

MINUTES OF THE 570th MEETING OF THE OHIO TURNPIKE COMMISSION

March 21, 2011

Chairman: (10:00 a.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. Dixon

Mr. Dixon: Here

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Here

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Here

Assistant Secretary-Treasurer: Mr. Cole, Paul DiNapoli representing OBM today.

Mr. DiNapoli: Yes

Assistant Secretary-Treasurer: Mr. Smith

Mr. Smith: Here

Assistant Secretary-Treasurer: Senator Patton and Representative Goodwin are not here.

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

Those in attendance: Martin Seekely, CFO/Comptroller, Ohio Turnpike; John Adams, Fifth Third Securities; Debby Sideris, Executive Office, Ohio Turnpike; Jennifer Diaz, Legal Department, Ohio Turnpike; Kathy Weiss, Director of Contracts Administration and Government Affairs, Ohio Turnpike; David Miller, Director of Toll Audit, Ohio Turnpike; Scott Buchanan, URS; Neal Gresham, URS; Doug Hedrick, Assistant Chief Engineer, Ohio

Turnpike; Rob Fleischman, Retired from the Ohio Turnpike; Tim Ujvari, Maintenance Engineer, Ohio Turnpike; Chris Zurcher, Ohio State Highway Patrol; Matt Cole, Employment Relations Manager, Ohio Turnpike; Robin Carlin, Director of Human Resources, Ohio Turnpike; Chuck Cvitkovich, HNTB; Vic Spinabelli, Hill International; Todd Cooper, Hill International; Kara Majidzadeh, Resource International; Kamran Majidzadeh, Resource International; Karl Berghauer, Resource International; Don Taggart, IUOE Local 18; Tom James IUOE Local 18; Frank Lamb, Huntington Bank; Glen Stephens, G. Stephens; Lauren Hakos, Public Affairs & Marketing Manager, Ohio Turnpike; Sharon Isaac, Director of Toll Operations, Ohio Turnpike; Susie Todaw, KeyBank; Daniel Van Epps, West Virginia University.

Chairman: Thank you. This is the 570th Meeting of the Ohio Turnpike Commission and we are meeting here at the Commission's headquarters as provided for in the Commission's Code of Bylaws for a Regular Meeting. Various reports will be received. We will act on several resolutions, draft copies which have been 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 February 28, 2011, Commission Meeting?

Mr. Pakush: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Please call the roll.

Assistant Secretary-Treasurer: Chairman Balog

Mr. Balog: Abstain

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

Chairman: Thank you, if there's no questions we'll proceed with the report of the Secretary-Treasurer, Mr. Dixon.

Secretary-Treasurer: Thank you Mr. Chairman. The following items have been sent to the Members since the last scheduled meeting of the Commission on February 28, 2011. As follows:

1. Minutes of the February 28, 2011, Commission Meeting
2. Traffic and Revenue Report, February, 2011
3. Total Revenue by Month and Year, February, 2011
4. Investment Report, February, 2011
5. Traffic Crash Summary Report, February, 2011
6. Financial Statement, February, 2011
7. Various News Articles

That completes the report Mr. Chairman.

Chairman: Thank you Mr. Dixon, does anyone have any questions for the Secretary-Treasurer? Thank you we will now turn to the Executive Director, Mr. Distel.

Executive Director: Thank you Mr. Chairman, as most of you know this is going to be my final meeting as Executive Director of the Ohio Turnpike, so if you would just bear with me for a minute there are a few things I would like to say. First and foremost I like to thank the Commission and the voting Members, Myron I know you are new, Chris I know you are new, but I really want to thank you putting your trust in me; we have had a great three years I think that we are leaving this, I am leaving this Turnpike in very good hands but also in very, very good shape. You know the Turnpike is a quarter of a billion dollar state enterprise that is the way I always like to best put it. We are completely funded with user fees by the people, the patrons who use the Turnpike. We are a major artery that serves not only Northern Ohio and the citizens thereof, but also people traveling obviously from Chicago to the East Coast and vice versa. And I think we do have a lot to be proud of, we currently employ 809 full-time and 257 part-time employees, that's down about 200 from the time I walked in the door. As I promised Commission Member Kidston, that we would rebuild those plazas in Williams County, and I am happy to report they are scheduled to open a little bit later this year, and we also got what I call the other bookend, in Mahoning County now under contract and in about a year from now that hopefully will be opening, Dan if I am off by a couple months you can correct me. You know we started our base replacement program, I think that is very, very important it was something that hadn't been touched for, since the Turnpike's been built and I am glad to see that's underway. We are continuing on a regular schedule of paving and will maintain the Turnpike in very, very good order. We have installed E-ZPass and I'd like to say there is nothing easy about E-ZPass, it is easy to use but wasn't very easy to put into place, we brought that project in on time and on budget and I am happy to report that during the week now we seeing about 50% of our patrons, combined passenger vehicle and commercial vehicles now using it during the week; that drops off a little bit during the weekend when we have those infrequent flyers, I like to call them. We were able to reduce the staff as I mentioned without a layoff, and the for that I want to

