

**MINUTES OF THE 641st MEETING OF THE
OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
JUNE 19, 2017**

Chairman: Good morning. Will you please stand and join me in reciting the *Pledge of Allegiance*?

The meeting will come to order. Have all guests signed the sign-in sheet in the Lobby? If not, please do so prior to leaving, so we can maintain an accurate account of attendance.

Ms. Cafaro, Senator LaRose and Representative Patton advised that they are unable to attend today's meeting. I know that the Senator and the Representative are working on the budget and I know how difficult that has been of late. We excuse them and understand why they are not here.

Will the Assistant Secretary-Treasurer please call the roll?

Assistant Secretary-Treasurer: Chairman Hruby

Chairman Hruby: Here

Assistant Secretary-Treasurer: Vice Chairman Paradiso

Vice Chairman Paradiso: Here

Assistant Secretary-Treasurer: Commissioner Barber

Secretary-Treasurer Barber: Here

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Here

Assistant Secretary-Treasurer: Mr. Peterson

Mr. Peterson: Here

Assistant Secretary-Treasurer: Mr. Pakush

Mr. Pakush: Here

Assistant Secretary-Treasurer: Mr. Potter

Mr. Potter: Here

Chairman: We have a quorum. This is the 641st Meeting of the Ohio Turnpike and Infrastructure Commission. We are meeting here at the Commission's headquarters, as provided for in the Commission's Code of Bylaws for a Commission Meeting.

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

May I have a motion to adopt the Minutes of the May 15, 2017, Commission Meeting? Call the roll, please.

MOTION: A motion to adopt the Minutes of the May 15, 2017, Commission Meeting was made by Mr. Paradiso and seconded by Chairman Hruby. All Commission Members present voted to approve the Minutes.

Chairman: The Minutes are adopted. This morning we are going to hear about our audit. The Audit Committee just met with the Auditors and, I think, you will be very pleased. Mr. Director, congratulations to you.

If there are no questions, we will proceed with the report of the Secretary-Treasurer, Mrs. Barber.

Secretary-Treasurer: The following items have been provided to the Members since the last scheduled meeting of the Commission on May 15, 2017:

The following items have been provided to the Members since the last scheduled meeting of the Commission on May 15, 2017:

1. Eleven Resolutions;
2. Draft Minutes of the May 15, 2017, 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 2017;
2. Traffic and Revenue Report, May 2017;
3. Total Revenue by Month and Year, May 2017;
4. Investment Report, May 2017;
5. Financial Statement, May 2017

6. Independent Auditor's Report on Internal Controls, Financial Reporting, Compliance and other Matters;
7. 2016 Comprehensive Annual Financial Report; and
8. Various News Articles.

Secretary-Treasurer: That completes my report, Mr. Chairman.

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

Director Cole: Thank you, Mr. Chairman.

I have a very brief report today. With eleven resolutions, we have plenty of commission business to take care of and I don't want to lengthen the meeting any more than necessary.

I would like to bring two external items to the boards attention before we get into the resolutions. First, at the last meeting I mentioned the Native Pollinator gardens ceremony which took place May 19th at the Mahoning Valley Service Plaza. Commissioner Cafaro was able to attend and made some great remarks, but what I didn't know is that Mike Mennett, the Executive Director of Keep Ohio Beautiful had submitted our first project from last year at the Middle Ridge/Vermillion Valley service plaza for a national award from Keep America Beautiful in the "State Agency Partnership" category. We were honored to receive the award at the ceremony and will have it permanently displayed in Commission meeting room. It is just part of our ongoing theme that the Turnpike is separated from seventy communities by a fence and not a wall and that partnerships like this with other state agencies, with the local communities, are an important part of our operations. It is just not the fifty-five million travelers we have each year through the roadway. In addition, you may not be aware but there is a current trend facilitated by social media of hiding and finding painted rocks. In fact, there is a formal group on Facebook called "Northeast Ohio Rocks" which, as of this morning, has 148,302 members. We all already know that the Ohio Turnpike rocks, but now we've made it "Facebook Official" by placing these painted rocks in and around the pollinator gardens and asking people to post pictures with the #OHTPK. It is actually a pretty neat effort. A lot of local groups have used it to raise awareness whether that is for cancer or a charity, a specific case that is going on. They paint these special rocks and put them around. It is kind of neat that we are part of that. We have already had some postings out there.

The other item of note is an upcoming visit from a delegation from the Netherlands. Bram Hendrix from AutomotiveNL, Johann Beelen with Brainport, along with Herbert Wennink with the Consul General's office will be in the Midwest June 27th through the 30th. They will be traveling from Detroit on June 27th and plan to stop here in the afternoon. Because of the Turnpike's leadership in connected and autonomous vehicle technology, they are stopping here for an update on what we are doing. Among other topics, they want more detailed information about our fiber network, our plans for installing dedicated short-range communications later this year and our efforts to coordinate with Michigan and Pennsylvania through the Smart Belt Coalition. After our visit, they are heading to Columbus to meet with Jobs Ohio and our other Ohio Smart Mobility partners.

This trip in June is a preliminary visit to a mission they will lead this fall to align with the Intelligent Transportation System World Congress in Canada. They will be here in Ohio for a couple of days during the week of Oct 29th through Nov 4th. They will have several companies with them along with government dignitaries. In fact, there is a chance that the delegation will be led by their new prime minister. I welcome any Commission Members interested in joining us to let us know later this week as we make final arrangements for hosting the meeting.

Thank you. I'm happy to answer any questions.

Chairman: Thank you. Any questions?

Mr. Paradiso: I just have a comment, Mr. Chairman and Director Cole. Randy, to you and your team, again, as Commission Member I get notified or comments to me occasionally about something that is going on with the Turnpike, more pleasant than not lately, which has been refreshing. Someone in my office came to me two weeks ago and showed me a picture of her best friend with her five-year-old daughter and her daughter was reunited with some little stuffed animal that she had left at a service plaza. They called the plaza, they called our lost and found group, and through a series of people reunited that little five-year-old girl with her stuffed animal and it just made her week. So, we are more than just fifty-five million travelers across east and west. We are a neighborhood citizen and I am proud of what we are doing. So, thank you.

Director Cole: Thank you.

Chairman: Very good comment. Thank you. Any other questions or comments?

Mr. Peterson: May I piggyback on that, your comment. Something was brought up to me about two weeks ago, I spent some time with some folks in Australia, some business folks and it came up about the Ohio Turnpike, about how it was exceptional. It was compared to all of the other places that people drive and visit, so I thought it was really interesting that the person that brought it up was not from Ohio, and there were a couple of gentlemen there and those that were from Ohio said very positive things. So, it made me proud to be able to say that I sit on the Board and I took credit for everything.

Chairman: Mr. Dixon, how many years have you been on this Board?

Mr. Dixon: Every place I go they ask me about the Turnpike. I have been here for seventeen years.

Chairman: So, you have seventeen great years of listening to all of these wonderful comments.

Mr. Dixon: Yes, all of these wonderful comments.

Chairman: Thank you. We will move on to the report of our Chief Engineer, Tony Yacobucci.

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

The first resolution for your consideration seeks authorization to modify Contract No. 71-16-08 with CDM Smith, Inc., of Cleveland, Ohio, relating to the rehabilitation of the U.S. Route 42 Bridge over the Ohio Turnpike at Milepost 161.1 in Cuyahoga County. On May 10, 2016, Procurement received eighteen Letters of Interest, from which three firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that CDM Smith, Inc. was the most qualified firm to perform the services. The Commission, through its Executive Director under the authority of Article V, Section 1.00 of the Bylaws, executed an Agreement for Phase 1A Services - Site Inspection and Engineering Report in an amount not-to-exceed \$58,098.00. On May 30, 2017, CDM Smith submitted a fee proposal to perform Phase 1B Services, which includes Final Design and Plan Preparation in an amount not to exceed \$171,123.00. The additional costs to obtain the necessary Phase 1B Services for Project No. 71-16-08 will both increase the cost of the contract in excess of the Executive Director's contracting authority and exceed 10% of the original contract amount, therefore requiring Commission authorization of the contract modification. With your permission, may the General Counsel please read the title of the Resolution.

General Counsel: Resolution Approving Modifications to the Agreement with CDM Smith to Perform Phase 1B – Design and Plan Preparation Services for the Rehabilitation of US Route 42 Bridge Over the Ohio Turnpike (Project No. 71-16-08) in the Not-to-Exceed Amount of \$171,123.00.

Chairman: Any questions or comments?

Mr. Pakush: Just a quick comment and question. Tony, can you clarify that the modification is not for additional 1B services? We did not authorize 1B previously and are asking for another modification, is it? It is just 1A was authorized and this is just a new 1B?

Chief Engineer: Mr. Chairman and Commission Member Pakush, you are correct. Phase 1B was basically an inspection to determine what was necessary on that structure to be repaired or rehabilitated. The Phase 1B services was to design and implement what was found in Phase 1A, so you have never authorized Phase 1B.

Mr. Pakush: I appreciate that. Thank you.

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

MOTION: A motion to adopt the *Resolution Approving Modifications to the Agreement with CDM Smith to Perform Phase 1B – Design and Plan Preparation Services for the Rehabilitation of US Route 42 Bridge Over the Ohio Turnpike (Project No. 71-16-08) in the Not-to-Exceed Amount of \$171,123.00*, was made by Mr. Pakush, seconded by Mrs. Barber, and approved by all Commission Members present. Resolution No. 24-2017 is attached hereto as an Exhibit.

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

Chief Engineer: The next resolution for your consideration seeks authorization to modify Contract Nos. 99-16-01A with Arcadis U.S., Inc. of Akron, Ohio, and 99-16-01B with KS Associates, Inc., of Elyria, Ohio. These contracts relate to Bridge and Culvert Load Rating Services. On April 4, 2016, Procurement received seventeen Letters of Interest, from which six firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Arcadis, U.S., Inc. and KS Associates, Inc. were the most qualified firms to perform the services. The Commission, through its Executive Director under the authority of Article V, Section 1.00 of the Bylaws, executed Agreements with the most qualified firms for the initial Load Rating Services. Each contract consisted of an initial assignment during 2016 of thirty-two bridges and culverts to be Load Rated, and the Commission having the option to assign additional structures over three subsequent years. On May 22, 2017, KS Associates submitted a fee proposal to perform the second year of Load Rating Services in an amount not to exceed \$99,655.00, and on May 25, 2017, Arcadis submitted a fee proposal to perform the second year of Load Rating Services in an amount not to exceed \$119,057.00. The additional costs to obtain the necessary additional Load Rating Services for will both increase the cost of the contract in excess of the Executive Director's contracting authority and exceed 10% of the original contract amount, therefore requiring Commission authorization of the contract modification. With your permission, may the General Counsel please read the title of the Resolution.

