

**MINUTES OF THE 673<sup>rd</sup> MEETING OF THE  
OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION  
APRIL 20, 2020**

**Chairman:** Good morning. I am Jerry Hruby. I am the Chairman of the Ohio Turnpike and Infrastructure Commission. The time is 10:00 a.m. Please stand and join me in reciting the *Pledge of Allegiance*.

The meeting will come to order. We are here on video conference – not in person anymore as Governor DeWine has signed HB 197 into law allowing public meetings to proceed without having to gather in person. We are doing our part to help prevent the spread of COVID-19.

Will the Assistant Secretary-Treasurer, Ferzan M. Ahmed, please call the roll.

**Assistant Secretary-Treasurer:** Chairman Hruby

**Chairman, Jerry Hruby:** Here

**Assistant Secretary-Treasurer:** Vice Chairman Paradiso

**Vice Chairman, Timothy Paradiso:** Here

**Assistant Secretary-Treasurer:** Secretary-Treasurer Peterson

**Secretary-Treasurer, Michael Peterson:** Here

**Assistant Secretary-Treasurer:** Mrs. Barber

**Commissioner, Sandra Barber:** Here

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

**Commissioner, Guy Coviello:** Here

**Assistant Secretary-Treasurer:** Ms. Eaton Johnson

**Commissioner, Vickie Eaton Johnson:** Here

**Assistant Secretary-Treasurer:** Dr. Marchbanks

**Commissioner, ODOT Proxy, Dr. Jack Marchbanks:** Here

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

**Office of Budget and Management, James Kennedy:** Here

**Assistant Secretary-Treasurer:** Senator McColley

**Senator Rob McColley:** Here

**Chairman:** We have a quorum. This is the 673<sup>rd</sup> Meeting of the Ohio Turnpike and Infrastructure Commission. We are holding a meeting today via Microsoft Teams.

As mentioned at the beginning, the new law signed by Governor DeWine allows public meetings to be held by video conference. State law will allow us to use video conferencing for all public meetings only until December 1, 2020 (unless the state legislature extends it). Accordingly, we can check in with our Technology team after the meeting and confirm that this was available by live stream to the public.

Various reports will be received, and we will act on several resolutions. Draft copies have previously been sent to the Members and updated versions are in the Members' packets. The Resolutions will be explained during the appropriate reports.

May I have a motion to adopt the Minutes of the March 16, 2020, Commission Meeting? Call the roll, please.

**MOTION:** A motion to adopt the Minutes of March 16, 2020, Commission Meeting was made by Vice Chairman Paradiso and seconded by Mr. Peterson. All Commission Members present voted to approve the Minutes.

**Chairman:** The March 16, 2020 Commission Meeting Minutes are adopted.

May I have a motion to adopt the Minutes of the April 8, 2020, Special Commission Meeting? Call the roll, please.

**MOTION:** A motion to adopt the Minutes of April 8, 2020, Special Commission Meeting was made by Mr. Peterson and seconded by Mrs. Barber. All Commission Members present voted to approve the Minutes.

**Chairman:** The April 8, 2020 Minutes are adopted unanimously. We will move on to the report of the Secretary-Treasurer, Mr. Peterson.

**Assistant Secretary-Treasurer:** The following items have been provided to the Members since the last scheduled meeting of the Commission on February 24, 2020:

The following items have been provided to the Members since the last scheduled meeting of the Commission on March 16, 2020:

1. Eleven Resolutions;
2. Draft Minutes of the March 16, 2020, Commission Meeting;
3. Draft Minutes of the April 8, 2020, Special Commission Meeting; and
4. Agenda for today's meeting.

We have included in their folders for today's meeting, the following additional documents:

1. Traffic Crash Summary Report, March 2020;
2. Traffic and Revenue Report, March 2020;
3. Total Revenue by Month and Year, March 2020;
4. Investment Report, March 2020;
5. Financial Statement, March 2020; and
6. Budget Report – Three Months 2020.

That concludes the Secretary-Treasurer's report, Mr. Chairman.

**Chairman:** Thank you. Any questions or comments? I want to make a comment before we move on with the report of our Executive Director. I want to extend on behalf of the Commission our appreciation to you, Ferzan, and your staff, for keeping the Commission informed during these remarkable times. I believe that you have been operating in a most efficient way. You have expressed a great concern for our employees and our public. I appreciate all of the efforts on behalf of all of the staff in getting us through this period of unprecedented history. Thank you very much, Executive Director and the staff of the Ohio Turnpike and Infrastructure Commission.

We will move on to the report from the Executive Director, Ferzan M. Ahmed.

**Executive Director, Ferzan M. Ahmed:** Good morning, Mr. Chairman and Commission Members. Thank you so much for your very kind comments. It is an honor serving here.

I will start on an upbeat note as we tackle the pandemic. The Ohio Turnpike is one of the most significant freight routes in our country. It has been recognized that during the national shut down, it is the truck drivers who have kept our economy going. A local Girl Scout Troop wanted to thank truck drivers by donating cookies. Working with us, they donated over 700 boxes of cookies which we placed at various service plazas for the truck drivers who stop there. I would like to thank Stacy Furjanic and Girl Scout Troop 71268 for spearheading this *#ThankATrucker* campaign. Photographs and video of this can be found on our social media pages. Governor DeWine used the video created by the Girl Scouts during one of his daily press conferences.

#### **Operations during COVID-19:**

I would now like to brief the Commission on the state of our operations.

After the announcement from Governor Mike DeWine declaring a state of emergency and stay at home orders, it has been our primary goal to keep our employees and customers safe during this uncertain time. A few updates are as follows:

- This meeting is being cast using Microsoft Teams; providing the opportunity for people to watch online while remaining socially distanced. Great job by Chriss

Pogorelc, Adam Greenslade, Jennifer Stueber and Jennifer Diaz in putting this together. If you experience any issues please contact Adam Greenslade with your feedback.

- We were able to have almost 70% of our team members working from home or on call. This creates social distancing and is important for families who have childcare issues or people with underlying health issues.
- Service Plazas are continuing to offer 24-hour food options to the public, mainly truckers, except for a couple plazas that have reduced hours. All food service hours are posted on the internet for easy access.
- Except for ten toll plazas all remaining plazas are unstaffed, and are utilizing the *E-ZPass*<sup>®</sup> and Automatic Toll Payment Machines (ATPMs).
- Cleaning supplies are being used to clean before and after each shift at open Toll Plazas and Service Plazas. Cleaning services have also been increased at all our Service Plazas, Toll Plazas, and headquarters.
- As a group, we are practicing safe and hygienic practices as outlined by the CDC and the Ohio Department of Health. Our employees are to be commended for their active participation in keeping all of us safe and I thank them for their extra efforts, great teamwork, and attitude. I also want to thank the Directors and Managers for their efforts with communication and management during these challenging times. They have led with dedication.
- The business of the Commission has gone uninterrupted even while most of our office employees are working remotely. I would like to recognize our Internal Technology Task Force Team, especially Dawn Shockey, Payroll Manager and Coordinator, who implemented DocuSign, an electronic tool for online signatures and approvals.

### **Promotions:**

I would like to congratulate Eric Lockney for being promoted to Service Plaza Manager. Eric will oversee Mahoning Valley and Glacier Hills Service Plazas.

### **Retirements:**

I would like to congratulate a few team members in our Toll Operations area who are embarking upon new retirement journeys: Ruth Patterson, Phyllis Freeman, Alice Armentrout and Cheryl Koesling. I thank them for their dedicated service and wish them the best as they begin their next journey.

Finally, I would like to recognize three employees who have reached a rare milestone. They are retiring with more than thirty-five years of service. William “Rup” Ruprecht with thirty-

eight years and nine months, Doug Westfall with thirty-seven years and ten months and Michael Bergstrom with thirty-five years and six months of service. Our gratitude and best wishes to all our retirees. In honor of their long service to the Commission, we have resolutions for each employee. With your permission, may the General Counsel, Jennifer Stueber, please read a resolution honoring each employee to be voted on by the Commission?

**General Counsel:** Resolution Expressing Appreciation of William “Rup” Ruprecht.

**Chairman:** Any questions or comments? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Expressing Appreciation of William “Rup” Ruprecht* was made by Chairman Hruby, seconded by Mr. Peterson, and approved by all Commission Members. Resolution No. 25-2020.

**Chairman:** The resolution passes unanimously. Please continue, Jennifer.

**General Counsel:** Resolution Expressing Appreciation of Douglas M. Westfall.

**Chairman:** Any questions or comments? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Expressing Appreciation of Douglas M. Westfall* was made by Mr. Coviello, seconded by Chairman Hruby, and approved by all Commission Members. Resolution No. 26-2020.

**Chairman:** The resolution passes unanimously. Please continue, Jennifer.

**General Counsel:** Resolution Expressing Appreciation of Michael E. Bergstrom.

**Chairman:** Any questions or comments? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Expressing Appreciation of Michael E. Bergstrom* was made by Mr. Coviello, seconded by Chairman Hruby, and approved by all Commission Members. Resolution No. 26-2020.

**Chairman:** The resolution passes unanimously. Please continue, Ferzan.

**Director Ahmed:** Thank you, Mr. Chairman. I would now like to invite Deputy Chief Engineer and Director of Field Operations, Chris Matta, to report on the snow and ice season that we have just completed.

**Deputy Chief Engineer and Director of Field Operations:** Good morning, Mr. Chairman and Commission Members. As Executive Director Ahmed indicated, I would like to recap the Turnpike’s 2019/2020 snow and ice season as of April 10, 2020. The statistics do not include last week’s snow and ice activities as we do not have all of that information yet. However, they will have minimal impact on the numbers that I will discuss.

This year's salt usage is about 23.5% below our five year average. Total salt used as of April 10, 2020, was 45,253 tons compared to the five year average of 59,152 tons.

This season's snow and ice control hours is about 21% below our five year average. Total hours spent on snow and ice control this year was 31,433 hours compared to the typical 39,780 hours. This year's snow and ice control miles which includes salt spreading, plowing, and spreading miles and pretreating of the roadway and bridge decks is about 26% below our five year average. Total miles spent on snow and ice control this year has been approximately 479,000 miles as compared to the average 648,000 miles. The above result in this season's snow and ice control being approximately 33% below the budget set for this operation. The budgeted for this season \$8,115,640 and we have expended \$5,396,277 resulting in a difference of \$2,719,363.

If there are any questions, I would be happy to address them at this time.

**Chairman:** Any questions? Thank you for your report. We appreciate it.

**Director Ahmed:** Mr. Chairman, this concludes my report for today. If there are any questions, I would be happy to answer them.

**Chairman:** Thank you. Any questions? Hearing none, we will move on to the report of the Chief Engineer, Tony Yacobucci.

**Chief Engineer:** Good morning, Mr. Chairman and Commission Members. I have five resolutions for your consideration this morning.

The first resolution for your consideration seeks the Commission's authorization to award Contract No. 59-20-03 for the Repairs and Resurfacing of the Interchange Ramps at Exit 180 in Summit County. This work is included in the 2020 Capital Improvement Budget. On March 24, 2020, Procurement received six (6) bids in response to this Project. The apparent low bid was submitted by the Kenmore Construction Company, Inc. ("Kenmore"), of Akron, Ohio, in the amount of \$1,622,398.80, which is below the Engineer's Estimate of \$2,400,000. Commission staff evaluated the unit bid prices and found them to be reasonable and the bid tabulation did not appear to contain any errors or anomalies. Based on a review of Kenmore's Financial Statement and Experience Questionnaire, it appears they have the capacity to perform this work. Kenmore has not recently performed any projects for the Commission, therefore additional due diligence was performed. Engineering staff contacted owners for whom Kenmore has previously performed work, and all reported satisfactory performance. The CFO/Comptroller reviewed the Financial Statement of Kenmore and advises that their financial condition is acceptable. In addition, Kenmore has committed to exceed the 10% SBE goal as set by the Office of Equity and Inclusion. Therefore, it is recommended that the Commission award Contract No. 59-20-03 to Kenmore Construction Company, Inc., of Akron, Ohio, in the amount of \$1,622,398.80. This resolution also contains provisions to assign CT Consultants, Inc., of Mentor, Ohio, to perform construction administration and inspection services, and to assign Geo-Sci, Inc., of Berea, Ohio, a Commission certified SBE, to perform material testing services. With your permission, may the General Counsel please read the title of the resolution?