thank the Teamsters who worked with us to come up with a voluntary separation program so nobody in the end lost their job, nobody got hurt but we still reduced the number of employees that we needed because of E-ZPass. Also along the Teamster's line, we negotiate a contract for three years for this Turnpike with a zero percent increase. I am happy to report that I signed that document now and it is in place for the next three years. Along those same lines of efficiency, we installed automatic toll processing machines; we've been using those at our less used toll plazas between that 11:00 p.m. and 7:00 a.m., with very, very need, very, very little need for intervention and again they are proving to be something that I would hope the Turnpike would explore in the future because I think that again it can help us become more efficient. We refinanced our existing bonds, our indebtedness, when I walked in our door I had Marty look this up for me earlier today, on February, sorry 12/31/07 the Turnpike was \$681,000,000.00 in bond indebtedness. I am happy to report to you that as of the end of this month that debt has been now reduced to \$589,000,000.00. Everything we did we tried to do with cash, I think that came from my background as being a businessman, you know I would rather than borrow I would rather we pay as we go and I am very delighted by the fact that we have a 80 plus million dollar capital budget for 2011 and most of that will now be under contract and you know and underway. I think we met all of our obligations overall I think I am leaving the Turnpike as a more efficient system, I am confident that it is in great shape and financially capable to meet all of its obligations. While I don't know where it is heading in the future, I am sure we all heard the same talks about sale or lease, I would certainly advise against it, I think that the people who put this Turnpike together some 60 – 70 years ago, you know envisioned it as an enterprise of the state while still under somewhat of the state's control it is a separate entity, not depended on any tax dollars and I would hope that in the future, our future governor, and you may pass this along that I would hope he would strongly consider leaving it that way. Anyway I want to thank the staff, when I came in here I did not know much about a turnpike, I didn't know anything about a turnpike. If it wasn't for Dan, and Kathy, and Noelle, and Marty, and Jim Steiner before them, we worked really hard at it to make sure I understood. I want to thank the Chairman who put up with my three, four time a week phone calls, whenever we had something that I needed to bounce off of somebody, Joe Balog was always there was always gave me great solid advise and I think that probably lent itself to the really efficient operation of the Turnpike. You have all been great I am going to miss you, I am looking forward to staying home a little bit more now and I will not miss the 100 mile drive to work, so with that I wish you the best and I just hope you have enjoyed working with me as much as I have enjoyed working with all of you. Thank you very much, Mr. Chairman that concludes my report.

Chairman: I think our first resolution before we go ahead and ask the Executive Director if we have any questions. I think we will look at our first resolution. This is not on the agenda, but we, the Members of the Commission put together a resolution going ahead and talking about George's service as the Executive Director of the Ohio Turnpike and how we are appreciative of the three years that he spent on it. Some of his key issues, and it talks about this in the body of the resolution, the implementation of the new toll collection system, E-ZPass, and integration into the Interagency Group, the implementation of a new toll rate classification system that ensured the Commission's ability to resume its capital improvement programs for years to come, and also the fact that the Commission has continued to received outstanding credit ratings from the national bond rating agencies under his administration and leadership and that permitted the Commission to achieve two successful refinancings of its' outstanding bond debt

to achieve substantial savings. Saying that I will asked Noelle to read the Resolved of the resolution.

General Counsel: RESOLVED that the Ohio Turnpike Commission hereby acknowledges its gratitude and expresses its appreciation for the diligent, active and valuable service rendered by L. George Distel; and

FURTHER RESOLVED that the Commission extends to L. George Distel its best wishes for his continued success and well-being in all matters and activities which he shall undertake in the future; and

FURTHER RESOLVED that the Chairman and Secretary-Treasurer be, and hereby are, directed to send a certified copy of this resolution to Mr. Distel.

Chairman: Is there a motion to adopt?

Mr. Kidston: So moved.

Chairman: Is there a second?

Mr. Regula: Second.

Chairman: Questions or comments on the resolution that's before the Commission?

Executive Director: Mr. Chairman I don't have that on my list here today.

Chairman: We'll keep track of the....

Executive Director: Okay Debby will keep track.

Mr. Dixon: Mr. Chairman?

Chairman: Yes sir.

Mr. Dixon: I would just like to echo the sentiment of the resolution and as one of the longest serving Members, I have gone through three Directors now and George you have been great, you've, it's hard to take over something that is doing well and maintain and continue to grow with; but if it is in terrible shape your achievements would be easy, you know it you do a little thing it would be a great thing; but you've done something even better, you've taken a great organization and kept it on the straight and narrow and I just want to, you know, the short time we have served together I have enjoyed it and I have appreciated it and I have a great deal of respect for you and I hope that your retirement is everything that it should be.

Executive Director: Thank you, George.

Mr. Dixon: What does L stand for?

Executive Director: Ludwig.

Mr. Dixon: Ludwig

Executive Director: Like Beethoven.

Mr. Dixon: Keep it L, keep it L.

Executive Director: Or the Mad King of Bavaria. I tell everybody that my cousin was the Mad King of Bavaria.

Chairman: Can we call the roll please?

Assistant Secretary-Treasurer: Chairman Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

RESOLUTION NO. 10-2011

Resolution Commending the Service of L. George Distel

WHEREAS, on April 2, 2008, L. George Distel was appointed by the Commission to serve as the Executive Director, and he has served in that capacity with distinction for three years; and

WHEREAS, L. George Distel is leaving public service after more than 34 years in elective and appointed positions at the state and local levels, and has served the State of Ohio with distinction; and

WHEREAS, during his tenure as Executive Director, the Commission has moved forward in many vital areas including, but not limited to the implementation of a new toll collection system, *E-ZPass*, and integration into the Inter-Agency Group; and

WHEREAS, the Commission through L. George Distel's leadership ushered in a new era for the Commission with the implementation of a new toll rate classification system that ensured the Commission's ability to resume its capital improvement program for years to come; and

WHEREAS, the Commission has continued to receive outstanding credit ratings from the national bond rating agencies under his administrative leadership that permitted the Commission to achieve two successful refinancings of its outstanding bond debt and achieve substantial savings; and

WHEREAS, the members of the Commission and the staff wish to give formal and public recognition for his exceptional and dedicated service to the Commission prior to his retirement.

NOW, THEREFORE, BE IT

RESOLVED that the Ohio Turnpike Commission hereby acknowledges its gratitude and expresses its appreciation for the diligent, active and valuable service rendered by L. George Distel; and

FURTHER RESOLVED that the Commission extends to L. George Distel its best wishes for his continued success and well-being in all matters and activities which he shall undertake in the future; and

FURTHER RESOLVED that the Chairman and Secretary-Treasurer be, and hereby are, directed to send a certified copy of this resolution to Mr. Distel.