General Counsel: Resolution Approving Modifications to the Agreements for Bridge and Culvert Load Ratings Services with Arcadis U.S. (Project No. 99-16-01A) in the Not-to-Exceed Amount of \$119,057.00 and with KS Associates (Project No. 99-16-01B) in the Not-to-Exceed Amount of \$99,655.00.

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

MOTION: A motion to adopt the *Resolution Approving Modifications to the Agreements for Bridge and Culvert Load Ratings Services with Arcadis U.S. (Project No. 99-16-01A) in the Not-to-Exceed Amount of \$119,057.00 and with KS Associates (Project No. 99-16-01B) in the Not-to-Exceed Amount of \$99,655.00*, was made by Chairman Hruby, seconded by Mr. Peterson, and approved by all Commission Members present. Resolution No. 25-2017 is attached hereto as an Exhibit.

Chairman: The Resolution passes unanimously. Tony, please continue.

Chief Engineer: The third resolution for your consideration seeks authorization to award Project No. 71-17-01 to perform professional services for a Facilities Assessment and Strategic Plan. On January 13, 2017, Procurement received ten Letters of Interest for Project No. 71-17-01, from which four firms were deemed most qualified and invited to submit technical proposals. Commission staff reviewed the technical proposals and concluded that Prime AE Group, Inc. ("Prime AE"), of Akron, Ohio, a Commission certified MBE firm, was most qualified to perform the services. Fee negotiations commenced and on June 1, 2017, a final fee proposal was submitted in the amount of \$786,163.00 for Phase I services, which includes Facilities Maintenance Cost Baseline and 5, 10, 15 and 30 year projections, Facility and Operations Needs Assessment and Options Analysis, including Shared Services opportunities, and Strategic Plan for the Maintenance Facilities. We are requesting Commission authorization for the award of Project No. 71-17-01 to Prime AE Group, Inc., of Akron, Ohio, for Phase I of this Project in an amount not to exceed \$786,163.00. Additional Commission authorization may be requested in the future for Phase I implementation tasks, as well as additional Phases of the Project,

which include the Administration, Technology, Service Plaza and Toll Plaza Buildings. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Approving the Selection of PrimeAE Group, Inc. to Perform Facilities Assessment and Strategic Planning Services (Project No. 71-17-01) for a Fee Not-to-Exceed \$768,163.00.

Chairman: Any questions or comments?

Director Cole: Mr. Chairman, I just would like to provide a little more perspective on what we are trying to accomplish here and put context for how this happened and what we are looking at. In my office, I keep a cartoon of Calvin and Hobbs, and the specific one I keep is one where Calvin and Hobbs, and they are looking at each other and Calvin, who is always causing mischief, says “carpe diem Hobbs, carpe diem, you know seize the day because you never know if tomorrow you are going to get struck by a bologna truck.” Hobbs looks at him and Calvin says, “Hobbs what’s your motto?” and Hobbs says, “look down the road.” What we are trying to do here is look down the road. There is an attachment to the back of the resolution that you have that is just a simple chart of our operating costs and our capital costs per year. Last year, we evaluated our finances, the bonds, the repayment of the bonds and a thirty-year plus look at our finances. You see a couple balloons where there are some pretty hefty capital costs, but as we looked at that we also looked at the blue line, our ongoing cost of utilities, annual maintenance, keeping up these facilities and everything that is happening. What Tony and I talked about and then the rest of the staff, Stuart, Chris Matta, Marty, is if we look at all of our operations, and back to the front of that little handout, we have over 240,000 square feet of maintenance facilities. Our current maintenance operations are based on a plan put in place in the 1950’s, 241 mile road, maintenance buildings and outposts every thirty miles, running a snow plow up and down the road, fifteen miles one way and back, the technology at the time, and the idea of shared services was very foreign at that time, but now, Myron as you know, ODOT is building maintenance buildings with local communities, local communities have reached out for shared services opportunities that Chris Matta is working with them on either equipment or materials. So, what we want to do as we look at this, our current footprint, the ongoing expenses each year and look at our operations, how we actually run those maintenance operations, then look to our neighbors, those seventy communities, the thirteen county engineers, the four ODOT districts, and see if there are opportunities for shared services, whether that’s their facilities or if we are rebuilding our facilities, can we invite them in and get some economies of scale that way. So, we are going to evaluate all of that with primes. So again, I want to make sure it is clear to the Commission, that what we are not trying to do here is a standard design spec to just rebuild what we have. It is to analyze whether we are operating efficiently, then once you look at our operations, do we have the right facilities in the right places with the right format to best facilitate those operations. Are there partnership opportunities and layout something that if you look at a return on investment, if we just shave a little bit off of this ongoing operating cost line, or help eliminate a couple of these large peaks in our capital costs, this study itself will more than pay for itself and lay that groundwork that will help explain and prepare for those ongoing capital replacement costs that are going to get pretty hefty over the next twenty to thirty years. So, just to provide that context of what we are trying to accomplish here. I believe you will hear excerpts out of this over the next twelve to eighteen months in other projects, in other things we are doing if there are shared service opportunities and then finally it will lay the groundwork for future capital requests as we look at significant rehab to these facilities or replacement of them. Tony, anything else you want to add?

Chief Engineer: As Randy had said, the initial cost is for the maintenance buildings. We also plan to perform Phase II, III, and IV for the administration and technology building, then we will move to the service plazas and then, finally, the toll plazas. The reason the toll plazas were last was due to the toll collection system upgrades that we are currently doing and we don't know what that outcome will be and how that will change this, so we didn't want to start something and then find out that some of what we are doing is going to be duplicated.

Chairman: Thank you. Anything else?

Mr. Dixon: Can I get an MBE clarification?

MBE/DBE Program Manager, Diana Anthony: Good morning Mr. Chairman and Commission Member Dixon, Prime AE is an MBE, as the prime consultant on this project. However, they did commit to 27% with Vision Design Group, who is also a dual-certified MBE and DBE with the Commission.

Director Cole: So, to just clarify what Diana just said, so our prime contractor on this is an MBE firm, and then within their contract they further did subcontract with an additional MBE, so they helped spread that around a little bit as well. We are very excited about this opportunity.

Mr. Dixon: \$768,000.00, that's a good deal. I'll take it. Thank you.

Chairman: Excellent. Anything else? Hearing none, please call the roll.

MOTION: A motion to adopt the *Resolution Approving the Selection of PrimeAE Group, Inc. to Perform Facilities Assessment and Strategic Planning Services (Project No. 71-17-01) for a Fee Not-to-Exceed \$768,163.00*, was made by Chairman Hruby, seconded by Mr. Paradiso, and approved by all Commission Members present. Resolution No. 26-2017 is attached hereto as an Exhibit.

Chairman: The Resolution passes unanimously. Tony, please continue.

Chief Engineer: The next resolution for your consideration seeks authorization to purchase of fifteen truck mounted attenuators (TMAs) to replace existing 2006 model year TMAs. The TMAs were advertised as Bid Invitation 4295 and bids were received on May 10, 2017. These expenditures are included in the 2017 Capital Budget. The TMAs will be used for various traffic control operations on the Commission's mainline and ramps. One bid was received in response to the Bid Invitation and the lone bid was submitted by Site-Safe Products, LLC, ("Site-Safe"), of Columbus, Ohio, in the amount of \$336,000.00 or \$22,400.00 per unit. This bidder proposes to furnish the 2017 Energy Absorption Systems Safe-Stop 180, Model 9182LC TMA. Site-Safe proposes to furnish equipment and services in accordance with the Specifications. In analyzing the bid, Maintenance staff reviewed Ohio Department of Transportation Purchasing Contracts for similar TMA's. A Scorpion 1000-TL3 TMA from Traffic Devices, Inc. was found to be available through the ODOT Contract and it conforms to the intended use. However, the price of this TMA is approximately 15% more than the Energy Absorption Systems Safe-Stop 180 model bid under Invitation No. 4295. Based upon this information, it is recommended that a contract be awarded to Site-Safe Products, LLC, of Columbus, Ohio, to furnish fifteen TMAs in the total

amount of \$336,000.00. In addition, the existing 2006 model year TMAs shall be disposed of in accordance with the Commission Property Disposal Policy after the new TMAs are placed into service. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Approving the Selection of Site-Safe Products, LLC to Furnish Fifteen Truck Mounted Attenuators for the Total Amount of \$336,000.00.

Chairman: Any questions or comments? We always come up with this single bid. Do you want to say anything regarding that?

Chief Engineer: Mr. Chairman, with respect to these TMAs, there are actually three types of TMA's that are available: 1) a tow behind trailer; 2) a frame-mount TMA; and 3) a tailgate mount TMA. The type of TMA that we are requesting here is a tailgate mount. The trailer-type TMA while it is applicable for what we do, our vehicles cannot turn around in our cross-overs with that trailer mount, nor can they back-up on the mainline with other vehicles going seventy miles-per-hour, so it is not a safe operation for our maintenance crew. The frame-mount TMA, on the other hand, needs a plate provided on the back of the vehicle, which would make us take off all of our snow and ice equipment, and our pintle hitch that we use to tow trailers. So, it would cost a lot more for us to continue to remove and replace those items and we do use the TMAs during the winter months when we are not plowing, so it would be a lot more restrictive for us and that TMA is a little bit more, in addition to those other ramifications. So, unfortunately, we did get one bid, but the TMA that we requested with respect to this bid invitation fits our needs and provides a safe environment for our workers.

Chairman: I understand that, and sometimes the public doesn't. The bottom line is we want what we want, we know why we want what we are getting, and that is why we ask for it. That is why with one bid, sometimes you have to have one bid because of the uniqueness of the product.

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

MOTION: A motion to adopt the *Resolution Approving the Selection of Site-Safe Products, LLC to Furnish Fifteen Truck Mounted Attenuators for the Total Amount of \$336,000.00*, was made by Mr. Pakush, seconded by Mr. Dixon, and approved by all Commission Members present. Resolution No. 27-2017 is attached hereto as an Exhibit.

