

**MINUTES OF THE 605th MEETING OF THE OHIO TURNPIKE AND
INFRASTRUCTURE COMMISSION
March 24, 2014**

Chairman Hruby: (10:00 a.m.) Good morning. Would you please stand and join me in saying our Pledge of Allegiance. (Pledge of Allegiance is recited by all in attendance). The meeting will come to order. We will be amending today's Agenda. The report of the General Counsel will come after the reports of our Consultants, so we are moving that to the end of the Meeting. This is the 605th Meeting of the Ohio Turnpike. Will the Assistant Secretary-Treasurer please call the roll?

Director Hodges: Chairman Hruby

Chairman Hruby: Here

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Here

Director Hodges: Secretary-Treasurer Barber

Secretary Barber: Here

Director Hodges: Commissioner Dixon

Mr. Dixon: Here

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Here

Director Hodges: Mr. Murphy

Mr. Murphy: Here

Director Hodges: Senator Manning

Senator Manning: Here

Director Hodges: Mr. Cole

Mr. Cole: Present

Director Hodges: Representative Dovilla called with his regrets. We have a quorum.

Chairman: Thank you. We are meeting here at this Commission's headquarters as provided for in the Commission's Code of Bylaws for our Commission Meeting. Various reports will be received. We will act on Resolutions, draft copies of which have been previously sent to the Members and updated drafts are also in the Members' packets. Resolutions will be explained during the appropriate reports. I would like a motion to adopt the Minutes of February 19, 2014.

Mr. Paradiso: So moved.

Vice Chairman Balog: Second

Chairman: Moved by Mr. Paradiso and seconded by Mr. Balog. Roll call.

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary Treasurer Barber: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Director Hodges: Unanimous.

Chairman: Before we begin, I just want to mention that, on March 12th, not only here on the Turnpike, but also on the Shoreway and on 480, there were many tragedies resulting from the snow storm that took place. I am just extremely thankful to the Turnpike staff, the Ohio State Highway Patrol, of course, and we pray for and understand that the injured Trooper is doing much better now than he was. It was a tragic event that was handled by an excellent group of people who worked very, very hard to limit any other injury or loss of life. The accident also created back-ups of the kind that we have not seen for a long time on the Turnpike and,

hopefully, we will never see it again. But I just want to commend Rick, the staff, the State Highway Patrol, on behalf of the Commission. I know what a wonderful job they did into the evening and all night long, working to move people on the Turnpike as best they could. I was impressed that they were able to do the things that they did in that period of time. So, Rick please pass that along on behalf of the Commission.

Director Hodges: Yes Sir, I will.

Chairman: If there are no questions, we will proceed with the reports of our Secretary-Treasurer, Mrs. Barber.

Secretary-Treasurer: Yes, Mr. Chairman, I would like to report that the following items have been sent to the Members since the last scheduled Commission Meeting on February 19, 2014:

1. Seven resolutions;
2. Minutes of the February 19, 2014 Commission Meeting; and
3. Agenda for today's Meeting.

Also included in our folders for today's meeting are the following additional documents:

4. Traffic Crash Summary Report, February 2014;
5. Traffic and Revenue Report, February 2014;
6. Investment Report, February 2014;
7. Total Revenue by Month and Year, February 2014;
8. Financial Statement, February 2014; and
9. Various news articles.

That concludes my report Mr. Chairman.

Chairman: Thank you. Any questions for Mrs. Barber? Hearing none, we will move on to the report of our Executive Director.

Director Hodges: Good morning Mr. Chairman and Members of the Commission. As you are aware, a serious series of accidents occurred on the Turnpike during the storm of March 12th. We lament the tragic loss of three lives. We may not have known the victims, but we feel their loss acutely and our prayers go out to their families. We also send our best wishes and prayers to Trooper Andrew Clouser, of the Ohio State Highway Patrol, who continues to recover from serious injuries. Trooper Clouser was struck and pinned by a vehicle as he attempted to assist a victim of the accident. He was transported to St. Vincent's in Toledo with serious injuries and several broken bones. Happily, I can report that he has been transferred to a step down facility closer to his home. He will recover and return to work, but he will continue to rely on the support of all of us for some time to come.

The Patrol continues to investigate the accident, but they have already been working with us to determine what happened and the effectiveness of our response. I will ask our subject

matter experts to brief you on the details of the investigation next month, but I did want to give you an overview today.

As you know, our mission is to provide safe and reliable travel across one of the most important east-west corridors in the country. We charge a toll and have the resources many government subdivisions do not possess, so we can accomplish our mission and maintenance operations in all kinds of weather, traffic. On that day, many of the counties along the Turnpike corridor declared Level 3 emergencies, which increased traffic on our road.

The storm affected operations across the Turnpike, but was particularly severe in the Sandusky County area where the major accidents occurred. We do have protocols for suspending certain operations in bad weather. If we cannot keep up with the snow and ice, or the wind is blowing too hard, we will restrict movement. Our wind protocols comply with National Weather Service standards for severe wind alerts. If sustained winds exceed thirty miles per hour or gusts exceed forty-five miles per hour, we will ban long combination vehicles. On that day, winds did not exceed those thresholds. On that day, as you can see from the pictures taken shortly before the accident, the pavement was clear and dry.

This first picture was taken at 10:37 a.m. and is indicative of conditions in the western division at that time. As you can see, it had been snowing hard, but the pavement was clear and dry. The second picture was taken at the first accident scene at 1:05 p.m. Weather conditions had deteriorated, but the pavement was still clear. The third picture was taken at 1:32 p.m. immediately after the last accident at the scene. There was a whiteout, but you can see the pavement is still black in the center and left lanes.

What occurred during a rapid sequence of events was really a series of three accidents that all resulted in fatalities. The preliminary conclusion is that whiteout conditions and excessive speed caused the incidents.

In the immediate aftermath, Turnpike employees, Highway Patrol Officers and EMS personnel from various jurisdictions descended on the scene. DVS trucks from Madison Motors and Interstate Towing arrived shortly afterward. You have seen the photos of at least twenty-five trucks mangled in the chain reaction. The Sandusky County Coroner arrived on the scene and assumed site command as is customary after a fatality. At one time, I counted nearly one hundred people from many different companies, agencies and jurisdictions working at the scene. It was bitterly cold and snowing hard, but it was an inspiration to see all of these professionals working so hard doing the job for which they were trained in very difficult circumstances. Governor Kasich's office was in constant contact with us offering whatever support we needed. I want to thank Mr. Murphy and Al Biehl from ODOT, who were also on the phone with me offering assistance, as well as Director Bourne from the Department of Public Safety.

As you know, last summer we conducted a comprehensive review of our Traffic Incident Management System. This winter has been brutal and, unfortunately, we have had a series of incidents that served almost as dress rehearsals for this unprecedented event. At one time, we estimate as many as 1,800 vehicles were stopped in the backup.

I believe our focus on Traffic Incident Management Procedures resulted in a much more effective response than we might have seen in the past. We diverted traffic at the preceding exits, so the backup did not grow longer. We opened the toll lanes, so that people who were affected could exit as quickly as possible without paying tolls. We removed the center barrier lane, so we could U-turn traffic and evacuate vehicles as quickly and safely as possible. We deployed signs to divert traffic and try to get people to slow down.

Still, we faced many significant challenges. First, the surrounding counties were under Level 3 snow emergencies. We were limited at first in evacuating traffic because the surrounding communities were overwhelmed as well. When we did release traffic, accidents on those roads blocked travel and the backups were aggravated by our traffic.

Second, we allow overweight and some long combination vehicles on our road which are not allowed, under any circumstances, on ancillary roads. They present a significant obstacle to evacuation as other cars and trucks are trapped in between.

Third, our traffic was unusually heavy for the circumstances. Nearby service plazas quickly filled to over capacity and it was impossible to evacuate traffic through the back exits. There were simply too many vehicles and nobody could move. I would like to highlight the conduct of our service plaza employees who accommodated the huge crowds and attended to their needs that night and during subsequent days.

Finally, there is only one exit in a twenty mile stretch where the accident occurred. I believe our efforts to mitigate the backup were successful, but the challenges still created lengthy delays for those travelers who were trapped. We were able to divert traffic and get most passenger vehicles off the road through a series of maneuvers throughout the day and night, but some trucks were stuck for as long as twelve hours. We are drawing up plans to make investments in additional signage to encourage people to divert and slow down, and for possible temporary evacuation routes, particularly in that area of the road. We will bring these proposals for your consideration at a future meeting.

In the end, this unprecedented event was resolved by experienced people who worked extraordinarily hard for long hours in extreme weather to open first one lane and then eventually three. I am sure I will miss someone and I apologize in advance, but I want to make you aware of some the contributions that were made that night. First I want to thank Tony Yacobucci, Captain Hannay, Adam Greenslade and Chad Armstrong, who were with me in our crisis center until late that evening before we left to go to the accident site. Google noted over six hundred news stories quoting Adam over a three day period. He and Chad were very busy communicating with many media outlets and keeping our customers informed on social media. I also want to mention Marty Seekely, Robin Carlin, Sharon Isaac, Laurie Davis, Ron Smith and Jayne Ferreira, who were busy all night directing their departments.

I want to commend our Castalia maintenance personnel and any others from other buildings who worked that night and over the next few days. They were first on the scene and struggled mightily throughout the night to clear the road. I have told you before about the long hours these men have worked throughout the winter. They are tired, but that did not deter them

from rising to this occasion. I especially want to mention men like Assistant District Superintendent Jeff Landel, Foreman Will Brickner, Assistant Foremen Charlie Clark and Jeff Horner and Acting Assistant Foreman Jim Stanley. When I left the scene at 2:30 in the morning, these men were still working in the bitter cold and would continue to do so until morning.

I asked Western District Superintendent Al Durliat to be with us this morning. He could not make it. He is a modest guy and told me he had to work. Al worked twenty-eight hours straight and I finally had to fire him at 10:30 a.m. Thursday to make him go home. Of course, I told him I would rehire him the next morning. You may not see much of Al, but he is the key leader on the western half of our road. He has been with us over twenty years and was promoted to District Superintendent two years ago. He has seen more than his fair share of grisly accidents and he usually witnesses the very worst sights. He always responds like he did the other night. He is a consummate professional, who puts in extremely long hours, assumes command, and directs the efforts of others. Our employees respect him and he always gets their best. We are very fortunate to have Al and I want to thank him for all he does. I will ask Al to please extend our sincere regard to the people who did so much that night. Commissioner Barber, Al is a West Unity boy. I am not sure if he is from the Fulton or Williams County side of the line, but you and I can certainly claim him.

