

**MINUTES OF THE 558<sup>th</sup> MEETING OF THE OHIO TURNPIKE COMMISSION**  
**February 22, 2010**

**Chairman:** (3:01 p.m.) The meeting will come to order. Will the Assistant Secretary-Treasurer please call the roll?

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Here

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Here

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Here

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Here

**Assistant Secretary-Treasurer:** Senator Patton

**Mr. Patton:** Here

**Assistant Secretary-Treasurer:** I believe the rest had indicated they would not be able to attend today.

**Chairman:** Thank you. We have a number of guests here today and in keeping with past practice I'd like everyone to introduce themselves.

**Those in attendance:** Andrea Plassard, Financial Consultant; Eric Erickson, Fifth Third Securities; David Miller, Director of Internal Audit, Ohio Turnpike; Heidi Jedel, Executive Office, Ohio Turnpike; Jennifer Diaz, Legal Department, Ohio Turnpike; Kathleen Clark, Fifth Third Securities; Carol Zanin, Ohio Turnpike; Kathy Weiss, Director of Contracts Administration, Ohio Turnpike; Frank Bronzo, KCI Associates of Ohio; Neil Gresham, URS Corporation; Todd Cooper, DCK North American; Roger Hannay, Ohio State Highway Patrol; Tim Lynch, Senator Tom Patton's Office; Chris Hopkins, Key Bank; Dave Russell, Operators Union Local 18; Don Taggart, Operators Union Local 18; Frank Lamb, Huntington Bank; Stefan Holmes, First Merit Bank; Janet Kirkpatrick, Ohio Turnpike; Lauren Hakos, Public Affairs & Marketing Manager; Brian Keller, Ohio Turnpike; Donna Cook, Ohio Turnpike; Linda Birth, Ohio Turnpike; Carol Marlowe, Ohio Turnpike; Gina Kilgore, Ohio Turnpike; Daniel Van Epps, West Virginia University/Conotton-Sandy-Tuscarawas Valley Community Improvement Corporation.

**Chairman:** Thank you. This is the 558<sup>th</sup> meeting of the Ohio Turnpike Commission. We are meeting here at the Commission headquarters in Berea as provided for in the Commission's Code of Bylaws for a Special Meeting. Various reports will be received and we will act on several resolutions, draft copies have previously been sent to the Members and updated drafts are in the Members' folders. The resolutions will be explained during the appropriate reports. May I have a motion to adopt the minutes of the December 18, 2009 Commission Meeting?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

**Chairman:** Comments? Would you please call the roll?

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**Chairman:** If there are no questions; we'll proceed with the report of the Secretary-Treasurer, which will be given by the Assistant Secretary-Treasurer, Mr. Distel.

**Executive Director:** Thank you Mr. Chairman. The following items have been sent to the Members since the last scheduled meeting of the Commission on December 18, 2009:

1. Minutes of the December 18, 2009 Commission Meeting
2. Traffic and Revenue, November, December, 2009 and January, 2010
3. Total Revenue by Month and Year, December, 2009 and January, 2010
4. Investment Report, November, December, 2009 and January, 2010

5. Traffic Crash Summary Report, December, 2009 and January, 2010
6. Financial Statement, November, December, 2009 and January, 2010
7. Budget Report, Twelve Months, 2009

That concludes the report of the Secretary-Treasurer.

**Chairman:** Any questions or comments for the Secretary-Treasurer? Thank you Mr. Distel, next we will do your report, the Executive Director.

**Executive Director:** Thank you Mr. Chairman and Members of the Commission and guests. I am happy to report that our new toll collection system is operating well. There are several items that still need to be completed prior to final acceptance, which includes and this is not a total inclusive list, but it's installation of our ATPM's, our DVTEL camera positioning at our back gates, some lane simulator equipment that we're waiting on, some HVAC modifications and some back gate functionality. We have developed a project completion punch list and are working diligently with TransCore to close-out this project. While we are starting to see a slight rebound in traffic, it really happened in the last week or so, but I'm still not ready to tell you that we've ridden out the worst of times, but again it is somewhat encouraging. As of this morning, the Ohio Turnpike Commission has issued over 59,754 transponders. We are now receiving approximately from 450 – 500 orders per week. We anticipate this order volume will increase as summer approaches. I regret to inform you as you may recall, we had submitted an application for a TIGER Grant with the United States Department of Transportation. You may recall that the Capital Budget that was presented at our December meeting contained provisions for the receipt of \$33.5 million in the form of a TIGER Grant from US DOT, unfortunately we did not receive the grant funding. Therefore, in accordance with Resolution 34-2009 that approved the 2010 Capital Budget sometime later this year it will be necessary to transfer the \$20 million from the General Reserve Fund to the System Project Fund, so we can proceed with the completion and rebuilding of the service plazas out in Williams County.