Chairman: I think we all feel the same way, I think that George did a great job expressing his comments and I agree with him 100%, if you follow a bum it is real easy to look good but when you have a good organization, you follow good people it much harder to look good and you still look good. So thanks a lot.

Executive Director: Thank you, Joe.

Chairman: Okay, any questions for the Executive Director? Moving to the Chief Engineer, Dan.

Chief Engineer: Thank you Mr. Chairman. I have five resolutions for your consideration this morning. The first resolution is awarding Contract 39-11-01. This is for the reconstruction of the westbound pavement and shoulders from milepost 95.9 to milepost 101.2 located in Sandusky County. As the Director stated earlier in his report this is the first section of our pavement reconstruction project. This project was on the 2011 Capital Budget that was approved in December. The contract documents also provided for alternate shoulder

construction to alternates A and B. We received seven bids in response to the subject contract, the lowest bid was submitted by Kokosing Construction Company of Columbus, Ohio, in the amount of \$11,417,375.66 for Pavement Alternate A the roller compacted concrete shoulder, the contract is also proposing a temporary access credit of \$630,400.00 resulting in a net award amount of \$10,786,975.66. The total amount bid is below the estimated cost for this project, and this bidder has performed satisfactorily for the Commission on other contracts. This resolution also contains provisions to assign Resource International Incorporated of Cleveland, Ohio to the project for performing construction administration services in accordance with their previously authorized Resolution No. 26-2010, and also contains provisions to assign PSI Inc. of Cleveland, Ohio for the purposes of performing materials testing and inspections. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED that the bid of **Kokosing Construction Co. of Columbus, Ohio**, in the amount of **\$10,786,975.66** for the performance of Contract No. 39-11-01 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 to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate, and 3) 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 **Resource International, Inc. of Cleveland, Ohio** to Contract No. 39-11-01 for the purpose of performing construction administration services in accordance with the Agreement specific to this Project as previously authorized under Resolution No. 26-2010, and to assign **PSI (Professional Services Industries), Inc. of Cleveland, Ohio** for the purpose of performing materials testing and inspection, with such assignment in accordance with the 2011-2012 Miscellaneous Engineering Services Agreement between the Ohio Turnpike Commission and said engineering firm; and

FURTHER RESOLVED that Project No. 39-11-01 is designated a System Project under the Commission's 1994 Master Trust Agreement.

Chairman: Is there a motion to adopt the resolution?

Mr. Regula: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Questions, discussion on the resolution before the Commission? Please call the roll.

Assistant Secretary-Treasurer: Chairman Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Mr. Chairman I will abstain from this vote due to my previous employer serving on a team with Resource International.

Chairman: Thank you. It passes four to zero.

RESOLUTION NO. 11-2011

Resolution Awarding Contract No. 39-11-01

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Westbound Right Two Lanes and Shoulder Reconstruction, from Milepost 95.9 to Milepost 101.2 located in Sandusky County, Ohio, herein designated **Contract No. 39-11-01**; and

WHEREAS, the Contract Documents for the Project also requested alternate bids for roller compacted concrete shoulders (Pavement Alternate A) and/or a bituminous aggregate base shoulders (Pavement Alternate B); and

WHEREAS, expenditures for the award to be made under Contract No. 39-11-01 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 said Contract award; and

WHEREAS, the Commission received seven (7) bids for the performance of said Contract, and said bids have been reviewed and analyzed by the Commission's Chief Engineer, whose report concerning such analysis is before the Commission; and

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 39-11-01 was submitted by **Kokosing Construction Co. of Columbus, Ohio**, in the amount of **\$11,417,375.66 (total Bid including Pavement Alternative**

A), less a \$630,400.00 proposed temporary access credit, thereby reducing the total bid amount to \$10,786,975.66, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 39-11-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Kokosing Construction Co. for Contract No. 39-11-01 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 Kokosing Construction Co.; 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. 39-11-01 to the lowest responsive and responsible bidder, Kokosing Construction Co.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Kokosing Construction Co. of Columbus, Ohio**, in the amount of **\$10,786,975.66** for the performance of Contract No. 39-11-01 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 to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate, and 3) 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 **Resource International, Inc. of Cleveland, Ohio** to Contract No. 39-11-01 for the purpose of performing construction administration services in accordance with the Agreement specific to this Project as previously authorized under Resolution No. 26-2010, and to assign **PSI (Professional Services Industries), Inc. of Cleveland, Ohio** for the purpose of performing materials testing and inspection, with such assignment in accordance with the 2011-2012 Miscellaneous Engineering Services Agreement between the Ohio Turnpike Commission and said engineering firm; and

FURTHER RESOLVED that Project No. 39-11-01 is designated a System Project under the Commission's 1994 Master Trust Agreement.

Chief Engineer: Thank you the second resolution is a resolution awarding Contract No. 40-11-01, this contract is for repainting six bridges over the Turnpike Mainline in Lucas County, Ohio. This contract was on the 2011 budget approved in December. We received six bidders in response to this contract; the apparent low bid was submitted by APBN, Inc. of Campbell, Ohio in the total amount of \$1,172,150.00, this total bid is below the engineer's estimate on this project and this contractor has performed satisfactorily on similar projects in the past. The resolution also contains a provision to assign Greenman-Pederson, Incorporated of

Akron, Ohio to the contract for the purposes of performing construction inspection services. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED that the bid of **APBN, Inc.** of **Campbell, Ohio**, in the amount of **\$1,172,150.00**, for the performance of **Contract No. 40-11-01** 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 to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate, and 3) 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 **Greenman-Pederson, Inc.** of **Akron, Ohio**, to Contract No. 40-11-01 for the purpose of performing inspection and testing services, with such assignment in accordance with the 2011-2012 Miscellaneous Engineering Services Agreement between the Ohio Turnpike Commission and Greenman-Pederson, Inc.; and

FURTHER RESOLVED that Project No. 40-11-01 is designated a System Project under the Commission's 1994 Master Trust Agreement.

Chairman: Is there a motion to adopt the resolution?

Mr. Pakush: Moved.

