

**MINUTES OF THE 608th MEETING OF THE
OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
June 16, 2014**

Chairman: (10:00 a.m.) Good morning. Would you please stand and join me in saying our Pledge of Allegiance. (Pledge of Allegiance is recited by all in attendance). The meeting will come to order. Thank you very much. This is the 608th Meeting of the Ohio Turnpike and Infrastructure Commission. We are meeting here at this Commission's headquarters as provided for in the Commission's Code of Bylaws for this Commission Meeting. Various reports will be received. We will act on several Resolutions, draft copies of which have been previously sent to the Members and updated drafts are also in the Members' folders. The Resolutions will be explained during the appropriate reports. Please the roll.

Director Hodges: Chairman Hruby

Chairman Hruby: Here

Director Hodges: Vice Chairman Balog

Vice Chairman Balog: Here

Director Hodges: Secretary-Treasurer Barber

Secretary Barber: Here

Director Hodges: Mr. Dixon

Mr. Dixon: Here

Director Hodges: Mr. Paradiso

Mr. Paradiso: Here

Director Hodges: Ms. Townley

Ms. Townley: Here

Director Hodges: Mr. Cole

Mr. Cole: Present.

Director Hodges: Senator Manning

Senator Manning: Here

Director Hodges: Representative Dovilla

Representative Dovilla: Present

Director Hodges: We have a quorum.

Chairman: Can I have a motion to adopt the Minutes of the May 19, 2014?

Mr. Balog: So moved.

Chairman: I'll second. Any questions or comments? Hearing none. Please call the roll.

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

Chairman: We will move on right away then to the report of our Secretary-Treasurer, Mrs. Barber.

Secretary-Treasurer: Yes Mr. Chairman, I am pleased to report that the following items have been sent to the Members since the last scheduled meeting of the Commission on May 19, 2014:

1. Eight Resolutions;
2. Minutes of the May 19, 2014, Commission Meeting; and
3. Agenda for today's meeting.

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

1. Traffic Crash Summary Report, May, 2014;
2. Traffic and Revenue Report, May, 2014;
3. Investment Report, May, 2014;
4. Total Revenue by Month and Year, May, 2014;
5. Financial Statement, May, 2014; and
6. Various News Articles.

That concludes by report Mr. Chairman.

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

Director Hodges: Just kind of a preview of what we are going to be hearing about today. First of all, I always get a kick when friends just come in and visit for social reasons and they are not getting paid to be here or required for their job. It's nice to see our Senior Underwriter, Dan Cohen, here from Citi Group in New York, who did such a wonderful job for us on the bond sale. It's a great relationship we have and I appreciate Dan being here today. Also, we are going to hear from Jennifer Townley in a few minutes on the Turnpike Mitigation Program. ODOT, with some support from the Turnpike Commission, has put in a lot of effort, I think, in developing an outstanding program for some of the mitigation projects along the highway, and I encourage your favorable review of her report certainly. In a "Moment with Robin" today, we are going to get an update on the Strategic Plan, and hear about all of the progress that's being made. I know that Lieutenant Sivak is going to give a report and announce our new Ohio State Highway Patrol liaison, as well. In July, we are going to have updates on our *E-ZPass*[®] distribution off of the Turnpike and also just an update on our sponsorships program, so you have that to look forward to in July. Without further ado, I would like to recognize with your permission Mr. Chairman, Jennifer Townley, who is going to give us an update on the Mitigation Program and there is also a Resolution for your consideration when she has concluded.

Ms. Townley: Thank you. Actually, I am going to introduce Tim McDonald. He is the Administrator of our Office of Program Management. He will be giving you some background and some updates on the Turnpike Mitigation Program. We accepted applications for this program early this calendar year. As Mr. Hodges eluded to, we've spent a lot of time and effort working with the Turnpike on this program trying to get projects where property owners, or their subdivisions are impacted by the Turnpike. We would like to give you an overview today and request your consideration of a Resolution concerning this Program. We will be happy to answer any questions that you have after Tim gives his presentation.

Mr. McDonald: Chairman and Members of the Commission, I just would like to briefly go over what we have done to date with our Turnpike Mitigation Program. With the current, most recent budget bill for ODOT, the legislature created this program. So, this year we put this program together and we went and solicited applications across all of the counties that touch the Turnpike and all of the local cities and townships, as well. We were trying to focus on projects and areas that have been impacted by the Turnpike in various ways. The Department set aside with \$10 million for the Turnpike Mitigation Program. These funds are not part of the Turnpike Infrastructure funds that are part of our partnership, but these are specifically funds out of ODOT revenues that are now allocated to these projects, all \$10 million (roughly \$5 million in both fiscal year 2015 and 2016). We received forty-one applications requesting \$23 million for these \$10 million of funds. During this time, we put together a committee that consisted of a member of each of the four ODOT Districts that touch the Ohio Turnpike, as well as a Turnpike Commission representation, and we had discussions on how to best go through these project applications. The variety of projects applied for was diverse. We had pavements, culverts, bridges, noise walls, and drainage issues. We looked at various aspects of each of these projects. What are the asset conditions that we are looking at? What is the condition of the culvert or bridge? What are the conditions of the guardrail? Also, we looked across the board at what are some statewide equity issues. Can we try not to spend all of the monies on one location, but try to spread it across the state? We also looked at the readiness of these projects and other things. After looking at all the issues, as a committee, we formulated the best list of projects, and we then recommended sixteen projects that ODOT is funding through this program. These sixteen projects that we have already announced do not physically touch the Turnpike property or real estate whatsoever. These are projects that are just slightly offsite, but within close proximity. One thing we tried to require was that the impacts will be within a mile of the Turnpike. Outside of that, we then had twelve projects under consideration that are noise wall projects. We have not furthered those at this point in time, but that is one thing we want to discuss. So, these are the sixteen projects that are now moving forward that are the non-noise wall projects. You can see that they are spread out. Our District 2 region is over in the Toledo area and extends all the way over to the westernmost limits of Ohio. ODOT's District 3 is in central northern Ohio. District 4 is in the Akron-Canton area. District 12 is the Cleveland region. You can see that among the sixteen projects, we have a variety of projects; some embankment issues where we've had slips and slides and some issues with guardrail falling down; some pavements that are being degraded by high truck traffic and other issues; and general guardrail and drainage issues. In addition, there are twelve different noise wall projects that were under consideration mostly in the Cleveland region and also some in the Akron-Canton area and one in the Toledo area. Of these twelve projects, we looked at the number of receptors, or households that are being

impacted and benefited by the erection of a noise wall. We looked at the cost it would be to put noise barriers in place. We looked at not awarding funds to all in one location. We looked at existing noise mitigation measures that might be out there and then we came up with a recommended list of noise walls that we would like to study further. These are the five projects of the twelve that we wish to move on and to further develop. Of these, Hudson, Strongsville, Redwood, Westfield and North Royalton, meet ODOT's typical noise wall threshold where we want to have under \$35,000 per receptor. These all have different project sponsors and are not in just one individual location. At this point in time, we are not requesting approval for construction of these projects. We want to develop them and see what the impacts are and the full implication of putting these in before we move forward with construction. All of these projects were identified in the previous 2008 noise wall study that the Turnpike completed. Based on our initial look at the existing noise wall studies and preliminary review, we think these are all potentially constructible and we wish to further study them to validate that and see exactly what the full impacts are. We are seeking the Commission's support of the overall program; for the sixteen and the further study of these final five noise barrier projects . If there is any questions, comments, or further detail the Commission would like to discuss.

Chairman: Any questions or comments?

Mr. Paradiso: The first projects that were approved, you mention that none of them were on Turnpike property, right?

Mr. McDonald: Correct.

Mr. Paradiso: So they have some nexus, but they are not related to the Turnpike and you want our approval for those projects?