**General Counsel:** Resolution Approving the Selection of Kenmore Construction Co., Inc. Under Project No. 59-20-03 in the Amount of \$1,622,398.80 and Approving the Assignment of CT Consultants, Inc. and Geo-Sci, Inc. to Perform Professional Services on the Project.

**Chairman:** Any questions or comments?

**Mr. Coviello:** I am curious as to how we got so far under the Engineer's Estimate?

**Chief Engineer:** Mr. Chairman and Commission Member Coviello, this was one of the first projects that we actually had to put out on the street amidst the COVID-19 and we were a bit concerned about where the numbers were going to come in at. So, that caused us to increase the estimate, slightly. We originally had budgeted \$2.2 million for the project. We anticipated that the prices would come in around that number. Obviously, with the COVID-19 and a lot of the reductions in what is going on around the world today, the contractors are apparently very hungry. The last response I would have to that is Kenmore is very close to this project in Akron, Ohio, by the State Route 8 interchange, so we are anticipating that there was a cost savings there for them.

**Dr. Marchbanks:** I just want to share that we too at the Ohio Department of Transportation, with our first full bid during the COVID-19 pandemic expected pricing to be high, so we anticipated a 5% increase in the cost of doing business because the contractors are going to have to, of course, abide by the precautions. However, we found out just as I think this bid indicates that the contractors are still using a sharp pencil as they pursue this essential work.

**Chairman:** Thank you, Dr. Marchbanks. Any further questions? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Approving the Selection of Kenmore Construction Co., Inc. Under Project No. 59-20-03 in the Amount of \$1,622,398.80 and Approving the Assignment of CT Consultants, Inc. and Geo-Sci, Inc. to Perform Professional Services on the Project* was made by Vice Chairman Paradiso, seconded by Mr. Coviello, and approved by all Commission Members. Resolution No. 28-2020.

**Chairman:** The resolution passes unanimously. Please continue, Tony.

**Chief Engineer:** The second resolution for your consideration seeks the Commission's authorization to award Contract No. 99-19-04 for bridge repairs at Malcolm Church Road (C.R. 4) over the Ohio Turnpike at Milepost 3.1 and Nettle Creek Road (C.R. N. 30) over the Ohio Turnpike at Milepost 6.0 in Williams County. On March 12, 2020, Procurement received three (3) bids in response to this Project. The apparent low bid was submitted by Suburban Maintenance & Construction, Inc., ("SMCI"), of North Royalton, Ohio, in the amount of \$242,700, which is about 7.9% above the Engineer's Estimate of \$225,000. This bid was evaluated by Commission staff and was found to contain no errors or anomalies. SMCI has satisfactorily performed projects of similar scope for the Commission in the past and based on previous years' work volume and work presently under contract, it appears SMCI has sufficient capacity to perform this project. In addition, SMCI has committed to exceed the 5% SBE goal as set by the

Office of Equity and Inclusion. This resolution also contains provisions to assign AECOM Technical Services, Inc., of Akron, Ohio, to perform construction administration and inspection services. With your permission, may the General Counsel please read the title of the resolution?

**General Counsel:** Resolution Approving the Selection of Suburban Maintenance and Construction Inc. Under Project No. 99-19-04 in the Amount of \$242,700.00 and Approving AECOM Technical Services, Inc. to Perform Professional Services on the Project.

**Chairman:** Are there any questions or comments? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Approving the Selection of Suburban Maintenance and Construction Inc. Under Project No. 99-19-04 in the Amount of \$242,700.00 and Approving AECOM Technical Services, Inc. to Perform Professional Services on the Project* was made by Mr. Peterson, seconded by Mr. Coviello, and approved by all Commission Members. Resolution No. 29-2020.

**Chairman:** The resolution passes unanimously. Please continue, Tony.

**Chief Engineer:** The next resolution for your consideration seeks the Commission's authorization to award Contract No. 46-2020 (RE-BID) to Furnish and Apply Retro-Reflective Pavement Markings on the Ohio Turnpike mainline roadway and interchange ramps from Milepost 0.0 to Milepost 241.2. This work is included in the 2020 Operating Budget. On March 31, 2020, Procurement received two (2) bids in response to this Project. The apparent low bid was submitted by Aero-Mark Company LLC ("Aero-Mark"), of Streetsboro, Ohio, in the amount of \$1,157,157.11. Commission staff evaluated the unit bid prices and found them to be reasonable and the bid tabulation did not appear to contain any errors or anomalies. The bid submitted by Aero-Mark is approximately 3.6% below the Engineer's Estimate of \$1,200,000.00. Based on a review of Aero-Mark's Financial Statement and Experience Questionnaire, it appears they have the capacity to perform this work. They have satisfactorily performed projects of a similar size and scope for the Commission in the past. Therefore, it is recommended that the Commission award Contract No. 46-2020 (RE-BID) to Aero-Mark Company LLC, of Streetsboro, Ohio, in the amount of \$1,157,157.11. With your permission, may the General Counsel please read the title of the resolution?

**General Counsel:** Resolution Approving the Selection of The Aero-Mark Company Under Project No. 46-2020 (Rebid) for the Total Amount of \$1,157,157.11.

**Chairman:** Any questions or comments? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Approving the Selection of The Aero-Mark Company Under Project No. 46-2020 (Rebid) for the Total Amount of \$1,157,157.11* was made by Vice Chairman Paradiso, seconded by Dr. Marchbanks, and approved by all Commission Members. Resolution No. 30-2020.

**Chairman:** The resolution passes unanimously. Tony, please continue.



**Chief Engineer:** The fourth resolution for your consideration seeks the Commission's authorization for the repair and overlay of the Kunkle Maintenance Building roof at Milepost 16.0 in Williams County, the Elmore Maintenance Building roof at Milepost 79.7 in Ottawa County, and the Boston Maintenance Building roof at Milepost 173.9 in Summit County, all under The Interlocal Purchasing System (TIPS) Cooperative Purchasing Program Contract No. 170201. We have previously replaced or overlaid the roofs at five of the eight Turnpike maintenance buildings over the last few years. This project will complete the required rehabilitations to our maintenance building roofs. The TIPS Cooperative Purchasing Program compiles competitive bids from multiple authorized installers, inspects and approves the installation services, and provides a warranty for the labor and materials supplied. It has been determined that the most efficient means and lowest cost of obtaining the required labor, materials, and warranty for the roof repair and overlay is through the TIPS Cooperative Purchasing Program Contract No. 170201 with Duro-Last, Inc., of Saginaw, Michigan, in the amount of \$388,719.46. Since the expenditures will exceed \$150,000, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission authorization is required. Therefore, it is recommended that the Commission approve the required Kunkle, Elmore, and Boston Maintenance Building roof repairs and overlays through TIPS Cooperative Purchasing Program Contract No. 170201 with Duro-Last, Inc., of Saginaw, Michigan, in the amount of \$388,719.46. With your permission, may the General Counsel please read the title of the resolution?

**General Counsel:** Resolution Approving the Selection of Duro-Last, Inc. for Maintenance Building Roof Repairs Under TIPS Cooperative Purchasing Program in the amount of \$388,719.46.

**Chairman:** This company is out of Michigan? Do you have any information about Ohio companies, anyone close?

**Chief Engineer:** Mr. Chairman, the actual product is Duro-Last, the actual installer is Technique that is actually out of Helena, Ohio. So, the installation will actually be performed by a local Ohio company. But the actual product, the Duro-Last roofing material is coming from Michigan.

**Chairman:** This bid was put together through the TIPS program, correct?

**Chief Engineer:** That is correct, Mr. Chairman.

**Chairman:** Any other questions or comments? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Approving the Selection of Duro-Last, Inc. for Maintenance Building Roof Repairs Under TIPS Cooperative Purchasing Program in the amount of \$388,719.46* was made by Mr. Coviello, seconded by Mr. Peterson, and approved by all Commission Members. Resolution No. 31-2020.

**Chairman:** The resolution passes unanimously. Please continue, Tony.

**Chief Engineer:** The final resolution for your consideration seeks the Commission's authorization for the Executive Director to participate in the Ohio Department of Transportation's Cooperative Purchasing Program for the procurement of Sodium Chloride (rock salt) for the 2020/2021 Snow and Ice Season. For the past, several snow and ice seasons, the Commission authorized the purchase of rock salt through the ODOT Cooperative Purchasing Program. We are once again recommending that all of the Commission's rock salt be purchased through the ODOT Cooperative Purchasing Program for the 2020/2021 snow and ice season because we believe the best pricing will be available under that program due to consolidated quantities. We are requesting Commission approval for an estimated 48,200 tons of rock salt for winter use, at fourteen delivery locations across the Turnpike, for submittal to ODOT and inclusion in that agency's bid invitation for the 2020/2021 snow and ice season. The Cooperative Purchasing Program allows for the purchase of between 90% and 110% of the winter use quantities. The average rock salt price the Commission paid in 2019/2020 was approximately \$72.00 per ton delivered, and it is anticipated that the salt prices will drop slightly for the 2020/2021 snow and ice season due to below average demand for rock salt this past season. At the requested purchase quantities noted above and based on a 2020/2021 average unit price of \$70.00 per ton delivered, expenditures under the ODOT Cooperative Purchasing contracts for sodium chloride at the fourteen delivery locations could potentially exceed \$3,374,000. Since these expenditures will exceed \$150,000, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, we are requesting the Commission to authorize the Executive Director to participate in the Ohio Department of Transportation's Cooperative Purchasing Program for the procurement of Sodium Chloride (rock salt) for the 2020/2021 snow and ice season. Furthermore, the Deputy Chief Engineer will issue a report back to the Commission indicating the results of the ODOT bidding process. With your permission, may the General Counsel please read the title of the resolution?

**General Counsel:** Resolution Authorizing Participation in ODOT Cooperative Purchasing Program for Road Salt For 2020/2021 Winter Season.

**Chairman:** Any questions or comments?

**Mr. Coviello:** Tony, please discuss the amount of unused salt that we have versus the minimum amount that we need to order and where we are with capacity.

**Chief Engineer:** Mr. Chairman and Commission Member Coviello, we have about 59,000 tons of salt on hand. All of the salt is currently stored in our domes with the exception of one location where we have about 500 tons of salt, that we had to store outside that location. So, as we move through the summer months and into next winter, all of the salt that we have on hand will be under cover with the exception of one location.

**Chairman:** Any other questions? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Authorizing Participation in ODOT Cooperative Purchasing Program for Road Salt For 2020/2021 Winter Season* was made by Vice Chairman Paradiso, seconded by Mr. Coviello, and approved by all Commission Members. Resolution No. 32-2020.

**Chairman:** The resolution passes unanimously. Anything further, Tony?

**Chief Engineer:** That completes my report, Mr. Chairman. We will move on to the Director of Service Plaza Operations, Andrew Herberger.

**Director of Service Plaza Operations:** Good morning, Mr. Chairman and Commission Members.

The resolution being presented seeks the Commission's authorization to award an agreement to provide janitorial services at the Indian Meadow and Tiffin River Service Plazas in Williams County for an initial term of three (3) years.

