, the Commission’s Executive Director concurs with the Chief Engineer/Deputy Executive Director’s recommendation that the Commission approve the award of the Project to Kokosing as the lowest responsive and responsible bidder; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED, by the Ohio Turnpike and Infrastructure Commission that the bid of Kokosing Construction Company, Inc. for Project No. 59-24-04 in the total amount of \$586,751.09

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is approved as the lowest responsive and responsible bid received, and the Executive Director is authorized to execute a contract on the basis of said bid.

(Resolution No. 93-2024 adopted September 16, 2024)

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OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

**Resolution Approving the Selection of Any Domestic Work, Inc. Under Bid Invitation No.
4459 to Perform Janitorial Services at Eight (8) Maintenance Buildings in the Total
Estimated Amount of \$190,000.00**

WHEREAS, on July 12, 2024, the Ohio Turnpike and Infrastructure Commission (“Commission”) duly advertised for bids under Bid Invitation No. 4459 for the furnishing of all services and materials for cleaning all Eight (8) Maintenance Buildings, for a term of one (1) year; and

WHEREAS, each Maintenance Building was identified in Bid Invitation No. 4459 as a separate item which allowed bidders to bid on any number of Maintenance Buildings; and

WHEREAS, the Commission received three (3) bids in response to Bid Invitation No. 4459 to perform cleaning services at the Maintenance Buildings, from Any Domestic Work, Inc. (all 8 buildings), King General Cleaning (Boston, Hiram and Canfield), and NDR Facilities, LLC (Kunkle, Swanton, Elmore and Castalia); and

WHEREAS, King General Cleaning submitted an apparent low bid for Items 6 through 8 but this bidder was deemed not a responsible bidder due to unsatisfactory performance on prior contracts for janitorial services and, on this basis, the bid was rejected; and

WHEREAS, the Maintenance Engineer has reported that Any Domestic Work, Inc. submitted the lowest responsive and responsible bid for Items 1-8 as follows:

Item 1 – Kunkle	\$74.00 per visit
Item 2 – Swanton	\$74.00 per visit
Item 3 – Elmore	\$90.00 per visit
Item 4 – Castalia	\$74.00 per visit
Item 5 – Amherst	\$74.00 per visit
Item 6 – Boston	\$74.00 per visit
Item 7 – Hiram	\$90.00 per visit
Item 8 – Canfield	\$74.00 per visit

WHEREAS, the estimated cost of the Contract for the one-year term is \$190,000.00; and

WHEREAS, the Director of Contracts Administration has determined that all bids were solicited on the basis of the same terms, conditions and specifications, and that Any Domestic Work, Inc. complied with the requirements of Section 5537.07 and 9.312 of the Ohio Revised Code; and

WHEREAS, the Office of Equity and Inclusion waived the program requirements due to a lack of subcontracting opportunities and the availability of certified firms; and

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WHEREAS, the Executive Director and Chief Engineer/Deputy Executive Director reviewed the bid award recommendation of the Maintenance Engineer and recommend that a Contract be awarded to Any Domestic Work, Inc. as the lowest responsive and responsible bidder under Invitation No. 4459 for all eight (8) Maintenance Buildings; and

WHEREAS, expenditures by the Commission under Invitation No. 4459 will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for the award of such contract to Any Domestic Work, Inc.; and

WHEREAS, the Commission has duly considered such recommendation.

NOW, THEREFORE, BE IT

RESOLVED, by the Ohio Turnpike and Infrastructure Commission that the bid received under Invitation No. 4459 from Any Domestic Work, Inc. of Parma, Ohio, is approved as the lowest responsive and responsible bid received to perform cleaning services at the Commission's Eight (8) Maintenance Buildings and that the Executive Director is authorized to enter into a contract on the basis of said bid for a term of one-year for an estimated total amount of \$190,000.00.