Chairman: Is there a second?

Mr. Dixon: Second.

Chairman: Questions, discussion on the resolution? Please call the roll.

Assistant Secretary-Treasurer: Chairman Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

RESOLUTION NO. 12-2011

Resolution Awarding Contract No. 40-11-01

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for repainting of the following bridges over the Turnpike Mainline located in Lucas County, Ohio, herein designated **Contract No. 40-11-01:**

<u>Bridge</u>	<u>Milepost</u>
Wilkins Road	50.4
Eber Road	53.5
Crissy Road	54.8
Holloway Road	57.3
Manley Road	58.6
River Road	62.8

WHEREAS, expenditures for the Contract to be awarded 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 said Contract award; and

WHEREAS, the Commission received bids from six bidders for the performance of said Contract, and said bids have been reviewed and analyzed by the Commission's Chief Engineer, whose report concerning such analysis is before the Commission; and

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 40-11-01 was submitted by **APBN, Inc.** of **Campbell, Ohio** in the total amount of **\$1,172,150.00**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has been advised by the Director of Contracts Administration that all bids for Contract No. 40-11-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of APBN, Inc. for Contract No. 40-11-01 conforms to the requirements of Section 5537.07, Section 9.312 and Section 153.54 of the Ohio Revised Code, and that a performance bond with good and sufficient surety has been submitted by APBN, 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 analyses, has made his recommendation to the Commission that Contract No. 40-11-01 be awarded to the lowest responsive and responsible bidder, APBN, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **APBN, Inc. of Campbell, Ohio**, in the amount of **\$1,172,150.00**, for the performance of **Contract No. 40-11-01** 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 to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate, and 3) 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 **Greenman-Pederson, Inc. of Akron, Ohio**, to Contract No. 40-11-01 for the purpose of performing inspection and testing services, with such assignment in accordance with the 2011-2012 Miscellaneous Engineering Services Agreement between the Ohio Turnpike Commission and Greenman-Pederson, Inc.; and

FURTHER RESOLVED that Project No. 40-11-01 is designated a System Project under the Commission's 1994 Master Trust Agreement.

Chief Engineer: The third resolution is awarding Contract 59-11-02 for resurfacing and repairs of the Turnpike roadway from milepost 152.6 to milepost 160.7 located in Lorain and Cuyahoga Counties, Ohio. Again this project was on the 2011 budget. We received two bids in response to this contract; the lowest bid was submitted by The Shelly Company of Twinsburg, Ohio, in the total amount of \$6,194,780.10. The total amount bid is below the engineer's estimate and this bidder has performed satisfactorily in the past for the Commission. The resolution also includes the provision to assign G. Stephens, Inc. of Akron, Ohio, for construction inspection services and also GeoSci, Inc. of Berea, Ohio, for the purposes of performing materials testing. General Counsel please read the Resolve?

General Counsel: RESOLVED that the bid of **The Shelly Company of Twinsburg, Ohio**, in the amount of **\$6,194,780.10** for the performance of Contract No. 59-11-02 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 to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate, and 3) 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 **G. Stephens, Inc. of Akron, Ohio** to Contract No. 59-11-02 for the purpose of performing construction inspection, and **GeoSci, Inc. of Berea, Ohio** for the purpose of performing materials testing, with such assignments in accordance with the 2011-2012 Miscellaneous Engineering Services Agreements between the Ohio Turnpike Commission and said engineering firms; and

FURTHER RESOLVED that Project No. 59-11-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.

Chairman: Motion to adopt?

Mr. Pakush: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Questions or discussions on the resolution? Please call the roll.

Mr. Dixon: Here.

Chairman: Oh I'm sorry, excuse me Mr. Dixon.

Mr. Dixon: No, no go ahead.

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. Dixon

Mr. Dixon: I am going to abstain, I don't know if I should or not, but I do have a relationship with G. Stephens the individual, but not a financial involvement at all but just for transparency, to keep it clean I'll abstain.

Assistant Secretary-Treasurer: So noted. Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

Chief Engineer: Thank you.

Chairman: Resolution is approved, next one.

RESOLUTION NO. 13-2011

Resolution Awarding Contract No. 59-11-02

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Repairs and Resurfacing, Eastbound and Westbound Roadways, from Milepost 152.6 to Milepost 160.7 located in Lorain and Cuyahoga Counties, Ohio, herein designated **Contract No. 59-11-02**; and

WHEREAS, expenditures for the award to be made under Contract No. 59-11-02 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 said Contract award; and

WHEREAS, the Commission received two (2) bids for the performance of said Contract, and said bids have been reviewed and analyzed by the Commission's Chief Engineer, whose report concerning such analysis is before the Commission; and

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 59-11-02 was submitted by **The Shelly Company of Twinsburg, Ohio**, in the amount of **\$6,194,780.10**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 59-11-02 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. 59-11-02 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 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. 59-11-02 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 **\$6,194,780.10** for the performance of Contract No. 59-11-02 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 to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate, and 3) 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 **G. Stephens, Inc.** of **Akron, Ohio** to Contract No. 59-11-02 for the purpose of performing construction inspection, and **GeoSci, Inc.** of **Berea, Ohio** for the purpose of performing materials testing, with such assignments in accordance with the 2011-2012 Miscellaneous Engineering Services Agreements between the Ohio Turnpike Commission and said engineering firms; and

FURTHER RESOLVED that Project No. 59-11-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.

Chief Engineer: Fourth resolution is a resolution to purchase in-car cameras and associated equipment for the Ohio State Highway Patrol, District 10. As the Commission is aware the Ohio Turnpike Commission contracts with the Department of Public Safety to provide policing services for the Ohio Turnpike via District 10 of the Ohio State Highway Patrol. The current contact with the Department of Public Safety provides that the Commission will purchase supplies and equipment exceeding \$1,000.00 per unit in value. District 10 has request that the Commission replace obsolete in-car video equipment currently in use in their vehicles assigned to District 10 and this project was placed on the 2011 Capital Budget. The Commission's Purchasing Manager has identified the best pricing for the subject equipment through the DAS State Term Contract, from Insight Public Sector, Inc. of Tempe, Arizona in the total amount of \$454,178.98; this amount is below the estimated amount that was placed on the budget in December. If the General Counsel would please read the Resolved.