Mr. McDonald: I guess we are looking for support of just the overall program. The projects are primarily just outside of the right-of-way limits of the Turnpike. There could be heavy truck traffic that is going on to and off of the Turnpike or some asset that is under the control of the county, township, or city that has undergone degradation and we are looking to help those situations that are in close proximity to the Turnpike.

Ms. Townley: I can add to that a little bit. ODOT actually submitted approvals on those first sixteen projects to the project sponsors back on June 3, 2014, so we have actually notified the sponsors. Those projects are all funded with 100% ODOT money, but because the Turnpike was a part of our Committee that looked at approvals for these projects, even though they are not within the Turnpike right-of-way, we are asking for support for the total program development. Now the five noise wall projects that we want to continue to study would impact the Turnpike right-of-way and we would be coming back at a future date requesting construction , not funding (it would all be funded from ODOT), but construction approval at a later dates.

Director Hodges: Mr. Chairman, if I may clarify what is probably already crystal clear from the comments that were made. The projects that are not on our right-of-way do not require Commission approval. The Resolution that is being presented to you for your consideration is a gesture of support for the ODOT's program and effort. If there is a request for

noise walls, which will come at a later date, that would require a more formal binding Resolution on your part, but that is not part of the Resolution today.

Chairman: This is similar to our Resolution supporting the legislature when they created the Infrastructure part of the Commission. We weighed in on that at that point and passed a Resolution in support of that. This is similar in that we are being asked to just give our support to ODOT's program, but it doesn't bind us to anything at all.

Director Hodges: That's correct.

Mr. Paradiso: Mr. Chairman, I find our relationship with ODOT to be amazing. I appreciate ODOT's consideration for us as you think through these projects, and I appreciate you coming here and informing us of that, so thanks.

Chairman: Any other comments? Senator.

Senator Manning: Mr. Chairman, thank you. One of the other things that I have heard from several of the constituents is that they are very happy to be getting some support from ODOT and getting some of the problems they are having, including water problems caused by the Turnpike taken care of. They are not on Turnpike land, but they are very appreciative.

Chairman: Well this came as a result of the work of the Senate and the House in putting this project program together as it was mandated into the law, so thank you both for that. That is why it is being done, so thank you.

Mrs. Barber: Yes, Mr. Chairman. I would like to concur with the Senator because one of those projects is in my county and I will tell you our Township Trustees and the people surrounding that area are so appreciative of ODOT's and helping them with that project because that overpass is really in bad repair. The other thing I wanted to ask was I noticed that you have several items on there for the noise wall projects for several of those areas. When you do a study on noise walls, how long would a study like that take?

Mr. McDonald: As we proceed through development, it could vary based on the impacts, but we would expect within the next year we could bring several of these back to you and have further detail. We have to do some study on the soils, and the foundations and understand the full impacts to the right-of-way before we come back to the Commission. We have to make sure they are buildable and constructible to the full extent before we fully commit to them.

Chairman: Any other questions?

Director Hodges: With your permission Mr. Chairman, may the General Counsel please read the Resolved?

Chairman: Please go ahead.

General Counsel: Am. Sub. H.B. 51, effective July 1, 2013, contained provisions under which the Director of Transportation was authorized to establish a “turnpike mitigation program” to “assist political subdivisions through which a portion of the Ohio Turnpike passes and address concerns resulting from the proximity of the Ohio Turnpike.” Under the program, ODOT may provide monetary and other resources, and shall address conditions including bridge embankments, drainage, bridge repair, grade separations, noise mitigation and other related conditions.

The Director of Transportation has conducted a process whereby affected political subdivisions were invited to submit applications for projects to be funded by ODOT under the Turnpike Mitigation Program. Forty-one project applications were timely received by ODOT, which were then reviewed and evaluated by ODOT staff in consultation with a representative from the Commission’s Engineering staff, Dennis Albrecht.

The project applications were then ranked to determine which projects would be selected for the limited amount of funding available under the Program. Of the forty-one applications received, ODOT has announced sixteen project awards for the performance of bridge embankment repairs, pavement improvements, guardrail repairs and/or replacement, and drainage/storm sewer improvements. Twelve of the forty-one applications received were for noise barrier projects, five of which ODOT has identified for further investigation and study prior to advancement in the process.

The intent of this Resolution is to express support for the continued development of the Turnpike Mitigation Program. With your permission Mr. Chairman, may I please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED, that the Ohio Turnpike and Infrastructure Commission, with this Resolution, hereby applauds the efforts undertaken by ODOT to conduct a fair and equitable process under which communities were given the opportunity to apply for projects to be funded under the Turnpike Mitigation Program; and

FURTHER RESOLVED, that the Commission hereby expresses its support for the Turnpike Mitigation Program development and the projects to be funded by ODOT thereunder, and looks forward to working with ODOT in successfully accomplishing the goals of the Program; and

FURTHER RESOLVED, that certified copies of said Resolution shall be sent to the Director of Transportation, and to the Chief Executive Officer of each local jurisdiction that will be awarded an ODOT-recommended project.

Chairman: Is there action to be taken on the Resolution?

Mr. Balog: So moved.

Mr. Paradiso: Second

Chairman: Mr. Balog moved. Mr. Paradiso seconded. Any discussion or further comments?

Representative Dovilla: Just one comment Mr. Chairman.

Chairman: Please.

Representative Dovilla: I just want to thank the Commission staff and ODOT for their continued partnership on this. I have been, shall we say noisy, about the noise barrier issue for some time now and am just happy to see that there is progress continued to be made in this area. I think a number of the five projects are right here in the Seventh Ohio House District, so I appreciate that good work.

Chairman: Thank you. Any other comments? Roll call.

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 33-2014

Resolution Expressing Support for the Turnpike Mitigation Program

WHEREAS, Am. Sub. H.B. 51, effective July 1, 2013, contained provisions under which the Director of Transportation was authorized to establish a “turnpike mitigation program” to “assist political subdivisions through which a portion of the Ohio Turnpike passes and address concerns resulting from the proximity of the Ohio Turnpike;” and

WHEREAS, “the program may provide monetary and other resources, and shall address conditions including bridge embankments, drainage, bridge repair, grade separations, noise mitigation and other related conditions;” and

WHEREAS, the Director of Transportation has conducted a process whereby affected political subdivisions were invited to submit applications for projects to be funded by ODOT under the Turnpike Mitigation Program; and

WHEREAS, forty-one project applications were timely received by ODOT, which were then reviewed and evaluated by ODOT staff in consultation with a representative from the Commission’s Engineering staff; and

WHEREAS, the project applications were then ranked to determine which projects would be selected for the limited amount of funding available under the Program; and

WHEREAS, of the forty-one applications received, ODOT has announced sixteen project awards for the performance of bridge embankment repairs, pavement improvements, guardrail repairs and/or replacement, and drainage/storm sewer improvements; and

WHEREAS, twelve of the forty-one applications received were for noise barrier projects, five of which ODOT has identified for further investigation and study prior to advancement in the process; and

WHEREAS, the Commission wishes to applaud the efforts undertaken by ODOT to conduct a fair and equitable process under which communities were given the opportunity to apply for projects to be funded under the Turnpike Mitigation Program; and

WHEREAS, the Commission further desires to express its support for the Turnpike Mitigation Program development and the projects to be funded by ODOT thereunder, and looks forward to working with ODOT to successfully accomplish the goals of the Program.