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

Chief Engineer: The fifth resolution for your consideration seeks authorization to purchase of four commercial-duty slope mowers with 72" cutting decks to replace existing 2002 and 2005 model year slope mowers. The slope mowers were advertised as Bid Invitation 4294 and bids were received on May 9, 2017. These expenditures are included in the 2017 Capital Budget and the mowers will be used for the Commission's mainline and ramp vegetation control. One bid was received in response to the Bid Invitation and the lone bid was submitted by Century Equipment Inc., of Toledo, Ohio, in the amount of \$172,000.00 or \$43,000.00 per unit. This bidder proposes to furnish the 2017 Harper DewEze ATM72LC model slope mower. Century Equipment Inc. proposes to furnish equipment and services in accordance with the Specifications. In analyzing the bid, a review of the Ohio Department of Administrative Services (ODAS) State Term Contract for similar mowers was completed. A Kut Kwick

model SSM 38-72D slope mower is available through the ODAS Contract that closely matches the Commission's needs. However, the price of this mower is approximately 50% more than the Harper ATM72LC model bid under Invitation No. 4294. Based upon this information, it is recommended that a contract be awarded to awarded to Century Equipment Inc., of Toledo, Ohio, to furnish four commercial-duty slope mowers be in the total amount of \$172,000.00. In addition, the existing 2002 and 2005 model year slope mowers shall be disposed of in accordance with the Commission Property Disposal Policy after the new slope mowers are placed into service. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Approving the Selection of Century Equipment, Inc. to Furnish Four Commercial-Duty Slope Mowers for the Total Amount of \$172,000.00.

Chairman: I am going to ask again, it is another single bidder. Is this available through the state contract?

Chief Engineer: Mr. Chairman, it is not available through the state contract. The one that was available was more expensive.

Chairman: Thank you. Anything else?

Director Cole: Quick comment, Mr. Chairman. I personally questioned the cost of these mowers and the technology we are using. If you look at Chris Matta's letter and his recommendation to Tony, you will see that they really evaluated all of the different types of mowers. I do not like sole source and I always worry about what that means for the market. I think a big part of it is my experience as Controlling Board President, as Quentin Potter knows, you see an awful lot of agencies doing an awful lot of things that come in a sole source and it is not because that's what the market sells it, it is because it is the way the government agency buying it, and that's what limits the market opportunities. I have every confidence here that we are not asking for anything unusual, but we are asking for a mower that most ensures, I mean there is no way to absolutely ensure that a maintenance employee mowing on one of our steep slopes is going to be okay, but we evaluate which slopes get mowed, whether or not it is safe, and the gyroscope in this and the way it is weighted to ensure employee safety. So, that set of specs is important in this, and the way it discharges it helps ensure the safety and that we don't kick a rock up at one of our 55 million travelers every year. So, each of those specs that are in here that limited who responded to this, I certainly, understand the cost, but again going to Chris Matta's letter and I don't know if Chris wants to speak to it anymore, but we are evaluating emerging technologies. New Jersey, Florida and other states are using remote control mowers. You know we have looked at drones for bridge inspections. There is always going to be a need for people to be a part of what we do, but the way that we can ensure their safety and maximize their productivity, I think is what we need to do. So, we are continuing to evaluate those technologies, the cost of bringing those technologies in, but I certainly would be much happier if, in a few years, we are able to have somebody with a remote control watching that mower on a slope or even better yet an autonomous mower. I have a Roomba™ now, that idea that we can increase that safety, not worry about putting a driver up in that hazardous situation and get the mowing done as efficiently and as effectively as we do today, but for where we are with cost and technology this is the best path forward at this time. They did a very careful evaluation to get us there.

Chairman: I absolutely agree. In our government, we do the same thing. If there is a product that we want, we spec it out for that product and we test it out. We know what we want, we know what the safety elements are. I agree with Director Cole when he was saying it is just that sometimes you need to let the public understand that because when they only see one and everyone thinks when you have state bids on everything you should be able to buy it through that and that is not the case. Sometimes our technology and our information regarding technology exceeds what the state has in their bid list. I think it is a good thing.

Mr. Dixon: Just out of curiosity, with all of the money we spending, with all of this technology, are there still areas where we have to send a guy out with a sling and literally just have to manually do it?

Maintenance Engineer, Chris Matta: Mr. Chairman and Commission Member Dixon, we do still go out there with the weed whips for around the guardrail post and sign structures. Not a whole lot, but we try to do that as efficiently as possible. They will use a truck to drive down the Turnpike, with the TMA behind it. Also, we have our herbicide application contractor that comes out once a year and hits the areas under the guardrail and other areas of the mainline.

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

MOTION: A motion to adopt the *Resolution Approving the Selection of Century Equipment, Inc. to Furnish Four Commercial-Duty Slope Mowers for the Total Amount of \$172,000.00*, was made by Chairman Hruby, seconded by Mrs. Barber, and approved by all Commission Members present. Resolution No. 28-2017 is attached hereto as an Exhibit.

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

Chief Engineer: The next resolution for your consideration seeks authorization for the performance of pavement repairs in the westbound lanes between Milepost 149 and Milepost 153 under the Ohio Department of Transportation's ("ODOT's") Cooperative Purchasing Program Contract Number 101G-18. The Maintenance Engineer has identified an extensive number of pavement repairs in the right and center lanes of this area, both eastbound and westbound. Due to the heavy traffic in this area, a two-lane closure is only possible during night time hours to avoid traffic backups. While the Commission's own forces can perform the necessary improvements in the eastbound lanes of traffic, obtaining additional resources is necessary to get all the repairs, both eastbound and westbound, completed in a timely manner and to minimize adverse traffic impacts. Accordingly, requests for quotes were sent to four (4) contractors available on ODOT Contract 101G-18. The contractors selected from the 101G-18 Contract have asphalt batch plants near the proposed work location and have performed work for the Commission in the past. Quotes were received from two (2) contractors in response to the request, The Shelly Company and Kokosing Materials, Inc. The lowest responsive and responsible contractor available to perform the pavement repairs was The Shelly Company, of Twinsburg, Ohio, in the amount of \$224,005.80. Inasmuch as the quantities were estimated, we are requesting approval for an estimated amount of \$225,000.00. Since the expenditures exceed \$150,000.00, and in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission authorization is required. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Authorizing Participation in the ODOT Cooperative Purchasing Program Under Contract No. 101G-18 to Obtain Pavement Repairs from the Shelly Company in the Total Estimated Amount of \$225,000.00.

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

MOTION: A motion to adopt the *Resolution Authorizing Participation in the ODOT Cooperative Purchasing Program Under Contract No. 101G-18 to Obtain Pavement Repairs from the Shelly Company in the Total Estimated Amount of \$225,000.00*, was made by Chairman Hruby, seconded by Mr. Peterson, and approved by all Commission Members present. Resolution No. 29-2017 is attached hereto as an Exhibit.

Chief Engineer: The next resolution for your consideration seeks authorization to award Contract No. 70-17-01 for the rehabilitation of the eastbound mainline embankment between Mileposts 222.2 and 222.45 in Mahoning County, Ohio. This work is included in the 2017 Capital Improvement Budget. On June 6, 2017, Procurement received four bids for this work, and the apparent low bid was submitted by Rudzik Excavating, Inc. (“Rudzik”), of Struthers, Ohio, in the amount of \$872,500.00. The bid submitted by Rudzik is below the Engineer’s Estimate of \$1,200,000.00 and is deemed to be a responsive and responsible bid. Rudzik has not previously performed work for the Commission, therefore additional due diligence was performed. The CFO/Comptroller reviewed the Financial Statement of Rudzik, and advises that its financial condition is acceptable. Engineering staff contacted several references and all reported satisfactory performance by Rudzik. Based on a review of previous years’ work volume and work presently under contract, it appears that Rudzik has sufficient capacity to perform this project. The resolution also contains provisions to assign TTL Associates, Inc., of Garfield Heights, Ohio, to perform construction administration, inspection, and material testing services. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Approving the Selection of Rudzik Excavating, Inc. to Rehabilitate the Eastbound Mainline Embankment in Mahoning County Under Project No. 70-17-01 for the Total Amount of \$872,500.00 and Approving the Assignment of TTL Associates, Inc. to Perform Professional Services for the Project.

Chairman: Any questions or comments?

Mr. Paradiso: I am ecstatic. Actually, our vendor partners have been very good to us and we are proud of it, but it is really refreshing see a new vendor. It is encouraging to see that Anthony. I am very glad and proud of that.

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

MOTION: A motion to adopt the *Resolution Approving the Selection of Rudzik Excavating, Inc. to Rehabilitate the Eastbound Mainline Embankment in Mahoning County Under Project No. 70-17-01 for the Total Amount of \$872,500.00 and Approving the Assignment of TTL Associates, Inc. to Perform Professional Services for the Project*, was made by Mr. Pakush, seconded by Mr. Paradiso, and approved by all Commission Members present. Resolution No. 30-2017 is attached hereto as an Exhibit.

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

Chief Engineer: The eighth resolution for your consideration seeks authorization to fund a portion of the project costs for the replacement of the Commission owned State Route 164 Bridge over the Ohio Turnpike at Milepost 233.8 in Mahoning County. This funding is included in the 2017 Capital Improvement Budget. The Ohio Department of Transportation (“ODOT”) determined that it is in the public interest and for the benefit of public safety to make improvements to I-680 by adding an interchange with State Route 164. The addition of an interchange between I-680 and State Route 164 will require a wider bridge structure than is currently in place carrying traffic on State Route 164 over the Ohio Turnpike, and ODOT has determined that replacing the existing bridge with a shorter, 4-span structure is more cost effective than expanding the current bridge to accommodate the expected increased traffic resulting from the new interchange. Replacing the Commission’s existing State Route 164 bridge over the Ohio Turnpike will eliminate the need for the Commission to replace the bridge deck, which was scheduled to take place within the next five years, and the responsibility to rehabilitate the structure for the foreseeable future as part of our maintenance and repair obligations. The value of the cost avoidance to the Commission resulting from the new State Route 164 bridge over the Ohio Turnpike is estimated in the amount of \$1,500,000.00. Therefore, we are requesting Commission authorization to enter into agreement with ODOT to fund a portion of the project cost for replacing the Commission’s State Route 164 Bridge over the Ohio Turnpike in the amount of \$1,500,000.00, and for ODOT to undertake the project using contractors selected through the competitive process provided under Ohio law. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Approving an Agreement with the Ohio Department of Transportation to Contribute \$1,500,000.00 Towards the Project Costs for Replacing the State Route 164 Bridge Over the Ohio Turnpike.

Chairman: Any questions or comments?