I'd like to introduce you to Andrea Plassard, she introduced herself a little bit earlier, and to tell you that as you are aware because I've been telling you before, she will provide us with our Traffic and Revenue Report this afternoon. Andrea joined us about three weeks ago, she is a contract employee that works for Walthall, Drake & Wallace, LLP. Since she graduated from Cleveland State University where she earned her BA with a major in Accounting, she also attended and graduated from Baldwin Wallace College with a Masters in Business Administration. She has hit the ground running and has been a tremendous help to us here as you know we brought Andrea on to help us when we still thought that our beloved CFO/Comptroller, Mr. Steiner might return to us. Andrea entered the public accounting industry after working as a Chief Accountant and Assistant Comptroller here for the Ohio Turnpike Commission for 11 years, so we are glad to have her on board. She, as I said, has been a big help. I asked her to help us through about four or five items and really she has been an unbelievable amount of help to us in these trying times.

This next statement I am going to make is going to be a little bit difficult. As everybody in the room is probably aware, we lost our beloved CFO/Comptroller, Mr. Jim Steiner, about a month ago. Jim was not only a good friend, a great employee, and he passed away as I said about a month ago after just a two month battle with cancer. Jim emulated all of those greatest attributes and qualities of an individual. He was super smart, very patient; he was soft spoken but direct, conscientious and an unbelievably loyal employee. Jim loved his job and more importantly, he loved the people that he worked with. He is truly, truly sadly missed. Jim completed the 2008 CAFR and I was informed just last December and I may have mentioned this before, I was informed on December 14<sup>th</sup>, that once again, due to Jim's diligent, hard work the Ohio Turnpike Commission has again received the Certificate of Achievement for Excellence in Financial Reporting. We have a resolution here today that honors the memory and the hard work and dedication of Mr. Steiner to this Commission. It's probably self explanatory. I can't find the words to tell you the patience that Jim had with me when I came here about two years ago. I always called it our daily briefing on the budget and for about three months I went from Turnpike finance 101 to Turnpike finance 1001. But after that 3 months; I felt very, very confident that Jim had a great handle of the finances of the Turnpike and was patient with me and explaining to me and actually showing me that after about three weeks that we were about \$13 million in the hole, if you remember we had to come back and adjust the budget. The same happened in 2009, where again because of the diminishing traffic and the revenue to the Turnpike, Jim and I got together and again made a \$10 million change to the 2009 budget, so \$23 million over a two year period. Then I think we about floored them when we found that we had an opportunity to resell some of our bonds, some of our existing debt in a very short period. Eric Erickson and many, many others, myself, Jim, Dave, Noelle, Dan went through the arduous task of trying to maintain our AA bond rating with Moody's, Fitch, Standard and Poor. We traveled to New York, we made our presentation and again it was because of Jim's diligence and hard work that we were able to retain that AA rating and in the end resell those bonds at less interest rate and save the Commission about \$7.5 million. Jim was an unbelievable person, he up to, I think, a week before he passed away when the Chief Engineer and I were able to visit with Jim that Monday before he passed, was still determined he was going to come back to work. Obviously, that was not possible, the cancer got him and today we'd like to present a resolution for your consideration. Noelle if you could please read the resolution.

**General Counsel:** RESOLVED that the Ohio Turnpike Commission, by the adoption of this resolution, hereby expresses its sorrow upon the death of James T. Steiner, who contributed to and was responsible for the Commission's achievement of the highest standards of excellence in financial reporting, and hereby tenders to his family its most sincere and deepest sympathy; and

FURTHER RESOLVED that the Assistant Secretary-Treasurer be, and he hereby is, instructed to transmit a certified copy of this resolution to The Steiner Family.