NOW THEREFORE, BE IT

RESOLVED, that the Ohio Turnpike and Infrastructure Commission, with this Resolution, hereby applauds the efforts undertaken by ODOT to conduct a fair and equitable process under which communities were given the opportunity to apply for projects to be funded under the Turnpike Mitigation Program; and

FURTHER RESOLVED, that the Commission hereby expresses its support for the Turnpike Mitigation Program development and the projects to be funded by ODOT thereunder, and looks forward to working with ODOT in successfully accomplishing the goals of the Program; and

FURTHER RESOLVED, that certified copies of said Resolution shall be sent to the Director of Transportation, and to the Chief Executive Officer of each local jurisdiction that will be awarded an ODOT-recommended project.

(Resolution No. 33-2014 adopted June 16, 2014)

Chairman: Thank you Mr. McDonald.

Director Hodges: Mr. Chairman if I may continue with my report or defer to our Deputy Executive Director, Robin Carlin for her report.

DED/Director of Administration: In February of last year as an organization, we took on the daunting task of charting the strategic direction of the Ohio Turnpike. During the past sixteen months, we have not only identified our six main strategic issues that we want to work on, but we have also accomplished many important tasks within each of these areas to improve our well-being as an organization. I have highlighted or presented many of these accomplishments for to you during the past Commission Meetings and you have also heard several presentations by Critical Issue Team Members. Today I would like to share with you the following strategic planning process update.

For Critical Issue No. 1, which is finance, the Finance Committee during the past year has looked at ways to increase revenue, while also looking at ways to reduce operating expenses and while being mindful of the commitment we have to our bondholders to ensure that the road remains in excellent condition. The Committee's main focus is now turning to putting together organizational metrics that will be referred to as the Ohio Turnpike and Infrastructure Commission Core Value Performance Dashboard. The Team has discussed the categories and are working on collecting five years' worth of data. You will hear more about the organizational matrix during the July Meeting. Also at the July Meeting the CFO, Marty Seekely will be certifying our Financial Condition. Lastly, under the particular financial issue, Legal is evaluating Property Management and Brokerage service outlets to potentially assist us with leasing additional tower space and other potential leasing opportunities, so we continue to make good work with this Critical Issue.

Critical Issue No. 2 is Workflow. One of the most difficult and time consuming, yet a very important task, is for each department to clearly articulate their Standard Operating Procedures or "SOPs." We have made significant progress as an organization towards this goal and it the intent of the Committee to present to the Executive Director next month the status of the ongoing review of the Commission's SOPs. As you may remember, last year you passed a Resolution to incorporate this reporting requirement into the Commission's updated Bylaws.

Critical Issue No. 3 is Technology. Three goals were identified within this Critical Issue. Our No. 1 Goal was to assess our technology needs. We accomplished this through a “needs assessment questionnaire” to all of our employees, Directors and Managers to find out what we really need as an organization. The results were organized and it allowed us to prioritize our technology needs for the 2014 and eventually the 2015 budget cycles. The second goal was to determine the lifecycle of equipment and to budget appropriately. Many of the servers that our business critical applications were running on were determined to be past their useful like cycle and were no longer able to support patches for the applications that they housed. The equipment was replaced in early 2014 as part of the Data Center upgrade project. Several Desktop PC Models in use were also identified as being past their lifecycle. They were subsequently replaced late in 2013 as part of an organizational Windows 7 upgrade. The remaining Desktop PCs have been evaluated and replacement is planned within the next two years. We are also very proud that we were able to accomplish both of these goals either through shared service arrangements or through the assistance of the State of Ohio Department of Administrative Services. Lastly, the Technology Steering Committee is working towards accomplishing its first Technology Strategic Plan with completion expected late this year.

Critical Issue No. 4 is Staffing. During the February Commission Meeting you were presented with the Commission’s first staffing analysis. The analysis was significant because it identified our workforce composition. It took a hard look at our succession planning, or lack thereof, and laid out a plan to make sure that our workforce receives the training and acquires the skills to move our organization forward. I am proud to report that, as part of the goals established in this Critical Issue, we will be conducting our first Supervisor Development Program this week and next week. Thirty newly promoted field supervisors will be part of this inaugural class and we hope that others will be motivated by this program to step up into supervision.

Our Fifth Critical Issue fell under Marketing and Communications. In this Critical Issue, we looked at improving communications with our customers, employees and partners. Earlier this year, we rolled out our new “Turnpike Proud” poster and hopefully you saw one of the posters in the lobby when you walked in. These posters were distributed to all of our Maintenance, Toll and Service Plaza facilities. With the help of the Jacobs Group, we surveyed our *E-ZPass*[®] customers and then took that information to improve the services that we provide to our customers. We have improved our social media presence, which proved valuable with getting out immediate information to customers during the tragic accident that we had this past March. Our next initiative is to increase our *E-ZPass*[®] retail presence in which an RFP is currently pending review.

Lastly, Critical Issue No. 6 is Partnerships. The key to this Critical Issue is not only identifying our partnerships, but working to increase communication to enhance collaborative relationships. Our most recent successful venture resulting from this Critical Issue is our improved MBE presence. The Engineering Open House, which was held last month, brought nearly fifty MBE firms and owners together to learn about our procurement and contracting process. The mitigation project with ODOT, our participation in the OIT for technology-related resources, our relationship with DAS to provide valuable training, and our Traffic Incident Management Program (which is a partnership between the Patrol, local law enforcement, Fire,

EMS, DVS and local communities) are all wonderful examples of partnerships that have been created or strengthened as the result this strategic planning process.

Once again, I would like to thank you for allowing me share with you the important work being undertaken by our team. Many of these projects have been very challenging for our Managers and Directors to accomplish, while also handling their existing workload. However, it is because of their commitment to the Commission and their pride in the organization that we continue as a group to accomplish many good things. So, thank you very much.

Chairman: Thank you Robin. Director, do you have anything further?

Director Hodges: That concludes my report.

Chairman: Any questions from anyone? We will move on then to the report of our Chief Engineer, Mr. Yacobucci.

Chief Engineer: Good Morning Mr. Chairman and Commission Members. I have seven resolutions for your consideration this morning. The first resolution for your consideration is to reject the bids received for Contract No. 43-14-02. This represented a contract for the rehabilitation and painting of the Youngstown & Southeastern Railroad Bridge over the Ohio Turnpike at Milepost 233.3 in Mahoning County. Procurement received three bids in response to this Contract. All of the bids were in excess of 10% above the Engineer's estimate and therefore the bids cannot be considered for award, and must be rejected. With your permission, may the General Counsel please read the Resolved?

Chairman: Please do.

General Counsel: RESOLVED that the above-mentioned bids heretofore received pursuant to the advertisement for bids upon Contract No. 43-14-02, be and the same hereby are rejected, and the Director of Contracts Administration is authorized to notify the bidders in writing of said action, and to return to the bidders their bid security; and

FURTHER RESOLVED that the Chief Engineer and the Director of Contracts Administration hereby are authorized to take any and all action necessary, at the appropriate time, to re-advertise for bids for Contract No. 43-14-02.

Chairman: I will move adoption of the Resolution. Is there a second?

Mr. Balog: Second.

Chairman: Mr. Balog seconds. Discussion?

Mr. Balog: Did we just miss it on the estimate or are the contractors all busy? What are your thoughts?

Chief Engineer: Mr. Chairman and Commission Member Balog, it is a very complex project. Actually, it requires the contractor to perform the work in seventy-two hour windows to minimize railroad track outages. There is painting involved; they have to remove the track and remove the ballast. I think part of it was we missed some things regarding the complexity of the work, the short track outages and the painting. We do have another painting project for next year; six bridges that need to be painted. We are hoping that, if we add this project to those, we can actually reduce the downtime caused by the painting on the railroad bridge because the contractor can remobilize their painting folks somewhere else in the meantime.

Mr. Balog: I understand the complexity of the project when you see three bids and they vary by 50%. Typically, our bids are somewhat grouped, but there is a substantial difference in the bids. Thank you.

Chairman: Anything further? Please call the roll.