An RFP for the provision of janitorial services was issued on February 24, 2020, with notices emailed to approximately two-hundred (200) companies. Prior to issuing the RFP, Service Plaza staff conducted outreach calls to janitorial service providers in the area of the plazas and conducted a walkthrough of the facilities for interested firms (March 4, 2020).

On March 18, 2020, two (2) proposals were received; the first from Goodwill Industries, of Toledo, Ohio; and the second from the incumbent, ADW Janitorial Services, of Parma, Ohio.

The sealed Price Proposals were separated from the Scope of Service portion of the proposals. Service Plaza Operations then evaluated the service proposals detailing each company's solutions to perform the required scope of services. Scoring criteria included:

- Each contractor's narrative explaining their capability and resources to perform the required services;
- Their experience providing services similar in size and scope to the service plazas;
- The amount of supervisory and hourly staff assigned to the plazas;
- Service schedules for peak and off-peak travel periods; and
- Reference checks and past performance under similar agreements.

Upon completion of the two evaluations, technical scores were provided to the Staff Attorney for Contracts. The Office of Equity and Inclusion also reviewed the proposals and indicated both companies have demonstrated good faith efforts to meet the goals for the Small, Minority and Disadvantaged Business Enterprise Programs.

After the technical scoring was completed, the sealed Price Proposals were opened and factored into the scores. A Cost Performance Index was used to create a ratio of technical points awarded and the proposed costs. Results indicated that both companies submitted competitive and responsive proposals with Goodwill Industries scoring a combined CPI of .418 and ADW Services scoring a combined CPI of .483. Results of the index show that ADW Janitorial Services' proposal will deliver the highest overall value to the Commission; and best serve the interests of the traveling public at the plazas.

With your permission, may the General Counsel please read the title of the resolution.

**General Counsel:** Resolution Authorizing an Agreement for Janitorial Services with Any Domestic Work, Inc. in the Amount of \$804,000.00 Per Year.

**Chairman:** Any questions or comments?

**Vice Chairman Paradiso:** We have reviewed these contracts in the past. While I am sure they meet the criteria. There was some sensitivity to the downstream minimum wage that we are paying the workers through these subcontractors. I know we do not have any policy or procedures to control that but, I will tell you that I am sensitive to it and I think fellow Commissioners are as well. Can you tell me anything about the downstream wage, are they minimum wage, are we at some level that we are comfortable with? Please talk about that.

**Director of Service Plaza Operations:** Mr. Chairman and Vice Chairman Paradiso, I discussed wage as part of the proposal with the incumbent and their program with the minimum wage. Their starting wage rate is roughly \$1.15 to \$1.25 over minimum wage. They have an increase after a thirty (30) day probationary period. There is annual longevity increases. There is also shift differential pay as part of their proposal. First shift receives a starting wage between \$9.85 and \$10.00 per hour. There is about a \$.25 increase for second shift and a \$.50 increase for third shift work. There is also promotion opportunities for working supervisors, shift leaders and skilled specialists, which would include things like terrazzo floor care, window cleaning, pressure washing, and things like that at the service plazas. So, there are opportunities to advance within the organization.

**Vice Chairman:** I appreciate your comments. It feels as though you are sensitive and, at least, asking the right questions. Again, I do not have any recommendations on how we manage or require any of those salaries, but we are very sensitive. We do not want to award contracts just because of low wage. Thank you for your comments.

**Dr. Marchbanks:** I echo the concerns just voiced. I want to ask the question, given the COVID-19 pandemic and how we are going to have to conduct business in the aftermath of the pandemic, have the issue of quality, strength of cleaning supplies, and frequency of cleaning been embedded in this contract?

**Director of Service Plaza Operations:** Mr. Chairman and Dr. Marchbanks, yes. We have service frequency schedules. As a result of the COVID-19 pandemic, we closed off portions of our service plazas rather than laying off or not using that staff, they were assigned to do additional work in the common areas and restrooms. The company has provided their list of MSDS sheets for all of the cleaning and sanitizing materials that they are using at our plazas, frequencies have been increased. We have also been communicating with our staff in the field that we are going to refocus on high touchpoint areas and high usage areas at the service plazas. I can honestly say, we have been very proactive in terms of doing as much as possible at the service plazas to mitigate any risks at the plazas.

**Chairman:** Any other questions or comment? Hearing none, please call the roll.

**MOTION:** A motion to adopt *Resolution Authorizing an Agreement for Janitorial Services with Any Domestic Work, Inc. in the Amount of \$804,000.00 Per Year* was made by Mrs. Barber, seconded by Mr. Peterson, and approved by all Commission Members. Resolution No. 33-2020.

**Chairman:** The resolution passes unanimously. Thank you, Mr. Herberger. We will now move on to the report of the CFO/Comptroller/DED, Marty Seekely.

**CFO/Comptroller/DED:** Thank you, Mr. Chairman. I have an update on our traffic and revenue for the month of March, the financial results for the first quarter of the year and two resolutions for your consideration this morning.

This first chart shows the monthly passenger car miles traveled on the Ohio Turnpike over the past two years. Passenger car vehicle miles traveled were down 31.5% from March of last year, primarily due to the effect of COVID-19.

Commercial traffic was down 1.3% from March of last year, also due to the effect of COVID-19.

This chart shows the percentage change in vehicle miles traveled by day from March of last year. You can see impact the COVID-19 is having on our traffic. Commercial traffic, which is represented by the orange bars, was up slightly for the first half of the month. It was down slightly in the middle of the month after the Governor started to order certain business and schools to close and then was down 8% to 15% each day after the stay at home order was put in place on March 23, 2020.

Passenger car vehicle miles traveled, which is represented by the blue bars, have been tremendously impacted and they show a steady decline to approximately 70% down each day by the end of the month. The decrease in passenger car traffic combined with the toll rate increase caused passenger car toll revenue to decrease 30.1% for the month of March.

The slight decrease in commercial traffic for the month combined with the toll rate increase caused commercial vehicle toll revenues to increase 1.9% in March.

This chart shows year-to-date toll revenues through the month of March during each year over the past decade. Year-to-date total toll revenues were \$792,000 or 1.2% below the amount from last year. If you subtract February 29, 2020 from this year's total, total toll revenues are down \$1.4 million or 2.1% from last year.

This report shows the actual and budgeted revenues, expenditures, and transfers for the General Fund for the first three months of the year. Total revenues for the first three months of the year are \$2.4 million or 3.2% below budget and \$1.2 million or 1.6% below last year. Total revenues are lower than budget and last year due to lower toll and concession revenues due to the impact of COVID-19.

Expenditures for operation, maintenance, and administration for the first three months of the year were \$4.7 million or 12.8% lower than budgeted and \$700,000 or 2.2% higher than last year.

Most of the savings from budget were related to lower snow and ice removal costs due to the mild winter this year, lower fringe benefit costs, lower utility costs and lower toll collector wage cost.

Most of the increase in costs from last year are due to higher health insurance costs. Debt service payments are \$4 million lower than budget and \$13.9 million lower than last year. Debt service payments are lower than budget due to higher than expected interest income on the funds held in our infrastructure account and savings realized from the bond refunding. Debt service payments are lower than last year primarily because last year included the early redemption of the remaining 2009 bonds.

After paying our operating expenses and debt service, the balance of the revenue is used to fund our 2020 capital expenditures. \$16.5 million was transferred to our capital funds in the first five months of the year which is \$6.3 million higher than budget.

That completes my review of the financial results for the first three months of the year and if there are no questions, I would like to present my first resolution.

**Chairman:** Any questions. Hearing none, please continue.

**CFO/Comptroller/DED:** The first resolution that I have for your consideration this morning is Authorizing an Agreement with Stantec Consulting Services for Traffic and Revenue Forecasting and Planning Services. On March 2, 2020, Proposals were received from two firms for this contract. These firms were: Stantec Consulting Services of Cleveland, Ohio, and Steer Davies & Gleave, of Brooklyn, New York.

The Proposals from these two firms were evaluated by an Evaluation Team consisting of myself, the Chief Engineer, and the Assistant Comptroller. They were scored using three categories of technical criteria. The Evaluation Team members reviewed the proposals independently and then met to develop consensus on the Technical Score for each firm. The Evaluation Team reached a consensus that the best Technical Proposal was submitted by Stantec, which provided a very clear and concise description of their technical approach to the Traffic and Revenue Forecast procedure. The Stantec personnel, who have been proposed to perform the consulting services, have significant experience with similar sized toll agencies.

Upon completion of the Technical Evaluation and Scoring, the Contracts Staff Attorney e-mailed the sealed Fee Proposals from each of the firms to the Evaluation Team. There were two categories of fee proposals: one for the lump sum monthly cost for all items included in Exhibit A of the RFP, and the second for a lump sum fee for all work required for an investment grade Traffic and Revenue Report that is required for a bond issuance.

Stantec received the highest technical score, and also provided the most economical cost proposal of \$14,824 per month and an investment grade Traffic and Revenue Report fee of \$150,816.

The Evaluation Team then contacted Stantec and requested a reduction in the proposed rates. Stantec provided an alternative monthly fee proposal in the amount of \$7,000.00 and an alternative investment grade Traffic and Revenue Report fee of \$90,000.00.

It is recommended that Stantec Consulting Services, Inc., of Cleveland, Ohio, be awarded the contract for performance of Traffic and Revenue Forecasting and Planning Services in accordance with the original RFP, and their response of March 2, 2020. This contract shall be for a term of three years with the option for two 2-year extensions.

With your permission, may the General Counsel please read the title of the resolution.

**General Counsel:** Resolution Authorizing Agreement With Stantec Consulting Services, Inc. For Traffic And Revenue Forecasting And Planning Services.

**Chairman:** Any questions or comments?

**MOTION:** A motion to adopt *Resolution Authorizing Agreement With Stantec Consulting Services, Inc. For Traffic And Revenue Forecasting And Planning Services* was made by Mr. Peterson, seconded by Mr. Coviello, and approved by all Commission Members. Resolution No. 34-2020.

**Chairman:** The resolution passes unanimously. Please continue, Marty.

**CFO/Comptroller/DED:** The second resolution I have for your consideration authorizes an advance refunding of some of the Commission's 2013 Bonds.

Treasury interest rates have declined over the last two months as a result of the COVID-19 pandemic. At the same time, the bond market has been in turmoil as investors have moved their funds to short term government securities in a flight to safety. This has widened the spread between the interest rate that the Commission can borrow at and the benchmark Treasury rate. Over the last week or two, the interest rate spread has begun to narrow. If the bond market continues to stabilize and the spread continues to narrow, there may be an opportunity to advance refund some of the remaining 2013 Junior Lien Bonds sometime later this year.

This resolution will provide the authorization for the Commission to proceed with an advance refunding of those bonds if that opportunity arises this year. It authorizes the issuance of refunding bonds in the not to exceed amount of \$355 million, provided that the true interest cost on the bonds to be issued is not more than 4% and the net present value savings achieved by refunding the bonds is not less than 5%.

So, in simpler terms, the current bonds have an interest rate of either 5% or 5.25% and we will not issue replacement bonds unless we can reduce that to 4% or lower.

May the General Counsel please read the title of the resolution.

**General Counsel:** A Resolution Authorizing the Issuance of State of Ohio Turnpike Junior Lien Revenue Refunding Bonds, 2020 Series B (Federally Taxable) (Infrastructure Projects), Authorizing Various Related Documents and Instruments, and Authorizing Other Actions in Connection with the Issuance of Such Bonds.

**Chairman:** Any questions or comments?

**MOTION:** A motion to adopt *A Resolution Authorizing the Issuance of State of Ohio Turnpike Junior Lien Revenue Refunding Bonds, 2020 Series B (Federally Taxable) (Infrastructure Projects), Authorizing Various Related Documents and Instruments, and Authorizing Other Actions in Connection with the Issuance of Such Bonds* was made by Vice Chairman Paradiso, seconded by Dr. Marchbanks, and approved by all Commission Members. Resolution No. 35-2020.