I also want to thank our toll workers. They also worked long hours helping travelers who were tired and justifiably frustrated. They directed people who were unfamiliar with our roads and often served as the only point of contact for people who were lost and confused. They made us very proud that night. I asked Toll Plaza Supervisor Terri Staib to be with us today. Terri remained at her post for twenty-four hours supervising employees and leading our toll efforts at the gates. She made an extraordinary contribution that night. She is also a longtime employee, but had only been promoted to Supervisor two weeks before the accident. I think it was a good idea we promoted her! Terri, please thank your employees for their extraordinary service.

I also want to mention our dispatch center. I don't know how many messages they transmitted that night, but it was in the thousands. The sheer volume was overwhelming, but they were not overwhelmed. I listened in awe that night to the nonstop chatter that was handled effectively and professionally. Our Communications Supervisor, Tara Cottrell, is with us today. Tara put in the same long hours and frequently jumped in at our emergency dispatch console to handle the overflow communications traffic. Tara, please thank everyone in your department. Our Customer Service Center also worked extremely hard responding to all of the customer inquiries that day.

I want to commend our Safety Services Manager, Ed Miller. Ed has only been with us a few years, but he came to us after a career as a Cleveland City Firefighter. He is our "Been There Done That" guy. He too was working in the bitter cold until the wee hours of the following morning making sure everyone was being as safe as possible in an environment that looked like a war zone.

There were also many local leaders involved. Sandusky County Coroner Dr. John Wukie performed his sad task with professionalism and speed, so we could attend to the families of the deceased and get people moving again. Sandusky County Sheriff Kyle Overmyer also deserves

our appreciation. He had more than his fair share of his own problems before even considering the extra stress of our accident. He handled it all with grace and helped make this an excellent example of inter-governmental cooperation. We also appreciate the efforts of Clyde and Bellevue officials, who were forced to contend with traffic we diverted through their communities.

I want to thank Madison Motors and Interstate Towing. They worked for days with extreme skill and dedication to clear our road. One of the challenges we all faced that night was that all the tow trucks were working on our road. We needed the best and fortunately we had the best in Madison and Interstate. As I said, I want to thank Governor Kasich, Mr. Murphy from ODOT, and Director Bourne from Public Safety for their help on a night when they were challenged as well.

Finally, I have saved the Ohio State Highway Patrol for last. We have come to expect the best from them because they deliver all the time. It seems to be routine for them. That night was no exception as they worked in an extremely dangerous situation to secure the scene, respond to victims and protect our customers and workers. Many patrolmen and women did a marvelous job and we even had our old friend Lt. Sivak come back to help. We especially think of Trooper Clouser and rejoice with his colleagues that he is going to be okay. I have asked Captain Hannay, who did so much to lead the Patrol effort that night, to brief you on the incident from his perspective. Captain, thanks for all you do.

Captain Hannay: Thank you Mr. Director. Mr. Chairman and Commission Members, just to give you an idea of the conditions we were dealing with when the events unfolded. In the photograph you are looking at to the right of the semi that you can see, there is actually a patrol car parked there with its lights displayed, that is a little over five hundred feet, I believe, from where that vehicle is sitting to what you can see ahead of you. There is also one of your maintenance trucks with the lights lit also to the right of that semi that you can see there. So, we were all dealing with extraordinary conditions and the weather deteriorated very fast. The first wave of the storm came through was very heavy wet snow, and that inundated all three lanes of the interstate. Maintenance chose to manage the middle and right lanes, which is the right thing to do to try to keep traffic moving and kind of give up on that left lane, hoping that our customers would reduce in speeds. The traffic crashes started at about 6:52 a.m. from west to east. By noon, across the entire Turnpike, there were some thirty crashes already recorded. So we just about had every resource that we had available to handle traffic crashes, writing reports, and we had customers waiting for us to get to them to write additional reports. In the noon hour, the weather turned below freezing, the wind kicked up, heavy snow started, which are the conditions you see in the photographs in front of you. Between the noon hour and 6:00 p.m., we had some fifty more traffic crashes. The three significant crashes were as follows: one westbound multi-vehicle (fifteen or so), completely closing the westbound lanes in the 112 area; almost simultaneously, on the eastbound side, were two crashes that involved fifteen to twenty vehicles each, closing the westbound lanes. Ladies and gentlemen, I can tell you, in thirty-six years of law enforcement work, I have never in my life experienced what we experienced on March 12th out here. To have one significant multi-vehicle crash with a fatality is extraordinary, to have three running simultaneously are events that I have never seen in my entire career, so that's what we were dealing with. We had absolutely every resource, every person available to

put a uniform on and get in a patrol car working and we serviced the Turnpike and our surrounding counties. Fortunately for us, the northern part of Ohio was the only part of the state that got hit by this storm. Our friends in the mid to southern part of the state got rain, I believe, most of the day, until it turned freezing, but they didn't experience the snow and the wind that we did up here. So, we were fortunate in that we were able to divert our resources to go north. These were extraordinary conditions, and there was exemplary performance by everybody that was out there working. There was no question about when can I go home, there was never a question about revenue, there was never a question about resources. Director, thank you, whatever we needed, the Director made the call. That, in a nutshell tells you the conditions that we dealt with out there. Hats off to everybody. Again, extraordinary performance on just a terrible day. I will have a report later. Thank you Mr. Chairman.

Chairman: Thank you. Any more questions or comments?

Secretary-Treasurer: I was just curious, how many additional officers did you have to call in to the Turnpike to help with this tragedy?

Captain Hannay: Our Swanton Patrol Post called in its entire resources (twenty Troopers); our Milan Patrol Post had all three shifts (a total of twenty-five Troopers) back out working; and our Sandusky Post, they handled the crashes around Clyde, on 20 and on 53. Every time we made a decision to move traffic in a different direction, when I would call to find out or to give a heads-up to a Sheriff's Department, we were told there were major traffic crashes, or the road was closed, so that delayed us. Also in the east, our Hiram Patrol Post has twenty-four Troopers; they were all working. That's what we did that day.

Secretary-Treasurer: Thank you for a job, a difficult job well done.

Captain Hannay: Thank you.

Chairman: Any other questions or comments? Director do you have anything further?

Director Hodges: If I may continue with my report.

Chairman: Please.

Director Hodges: As a way of transitioning here, where there is no transition possible, I just want to say the focus of this meeting was supposed to be our new Minority Business Enterprise Program and I do not want the tragic accident to minimize the Resolution we have for you today. This Commission has always been concerned with reaching out to all potential vendors regardless of race, or gender. It is important to all of you and particularly to Mr. Dixon. Governor Kasich has also instructed all state agencies to achieve the promise of full access to government contracts for minority and female owned businesses. Mr. Murphy and ODOT, as well as Mr. Cole and OBM, can attest to the Governor's leadership in this area. In his recent State of the State Address, Governor Kasich took a significant amount of time and received repeated standing ovations for his very clear call that we all fulfill the promise of full

access for all Ohioans. At your direction, our staff has spent a great deal of time crafting a policy that will result in success in this area. There were many details and legal issues to be resolved, but I believe we have a policy that is strong and achievable for your consideration today. I want to thank Kathy Weiss, Mark Musson, Kevin Golick, Sharon Isaac, Marty Seekely, Tony Yacobucci, and Therese Gallagher for all of their work. I also want to thank Tommie Jo Marsilio. We brought her on staff to handle our contracting and to achieve our MBE goals. She has done a superb job of helping to craft our policy, she has also done an excellent job of reaching out to other government agencies, the administration, and minority contracting organizations. As we go forward she will be our point person for MBE. I am pleased to report that she has already received many compliments from MBE stakeholders, and I am impressed with her efforts. Put simply, the Resolution before you commits the Ohio Turnpike and Infrastructure Commission to achieving the goal of fifteen percent minority participation in contracts for goods and services. It also commits us to achieving the goals of Governor Kasich's EDGE Program for construction services. We will achieve these goals by every means permitted by law and we will smite this problem. With your permission Mr. Chairman, I would like our General Counsel to describe the Resolution to you and read the Resolved. After your vote, I would ask Tommie Jo Marsilio to brief you on our efforts to date and plans for the future.

Chairman: Please.

General Counsel: Thank you. Good morning Mr. Chairman and Commission Members. It has been the policy of the Ohio Turnpike and Infrastructure Commission to attempt to ensure the fullest possible opportunity for participation by all firms or businesses owned and controlled by minorities and females in the participation of all types of contracts that involve funds expended by the Commission. This policy has been published with each invitation construction invitation, RFP and RFQ issued by the Commission for approximately the last fifteen years.

In conjunction with this Policy, the Commission has in place a certification program for minority business enterprises ("MBE's") and female business enterprises ("FBE's"), as well as contracting procedures under which MBE and FBE participation in Commission contracts is strongly encouraged. The Commission's MBE and Prevailing Wage Coordinator, Therese Gallagher, is responsible for administering this Certification Program.

The Commission has expressed its desire to continue to encourage diversity in contracting, and, with this Resolution before you, is instructing the Executive Director to prepare a Program for adoption that, to the fullest extent permitted by law, abides by the policies followed by the State of Ohio, as prioritized by Governor John Kasich in: 1) establishing goals for participation by socially and economically disadvantaged businesses in construction, personal service and professional service contracts, otherwise to be known as the "Turnpike's Encouraging Diversity, Growth and Equity" or "EDGE" Program, and 2) in awarding approximately fifteen percent of the estimated total value of Turnpike contracts for other goods and services to MBE's.

The first aspect of the Program, Turnpike EDGE, will involve the review by the Director of Contracts Administration, Tommie Jo Marsilio, in conjunction with the Engineering

Department led by Tony Yacobucci of the types of businesses that are socially and economically disadvantaged, and that are available to perform specified work as a contractor or subcontractor under upcoming construction contracts, as well as what percentage of each type of work is available under each project. This review shall be used to establish goals for participation to be set forth as a percentage in each Construction Invitation to be issued by the Commission. This procedure will also be followed for certain Commission RFP's and RFQ's for personal and professional services.

The second aspect of the Program will involve an effort to award approximately fifteen percent of the estimated total value of Turnpike contracts for other goods and services to MBE's. In this regard, the Commission's Director of Contracts Administration will be reviewing what purchases can be made directly from MBE's under state term contract, and also will engage in significant outreach, which she will be discussing with you shortly, with MBE vendors and contractors to ensure that they are aware of opportunities to do business with the Commission.