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 34-2014

**Resolution Rejecting the Bids Received for Contract No. 43-14-02,
Bridge Rehabilitation, Youngstown & Southeastern Railroad Bridge in Mahoning County**

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Bridge Rehabilitation of Youngstown & Southeastern Railroad Bridge over the Ohio Turnpike at Milepost 233.3, located in Mahoning County, Ohio, herein designated **Contract No. 43-14-02**; and

WHEREAS, the estimated value of Contract No. 43-14-02 is in excess of \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for the award of said Contract or the rejection of bid(s) for said Contract; and

WHEREAS, the Commission received three bids for the performance of said Contract from **APBN, Inc., of Campbell, Ohio, Eagle Industrial Painting, LLC, of Magnolia, Ohio, and Vimas Painting Company, Inc., of Lowellville, Ohio**; and

WHEREAS, the bids have been reviewed and analyzed by the Commission's Chief Engineer, whose report concerning said analysis is before the Commission; and

WHEREAS, the Commission's Chief Engineer reports that the lowest bid from **Eagle Industrial Painting, LLC**, in the amount of **\$1,497,760.00**, was more than ten percent over the Engineer's estimate and he, therefore, recommends that all bids be rejected and that the staff be directed to review the Invitation and re-advertise for bids for Contract No. 43-14-02 as soon as practicable; and

WHEREAS, the Commission's Director of Contracts Administration concurs with the Chief Engineer's analysis and has submitted a report advising the Commission that, pursuant to Ohio Revised Code Section 153.12, "[n]o contract . . . shall be entered into if the price of the contract, . . . for the project, is in excess of ten percent above the entire estimate thereof," and further that the Commission specifically has reserved the right to reject any and all bids under the Bidding Documents for Contract No. 43-14-02 and Ohio Revised Code Section 5537.07(A); and

WHEREAS, predicated upon the analysis of the reports submitted by both the Chief Engineer and the Director of Contracts Administration, the Executive Director concurs with their recommendation to reject all bids and re-advertise for new bids under Contract No. 43-14-02 as soon as possible; and

WHEREAS, the Commission has duly considered said recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the above-mentioned bids heretofore received pursuant to the advertisement for bids upon Contract No. 43-14-02, be and the same hereby are rejected, and the

Director of Contracts Administration is authorized to notify the bidders in writing of said action, and to return to the bidders their bid security; and

FURTHER RESOLVED that the Chief Engineer and the Director of Contracts Administration hereby are authorized to take any and all action necessary, at the appropriate time, to re-advertise for bids for Contract No. 43-14-02.

(Resolution No. 34-2014 adopted June 16, 2014)

Chairman: Let's move on then.

Chief Engineer: The second resolution for your consideration is to award Contract No. 43-14-07 for the Bridge Deck Replacement and Rehabilitation of Fish Creek Road over the Ohio Turnpike at Milepost 0.9 and Stryker-Lockport Road over the Ohio Turnpike at Milepost 22.0, both located in Williams County, Ohio. This work is included in the 2014 Capital Improvement Budget. On May 23, 2014, three bids were received via Bid Express, and the apparent low bid was submitted by The Velotta Company, of Sharon Center, Ohio, in the amount of \$1,232,230.00. The bid submitted by Velotta is approximately one (1) percent less than the Engineer's Estimate. Velotta has successfully performed similar work for the Commission in the past and, based on a review of their current projects under contract and previous year's work volume, it appears they have the sufficient capacity to perform the work for this project. Therefore, it is recommended that Contract 43-14-07 be awarded to The Velotta Company, of Sharon Center, Ohio, in the amount of \$1,232,230.00. This Resolution also contains provisions to assign Greenman-Pedersen, Inc., of Berea, Ohio, to perform construction administration and inspection services and to assign TTL Associates, Inc., of Toledo, Ohio, to perform material testing services. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the bid of **The Velotta Company**, of **Sharon Center, Ohio**, in the amount of **\$1,232,230.00** for the performance of Contract No. 43-14-07 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the non-winning bidders of their bid security, when appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign to Contract No. 43-14-07, **Greenman-Pedersen, Inc.**, of **Berea, Ohio**, for the purpose of performing construction administration and inspection services, and **TTL Associates, Inc.**, of **Toledo, Ohio**, for the purpose of performing materials testing and inspection, with such assignments in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firms; and

FURTHER RESOLVED that Contract No. 43-14-07 is designated a System Project under the Commission's 2013 Master Trust Agreement.

Mrs. Barber: Move for adoption.

Chairman: Moved for adoption by Mrs. Barber.

Mr. Balog: Second

Chairman: Seconded by Mr. Balog. Any questions or comments? Hearing none.
Roll call.

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 35-2014

**Resolution Awarding Contract No. 43-14-07,
Bridge Deck Replacement and Rehabilitation in Williams County**

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Bridge Deck Replacement and Rehabilitation of Fish Creek Road over the Ohio Turnpike at Milepost 0.9 and Stryker-Lockport Road over the Ohio Turnpike at Milepost 22.0, located in Williams County, Ohio, herein designated **Contract No. 43-14-07**; and

WHEREAS, expenditures for the award to be made under Contract No. 43-14-07 will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said Contract award; and

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

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 43-14-07 was submitted by **The Velotta Company**, of **Sharon Center, Ohio**, in the amount of **\$1,232,230.00**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 43-14-07 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of The Velotta Company for Contract No. 43-14-07 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a performance bond with good and sufficient surety has been submitted by The Velotta Company; and

WHEREAS, the Commission's Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, has made his recommendation to the Commission to award Contract No. 43-14-07 to the lowest responsive and responsible bidder, The Velotta Company; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **The Velotta Company**, of **Sharon Center, Ohio**, in the amount of **\$1,232,230.00** for the performance of Contract No. 43-14-07 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return

to the non-winning bidders of their bid security, when appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign to Contract No. 43-14-07, **Greenman-Pedersen, Inc.**, of **Berea, Ohio**, for the purpose of performing construction administration and inspection services, and **TTL Associates, Inc.**, of **Toledo, Ohio**, for the purpose of performing materials testing and inspection, with such assignments in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firms; and

FURTHER RESOLVED that Contract No. 43-14-07 is designated a System Project under the Commission's 2013 Master Trust Agreement.

(Resolution No. 35-2014 adopted June 16, 2014)

Chairman: Move on please.

Chief Engineer: The third Resolution for your consideration is to award Contract No. 59-14-03 for the Repairs and Resurfacing of the Eastbound Roadway between Mileposts 217.3 and 218.3 in Mahoning County, Ohio. Procurement received four bids for this Project, with the apparent low bid being submitted by Shelly & Sands, Inc. of Akron, Ohio, in the amount of \$453,011.55. This bid was below the Engineer's Estimate of \$700,000. A review of the bid concluded that Shelly & Sands' bid is the lowest responsive and responsible bid and they have the capacity to perform this work. They have previously performed similar projects for the Commission in the past with favorable results. This Resolution also contains provisions to assign DLZ Ohio, Inc., of Cleveland, Ohio, to perform construction administration, materials testing, and inspection services. It should be noted that DLZ Ohio, Inc. is a Commission certified MBE firm. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the bid of **Shelly & Sands, Inc.**, of **Akron, Ohio**, in the amount of **\$453,011.55** for the performance of Contract No. 59-14-03 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the non-winning bidders their bid security when appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign to Contract No. 59-14-03, **DLZ Ohio, Inc.**, of **Cleveland, Ohio**, for the purpose of performing construction administration, material testing and inspection services with such assignment in accordance with the 2013-2014 Miscellaneous Engineering

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

FURTHER RESOLVED that Contract No. 59-14-03 is designated a System Project under the Commission's 2013 Master Trust Agreement.

Chairman: Is there a motion?

Mr. Balog: So moved.