**Chairman:** The resolution passes unanimously. Anything further, Marty?

**CFO/Comptroller/DED:** Thank completes my report, Mr. Chairman.

**Chairman:** We will move on to the report the Ohio State Highway Patrol, Staff Lieutenant William Haymaker.

**Staff Lieutenant Haymaker:** Good morning, Mr. Chairman and Commission Members. I will report today on two criminal cases that happened in March.

On March 7, 2020, Criminal Patrol Trooper Matt Boyer stopped a 2009 Fourwinds RV near Milepost 220 for a marked lanes violation. When he went up to the vehicle, he smelled raw marijuana coming from the vehicle. During a probable cause search, it revealed about 290 pounds of raw marijuana and 38 pounds of THC wax.

On March 15, 2020, Trooper Liz Grabel, of the Milan Post, stopped an eastbound BMW for a speed and a registration violation near Milepost 144. Multiple criminal indicators were observed. A Lorain County Sheriff's canine office responded to the scene and the dog subsequently alerted to the presence of narcotics in the vehicle. A search revealed several large bags of marijuana and containers of THC wax. The total weight of the drugs was just over five pounds.

On April 7, 2020, Lieutenant Vern Fisher, of the Swanton Post, along with many other units from the Findlay Post helped deliver over 800 meals for the Wood County Committee on Aging. They delivered these meals to their houses. During this COVID-19 pandemic, we have received many requests from different community services asking for this type of service. Our Troopers have been happy to help out on this and enjoyed what they did on this day.

That concludes my report.



**Chairman:** Any questions for the Staff Lieutenant?

**Mr. Peterson:** Staff Lieutenant, I just want to say that is the definition of protect and serve. Please let your team know that we really appreciate everything that they do.

**Chairman:** I would echo those comments. I also would like to point out that the Ohio State Highway Patrol, and I do not know if the Turnpike is involved in it or not, but they are helping to collect the used masks and then delivering them to Battelle so they can be sanitized and placed back into service. We thank the Ohio State Highway Patrol for their participation in helping all of the communities and the hospitals.

The next meeting and workshop will be held on Monday, May 18, 2020, at 10:00 a.m. If there is no further business, I will accept a motion to adjourn the Commission Meeting.

**MOTION:** A motion to adjourn the 673<sup>rd</sup> Commission Meeting is made by Mr. Peterson, seconded by Chairman Hruby, and unanimously approved by all Commission Members present.

Time of adjournment: 11:04 a.m.

**Attendees for Record Keeping Purposes:**

Commission Members: Chairman Jerry Hruby, Vice Chairman, Timothy Paradiso, Secretary-Treasurer Michael Peterson, Commission Member Sandra Barber, Commission Member Guy Coviello, Commission Member Vickie Eaton Johnson, Office of Budget and Management Representative James Kennedy, Commission Member Dr. Jack Marchbanks, and Senator Rob McColley.

Other Attendees: Staff Lieutenant William Haymaker, Ohio State Highway Patrol; Bethany Pugh, PFM; Myron Pakush, Ohio Department of Transportation; Robin Chambers-Dersoon, Ohio Department of Transportation; Ferzan M. Ahmed, P.E., Executive Director, Ohio Turnpike; Jennifer Stueber, Ohio Turnpike; Anthony Yacobucci, Ohio Turnpike; Marty Seekely, Ohio Turnpike; Andrew Herberger, Ohio Turnpike; Michelle Marquard, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; David Miller, Ohio Turnpike; Chris Matta, Ohio Turnpike; Heather Veljkovic, Ohio Turnpike; Aimee Lane, Ohio Turnpike; Kevin Golick, Ohio Turnpike; Chriss Pogorelc, Ohio Turnpike; Chad Armstrong, Ohio Turnpike; Brian Newbacher, Ohio Turnpike; and Adam Greenslade, Ohio Turnpike.

Approved as a correct record of the April 20, 2020  
Meeting of the Ohio Turnpike and Infrastructure  
Commission

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Secretary-Treasurer, Michael A. Peterson

# **EXHIBITS**

1. Resolution No. 25-2020 – Resolution Expressing Appreciation of William “Rup” Ruprecht;
2. Resolution No. 26-2020 – Resolution Expressing Appreciation of Douglas M. Westfall;
3. Resolution No. 27-2020 – Resolution Expressing Appreciation of Michael E. Bergstrom;
4. Resolution No. 28-2020 – Resolution Approving the Selection of Kenmore Construction Co., Inc. Under Project No. 59-20-03 in the Amount of \$1,622,398.80 and Approving the Assignment of CT Consultants, Inc. and Geo-Sci, Inc. to Perform Professional Services on the Project;
5. Resolution No. 29-2020 – Resolution Approving the Selection of Suburban Maintenance and Construction Inc. Under Project No. 99-19-04 in the Amount of \$242,700.00 and Approving AECOM Technical Services, Inc. to Perform Professional Services on the Project;
6. Resolution No. 30-2020 – Resolution Approving the Selection of The Aero-Mark Company Under Project No. 46-2020 (Rebid) for the Total Amount of \$1,157,157.11;
7. Resolution No. 31-2020 – Resolution Approving the Selection of Duro-Last, Inc. for Maintenance Building Roof Repairs Under TIPS Cooperative Purchasing Program in the amount of \$388,719.46;
8. Resolution No. 32-2020 – Resolution Authorizing Participation in ODOT Cooperative Purchasing Program for Road Salt For 2020/2021 Winter Season;
9. Resolution No. 33-2020 – Resolution Authorizing an Agreement for Janitorial Services with Any Domestic Work, Inc. in the Amount of \$804,000.00 Per Year;
10. Resolution No. 34-2020 – Resolution Authorizing Agreement With Stantec Consulting Services, Inc. For Traffic And Revenue Forecasting And Planning Services; and
11. Resolution No. 35-2020 – A Resolution Authorizing the Issuance of State of Ohio Turnpike Junior Lien Revenue Refunding Bonds, 2020 Series B (Federally

Taxable) (Infrastructure Projects), Authorizing Various Related Documents and Instruments, and Authorizing Other Actions in Connection with the Issuance of Such Bonds.

## **OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION**

### **Resolution Expressing Appreciation of William “Rup” Ruprecht**

WHEREAS, on July 8, 1981, William “Rup” Ruprecht began his service with the Ohio Turnpike and Infrastructure Commission (f/k/a Ohio Turnpike Commission) as a sign shop employee at the Amherst Maintenance Building; and

WHEREAS, on October 1, 1999, William Ruprecht was promoted to Sign Shop Foreman where he continued to serve in this role for twenty-one years until his retirement; and

WHEREAS, William Ruprecht is known as an outstanding and highly regarded employee throughout his extensive years of service with the Ohio Turnpike and Infrastructure Commission using his vast knowledge of Turnpike operations to best serve the motorists traveling on the Ohio Turnpike; and

WHEREAS, William Ruprecht is liked by all who know him and has been an exceptionally dedicated and committed Turnpike Proud employee of the Ohio Turnpike and Infrastructure Commission for nearly four decades.

NOW, THEREFORE, BE IT

RESOLVED that the Ohio Turnpike and Infrastructure Commission hereby acknowledges the many contributions of William Ruprecht during his thirty-eight years and nine-months of dedicated service, and the Commission expresses its gratitude; and

FURTHER RESOLVED that the Commission extends its best wishes to William Ruprecht and his entire family, and desires that William Ruprecht should have a lifetime of continued success, happiness and well-being in all matters and activities he may undertake in the future; and

FURTHER RESOLVED that the Secretary-Treasurer hereby directs the Executive Director to send a certified copy of this Resolution to William Ruprecht.

**(Resolution No. 25-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### Resolution Expressing Appreciation of Douglas M. Westfall

WHEREAS, on June 8, 1982, Douglas M. Westfall began his service with the Ohio Turnpike and Infrastructure Commission (f/k/a Ohio Turnpike Commission) as a part-time painter with Division II trades.

WHEREAS, on January 23, 1986, Douglas M. Westfall moved into the position of Class II Roadway with the Amherst Maintenance Building; and a year later, on January 26, 1987, Mr. Westfall moved into the position of Class II Custodian at that same building; and

WHEREAS, on June 23, 1988, Douglas M. Westfall returned to his roadway duties at that same building until January 14, 2006 when he began serving as Class II backup Building Checkman at the Amherst Maintenance Building; and

WHEREAS, on August 18, 2008, Douglas M. Westfall returned to his roadway duties at this same building where he served in this capacity until his retirement on April 10, 2020; and

WHEREAS, Douglas M. Westfall has been a long-standing employee who has honorably served the customers and motorists of the Ohio Turnpike; and

WHEREAS, Douglas M. Westfall has vast institutional knowledge of Turnpike operations and was dedicated to his duties as a maintenance employee throughout his time with the Ohio Turnpike; and

WHEREAS, the members and staff of the Commission wish to give formal and public recognition to Douglas M. Westfall for his steadfast commitment to his employment with the Ohio Turnpike for over three decades.

NOW, THEREFORE, BE IT

RESOLVED that the Ohio Turnpike and Infrastructure Commission hereby acknowledges the many contributions of Douglas M. Westfall during his thirty-seven years and ten-months of dedicated service, and the Commission expresses its gratitude; and

FURTHER RESOLVED that the Commission extends its best wishes to Douglas M. Westfall and his entire family, and desires that Douglas M. Westfall should have a lifetime of continued success, happiness and well-being in all matters and activities he may undertake in the future; and

FURTHER RESOLVED that the Secretary-Treasurer hereby directs the Executive Director to send a certified copy of this Resolution to Douglas M. Westfall.

**(Resolution No. 26-2020 adopted April 20, 2020)**

# OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

## Resolution Expressing Appreciation of Michael E. Bergstrom

WHEREAS, on October 15, 1984, Michael E. Bergstrom began his service with the Ohio Turnpike and Infrastructure Commission (f/k/a Ohio Turnpike Commission) as a sign shop employee at the Amherst Maintenance Building; and

WHEREAS, on April 2, 2001, Michael E. Bergstrom moved into the position of Building Checkman for the Eastern Division (Div. II); and then to Div. II Plumber on January 3, 2005; and

WHEREAS, Michael E. Bergstrom's strong knowledge of the trades at Div. II, along with his excellent rapport with other employees and leadership abilities led him to a promotion on August 29, 2011 when he became the Assistant Division Trades Supervisor; and

WHEREAS, a year later, on September 2, 2012, Michael E. Bergstrom accepted the role of Division Trades Supervisor for the Div. II where he has worked until his retirement; and

WHEREAS, Michael E. Bergstrom has been an outstanding and highly regarded employee during his extensive years of service with the Ohio Turnpike and Infrastructure Commission; and

WHEREAS, Michael E. Bergstrom has vast institutional knowledge of Turnpike operations and is liked by all who know him; and

WHEREAS, the members and staff of the Commission wish to give formal and public recognition to Michael E. Bergstrom for his honorable, exceptionally dedicated, and effective service of serving customers and motorists traveling on the Ohio Turnpike for three and a half decades.

NOW, THEREFORE, BE IT

RESOLVED that the Ohio Turnpike and Infrastructure Commission hereby acknowledges the many contributions of Michael E. Bergstrom during his thirty-five years and six months of dedicated service, and the Commission expresses its gratitude; and

FURTHER RESOLVED that the Commission extends its best wishes to Michael E. Bergstrom and his entire family, and desires that Michael E. Bergstrom should have a lifetime of continued success, happiness and well-being in all matters and activities he may undertake in the future; and

FURTHER RESOLVED that the Secretary-Treasurer hereby directs the Executive Director to send a certified copy of this Resolution to Michael E. Bergstrom.