The intent is for the new Program to be implemented by January 1, 2015. The Board has previously been advised by me as to the jurisprudence in this area and, to this end, the Resolution also authorizes the Executive Director to procure and have conducted a study to determine whether any disparity exists relative to the award of construction, personal service and professional service contracts, as well as contracts for other goods and services awarded by the Commission to MBE's and otherwise socially and/or economically disadvantaged businesses. So with your permission Mr. Chairman I would like to read the Resolved.

Chairman: Please.

General Counsel: RESOLVED, that the Commission hereby reaffirms its policy to encourage diversity in contracting, and to provide the fullest possible opportunity for participation in Commission contracts by firms or businesses that are owned and controlled by minorities, females, or that are otherwise socially or economically disadvantaged; and

FURTHER RESOLVED, that the Commission hereby instructs the Executive Director to prepare a new Program for adoption by the Commission that, to the fullest extent permitted by law, abides by the policies followed by the State of Ohio as prioritized by Governor John Kasich in: 1) establishing goals for participation by economically and socially disadvantaged businesses in construction, personal service and professional service contracts, to be known as the Turnpike "EDGE" Program, and 2) in awarding approximately fifteen percent of the estimated total value of Turnpike contracts for other goods and services to MBE's; and

FURTHER RESOLVED, that the new Program shall be implemented by January 1, 2015; and

FURTHER RESOLVED, that the Executive Director is hereby authorized to procure and have conducted a study to determine whether any disparity exists relative to the award of construction, personal service, and professional service contracts, as well as contracts for other goods and services awarded by the Commission to MBE's, and otherwise socially and/or economically disadvantaged businesses.

Chairman: Motion to adopt?

Mr. Murphy: So moved.

Chairman: Moved by Mr. Murphy.

Secretary-Treasurer: Second.

Chairman: Seconded by Mrs. Barber. I would just like to add one compliment on this and that is to you, Kathy, I know that you have studied this at length, and I want to acknowledge your good work on this and the advice that you gave the Director and me over the time that this Resolution was put together. I know that you are certainly looking at the best interest of the Commission and we appreciate that very, very much. Any questions or comments?

Mr. Dixon: You know I want to also thank Kathy. Going back to when Kathy came here, this was one of the first things I talked about. It was very surprising to me when I first started at the Turnpike that some of the things that we were doing at other organizations, some of the other things that we were forced to do, but we were not forced here because of the way the funding was. The other organizations, I served on received money from the federal government, so we had guidelines and things that we had to meet and it wasn't up for discussion, we just had to do it or we would not get the funding, that didn't exist here. So one of the first things we talked about was creating a culture similar to what we are making, the first steps here today in trying to be like that, not because we are forced to, but because we want to create a culture where all people have an equal opportunity to do business with the Turnpike. Why? Because it is good business, it's right and it's good business. I am very happy that after those long conversations I had with Kathy over the years, it has been a long time, not just since you have been here, but Kathy will tell you a long time, and now to have something on a piece of paper, so when George is gone, Kathy's gone or whenever, these are the guidelines that we have to work with on this Commission. Rick, I want to thank you because you have done nothing but cooperate with me, listen to me and try to understand where I am coming from, and you have been open minded and even though you are a Republican...*(All laugh)*.

Mr. Dixon: In all seriousness, this is a very good thing and I am very happy about this program and I want to thank you all for your hard work here. Especially you Kathy, with your work, good things have been done. Thank you so much.

Mr. Cole: Mr. Chairman and Commission Member Dixon, I agree that it's good when it is coming from the organization up, but I want to be very clear that there is another Republican, that this is very important to.

Mr. Dixon: Understood.

Mr. Cole: And I only say that, not politically, but to any of the Commission staff, Contracting staff, as someone who is helping to do the IT Optimization in Columbus, we are finding out that, through collaborative efforts, or if you get something through DAS that you buy

from a minority enterprise, it's starts to hurt the numbers if you close off those avenues. As Mr. Murphy also knows, every contract, every purchase, in the state is being evaluated for "is there an opportunity to bring it home to Ohio and/or through a minority business?" I have Controlling Board today, so I need to leave soon to get to Columbus, but you know we are amending contracts as they come to Controlling Board to increase the minority participation and going back to firms we have business with saying "go back and work within the structure of the state to try to increase minority participation even as a part of an ongoing contract." I just want to say it's a very serious effort in Columbus and sometimes there is creativity that goes with that. So again, being the Shared Services guy, Robin, don't think "oh well, this is an MBE contract, so we can't do it collaboratively, we can't share the service" because we are evaluating all of those too, to make sure you can still get the MBE participation, and using those collaborative efforts to carve out even more MBE business around the state. So, just keep all of that in mind and be open to it. We can still change what we are doing and hit these things as we are moving forward.

Mr. Murphy: Mr. Chairman, I just have on question and I know that Tommie Jo's going to give us a little tutorial on this. Maybe this is for Rick, DAS Administers the MBE certification and the EDGE certification. Are you going to certify here, or are you going to just piggyback on that because what we have found, specifically for DBE's in this region, is that there aren't a lot of DBE companies seeking to do work with ODOT. We have had to expand the pool to get more competition and more DBE's in the program. So, we have created across the state and certainly in this region, a database (and DAS has even more), of DBE companies in the region or across the whole Turnpike.

Director Hodges: Mr. Chairman and Mr. Murphy, yes and, in fact, I will sign a Memorandum of Understanding with DAS, so that we can cross certify. I think Tommie Jo will brief you on the efforts, and we will certainly work with ODOT. We've got your numbers, and are talking to them, but also with many agencies that are unique to northern Ohio, who are also certifying, so we are going to cast as wide a net as possible.

Mr. Murphy: That is great. For instance, George with the RTA, you do DBE certification, the airport does DBE certification, ODOT does it and the City of Dayton does it. Those are the four, those go into our database, however, we really never took a look at "well whatever you certify at the RTA, do they know that they can do work with ODOT?" We actually are about to send letter to all of the DBE's that you certified, George at the RTA, to say you are eligible to do work at ODOT. So, the information is there, as we always say "we are data rich, information poor" and we need to get that out there to everybody.

Mr. Dixon: That's a very good point. Even at the RTA we've been doing this for years, we oftentimes have a problem finding people, minority companies, to bid on these contracts. So, I think, working together, will really open up and create a larger database for us , which is a good thing.

General Counsel: I just want to add Mr. Chairman that the program that we are looking to have here is going to look to the State's certifications, as Rick mentioned, and those of other agencies. For instance, the Northeast Ohio Sewer District does an excellent job in certifying vendors. We have been looking at the Toledo program, and the City of Cleveland's

program. I don't want to steal any thunder from Tommie Jo because she's going to go into greater detail on the outreach efforts, but as Rick said just a minute ago about casting a wide net, that's going to be really important as far as making the certification program here for the Turnpike a success.

Chairman: I would just say to all of you, I mean this is not about just listening and paying attention to what the Governor wants, this is about what is right and that's the reason this Commission is taking this action. I firmly believe from all of you, but I would like to say that I do appreciate the leadership of the Governor by pushing this and, of course, Senator Manning, the legislature for creating the law that is on the books and amending it when appropriate, so thank you very much. But if you would Randy pass on to the Governor our appreciation for his leadership in this. Let's have a roll call on the Motion unless there are other questions or comments. Hearing none, please.

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary Treasurer Barber: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

RESOLUTION NO. 18-2014

Resolution Expressing Intent to Establish a Program Abiding by the State of Ohio's Policies Concerning the Administration of a Turnpike EDGE Program for Construction, Personal Service and Professional Service Contracts, and the Award of Turnpike Contracts to MBE's for Other Goods and Services

WHEREAS, it has been the policy of the Ohio Turnpike and Infrastructure Commission to attempt to ensure the fullest possible opportunity for participation by all firms or businesses owned and controlled by minorities and females in the participation of contracts, including leases, purchase orders and all forms of agreement where work, labor, services, supplies, equipment and materials, or any combination of the foregoing, which involve funds expended by or on behalf of the Commission; and

WHEREAS, in conjunction with this Policy, the Commission has in place a certification program for minority business enterprises ("MBE's") and female business enterprises ("FBE's"), as well as contracting procedures under which MBE and FBE participation in Commission contracts is strongly encouraged; and

WHEREAS, the Commission desires to continue to encourage diversity in contracting, and, with this Resolution, is instructing the Executive Director to prepare a Program for adoption by the Commission that, to the fullest extent permitted by law, abides by the policies followed by the State of Ohio as prioritized by Governor John Kasich in: 1) establishing goals for participation by socially and economically disadvantaged businesses in construction, personal service and professional service contracts, otherwise to be known as the Turnpike's Encouraging Diversity, Growth and Equity or "EDGE" Program, and 2) in awarding approximately fifteen percent of the estimated total value of Turnpike contracts for other goods and services to MBE's; and

WHEREAS, the Commission intends for the new Program to be implemented by January 1, 2015; and

WHEREAS, the Executive Director shall hereby be further authorized to procure and have conducted a study to determine whether any disparity exists relative to the award of construction, personal service and professional service contracts, as well as contracts for other goods and services awarded by the Commission to MBE's, and otherwise socially and/or economically disadvantaged businesses.

NOW THEREFORE, BE IT

RESOLVED, that the Commission hereby reaffirms its policy to encourage diversity in contracting, and to provide the fullest possible opportunity for participation in Commission contracts by firms or businesses that are owned and controlled by minorities, females, or that are otherwise socially or economically disadvantaged; and

FURTHER RESOLVED, that the Commission hereby instructs the Executive Director to prepare a new Program for adoption by the Commission that, to the fullest extent permitted by

law, abides by the policies followed by the State of Ohio as prioritized by Governor John Kasich in: 1) establishing goals for participation by economically and socially disadvantaged businesses in construction, personal service and professional service contracts, to be known as the Turnpike “EDGE” Program, and 2) in awarding approximately fifteen percent of the estimated total value of Turnpike contracts for other goods and services to MBE’s; and

FURTHER RESOLVED, that the new Program shall be implemented by January 1, 2015; and

FURTHER RESOLVED, that the Executive Director is hereby authorized to procure and have conducted a study to determine whether any disparity exists relative to the award of construction, personal service, and professional service contracts, as well as contracts for other goods and services awarded by the Commission to MBE’s, and otherwise socially and/or economically disadvantaged businesses.

(Resolution No. 18-2014 adopted March 24, 2014)

Director Hodges: Six to nothing. If we could Mr. Chairman, defer to Tommie Jo to talk a little bit about our efforts in the future. Then my report is done.

Chairman: Okay.

Tommie Jo Marsilio: Mr. Chairman and Members of the Commission. Good morning. It is a pleasure to address the Board. I am settling into my job and thoroughly enjoying my work at the Turnpike. As you know, my responsibilities include Contracts and Compliance. My mission is improving participation of Female and Minority Business Enterprise.