**Chairman:** Thank you. Do we have a motion to adopt the resolution honoring the late Jim Steiner?

**Mr. Kidston:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

**Chairman:** Any comments from any of the Commission Members? Please call the roll.

**Assistant Secretary-Treasurer:** Mr. Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 1-2010**

**Resolution Honoring the Distinguished Service of the  
Late CFO/Comptroller James T. Steiner and  
Expressing Commission's Sorrow and  
Extending Sympathy to the Steiner Family**

WHEREAS, the Commission has suffered the loss of its CFO/Comptroller James T. Steiner, who served in that capacity with great honor and distinction since his appointment to that position on May 10, 1999; and

WHEREAS, the untimely death of James T. Steiner on January 21, 2010, has saddened his many friends, co-workers, business associates and acquaintances at the Commission; and

WHEREAS, during James Steiner's tenure as CFO/Comptroller, as evidenced by the Comprehensive Annual Financial Report for which he oversaw preparation every year beginning in 1999 through the year 2008, the Commission was awarded the Certificate of Achievement for Excellence in Financial Reporting by the Government Finance Officers Association for the United States and Canada based upon the Commission's achievement of the highest standards in government accounting and financial reporting; and

WHEREAS, during his tenure as CFO/Comptroller, the Commission also received The Auditor's Award by the Auditor of the State of Ohio based upon the Commission's commitment

to the highest standards of financial reporting in its Comprehensive Annual Financial Report; and

WHEREAS, the Commission, during the tenure of CFO/Comptroller James T. Steiner, was able to maintain the highest credit ratings issued by the three nationally recognized bond rating agencies; and

WHEREAS, the Commission, during the tenure of CFO/Comptroller James T. Steiner and under his guidance, moved forward with conversion to the new electronic toll collection system and successfully completed several different bond issuances and/or refunding of bond debt, thereby making it possible for the Commission to proceed with the third lane construction project and other major capital infrastructure replacement projects, including the replacement of several pairs of its original service plazas and the Cuyahoga Valley River Bridges; and

WHEREAS, the late James T. Steiner, was highly respected by the Commission's members, its staff, his colleagues and all those with whom he was associated during his tenure with the Commission; and

WHEREAS, the members of the Commission and the Commission's staff wish to give formal and public recognition for the most honorable, exceptionally dedicated and effective service of its late CFO/Comptroller James T. Steiner, as a distinguished member of its staff.

NOW, THEREFORE, BE IT

RESOLVED that the Ohio Turnpike Commission, by the adoption of this resolution, hereby expresses its sorrow upon the death of James T. Steiner, who contributed to and was responsible for the Commission's achievement of the highest standards of excellence in financial reporting, and hereby tenders to his family its most sincere and deepest sympathy; and

FURTHER RESOLVED that the Assistant Secretary-Treasurer be, and he hereby is, instructed to transmit a certified copy of this resolution to The Steiner Family.

**(Resolution No. 1-2010 adopted February 22, 2010)**

**Chairman:** I think it would be appropriate if we had just a moment of silence at the meeting for Mr. Steiner.

**Chairman:** Thank you.

**Assistant Secretary-Treasurer:** Mr. Chairman that concludes my report and would be happy to answer any questions.

**Chairman:** Any questions or comments for the Executive Director? Thank you. Chief Engineer, Dan.

**Chief Engineer:** Thank you Mr. Chairman. I have four resolutions for your consideration this afternoon along with two brief reports. The first resolution is awarding Contract No. 59-10-02. This is for resurfacing our mainline roadway from milepost 91.2 to milepost 101.5 located in Sandusky County. We received three bids in response to the subject contract. The apparent low bid was submitted by Erie Blacktop, Inc., of Sandusky County in the total amount of \$3,106,715.00. The total amount bid is below the Engineer's estimate and this bidder has performed satisfactorily in the past for the Commission. This project was on our 2010 capital budget that was approved in December. The resolution also includes provisions to assign Mannik & Smith Group, Inc., of Maumee, Ohio, to the contract for the purposes of performing construction inspection and CTL Engineering, Inc. of Cleveland, Ohio, for performing materials testing. If the General Counsel would please read the resolved?

**General Counsel:** RESOLVED that the bid of **Erie Blacktop, Inc., of Sandusky, Ohio**, in the amount of **\$3,106,715.00** for the performance of Contract No. 59-10-02 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized: 1) to execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid; 2) to direct the return to the bidders of their bid security, when appropriate, and 3) to take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign **Mannik & Smith Group, Inc., of Maumee, Ohio** to Contract No. 59-10-02 for the purpose of performing construction inspection, and **CTL Engineering, Inc., of Cleveland, Ohio** for the purpose of performing material testing and inspection, with such assignments in accordance with the 2009-2010 General Engineering Services Agreements between the Ohio Turnpike Commission and said engineering firms; and

**FURTHER RESOLVED that Project No. 59-10-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.**

**Chairman:** Is there a motion to adopt?

**Ms. Teeuwen:** So moved.

**Chairman:** Is there a second?

**Mr. Kidston:** Second.

**Chairman:** Any questions or discussions concerning the resolution before us? I see the biggest difference between the first and second bidder seems to be the \$250,000.00 on the traffic maintenance on the line item. I assume you will watch that real close for them.