**(Resolution No. 27-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### **Resolution Approving the Selection of Kenmore Construction Co., Inc. Under Project No. 59-20-03 in the Amount of \$1,622,398.80 and Approving the Assignment of CT Consultants, Inc. and Geo-Sci, Inc. to Perform Professional Services on the Project**

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades (Par. 12(k)) – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential

Functions – “Workers supporting essential maintenance, manufacturing, design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts;” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the foregoing orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it must continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission published a notice in accordance with law advertising its invitation to bid on a Contract to repair and resurface the Interchange at Exit 180, in Summit County, Ohio, designated as Project No. 59-20-03 (the “Project”); and

WHEREAS, the Commission received six (6) bids to perform the contractor’s obligations on the Project, and the Chief Engineer and Deputy Chief Engineer/Director of Field Operations reviewed and evaluated the bids received, which report concerning such analysis is before the Commission; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations report that Kenmore Construction Company, Inc. (“Kenmore”), of Akron, Ohio, submitted the lowest responsive and responsible bid to perform the Contractor’s obligations on the Project for the total amount of \$1,622,398.80, which they recommend the Commission accept and approve authorization for the Executive Director to award; and

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

WHEREAS, the Office of Equity and Inclusion Manager has found that Kenmore made a good faith effort to attain the participation of small or otherwise disadvantaged businesses on the



Project and has made a commitment of 10.2% which meets the SBE participation goal of 10% for the Project; and

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

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

WHEREAS, the Commission has duly considered such recommendation.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the bid of Kenmore Construction Company, Inc. in the total amount of \$1,622,398.80 for Project No. 59-20-03 is approved as the lowest responsive and responsible bid received, and the Executive Director is authorized to execute a contract on the basis of said bid; and

FURTHER RESOLVED that the Commission approves the Executive Director or the Chief Engineer assigning CT Consultants, Inc. to perform the necessary construction administration and inspection services for the Project and Geo-Sci, Inc, of Berea, Ohio, to perform materials testing and inspection services both in accordance with the 2019-2020 Miscellaneous Professional Services Agreement between the Ohio Turnpike and Infrastructure Commission and said firms; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Code of Bylaws to approve such extra work or change orders under said contract that does not exceed ten percent of the approved contract amount or the Executive Director's contracting authority and which is the result of an increase in the planned quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the Project or increase its costs; and

FURTHER RESOLVED that the awarding of the contract for Project No. 59-20-03 to Kenmore Construction Company, Inc. is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order to ensure that the Ohio Turnpike is maintained and improved such that it shall remain the fastest east-west corridor in northern Ohio to provide goods and necessary supplies to those in need during this COVID-19 pandemic.

**(Resolution No. 28-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### **Resolution Approving the Selection of Suburban Maintenance and Construction Inc. Under Project No. 99-19-04 in the Amount of \$242,700.00 and Approving AECOM Technical Services, Inc. to Perform Professional Services on the Project**

WHEREAS, on March 9, 2020, Governor Mike DeWine issued Executive Order 2020-01D declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades (Par. 12(k)) – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public

Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential Functions – “Workers supporting essential maintenance, manufacturing, design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts;” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it must continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission published notice in accordance with law advertising its invitation to bid upon a contract for bridge repairs at Malcolm Church Road (C.R. 4) over the Ohio Turnpike at Milepost 3.1 and Nettle Creek Road (C.R. N. 30) over the Ohio Turnpike at Milepost 6.0, in Williams County, Ohio, designated as Project No. 99-19-04 (the “Project”); and

WHEREAS, the Commission received three bids to perform the Contractor’s obligations on the Project and the report of the Commission’s Chief Engineer and Deputy Chief Engineer/Director of Field Operations concerning the review and analysis of the bids is before the Commission; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations report that Suburban Maintenance and Construction, Inc., of North Royalton, Ohio, submitted the lowest responsive and responsible bid to perform the Contractor’s obligations under the Project in the amount of \$242,700.00, which they recommend the Commission accept and approve authorization for the Executive Director to select; and

WHEREAS, the Staff Attorney has determined that the bids for the Project were solicited on the basis of the same terms, conditions and specifications, that Suburban Maintenance and Construction, Inc. submitted a bid guarantee and performance bond with good and sufficient

surety, and that the bid of Suburban Maintenance and Construction, Inc. conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54; and

WHEREAS, the Office of Equity and Inclusion Manager found that Suburban Maintenance and Construction, Inc. has made a good faith effort to attain the participation of small or otherwise disadvantaged businesses on the Project and has made a commitment of 7.8% which exceeds the SBE participation goal of 5% for the Project; and

WHEREAS, Commission action is necessary to approve the contract for Project No. 99-19-04 in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws because the amount of the bids received require an expenditure that will exceed \$150,000.00; and

WHEREAS, the Commission's Executive Director concurs with the recommendations of the Chief Engineer and Deputy Chief Engineer/Director of Field Operations that the Commission approve the award of the Project to Suburban Maintenance and Construction, Inc. as the lowest responsive and responsible bidder; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the bid of Suburban Maintenance and Construction, Inc. in the amount of \$242,700.00 for Project No. 99-19-04 is approved as the lowest responsive and responsible bid received and that the Executive Director is authorized to execute a contract on the basis of said bid; and

FURTHER RESOLVED that the Commission approves the Chief Engineer assigning AECOM Technical Services, Inc. to perform the necessary construction administration and inspection services for the Project in accordance with the 2019-2020 Miscellaneous Professional Services Agreement between the Ohio Turnpike and Infrastructure Commission and said firm; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Code of Bylaws to approve such extra work or change orders under said contract that does not exceed ten percent of the approved contract amount or the Executive Director's contracting authority and which is the result of an increase in the planned quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the Project or increase its costs; and

FURTHER RESOLVED that the awarding of the contract for Project No. 99-19-04 to Suburban Maintenance and Construction, Inc. is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order to ensure that the Ohio Turnpike is maintained and improved such that it shall remain the fastest east-west corridor in northern Ohio to provide goods and necessary supplies to those in need during this COVID-19 pandemic.

**(Resolution No. 29-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### **Resolution Approving the Selection of The Aero-Mark Company Under Project No. 46-2020 (Rebid) for the Total Amount of \$1,157,157.11**

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential Functions – “Workers supporting essential maintenance, manufacturing,

design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts;” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it shall continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission previously advertised for bids to furnish and apply Retro-Reflective Pavement Markings on the Ohio Turnpike Mainline Roadway and Interchange Ramps from Milepost 0.0 to 241.2, designated as Project No. 46-2020, and received two bids which were rejected pursuant to Commission Resolution No. 15-2020 dated March 16, 2020 because both bids were greater than ten percent over the Engineer’s estimate; and

WHEREAS, the Commission rebid Project No. 46-2020 by publishing a notice, in accordance with law, advertising an Invitation for Bids upon a contract to furnish and apply Retro-Reflective Pavement Markings on the Ohio Turnpike Mainline Roadway and Interchange Ramps from Milepost 0.0 to 241.2, designated as Project No. 46-2020 (Rebid) (the “Project”); and

WHEREAS, the Commission received two (2) bids to perform the obligations of the contractor for the Project, and the Commission’s Chief Engineer and Deputy Chief Engineer/Director of Field Operations analyzed the bids received, whose report concerning such analysis is before the Commission; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations report that The Aero-Mark Company LLC, of Streetsboro, Ohio, submitted the lowest responsive and responsible bid to perform the Contractor’s obligations for the Project in the amount of \$1,157,157.11, which bid they recommend be accepted by the Commission; and

WHEREAS, the Manager of the Office of Equity and Inclusion waived the program requirements due to lack of opportunity and availability of certified firms; and

WHEREAS, the Staff Attorney determined that the bids for Project were solicited on the basis of the same terms, conditions and specifications, that The Aero-Mark Company LLC submitted a bid guarantee and performance bond with good and sufficient surety, and that the bid of The Aero-Mark Company LLC conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312, and 153.54; and

WHEREAS, Commission action is necessary to approve the Contract in accordance with Article V, Section 1.00 of the Commission's Bylaws because expenditures under the contract for the Project will exceed \$150,000.00; and

WHEREAS, the Executive Director concurs with the recommendations of the Chief Engineer and Deputy Chief Engineer/Director of Field Operations and recommends that the Commission award the contract for the Project to The Aero-Mark Company LLC as the lowest responsive and responsible bidder; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the bid of The Aero-Mark Company LLC in the amount of \$1,157,157.11, to furnish and apply retro-reflective pavement markings on the Ohio Turnpike Mainline Roadway and Interchange Ramps under Project No. 46-2020 (Rebid), is selected as the lowest responsive and responsible bid received and the Executive Director is authorized to execute a contract on the basis of said bid; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Code of Bylaws to approve such extra work or change orders under said contract that does not exceed ten percent of the approved contract amount or the Executive Director's contracting authority and which is the result of an increase in the planned quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the Project or increase its costs; and

FURTHER RESOLVED that the awarding of the contract for Project No. 46-2020 to The Aero-Mark Company LLC is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order to ensure that the Ohio Turnpike is maintained and improved such that it shall remain the fastest east-west corridor in northern Ohio to provide goods and necessary supplies to those in need during this COVID-19 pandemic.

**(Resolution No. 30-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### **Resolution Approving the Selection of Duro-Last, Inc. for Maintenance Building Roof Repairs Under TIPS Cooperative Purchasing Program in the amount of \$388,719.46**

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades (Par. 12(k)) – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential Functions – “Workers supporting essential maintenance, manufacturing,



design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts,” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it must continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission is authorized to participate in contracts awarded by The Interlocal Purchasing System (TIPS) Program, a political subdivision cooperative purchasing program, for the purchase of equipment, materials, supplies or services under Ohio Revised Code Section 9.48; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations determined that three (3) maintenance buildings require roof repair and overlay to preserve the physical condition of each facility, specifically the Kunkle Maintenance Building in Pioneer, Ohio, the Elmore Maintenance Building in Elmore, Ohio, and the Boston Maintenance Building in Summit County, Ohio; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations recommend causing the repair and overlay of the roofs at the three (3) maintenance buildings under the TIPS Cooperative Purchasing Program is the most efficient means to deliver the necessary work; and

WHEREAS, the TIPS Cooperative Purchasing Program Contract No. 170201 offers one roofing material supplier, Duro-Last, Inc., who obtains the necessary design work, compiles competitive bids from multiple authorized installers, inspects and approves the installation services and provides a warranty for the labor and materials supplied; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations have determined that Duro-Last, Inc., of Saginaw, Michigan, offers the favorable pricing for supplying the labor and materials necessary to repair and overlay the roofs at each of the three (3)

maintenance buildings, Kunkle Maintenance Building, Elmore Maintenance Building, and Boston Maintenance Building, under TIPS Contract No. 170201 in the base bid amount, plus skylights for the Kunkle and Boston Maintenance Buildings, and contingencies for insulation and/or decking replacement in the amount of \$388,719.46; and

WHEREAS, Commission action is necessary under Article V, Section 1.00 of the Commission's Code of Bylaws because the expenditure required to make the roof repairs exceeds \$150,000.00; and

WHEREAS, the Executive Director considered the recommendation of the Chief Engineer and Deputy Chief Engineer/Director of Field Operations and concurs that the Commission should approve the selection of Duro-Last, Inc. through the TIPS Cooperative Purchasing Program.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that repair and overlay of the roofs at each of the three (3) maintenance buildings, Kunkle Maintenance Building, Elmore Maintenance Building, and Boston Maintenance Building through the TIPS Cooperative Purchasing Program, pursuant to Contract No. 170201 under an agreement with Duro-Last, Inc. to furnish and install the roofing system, in the total amount of \$388,719.46, is approved; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Code of Bylaws to approve such extra work or change orders under said contract that does not exceed ten percent of the approved contract amount or the Executive Director's contracting authority and which is the result of an increase in the planned quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the project or increase its costs; and

FURTHER RESOLVED that awarding the contract for roof repair and overlay at three maintenance buildings to Duro-Last, Inc. under TIPS Contract No. 170201 is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order and further required to preserve the physical condition of each facility used by the Commission for the continued operation and maintenance of the Ohio Turnpike.