We have begun a three phase process to begin work toward a 15% participation rate for MBE/FBE. Phase 1 is to gather information and establish working relationships. These relationships must be with individual MBE’s, MBE advocacy groups, governmental entities, prime contractors, and universities throughout the state. Where relationships already exist, we must have productive conversations about improving participation. Phase 2 will focus upon improving our external communication once relationships are in place. Phase 3 will be to sustain our progress and continuously improve.

We have started gathering information and establishing working relationships. I will report to you regularly on the progress of this outreach. So far, we have begun relationships with the Minority Business Advisory Council, Cleveland Minority Business Assistance Center, which is part of the U.S. Department of Commerce Minority Business Development Agency Business Center, Ohio Development Services Agency, Ohio DAS EEOC, the U.S. Small Business Administration, and the Northern Ohio Diversity Advisory Team. We have also joined the Ohio Minority Supplier Development Council as a corporate-level, government sponsor. This will give us immediate access to 900+ well-screened vendors. We have also begun the process of speaking with individual businesses, including prime contractors and minority businesses. We

plan to establish relationships with all Northern Ohio MBAC Centers and continue forming partnerships with new advocacy groups.

We are currently planning an Open House to make our Engineering Team available to meet with minority consulting firms. Several of our new partners will assist us in identifying firms to invite to this event. This event will occur in May.

Thank you very much for your time. If I can provide any additional information, please call or email me anytime. I would be happy to take questions if you have them today.

Chairman: Thank you. Are there any questions? Comments? Hearing none. Thank you. I appreciate it.

Director Hodges: Mr. Chairman that concludes my report.

Chairman: Before we move on, I just want to say something, and Rick, you forgot something, in your, very eloquent description of the events of March 12th, you forgot to talk about Rick Hodges. I was in touch with Rick throughout that day and evening, well he didn't bother me after about 11:00 p.m. or midnight, it really wasn't a bother, I should not have said it that way, he didn't call me further, but he was there all night and dealt with this, I guess until about 2:30 a.m. I think you heard him say, and that's what leadership is about, being there and showing the troops that you care and that you are that interested, and Rick, I cannot thank you enough on behalf of the Commission for your diligence and your dedication, and the compassion that you showed for the entire staff, I appreciate it very much.

Director Hodges: Thank you very much.

Chairman: Now we will defer to Robin Carlin, our Deputy Executive Director for her report.

Deputy Director Carlin: Thank you and good morning. I do not have a report for you today, so at least we will keep brief. But, I will be introducing our sixth and final Critical Issue on partnerships. The Critical Issue No. 6 team is led by Director of Governmental Affairs, Adam Greenslade, and Director of Contract Administration and Compliance, Tommie Jo Marsilio. This sixth Critical Issue is just as important as the other five that you've heard about to our long term success of our organization. Finance, Workflow Processes, Technology, Workforce Staffing, and Marketing and Communications were the other five Critical Issues. Partnerships is just as important, and it also is part of relationship building and shared services. With that I will turn it over to Adam and Tommie to hopefully dazzle us on partnerships. I'm expecting dazzle. Anything short Greenslade and we are going to be upset.

Mr. Greenslade: You're setting the bar for me.

Chairman: Good morning Adam.

Mr. Greenslade: Thank you Robin. Good morning Mr. Chairman and Commission Members. It's my pleasure to present to you this morning, the sixth and final Critical Issue, Partnerships. This committee was previously co-chaired by Chief Engineer, Doug Hedrick and myself. I am very happy to announce that Tommie Jo Marsilio has agreed to step in to co-chair the committee with me. In her brief time on the committee, she has already made significant contributions. The other members of this committee are Drew Herberger, our Service Plaza Operations Manager and Ron Burgess, our Office Services Manager.

Why partnerships? Why is it important for the Ohio Turnpike and Infrastructure Commission to make the effort to improve upon our existing partnerships and develop new ones? First, it makes us more efficient, by cutting down on the duplication of services. Partnerships allow us to become more engaged with other people, organizations and shareholders. Through existing partnership activities, we often find new non-traditional partners, which ties in with increase in networking opportunities. One of the key benefits in engaging in successful partnerships is that we build relationships and trust with external partners, thereby improving our overall image. And, finally, the working relationships created by partnerships remove institutional barriers.

So, when we started looking as a committee at what our charge was, we developed these four goals. I am going to go through each one of the goals individually and expound on each one.

Goal #1 was to assess our current partnerships. I have to say that I was most surprised by how difficult it actually was to identify and inventory all of our existing partnerships. On any given day, we routinely rely on partners; but, don't think of the significance of the partnerships. And, that is really the main charge of this committee; to challenge everyone, as employees of the Commission, to recognize the importance of partnerships in their day-to-day routines. This recognition will lead to the enhancement of those existing partnerships and the development of new ones.

We were looking for input from all sixteen departments on whom they identify as internal and external partners. This short list categorizes the types of partners that were identified.

We looked at business stakeholders, government officials, state and local organizations, our law enforcement and safety services, professional trade organizations, community groups and labor organizations, who are, obviously, very important partners for us.

Goal #2 involves thinking critically about what we're looking to accomplish, what are our needs? Who shares these same needs and goals? Some specific examples that we've cited or that are our priority goals are:

- Improve MBE/DBE Participation: Tommie Jo gave a report on these efforts earlier.
- Improve cooperation in Purchasing: Some recent and ongoing examples of this include our fleet purchases and tech services, which we procure through DAS, as

well as our salt purchases this past year with ODOT. This is also an area that we're exploring with our sponsorship & naming rights consultant, Legends who is currently analyzing some of our major purchases and exploring potential partnership opportunities with those suppliers.

- **Generate Additional Non-Toll Revenue:** Generating revenue from somewhere other than the tolls that our customers pay not only improves our bottom line financially, it really creates value for our customers. For the past several years, Travel Boards Incorporated ("TBI") has been one of our major partners in this effort. We're constantly working with Garry Evans from TBI on ways to tweak our existing programs to generate additional revenue, and have seen significant success the past couple of years. Our new partners at Legends will also play an important role in this effort in the future.
- **Enhance Programs to Improve Safety:** Safety is our #1 priority. Our Safety Services Manager Ed Miller may be our poster child for shared services. He relies heavily on partners in keeping our travelers safe and in responding to a variety of issues on the roadway. Some of these partners include the OSHP, our DVS contractors and first responders across all thirteen counties.
- **Share Professional Services:** Our most recent example of a shared professional service is our partnership with ODOT, OCSEA, Teamsters and others in promoting the recent changes to Ohio's Move Over Law. As you well know, the law was recently changed to include highway maintenance vehicles. So, as we begin to enter this construction season, we are all partnering on an intensive public awareness campaign that will include joint events, print and radio advertising. Our radio advertising will be done through a program with the Ohio Association of Broadcasters.
- **Boost Goodwill and Community Partnerships:** We have recently assisted local organizations, like the Girl Scouts and a local EMS service, by loaning them traffic cones for their events. Obviously, these are examples of very small gestures towards this goal. Of more significance, financially anyway, is the \$5 million per year Turnpike Mitigation Program, which is a partnership between ODOT and the Ohio Turnpike.

Goal #3 is all about communications, communications to create partnerships, communications between partners and using partnerships to enhance external communications. We are constantly attending events and making ourselves available to be speakers at events. Some of these are large events, like the Transportation Summit and Freight Conference, which are both hosted by Toledo Metropolitan Area Council of Governments and the Conaway Conference hosted by Ohio Contractors Association, which Director Hodges spoke at recently. Other events are on a smaller scale like local Rotary, Kiwanis and Chamber luncheons. We also host our own events like our safety days at the service plazas. Tommie Jo is currently working with numerous partners to host an event that is specifically targeted at identifying new partnerships related to our MBE/DBE efforts.

Where we have seen the biggest gains in communications has been with our social media efforts. I pulled a few stats so you could see the impact our social media. One of the areas that was somewhat unforeseen to me, was the relationships we would build with local newscasters and newspaper reporters on Twitter. Many of them follow us and we follow them. They re-tweet our information and we re-tweet their information, including weather reports and everything else, so the relationship that we now have with reporters and the media across our roadway has just been enhanced tremendously by our social media interactions with them. On March 12th we had 50,000 total views just on our Twitter page alone. That doesn't include our website, or our Facebook page. We got 569 new followers through those events. When we get new followers from major events like that on our roadway, it's from folks that are actually affected by the incident, so we now have a direct line of communication with folks that are affected by the accident that happened. It's also news and media personalities trying to get information directly from us, so again it's a direct line of communication to get the information out that we want to get out. This has really been a huge area for us. When you think about it, we had 223 re-tweets that night. Most of those were from media folks, who have four, five or six thousand followers themselves, so our reach during that whole thing was huge.

The last goal is to think critically about the partnership itself. And, for this, we've developed four questions which should be applied to each partnership. Has the partnership improved? Did we accomplish a shared service? Was a success story created? Is the partnership an ideal fit? Again, as we are going through our day-to-day routines dealing with partners on a regular basis and don't think about those as being partnerships. We need to start encouraging employees to apply these questions to their daily interactions and figure out whether these are successful partnerships, can we enhance this partnership, or is this something that we can apply to something else?

One example of recent success involves probably our longest standing partner, the State Highway Patrol. I can't say enough about our partnership with those folks. It was displayed earlier in the meeting. One of our newest partners, but most significant right now, is probably ODOT. It's funny to say that they are a new partner, but I think that we have a new relationship with ODOT, and again, it's probably one of our most significant, especially as it relates to the Jobs and Transportation Plan and the work that is being performed through that. Another partner is the International Bridge Tunnel and Toll Road Association ("IBTTA"). That's our professional group that we are very involved with.

With that, I am ending with our Turnpike Proud poster because I think it shows the level of partnership that we have here with all of the employees. And, this concludes our presentation, Tommie Jo and I will certainly entertain any questions from the Commission.

Director Hodges: If I may just add to the presentation, Adam gave you an excellent overview, but there have also been some really tangible small things that are small in the big scheme of things, but not small to the people who are involved that have come out of this effort. I am thinking about Delta, where we allow the FFA or the school to use our infields for soil testing, so they don't have to pay somebody to go outside of the area. Another area is a community in Northwestern Ohio where we have offered to give them some of our unused land

for a park. They can make it pretty, but for us, it's ugly. Streetsboro is another example where we did a lot of drainage work for them. Mayor Broska is actually my third favorite Mayor behind you of course (Chairman), and of course my hometown Mayor. He does an excellent job. Over in Columbiana County, there is an overpass where Tony is figuring out a way that we can save the County and us money by doing it differently in partnering with them, so there are lots of tangible success stories that are coming out of this overall effort.