Chairman: Mr. Balog moves. I will second. Any questions or comments. Hearing none. Roll call.

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 36-2014

Resolution Awarding Contract No. 59-14-03, Resurfacing Project in Mahoning County

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for Repairs and Resurfacing of the Eastbound Roadway, from Milepost 217.3 to Milepost 218.3 located in Mahoning County, Ohio, herein designated **Contract No. 59-14-03**; and

WHEREAS, expenditures for the award to be made under Contract No. 59-14-03 will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said Contract award; and

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

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 59-14-03 was submitted by **Shelly & Sands, Inc., of Akron, Ohio**, in the amount of **\$453,011.55**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 59-14-03 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Shelly & Sands, Inc., for Contract No. 59-14-03 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a performance bond with good and sufficient surety has been submitted by Shelly & Sands, Inc.; and

WHEREAS, the Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, concurs with the recommendation to award Contract No. 59-14-03 to the lowest responsive and responsible bidder, Shelly & Sands, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Shelly & Sands, Inc., of Akron, Ohio**, in the amount of **\$453,011.55** for the performance of Contract No. 59-14-03 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the non-winning bidders their bid security when appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign to Contract No. 59-14-03, **DLZ Ohio, Inc., of Cleveland, Ohio**, for the purpose of performing construction administration, material testing and inspection services with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that Contract No. 59-14-03 is designated a System Project under the Commission's 2013 Master Trust Agreement.

(Resolution No. 36-2014 adopted June 16, 2014)

Chairman: Mr. Yacobucci please continue.

Chief Engineer: My next Resolution for your consideration is for authorization to award Project No. 71-14-03 for Engineering Services relating to the investigation, evaluation and rehabilitation of four overhead bridges between Mileposts 16.1 and 19.1 in Williams County. On December 3, 2013, Procurement received twelve Letters of Interest for Project No. 71-14-03, from which seven firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Mannik & Smith Group, Inc. of Maumee, Ohio was most qualified to perform the services. Fee negotiations commenced between Mannik & Smith and our Engineering staff, and on June 4, 2014, a final fee proposal was submitted in the amount of \$194,965.00 for Phase I services. The services for Phase I include the site investigation, evaluation, design and plan preparation for the rehabilitation of these four structures. Therefore, we are requesting Commission authorization for the award of Project No. 71-14-03 to Mannik & Smith Group, Inc., of Maumee, Ohio, for Phase I of this Project in the amount of \$194,965.00. Commission authorization will be requested in the future for Construction Administration and Inspection Services of the Project. With your permission, may the General Counsel please read the Resolved?

Chairman: Please

General Counsel: RESOLVED that the Commission concurs that **Mannik & Smith Group, Inc., of Maumee, Ohio**, is most qualified to perform the professional engineering services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute a Contract for Project No. 71-14-03 with Mannik & Smith, all in accordance with the terms and conditions of the Commission's Request for Proposals, Mannik & Smith's response thereto and its ensuing fee proposals therefor.

Chairman: Is there a Motion?

Mr. Balog: So moved.

Mr. Paradiso: Second

Chairman: Mr. Paradiso seconds. Any questions or comments? Hearing none. Please call the roll.

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 37-2014

Resolution Authorizing a Contract for Engineering and Construction Administration and Inspection Services for the Rehabilitation of Four Bridges in Williams County, Ohio (Project No. 71-14-03)

WHEREAS, on November 15, 2013, the Commission published notice of its Request for Proposals (“RFP”) for Project No. 71-14-03 seeking Engineering and Construction Administration and Inspection Services relating to the Rehabilitation of Four Bridges between Milepost 16.1 and Milepost 19.1 in Williams County; and

WHEREAS, on December 3, 2013, Letters of Interest were received from twelve firms expressing their interest in serving as the Commission’s Engineering Design Consultant for this Project, of which seven were deemed most qualified and invited to submit proposals in response to the RFP, with responses due on December 31, 2013; and

WHEREAS, on the basis of the proposals received, the Engineering staff concluded that **Mannik & Smith Group, Inc.**, of **Maumee, Ohio (“Mannik & Smith”)**, is most qualified to

perform the above-mentioned services, and conducted a Scope of Services meeting with said firm to discuss the parties' mutual understanding of the Phase I Services consisting of Design/Plan Preparation; and

WHEREAS, Mannik & Smith submitted its fee proposal dated June 4, 2014, for Phase I Services in the not to exceed amount of **\$194,965.00**, which fee proposal has been deemed appropriate and reasonable by the Chief Engineer who, therefore, recommends that the Commission award the Contract for Project No. 71-14-03 to Mannik & Smith; and

WHEREAS, total Contract expenditures will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said Contract award; and

WHEREAS, the Commission has been advised by the Director of Contracts Administration that said RFP selection process and the selection of Mannik & Smith conformed with the requirements of Ohio Revised Code Sections 153.65 to 153.71, and that all legal requirements were performed and that the proposals were solicited on the basis of the same terms and conditions with respect to all respondents and potential respondents; and

WHEREAS, the Executive Director has also reviewed the recommendation submitted by the Chief Engineer and the Director of Contracts Administration, and concurs that the proposed Contract with Mannik & Smith to perform Phase I Services for Project No. 71-14-03 should be approved by the Commission; and

WHEREAS, at the time the construction contract(s) for the rehabilitation of the four overhead bridges from Milepost 16.1 to Milepost 19.1 in Williams County is/are awarded, the Commission will be requested to authorize Mannik & Smith to perform Phase II Construction Administration and Inspection Services for said construction project(s); and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that **Mannik & Smith Group, Inc.**, of **Maumee, Ohio**, is most qualified to perform the professional engineering services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute a Contract for Project No. 71-14-03 with Mannik & Smith, all in accordance with the terms and conditions of the Commission's Request for Proposals, Mannik & Smith's response thereto and its ensuing fee proposals therefor.

(Resolution No. 37-2014 adopted June 16, 2014)

Chairman: Moving right along. Please continue.

Chief Engineer: My fifth Resolution for your consideration is for authorization to award Project No. 71-14-04 for Engineering Services relating to the investigation, evaluation and

rehabilitation of three overhead bridges between Mileposts 34.9 and 60.8 in Fulton and Lucas Counties. On December 3, 2013, Procurement received twelve Letters of Interest for Project No. 71-14-04, from which seven firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Northwest Consultants, Inc., of Toledo, Ohio, was most qualified to perform the services. Fee negotiations commenced between Northwest Consultants and our Engineering staff, and on May 30, 2014, a final fee proposal was submitted in the amount of \$152,971.00 for Phase I services. The services for Phase I include the site investigation, evaluation, design and plan preparation for the rehabilitation of these three structures. Therefore, we are requesting Commission authorization for the award of Project No. 71-14-04 to Northwest Consultants, Inc., a Commission certified MBE firm, of Toledo, Ohio, for Phase I of this Project in the amount of \$152,971.00. Commission authorization will be requested in the future for Construction Administration and Inspection Services of the Project. With your permission, may the General Counsel please read the Resolved?

Chairman: Please

General Counsel: RESOLVED that the Commission concurs that **Northwest Consultants, Inc.**, of **Toledo, Ohio**, is most qualified to perform the professional engineering services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute a Contract for Project No. 71-14-04 with Northwest Consultants, all in accordance with the terms and conditions of the Commission's Request for Proposals, Northwest Consultants' response thereto and its ensuing fee proposals therefor.

Chairman: Is there a Motion?

Mrs. Barber: So moved.

Chairman: Moved by Mrs. Barber. Is there a second?

Mr. Balog: Second

Chairman: Mr. Balog seconds. Questions or comments? Roll call.