(Resolution No. 94-2024 adopted September 16, 2024)

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OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

**Resolution Approving the Selection of Oak Knot Holdings, LLC to Furnish and Install A
Global Positioning System (GPS) and Automatic Vehicle Location (AVL) Hardware and
Software Solution for the Not to Exceed Amount of \$1,283,395.00**

WHEREAS, on June 12, 2024, the Ohio Turnpike and Infrastructure Commission (“Commission”) issued Request for Proposals (“RFP”) No. 16-2024 to select a vendor to furnish and install a Global Positioning System (GPS) and Automatic Vehicle Location (AVL) Hardware and Software Solution to support the Commission’s winter maintenance operations; and

WHEREAS, on July 17, 2024, seven (7) proposals were received to furnish and install a GPS and AVL Hardware and Software Solution, which were reviewed by an Evaluation Team consisting of the Maintenance Engineer, Fleet and Equipment Engineer, and Staff Engineer II, which, after meeting with the two top-ranked firms, concluded that Oak Knot Holdings, LLC (“Oak Knot Holdings”), submitted the Proposal offering the best value in terms of service and price; and

WHEREAS, the Director of Contracts Administration has determined that all legal requirements have been performed and that the proposals were solicited on the basis of the same terms, conditions and specifications with respect to all respondents and the Commission may legally enter into an agreement with Oak Knot Holdings; and

WHEREAS, the Office of Equity and Inclusion (OEI) Contracts Coordinator waived the program requirements due to lack of subcontracting opportunities and availability of certified firms; and

WHEREAS, the Executive Director has reviewed the report of the Evaluation Team and approves the recommendation that the Commission select Oak Knot Holdings as its provider of a GPS and AVL Hardware and Software Solution; and

WHEREAS, Commission action is necessary in accordance with Article V, Section 1.00 of the Commission’s Bylaws because the expenditure exceeds \$150,000.00; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED, by the Ohio Turnpike and Infrastructure Commission that the proposal submitted by Oak Knot Holdings, LLC to furnish and install a Global Positioning System (GPS) and Automatic Vehicle Location (AVL) Hardware and Software Solution, in the not to exceed amount of \$1,283,395.00, is approved and that the Executive Director is authorized to execute the agreement on the basis of said proposal for a term commencing on the effective date, until system implementation and acceptance, including a one-year warranty period, and at the end of the

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warranty period, the option to extend the contract for up to four (4) additional one-year terms for on-going maintenance and additional development, if required.

(Resolution No. 95-2024 adopted September 16, 2024)

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OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

**Resolution Establishing Two Pools of Underwriting Services Firms and Authorizing the
Appointment of Underwriters for the Issuance of Bonds**

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) is, by virtue of Chapter 5537 of the Ohio Revised Code (the “Act”), authorized and empowered, among other things, to issue Bonds of the State for the purpose of paying costs of (i) constructing any one or more Turnpike Projects, (ii) constructing any one or more Infrastructure Projects and (iii) refunding any Commission Bonds outstanding from time to time; and

WHEREAS, on June 21, 2024, the Commission issued a Request for Qualifications (“RFQ”) to solicit proposals from investment banking firms to serve as either senior managing or co-managing underwriter on one or more potential transactions (the “Underwriting Services”); and

WHEREAS, barring any unforeseen developments, the Commission does not anticipate borrowing for new projects in the near term; and

WHEREAS, depending on market conditions, the Commission may determine to issue additional Bonds to refund certain of its currently outstanding Bonds. Such bond issues would either generate significant economic savings; optimize the Commission’s aggregate annual debt service curve; or serve some other policy objective; and

WHEREAS, investment banks play a key role in the Commission’s financing team, acting as underwriters to assist in the structuring, marketing and distributing bonds; the banks’ market reach, access, and understanding of investor preferences provide a direct benefit to the Commission in the form of wide distribution and an efficient cost of borrowing; and

WHEREAS, twenty seven (27) proposals were received that expressed an interest in providing Underwriting Services, which were reviewed by an Evaluation Committee consisting of the Chief Financial Officer, the Comptroller, and the Commission’s Financial Advisor (PFM Financial Advisors LLC), which, after review and discussion, recommends prequalifying a selection of investment banking firms for two pools of underwriting services firms: 1) to serve as senior managing, co-senior managing underwriters, and/or co-manager underwriters (“Senior Manager Pool”), and 2) to serve solely as co-managing underwriters (“Co-Manager Pool”) (collectively, “Underwriting Pools”), for a term of five (5) years commencing on October 1, 2024 and expiring on September 30, 2029; and