Chairman: Thank you very much. I think the people expect us all to be working together. Thank you Adam. Any comments or questions from anyone?

Mr. Cole: Just quickly Mr. Chairman. Thank you Tommie Jo, Robin and Adam for all of your work on this, but to the point about getting the word out. You've got to document and get the word out on how you are working with local communities. I would love to help get the word out through Beyond Boundaries, the Auditor of State's Skinny Ohio website, the examples you have and along those lines with that outreach is documenting it because Mr. Chairman, you are right, people do expect this and we increase our credibility. It is lots of little things that when you connect all of the dots, all of the sudden you start to see what that picture is, and showing that the culture isn't something that operates between the fence lines. Instead, we recognize our role in the greater community, and telling these stories is important for all of our support as a public body moving forward, so please keep a spreadsheet of every one of those things, add up the numbers and you might be surprised in a year or two at what they start to look like both for the communities we serve, but also for the Turnpike itself, so document, document, document, please and share. Thank you Mr. Chairman.

Chairman: Any other questions, comments? Thank you again the three of you we appreciate it very much. Robin are you completed or do you have more?

Deputy Director Carlin: I have nothing further. Thank you very much.

Chairman: Thank you very much for the report. We appreciate it. Fine job, really throughout the entire procedure, we appreciate it.

Deputy Director Carlin: Thank you.

Chairman: Okay, we will move on now to the report of our Chief Engineer, Tony Yacobucci.

Chief Engineer: Thank you Mr. Chairman. Good Morning Mr. Chairman and Commission Members. I have five resolutions for your consideration this morning. The first Resolution is for the authorization to award Contract No. 39-14-01 for the Westbound and Eastbound Right Two Lanes and Shoulder Reconstruction from Milepost 101.2 to Milepost 107.2 located in Sandusky and Erie Counties, Ohio. This construction Project will be performed over the 2014 and 2015 construction seasons and this work is included in the 2014 Capital Improvement Budget. Procurement received two bids for this Contract with the apparent low bid submitted by Kokosing Construction Company, Inc. of Columbus, Ohio in the amount of \$28,747,399.38. The Contract Documents included a line item for a voluntary Access Credit.

Kokosing included a line item deduct in the amount of \$1,095,000.00. All the information required by the Contract Documents was fully evaluated and was found to be complete, therefore, it is recommended the Commission accept the access credit at this time. In consideration of this proposed credit, Kokosing's bid is still the apparent low bid and, when compared to the next lowest bid, it is 12.4 percent below the second bidder, Erie Blacktop, Inc. The bid submitted by Kokosing is approximately 12.1 percent lower than the Engineer's Estimate of \$31,000,000. The Construction Manager, Hill International, Inc., of Broadview Heights, Ohio, has carefully evaluated the complete bid tabulation and finds no errors or anomalies. Although they were recently awarded Project 39-14-02 and are the apparent low bidder on Project 70-14-01, which is the subject of another Resolution I will present shortly, they have demonstrated sufficient contracting capacity available to successfully execute the work on this project. Kokosing has also successfully performed projects of a similar size and scope for the Commission in the past. Therefore, it is recommended that the Commission award Contract No. 39-14-01 to Kokosing Construction Company, Inc., of Columbus, Ohio, in the amount of \$27,652,399.38. This Resolution also contains provisions to assign CT Consultants, Inc., of Mentor, Ohio, to assist with construction engineering and inspection services, and to assign Professional Service Industries, Inc., of Cleveland, Ohio, to perform materials testing. With your permission, may the General Counsel please read the Resolved?

General Counsel: RESOLVED that the bid of **Kokosing Construction Company, Inc., of Columbus, Ohio**, in the amount of **\$27,652,399.38 (the total bid amount of \$28,747,399.38 minus the Access Credit in the amount of \$1,095,000.00)** for the performance of Contract No. 39-14-01 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 non-winning bidder of its 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 **CT Consultants, Inc., of Mentor, Ohio**, to Contract No. 39-14-01 for the purpose of performing Task 3 construction services in accordance with the Agreement specific to this Project as previously authorized under Resolution No. 37-2013, and to assign **Professional Service Industries, Inc., of Cleveland, Ohio**, for the purpose of performing materials testing and inspection, with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that Project No. 39-14-01 is designated a System Project under the Commission's 2013 Master Trust Agreement.

Chairman: Motion to adopt?

Vice Chairman Balog: So moved.

Chairman: Second. I will second it. Any comments or questions? Hearing none. Roll call on the Motion.

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Chairman Hruby

Chairman: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

RESOLUTION NO. 19-2014

**Resolution Awarding Contract No. 39-14-01,
Pavement Replacement Project in Sandusky and Erie Counties**

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Westbound and Eastbound Right Two Lanes and Shoulder Reconstruction from Milepost 101.2 to Milepost 107.2 located in Sandusky and Erie Counties, Ohio, herein designated **Contract No. 39-14-01**, which construction project shall be performed over the 2014 and 2015 construction seasons; and

WHEREAS, expenditures for the award to be made under Contract No. 39-14-01 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 two bids via Bid Express 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. 39-14-01 was submitted by **Kokosing Construction Company, Inc.**, of **Columbus, Ohio** (“**Kokosing**”), in the total bid amount of **\$28,747,399.38 including an Access Credit in the amount of \$1,095,000.00**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 39-14-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Kokosing for Contract No. 39-14-01 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; 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. 39-14-01 to the lowest responsive and responsible bidder, Kokosing Construction Company, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Kokosing Construction Company, Inc.**, of **Columbus, Ohio**, in the amount of **\$27,652,399.38 (the total bid amount of \$28,747,399.38 minus the Access Credit in the amount of \$1,095,000.00)** for the performance of Contract No. 39-14-01 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 non-winning bidder of its 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 **CT Consultants, Inc.**, of **Mentor, Ohio**, to Contract No. 39-14-01 for the purpose of performing Task 3 construction services in accordance with the Agreement specific to this Project as previously authorized under Resolution No. 37-2013, and to assign **Professional Service Industries, Inc.**, of **Cleveland, Ohio**, for the purpose of performing materials testing and inspection, with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that Project No. 39-14-01 is designated a System Project under the Commission’s 2013 Master Trust Agreement.

(Resolution No. 19-2014 adopted March 24, 2014)

Chairman: Resolution passes unanimously. Go ahead sir.

Chief Engineer: My next Resolution is for the authorization to award Contract No. 70-14-01 for the Embankment and Bridge Rehabilitation of the Shannon Road Bridge at Milepost 93.0, Werth Road Bridge at Milepost 93.5, and the Township Line Road Bridge at Milepost 94.1, all located in Sandusky County, Ohio. This Project, which completes our commitment to Sandusky County for the rehabilitation of eleven bridge approach embankments, is contained in the 2014 Capital Improvement Budget. Procurement received four bids for this work. These bids were evaluated by the Engineering staff and based upon this review, it was determined that the lowest responsive and responsible bid was submitted by the Kokosing Construction Company, Inc., of Columbus, Ohio, in the amount of \$2,668,099.10. The bid submitted by Kokosing is about one percent below the Engineer's Estimate of \$2,700,000.00, and this Contractor has satisfactorily performed similar projects for the Commission in the past. Although they were recently awarded Project 39-14-01 and Project 39-14-02, they have demonstrated sufficient contracting capacity available to successfully execute the work on this project. Therefore, it is recommended that the Commission award Contract No. 70-14-01 to Kokosing Construction Company, Inc., of Columbus, Ohio, in the amount of \$2,668,099.10. This Resolution also contains provisions to assign S&ME, Inc., of Valley View, Ohio, to perform construction administration and inspection services. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the bid of **Kokosing Construction Company, Inc., of Columbus, Ohio**, in the amount of **\$2,668,099.10** for the performance of Contract No. 70-14-01 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 non-winning 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 Chief Engineer to assign **S&ME, Inc., of Valley View, Ohio**, to Contract No. 70-14-01 for the purpose of performing construction inspection and materials testing, in accordance with the Agreement specific to this Project; and

FURTHER RESOLVED that Contract No. 70-14-01 is designated a System Project under the Commission's 2013 Master Trust Agreement.

Chairman: You've heard the Resolved. Is there any action?

Vice Chairman Balog: So moved

Chairman: Mr. Balog moved. Is there a second?

Mr. Paradiso: Second

Chairman: Seconded by Mr. Paradiso. Any comments or questions?

Mr. Dixon: For this and the other one, we only had six bidders total, only two on this, is there a reason? I mean \$30 million, is there a reason why it was so low? Or is that low?

Chief Engineer: Mr. Chairman and Commission Member Dixon, the for pavement replacement projects we typically get about three to four bidders. For this one, we did only have two. I can't honestly answer why the other bidders that did bid on it previously did not, it could be due to their capacity, they could have been awarded other projects and didn't feel they had the capacity, but I am only speculating.

Chairman: Any other questions or comments? Roll call on the motion.

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Chairman Hruby

Chairman: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Director Hodges: Unanimous.

RESOLUTION NO. 20-2014

Resolution Awarding Contract No. 70-14-01, Embankment and Bridge Rehabilitation Project for Shannon, Werth and Township Line Road Approaches in Sandusky County

WHEREAS, the Commission has duly advertised, in accordance with law, an Invitation for Bids upon a Contract for Embankment and Bridge Rehabilitation Project for the Shannon Road Approaches at Milepost 93.0; the Werth Road Bridge and Approaches at Milepost 93.5; and the Township Line Road Approaches at Milepost 94.1 in Sandusky County, herein designated as **Contract No. 70-14-01**; and

WHEREAS, expenditures for the award to be made under Contract No. 70-14-01 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 four 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. 70-14-01 was submitted by **Kokosing Construction Company, Inc. ("Kokosing")**, of **Columbus, Ohio**, in the amount of **\$2,668,099.10**, 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. 70-14-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Kokosing for said Contract 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; and

WHEREAS, the Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, concurs with the recommendation to award Contract No. 70-14-01 to the lowest responsive and responsible bidder, Kokosing Construction Company, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Kokosing Construction Company, Inc.**, of **Columbus, Ohio**, in the amount of **\$2,668,099.10** for the performance of Contract No. 70-14-01 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 non-winning 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 Chief Engineer to assign **S&ME, Inc.**, of **Valley View, Ohio**, to Contract No. 70-14-01 for the purpose of performing construction inspection and materials testing, in accordance with the Agreement specific to this Project; and

FURTHER RESOLVED that Contract No. 70-14-01 is designated a System Project under the Commission's 2013 Master Trust Agreement.