Mr. Dixon: If I remember a few years ago, we did a comprehensive look at all of our bridges, the ones we own and the ones that we have a responsibility for. Where are we as far as safety and our bridges? Are we current and up-to-date on that? Do we have any problems out there?

Chief Engineer: Mr. Chairman and Commission Member Dixon, the second resolution I read was about load rating services and those load rating services are provided by Arcadis and KS Associates over the next three years, plus 2016, that we just completed. We are evaluating all of our bridges for the load carrying capacity. This bridge, ODOT obviously had plans to add this interchange and they wanted to widen our structure and when they looked at the widening of the structure, which is a five-span structure versus, actually, making the bridge a four-span structure and completely replacing it, the cost was approximately the same. The whole purpose of this is to contribute the \$1,500,000.00 that we would have spent replacing the bridge deck in the next five years as part of our normal maintenance operations on the system.

Chairman: It is a good deal for us. I think Mr. Dixon wanted to know generally what do you consider the condition of our bridges to be?

Chief Engineer: Mr. Chairman and Commission Member Dixon, in general, our bridges are in fairly good shape. We aim for a rating of 7 on a scale of 1 to 9, and we are about 6.7, which is where they ranked last year.

Chairman: I appreciate the partnership with ODOT. As always, thank you. Any other comments or questions? Hearing none, please call the roll.

MOTION: A motion to adopt the *Resolution Approving an Agreement with the Ohio Department of Transportation to Contribute \$1,500,000.00 Towards the Project Costs for Replacing the State Route 164 Bridge Over the Ohio Turnpike*, was made by Chairman Hruby, seconded by Mr. Peterson, and approved by all Commission Members present. Resolution No. 31-2017 is attached hereto as an Exhibit.

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

Chief Engineer: The final resolution for your consideration seeks authorization for the purchase of Multi-Agency Radio Communication System (“MARCS”) compatible Portable, Mobile and Control Station radios and accessories under the Ohio Department of Administrative Services (“DAS”) Cooperative Purchasing Program. The purchase of the MARCS Radios is included in the 2017 Capital Improvement Budget to replace existing MARCS radios. In December of 2015, the Commission accepted approximately four hundred previously used MARCS portable radios from the Ohio State Highway Patrol (“OSHP”) to facilitate the Commission’s transition from its Very High Frequency (“VHF”) two-way radio system to the MARCS System, which allows the Commission to inter-operably communicate securely with other public safety officials and first responders statewide. The Safety Services Manager has determined that the purchase of MARCS capable radios and accessories are necessary to replace approximately one-third of the current portable radios to upgrade the fleet of aging devices that the Commission received from the OSHP. This is part of a multi-year plan to completely upgrade the radios within the next three years. Furthermore, the Safety Services Manager has recommended that the best equipment available to upgrade the Commission’s ability to perform its operations is the Kenwood MARCS compatible portable, mobile and control station radio units and related accessories. The MARCS compatible radios and accessories are available through the DAS Cooperative Purchasing Program, and the Procurement Manager has determined that the lowest cost to obtain the equipment is under DAS Contract Schedule No. 573004-0 from Vasu Communications, Inc., of Mansfield, Ohio, for the total amount of \$209,070.34. Since the expenditures exceed \$150,000.00, and in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws, Commission authorization is required. With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Approving the Purchase of MARCS Compatible Portable, Mobile and Control Station Radios Under the DAS Cooperative Purchasing Program from Vasu Communications, Inc. in the Total Amount of \$209,070.34.

Chairman: Any questions or comments?

Mr. Peterson: Is the service agreement in this contract as well?

Director Cole: Mr. Chairman and Commission Member Peterson, the service agreement with the state, with the MARCS program itself and DAS is separate. I am not sure, Cory, if there is a services agreement with this provider for the maintenance of these radios. But, if I can add, just to put in context, if you remember when we first came to the Commission with this plan to convert to the MARCS system, we did it between 10% and 15% of the original estimated cost. It had been estimated and pushed off for a number of years because it was believed it would cost upwards of \$4 million to get on to the MARCS system and instead we did it for a few hundred thousand dollars. In large part, it was because of our partnership with the Highway Patrol and taking advantage of their changeover in fleet to fully outfit our vehicles, which we did knowing that what we were putting off is the cost of new radios. The good news is that plan has been very successful and we have not seen failure in the Highway Patrol radios, but we have seen that we need to upgrade them and because their end of life at some point we could face failures, but we thought we had a three-year window to get that done, so that is what we are trying to do here. The fundamental MARCS agreement, itself is with DAS, not with a vendor and that is a separate agreement.

Chairman: And everything infers to the units and the accessories, so it says nothing about service, so I would imagine that service is not included.

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

MOTION: A motion to adopt the *Resolution Approving the Purchase of MARCS Compatible Portable, Mobile and Control Station Radios Under the DAS Cooperative Purchasing Program from Vasu Communications, Inc. in the Total Amount of \$209,070.34*, was made by Chairman Hruby, seconded by Mrs. Barber, and approved by all Commission Members present. Resolution No. 32-2017 is attached hereto as an Exhibit.

Chairman: Anything further?

Mrs. Barber: Tony, just a general question. When I drove in this morning I noticed one of the construction areas noted that it was scheduled for nighttime work. How many nighttime construction sites are we going to have this summer? What qualifies for nighttime work?

Chief Engineer: Mr. Chairman and Commission Member Barber, our nighttime zones are predicated on the amount of traffic that would be running through the day and if we closed two lanes of traffic during the day we would have extensive traffic back-ups. We have lane charts that show by hour how much traffic is going through the Turnpike at different locations. Whenever we close two lanes on that lane chart it, and it exceeds the amount of capacity available we will create a traffic back-up that would make us turn to nightwork. So, a lot of our paving is being done at night, our pavement repairs in the center lane are being done at night, any maintenance operations that would require us to close that center lane is being done at night. The exact number of nighttime lane closures, I am not 100% sure of, but I would probably say that in every one of our three lane sections, we will have nightwork at some time during the summer.

Director Cole: Mr. Chairman, just to add to that. Tony talked about congestion, but he didn't talk about safety. The reason we get most concerned about that congestion is the safety aspect that comes with it including aggravated drivers, distracted drivers. Whether it is our forces performing

that work at night or a contractor, and I am being very careful in saying this, but we have been very fortunate that when we look at our statistics, whether it is our internal crews or our contractors, nighttime incidents and workers' compensation claims, and accidents and anything else is nil. Daytime work is where we have the accidents and the problems. So, it is the safety aspect for our employees and our contractors that is paramount. The back-ups just tend to lead to those situations that create the safety problems, so we are not having issues there. ODOT doesn't have issues at night, I mean that is why we do it, is because you have less congestion. Just to clarify what Tony was saying, we still do daytime maintenance and you see daytime work where it is only the left lane or the right lane, you can't physically put in a center lane work and have the traffic going around both ways, so that dictates taking two lanes. Once you take two lanes and you take three lanes of traffic down to one you are going to have just massive back-ups and again, frustrated drivers and risk to our employees and our contractors that is unnecessary.

Chairman: Anything else? Thank you, Tony. Now, we will move on to the report of our CFO/Comptroller/DED.

CFO/Comptroller/DED: Thank you, Mr. Chairman. I have a brief update on our traffic and revenue for the month of May and one resolution 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 1.4% in May. There was one less weekend day in May this year compared to last year.

Commercial traffic was 4.2% higher in May. There was one more week day this year than last year.

The 1.4% decrease in passenger car traffic was more than offset by the toll rate increase and as a result passenger car toll revenue increased 0.4% in May.

The increase in commercial traffic combined with the toll rate increase caused commercial vehicle toll revenues to increase 6.5% in May.

This chart shows year-to-date toll revenues through the month of May during each year over the past decade. Year-to-date total toll revenues were \$3.3 million or 3.0% above the amount from last year. If you subtract February 29th from last year's total, total toll revenues are up \$3.9 million or 3.6% over last year.

This report shows the actual and budgeted revenues, expenditures and transfers for the General Fund for the first five months of the year. Total revenues for the first five months of the year are \$523,000 or 0.4% above budget and \$3.7 million or 3.1% above last year. Total revenues are higher than budget due to higher than budgeted concession revenues partially offset by the lower than anticipated toll revenues. The revenue increase from last year is primarily due to higher toll revenues.

Expenditures for operation, maintenance and administration for the first five months of the year were \$4.3 million or 7.9% lower than budgeted and \$333 thousand or 0.7% higher than last year. Most of the savings from budget were related to lower snow and ice removal cost due to the mild winter this

year. Most of the increase in costs from last year are due to higher medical insurance costs and higher credit card fees. These higher costs were partially offset by lower snow and ice removal costs. Debt service payments are \$2.8 million lower than budget because of lower than budgeted outstanding debt. Debt service payments are higher than last year due to lower interest income received on infrastructure funds.

After paying our operating expenses and debt service, the balance of the revenue is used to fund our 2017 capital expenditures. \$33.2 million was transferred to our capital funds in the first five months of the year which is \$7.7 million higher than budget.

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

Our Trust Agreements require that we perform a mid-year review of our financial condition and certify to our Trustee, The Huntington National Bank, that projected revenues for the year will be sufficient to meet our obligations under our Trust Agreements. For comparison, our 2016 pledged revenues are shown at the top of this slide.

The data in the first column on the bottom of this slide shows our actual pledged revenues of \$123.0 million for the first five months of this year. Based on the most recent toll revenue projection from Jacobs Engineering, our traffic consultant, I have estimated the pledged revenues for the last seven months of 2017 at about \$199.0 million. This yields estimated gross pledged revenues for calendar year 2017 of \$322.0 million.

The calculations on the next two slides demonstrate that based on our projected pledged revenues for 2017 we expect to meet all four requirements under section 4.04 of both the Master Trust Agreement and the Junior Lien Trust Agreement. The first requirement is that our estimated gross pledged revenues exceed the sum of our budgeted operating, maintenance and administrative costs plus the required deposit to the expense reserve account.

The second requirement is that our estimated net/system pledged revenues exceed the sum of our annual debt service requirement plus the renewal and replacement requirement.

The third requirement is that our estimated senior lien debt coverage ratio equal at least 120%. This ratio is required to be at least 150% in the year before the issuance of additional bonds. A coverage ratio of at least 200% is generally recognized as a threshold needed to help maintain our double-A credit rating on our senior lien bonds.

The fourth and final requirement is that our estimated Composite debt coverage ratio equal at least 120%.

During our presentation to the rating agencies for the 2013 bond issuance we indicated that it was our intent to always maintain a ratio of at least 170%.