**(Resolution No. 31-2020 adopted April 20, 2020)**

# OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

## **Resolution Authorizing Participation in ODOT Cooperative Purchasing Program for Road Salt For 2020/2021 Winter Season**

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades (Par. 12(k)) – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential

Functions – “Workers supporting essential maintenance, manufacturing, design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts;” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it must continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission is authorized to participate in contracts awarded by the Ohio Department of Transportation (“ODOT”) for the purchase of machinery, materials, supplies, or other articles under Section 5513.01(B) of the Ohio Revised Code; and

WHEREAS, the Deputy Chief Engineer/Director of Field Operations recommends leveraging the volume pricing ODOT is able to obtain from salt suppliers for fulfilling the Commission’s requirements for road salt; and

WHEREAS, the Deputy Chief Engineer/Director of Field Operations has recommended the following estimated quantities for the 2020/2021 Winter season under the ODOT Cooperative Purchasing Program, (“ODOT Winter Contract No. 018-21”) for the counties where the following delivery sites are located:

<u>Delivery Locations</u>	<u>Estimated Winter Use</u>
Kunkle MB (Williams Cty.)	2,800 Tons
Swanton MB (Fulton Cty.)	2,200 Tons
TP 59 (Lucas Cty.)	400 Tons
Elmore MB (Ottawa Cty.)	2,600 Tons
River Road (Sandusky Cty.)	400 Tons
Castalia MB (Erie Cty.)	4,000 Tons
Humm Road (Erie Cty.)	2,300 Tons

Amherst MB (Lorain Cty.)	7,500 Tons
TP 161 (Cuyahoga Cty.)	4,100 Tons
Boston MB (Summit Cty.)	7,600 Tons
TP 187 (Portage Cty.)	3,000 Tons
Hiram MB (Portage Cty.)	4,100 Tons
TP 218 (Mahoning Cty.)	3,600 Tons
Canfield MB (Mahoning Cty.)	3,600 Tons
<b>TOTAL</b>	<b>48,200 Tons</b>

WHEREAS, the ODOT Winter Contract No. 018-21 will be structured such that the Commission must commit to order at least a minimum of 90% and no more than 110% of the estimated quantities for each delivery location; and

WHEREAS, in accordance with Section 5513.01(B) of the Ohio Revised Code, the Commission must file a certified copy of a Commission resolution requesting authorization to participate in the ODOT contract and agreeing to be bound by such terms and conditions as the Director of the Department of Transportation prescribes; and

WHEREAS, the Deputy Chief Engineer and the Executive Director recommend that the Commission authorize participation in the ODOT Cooperative Purchasing Program, ODOT Winter Contract No. 018-21 for sodium chloride in the counties specified for the above-referenced delivery locations during the 2020/2021 Winter season; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Ohio Turnpike and Infrastructure Commission hereby agrees to participate in the Ohio Department of Transportation Cooperative Purchasing Program, Annual Winter Road Salt Bid (Invitation No. 018-21) in accordance with Section 5513.01(B) of the Revised Code, and that the Executive Director is authorized to take any and all actions necessary in the name of the Ohio Turnpike and Infrastructure Commission concerning its participation in the ODOT Contract for Road Salt during the Winter of 2020/2021 (“ODOT Salt Contract (018-21)”) and

FURTHER RESOLVED, that the Commission hereby requests to participate in ODOT Salt Contract (018-21) in the total estimated amount of 48,200 tons of Sodium Chloride (Road Salt), which the Commission agrees to purchase from the awarded salt supplier(s) for each of the above-specified delivery locations in the subtotal quantities provided as the Estimated Winter Use at the bid price per ton awarded by the Director of Transportation, and the Commission agrees to purchase a minimum of 90% of its above-requested salt quantities from its awarded salt supplier(s) during the term of ODOT Salt Contract (018-21); and

FURTHER RESOLVED, that the Commission hereby agrees to be bound by all terms and conditions established under the ODOT Salt Contract (018-21), and acknowledges that upon award of the Contract by the Director of Transportation the Commission shall be bound by all such terms and conditions included in the contract and that upon the signing of the ODOT Salt Contract (018-21) by the Director of Transportation, the agreement shall effectively form a contract between the awarded salt supplier(s) and the Commission; and

FURTHER RESOLVED, that the Commission hereby agrees to place orders under the ODOT Salt Contract (018-21) directly with the awarded salt supplier(s) and make payments directly to the awarded salt supplier(s) on a 30 day net basis for all road salt received under the ODOT Salt Contract (018-21), and the Commission agrees to be solely responsible for resolving all claims or disputes arising out of its participation in the ODOT Salt Contract (018-21) and agrees to hold the Department of Transportation harmless for any claims, actions, expenses, or other damages arising out of the Commission's participation in the ODOT Salt Contract (018-21); and

FURTHER RESOLVED, that the Commission instructs the Deputy Chief Engineer to issue a report back to the Commission indicating the results of the ODOT bidding process; and

FURTHER RESOLVED that the Executive Director is authorized to submit a certified copy of this Resolution to the Director of Transportation providing the Commission's authorization and commitment to participate in the ODOT Salt Contract (018-21) for the purchase of road salt in the quantities and at the delivery sites referenced above; and

FURTHER RESOLVED that the Commission must provide ODOT with a resolution setting for its estimated quantities of road salt for the 2020/2021 winter season on or before April 24, 2020 and the purchase of road salt under the ODOT Salt Contract (018-21) is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order to ensure that the Ohio Turnpike is maintained and improved such that it shall remain the fastest east-west corridor in northern Ohio to provide goods and necessary supplies to those in need during this COVID-19 pandemic.

**(Resolution No. 32-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### **Resolution Authorizing an Agreement for Janitorial Services with Any Domestic Work, Inc. in the Amount of \$804,000.00 Per Year**

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential

Functions – “Workers supporting essential maintenance, manufacturing, design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts;” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it shall continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, on February 24, 2020, the Commission issued its Request for Proposals No. 2-2020 (“RFP”) to furnish janitorial services at the Commission’s Indian Meadow and Tiffin River Service Plazas for an initial term of three years, with up to three successive, two-year renewal periods; and

WHEREAS, on March 18, 2020, two firms submitted Proposals to furnish the janitorial services at the Commission’s Indian Meadow and Tiffin River Service Plazas; and

WHEREAS, an Evaluation Team comprised of the Eastern and Western Division Service Plaza Managers, the Director of Service Plaza Operations and the respective Service Plaza Manager for the Plazas under consideration reviewed the Proposals and awarded technical scores to each Respondent; and

WHEREAS, Office of Equity and Inclusion Manager reviewed the participation commitments that each respondent made to small business entity (SBE) certified firms and determined that Any Domestic Work, Inc. dba A.D.W., Inc. demonstrated a good faith effort to meet the program goal of 15%, but Goodwill of Northwest Ohio did not demonstrate a good faith effort to meet the goal; and

WHEREAS, the sealed price proposals were opened separately and reviewed after the technical scores were assigned to each proposal, and the Evaluation Team determined that selecting the proposal from Any Domestic Work, Inc. dba A.D.W., Inc. for the Indian Meadow



and Tiffin River Service Plazas serves the best interests of the Commission based on the combined merits of the technical proposals and pricing; and

WHEREAS, the Evaluation Team and the Office of Equity and Inclusion recommend that the Commission approve an agreement as a result of this process based on the Proposal submitted by Any Domestic Work, Inc. dba A.D.W., Inc., of Parma, Ohio for the Indian Meadow and Tiffin River Service Plazas, which accepting the following price proposals serve the best interests of the Commission:

<u>Contractor</u>	<u>Service Plazas</u>	<u>Monthly</u>	<u>Annually</u>
Any Domestic Work, Inc. dba A.D.W., Inc.	Indian Meadow and Tiffin River (Combined)	\$67,000.00	\$804,000.00

WHEREAS, the Staff Attorney has determined that all legal requirements have been performed and that the proposals were solicited on the basis of the same terms, conditions and specifications with respect to all respondents and the Commission may legally enter into an agreement with Any Domestic Work, Inc., dba A.D.W., Inc.; and

WHEREAS, the Executive Director has considered the recommendations and concurs with the selection of Any Domestic Work, Inc. to perform the necessary services.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the Proposal submitted by Any Domestic Work, Inc., dba A.D.W., Inc. is selected as the best received to perform janitorial services at the Indian Meadow and Tiffin River Service Plazas for \$804,000.00 per year, and that the Executive Director is authorized to enter into an agreement on the basis of the Proposal for a term of three years, with three two-year options to renew.

FURTHER RESOLVED that awarding the janitorial services contract at the Indian Meadow and Tiffin River Service Plazas to Any Domestic Work, Inc., dba A.D.W., Inc. is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order and further required to ensure the that service plazas continue to be maintained in a safe and sanitary condition for the benefit of the traveling public during the COVID-19 pandemic.

**(Resolution No. 33-2020 adopted April 20, 2020)**

## OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

### Resolution Authorizing Agreement With Stantec Consulting Services, Inc. For Traffic And Revenue Forecasting And Planning Services

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
  - Critical Trades (Par. 12(k)) – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
  - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
  - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential Functions – “Workers supporting essential maintenance, manufacturing,

design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts,” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it must continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission’s Master Trust Agreement with its bondholders requires that the Commission retain an Independent Traffic and Revenue Consultant; and

WHEREAS, the current traffic and revenue consulting agreement is expiring and, on February 3, 2020, the Commission issued its Request for Proposals (“RFP”) for Traffic and Revenue Forecasting and Planning Services for an initial Agreement term of three years, which Agreement may be extended for two additional, 2-year periods; and

WHEREAS, on March 2, 2020, two firms submitted proposals to provide the Traffic and Revenue Forecasting and Planning Services to the Commission; and

WHEREAS, an Evaluation Committee comprised of the Chief Engineer, the CFO/Comptroller and the Assistant Comptroller conducted the technical review of the proposals submitted; and

WHEREAS, based on the technical review, the Evaluation Committee awarded the highest technical score to Stantec Consulting Services, Inc. (“Stantec”), of Cleveland, Ohio, which firm the Committee noted proposed a clear and concise description of its technical approach to the traffic and revenue forecasting process, and also has significant and relevant experience with other similar sized toll agencies; and

WHEREAS, Stantec’s fee proposal of \$14,824.00 per month (or \$177,888.00 per year) and \$150,816.00 for performing traffic and revenue forecasting services required for a bond issuance was also the lowest fee proposal received; and

WHEREAS, after negotiation with the Evaluation Committee, Stantec has agreed to reduce the monthly fee to \$7,000.00 for the performance of the routine monthly reporting tasks, and reduce the fee for traffic and revenue forecasting services required for a bond issuance to \$90,000.00, which the Evaluation Committee believes is a more cost-effective fee proposal; and

WHEREAS, as a result of this competitive process, the Evaluation Committee has concluded that the best proposal was submitted by Stantec and unanimously recommends that an Agreement be entered into with that firm; and

WHEREAS, expenditures under the Agreement to be awarded for Traffic and Revenue Forecasting and Planning Services will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said award; and

WHEREAS, the Staff Attorney has determined that all legal requirements have been performed and that the aforesaid proposals were solicited on the basis of the same terms, conditions and specifications with respect to all respondents, that Stantec has provided evidence of its ability to provide all required insurance as set forth in the RFP, and that the Commission may legally enter into an agreement with said firm; and

WHEREAS, the Executive Director has reviewed the reports of the Evaluation Committee and concurs with the recommendation that the agreement for Traffic and Revenue Forecasting and Planning Services be awarded to Stantec; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the proposal submitted by Stantec Consulting Services, Inc. is, and is by the Commission determined to be, the best of all proposals received in response to the Commission's RFP for Traffic and Revenue Forecasting and Planning Services and is accepted; and

FURTHER RESOLVED that the Executive Director or General Counsel hereby is authorized to execute an agreement with Stantec Consulting Services, Inc. to furnish Traffic and Revenue Forecasting and Planning Services to the Commission at the rates established under the agreed upon fee proposal, which shall provide for an initial term of three years with an option to renew the Agreement for two additional, 2-year periods, in the form prescribed by the Commission pursuant to the RFP, and to take any and all action necessary or proper to carry out the terms of said Agreement; and

FURTHER RESOLVED that the Executive Director of the Ohio Turnpike Commission will provide a certified copy of this resolution to the Huntington National Bank, as Trustee for the Bondholders; and

FURTHER RESOLVED that awarding the contract to Stantec Consulting Services, Inc. to furnish Traffic and Revenue Forecasting and Planning Services to the Commission is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order and further required to comply with the Commission's obligations under the Commission's Master Trust Agreement.