(Resolution No. 20-2014 adopted March 24, 2014)

Chairman: The Resolution is adopted unanimously. Go ahead sir, please.

Chief Engineer: The third Resolution is for the authorization to award Contract No. 40-14-01 for the repainting of six bridge structures located between Milepost 171.1 to Milepost 209.2 in Cuyahoga, Summit, Portage and Trumbull Counties. This project is contained in the 2014 Capital Improvement Budget. Procurement received five bids for this work, and the apparent low bid was submitted by APBN, Inc., of Campbell, Ohio, in the amount of \$1,057,000.00. The bid submitted by APBN is about 24% below the Engineer's Estimate of \$1,400,000.00. APBN has satisfactorily performed similar work for the Commission in the past and appears to have sufficient capacity to perform this Project. The Resolution also contains provisions to assign True Inspection Services, LLC, of Springfield, Ohio, to perform construction administration and inspection services. It should be noted that True Inspection Services, LLC, is a certified MBE company. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the bid of **APBN, Inc.**, of **Campbell, Ohio**, in the amount of **\$1,057,000.00** for the performance of Contract No. 40-14-01 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 non-winning 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 **True Inspection Services, LLC**, of **Springfield, Ohio**, (a Commission-certified MBE) to Contract No. 40-14-01 for the purpose of performing inspection and testing services, with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said firm; and

FURTHER RESOLVED that Project No. 40-14-01 is designated a Fuel Tax Project under the Commission's 2013 Master Trust Agreement.

Chairman: Thank you. Is there a Motion?

Vice Chairman Balog: So moved

Mrs. Barber: Second

Chairman: Seconded by Mrs. Barber. Any comments, questions, or discussion?
Hearing none, roll call.

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Chairman Hruby

Chairman: Abstain

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Director Hodges: Unanimous among those voting.

RESOLUTION NO. 21-2014

Resolution Awarding Contract No. 40-14-01, for Repainting of Six Bridges

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for repainting of the following six bridges located in Cuyahoga, Summit, Portage and Trumbull Counties, Ohio, herein designated as **Contract No. 40-14-01:**

<u>Bridge</u>	<u>Milepost</u>
Highland Drive	171.1
Stow Road	184.7

Ramp Over S.R. 14	187.0
Coit Road	192.4
S.R. 534	207.6
Ramp Over Ohio Turnpike	209.2

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 five bids via Bid Express 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. 40-14-01 was submitted by **APBN, Inc.**, of **Campbell, Ohio**, in the amount of **\$1,057,000.00**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 40-14-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of APBN, Inc., for said Contract 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 APBN, Inc.; and

WHEREAS, the Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, concurs with the recommendation to award Contract No. 40-14-01 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 **\$1,057,000.00** for the performance of Contract No. 40-14-01 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 non-winning 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 **True Inspection Services, LLC**, of **Springfield, Ohio**, (a Commission-certified MBE) to Contract No. 40-14-01 for the purpose of performing inspection and testing services, with such assignment in accordance with the 2013-2014 Miscellaneous

Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said firm; and

FURTHER RESOLVED that Project No. 40-14-01 is designated a Fuel Tax Project under the Commission's 2013 Master Trust Agreement.

(Resolution No. 21-2014 adopted March 24, 2014)

Chairman: The Resolution passes unanimously with one abstention. Go ahead, please.

Chief Engineer: My next Resolution is for authorization to award Project No. 71-14-02 for Engineering Services relating to the investigation, evaluation and rehabilitation of fourteen overhead bridges between Milepost 200.2 and Milepost 236.7 in Portage, Trumbull, and Mahoning Counties. On November 22, 2013, Procurement received sixteen Letters of Interest for Project No. 71-14-02, from which five firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that TransSystems Corporation of Cleveland, Ohio, was most qualified to perform the services. Fee negotiations commenced between TranSystems and our Engineering staff, and on March 11, 2014, a final fee proposal was submitted in the amount of \$91,898.00 for Phase 1A services. The services for Phase 1A include the site investigation and evaluation of the condition of these fourteen structures and the preparation of an Engineering Report outlining recommendations for repairs. It is anticipated that future phases of this Project, including preparation of Construction Contract Documents, and possibly Construction Administration and Inspection Services will likely cause this authorization to exceed \$150,000.00. Therefore, we are requesting Commission authorization for the award of Project No. 71-14-02 to TranSystems Corporation for Phase 1A of this Project in the amount of \$91,898.00. Commission authorization will be requested in the future for additional phases of the Project. With your permission, may the General Counsel please read the Resolved?

General Counsel: RESOLVED that the Commission concurs that **TransSystems Corporation, of Cleveland, Ohio**, is most qualified to perform the professional engineering services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute a Contract for Project No. 71-14-02 with TransSystems, all in accordance with the terms and conditions of the Commission's Request for Proposals, TransSystems' response thereto and its ensuing fee proposals therefor.

Chairman: Moved by Mr. Murphy. Second?

Vice Chairman: Second

Chairman: Seconded by Vice Chairman Balog. Any questions or comments? Hearing none, roll call.

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Chairman Hruby

Chairman: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Unanimous.

Chairman: Unanimously adopted.

RESOLUTION NO. 22-2014

Resolution Authorizing a Contract for Engineering and Construction Administration and Inspection Services for the Rehabilitation of Fourteen Bridges in Portage, Trumbull and Mahoning Counties (Project No. 71-14-02)

WHEREAS, on November 8, 2013, the Commission published notice of its Request for Proposals (“RFP”) for Project No. 71-14-02 seeking Engineering and Construction Administration and Inspection Services relating to the Rehabilitation of Fourteen Bridges Between Milepost 200.2 and Milepost 236.7 in Portage, Trumbull and Mahoning Counties; and

WHEREAS, on November 22, 2013, Letters of Interest were received from sixteen firms expressing their interest in serving as the Commission’s Engineering Design Consultant for this Project, of which five were deemed most qualified and invited to submit proposals in response to the RFP, with responses due on December 23, 2013; and

WHEREAS, on the basis of the proposals received, the Engineering staff concluded that **TransSystems Corporation, of Cleveland, Ohio (“TransSystems”)**, is most qualified to perform the above-mentioned services, and conducted a Scope of Services meeting with said

firm to discuss the parties' mutual understanding of the Phase IA Services consisting of Site Inspections and an Engineering Report; and

WHEREAS, TransSystems submitted its fee proposal dated March 11, 2014, for Phase IA Services in the not to exceed amount of **\$91,898.00**, which fee proposal has been deemed appropriate and reasonable by the Chief Engineer who, therefore, recommends that the Commission award the Contract for Project No. 71-14-02 to TransSystems; and

WHEREAS, total Contract expenditures will eventually exceed \$150,000.00 when subsequent Phase IB Final Design and Plan Preparation Services, and Phase II Construction Administration and Inspection Services are performed 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 has been advised by the Director of Contracts Administration that said RFP selection process and the selection of TransSystems conformed with the requirements of Ohio Revised Code Sections 153.65 to 153.71, and that all legal requirements were performed and that the proposals were solicited on the basis of the same terms and conditions with respect to all respondents and potential respondents; and

WHEREAS, the Executive Director has also reviewed the recommendation submitted by the Chief Engineer and the Director of Contracts Administration, and concurs that the proposed Contract with TransSystems to perform Phase IA and the ensuing Phase IB Services for Project No. 71-14-02 should be approved by the Commission; and

WHEREAS, at the time the construction contract(s) for the rehabilitation of the fourteen overhead bridges from Milepost 200.2 to Milepost 236.7 in Portage, Trumbull and Mahoning Counties is/are awarded, the Commission will be requested to authorize TransSystems to perform Phase II Construction Administration and Inspection Services for said construction project(s); and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that **TransSystems Corporation**, of **Cleveland, Ohio**, is most qualified to perform the professional engineering services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute a Contract for Project No. 71-14-02 with TransSystems, all in accordance with the terms and conditions of the Commission's Request for Proposals, TransSystems' response thereto and its ensuing fee proposals therefor.

(Resolution No. 22-2014 adopted March 24, 2014)

Chairman: Please move on.

Chief Engineer: My final Resolution for your consideration seeks authorization for the necessary additional expenditures to replenish the Commission's supplies of magnesium chloride for the remainder of the 2013-2014 snow and ice season. On October 15, 2013, the Executive Director authorized the award of a contract pursuant to Bid Invitation No. 4206 to Syntech Products Corp., of Toledo, Ohio, for the furnishing of Liquid De-Icing/Anti-Icing Materials (Magnesium Chloride) during the 2013/2014 snow and ice season for delivery to the eight maintenance buildings along the Ohio Turnpike. Initially it was estimated that the Commission would require 40,500 gallons of magnesium chloride for the 2013/2014 snow and ice season at a cost of approximately \$65,000.00, however, due to the extreme winter weather conditions that have occurred, and in order to have sufficient magnesium chloride available for this 2013/2014 snow and ice season, the Executive Director authorized the Maintenance staff to proceed with the order of additional required quantities of magnesium chloride with the intent of requesting that the Commission authorize the additional expenditures at its next regularly scheduled Commission Meeting. Therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, we are requesting Commission authorization to take whatever actions are necessary to obtain the additional quantities of magnesium required for the remainder of the 2013-2014 snow and ice season from Syntech Products Corp., of Toledo, Ohio, pursuant to the Contract previously awarded to Syntech under Bid Invitation No. 4206. At the conclusion of the 2013-2014 snow and ice season, the Assistant Chief Engineer of Highway and Maintenance will prepare a report concerning the total expenditures for magnesium chloride during this historic 2013/2014 snow and ice season. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED, that the Executive Director, and the Assistant Chief Engineer, Highway and Maintenance, are authorized to take whatever actions are necessary to obtain the additional quantities of magnesium chloride required for the remainder of the 2013/2014 snow and ice season from **Syntech Products Corp., of Toledo, Ohio**, pursuant to the Contract previously awarded to Syntech under Invitation No. 4206.

Chairman: Motion to adopt?

Mrs. Barber: So moved.

Chairman: Moved by Mrs. Barber. Seconded by Vice Chairman Balog. Questions or comments? Hearing none, roll call.

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Chairman Hruby
Chairman: Yes
Director Hodges: Commissioner Dixon
Mr. Dixon: Yes
Director Hodges: Commissioner Paradiso
Mr. Paradiso: Yes
Director Hodges: Mr. Murphy
Mr. Murphy: Yes
Director Hodges: Six to nothing.
Chairman: The Resolution passes unanimously.