General Counsel: RESOLVED that the Commission's Executive Director and Purchasing Manager may proceed with the purchase of the in-car cameras and associated server and storage equipment for OSHP District 10 via the DAS Cooperative Purchasing Program in the amount of **\$454,178.98**, specifically under Ohio STS-033, Schedule Number 534177 from **Insight Public Sector, Inc.** and shall take any and all action necessary to properly carry out the terms of said purchase.

Chairman: Motion to adopt?

Mr. Regula: So moved.

Chairman: Is there a second?

Mr. Pakush: Second.

Chairman: Questions or discussions on this issue?

Mr. Kidston: Is there training involved with this purchase?

Chief Engineer: Mr. Chairman, Commission Member Kidston I do not believe there is training; I do know there is a component on this for installation, that the Highway Patrol technicians will do the install, Captain is there training involved with this contract?

Captain Zurcher: Yes there is training by contractor, to train our Sergeants and post personnel on the use of the cameras and the server storage.

Mr. Regula: If I may, correct me if I am wrong, this system is already in the rest of your vehicles throughout the state?

Captain Zurcher: Yes, we are actually, they are not all installed in the other districts, all the purchases have been made, because currently we have VHS systems that are outdated and there are no longer parts for them. So this is the next step in the process.

Mr. Regula: So anyone coming out of your training facilities or that type of thing already going to be trained on this new system?

Captain Zurcher: Yes, correct.

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. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

Chairman: Motion is adopted.

RESOLUTION NO. 14-2011

Resolution Authorizing the Executive Director to Purchase In-Car Cameras and Associated Server and Storage Equipment for OSHP District 10

WHEREAS, the Ohio Turnpike Commission (“Commission”) and the Director of the Department of Public Safety of the State of Ohio (“ODPS”) are authorized by law to enter into contracts with respect to the policing of Turnpike projects by the Ohio State Highway Patrol (“OSHP”) District 10; and

WHEREAS, the Commission’s current contract with ODPS dated January 1, 2009, provides that the Commission will purchase supplies and equipment exceeding a value of one thousand dollars (\$1,000.00) per unit for use by OSHP in the course of policing the Ohio Turnpike; and

WHEREAS, OSHP District 10 has requested that the Commission replace obsolete in-car video equipment currently in use in 78 vehicles assigned to District 10, with new in-car video equipment that is currently in use in other OSHP Districts; and

WHEREAS, expenditures by the Commission for the in-car cameras and associated server and storage equipment will exceed \$150,000, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for such procurement; and

WHEREAS, the Commission’s Purchasing Manager has identified the best pricing for the aforementioned equipment under DAS State Term Schedule STS-033, Schedule Number 534177 from **Insight Public Sector, Inc.**, of **Tempe, Arizona** in the total amount of **\$454,178.98** (including a two-year warranty plan and one-year software maintenance agreement); and

WHEREAS, pursuant to Resolution No. 32-2003 adopted on July 21, 2003, the Commission’s Executive Director was authorized to participate in state contracts under the Department of Administrative Services (“DAS,”) Office of State Purchasing Cooperative Purchasing Program, through which members may purchase supplies, services, equipment and other materials pursuant to the Ohio Revised Code Section 125.04; and

WHEREAS, a fee has been paid by the Commission to DAS, and, as such, the Commission is a current member of the DAS Cooperative Purchasing Program; and

WHEREAS, the Commission’s Chief Engineer has reviewed the purchase recommendations of the Commission’s Purchasing Manager and recommends that the Commission proceed with the aforementioned purchases under DAS Contract ; and

WHEREAS, the Commission’s Director of Contracts Administration has reviewed the proposed equipment purchases, and has advised the Commission that said purchases are in conformance with Commission Resolution No. 32-2003; and

WHEREAS, the Executive Director has reviewed the recommendations of both the Chief Engineer and the Director of Contracts Administration and concurs that the Commission should approve the purchases of the in-car cameras and associated server and storage equipment from Insight Public Sector, Inc. under the identified DAS State Term Contract; and

WHEREAS, the Commission has duly considered such recommendations;

NOW, THEREFORE, BE IT

RESOLVED that the Commission’s Executive Director and Purchasing Manager may proceed with the purchase of the in-car cameras and associated server and storage equipment for OSHP District 10 via the DAS Cooperative Purchasing Program in the amount of **\$454,178.98**, specifically under Ohio STS-033, Schedule Number 534177 from **Insight Public Sector, Inc.** and shall take any and all action necessary to properly carry out the terms of said purchase.

Chief Engineer: My final resolution this morning is a resolution awarding Agreements TRM-9E and TRM-9C for furnishing janitorial services at Blue Heron and Wyandot Service Plazas and Portage and Brady’s Leap Service Plazas, respectively. On January 27th, 2011, the Commission issued a Request for Proposals for janitorial services at the referenced service plazas. The agreement carries an initial term of two years for provisions for up to five one-year extension periods. We received a total of nine proposals in response to the two contracts. The technical proposals were reviewed by the Service Plaza Operation Department and then the cost proposals were unsealed by the Commission’s Purchasing Manager, who assigned a cost index to the contract bidders. The best cost performance index for both Agreement TRM-9E and TRM-9C was submitted by ISS Facility Services, Incorporated of Pepper Pike, Ohio. The bid response to Blue Heron and Wyandot Service Plazas was an annual fee of \$251,481.24 per building and an annual fee of for Portage and Brady’s Leap in the total amount of \$248,289.84. The contract also includes provisions for an hourly rate of \$9.86 for any additional services provided by the contractors; this amount is also subtracted from contractor’s invoices if they do not provide the specified minimum staff levels for any reason. The Commission is reminded that one half of the total cost is expended by the Commission is reimbursed by the Concessionaries operating in the respective service plazas. General Counsel please read the Resolved?