**Chief Engineer:** Yes, we will Mr. Chairman.

**Chairman:** Thank you.

**Mr. Regula:** If I may ask, what did these come in about what you expected from the engineers?

**Chief Engineer:** Mr. Chairman, Commission Member Regula, both of these contracts I have this morning came in substantially below the engineer's estimate as Commission Member Teeuwen predicted in December. The estimate on this project was \$4.1 million.

**Mr. Regula:** Thank you.

**Chairman:** Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

## **RESOLUTION NO. 2-2010**

### **Resolution Awarding Contract No. 59-10-02**

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Repairs and Resurfacing, Eastbound and Westbound Roadways, from Milepost 91.2 to Milepost 101.5 located in Sandusky County, Ohio, herein designated **Contract No. 59-10-02**; and

WHEREAS, the Commission received three (3) bids for the performance of said Contract; and

WHEREAS, said bids have been reviewed and analyzed by the Commission's Chief Engineer, and he has submitted a report concerning such analysis, which report is before the Commission; and

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 59-10-02 was received from **Erie Blacktop, Inc.** of Sandusky,



**Ohio**, in the amount of **\$3,106,715.00**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that all bids for Contract No. 59-10-02 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Erie Blacktop, Inc. for Contract No. 59-10-02 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a performance bond with good and sufficient surety has been submitted by Erie Blacktop, Inc.; and

WHEREAS, the Commission's Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, has made his recommendation to the Commission to award Contract No. 59-10-02 to the lowest responsive and responsible bidder, Erie Blacktop, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Erie Blacktop, Inc.** of **Sandusky, Ohio**, in the amount of **\$3,106,715.00** for the performance of Contract No. 59-10-02 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized: 1) to execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid; 2) to direct the return to the bidders of their bid security, when appropriate, and 3) to take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign **Mannik & Smith Group, Inc.**, of **Maumee, Ohio** to Contract No. 59-10-02 for the purpose of performing construction inspection, and **CTL Engineering, Inc.**, of **Cleveland, Ohio** for the purpose of performing material testing and inspection, with such assignments in accordance with the 2009-2010 General Engineering Services Agreements between the Ohio Turnpike Commission and said engineering firms; and

**FURTHER RESOLVED that Project No. 59-10-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.**

**(Resolution No. 2-2010 adopted February 22, 2010)**

**Chief Engineer:** Thank you. The second resolution is awarding Contract No. 59-10-03 for resurfacing the mainline roadway from milepost 223.3 to milepost 230.55 located in Mahoning County. We received two bids in response to this contract and the apparent low bid was submitted by The Shelly Company of Twinsburg, Ohio in the total amount of \$5,704,748.00. Again this bid is below the engineer's estimate and this contractor has performed satisfactorily in the past. This project was also on our 2010 Capital Budget. The resolution also

contains provisions to assign Quality Control Inspection, Inc., of Bedford, Ohio to the project for the purposes of performing construction inspection and PSI of Cleveland, Ohio for the purposes of performing materials testing and inspection. If the General Counsel would please read the Resolved?

**General Counsel:** RESOLVED that the bid of **The Shelly Company of Twinsburg, Ohio**, in the amount of **\$5,704,748.00** for the performance of Contract No. 59-10-03 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized: 1) to execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid; 2) to direct the return to the bidders of their bid security, when appropriate, and 3) to take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign **Quality Control Inspection, Inc. of Bedford, Ohio** to Contract No. 59-10-03 for the purpose of performing construction inspection, and **PSI of Cleveland, Ohio** for the purpose of performing material testing and inspection, with such assignments in accordance with the 2009-2010 General Engineering Services Agreements between the Ohio Turnpike Commission and said engineering firms; and

**FURTHER RESOLVED that Project No. 59-10-03 is designated a System Project under the Commission's 1994 Master Trust Agreement.**

**Chairman:** Is there a motion to adopt?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Mr. Kidston:** Second.

**Chairman:** Questions, discussions about the bid before us?

**Mr. Regula:** Just one question. The barrier reflector Dan, those are not the moveable barriers are they?

**Chief Engineer:** Mr. Chairman, Commission Member Regula, which item number are you referring to?

**Mr. Regula:** Number 55.

**Chief Engineer:** No, these are Mr. Chairman, Commission Member Regula, these are to replace existing barrier reflectors that are on our pier protection in front of the piers on the mainline.