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 38-2014

Resolution Authorizing a Contract for Engineering and Construction Administration and Inspection Services for the Rehabilitation of Three Bridges in Fulton and Lucas Counties, Ohio (Project No. 71-14-04)

WHEREAS, on November 15, 2013, the Commission published notice of its Request for Proposals (“RFP”) for Project No. 71-14-04 seeking Engineering and Construction Administration and Inspection Services relating to the Rehabilitation of Three Bridges between Milepost 34.9 and Milepost 60.8 in Fulton and Lucas Counties; and

WHEREAS, on December 3, 2013, Letters of Interest were received from twelve firms expressing their interest in serving as the Commission’s Engineering Design Consultant for this Project, of which seven were deemed most qualified and invited to submit proposals in response to the RFP, with responses due on December 31, 2013; and

WHEREAS, on the basis of the proposals received, the Engineering staff concluded that **Northwest Consultants, Inc., of Toledo, Ohio (“Northwest Consultants”)**, is most qualified to perform the above-mentioned services, and conducted a Scope of Services meeting with said firm to discuss the parties’ mutual understanding of the Phase I Services consisting of Design/Plan Preparation; and

WHEREAS, Northwest Consultants submitted its fee proposal dated May 30, 2014, for Phase I Services in the not to exceed amount of **\$152,971.00**, which fee proposal has been deemed appropriate and reasonable by the Chief Engineer who, therefore, recommends that the Commission award the Contract for Project No. 71-14-04 to Northwest Consultants; and

WHEREAS, total Contract expenditures will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws, Commission action is necessary for said Contract award; and

WHEREAS, the Commission has been advised by the Director of Contracts Administration that said RFP selection process and the selection of Northwest Consultants

conformed with the requirements of Ohio Revised Code Sections 153.65 to 153.71, and that all legal requirements were performed and that the proposals were solicited on the basis of the same terms and conditions with respect to all respondents and potential respondents; and

WHEREAS, the Executive Director has also reviewed the recommendation submitted by the Chief Engineer and the Director of Contracts Administration, and concurs that the proposed Contract with Northwest Consultants to perform Phase I Services for Project No. 71-14-04 should be approved by the Commission; and

WHEREAS, at the time the construction contract(s) for the rehabilitation of the three overhead bridges from Milepost 34.9 to Milepost 60.8 in Fulton and Lucas Counties is/are awarded, the Commission will be requested to authorize Northwest Consultants to perform Phase II Construction Administration and Inspection Services for said construction project(s); and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that **Northwest Consultants, Inc.**, of **Toledo, Ohio**, is most qualified to perform the professional engineering services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute a Contract for Project No. 71-14-04 with Northwest Consultants, all in accordance with the terms and conditions of the Commission's Request for Proposals, Northwest Consultants' response thereto and its ensuing fee proposals therefor.

(Resolution No. 38-2014 adopted June 16, 2014)

Chairman: Go ahead.

Chief Engineer: My next Resolution for your consideration seeks authorization to award Contract No. 4219 for removal, transportation, disposal and testing of approximately 600,000 gallons of slag leachate wastewater. The Commission may recall that on September 20, 2010, Resolution 36-2010 was adopted for construction of a leachate pump station. The Commission is under directive from the Ohio EPA to remediate, retain, and dispose of slag leachate wastewater that was created in conjunction with one of our construction projects back in 1999. While the leachate pump station took care of the vast majority of this material, there is still one area that is required to be pumped, which was the purpose of this Bid Invitation. On April 30, 2014, Procurement received four bids in response to the bid invitation. The apparent low bid was submitted by Hydrochem, LLC, of Cleveland, Ohio. This bidder proposes to furnish material and services in accordance with specifications and this bidder has satisfactorily supplied materials and services to the Commission in the past. We are recommending a one-year blanket order Contract in the estimated amount of \$55,860.00, with two possible one-year extensions, for a total estimated Contract amount of \$167,580.00 over the potential three-year term. With your permission, may the General Counsel please read the Resolved?

Chairman: Please

General Counsel: RESOLVED that the bid of **Hydrochem, LLC**, of **Cleveland, Ohio**, under Invitation No. 4219 is, and is by the Commission deemed to be the lowest responsive and responsible bid received and is accepted, and the Executive Director or the Director of Contracts Administration, or either of them, is hereby authorized to: 1) execute a Contract in an annual blanket amount of **\$55,860.00** with said successful bidder for a one-year period in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation, 2) exercise either or both of two, possible one-year renewal options predicated upon satisfactory performance evaluations by the Engineering Department, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract.

Chairman: Motion to adopt?

Mr. Paradiso: So moved.

Chairman: I'll second it. I would like to ask, if I may, this is not going into a sanitary sewer system? This is being collected by them and disposed by them?

Chief Engineer: Correct Mr. Chairman. Actually, the leachate pump station wastewater is being sent to the sanitary system, but that is only for a portion of it.

Chairman: That part I am familiar with. This is something different though?

Chief Engineer: This is actually a three thousand gallon tank that it is all piped into. Approximately, twice a week they have to come in and actually pump it out and dispose of it.

Mr. Balog: There is no way to put a force main in to get this into the receiver that is automatically going into the sanitary sewer to avoid the continuing costs?

Chief Engineer: Mr. Chairman and Commission Member Balog, I am not 100% sure why we got a portion of it that we were able to pump out, and the other portion we were not. Our current Maintenance Engineer is in the audience if you would like to have him get up and he might be able to answer that question better than I can.

Mr. Balog: The other question I would ask is how much material do we have now compared to three years ago, six years ago or twelve years ago? This goes back to 1999, are we going to do this forever?

Chief Engineer: Mr. Chairman and Commission Member Balog, no we anticipate the concentration levels will eventually dissipate to a point where we will not have to pump anymore. Unfortunately, based on the testing that has been done thus far, the levels are higher than what the Ohio EPA allows, so we are continuing to have to pump.

Mr. Balog: Has someone looked at the cost to go ahead and put a force main in to get it in to the other tank, or do you think it is going to cease and the costs are going to be greater to put the force main in and operate the force main then it will be to keep hauling? I would like if you would spend a little time looking at that issue just to make sure that we are spending our

money wisely to continue hauling it versus putting in a more permanent solution that would be automatic because the biggest expense of the nine cents per gallon isn't the disposal, the biggest expense is the cost to send the truck out there to pick it up and to haul. We are still paying a disposal charge no matter which way it goes.

Chief Engineer: Mr. Chairman and Commission Member Balog, we will look into that and I will report back at the next meeting.

Mr. Balog: Thank you.

Chairman: Please call the roll.

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 39-2014

Resolution Awarding Contract No. 4219 for all Service for Removal, Transportation, Disposal and Testing of Slag Leachate Wastewater from One Location along the Ohio Turnpike

WHEREAS, in accordance with an Ohio EPA directive, the Commission has continued remediation activities to resolve problems associated with leachate run-off near Interchange 173, by containing and disposing of slag leachate wastewater; and

WHEREAS, the Commission has duly advertised, in accordance with law, an Invitation for Bids upon a Contract for all service associated with the removal, transportation, disposal and testing of approximately 600,000 gallons of slag leachate wastewater from one location along the Ohio Turnpike for a twelve-month period, with two possible, one-year renewal terms, herein designated **Contract No. 4219**; and

WHEREAS, expenditures for the award to be made under Contract No. 4219 have the potential, depending on rainfall, to exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said Contract award; and

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

WHEREAS, the Assistant Chief Engineer, Highway and Maintenance, reports that the lowest responsive and responsible bid received under Invitation No. 4219 was submitted by **Hydrochem, LLC**, of **Cleveland, Ohio**, in the total annual amount of **\$55,860.00**, and that Hydrochem, LLC proposes to furnish materials and services in accordance with the Specifications and has satisfactorily furnished similar materials to the Commission in the past; and