RESOLUTION NO. 23-2014

Resolution Authorizing Additional Purchases of Magnesium Chloride under Invitation No. 4206 for the Remainder of the 2013-2014 Snow and Ice Season

WHEREAS, on October 15, 2013, the Executive Director authorized the award of a contract pursuant to **Invitation No. 4206 to Syntech Products Corp. (“Syntech”)**, of **Toledo, Ohio**, for the furnishing of **Liquid De-Icing/Anti-Icing Materials (Magnesium Chloride)** during the 2013/2014 snow and ice season for delivery to the eight maintenance buildings along the Ohio Turnpike; and

WHEREAS, said Invitation was duly advertised in accordance with law and, prior to award, the General Counsel advised that all bids for Invitation No. 4206 were solicited on the basis of the same terms, conditions and specifications, and that the bid of Syntech conformed to the requirements of Ohio Revised Code Sections 5537.07 and 9.312; and

WHEREAS, initially it was estimated that the Commission would require **40,500 gallons** of magnesium chloride for the 2013/2014 snow and ice season at a cost of approximately **\$65,000.00**, however, due to the extreme winter weather conditions that have occurred, and in order to have sufficient magnesium chloride available for this 2013/2014 snow and ice season, the Executive Director, on March 13, 2014, authorized Commission Maintenance staff to place an order for additional magnesium chloride that has caused the contract value to exceed his spending authority of \$150,000.00; and

WHEREAS, due to the urgent need for the Commission to replenish its supplies of magnesium chloride, the Executive Director authorized the Maintenance staff to proceed with

the order of additional required quantities of magnesium chloride with the intent of requesting that the Commission authorize the additional expenditures at its next regularly scheduled Commission Meeting; and

WHEREAS, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, the Commission is requested to authorize the additional expenditures with Syntech that are in excess of \$150,000.00; and

WHEREAS, at the conclusion of the 2013/2014 snow and ice season, the Assistant Chief Engineer, Highway and Maintenance, will prepare a report concerning total expenditures for magnesium chloride during this historic 2013/2014 snow and ice season; and

WHEREAS, the Commission has duly considered such request and recommendations.

NOW, THEREFORE, BE IT

RESOLVED, that the Executive Director, and the Assistant Chief Engineer, Highway and Maintenance, are authorized to take whatever actions are necessary to obtain the additional quantities of magnesium chloride required for the remainder of the 2013/2014 snow and ice season from **Syntech Products Corp.**, of **Toledo, Ohio**, pursuant to the Contract previously awarded to Syntech under Invitation No. 4206.

(Resolution No. 23-2014 adopted March 24, 2014)

Chairman: Anything else Mr. Yacobucci?

Chief Engineer: That completes by report Mr. Chairman.

Chairman: Thank you very much. We appreciate your work. We will move on next to the Comptroller report, Marty Seekely.

CFO/Comptroller: Thank you Mr. Chairman. I have a brief update on our traffic and revenue the month of February. This first chart shows the monthly passenger car miles traveled on the Ohio Turnpike over the past two years. The weather for February was not quite as bad as it was in January, but we still experienced multiple days of snowfall that had a negative impact on traffic. As a result, passenger car vehicle miles traveled were 1.3% lower than February of last year. Commercial traffic rebounded somewhat from January and was 2.4% higher than February of last year. This chart shows the total vehicle miles traveled through the month of February during each year over the past decade. Total vehicle miles traveled for the first two months of this year were 3.1% less than the amount from last year. The 1.3% decrease in traffic and an increase in E-ZPass use more than offset the 2.7% toll rate increase on January 1st. As a result, passenger car toll revenue decreased .4% from February of last year. The increase in commercial traffic combined with the toll rate increase resulted in Commercial vehicle toll revenues increasing 4.6% from last year.

This chart shows the year-to-date toll revenues through the month of February during each year over the past decade. Toll revenues through February were \$200 thousand or .4% below the amount from last year. That completes my report Mr. Chairman.

Chairman: Thank you. Any questions for Marty? Hearing none, we will move on to the reports of our consultants.

Bethany Pugh: No report Mr. Chairman.

Chairman Hruby: Thank you. Our General Consultant, Scott Buchanan.

Mr. Buchanan: No report Mr. Chairman.

Chairman Hruby: Thank you. Our Trustee from Huntington, Mr. Lamb.

Mr. Lamb: No report Mr. Chairman.

Chairman Hruby: Thank you. Our Ohio State Highway Patrol, Captain Hannay.

Captain Hannay: Thank you Mr. Chairman and Commission Members. I'll be brief, time is valuable to everybody here. Year-to-date, our contacts with customers on the Ohio Turnpike have increased 7%, no doubt related to the weather. The majority of these contacts have been in the rendering of assistance getting motorists off of the roadway. That number has increased significantly in our assist area, including changing tires and getting people moved around, we are up some 133% over last year. Traffic crashes are increased almost 80% year-to-date compared to last year, again all weather related and of course previously we did discuss our fatalities. We do have five fatalities for the year in 2014 and that is up from zero compared to last year, so that is not a good statistic. We'll continue to combat that now that the weather is changing, we will try and turn that trend around. On the criminal patrol side of things, our troopers have been very aggressive over the last thirty days. We have had several criminal patrol stops. A traffic stop on March 9th yielded five hundred Oxycontin-Hydrocodone pills. A traffic stop in Wood County near Milepost 64 yielded one hundred and three fraudulent credit cards, again, probably related to IRS returns, stolen ID's. This case has been turned over to the Secret Service and it's looking like it could be an international case, so that was a significant traffic stop. On March 8th, we seized seventy-two individual packages of marijuana total weight of eighty-six pounds. In Wood County over the weekend, we seized a bundle of currency and marijuana. On March 13th, we seized twenty grams of cocaine here in Cuyahoga County. With the weather changing, our Troopers will have the opportunity to concentrate their efforts on what we do well, which is stop people in Ohio from creating or deteriorating the quality of life for our citizens. Our Troopers will continue to be aggressive now that we are moving into better weather and contributing to a safer Ohio. That concludes my report.

Chairman: Thank you very much. Captain you would think that, by now, with all of the publicity that is out there regarding the good work of the Ohio State Highway Patrol as they smite the drug trafficking and they smite the other criminal activities that are going on, that people would get smart and stay off of the road. Evidently they are not, so we appreciate your

good work. Thank you so very much, and again for the March 12th work that you and your staff did. It was just remarkable. We appreciate that, and that is why the Ohio Turnpike continues to have such a good reputation and the Ohio State Highway Patrol continues to maintain the reputation they have.

Captain Hannay: Thank you Mr. Chairman.

Mr. Murphy: I would say that I am very impressed with the Chairman and Rick's use of the "word of the day."

Chairman: Very appropriate. Thank you for your report. We will now move on to the report of our General Counsel.

General Counsel: Good morning Mr. Chairman and Commission Members. I have a Resolution to present to you today to authorize the reallocation of funds from the Infrastructure Funding Agreement with the Ohio Department of Transportation for the Cleveland Innerbelt Bridge, and transferring those funds to Infrastructure Funding Agreements that we have with ODOT for the I-75 Corridor Projects. Pursuant to its authority under Section 5537.04(A)(7) and Section 5537.08 of the Ohio Revised Code, as amended effective July 1, 2013, the Commission issued Turnpike Revenue Bonds generating proceeds of \$930 million under the new Junior Lien Master Trust Agreement as amended by the First Supplemental Trust Agreement, both dated August 13, 2013, which bond proceeds are being used to fund "infrastructure projects" (as defined in Section 5537.01(C) of the Ohio Revised Code) identified by the Ohio Department of Transportation and approved by the Commission.

Under newly enacted Section 5537.18 of the Ohio Revised Code, the Commission adopted Administrative Rule 5537-10-01 "establishing the procedures and criteria under which the Commission may approve an application received from the director of transportation for infrastructure project funding."

Section 5537.18 and Administrative Rule 5537-10-01 additionally require that infrastructure projects "have an anticipated benefit to the system of public highways in the state of Ohio and transportation-related nexus with an relationship to the Ohio turnpike system and the Ohio turnpike and infrastructure system," and also set forth the criteria to be utilized by the Commission in determining the aforementioned nexus and relationship.

On August 28, 2013, an application was submitted by the Director of Transportation to fund the infrastructure project known as the Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119, located in Cuyahoga County, for which funding in the amount of \$340 million was approved by the Commission on September 16, 2013, via Resolution No. 60-2013, after its finding that the project complies with the "nexus" requirements of the statute and rule.

On August 28, 2013, funding was also requested by the Director of Transportation for the infrastructure projects known as the I-75 Corridor, TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437, located in Hancock and Wood Counties, for which funding in the amount of \$204.1 million was approved by the Commission on September 16, 2013, via

Resolution No. 63-2013, after its finding that the project complies with the “nexus” requirements of the statute and rule.

Jennifer Townley, ODOT Manager of all things TRAC, is here today to explain ODOT’s current request to adjust the funding for the aforementioned infrastructure projects by moving infrastructure funds from the Cleveland Innerbelt Bridge project that are not needed, to the six infrastructure projects known as the I-75 Corridor, which are estimated by ODOT to require funding in addition to the \$204.1 million allocated by the Commission to said projects. So, Jennifer.

Jennifer Townley: Thank you. Good morning. Mr. Chairman and Members of the Commission. I am here today to request reallocation of some of the Turnpike infrastructure funding, as Kathy has mentioned. I want to give you a bit of detail about the projects that we are actually talking about today. The first project adjustment request for is the Cleveland Innerbelt Bridge (the second bridge in Cuyahoga County). Back in September 2013, that project was awarded by ODOT in the amount of \$273.1 million. Last year, the Turnpike Infrastructure funding was approved for \$340 million, so we had a savings of \$66.9 million on that Cleveland Innerbelt second bridge. Therefore we are asking for reallocation, or adjustment of \$66.9 million from that project to the Wood I-75 Corridor projects, you can see the PIDS 84557, 87005, 25521, 95435, 95436 and 95437. The original Ohio Turnpike Infrastructure funding bond approval was \$204.1 million, and with the addition of the \$66.9 million, we are asking for that amount to be amended to \$271 million. ODOT still has funding on that project of \$163.7 million for a total amount in that Corridor for \$434.7 million. These costs are due to much more updated, in depth estimates. These projects all are up coming here in the next couple of months, so these are good estimates going forward. Just like the Cleveland Innerbelt Bridge, we hope that the contractors smite the costs and we actually get savings on these projects, so that we may actually see savings on this corridor as well. At this point in time I can take any questions.