General Counsel: RESOLVED that the Proposals submitted by **ISS Facility Services, Inc. of Pepper Pike, Ohio**, which included the following Price Proposals:

<u>Service Plaza</u>	<u>Monthly Per Plaza Fee</u>	<u>Annual Fee</u>	<u>Hourly Rate *</u>
Blue Heron	\$20,956.77	\$251,481.24	\$9.86
Wyandot	\$20,956.77	\$251,481.24	\$9.86
Portage	\$20,690.82	\$248,289.84	\$9.86

Brady's Leap	\$20,690.82	\$248,289.84	\$9.86
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** for any additional requested services*

are, and are by the Commission determined to be, the best Proposals received for the performance of Agreement TRM-9E and Agreement TRM-9C and are accepted; and

FURTHER RESOLVED that the Executive Director and Director of Contracts Administration hereby are authorized to: 1) execute Agreement TRM-9E and Agreement TRM-9C with **ISS Facility Services, Inc.** to furnish janitorial services at the Commission's Blue Heron and Wyandot Service Plazas and at the Portage and Brady's Leap Service Plazas for an initial term of two years, 2) direct the return of the proposal guaranty provided by all RFP respondents as soon as said Agreements with ISS Facility Services are executed, 3) extend the Agreements predicated on satisfactory performance reviews by the Director of Service Plaza Operations for no more than five, successive one-year periods, pursuant to the terms and conditions of the aforesaid Agreements, and 4) to take any and all action necessary or proper to carry out the terms of the RFP and the Agreements.

Chairman: Is there a motion to adopt the resolution that's before us?

Mr. Pakush: So moved.

Chairman: Second?

Mr. Dixon: Second.

Chairman: Dan can you explain are any of the candidates MBEs?

Chief Engineer: Mr. Chairman I will refer to Director of Contracts Administration.

Director of Contracts Administration: Good morning Mr. Chairman, none of the respondents are registered MBEs with the Commission. There were 19 MBEs on our bidders list that we sent the RFP to and we did not receive a response back. There was a FBE for building maintenance services, an FBE registered with the Commission.

Chairman: Anybody have questions on the resolution before the Commission?

Mr. Kidston: Where is Pepper Pike, Ohio?

Chief Engineer: Mr. Chairman I'll defer to the General Counsel, since she lives there.

General Counsel: It is north of Moreland Hills and east of Beachwood.

Executive Director: Cuyahoga County.

Mr. Kidston: Thank you.

Mr. Regula: One comment I might have is I would like our staff individuals to pass on to the ISS that we do expect a higher level of service than what individuals would get at the corner gas station, when it comes to cleanliness. I think if people are paying to get on a road that they should expect a high level of service, clean bathrooms and that we are going to look at this issue as we move forward and therefore when their two years is up, if they have not maintained that level to our satisfaction that we'll be looking for another provider.

Chief Engineer: Duly noted.

Chairman: And that renewal we have the option to renew also?

Chief Engineer: Yes.

Chairman: Renewals I should say. Further questions? Please call the role.

Assistant Secretary-Treasurer: Chairman Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

RESOLUTION NO. 15-2011

Resolution Awarding Agreement TRM-9E and Agreement TRM-9C for Janitorial Services at the Commission's Blue Heron and Wyandot Service Plazas and Portage and Brady's Leap Service Plazas

WHEREAS, on January 27, 2011, the Commission issued its Request for Proposals ("RFP") to furnish janitorial services at the Commission's Blue Heron and Wyandot Service

Plazas (Agreement TRM-9E) and at the Portage and Brady’s Leap Service Plazas (Agreement TRM-9C), for an initial term of two years, with provisions for up to five successive, one-year extension periods); and

WHEREAS, expenditures of the Commission for janitorial services at both the Blue Heron and Wyandot Service Plazas under Agreement TRM-9E and at the Portage and Brady’s Leap Service Plazas under Agreement TRM-9C will both 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 each such Agreement; and

WHEREAS, on February 17, 2011, five firms submitted Proposals to furnish the janitorial services at the Commission’s Blue Heron and Wyandot Service Plazas and four firms submitted Proposals to furnish the janitorial services at the Commission’s Portage and Brady’s Leap Service Plazas; and

WHEREAS, an Evaluation Team comprised of the Director of Service Plaza Operations and the Eastern Division and Western Division Service Plaza Managers reviewed the Proposals submitted and awarded technical scores to each respondent; and

WHEREAS, the Cost Proposals were then unsealed by the Commission’s Purchasing Manager who divided the technical scores awarded by the amounts of the Price Proposals submitted in order to identify the “best” cost performance index among the respondents for both of the Janitorial Service Agreements; and

WHEREAS, as a result of this process, the best cost performance index for both Agreement TRM-9E and Agreement TRM-9C was achieved by **ISS Facility Services, Inc. of Pepper Pike, Ohio**, which submitted the following Price Proposal:

<u>Service Plaza</u>	<u>Monthly Per Plaza Fee</u>	<u>Annual Fee</u>	<u>Hourly Rate *</u>
Blue Heron	\$20,956.77	\$251,481.24	\$9.86
Wyandot	\$20,956.77	\$251,481.24	\$9.86
Portage	\$20,690.82	\$248,289.84	\$9.86
Brady’s Leap	\$20,690.82	\$248,289.84	\$9.86

** for any additional requested services*

WHEREAS, the Director of Contracts Administration advises that: 1) the RFP conforms to the requirements of applicable statutes including Sections 5537.07 and 5537.13 of the Ohio

Revised Code, 2) the aforesaid Proposals were solicited on the basis of the same terms and conditions with respect to all RFP respondents and potential respondents, 3) due and full consideration has been given to the Proposals received, the respondents' qualifications and their abilities to perform the required services, and 4) ISS Facility Services, Inc. has provided a proposal guaranty of good and sufficient surety and evidence of its ability to provide the required performance bond and insurance as set forth in the RFP; and