WHEREAS, the Assistant Chief Engineer, Highway and Maintenance, further recommends that, inasmuch as the contract provides for the possibility of two, one-year extensions, the total authorized dollar amount should be equal to three times the annual estimated expenditures for this service, or **\$167,580.00 (an annual blanket amount of \$55,860.00)**; and

WHEREAS, the Director of Contracts Administration has advised the Commission that Hydrochem, LLC qualifies for consideration under the Commission's "Domestic and Ohio Preference" Policy; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 4219 were solicited on the basis of the same terms and conditions and the same specifications, and that the bid of Hydrochem, LLC for Contract No. 4219 conforms to the requirements of Ohio Revised Code Sections 5537.07 and 9.312; and

WHEREAS, the Executive Director has reviewed the reports of the Assistant Chief Engineer, Highway and Maintenance, and the Director of Contracts Administration and, predicated upon such analysis, concurs with the recommendation to award Contract No. 4219 to the lowest responsive and responsible bidder, Hydrochem, LLC; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Hydrochem, LLC**, of **Cleveland, Ohio**, under Invitation No. 4219 is, and is by the Commission deemed to be the lowest responsive and responsible bid received and is accepted, and the Executive Director or the Director of Contracts Administration, or either of them, is hereby authorized to: 1) execute a Contract in an annual blanket amount of **\$55,860.00** with said successful bidder for a one-year period in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation, 2) exercise either or both of two, possible one-year renewal options predicated upon satisfactory performance evaluations by the Engineering Department, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract.

(Resolution No. 39-2014 adopted June 16, 2014)

Chairman: Move on to your last Resolution.

Chief Engineer: My seventh and final Resolution for your consideration seeks authorization to award Contract No. 4220 for furnishing approximately 114,500 gallons of propane-liquefied petroleum gas fuel annually. This fuel is used for heating at nine of our facilities. The Contract has an initial one-year term, with two possible one-year renewal terms. The bid invitation was divided into two groups, which are based on the geographical location of our facilities. The bidders were permitted to bid on one or both groups. As we do with our gasoline pricing, we use the Oil Pricing Information Services publication for baseline pricing and bidders were required to bid a differential for profit and the shipping on the material. We received one bid in response to the invitation. The apparent low bid for both groups was submitted by AmeriGas Propane, L.P., of King of Prussia, Pennsylvania. This bidder proposes to furnish material and services in accordance with specifications and this bidder has satisfactorily supplied propane to the Commission in the past. Furthermore, the total amount bid was below the estimate for the project. Inasmuch as our needs can fluctuate for this material, we are recommending a one-year blanket order Contract in the estimated amount of \$250,000, with two possible one year renewal terms, for a total estimated Contract amount of \$750,000.00 over the potential three year term. With your permission, may the General Counsel please read the Resolved?

Chairman: Please

General Counsel: RESOLVED that the bid of **AmeriGas Propane, L.P.**, for both Group I and Group II under Invitation No. 4220 is, and is by the Commission deemed to be the

lowest responsive and responsible bid received and is accepted, and the Executive Director or the Director of Contracts Administration, or either of them, is hereby authorized to: 1) execute a blanket order Contract with AmeriGas Propane, L.P. in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation, 2) incur expenditures under the Contract in the quantities estimated by the Engineering Department's staff for the purchase of propane-liquefied petroleum gas fuel, 3) exercise either or both of two, possible one-year renewal options predicated upon satisfactory performance reviews by the Engineering Department, and 4) take any and all action necessary to properly carry out the terms of said Contract.

Chairman: Is there a motion?

Mr. Balog: So moved.

Mrs. Barber: Second

Chairman: Moved by Mr. Balog and seconded by Mrs. Barber. Any discussions, questions or comments?

Mr. Balog: What do we use the material for?

Chief Engineer: Heating our facilities. Basically it is way out west and there is one location out east. We don't have natural gas in those areas.

Chairman: Anything further? Please call the roll.

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

RESOLUTION NO. 40-2014

**Resolution Awarding Contract No. 4220 for the Furnishing of
Propane-Liquefied Petroleum Gas Fuel**

WHEREAS, the Commission has duly advertised, in accordance with law, an Invitation for Bids upon a Contract for the furnishing to the Commission of approximately 114,500 gallons of propane-liquefied petroleum gas fuel at nine Commission locations for one year, with two possible, one-year renewal terms, herein designated **Contract No. 4220**; and

WHEREAS, expenditures for the award to be made under Contract No. 4220 will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said Contract award; and

WHEREAS, bidders were asked to state the price differential per gallon that they would charge from the Oil Price Information Service ("OPIS") Coshocton, Ohio; and

WHEREAS, the Commission received one bid only for the performance of said Contract, and said bid has been reviewed and analyzed by the Commission's Facilities Engineer, whose report concerning such analysis is before the Commission; and

WHEREAS, the Facilities Engineer reports that the lowest responsive and responsible bid received for both Group I and Group II under Invitation No. 4220 was submitted by **AmeriGas Propane, L.P.**, of **King of Prussia, Pennsylvania**, and that this bidder proposes to furnish material and services in accordance with the Commission's Specifications; and

WHEREAS, the Facilities Engineer recommends that a one-year blanket order Contract in the estimated amount of **\$250,000.00** be awarded to AmeriGas with two, possible one-year renewals, pursuant to the same terms and conditions; and

WHEREAS, should amounts expended for propane-liquefied petroleum gas fuel to be purchased under the blanket order Contract or any of its renewals exceed the amount estimated by the Engineering staff by more than ten percent, the Commission will be presented with a new Resolution to increase said blanket order Contract amount; and

WHEREAS, the Director of Contracts Administration has advised the Commission that this bidder qualifies for consideration under the Commission's Domestic and Ohio Preference Policy; and

WHEREAS, the Commission's Director of Contracts Administration has further advised that bids for Contract No. 4220 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of AmeriGas Propane, L.P. for Group I and Group II for

Contract No. 4220 conforms to the requirements of Ohio Revised Code Section 5537.07 and Section 9.312; and that a bid guaranty with good and sufficient surety has been submitted by the aforementioned bidder; and

WHEREAS, the Executive Director has reviewed the reports of both the Facilities Engineer and the Director of Contracts Administration and, predicated upon such analysis, concurs with the recommendation to award the Contract for Invitation No. 4220 to the lowest responsive and responsible bidder for both Group I and Group II, AmeriGas Propane, L.P.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **AmeriGas Propane, L.P.**, for both Group I and Group II under Invitation No. 4220 is, and is by the Commission deemed to be the lowest responsive and responsible bid received and is accepted, and the Executive Director or the Director of Contracts Administration, or either of them, is hereby authorized to: 1) execute a blanket order Contract with AmeriGas Propane, L.P. in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation, 2) incur expenditures under the Contract in the quantities estimated by the Engineering Department's staff for the purchase of propane-liquefied petroleum gas fuel, 3) exercise either or both of two, possible one-year renewal options predicated upon satisfactory performance reviews by the Engineering Department, and 4) take any and all action necessary to properly carry out the terms of said Contract.

(Resolution No. 40-2014 adopted June 16, 2014)

Chief Engineer: That completes my report Mr. Chairman.

Director Hodges: Mr. Chairman if I may?

Chairman: Please go right ahead. A little bit unannounced, but I notice that we have Stuart, Dennis and Chris in the audience. I would you like to inform the Commission of some of the changes that were made within the Engineering Department and introduce our leadership team. Also, I think that it is important that you get to see their faces, so when there is a problem in your area and you call me, you get to see who is getting called next.