With your permission, may the General Counsel please read the title of the Resolution?

General Counsel: Resolution Concerning the Financial Condition of the Ohio Turnpike and Infrastructure Commission to Meet the Requirements of §4.04(a) of the Master Trust Agreements.

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

MOTION: A motion to adopt the *Resolution Concerning the Financial Condition of the Ohio Turnpike and Infrastructure Commission to Meet the Requirements of §4.04(a) of the Master Trust Agreements*, was made by Mr. Paradiso, seconded by Mr. Pakush, and approved by all Commission Members present. Resolution No. 33-2017 is attached hereto as an Exhibit.

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

CFO/Comptroller/DED: We have completed our CAFR for 2016 and you should find a copy in your folder along with a report from our auditors on internal control and compliance with our debt covenants. So, at this time I would like to introduce Danny Sklenicka and Robert Shenton from Plante Moran who will discuss the results of their audit.

Robert Shenton: Good morning, Mr. Chairman and Members of the Commission. My name is Robert Shenton, CPA and Partner in Plante Moran's Public Sector Practice, as well as the Managing Partner of our Columbus office. It is our pleasure to be here this morning to present to you the report of the Comprehensive Annual Report for the year-ended December 31, 2016. As noted earlier, we have met with members of management, as well as with the Audit Committee and all of our reports are dated April 12, 2017. I would like to introduce my colleague, Danny Sklenicka, CPA and Engagement Manager to cover the results of the audit.

Danny Sklenicka: Good morning, Mr. Chairman and Commission Members. Our audit began in the fall of 2016 when we were engaged by the Ohio Turnpike and Infrastructure Commission to complete an audit for the five years beginning in 2016. We began out here in the field in December doing some of our interim procedures and our initial meetings to gain an understanding of controls and lay out the audit plan. We came back out in January and February to do our year-end balance testing. As Robert indicated, the audit report was dated stated April 12, 2017. During our initial meetings with management, we heard loud and clear that it was important to have a quick and efficient audit process and that they wanted to move the timing up and see how early we could get the audit done. Management and us worked together and came up with an aggressive plan and I think the fact that the audit report was dated April 12th and we are here presenting in June indicates that the efforts on both sides to make sure that timely reporting was completed. The audit report has already been approved by the Auditor of State. The Auditor of State had no comments on the audit report and it was accepted without exception. We had no findings during the audit process. We have no material weaknesses, no significant deficiencies, nothing that we would need to report to the Commission. In addition, there were no audit adjustments, or no proposed audit adjustments. What this indicates is that the financial information that we were provided, that we conducted our audit on, was accurate, materially correct within a reasonable level. We also completed our review of the Master Trust Agreement and the Section 4.04 – *Debt Covenants*, and nothing came to our attention that would indicate that there was any non-compliance or that there was anything unusual in the computations of that. We like to thank Marty, Dave and his team for all of the cooperation throughout the audit process. It was a good task, it was good effort to make sure that everything was completed here and for a first-year audit, we were very happy with the process. So, at this time I'd open it up to any questions.

Chairman: Any questions? Thank you for your report. Mr. Paradiso and I had a chance to meet with the auditors this morning and we are very pleased with their comments. I just want to congratulate the Director and the staff, Marty and Jennifer, for doing an excellent job. We have come to appreciate that and expect that year after year after year and you live up to those expectations. Thank you all very much.

Danny Sklenicka: Thank you.

Chairman: We will now move on to the report of the Director of Audit and Internal Control, David Miller.

Director of Audit and Internal Control: Good morning, Mr. Chairman and Commission Members.

Almost exactly one year ago, on June 20, 2016, you adopted Resolution 44-2016 approving the selection of Jacobs Engineering, of Cincinnati, Ohio, as the lead consultant to assist the Commission with the development of a Strategic Plan for the modernization of our aging Toll Collection and *E-ZPass*® Customer Service Center Systems.

Over the past twelve months, Commission staff has worked closely with Jacobs's personnel and their sub-consultants to complete the tasks necessary for the development of the Strategic Plan. I am honored to serve as the Commission's Project Manager for this effort.

You may recall that Mr. Richard Gobeille, the Project Manager from Jacobs Engineering, made a presentation at the April 17th Commission Meeting to provide an overview of the project tasks performed and to describe the resulting recommended alternatives for the new systems.

This project is nearing completion. Due to the fact that the project required the analysis of more alternatives – and in significantly greater detail - than originally contemplated, however, additional funds are needed to finalize the tasks that will lead to the presentation of the final strategic plan document for your formal approval this fall.

The original not-to-exceed amount approved last June for the services of Jacobs Engineering and their sub-consultants was \$615,660.89. While there are still sufficient funds remaining for the work of the sub-consultants, Jacobs Engineering has submitted a request for additional funds in the amount of \$99,120.00 for specific services to be rendered by their personnel to complete the remaining tasks.

In my opinion, and in the opinion of the Commission's project advisory team, this request for additional funds is reasonable and appropriate in consideration of the course this important project has taken over the last twelve months. It is therefore my recommendation today that the Commission approve Jacobs Engineering's request for additional funds in the amount of \$99,120.00.

With your permission, Mr. Chairman, I'd like to ask the General Counsel to please read the title of this Resolution.

General Counsel: Resolution Authorizing a Modification to the Contract with Jacobs Engineering Group, Inc. to Obtain Additional Strategic Planning Services for the Toll Collection System and Customer Service Center in the Amount of \$99,120.00.

Chairman: Any questions or comments?

Director Cole: Just a quick comment, Mr. Chairman. I fully support this additional money for two reasons: 1) we could limp forward with the money that is in the budget, but it was clear, and I think as you heard in Mr. Gobeille's presentation, we produced additional iterations all the way up to the recommendation that came to the Commission. So, they had a lot of extra homework. And, 2) Marty and I both talked to other toll agencies, leaders in the industry, and the amount of review and support for what we are seeing in this recommendation, Adam Greenslade and I have been talking to the Metropolitan Planning Organizations, AAA, the Trucking Association, within Ohio the amount of support we are seeing for the recommended alternative, everyone says it was well thought out. It would not have been well thought out if we hadn't gone back and done the extra analyses and iterations. Tony and his team did a significant amount of looking at our infrastructure and now we are in, what I call our summer school phase or our summer homework, and we are working very diligently to make sure we put that same level of effort into the final details and it makes absolutely no sense for us to limp forward after putting all of that work into the front end without making sure we have the resources for that additional level of detail as we get into the dozens and potentially hundreds of business rules, developing any statutory changes we need, the Administrative Code changes we may need moving forward and the details we need to make sure that the budgets, the estimates and everything we presented to you back in April hold true or get refined, hopefully to the betterment of the Commission, so that the next set of numbers you see are even better than the ones that you saw when we presented to you the first time. So, I am very happy with the status of this project, where it is going. We spent two days last week in extensive meetings on this, we made great progress, but we need to keep that level of effort all of the way up through the development of the final strategic plan and the things that we will be bringing back to you.

Anything else from the other members of the team? Marty, Jen, Tony?

Chairman: Anything else? Hearing none, please call the roll.

MOTION: A motion to adopt the *Resolution Authorizing a Modification to the Contract with Jacobs Engineering Group, Inc. to Obtain Additional Strategic Planning Services for the Toll Collection System and Customer Service Center in the Amount of \$99,120.00*, was made by Chairman Hruby, seconded by Mr. Paradiso, and approved by all Commission Members present. Resolution No. 34-2017 is attached hereto as an Exhibit.

Chairman: Mr. Miller, anything else? Thank you for your report. We will now move on to the report of the Ohio State Highway Patrol, Staff Lieutenant Hughes.

Staff Lieutenant Hughes: Good morning, Mr. Chairman and Commission Members. I would like to start out by providing some follow-up to a question that was posed to me during the April Commission Meeting. Mr. Chairman and Commission Member Peterson, you asked after I highlighted a few of our notable drug seizures, you asked what percentage are regular traffic stops and what

percentage are actually drug interdiction traffic stops. I think that those two questions are best answered by framing it and saying that on average there are 9,500 traffic stops that occur within a month's timeframe here on the Ohio Turnpike between all three patrol posts. Again, on average there is anywhere from eight to fifteen of those significant seizures that occur as a result of those traffic stops. Again, that is going to vary by month, but I think the numbers speak for themselves that when you have almost 10,000 traffic stops each month and I am simply sorting through eight to fifteen seizures in order to highlight just a few for everyone here, it takes a lot of traffic stops to come up with what I talked about. I hope that answers your question.

The next item I would like to report on is the fatal crash that occurred on June 10, 2017 at approximately 4:20 a.m., near milepost 162. The crash occurred when an eastbound vehicle swerved to miss a deer and was then struck by a semi that was traveling in the same direction. To make matters worse, the car also ended up striking the deer. As a result of the crash, two of the passenger vehicle's occupants were killed. They were children ages seven and thirteen, which just makes a bad situation worse. As a result of that, we approached the local media and put out some more tips. We did a story last week reminding drivers that even though this is not fall or the traditional time that we encounter deer in the roadway, just reminding them of what to do and what not to do when they encounter animals or objects in the roadway.

The first seizure I would like to highlight for you occurred on May 11, 2017, in Fulton County. The vehicle was stopped as a result of a traffic violation and resulted in a seizure of fifteen pounds of marijuana. The three occupants were from the State of Oregon and would not disclose where they were in route to. The fifteen pounds there has an approximate street value of \$35,000.00.

The next seizure occurred Memorial Date weekend on May 28, 2017, in Erie County. That traffic stop resulted in the seizure of eleven pounds of marijuana that was destined for Cuyahoga County. The estimated street value in that case was \$65,967.00. Again, that varying street value is determined by a lot of different factors such as quality, THC content, and items like that.

The last thing I would like to share with you is to highlight and end on a very positive note from an incident that occurred on June 6, 2017, and more so it highlights the teamwork, the communication among several states. In this particular case, the Ohio State Highway Patrol received a call from the Indiana State Police about a vehicle containing a mother with two very young children in the vehicle and the State of Michigan was getting ready to enter her information as an Amber Alert. Prior to the entry into the computer of it being an Amber Alert, two Troopers from the Ohio State Highway Patrol located the vehicle near Westgate. The vehicle was stopped and the children were taken into custody with no problems. They were returned to the State of Michigan, per the judge's order. It really highlights the teamwork and the communication because when you talk about the red tape and the legalities of trying to ping people's phones or a suspect's phone, that takes time and sometimes in these cases we don't have all of that time. So, again, before all of that occurred, this Trooper found the vehicle out there on the west end of the Turnpike and took the two-year old and the seven-month old safely into custody.