**Mr. Regula:** Okay, thank you.

**Chairman:** No further questions? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

### **RESOLUTION NO. 3-2010**

#### **Resolution Awarding Contract No. 59-10-03**

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Repairs and Resurfacing from Milepost 223.3 to Milepost 230.55 located in Mahoning County, Ohio, herein designated **Contract No. 59-10-03**; and

WHEREAS, the Commission received two (2) bids for the performance of said Contract; and

WHEREAS, said bids have been reviewed and analyzed by the Commission's Chief Engineer, and he has submitted a report concerning such analysis, which report is before the Commission; and

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 59-10-03 was received from **The Shelly Company of Twinsburg, Ohio**, in the amount of **\$5,704,748.00**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that all bids for Contract No. 59-10-03 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of The Shelly Company for Contract No. 59-10-03 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a performance bond with good and sufficient surety has been submitted by The Shelly Company; and

WHEREAS, the Commission's Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, has made his recommendation to the Commission to award Contract No. 59-10-03 to the lowest responsive and responsible bidder, The Shelly Company; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **The Shelly Company of Twinsburg, Ohio**, in the amount of **\$5,704,748.00** for the performance of Contract No. 59-10-03 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized: 1) to execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid; 2) to direct the return to the bidders of their bid security, when appropriate, and 3) to take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign **Quality Control Inspection, Inc. of Bedford, Ohio** to Contract No. 59-10-03 for the purpose of performing construction inspection, and **PSI of Cleveland, Ohio** for the purpose of performing material testing and inspection, with such assignments in accordance with the 2009-2010 General Engineering Services Agreements between the Ohio Turnpike Commission and said engineering firms; and

**FURTHER RESOLVED that Project No. 59-10-03 is designated a System Project under the Commission's 1994 Master Trust Agreement.**

**(Resolution No. 3-2010 adopted February 22, 2010)**

**Chief Engineer:** Thank you. The third resolution this morning is a resolution directing the Executive Director to amend the agreement with ms consultants, inc. I don't know if the Commission is aware, but tomorrow afternoon at 2 o'clock we do open the bids for our Indian Meadow/Tiffin River Service Plazas in Williams County. Now that that design project is done it's time to turn our attention to the design of the next set of service plazas, which is Mahoning Valley and Glacier Hills located at milepost 237.2 in Mahoning County. In August of 2004, we issued a request for proposals to select an engineering firm to perform the site engineering design and environmental services for this set of service plazas. At the time, the project was identified as Project 71-04-09. At the time, the Commission selected ms consultants, inc., of Youngstown, Ohio to perform this work. An agreement was executed on January 26, 2005, in the amount of \$93,648.61 for the preliminary development phase of the project. The project was shelved and progress did not continue due to lack of Capital Funding. However, the Commission is now in position to finalize a site plan for the reconstruction of these service plazas. To bring the project up-to-date we are re-designating it as Project 71-10-01. ms consultants, inc., has submitted a proposal to complete the environmental surveying and the final

site engineering designs services for this project in the amount not to exceed \$233,113.00. If the General Counsel would please read the Resolved?

**General Counsel:** RESOLVED that the Commission hereby authorizes and directs the Executive Director and the Director of Contracts Administration to amend the Site Engineering, Design and Environmental Services Agreement with ms consultants, inc., herein re-designated as Project No. 71-10-01, to include the performance of the additional services required to finalize the site plans for reconstruction of the Mahoning Valley and Glacier Hills Service Plazas.

**Chairman:** Motion to adopt?

**Ms. Teeuwen:** So moved.

**Chairman:** Is there a second?

**Mr. Kidston:** Second.

**Chairman:** Questions, discussion? This is the firm that did the work in '04 to start with right, the most familiar with it?

**Chief Engineer:** Correct, yes.

**Chairman:** And then our intention, correct me if I'm wrong, is to take the facility that we're designing in Williams County and duplicate it over here and use most of the same original plans, but this is the site work which is site specific?

**Chief Engineer:** That's correct, yes.

**Chairman:** And this is the plaza that is about 55 years old?

**Chief Engineer:** This is one of our last two remaining original plazas; this is the one in Mahoning County. We still have one at Lucas County.