**(Resolution No. 34-2020 adopted April 20, 2020)**

# OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

## **A Resolution Authorizing the Issuance of State of Ohio Turnpike Junior Lien Revenue Refunding Bonds, 2020 Series B (Federally Taxable) (Infrastructure Projects), Authorizing Various Related Documents and Instruments, and Authorizing Other Actions in Connection with the Issuance of Such Bonds**

(Junior Lien Bonds)

WHEREAS, the Ohio Turnpike and Infrastructure Commission (the “Commission”) is, by virtue of Chapter 5537 of the Revised Code (the “Act”), authorized and empowered, among other things, (i) to issue revenue bonds of the State of Ohio (the “State”) for the purpose of paying all or a portion of the cost of Infrastructure Projects as defined in the Act (“Infrastructure Projects”) and (ii) to enact this Resolution and execute and deliver the documents hereinafter identified; and

WHEREAS, the Commission has entered into a Junior Lien Master Trust Agreement dated as of August 1, 2013, as amended by the First through Third Supplemental Junior Lien Trust Agreements (collectively, and as further amended from time to time, the “Junior Lien Master Trust Agreement”), with The Huntington National Bank, as trustee (the “Trustee”), providing for the issuance of Junior Lien Bonds from time to time for the purposes provided therein, including, but not limited to, financing all or a portion of the cost of Infrastructure Projects pursuant to the Act, and to secure the Junior Lien Bonds by a pledge of and lien on the System Pledged Revenues on a basis that is junior and subordinate to Senior Lien Bonds (as defined in the Junior Lien Master Trust Agreement) and by a first pledge and lien on the Junior Lien Special Funds established under the Junior Lien Master Trust Agreement; and

WHEREAS, the Commission has determined that it is necessary to issue State of Ohio Turnpike Junior Lien Revenue Refunding Bonds, 2020 Series B (Federally Taxable) (Infrastructure Projects) (the “2020 Series B Refunding Bonds”) in the maximum principal amount of \$355,000,000 in order to refund certain of the Outstanding State of Ohio Turnpike Junior Lien Revenue Bonds, 2013 Series A (the “Prior Bonds”), in order to reduce interest costs to the Commission, including costs of funding a debt service reserve, to the extent that the 2020 Series B Bonds shall be designated as “Junior Lien Debt Service Reserve Fund Bonds”, and to pay Costs of Issuance and costs of refunding all or a portion of the Prior Bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION:

Section 1. Definitions. In addition to the words and terms defined in the recitals and elsewhere in this Resolution, those words and terms not expressly defined herein and used herein with initial capitalization where rules of grammar do not otherwise require capitalization shall have the meanings assigned to them in the Junior Lien Master Trust Agreement, as supplemented by various supplemental trust agreements, including the Fourth Supplemental Junior Lien Trust Agreement as authorized herein (the “Fourth Supplemental Junior Lien Trust Agreement”). The Junior Lien Master Trust Agreement, as so supplemented, is referred to herein as the “Junior Lien Trust Agreement.”

Section 2. Recitals, Titles and Headings. The terms and phrases used in the recitals of this Resolution have been included for convenience of reference only, and the meaning, construction and interpretation of such words and phrases for purposes of this Resolution shall be determined solely by reference to Article I of the Junior Lien Master Trust Agreement and the Fourth Supplemental Junior Lien Trust Agreement. The titles and headings of the articles and sections of this Resolution and the Junior Lien Master Trust Agreement have been inserted for convenience of reference only and are not to be construed as a part hereof or thereof, shall not in any way modify or restrict any of the terms or provisions hereof or thereof, and shall never be considered or given any effect in construing this Resolution or the Junior Lien Trust Agreement or any revisions hereof or in ascertaining intent, if any question of intent should arise.

Section 3. Interpretation. Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the single number shall be construed to include correlative words of the plural number and vice versa. This Resolution, the Junior Lien Trust Agreement and the terms and provisions hereof and thereof shall be liberally construed to effectuate the purposes set forth herein to sustain the validity of the Junior Lien Trust Agreement.

Section 4. Tax Matters. The Commission does not intend or represent that the interest on the 2020 Series B Refunding Bonds will be excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended, and the Commission is not and shall not be obligated to take any action to attempt to secure or maintain any such exclusion.

Section 5. Authorization of 2020 Series B Refunding Bonds. It is hereby determined to be necessary to, and the Commission shall, issue, sell and deliver an aggregate principal amount not to exceed \$355,000,000 of State of Ohio Turnpike Junior Lien Revenue Refunding Bonds, 2020 Series B (Federally Taxable) (Infrastructure Projects), for the purpose of refunding all or a portion of the Outstanding Prior Bonds, including paying Costs of Issuance and costs of refunding the refunded Outstanding Prior Bonds, all in accordance with the provisions of the Junior Lien Trust Agreement and the Bond Purchase Agreement relating to the 2020 Series B Refunding Bonds (the “Bond Purchase Agreement”) between the Commission and Citigroup Global Markets Inc., as Senior Manager; BofA Securities, Inc., Co-Senior Manager; and Fifth Third Securities, Inc., KeyBanc Capital Markets Inc. and Loop Capital Markets LLC, Co-Managers, the Underwriters named in the Bond Purchase Agreement (collectively, the “Underwriters”).

Section 6. Terms of the 2020 Series B Refunding Bonds.

(a) Authorization and Authorized Amount of 2020 Series B Refunding Bonds. The 2020 Series B Refunding Bonds shall be issued in an aggregate principal amount not to exceed \$355,000,000. No additional Junior Lien Bonds may be issued under the provisions of this Resolution or the Junior Lien Trust Agreement on a parity with the Junior Lien Bonds, except in accordance with the Junior Lien Trust Agreement.

(b) Form, Date, Number and Denominations of the 2020 Series B Refunding Bonds. The 2020 Series B Refunding Bonds shall be issued in the form of global book entry bonds, registered in the name of Cede & Co., as nominee for The Depository Trust Company, for use in a book-entry system. The 2020 Series B Refunding Bonds shall be issued in the denominations of \$5,000 each and whole multiples thereof and in the form of a single, fully registered bond representing each maturity, or interest rate within a maturity, and shall be dated the date of their original issuance. The 2020 Series B Refunding Bonds shall be initially numbered in such manner as to distinguish each 2020 Series B Refunding Bond from any other 2020 Series B Refunding Bond, and shall be in substantially the form set forth in the Fourth Supplemental Junior Lien Trust Agreement.

(c) Interest Payment Dates. The 2020 Series B Refunding Bonds shall bear interest from their date, payable semiannually on February 15 and August 15 of each year, commencing on the first Interest Payment Date determined in accordance with paragraph (d) below and as provided in the Junior Lien Trust Agreement.

(d) Pricing. The Chairman or the Assistant Secretary-Treasurer/Executive Director, and in their absence the Vice Chairman or the Secretary-Treasurer, are each alone, or in any combination, hereby authorized, empowered and directed to determine and set forth in a certificate at the time of signing and delivery of the Bond Purchase Agreement the following with respect to the 2020 Series B Refunding Bonds, consistent with this Resolution and the Junior Lien Trust Agreement:

The aggregate principal amount of the 2020 Series B Refunding Bonds to be issued in accordance with paragraph (a) above.

The purchase price to be paid to the Commission by the Underwriters, which amount shall be not less than 98% of the amount determined by adding to the aggregate principal amount of the 2020 Series B Refunding Bonds any aggregate original issue premium and subtracting from the amount any aggregate original issue discount.

Whether any 2020 Series B Refunding Bonds are to be subject to optional redemption prior to maturity, and, if so, the earliest optional redemption dates for those 2020 Series B Refunding Bonds subject to prior redemption, which shall be not later than 10½ years from the date of original issuance of the 2020 Series B Refunding Bonds, and the applicable redemption prices, which, if calculated as a percentage of the principal amount redeemed shall be not greater than 102% of the 2020 Series B Refunding Bonds to be redeemed, and, if designed to make the holders of the 2020 Series B Refunding Bonds to be redeemed whole for early redemption, the method for calculating the make-whole redemption price; provided, that if such calculation method would result in a redemption price greater than 125% of the 2020 Series B Refunding Bonds to be redeemed, then those 2020 Series B Refunding Bonds shall not be redeemed without further action of the Commission.

The dates on which and amounts in which principal of the 2020 Series B Refunding Bonds is to be paid, which shall not be later than February 15, 2039, with an identification of



whether the payment is due by stated maturity or by mandatory sinking fund redemption of 2020 Series B Refunding Bonds of a particular maturity and interest rate.

The interest rates to be borne by the 2020 Series B Refunding Bonds, which shall result in a true interest cost to the Commission of not more than 4% per annum, and the first Interest Payment Date of the 2020 Series B Refunding Bonds.

The portions of the Outstanding Prior Bonds to be refunded (the “Refunded Bonds”) and the date or dates on which they shall be called for redemption.

Whether the 2020 Series B Refunding Bonds shall be designated as Junior Lien Debt Service Reserve Fund Bonds, and, if so designated, the amount and source of any money to be deposited in the Junior Lien Debt Service Reserve Fund in order to cause the balance therein to equal the Junior Lien Debt Service Reserve Requirement, and any determination as to whether a Junior Lien Reserve Account Credit Facility shall be provided in lieu of cash in the Junior Lien Debt Service Reserve Fund.

Whether the 2020 Series B Refunding Bonds are to be secured by or payable from any Junior Lien Bond Credit Facility.

The net present value savings achieved by the refunding of the Refunded Bonds, discounted at the yield on the 2020 Series B Refunding Bonds, which shall not be less than 5% of the aggregate principal amount of the Refunded Bonds.

The Verification Agent.

(e) Redemption of 2020 Series B Refunding Bonds Prior to Maturity. If any 2020 Series B Refunding Bonds are subject to redemption prior to maturity, the procedures for selection of 2020 Series B Refunding Bonds to be redeemed and giving notice of redemption shall be as set forth in the Fourth Supplemental Junior Lien Trust Agreement.

(f) Execution of 2020 Series B Refunding Bonds. In accordance with Section 5537.08(B) of the Act, the 2020 Series B Refunding Bonds shall be executed by the manual or facsimile signatures of the Chairman or the Vice Chairman of the Commission and shall be attested by the manual or facsimile signature of the Secretary-Treasurer or Assistant Secretary-Treasurer of the Commission, and the seal of the Commission shall be impressed thereon or a facsimile of such seal placed thereon. No 2020 Series B Refunding Bond shall be valid for any purpose unless and until a certificate of authentication thereon shall have been duly executed by the Trustee.