That completes my report, Mr. Chairman. I would be happy to answer any questions.

Chairman: Any questions for Staff Lieutenant Hughes? Thank you, Lieutenant for all of your hard work.

Anything else? If not, our next meeting of the Ohio Turnpike and Infrastructure Commission will be held on August 21, 2017 at 10:00 a.m. Please note that there will not be a meeting in month of July. We wish you all a very happy and safe summer. Please drive safely.

If there is no further business I will make a motion to adjourn.

MOTION: A motion to adjourn the Commission Meeting is made by Mr. Dixon, seconded by Chairman Hruby and unanimously approved by all Commission Members present.

Time of adjournment: 11:14 a.m.

Attendees for Record Keeping Purposes:

Bethany Pugh, PFM; Scott Buchanan, AECOM; Hamid Homae, KS Associates; Dave Ray, JMT; Preston Yuzma, IUOE 18; Al Biehl, Transystems; Sarah Brown, HNTB; Danny Sklenicka, Plante Moran; Robert Shenton, Plante Moran; Michael Burgess, Prime AE; Beth Fulton, TRC; Tim Reidy, Fifth Third; Brian Regueiro, PFM; Jake Siesel, IUOE 18; Zoltan Szabo, Mott McDonald; Chris Preto, Mott McDonald; Todd Majidzadeh, Resource International; Tim Urankar, ms consultants, inc.; Dustin Russell, Government Regional Liaison; Halle Capers Jones, G. Stephens; Tamon Bowman, G. Stephens; *Illegible name*, Resource International; Lorrie Harper, Fifth Third; Jennifer Stueber, Ohio Turnpike; Anthony Yacobucci, Ohio Turnpike; Dennis Albrecht, Ohio Turnpike; Martin Seekely, Ohio Turnpike; Sharon Isaac, Ohio Turnpike; Matt Cole, Ohio Turnpike; Helen Guggenbiller, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; David Miller, Ohio Turnpike; Mark Musson, Ohio Turnpike; Diana Anthony, Ohio Turnpike; Chris Matta, Ohio Turnpike; Lisa Mejac, Ohio Turnpike; Adam Greenslade, Ohio Turnpike; Dinola Phillips, Ohio Turnpike; Jessica Camargo, Ohio Turnpike; Joseph Mannion, Ohio Turnpike; Cory Skoczen, Ohio Turnpike; Chriss Pogorelc, Ohio Turnpike; and Brian Newbacher, Ohio Turnpike.

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

Sandra K. Barber, Secretary-Treasurer

EXHIBITS

1. Resolution No. 24-2017 – Approving Modifications to the Agreement with CDM Smith to Perform Phase IB – Design and Plan Preparation Services for the Rehabilitation of US Route 42 Bridge Over the Ohio Turnpike (Project No. 71-16-08) in the Not-to-Exceed Amount of \$171,123.00;
2. Resolution No. 25-2017 – Approving Modifications to the Agreements for Bridge and Culvert Load Ratings Services with Arcadis U.S. (Project No. 99-16-01A) in the Not-To-Exceed Amount of \$119,057.00 and with KS Associates (99-16-01B) in the Not-to-Exceed Amount of \$99,655.00;
3. Resolution No. 26-2017 – Approving the Selection of PrimeAE Group, Inc. to Perform Facilities Assessment and Strategic Planning Services (Project No. 71-17-01 for a Fee Not-To-Exceed \$768,163.00);
4. Resolution No. 27-2017 – Approving the Selection of Site-Safe Products, LLC to Furnish Fifteen Truck Mounted Attenuators for the Total Amount of \$336,000.00;
5. Resolution No. 28-2017 – Approving the Selection of Century Equipment, Inc. to Furnish Four Commercial-Duty Slope Mowers for the Total Amount of \$172,000.00;
6. Resolution No. 29-2017 – Authorizing Participation in the ODOT Cooperative Purchasing Program Under Contract No. 101G-18 to Obtain Pavement Repairs from the Shelly Company in the Total Estimated Amount of \$225,000.00 in Lorain County;
7. Resolution No 30-2017 – Approving the Selection of Rudzik Excavating, Inc. to Rehabilitate the Eastbound Mainline Embankment in Mahoning County Under Project No. 70-17-01 for the Total Amount of \$872,500.00 and Approving the Assignment of TTL Associates, Inc. to Perform the Professional Services for the Project;
8. Resolution No. 31-2017 – Approving an Agreement with the Ohio Department of Transportation to Contribute \$1,500,000.00 Towards the Project Costs for Replacing the State Route 164 Bridge Over the Ohio Turnpike;
9. Resolution No. 32-2017 – Approving the Purchase of MARCS Compatible Portable, Mobile and Control Station Radios Under the DAS Cooperative Purchasing Program from Vasu Communications, Inc. in the Total Amount of \$209,070.34;

10. Resolution No. 33-2017 – Concerning the Financial Condition of the Ohio Turnpike and Infrastructure Commission to Meet the Requirements of §4.04(a) of the Master Trust Agreements; and
11. Resolution No. 34-2017 – Authorizing a Modification to the Contract with Jacobs Engineering Group, Inc. to Obtain Additional Strategic Planning Services for the Toll Collection System and Customer Service Center in the Amount of \$99,120.00.

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving Modifications to the Agreement with CDM Smith to Perform Phase IB – Design and Plan Preparation Services for the Rehabilitation of US Route 42 Bridge Over the Ohio Turnpike (Project No. 71-16-08) in the Not-to-Exceed Amount of \$171,123.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) selected CDM Smith, Inc., of Cleveland, Ohio (“CDM Smith”), through the Executive Director, to perform Phase IA – Site Inspection and Engineering Services (“Phase IA Services”) for the Rehabilitation of US Route 42 Bridge (Pearl Road) over the Ohio Turnpike at Milepost 161.1 in Cuyahoga County, Ohio (“Project”), under an Agreement dated November 3, 2016, through which the Commission accepted CDM Smith’s fee proposal to Perform Phase IA Services for the not-to-exceed amount of \$58,098.00; and

WHEREAS, the Commission retained options under the Agreement with CDM Smith to obtain additional services that are necessary to complete the possible Phase IB – Design and Plan Preparation Services (“Phase IB Services”) and Phase II – Construction Administration and Inspection Services (“Phase II Services”) for the Project; and

WHEREAS, CDM Smith has submitted a fee proposal dated May 30, 2017, in the not-to-exceed amount of \$171,123.00 to perform the required Phase IB Services, which amount the Chief Engineer and Assistant Chief Engineer have deemed to be reasonable and necessary; and

WHEREAS, the additional amount described in the fee proposal from CDM Smith, dated May 30, 2017, to perform the required Phase IB Services exceeds the Executive Director’s contracting authority under Article V, Section 1.00 of the Commission’s Bylaws, and Commission approval is necessary to authorize the modification to the Agreement incorporating the fee proposal; and

WHEREAS, the Executive Director has reviewed the recommendation submitted by the Chief Engineer and Assistant Chief Engineer, and approves the recommendation to authorize CDM Smith to perform Phase IB Services under Project No. 71-16-08; and

WHEREAS, the Commission has duly considered such recommendation.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the proposal from CDM Smith dated May 30, 2017 to perform the Phase IB – Design and Plan Preparation Services under Project No. 71-16-08 for the Rehabilitation of US Route 42 Bridge (Pearl Road) over the Ohio Turnpike at Milepost 161.1 in Cuyahoga County in the not-to-exceed amount of \$171,123.00 is approved, and the Executive Director is authorized to amend the Agreement with CDM Smith to perform such services in accordance with the terms and conditions of the Commission’s RFP for Professional Engineering Services, CDM Smith’s response and fee proposals; and

FURTHER RESOLVED, that the Executive Director has the authority under Article V, Section 1.00 of the Commission’s Code of Bylaws to further amend the Agreement with CDM Smith to perform additional Phase IB and/or Phase II services necessary for Project 71-16-08 that does not exceed ten

percent of the total not-to-exceed amount approved to date, and approve such extra work or change orders under said contracts as a result of an increase in necessary 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.

(Resolution No. 24-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving Modifications to the Agreements for Bridge and Culvert Load Ratings Services with Arcadis U.S. (Project No. 99-16-01A) in the Not-to-Exceed Amount of \$119,057.00 and with KS Associates (Project No. 99-16-01B) in the Not-to-Exceed Amount of \$99,655.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) selected Arcadis U.S., Inc., of Akron, Ohio (“Arcadis”) and KS Associates, Inc., of Elyria, Ohio (“KS Associates”), through its Executive Director, to perform Bridge and Culvert Load Rating Services, which consisted of initial assignments during 2016 and the Commission having the option to assign additional structures for the selected firms to rate over the course of three subsequent years; and

WHEREAS, the Commission initially assigned 32 structures to Arcadis U.S. under Project No. 99-16-01A through an Agreement dated October 26, 2016 for the Bridge and Culvert Load Rating Services in the not-to-exceed amount of \$88,200.00, and assigned 32 structures to KS Associates under Project No. 99-16-01B through an Agreement dated October 12, 2016 for the Bridge and Culvert Load Rating Services in the not-to-exceed amount of \$91,949.00; and

WHEREAS, to perform the second year of Bridge and Culvert Load Rating Services, Arcadis submitted a fee proposal dated May 25, 2017 for 31 structures in the not-to-exceed amount of \$119,057.00 and KS Associates submitted a fee proposal dated May 22, 2017 for 33 structures in the not-to-exceed amount of \$99,655.00, which proposals the Chief Engineer and Bridge and Structures Engineer have deemed to be reasonable and necessary; and

WHEREAS, the Executive Director has reviewed the recommendation submitted by the Chief Engineer and Bridge and Structures Engineer, and approves the recommendation for the Commission to accept the respective proposals dated May 25, 2017 and May 22, 2017, and exercise its option to authorize Arcadis and KS Associates to perform additional Bridge and Culvert Load Rating Services during the second of four possible years, as described in their respective proposals in accordance with the governing Contracts for Project No. 99-16-01A and 99-16-01B; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the proposal from Arcadis dated May 25, 2017 to perform the additional Bridge and Culvert Load Rating Services under Project No. 99-16-01A for 31 structures in the additional not-to-exceed amount of \$119,057.00 and the proposal from KS Associates dated May 22, 2017 under Project No. 99-16-01B for 33 structures in the additional not-to-exceed amount of \$99,655.00 are approved and accepted, and that the Executive Director is authorized to amend the Contracts with Arcadis and KS Associates to incorporate such proposals and direct said firms to perform such services in accordance with the terms and conditions of the Commission’s RFP for Load Ratings for Bridge and Culvert Services, Arcadis and KS Associates’ responses and fee proposals; and

FURTHER RESOLVED, that the Executive Director has the authority to further amend the Contracts with Arcadis for Project 99-16-01A and with KS Associates for Project 99-16-01B to perform additional services necessary that does not exceed ten percent of the total not-to-exceed amount approved to date for each respective contract, and approve such extra work or change orders under said contracts as a result of an increase in necessary 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.