**Chairman:** Thank you. Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 4-2010**

**Resolution Directing the Executive Director to Amend the Agreement with ms consultants, inc.**

WHEREAS, in August 2004, the Commission issued a Request for Proposals (“RFP”) to select a professional engineering firm to perform Site Engineering, Design and Environmental Services for Reconstruction of the Mahoning Valley and Glacier Hills Service Plazas located at Mile Post 237.2 in Mahoning County, Project No. 71-04-09; and

WHEREAS, the Commission selected **ms consultants, inc.** of Youngstown, Ohio to perform said Site Engineering, Design and Environmental Services and an Agreement between the Commission and ms consultants, inc. was executed on January 26, 2005, in the amount of **\$93,648.61** for the preliminary development phase of the Project; and

WHEREAS, since performance of the preliminary Site Engineering, Design and Environmental Services, the Project did not progress due to a lack of capital funding, however, the Commission is prepared to finalize the site plans for reconstruction of the Mahoning Valley and Glacier Hills Service Plazas; and

WHEREAS, the Project for Site Engineering, Design and Environmental Services at the Mahoning Valley and Glacier Hills River Service Plazas is being re-designated as Project No. 71-10-01; and

WHEREAS, ms consultants, inc. has submitted a proposal for further environmental, surveying and final site engineering design services for the Mahoning Valley and Glacier Hills reconstruction project in the total estimated amount of **\$233,113.00**; and

WHEREAS, the Chief Engineer has reviewed the proposal submitted by ms consultants, inc. and has recommended that the Agreement with ms consultants, inc. be amended to authorize that firm to perform the aforementioned services; and

WHEREAS, the Executive Director concurs with the Chief Engineer’s recommendation that the Site Engineering, Design and Environmental Services Agreement with ms consultants, inc. be amended to allow for the finalization of the site plans for the Mahoning Valley and Glacier Hills Service Plaza reconstruction project; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby authorizes and directs the Executive Director and the Director of Contracts Administration to amend the Site Engineering, Design and Environmental Services Agreement with ms consultants, inc., herein re-designated as Project No. 71-10-01, to include the performance of the additional services required to finalize the site plans for reconstruction of the Mahoning Valley and Glacier Hills Service Plazas.

**(Resolution No. 4-2010 adopted February 22, 2010)**

**Chief Engineer:** The fourth resolution I have is a contract for the purchase of hot-pour, ready-mix, joint sealant for use by our maintenance forces on the roadway. We advertised Invitation 4127 for furnishing approximately 56,000 pounds pardon me, 560,000 pounds of this material. We received four bids in response to the subject invitation. The apparent low bid was submitted by McAsphalt Industries Limited of Toronto, Ontario, Canada in the total estimated amount of \$167,580.00. This bid does contain a 5% manufacturing variance. The total amount was below the engineer's estimate and this bidder does qualify for consideration under the Commission's Buy Ohio Bid Preference Policy. If the General Counsel would please read the Resolved?

**General Counsel:** RESOLVED that the bid of McAsphalt Industries Limited for Invitation No. 4127 is deemed by the Commission to be the lowest responsive and responsible bid received and is accepted, and the Executive Director and Director of Contracts Administration, or either of them, is hereby authorized: 1) to execute a Contract with **McAsphalt Industries Limited of Toronto, Ontario, Canada** in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation; 2) to incur expenditures under the Contract in the quantities estimated by the Maintenance Department's staff for the purchase of hot-pour, ready-mixed joint sealant; 3) to direct the return to the other bidders of their bid security at such time as McAsphalt Industries Limited has entered into a Contract; and 4) to take any and all action necessary to properly carry out the terms of said Contract.

**Chairman:** Motion to adopt?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Mr. Kidston:** Second.

**Chairman:** Questions or discussion about the big McAsphalt?

**Ms. Teeuwen:** Mr. Chairman, you'll expect me to ask this question, the supplier is from out of the country, are there any local bidders?

**Chairman:** I saw that on the bid list that we had three bidders from Ohio along with the Canadian bidder, but on our 5% variation they were able to select them because their bid is

more than 5% less. Also, I see that a substantial amount of their material are from Michigan and Texas, most of it is in fact created in the United States. Dan do you...

**Chief Engineer:** That's correct Mr. Chairman, I would defer to the Director of Contracts Administration, but I would believe that is the case.

**Ms. Weiss:** Mr. Chairman, Commission Member Teeuwen, that's correctly stated. The first test that we look at when we receive a bid *inaudible* as to whether they're domestically produced under our Buy Ohio Preference Policy that the Commission adopted, that's where we determine that 85% of the components are manufactured in Michigan and Texas. Then we look at the percentage that the bid is under and it's well under 5% from the Ohio firms, so they do qualify in accordance with our policy.