Chief Engineer: Mr. Chairman and Director Hodges, we have reorganized the Engineering Department back into an Engineering and Maintenance Department. In the Engineering Department, Dennis Albrecht will serve as our Assistant Chief Engineer. He will be responsible for our Capital Improvement Projects. Chris Matta is our Maintenance Engineer. Chris was actually the Assistant Maintenance Engineer in the former Maintenance Department and Stuart May will be the Assistant Maintenance Engineer of the Maintenance Department.

Chairman: We look forward to working with you. Anything further?

Chief Engineer: That concludes my report.

Chairman: Another fine job done. We will move on to the CFO.

CFO/Comptroller: Thank you Mr. Chairman. I have a brief update on our traffic and revenue for the month of May.

This first chart shows the monthly passenger car miles traveled on the Ohio Turnpike over the past two years.

Passenger car traffic increased for the second straight month. As a result, passenger car vehicle miles traveled were 1.6% higher than May of last year.

Commercial traffic improved for the fourth straight month and was .5% higher than May of last year.

This chart shows the total vehicle miles traveled through the month of May during each year over the past decade.

Total vehicle miles traveled for the first five months of this year were .3% less than the amount from last year.

The 1.6% increase in traffic and the 2.7% toll rate increase on January 1 were partially offset by the effect of an increase in *E-ZPass*[®] use. As a result, passenger car toll revenue increased 2.7% from May of last year.

The slight increase in commercial traffic combined with the toll rate increase resulted in commercial vehicle toll revenues increasing 2.5% from last year.

This chart shows the year-to-date toll revenues through the month of April during each year over the past decade.

Toll revenues through May were \$1.9 million or 1.9% above the amount from last year. That completes my report on traffic and revenue.

One other item I would like to mention is that Fitch Ratings, one of the three rating agencies that rates the Commission's Bonds has completed their annual review of the Commission and has affirmed their 'AA' rating on the Commission's Senior Debt and 'A+' rating on the Commission's Junior Lien Bonds. The 'AA' Senior Lien rating is the highest rating of any toll road in the United States. That completes my report Mr. Chairman.

Chairman: Congratulations on that Marty. That is great news. Our General Counsel, Kathleen Weiss?

General Counsel: No report Mr. Chairman.

Chairman: Any reports from our Financial Advisor, Bethany?

Financial Advisor: No report Mr. Chairman.

Chairman: Thank you. General Consultant, Mr. Buchanan?

General Consultant: No report Mr. Chairman.

Chairman: Thank you. Trustee from Huntington, Mr. Lamb?

Trustee: No report Mr. Chairman.

Chairman: Report of the Ohio State Highway Patrol, Lieutenant Sivak?

Lieutenant Sivak: Good morning Chairman Hruby and Members of the Commission. A couple of things I want to address here today. There have been some recent incidents that have happened along the Turnpike, and I think everybody is aware that last week we had a fatal crash out in the Hiram area. It was a two-vehicle crash and tragically took the life of an 81-year old man from Youngstown and also tragically he was not wearing his seatbelt. I spoke with investigators on the scene and, had he had his belt on, he probably would have survived the crash. Although, we are happy to report we have a 96% compliance rate on the Turnpike, which is probably the highest of any area within the state, clearly we have some work to do in that area to get 100% compliance because the seatbelt definitely does make a difference.

Another incident occurred on Tuesday of last week. One of our Troopers made a stop in the Hiram area, and during contact with the driver, the driver pushed the Trooper out of the way. No injury occurred, and the driver got in a car and a short pursuit ensued. During that time, he time was throwing crack cocaine, some different pills and marijuana out of the car. We did effect a stop without incident, unfortunately it did affect traffic for quite some time while we conducted a detailed search across the area. Again, the efforts continue across the Turnpike and drug interdiction and crime fighting, and our overall stops are up across the Turnpike, as are our patrol hours and our enforcements within construction zones. We will continue to work with Maintenance and DVS along the Turnpike to ensure safety within those zones, which are a high priority for us.

The last thing I wish to discuss is, as Director Hodges has stated, the liaison who is coming full time now for the Turnpike, and I can say as being a part-time liaison for the past couple of months, it definitely requires full-time attention because there is a lot that goes on here and if anything has fallen through the cracks, and the notification of the new liaison being one of those, I apologize that more direct information didn't come out because he was selected about one week ago. Coincidentally, I don't know how he worked this out with his schedule because the day he was notified he was getting promoted, he went on vacation and he doesn't come back from vacation until the day that he actually gets promoted, which will be on June 24, so he should be freshly charged up when he comes in here. Bill Weirtz is his name. Bill is presently the Commander at our Canton Post, which is one of our so-called "super posts" just because of the size of it. It has over thirty Troopers there, and two dispatch centers that run out of it. Bill clearly is a guy who can handle his business. Just briefly on how the process went. Several applicants, I believe we had fourteen Lieutenants across the region turn in an application, which

were reviewed. Interviews were conducted with the individuals and, as a result of that Bill, was selected. I have said to other people here, I can guarantee you that you will be very happy with Bill when he gets here. I won't steal all of his thunder, but Bill also has served as a Commander at the Hiram Post for about a year and a half, so he does have direct Turnpike experience, which, as I did not have when I got here, there is a learning curve that occurs, so that will shorten up with Bill. His first day here will be June 25, I believe there is a meet and greet that will occur with some of the new managers here, so I will be here with Bill and kind of what Monty did with me, show him around, but I know Bill will jump in real quick here. I doubt if this will be my last meeting, I am sure that things will come up and I will be here, but again I have said it often, I truly enjoyed my time here at the Turnpike and the people I have met here and just the professional operation it is from the very bottom to the top, and I thank all of you for helping to make my job easier while I was here.

Chairman: Thank you Lieutenant. We won't say goodbye to you because we are going to hold on to you somehow. Thank you so much for all that you have done for us.

Lieutenant Sivak: Thank you very much. I appreciate it.

Chairman: Any questions or comments for the Lieutenant? Thank you. That completes our business for today's meeting. The next Commission Meeting will be held on Monday, July 21, 2014, at 10:00 a.m. If there is not further business, I will accept a motion to adjourn.

Mr. Balog: Motion to adjourn.

Chairman: I will second that. Roll call.

Director Hodges: Mr. Balog

Mr. Balog: Yes

Director Hodges: Chairman Hruby

Chairman Hruby: Yes

Director Hodges: Secretary-Treasurer Barber

Mrs. Barber: Yes

Director Hodges: Mr. Dixon

Mr. Dixon: Yes

Director Hodges: Mr. Paradiso

Mr. Paradiso: Yes

Director Hodges: Ms. Townley

Ms. Townley: Yes

Director Hodges: Unanimous

Time of adjournment: 10:55 a.m.

Attendees for Record Keeping Purposes:

Dan Castrigano, GPI; Scott Buchanan, URS; Beth Fulton, URS; Tim McDonald, ODOT; Vic Spinabelli, Hill Int'l.; Gene Barendale, Hill Int'l.; Frank Lamb, Huntington Bank; Tom Perevosnik, IUOE Local 18; Bethany Pugh, PFM; Chris Cummings, Michael Baker, Jr.; Stefan Holmes, First Merit; Glen Stephens, GSI; Lieutenant Sivak, OSHP; Rick Hodges, Ohio Turnpike; Marty Seekely, Ohio Turnpike; Tony Yacobucci, Ohio Turnpike; Kathleen Weiss, Ohio Turnpike; Robin Carlin, Ohio Turnpike; Sharon Isaac, Ohio Turnpike; Mark Musson, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; Dave Miller, Ohio Turnpike; Dennis Albrecht, Ohio Turnpike; Chris Matta, Ohio Turnpike; Stuart May, Ohio Turnpike; Tommie Jo Marsilio, Ohio Turnpike; Adam Greenslade, Ohio Turnpike; Brian Newbacher, Ohio Turnpike.

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

Sandra K. Barber, Secretary-Treasurer