WHEREAS, the Evaluation Committee has submitted a recommendation to the Commission for the selection of a Senior Manager Pool to be comprised of the following four (4) underwriting firms: 1) BofA Securities, Inc.; 2) Loop Capital Markets LLC; 3) Morgan Stanley & Co. LLC; and 4) Wells Fargo Bank, N.A., under the terms and conditions set forth in this resolution and the RFQ; and

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WHEREAS, the Evaluation Committee submitted a recommendation to the Commission for the selection of a Co-Manager Pool to be comprised of the following two (2) underwriting firms: 1) Fifth Third Securities, Inc.; and 2) Huntington Securities Inc., dba Huntington Capital Markets; under the terms and conditions set forth in this resolution and the RFQ; and

WHEREAS, creation of the Underwriting Pools shall not be construed as a guarantee that services will be required for any specific transaction; and

WHEREAS, one or more underwriting firms may be selected for each or all the transactions, but there is no assurance that if selected for one of the transactions the firm will be selected for any of the other transactions; and

WHEREAS, should the need arise to solicit proposals for underwriters for a specific transaction, the Commission may authorize the Executive Director to select and appoint one or more of the prequalified investment banking firms from among the Underwriting Pools using requests for proposals pursuant to the requirements of the RFQ; and

WHEREAS, expenditures incurred by the Commission for the Underwriting Services will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary to select these six (6) firms prequalified to provide the Underwriting Services; and

WHEREAS, costs associated with utilizing Underwriting Services of one or more of the investment banks in the proposed Underwriting Pools will be incurred when a Commission approved financing transaction is required and will be paid out as a cost of issuance from the bond proceeds; and

WHEREAS, the Director of Contracts Administration advises that (i) the Statements of Qualifications described above were solicited on the basis of the same terms and conditions with respect to all RFQ respondents and potential respondents and (ii) due and full consideration has been given to the Statements of Qualifications received, the respondents' qualifications and their capabilities to perform the required services; and

WHEREAS, the Executive Director has reviewed the Evaluation Team's recommendations for the Senior Manager Pool and Co-Manager Pool and recommends that such Pools be established containing the recommended firms.

WHEREAS, the Commission has duly considered said recommendations;

NOW, THEREFORE, BE IT

RESOLVED, that the Commission hereby accepts and approves the recommendation for the Senior Manager Pool, and directs that the Senior Manager Pool be established containing the following underwriter firms: 1) BofA Securities, Inc.; 2) Loop Capital Markets LLC; 3) Morgan

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Stanley & Co. LLC; and 4) Wells Fargo Bank, N.A., for a term of five (5) years commencing on October 1, 2024 and expiring on September 30, 2029; and

FURTHER RESOLVED, the Commission hereby authorizes that firms designated as members of the Senior Manager Pool may be designated as Senior Manager, Co-Senior Manager, or Co-Manager at the Executive Director and CFO's sole discretion in consultation with the Commission's Financial Advisor, on a per transaction basis; and

FURTHER RESOLVED, the Commission hereby accepts and approves the recommendation for the Co-Manager Pool and directs that the Co-Manager Pool be established containing the following underwriter firms: 1) Fifth Third Securities, Inc.; and 2) Huntington Securities Inc., dba Huntington Capital Markets, for a term of five (5) years commencing on October 1, 2024, and expiring on September 30, 2029; and

FURTHER RESOLVED, the Commission hereby authorizes that firms designated as members of the Co-Manager Pool may be designated as Co-Managers only, at the Executive Director and CFO's sole discretion in consultation with the Commission's Financial Advisor, on a per transaction basis; and

FURTHER RESOLVED, that the Executive Director and CFO, in consultation with the Commission's Financial Advisor, are authorized to select and contract with firms from the Underwriter Pools to provide Underwriting Services to the Commission in connection with the issuance of Bonds, who's issuance has to be authorized by further resolution of the Commission, to pay costs of Turnpike Projects and/or to refund certain of the Commission's outstanding Bonds; and

FURTHER RESOLVED, that as used in this Resolution, including its recitals, "Bonds", "Turnpike Project" and "Infrastructure Project" have the meanings given in Section 5537.01 of the Revised Code; and

FURTHER RESOLVED, that the Commission's Executive Director and CFO are authorized and directed to notify the aforesaid firms that they have been selected and appointed to the applicable Underwriting Pool in accordance with the Commission's Request for Qualifications and the responses thereto, and to take any and all further action necessary to carry out the terms thereof.