**Ms. Teeuwen:** Thank you.

**Chairman:** Any further comments or questions? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

### **RESOLUTION NO. 5-2010**

#### **Resolution Awarding a Contract for the Purchase of Hot-Pour, Ready-Mixed Joint Sealant**

WHEREAS, the Commission has advertised for bids for Invitation No. 4127 for furnishing to the Commission of approximately 560,000 pounds of hot-pour, ready-mixed joint sealant; and

WHEREAS, expenditures of the Commission for hot-pour, ready-mixed joint sealant under Invitation No. 4127 will exceed \$150,000.00 and, 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; and



WHEREAS, four (4) bids were received in response to the Invitation; and

WHEREAS, the bids were reviewed by the Maintenance Engineer who has reported that the lowest responsive and responsible bid was submitted by **McAsphalt Industries Limited of Toronto, Ontario, Canada** and that this bidder proposes to furnish materials and services in accordance with the Commission's specifications; and

WHEREAS, the Maintenance Engineer has recommended award of the Contract to McAsphalt Industries in the amount of **\$167,580.00** (the bid amount plus a five percent manufacturing variance); and

WHEREAS, the Director of Contracts Administration has advised the Commission that McAsphalt Industries qualifies for consideration under the Commission's "Buy Ohio Bid Preference" policy; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that all bids for Invitation No. 4127 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of McAsphalt Industries for Invitation No. 4127 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a bid security in the form of a certified check of good and sufficient surety has been submitted by McAsphalt Industries; and

WHEREAS, the Executive Director has reviewed the reports of the Maintenance Engineer and the Director of Contracts Administration and, predicated upon such analysis, has made his recommendation to the Commission to award the Contract for Invitation No. 4127 to McAsphalt Industries Limited; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of McAsphalt Industries Limited for Invitation No. 4127 is deemed by the Commission to be the lowest responsive and responsible bid received and is accepted, and the Executive Director and Director of Contracts Administration, or either of them, is hereby authorized: 1) to execute a Contract with **McAsphalt Industries Limited of Toronto, Ontario, Canada** in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation; 2) to incur expenditures under the Contract in the quantities estimated by the Maintenance Department's staff for the purchase of hot-pour, ready-mixed joint sealant; 3) to direct the return to the other bidders of their bid security at such time as McAsphalt Industries Limited has entered into a Contract; and 4) to take any and all action necessary to properly carry out the terms of said Contract.

**(Resolution No. 5-2010 adopted February 22, 2010)**

**Chief Engineer:** Thank you Mr. Chairman. Two other items I have this morning, first of which pursuant to administrative Substitute House Bill 2, the Ohio Turnpike Commission was required to perform a Green Technology Study. The purpose was to investigate ways to reduce diesel emissions, conserve water and energy and incorporate renewable energy technologies and sustainability past practices into our maintenance operations, future construction repairs and improvements of the Turnpike facility. The interim report was issued on January 22, 2010 to the Governor and legislative leaders. The copy of the interim report is included in your folders this afternoon. On or before June 22<sup>nd</sup>, the final report is required to be issued. The final report will incorporate any changes or comments that we receive from the Governor and/or the legislative leaders. This report contains an existing condition study based on the existing conditions and analysis of the OTC's existing conditions; a number of opportunities were identified for minimizing the OTC's environmental impact, including the development of renewal energy technologies. It is our intent not only to incorporate several of these opportunities into our everyday operations, but also into the construction of the new service plazas in Williams County. I'd be happy to entertain any questions on that.

**Chairman:** We were just presented with the study now so we might have questions....

**Chief Engineer:** I'm sure you will. The final thing I have this morning Mr. Chairman is a construction contract summary as recorded in Article 5, Section 1 of our Code of Bylaws, all change orders or extra work orders on any of our contracts and completions shall be reported to the Commission upon completion of the construction project. The package in your folder details seven construction contracts that were completed since our last report in June of 2009. The total award amount of the seven contracts was approximately \$11.7 million, the final amounts of the contracts was brought in within 2% of the award amount or approximately \$11.9 million. Since we began reporting on this in 2003, we closed 69 contracts with an award value of \$259.7 million, a final in place value of \$255.9 million saving a total of approximately \$3.8 million over the contract award amounts. That's all I have this morning Mr. Chairman.