WHEREAS, the Executive Director has reviewed the Evaluation Team's and the Director of Contracts Administration's written recommendations and concurs with the selection of ISS Facility Services, Inc. to perform both Agreement TRM-9E and Agreement TRM-9C; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Proposals submitted by **ISS Facility Services, Inc. of Pepper Pike, Ohio**, which included the following Price Proposals:

<u>Service Plaza</u>	<u>Monthly Per Plaza Fee</u>	<u>Annual Fee</u>	<u>Hourly Rate *</u>
Blue Heron	\$20,956.77	\$251,481.24	\$9.86
Wyandot	\$20,956.77	\$251,481.24	\$9.86
Portage	\$20,690.82	\$248,289.84	\$9.86
Brady's Leap	\$20,690.82	\$248,289.84	\$9.86

** for any additional requested services*

are, and are by the Commission determined to be, the best Proposals received for the performance of Agreement TRM-9E and Agreement TRM-9C and are accepted; and

FURTHER RESOLVED that the Executive Director and Director of Contracts Administration hereby are authorized to: 1) execute Agreement TRM-9E and Agreement TRM-9C with **ISS Facility Services, Inc.** to furnish janitorial services at the Commission's Blue Heron and Wyandot Service Plazas and at the Portage and Brady's Leap Service Plazas for an initial term of two years, 2) direct the return of the proposal guaranty provided by all RFP respondents as soon as said Agreements with ISS Facility Services are executed, 3) extend the Agreements predicated on satisfactory performance reviews by the Director of Service Plaza Operations for no more than five, successive one-year periods, pursuant to the terms and conditions of the aforesaid Agreements, and 4) to take any and all action necessary or proper to carry out the terms of the RFP and the Agreements.

Chief Engineer: That's all I have this morning Mr. Chairman.

Chairman: Any questions for the Chief Engineer? Next we'll go to Noelle.

General Counsel: Mr. Chairman, Commission Members I have two proposed resolutions for your consideration this morning. The first resolution accepts the resignation of the current Executive Director, L. George Distel, who we know is retiring effective March 31st, 2011, at 11:59 PM, Eastern Daylight Time. The Commission has not identified a new Executive Director and because the meeting in April is not scheduled to occur till after Mister, after the effective date of Mr. Distel's resignation, the Chairman has recommended that the Chief Engineer be appointed at the Interim Executive Director until such time as a new Executive Director has been appointed and in addition Mr. Chairman, Commission Members as you know the Executive Director under the Code of Bylaws serves as the Assistant Secretary-Treasurer of the Commission is authorized to execute documents requiring the signature of a officer of the Commission. The Commission, the resolution does appoint the Interim Executive Director as the Chief Engineer's position. With your permission I will read the Resolved?

General Counsel: RESOLVED, the Commission accepts the resignation of the current Executive Director, L. George Distel effective March 31, 2011 at 11:59 PM, Eastern Daylight Time; and

FURTHER RESOLVED that the Chief Engineer Daniel F. Castrigano is appointed as the Interim Executive Director of the Commission beginning on April 1, 2011 at 12:00 AM, and he shall be authorized to perform all of the duties and powers granted to the Executive Director as governed by Article V, Section 1.00 of the Code of Bylaws dated March 17, 2003; and

FURTHER RESOLVED, that the Chief Engineer is appointed to serve as the Interim Assistant Secretary-Treasurer, and is authorized to perform all duties set forth in Article I, Section 5.10 of the Commission's Code of Bylaws dated March 17, 2003.

Chairman: Motion to adopt?

Mr. Regula: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Still a chance for you George.

Executive Director: No.

Chairman: Any other comments? Please call the roll.

Assistant Secretary-Treasurer: Chairman Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

RESOLUTION NO. 16-2011

Resolution Accepting the Resignation of Executive Director and Appointing Interim Executive Director

WHEREAS, the current Executive Director L. George Distel has notified the Commission of his interest in retiring from his position as Executive Director effective March 31, 2011, and the Commission intends to accept the resignation of the current Executive Director effective March 31, 2011 at 11:59 PM Eastern Daylight Time; and

WHEREAS; the Chairman has recommended to the Commission that an interim Executive Director be appointed until the Commission has appointed a new Executive Director; and

WHEREAS, the Chief Engineer of the Commission oversees the operations of the Commission, and the Commission wishes to appoint the Chief Engineer to serve as the Interim Executive Director until such time as a new executive Director is appointed ; and

WHEREAS, the Executive Director serves as the Assistant Secretary-Treasurer of the Commission and the Secretary-Treasurer has recommended that the Chief Engineer be appointed to serve as the Interim Assistant Secretary-Treasurer until such time as a new Executive Director is appointed by the Commission; and the Secretary-Treasurer has requested that the Commission assent to said interim appointment as required under the Code of Bylaws dated March 17, 2003.

NOW, THEREFORE, BE IT

RESOLVED, the Commission accepts the resignation of the current Executive Director, L. George Distel effective March 31, 2011 at 11:59 PM, Eastern Daylight Time; and

FURTHER RESOLVED that the Chief Engineer Daniel F. Castrigano is appointed as the Interim Executive Director of the Commission beginning on April 1, 2011 at 12:00 AM, and he shall be authorized to perform all of the duties and powers granted to the Executive Director as governed by Article V, Section 1.00 of the Code of Bylaws dated March 17, 2003; and

FURTHER RESOLVED, that the Chief Engineer is appointed to serve as the Interim Assistant Secretary-Treasurer, and is authorized to perform all duties set forth in Article I, Section 5.10 of the Commission's Code of Bylaws dated March 17, 2003.