(Resolution No. 25-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of PrimeAE Group, Inc. to Perform Facilities Assessment and Strategic Planning Services (Project No. 71-17-01) for a Fee Not-to-Exceed \$768,163.00

WHEREAS, on February 10, 2017, the Ohio Turnpike and Infrastructure Commission (“Commission”) published notice of its Request for Proposals (“RFP”) for Project No. 71-17-01 seeking the Professional Services necessary to deliver a Facilities Assessment and Strategic Maintenance Plan (“Project”); and

WHEREAS, on January 13, 2017, Letters of Interest were received from ten firms expressing their willingness to serve as the Commission’s Consultant for the Project, four of which were deemed most qualified and invited to submit proposals in response to the RFP, which were due on March 8, 2017; and

WHEREAS, on the basis of the proposals received, the Engineering staff concluded that Prime AE Group, Inc., of Akron, Ohio (“PrimeAE”), is the most qualified firm to perform the necessary Facilities Assessment and Strategic Planning Services for the Project, and conducted a Scope of Services meeting to confirm a mutual understanding of the Phase I Services – Maintenance Buildings on the Project, consisting of Task 1: Facilities Maintenance Cost Baseline & 5, 10, 15 and 30-year Projections, Task 2: Facility and Operations Needs Assessment and Options Analysis, and Task 3: Strategic Plan for the Maintenance Facilities (“Phase I Services”); and

WHEREAS, PrimeAE submitted its fee proposal dated June 1, 2017 to perform Phase I Services for the not to exceed amount of \$768,163.00, which fee proposal the Chief Engineer deemed reasonable and appropriate, and recommends that the Commission approve and accept the proposal and authorize the Executive Director to execute an agreement with PrimeAE for the Project; and

WHEREAS, the Director of Contracts Administration advises that the RFP process and the selection of PrimeAE conformed with the requirements of Ohio Revised Code Sections 153.65 to 153.71, 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 that PrimeAE has demonstrated a good faith effort to attain the participation of disadvantaged businesses in the Project; 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 Commission should approve the selection of PrimeAE to perform Phase I Services for the Project; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the selection of Prime AE Group, Inc. is approved as the most qualified firm to perform the necessary Facilities Assessment

and Strategic Planning Services for Project No. 71-17-01, and that the Executive Director is authorized to execute a Contract with PrimeAE on the basis of the Commission's Request for Proposals and PrimeAE's technical response and fee proposal for Phase I Services in the not-to-exceed amount of \$768,163.00; and

FURTHER RESOLVED that the Executive Director has the authority to modify the contract for Project No. 71-17-01 with PrimeAE to perform additional services necessary that does not exceed ten percent of the total not-to-exceed amount approved to date, and approve such extra work or change orders under the contract as a 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.

(Resolution No. 26-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of Site-Safe Products, LLC to Furnish Fifteen Truck Mounted Attenuators for the Total Amount of \$336,000.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) advertised Invitation to Bid No. 4295 for furnishing fifteen truck mounted attenuators upon contract execution; and

WHEREAS, the Commission received one bid in response to the Invitation, and the Commission’s Maintenance Engineer reviewed and analyzed the bid timely submitted, whose report concerning such analysis is before the Commission; and

WHEREAS, the Maintenance Engineer reports that Site-Safe Products, LLC, of Columbus, Ohio, submitted the only bid to furnish the truck mounted attenuators in the amount of \$22,400.00 each or the total sum for all fifteen units in the amount of \$336,000.00; and

WHEREAS, the Maintenance Engineer reports that Site-Safe Products, LLC proposes to furnish the equipment in accordance with the Specifications. Therefore, the Maintenance Engineer recommends that the Commission award a contract to Site-Safe Products, LLC as the lowest responsible and responsive bidder; and

WHEREAS, the Director of Contracts Administration advises that the bids for Invitation No. 4295 were solicited on the basis of the same terms and conditions and the same specifications, and that the bid from Site-Safe Products, LLC for Invitation to Bid No. 4295 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 Maintenance Engineer and the Director of Contracts Administration, and concurs with the recommendation to award Site-Safe Products, LLC the contract for Invitation to Bid No. 4295 as the lowest responsive and responsible bidder; and

WHEREAS, Commission action is requested to approve the contract in accordance with Article V, Section 1.00 of the Commission’s Bylaws because the amount of the bid received will require an expenditure that exceeds \$150,000.00 to furnish the fifteen truck mounted attenuators; 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 Site-Safe Products, LLC in the total amount of \$336,000.00 to furnish fifteen truck mounted attenuators under Invitation to Bid No. 4295 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

(Resolution No. 27-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of Century Equipment, Inc. to Furnish Four Commercial-Duty Slope Mowers for the Total Amount of \$172,000.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) advertised Invitation to Bid No. 4294 for furnishing four commercial-duty slope mowers upon contract execution; and

WHEREAS, the Commission received one bid in response to the Invitation, and the Commission’s Maintenance Engineer reviewed and analyzed the bid timely submitted, whose report concerning such analysis is before the Commission; and

WHEREAS, the Maintenance Engineer reports that Century Equipment, Inc., of Toledo, Ohio submitted the only bid to furnish the slope mowers in the amount of \$43,000.00 each or the total sum for all four units in the total amount of \$172,000.00; and

WHEREAS, the Maintenance Engineer reports that Century Equipment, Inc. proposes to furnish the equipment in accordance with the Specifications. Therefore, the Maintenance Engineer recommends that the Commission award a contract to Century Equipment, Inc. as the lowest responsible and responsive bidder; and

WHEREAS, the Director of Contracts Administration advises that the bids for Invitation No. 4294 was solicited on the basis of the same terms and conditions and the same specifications, and that the bid from Century Equipment, Inc. for Invitation No. 4294 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 Maintenance Engineer and the Director of Contracts Administration, and concurs with the recommendation to award Century Equipment, Inc. the contract for Invitation No. 4294 as the lowest responsive and responsible bidder; and

WHEREAS, Commission action is requested to approve the contract in accordance with Article V, Section 1.00 of the Commission’s Bylaws because the amount of the bid received will require an expenditure that exceeds \$150,000.00 to furnish the four commercial-duty slope mowers; 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 Century Equipment, Inc. in the amount of \$172,000.00 to furnish four commercial-duty slope mowers under Invitation to Bid No. 4294 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.

(Resolution No. 28-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing Participation in the ODOT Cooperative Purchasing Program Under Contract No. 101G-18 to Obtain Pavement Repairs from the Shelly Company in the Total Estimated Amount of \$225,000.00

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

WHEREAS, the Maintenance Engineer has determined that pavement repairs from Milepost 149 to Milepost 153 are necessary to keep and maintain the Turnpike in good condition and repair, and obtaining the necessary materials and equipment with operators required to complete the pavement repairs in the westbound lanes of traffic (“Project”) through an independent contractor is required while the Commission’s own forces perform the necessary improvements in the eastbound lanes of traffic; and

WHEREAS, the existing conditions of the pavement between Milepost 149 and Milepost 153 require an expedited contracting process that the Cooperative Purchasing Program affords its participants to complete the repairs in a timely manner prior to the peak summer travel period; and

WHEREAS, the materials and equipment with operators required to make the necessary Project repairs are available through the ODOT Cooperative Purchasing Program under Contract No. 101G-18; and

WHEREAS, the Maintenance Department staff has recommended that the lowest responsive and responsible contractor available to perform the Project pavement repairs is the Shelly Company under ODOT Contract No. 101G-18, and the Procurement Manager has concurred that the lowest cost to obtain the Project repairs under ODOT Contract No. 101G-18 is from the Shelly Company, of Twinsburg, Ohio, in the total estimated amount of \$225,000.00; and

WHEREAS, the Executive Director and Chief Engineer have reviewed the evaluation and report of the Maintenance Engineer and concur with the recommendation that the Commission approve obtaining the Project pavement repairs through the ODOT Cooperative Purchasing Program under ODOT Contract No. 101G-18 from the Shelly Company in the total estimated amount of \$225,000.00; and

WHEREAS, the Director of Contracts Administration advises that the Shelly Company will submit a performance bond with good and sufficient surety and that obtaining the required materials and equipment with operators necessary to perform the Project under ODOT Contract No. 101G-18 conforms to the requirements of Ohio Revised Code Sections 5537.07, 5513.01 and 153.54; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that obtaining the materials and equipment with operators to make the Project pavement repairs to the westbound lanes from Milepost 149 to Milepost 153 from the Shelly Company through the ODOT Cooperative Purchasing Program under Contract No. 101G-18, in the total estimated amount of \$225,000.00, is approved.

FURTHER RESOLVED that the Executive Director has the authority to approve such extra work or change orders under ODOT Contract No. 101G-18 as a result of an increase in necessary 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.

(Resolution No. 29-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of Rudzik Excavating, Inc. to Rehabilitate the Eastbound Mainline Embankment in Mahoning County Under Project No. 70-17-01 for the Total Amount of \$872,500.00 and Approving the Assignment of TTL Associates, Inc. to Perform Professional Services for the Project

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) published notice in accordance with law advertising its invitation to bid upon a Contract for the Rehabilitation of the Eastbound Mainline Embankment from Milepost 222.20 to Milepost 222.45 in Mahoning County, Ohio, designated as Project No. 70-17-01 (the “Project”); and

WHEREAS, the Commission received four bids to perform the Contractor’s obligations on the Project, and the Assistant Chief Engineer and the Chief Engineer reviewed and evaluated the bids received, and whose report concerning such analysis is before the Commission; and

WHEREAS, the Chief Engineer reports that Rudzik Excavating, Inc., of Struthers, Ohio, submitted the lowest responsive and responsible bid to perform the Contractor’s obligations for the Project for the total amount of \$872,500.00, which they recommend the Commission accept and approve authorization for the Executive Director to award; and

WHEREAS, the Director of Contracts Administration advises that bids for Contract No. 70-17-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Rudzik Excavating, Inc. for Contract No. 70-17-01 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that Rudzik Excavating, Inc. submitted a performance bond with good and sufficient surety and made a good faith effort to attain the participation of disadvantaged businesses in the Project; and

WHEREAS, the amount of the bid received will require expenditures under Contract No. 70-17-01 that will exceed \$150,000.00, and Commission action is necessary to approve the Contract in accordance with Article V, Section 1.00 of the Commission’s Bylaws; and

WHEREAS, the Commission’s Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and concurs with the recommendation that the Commission approve the award of Project No. 70-17-01 to Rudzik Excavating, Inc. as the lowest responsive and responsible bidder; 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 Rudzik Excavating, Inc. in the total amount of \$872,500.00 for Project No. 70-17-01 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 and the Chief Engineer assigning TTL Associates, Inc., to perform the necessary construction administration, inspection and material testing services for the Project in accordance with the Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and the engineering firm; and

FURTHER RESOLVED that the Executive Director has the authority to approve such extra work or change orders under said contracts as a result of an increase in necessary 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.