**Chairman:** Questions? Thank you Dan. Next would be General Counsel, any report?

**General Counsel:** No report Mr. Chairman.

**Chairman:** Thank you. Financial Consultant?

**Ms. Plassard:** Good afternoon Mr. Chairman, Commission Members. As previously stated the traffic and revenue results have been updated through January. You've received a great deal of information recently. I'd like to present a few charts that will highlight some of the current trends. This first chart shows monthly passenger car vehicle miles traveled over the past 12 months. Passenger car miles traveled since April has generally exceeded last year's levels, the current levels are shown in red. That trend has continued, but has shown some leveling off during the last couple of months.

Commercial traffic levels continue to lag behind the prior year levels. Commercial vehicle miles traveled in January were about 2.9% below the totals of 2009. The total vehicle

miles traveled by all Turnpike customers slightly lags prior year's levels, the lag isn't as much as the commercial, but it does show a lag.

These next few charts will show a little bit about recent E-ZPass usage trends. This first chart is the vehicle volume data. During the month of January, 27.6% of passenger car volume and 71.4% of our commercial vehicles are using E-ZPass as a method to pay their tolls. As expected, these trends have been increasing over the last few months. These charts show the miles traveled for the same timeframe and the results are comparable as expected per the volume charts.

These next charts show our toll revenues from our E-ZPass customers. During the month of January, 21.7% of toll revenues from passenger cars and 68.5% of toll revenues from commercial vehicle travelers were paid by E-ZPass customers. Overall during the month of January as you can see in the final column, 49.7% of the toll revenues earned were paid with E-ZPass. This percentage is up from the 46.6% that was paid with E-ZPass in December of 2009. The following charts will highlight monthly toll revenues over the past 12 months. As expected, the impact of E-ZPass is evident here. The increase in passenger car revenues for January of this year from January of 2009 is at about 32.6% of an increase. Comparable data for our commercial customers also shows increases in January of this year. These increases are at about 25.1% from last year. This final chart of toll revenues shows that overall there's about 28.1% in total revenues this month from January of last month. This final chart is a comparison of our total revenues for the month of January over the last 10 years. Total revenues in January of 2010, were at 16.6 million and that is an increase of 24% from January 2009 levels. You've received a lot of data as I had said and if you have any questions on any of the specifics and financial information please call, e-mail or if you have any questions now we would be happy to address those for you. That concludes my report.

**Mr. Kidston:** It was a good month.

**Chairman:** Any questions from the Commission Members? Thank you. Financial Advisor, Eric Erickson?

**Mr. Erickson:** No report today Mr. Chairman.

**Chairman:** General Consultant?

**Mr. Gresham:** No report today.

**Chairman:** Trustee, Mr. Lamb?

**Mr. Lamb:** No report Mr. Chairman.

**Chairman:** Highway Patrol, Captain?

**Captain Hannay:** No report Mr. Chairman.

**Chairman:** It's always good when you don't have a report, we appreciate that. Any further business, does anybody have any thing to go to the Commission? If there is no further business we would accept a motion to adjourn until the next regularly scheduled meeting which is March 15<sup>th</sup>. Is that ....

**Executive Director:** Mr. Chairman, I believe we need an extra week. I'm looking at Kathy Weiss, I believe we're taking bids for a contract and we need that extra week. If we could move that meeting to the 22<sup>nd</sup>, that would certainly move things along better.

**Chairman:** Would the other Commission Members please check their schedules.

**Mr. Regula:** I knew you might do this, so I brought my calendar.

**Executive Director:** I am sorry. It gives us that extra week.

**Chairman:** March 22<sup>nd</sup> instead of March 15<sup>th</sup>. It's fine by me.

**Ms. Teeuwen:** Same time, 10:00 a.m.?

**Chairman:** Yes 10:00 a.m., the normal scheduled time. So we'll accept a motion to adjourn until our next Special Meeting on Monday, March 22<sup>nd</sup> at 10:00 a.m. Is there a motion?

**Mr. Kidston:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

**Chairman:** Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

**Assistant Secretary-Treasurer:** Mr. Regula

**Mr. Regula:** Yes

**Assistant Secretary-Treasurer:** Mr. Kidston

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**Chairman:** Thank you for coming today. If anybody wishes or desires to make a donation on behalf of Jim, basically we are going to deliver all the funds to the hospice that took care of Jim during the last few days of his life and/or the American Cancer Society this week so please give the check if you so desire to do that this week. Thank you.

Time of adjournment was 3:37 p.m.

Approved as a correct transcript of the proceedings of the Ohio  
Turnpike Commission

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George F. Dixon, Secretary-Treasurer