(Resolution No. 96-2024 adopted September 16, 2024)

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OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

**Resolution Ratifying the Purchase of Insurance Policies for the Commission's
Comprehensive Insurance Program**

WHEREAS, the Ohio Turnpike and Infrastructure Commission ("Commission") is required to maintain comprehensive property and casualty insurance coverage in accordance with Article 5, Sections 5.05, 5.06 and 5.07 of the Master Trust Agreement dated April 8, 2013, as well as the Junior Lien Master Trust Agreement dated August 1, 2013 (collectively, the "Trust Agreements"); and

WHEREAS, through Resolution No: 73-2023, the Commission accepted the proposals submitted by agent/brokerage firms on behalf of insurance carriers for policies commencing on September 1, 2023 through September 1, 2024, with the possibility of two annual renewals; and

WHEREAS, to maintain comprehensive property and casualty insurance coverage in accordance with Article 5, Sections 5.05, 5.06 and 5.07 of the Trust Agreements, the General Counsel requested that its agents/brokerage firms seek proposals for policies commencing on September 1, 2024; and

WHEREAS, the Commission needed to secure coverage commencing September 1, 2024, so the General Counsel, with the consent of the Executive Director, accepted the proposals submitted by the following agent/brokerage firms on behalf of insurance carriers for policies commencing on September 1, 2024, pursuant to the following premium quotes:

1. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of Arch Insurance Company (first excess layer), for an annual premium of \$290,000.00
2. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of StarStone Insurance (second excess layer), for an annual premium of \$174,420.00
3. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of Group Ark/Arcadian (third excess layer), for an annual premium of \$235,000.00
4. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of Allied World (fourth excess layer), for an annual premium of \$103,000.00
5. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of Vantage Risk

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Specialty Insurance Company (fifth excess layer), for an annual premium of \$97,900.00

6. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of HDI Global (sixth excess layer), for an annual premium of \$69,525.00
7. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Arthur J. Gallagher Risk Management Services, Inc. on behalf of Great American Insurance Company (seventh excess layer), for an annual premium of \$61,000.00
8. Umbrella/Excess Liability Coverage, including terrorism coverage, proposed by Acrisure Great Lakes on behalf of Navigators Excess Causality Division (eighth excess layer), for an annual premium of \$126,500.00

WHEREAS, Commission action is requested to approve the contracts in accordance with Article V, Section 1.00 of the Commission's Bylaws because the aggregate amount of the insurance premiums will require an expenditure that exceeds \$150,000.00 to purchase the insurance policies.

NOW, THEREFORE, BE IT

RESOLVED, that the Commission, in accordance with the Trust Agreements, which require it to maintain comprehensive property and casualty insurance coverage, has duly considered the recommendations of the General Counsel; and

FURTHER RESOLVED, that the Commission hereby authorizes the Executive Director and the General Counsel, each alone or together, to purchase the above-specified insurance policies for the approximate aggregate premium amount of \$1,157,345.00 including broker fees from the following brokers:

- A. Arthur J. Gallagher Risk Management Services, Inc., for the Commission's first through seventh excess layers
- B. Acrisure Great Lakes for the Commission's eighth excess layer

all in accordance with the terms and conditions set forth the responding insurance agent brokers' proposals, and at the premiums quoted therein.

FURTHER RESOLVED, that the Commission hereby authorizes the Executive Director or the General Counsel, together or individually, to execute such additional documentation or certificates and to take any and all further action that may be necessary or appropriate in the opinion of General Counsel to the Commission, in order to affect the purchase of the above-described insurance policies and the intent of this Resolution.

(Resolution No. 97-2024 adopted September 16, 2024)