General Counsel: Mr. Chairman, Commission Members the second resolution for your consideration is a resolution ratifying certain terms and conditions of employment for the full-time employees of the Commission. The Commission currently provides vacation and sick leave benefits for all of its' full-time employees including bargaining unit employees, as I reported to you previously there were administrative changes that the Commission needed to make to the employee benefits, this particular employee benefit in order to comply with state and federal law requirements, including the tax code and new regulations implemented by the Ohio Public Retirement System. The, attached to the resolution is the drafted OPERS annual conversion plan, vacation leave, and sick leave which outlines what the program is and also summarizes the administrative changes that are effectively limit conversion to pay of vacation leave and sick leave to annual accrual which is a change required by OPERS now. With you permission Mr. Chairman I will read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the Commission authorizes the Executive Director and CFO/Comptroller to continue to administer the attached Vacation and Sick Leave Plan for all full-time employees of the Commission, including full-time bargaining unit personnel.

Chairman: Motion to adopt?

Mr. Regula: So moved.

Chairman: Second?

Mr. Pakush: Second.

Chairman: So basically what you are telling us we are complying with their rules and regulations to avoid any of the spike type of things we have read about in the newspaper, etc.

General Counsel: Correct, the specific changes that OPERS has required of public employers is to, in order to treat vacation or sick leave converted to pay it must limited to annual accruals and specifically the difference between the amount of vacation or sick leave accrued and the amount, less amounts used by the employees, so that is what addressing the spiking issue by OPERS.

Chairman: Thank you, 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. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

RESOLUTION NO. 17-2011

Resolution Ratifying Certain Terms and Conditions of Employment for Full-Time Employees of the Commission

WHEREAS, the Commission is authorized by the provisions of Section 5537.04(A)(11) of the Revised Code to determine the compensation, and other terms and conditions of employment for Commission employees; and

WHEREAS, the Commission has continuously provided certain vacation leave and sick leave benefits to all full-time employees of the Commission, and it wishes to continue to furnish such benefits to its employees; and

WHEREAS, the Commission has been advised by the General Counsel and CFO/Comptroller that it should authorize certain administrative changes to this employee benefit program in order to comply with state and federal law requirements; and

WHEREAS, it is anticipated that the continued implementation of this employee benefit plan as outlined in the attached document will not increase the Commission's payroll expenditures; and

WHEREAS, the Commission has duly considered the recommendations of the General Counsel and CFO/Comptroller, and wishes to adopt said recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission authorizes the Executive Director and CFO/Comptroller to continue to administer the attached Vacation and Sick Leave Plan for all full-time employees of the Commission, including full-time bargaining unit personnel.

General Counsel: I have no further resolutions Mr. Chairman.

Chairman: Thank you, CFO Martin.

CFO/Comptroller: Good morning Mr. Chairman, Commission Members I have a brief update on traffic and revenue for the month of February. This first chart shows the monthly passenger vehicle car miles traveled on the Ohio Turnpike for the past two years. Passenger car vehicles miles traveled increased in February and were 2% more than the total from 2010. Commercial traffic continues to rebound with the improving economy and as a result commercial vehicle miles traveled increased in February and were 2.2% higher than last year. This charts show year-to-date vehicles miles traveled in February each year over the past decade. For the first two months of this year, passenger car miles traveled were .9% higher than last year and commercial vehicles miles traveled were 3.8% higher than last year. This chart shows year-to-date total toll revenues for the month of February during each year over the last decade. Toll revenues for the month of February were \$585,000 or 2% above the amount from last year. That completes my report Mr. Chairman.

Chairman: Questions or comments for Martin? Thank you. Financial Advisor?

Financial Advisor: Mr. Chairman, nothing to report.

Chairman: Thank you. General Consultant?

General Consultant: No report today Mr. Chairman.

Chairman: Thank you Neil. Trustee?

Trustee: No report today Mr. Chairman.

Chairman: Thank you. Ohio Highway State Patrol?

Captain Zurcher: If I can get out of my chair here. Thank you, briefly I would just like to thank the Director for his service to the Turnpike and also the assistance to the Highway Patrol and in my dealings with you it is very apparent to me that the road always came first, the people that work for it and of course the public that travels it; you seem to make all your decisions based on that, that seemed to be the way to do it and it worked out very well, so I thank you. I would also I to thank you for approving the video cameras for our patrol cars we are way pasted the twentieth century and we definitely need new equipment because they were failing us and costing us a lot more money than costing initially. I am happy to report fatalities on the Turnpike remain at zero for year-to-date which is a great thing. We have been focusing a lot on

criminal patrol efforts this year, not just on the Turnpike but throughout the State of Ohio and Highway Patrol and with our new K-9 dog we have been very successful, but have had \$3.7 million dollars worth of seizures so far year-to-date on the Turnpike, which is well above where we have been in the past, so that is all I have.

Chairman: Thank you any questions for the Highway Patrol? Thank you Captain. I think, before we go ahead and adjourn, we ought to take just a few seconds to thank George again, you have done a great job it has been a good three year run and we certainly appreciate the work you have done during that three year period and we wish you the best of luck and success and happiness; and if you would like to stay on you can still, we can resend the resolution. We are going to have a cake for George after; we have a cake here so everybody can stay for a little piece of cake. I have requested that the next meeting be set for 11:00 a.m. instead of 10:00 a.m., which is on Wednesday the 18th, is that a problem?

Chief Engineer: Monday, Joe.

Chairman: That's one hour difference in time.

Executive Director: Monday.

Chairman: That's Monday, the 18th of April, meeting would, be normal meeting would be 10:00 a.m., I would like it to start at 11:00 for a conflict I have. That work for?

Mr. Regula: Certainly.

Chairman: We'll let Mr. Dixon have a moment to look.

Mr. Dixon: Okay.

Chairman: Sounds good, okay the next meeting will be Monday, April 18th at 11:00 a.m. Any questions or comments? Motion to adjourn?

Mr. Kidston: So moved.

Chairman: Is there a second?

Mr. Pakush: 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. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Yes

Chairman: Thank you.

Time of adjournment is 10:40 a.m.

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

George F. Dixon, Secretary-Treasurer