Chairman: A lot of money. Any questions or comments?

Mr. Murphy: The only comment that I would have is that this is the first go around for this process, and our estimates on the bridge were a little high and they came in low. We also hope our estimates on the Hancock and Wood County projects are a little high, but we never know until we get our bids in. I it just proves that the process, with Senator Manning’s and the Legislature’s help, is working and I hope that this Commission, feels comfortable with what we are doing. We will be back time again to continue to update you on the process and the progress and obviously the cost.

Chairman: And this recommendation came out of TRAC, did it not?

Mr. Murphy: Yes.

Chairman: It was the next project where additional money should be funded for, is that correct?

Mr. Murphy: Actually these projects were ongoing and TRAC had already approved them. The cost figure increased and our recommendation to TRAC was that we seek the additional savings from the Innerbelt Bridge for this project. If this body votes to not move that money over there, we will have to go back to the TRAC and find a different way to fund the gap. However, again, the \$66.9 million is still sitting out there for us to spend.

Chairman: I just want to emphasize the fact that it's been reviewed by the TRAC and their process is quite unique and quite good. I just wanted to make sure that was known. Any other questions or comments?

Director Hodges: I might add this is simply rebalancing projects; there are no new projects for your approval. You have already approved these projects.

Chairman: I just wanted to make sure the TRAC was involved in the process. Anything else?

General Counsel: With your permission I would like to read the Resolved.

Chairman: Please do.

General Counsel: RESOLVED, that the Executive Director and the General Counsel are hereby authorized to prepare and execute the necessary amendments to reallocate an amount not to exceed **\$66,880,277.00** from the infrastructure project funding agreement with ODOT for the project known as **Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119** located in Cuyahoga County to the infrastructure project funding agreement with ODOT for the project known as the **I-75 Corridor, TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437** located in Hancock and Wood Counties, with infrastructure funds to be remitted to ODOT in accordance with the terms and conditions of said infrastructure project funding agreements; and

FURTHER RESOLVED, that in accordance with Section 5537.18 of the Ohio Revised Code, the Commission's determinations concerning the funding of the infrastructure project known as the Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119 in the amount of **\$273,119,723.00**, and the funding of the infrastructure projects known as the I-75 Corridor TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437 in the amount of **\$270,980,277.00**, shall be "conclusive and incontestable."

FURTHER RESOLVED, that a certified copy of this Resolution shall be sent to bond counsel for the Commission.

Chairman: You've heard the Resolved. Is there action to be taken by the Board.

Mr. Paradiso: Move to adopt.

Mr. Murphy: Second.

Chairman: Seconded by Mr. Murphy. Any other comments or questions? Hearing none, roll call.

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Director Hodges: Chairman Hruby

Chairman: Yes

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Unanimous.

Chairman: Passed unanimously.

RESOLUTION NO. 24-2014

Resolution Authorizing Reallocation of Funds from Infrastructure Funding Agreement with the Ohio Department of Transportation for the Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119 to the Infrastructure Funding Agreement for the I-75 Corridor Projects, TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437

WHEREAS, pursuant to its authority under Section 5537.04(A)(7) and Section 5537.08 of the Ohio Revised Code, as amended effective July 1, 2013, the Ohio Turnpike and Infrastructure Commission issued Turnpike Revenue Bonds generating proceeds of \$930 million under the new Junior Lien Master Trust Agreement as amended by the First Supplemental Trust Agreement, both dated August 13, 2013, which bond proceeds are to be used to fund

“infrastructure projects” (as defined in Section 5537.01(C) of the Ohio Revised Code) identified by the Ohio Department of Transportation (“ODOT”) and approved by the Commission; and

WHEREAS, under newly enacted Section 5537.18 of the Ohio Revised Code, the Commission adopted Administrative Rule 5537-10-01 “establishing the procedures and criteria under which the Commission may approve an application received from the director of transportation for infrastructure project funding;” and

WHEREAS, Section 5537.18 and Administrative Rule 5537-10-01 additionally require that infrastructure projects “have an anticipated benefit to the system of public highways in the state of Ohio and transportation-related nexus with and relationship to the Ohio turnpike system and the Ohio turnpike and infrastructure system,” and also set forth the criteria to be utilized by the Commission in determining the aforementioned nexus and relationship; and

WHEREAS, on August 28, 2013, an application was submitted by the Director of Transportation to fund the infrastructure project known as the **Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119**, located in Cuyahoga County, for which funding in the amount of **\$340 million** was approved by the Commission on September 16, 2013, via Resolution No. 60-2013, after its finding that the project complies with the “nexus” requirements of the statute and rule; and

WHEREAS, on August 28, 2013, funding was also requested by the Director of Transportation for the infrastructure projects known as the **I-75 Corridor, TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437**, located in Hancock and Wood Counties, for which funding in the amount of **\$204.1 million** was approved by the Commission on September 16, 2013, via Resolution No. 63-2013, after its finding that the project complies with the “nexus” requirements of the statute and rule; and

WHEREAS, after bids were opened by ODOT for the **Cleveland Innerbelt Bridge (CCG2-2nd Bridge)** project, it was determined that **\$66,880,277.00** of the **\$340 million** in infrastructure funds originally allocated to the project by the Commission are not necessary because the total project award amount came in at **\$273,119,723.00**; and

WHEREAS, the construction amount required for the six infrastructure projects known as the **I-75 Corridor** is actually estimated by ODOT to be **\$68,277,783.00** in excess of the **\$204.1 million** allocated by the Commission to said projects, and a reallocation of the excess amount from the Cleveland Innerbelt Bridge (CCG2-2nd Bridge) of **\$66,880,277.00** would relieve the shortfall for the I-75 Corridor projects; and

WHEREAS, the Director of Transportation has requested that the Commission authorize the reallocation of **\$66,880,277.00** of the infrastructure funds originally allocated to the Cleveland Innerbelt Bridge (CCG2-2nd Bridge) project by the Commission to the I-75 Corridor projects.

WHEREAS, the Commission has duly considered this amended infrastructure funding request.

NOW, THEREFORE, BE IT

RESOLVED, that the Executive Director and the General Counsel are hereby authorized to prepare and execute the necessary amendments to reallocate an amount not to exceed **\$66,880,277.00** from the infrastructure project funding agreement with ODOT for the project known as **Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119** located in Cuyahoga County to the infrastructure project funding agreement with ODOT for the project known as the **I-75 Corridor, TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437** located in Hancock and Wood Counties, with infrastructure funds to be remitted to ODOT in accordance with the terms and conditions of said infrastructure project funding agreements; and

FURTHER RESOLVED, that in accordance with Section 5537.18 of the Ohio Revised Code, the Commission's determinations concerning the funding of the infrastructure project known as the Cleveland Innerbelt Bridge (CCG2-2nd Bridge), TRAC PID NO. 82119 in the amount of **\$273,119,723.00**, and the funding of the infrastructure projects known as the I-75 Corridor TRAC PID NOS. 84557, 87005, 25521, 95435, 95436 and 95437 in the amount of **\$270,980,277.00**, shall be "conclusive and incontestable."

FURTHER RESOLVED, that a certified copy of this Resolution shall be sent to bond counsel for the Commission.

(Resolution No. 24-2014 adopted March 24, 2014)

Chairman: Anything else Mrs. Weiss.

General Counsel: Thank you Mr. Chairman and Commission Members. Two items: First, several of you have before you letters that are required for our auditors, if you could please sign those and give them to us, we will get them off to the auditors, if we hand delivered those to you, then you need to sign them. Secondly, we would like to take a motion to go into Executive Session.

Chairman: Okay. Mrs. Barber.

Mrs. Barber: Mr. Chairman I move that we hold an Executive Session to discussion litigation matters under the provisions of ORC 121.22(G)(3) and at the end of said Executive Session the Commission shall resume its open meeting.

Chairman: Will there be any further action to be taken?

General Counsel: No, Mr. Chairman there will not be.

Chairman: Okay. I'll second the motion. Roll call.

Director Hodges: Secretary-Treasurer Barber

Secretary-Treasurer Barber: Yes

Director Hodges: Chairman Hruby

Chairman: Yes

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Yes

Director Hodges: Commissioner Dixon

Mr. Dixon: Yes

Director Hodges: Commissioner Paradiso

Mr. Paradiso: Yes

Director Hodges: Mr. Murphy

Mr. Murphy: Yes

Chairman: Ladies and gentleman we are going into Executive Session. We will come back out just to adjourn. There will be no further action to be taken by the Commission, so go to your homes, or wherever you wish to go and enjoy the day. We will be back on April 21, 2014 at 10:00 a.m. for the next regularly scheduled meeting of the Ohio Turnpike and Infrastructure Commission. Thank you very much. (Executive Session began at 11:28 a.m.)

Secretary Barber: (11:58 a.m.) I move that we conclude the Executive Session pursuant to the provisions of Ohio Revised Code Section 121.22(G)(3) and resume the open meeting of the Commission.

Vice Chairman Balog: I second the motion.

Chairman: All those in favor, please signify by saying aye.

Commission Members: Aye.

Chairman: Anyone opposed? Move to adjourn. All those in favor.

Commission Members: Aye.

Chairman: Anyone opposed? We are adjourned.

Time: 11:59 a.m.

Attendees for Record Keeping Purposes:

Scott Buchanan, URS; Beth Fulton, URS; Bethany Pugh, PFM; Jennifer Townley, ODOT; Tim McDonald, ODOT; Jim Gates, ODOT; Bruce Birch, Resource Int'l.; Sarah Brown, HNTB; Vic Spinabelli, Hill Int'l.; Russ Critelli, Mannik & Smith Group; Toby Fritz, Hill Int'l.; Frank Lamb, Huntington Bank; Dennis Golem, Wells Fargo; Hamid Homae, TranSystems; David Russell, IUOE Local 18; Dennis Avery, G. Stephens; Teri Staib, Ohio Turnpike; Alison Grant, *The Cleveland Plain Dealer*; Gary Harrin, AVI; Charles Tushar, Aero-Mark; Cal Shullick, Oglesby Construction; Captain Hannay, OSHP; Marty Seekely, Ohio Turnpike; Tony Yacobucci, Ohio Turnpike; Kathleen Weiss, Ohio Turnpike; Robin Carlin, Ohio Turnpike; Sharon Isaac, Ohio Turnpike; Mark Musson, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; Helen Guggenbiller, Ohio Turnpike; Dave Miller, Ohio Turnpike; Dennis Albrecht, Ohio Turnpike; Lauren Hakos, Ohio Turnpike; Andrew Herberger, Ohio Turnpike.

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

Sandra K. Barber, Secretary-Treasurer