Section 7. Security for the 2020 Series B Refunding Bonds. The 2020 Series B Refunding Bonds shall be payable solely from the System Pledged Revenues and shall be secured by a pledge of and lien on the System Pledged Revenues and the Junior Lien Special Funds on a parity with the Junior Lien Bonds heretofore issued and Outstanding and any additional Junior Lien Bonds to be issued in accordance with the Junior Lien Trust Agreement in the future, all as set forth in the Junior Lien Trust Agreement. The pledge of and lien on the System Pledged Revenues created by the Junior Lien Trust Agreement is subordinate to the pledge of and lien on

the System Pledged Revenues created by the Senior Lien Trust Agreement to secure Senior Lien Bonds, all as defined in the Junior Lien Master Trust Agreement. Anything in this Resolution, the Junior Lien Trust Agreement, the 2020 Series B Refunding Bonds or any other agreement or instrument to the contrary notwithstanding, the 2020 Series B Refunding Bonds shall not constitute a debt or pledge of the faith and credit or the taxing power of the State, or of any political subdivision of the State, and each 2020 Series B Refunding Bond shall contain on the face thereof a statement to that effect.

Section 8. Official Statement and Continuing Disclosure.

(a) Primary Offering Disclosure – Official Statement. An official statement shall be used in connection with the original issuance of the 2020 Series B Refunding Bonds. The preliminary official statement of the Commission, a substantially final form of which has been presented at this meeting (the “Preliminary Official Statement”), is hereby approved and the distribution and use of the Preliminary Official Statement is hereby authorized and approved. The Executive Director is authorized and directed, on behalf of the Commission and in that officer’s official capacity, to (i) make or authorize modifications, completions or changes of or supplements to, the Preliminary Official Statement in connection with the original issuance of the 2020 Series B Refunding Bonds, (ii) determine, and to certify or otherwise represent, when the revised official statement (the “Official Statement”) is to be “deemed final” (except for permitted omissions) by the Commission as of its date or is a final official statement for purposes of Rule 15c2-12 prescribed by the SEC pursuant to the Securities Exchange Act of 1934 (the “Rule”), (iii) use and distribute, or authorize the use and distribution of the Official Statement and any supplements thereto in connection with the original issuance of the 2020 Series B Refunding Bonds, (iv) complete and sign the final Official Statement as so approved, together with such certificates, statements or other documents in connection with the finality, accuracy and completeness of the Official Statement as that officer deems necessary or appropriate, and (v) contract for services for the production and distribution of the Preliminary Official Statement and Official Statement, including by printed and electronic means.

(b) Agreement to Provide Continuing Disclosure. In order to assist the Underwriters in connection with the Underwriters’ obligation to comply with the Rule, the Commission hereby covenants and agrees with respect to the 2020 Series B Refunding Bonds that it will enter into a continuing disclosure undertaking (the “Continuing Disclosure Certificate”) for the benefit of Holders of the 2020 Series B Refunding Bonds consistent with the Rule. The Chairman or the Assistant Secretary-Treasurer/Executive Director, and in their absence the Vice Chairman or the Secretary-Treasurer, are each alone, or in any combination, hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Commission, the Continuing Disclosure Certificate, the form of which has been presented at this meeting, which form is hereby approved with such changes or insertions therein not inconsistent with the Rule or this Resolution and not substantially adverse to the Commission as may be permitted by the Rule and this Resolution and approved, upon advice of General Counsel to the Commission and Bond Counsel, by the Assistant Secretary-Treasurer/Executive Director and the officers executing the same. The approval of such changes and insertions by such officers, and the determination that such changes are not substantially adverse to the Commission, shall be conclusively evidenced by the execution of the Continuing Disclosure Certificate by such officers.

Section 9. Fourth Supplemental Junior Lien Trust Agreement and Bond Purchase Agreement. The Chairman or the Assistant Secretary-Treasurer/Executive Director, and in their absence the Vice Chairman or the Secretary-Treasurer, are each alone, or in any combination, hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Commission, the Fourth Supplemental Junior Lien Trust Agreement and the Bond Purchase Agreement, the forms of which have been presented at this meeting, which forms are hereby approved with such changes or insertions therein not inconsistent with the Act or this Resolution and not substantially adverse to the Commission as may be permitted by the Act and this Resolution and approved, upon advice of General Counsel to the Commission and Bond Counsel, by the Assistant Secretary-Treasurer/Executive Director and the officers executing the same. The approval of such changes and insertions by such officers, and the determination that such changes are not substantially adverse to the Commission, shall be conclusively evidenced by the execution of the Fourth Supplemental Junior Lien Trust Agreement and the Bond Purchase Agreement by such officers.

Section 10. Escrow Deposit Agreement. The Chairman, Vice Chairman, Secretary-Treasurer, Assistant Secretary-Treasurer/Executive Director are each alone, or in any combination, hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Commission, the Escrow Deposit Agreement with The Huntington National Bank, as Escrow Deposit Trustee, the form of which has been presented at this meeting, which form is hereby approved with such changes or insertions therein not inconsistent with the Act and not substantially adverse to the Commission as may be permitted by the Act and approved, upon advice of counsel to the Commission and Bond Counsel, by the Executive Director and the officers executing the same, so that all the Refunded Bonds shall be and hereby are ordered called for optional redemption according to their terms on the optional redemption dates designated pursuant to Section 6(d)(vi), as set forth in the Escrow Deposit Agreement. The approval of such changes and insertions by such officers, and that such changes are not substantially adverse to the Commission, shall be conclusively evidenced by the execution of the Escrow Deposit Agreement by such officers.

If U.S. Treasury Securities – State and Local Government Series are to be purchased for the Escrow Fund, the officers indicated above and the Escrow Deposit Trustee are hereby specifically authorized to file, on behalf of the Commission, subscriptions for the purchase and issuance of those U.S. Treasury Securities – State and Local Government Series. If, in the judgment of the Commission, an open-market purchase of Defeasance Obligations is in the best interest of and financially advantageous to the Commission, said officers may purchase and deliver, or provide for the purchase and delivery, of such Defeasance Obligations, engage the services of a municipal advisor, bidding agent or similar entity for the purpose of facilitating the bidding, purchase and delivery of such Defeasance Obligations for, and any related structuring of, the Escrow Fund, execute such instruments as are deemed necessary to engage such services for such purpose, and to pay for such Defeasance Obligations with the proceeds of the 2020 Series B Refunding Bonds, together with other Commission funds available for the purpose, and any such actions heretofore taken by said officers or the Escrow Deposit Trustee in connection with such subscription and/or purchase are hereby approved, ratified and confirmed.

Section 11. Authorization of Other Documents and Actions. The Chairman, Assistant Secretary-Treasurer/Executive Director, Vice Chairman and Secretary-Treasurer are each alone, or in any combination, hereby authorized to take any and all actions and to execute such financing statements, certificates, commitments with Credit Providers, if any, an agreement with PFM Financial Advisors LLC, as Municipal Advisor, an agreement with Stantec Consulting Services Inc., as Traffic and Revenue Consultant, an agreement with the Verification Agent, amendments to the Continuing Disclosure Commitment dated as of May 1, 1996, as amended, and other instruments or documents that may be necessary or appropriate in the opinion of General Counsel to the Commission or Bond Counsel, in order to effect the issuance of the 2020 Series B Refunding Bonds and the intent of this Resolution. The Secretary-Treasurer, Assistant Secretary-Treasurer/Executive Director, or other appropriate officer of the Commission, shall certify a true transcript of all proceedings had with respect to the issuance of the 2020 Series B Refunding Bonds, along with such information from the records of the Commission as is necessary to determine the regularity and validity of the issuance of the 2020 Series B Refunding Bonds.

Section 12. Ratings. The Assistant Secretary-Treasurer/Executive Director or the Chief Financial Officer, are each alone, or in any combination, hereby authorized, to apply for a rating from one or more national rating services with respect to the 2020 Series B Refunding Bonds, and any such actions heretofore taken are hereby approved, ratified and confirmed. The payment of the fees and expenses relating to any such rating from the proceeds of the 2020 Series B Refunding Bonds is hereby authorized.

Section 13. Sale of the 2020 Series B Refunding Bonds. The 2020 Series B Refunding Bonds are hereby awarded to the Underwriters, in accordance with the terms of the Bond Purchase Agreement. The Chairman or the Assistant Secretary-Treasurer/Executive Director, and in their absence the Vice Chairman or the Secretary-Treasurer, are each alone, or in any combination, hereby authorized and directed to make on behalf of the Commission the necessary arrangements with the Underwriters to establish the price, date, location, procedure and conditions for the delivery of the 2020 Series B Refunding Bonds, and to take all steps necessary to effect the due execution and delivery of the 2020 Series B Refunding Bonds to the Underwriters under the terms of this Resolution, the Bond Purchase Agreement and the Junior Lien Trust Agreement.

Section 14. No Personal Liability. No recourse under or upon any obligation, covenant, acceptance or agreement contained in this Resolution, or in the 2020 Series B Refunding Bonds, or in the Junior Lien Trust Agreement or the Bond Purchase Agreement, or under any judgment obtained against the Commission or by the enforcement of any assessment or by any legal or equitable proceeding by virtue of any constitution or statute or otherwise, or under any circumstances, shall be had against any member or officer or attorney, as such, past, present, or future, of the Commission, either directly or through the Commission, or otherwise, for the payment for or to the Commission or any receiver thereof, or for or to any Holder of the 2020 Series B Refunding Bonds secured thereby, or otherwise, of any sum that may be due and unpaid by the Commission upon any of such 2020 Series B Refunding Bonds. Any and all personal liability of every nature, whether at common law or in equity, or by statute or by constitution or otherwise, of any such member or officer or attorney, as such, to respond by reason of any act or omission on that person's part, or otherwise, for, directly or indirectly, the payment for or to the Commission or any receiver thereof, or of any sum that may remain due and unpaid upon the 2020

Series B Refunding Bonds hereby secured or any of them, shall be expressly waived and released as a condition of and consideration for the execution and delivery of the Fourth Supplemental Junior Lien Trust Agreement, and acceptance of the Bond Purchase Agreement and the issuance of the 2020 Series B Refunding Bonds.

Section 15. Retention of Bond Counsel. The retention of the legal services of Squire Patton Boggs (US) LLP, as bond counsel in connection with the issuance and sale of the 2020 Series B Refunding Bonds, is hereby authorized, approved and confirmed. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the issuance and sale of the 2020 Series B Refunding Bonds and the rendering of the necessary legal opinion upon the delivery of the 2020 Series B Refunding Bonds.

Section 16. Repeal of Conflicting Resolutions. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

Section 17. Compliance With Sunshine Law. It is hereby determined that all formal actions of the Commission relating to the adoption of this Resolution were taken in an open meeting, and that all deliberations of the Commission and of its committees, if any, which resulted in formal action were in meetings open to the public, in full compliance with Section 121.22 of the Revised Code.

Section 18. Essential Government Functions. On March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a Stay at Home Order (“Stay at Home Order”) requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations, which was as amended on April 2, 2020, to extend the Stay at Home Order through May 1, 2020. The capitalized terms used in this Section 18 of this Resolution are defined in said Stay at Home Order. Therefore, it is hereby determined that all contracts awarded pursuant to this Resolution for the issuance of the 2020 Series B Refunding Bonds are necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order to ensure that the Ohio Turnpike is maintained and improved such that it shall remain the fastest east-west corridor in northern Ohio to provide goods and necessary supplies to those in need during this COVID-19 pandemic.

**(Resolution No. 35-2020 adopted April 20, 2020)**