(Resolution No. 30-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving an Agreement with the Ohio Department of Transportation to Contribute \$1,500,000.00 Towards the Project Costs for Replacing the State Route 164 Bridge Over the Ohio Turnpike

WHEREAS, Section 5501.03(A)(3) of the Ohio Revised Code authorizes the Ohio Department of Transportation (“ODOT”) to coordinate its activities with other appropriate state departments, public agencies and authorities, and enter into any contracts with such departments, agencies, and authorities as may be necessary to carry out its duties, powers, and functions; and

WHEREAS, Section 5537.04(A)(11) of the Ohio Revised Code authorizes the Ohio Turnpike and Infrastructure Commission (“Commission”) to make all contracts and agreements necessary to the performance of its duties and the execution of its powers; and

WHEREAS, Section 5537.17(A) of the Ohio Revised Code requires that the Commission maintain and keep the Turnpike in good condition and repair, which includes the structural members of bridges carrying public roads across grade separations from the Turnpike; and

WHEREAS, ODOT determined that it is in the public interest and for the benefit of public safety to make improvements to Interstate Route 680 by adding an interchange with State Route 164 in Mahoning County, Ohio; and

WHEREAS, the addition of an interchange between Interstate Route 680 and State Route 164 will require a wider bridge structure than is currently in place carrying traffic on State Route 164 over the Ohio Turnpike, and ODOT has determined that replacing the existing bridge with a shorter, 4-span structure is more cost effective than expanding the current bridge to accommodate the expected increased traffic resulting from the new interchange; and

WHEREAS, the Chief Engineer concurs with ODOT that replacing the Commission’s existing State Route 164 bridge over the Ohio Turnpike will eliminate the need for the Commission to replace the bridge deck, which is scheduled to take place within the next five years, and the responsibility to rehabilitate the structure for the foreseeable future as part of its maintenance and repair obligations under Section 5537.17(A) of the Ohio Revised Code; and

WHEREAS, the value of the cost avoidance to the Commission resulting from the new State Route 164 bridge over the Ohio Turnpike is estimated in the amount of \$1,500,000.00, which is included in the 2017 Capital Improvement Budget approved by the Commission through Resolution No. 71-2016, and the Chief Engineer recommends that the Commission agree to contribute those funds for ODOT to undertake the project using contractors selected through competitive process provided under Ohio law; and

WHEREAS, the Executive Director has reviewed the recommendation and concurs that contributing towards the project will serve as a cost-effective means to maintain and keep the Turnpike in good condition and repair; and

WHEREAS, Commission action is requested to approve the agreement with ODOT in accordance with Article V, Section 1.00 of the Commission's Bylaws because the expenditure amount exceeds \$50,000.00; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that entering into an agreement with the Ohio Department of Transportation to fund a portion of the project cost for replacing the overhead bridge for State Route 164 at a cost to the Commission in the amount of \$1,500,000.00 is approved.

(Resolution No. 31-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Purchase of MARCS Compatible Portable, Mobile and Control Station Radios Under the DAS Cooperative Purchasing Program from Vasu Communications, Inc. in the Total Amount of \$209,070.34

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

WHEREAS, the Commission accepted approximately four hundred previously used MARCS portable radios in September 2016 from the Ohio State Highway Patrol (“OSHP”) to facilitate the Commission’s transition from its Very High Frequency (“VHF”) two-way radio system to the Ohio DAS Multi-Agency Radio Communication System (“MARCS”), which allows the Commission to interoperably communicate securely with other public safety officials and first responders statewide; and

WHEREAS, the Safety Services Manager has determined that the purchase of MARCS capable portable radios and accessories are necessary to replace approximately one-third of the current portable radios to upgrade the fleet of aging devices that the Commission received from the OSHP; and

WHEREAS, the Safety Services Manager has recommended that the best equipment available to upgrade the Commission’s ability to perform its operations is the Kenwood MARCS compatible portable, mobile and control station radio units and related accessories; and

WHEREAS, the MARCS compatible Portable, Mobile and Control Station radios and accessories are available through the DAS Cooperative Purchasing Program, and the Procurement Manager has determined that the lowest cost to obtain the equipment is under DAS Contract Schedule No. 573004-0 from Vasu Communications, Inc., of Mansfield, Ohio, as described in its Quotation Numbers 28011, 28012 and 28013, dated May 29, 2017, for the total amount of \$209,070.34; and

WHEREAS, the Executive Director and Chief Engineer have reviewed the evaluation and report of the Safety Services Manager and concur with the recommendation that the Commission approve the purchase of the MARCS compatible portable, mobile and control station radios and accessories from Vasu Communications through the DAS Cooperative Purchasing Program; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the purchase of the MARCS compatible Portable, Mobile and Control Station radios and accessories from Vasu Communications, Inc. through the DAS Cooperative Purchasing Program under DAS Contract Schedule No. 573004-0, as described in Quotation Numbers 28011, 28012 and 28013, dated May 29, 2017, in the total amount of \$209,070.34, is approved.

(Resolution No. 32-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Concerning the Financial Condition of the Ohio Turnpike and Infrastructure Commission to Meet the Requirements of §4.04(a) of the Master Trust Agreements

WHEREAS, §4.04(b) of the Master Trust Agreement, as amended and restated dated April 8, 2013, and the Junior Lien Master Trust Agreement, dated August 1, 2013, (the “Trust Agreements”), both of which are between the Ohio Turnpike and Infrastructure Commission (“Commission”) and The Huntington National Bank, as Trustee, require that, on or before July 31 of each year, the Commission shall complete a review of its financial condition for the purpose of estimating whether the Gross Revenues for such Fiscal Year will be sufficient to provide, together with Series Payments, Additional System Payments and Supplemental Payments, the amounts specified in §4.04(a) of the Trust Agreements; and

WHEREAS, the Commission’s CFO/Comptroller has analyzed the Commission’s financial condition and has advised the Commission that, on the basis of his analysis, the Commission’s revenues for fiscal year 2017 will be sufficient to meet the requirements of §4.04(a) of the Trust Agreements, and he has set forth a detailed statement of the actual and estimated Gross Revenues, Series Payments, Additional System Payments and Supplemental Payments; and

WHEREAS, a certification of the same is before the Commission.

NOW, THEREFORE, BE IT

RESOLVED that the Commission, having reviewed the analysis prepared by the CFO/Comptroller, determines that there will be sufficient Gross Revenues for fiscal year 2017 together with Series Payments, Additional System Payments and Supplemental Payments to meet the requirements of §4.04(a) of the Trust Agreements, and hereby authorizes and directs the CFO/Comptroller to issue the certificate required by §4.04(b) of the Trust Agreements; and

FURTHER RESOLVED that copies of such certification and a certified copy of this Resolution shall be transmitted to the Trustee and the rating agencies, and shall be available to any interested party.

(Resolution No. 33-2017 adopted June 19, 2017)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing a Modification to the Contract with Jacobs Engineering Group, Inc. to Obtain Additional Strategic Planning Services for the Toll Collection System and Customer Service Center in the Amount of \$99,120.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”), under the authority of Resolution No. 44-2016, adopted June 20, 2016, awarded a Contract to Jacobs Engineering Group, Inc. (“Jacobs Engineering”), located in Cincinnati, Ohio, to perform the services necessary to create a Strategic Plan for the Toll Collection System and Customer Service Center (“Strategic Plan”); and

WHEREAS, the Commission accepted and approved a fee proposal from Jacobs Engineering, dated June 8, 2016, to perform the services necessary to create the Strategic Plan consisting of Task 1, Task 2 and Task 3 Services in the not-to-exceed amount of \$615,660.89, which was incorporated into the Contract; and

WHEREAS, additional funds are necessary to complete the Strategic Plan because the included services required analyzing more alternatives in significantly more detail than originally anticipated in the initial fee proposal accepted from Jacobs Engineering to perform the Task 1, Task 2 and Task 3 Services; and

WHEREAS, Jacobs Engineering submitted an additional fee proposal, dated June 8, 2017, to complete Task 1, Task 2 and Task 3 Services in the not-to-exceed amount of \$99,120.00, including reimbursable expenses, which amount has been deemed to be reasonable and necessary by the Director of Internal Audit and Control; and

WHEREAS, the additional cost to obtain the services necessary to complete the Strategic Plan will increase the cost of the contract in excess of ten percent of the original Contract amount, and the Commission must authorize the amendment to the Contract requiring such additional amounts in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws; and

WHEREAS, the Executive Director has reviewed the recommendation submitted by the Director of Internal Audit and Control, and concurs that the Commission should approve and authorize the additional expenditures with Jacobs for the completion of the Task 1, Task 2 and Task 3 Services, as described in the fee proposal from Jacobs, dated June 8, 2017, that are necessary for completing the Strategic Plan; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the additional fee proposal from Jacobs Engineering, Inc., to complete the Task 1, Task 2 and Task 3 Services for the Toll Collection System and Customer Service Center Strategic Plan, as described in its June 8, 2017 fee proposal, in the not-to-exceed amount of \$99,120.00 is accepted and approved, and the Executive

Director is authorized to amend the Contract with Jacobs Engineering to complete the Strategic Planning Services and increase the total not to exceed amount payable under the Contract to \$714,780.89 in accordance with the terms and conditions of the Commission's Request for Proposals and Jacobs' technical response and fee proposals to perform Task 1, Task 2 and Task 3 Services.

(Resolution No. 34-2017 adopted June 19, 2017)