

**MINUTES OF THE 562<sup>nd</sup> MEETING OF THE OHIO TURNPIKE COMMISSION  
July 19, 2010**

**Chairman:** (10:03 a.m.) Will the meeting come to order. Will the Assistant Secretary-Treasurer please call the roll?

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Here

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

**Mr. Regula:** Here

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

**Mr. Kidston:** Here

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Here

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

**Paul DiNapoli:** Here

**Chairman:** Thank you. Commission Members Patton, Senator Patton, Representative Hagan, and Ed Jerse of the Department of Development, and Commission Member George Dixon have all called to say they are not able to attend today's meeting. We have a number of guests here today and in keeping with past practices I'd like everyone to introduce themselves:

**Those in attendance:** Martin Seekely, CFO/Comptroller, Ohio Turnpike; David Miller, Director of Internal Audit, Ohio Turnpike; Eric Erickson, Fifth Third Securities; Debby Sideris, Executive Office, Ohio Turnpike; Jennifer Diaz, Legal Department, Ohio Turnpike; Rhonda Hall; Ciuni & Panichi; Kathy Weiss, Director of Contracts Administration, Ohio Turnpike; Neal Gresham, URS; Jim Mitchell; URS; Roger Hannay, Ohio State Highway Patrol; Doug Hedrick, Engineering, Ohio Turnpike; Tim Ujvari, Maintenance Engineer, Ohio Turnpike; Chad Armstrong, Public Affairs, Ohio Turnpike; Karl Berghauer, Resource International; Kamran Majidzadeh, Resource International; Todd Cooper, dck north america; Mark Schwartz, Sandusky County Engineer; Jim Moyer, Sandusky County Engineer; Dan Polter, Sandusky County Commissioner; John Lee, RBC Capital Marketing; Les Stephens, G. Stephens; Chris Hopkins, KeyBank; Frank Lamb, Huntington Bank; Daniel Van Epps, West Virginia University; Stefan Holmes, First Merit; Don Taggart, IUOE Local 18; Tom James, IUOE Local 18; John Frola, CT Consultants.

**Chairman:** Thank you. This is the 562<sup>nd</sup> Meeting of the Ohio Turnpike Commission. We are meeting here at the Commission's headquarters here in Berea as provided for in the Commission's Code of Bylaws for a Regular Meeting. Various reports will be received and we will act on several resolutions, draft copies have previously been provided to the Members and updated drafts are in the Members' folders. The resolutions will be explained during the appropriate reports. May I have a motion to adopt the minutes of the June 21, 2010 Commission Meeting?

**Ms. Teeuwen:** So moved.

**Chairman:** Is there a second?

**Mr. Regula:** Second.

**Chairman:** Corrections or additions, comments? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**Chairman:** Since there are no questions, we will proceed with the report of the Secretary-Treasurer. Mr. Distel will be delivering Mr. Dixon's report.

**Assistant Secretary-Treasurer:** Thank you Mr. Chairman. The following items are in the Commission Members' folders or have been previously sent to the Members since the last meeting of the Commission on June 21, 2010 and they include:

1. Minutes of the June 21, 2010 Commission Meeting
2. Traffic and Revenue Report, June, 2010
3. Total Revenue by Month and Year, June, 2010

4. Investment Report, June, 2010
5. Traffic Crash Summary Report, June 2010
6. Financial Statement, June, 2010
7. Budget Report for six months of 2010

Mr. Chairman that concludes the report of the Secretary-Treasurer.

**Chairman:** Questions or comments? Thank you. Go to the Executive Director, Mr. Distel again.

**Executive Director:** Please Mr. Chairman thank you again. I just want to point out as you will hear today in our Traffic and Revenue Report we are seeing some modest traffic increases. We have been busy as you will see for the rest of the year, since we finally do have a Capital Budget. Our engineers have been designing and will be bringing contracts to you for approval today, we have six. I just want to advise you that we have now issued just under seventy-seven thousand transponders and sales are going very, very well. I will be happy to answer any questions.

**Chairman:** Questions or comments? Thank you. Chief Engineer, Dan.

**Chief Engineer:** Thank you Mr. Chairman and Commission Members. I have five resolutions for your consideration this morning and a brief update on one of our projects. The first resolution is awarding Contract 40-10-02 for repainting of five bridges over the Turnpike Mainline located in Fulton County, Ohio. The funding for this project was on our 2010 Capital Budget. We received four bids in response to the subject contract. The lowest bid was submitted by APBN, Incorporated, of Campbell, Ohio, in the total amount of \$910,525.00. The total bid was below the Engineer's estimate for this project. Although, this bidder has not performed work for the Commission in the past several references, including the Ohio Department of Transportation, were checked with favorable results.

The Resolution also provides the assignment of Safety Controls Technology of Bedford Heights, Ohio, to the contract for the purpose of performing inspection and testing services. If the General Counsel will please read the Resolved?

**General Counsel:** RESOLVED that the bid of **APBN, Inc. of Campbell, Ohio**, in the amount of **\$910,525.00**, for the performance of Contract No. 40-10-02 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when

appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign **Safety Controls Technology of Bedford Heights, Ohio**, to Contract No. 40-10-02 for the purpose of performing inspection and testing services, with such assignment in accordance with the 2009-2010 General Engineering Services Agreement between the Ohio Turnpike Commission and Safety Controls Technology; and

FURTHER RESOLVED that Contract No. 40-10-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.

**Chairman:** Is there a motion to adopt the resolution?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

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

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 25-2010**

**Resolution Awarding Contract No. 40-10-02**

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for repainting of the following bridges over the Turnpike Mainline located in Fulton County, Ohio, designated as **Contract No. 40-10-02:**

<u>Bridge</u>	<u>Milepost</u>
Eckley-Powers Road	29.3
Pettisville-Morenci Road	30.3
Tedrow-Morenci Road	31.4
Hartman-Inlet Road	32.2
Lena-Morenci Road	33.2

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

WHEREAS, the Commission received four bids for the performance of said Contract; and

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

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 40-10-02 was submitted by **APBN, Inc. of Campbell, Ohio** in the total amount of **\$910,525.00**, which bid is below the Engineer's Estimate and which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has been advised by the Director of Contracts Administration that all bids for Contract No. 40-10-02 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of APBN, Inc. for Contract No. 40-10-02 conforms to the requirements of Section 5537.07, Section 9.312 and Section 153.54 of the Ohio Revised Code, and that a performance bond with good and sufficient surety has been submitted by APBN, Inc.; and

WHEREAS, the Commission's Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analyses, has made his recommendation to the Commission that Contract No. 40-10-02 be awarded to the lowest responsive and responsible bidder, APBN, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **APBN, Inc. of Campbell, Ohio**, in the amount of **\$910,525.00**, for the performance of **Contract No. 40-10-02** is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the bidders of their bid security, when appropriate,

and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Executive Director and the Chief Engineer to assign **Safety Controls Technology of Bedford Heights, Ohio**, to Contract No. 40-10-02 for the purpose of performing inspection and testing services, with such assignment in accordance with the 2009-2010 General Engineering Services Agreement between the Ohio Turnpike Commission and Safety Controls Technology; and

FURTHER RESOLVED that Contract No. 40-10-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.

**Chief Engineer:** Thank you. The second resolution is a resolution authorizing final design phase expenditures with Resource International pursuant to Project 71-08-03. Pursuant to Resolution 52-2008 the Commission entered into Project Number 71-08-03 with Resource International Incorporated to develop a testing and evaluation program for the original two lanes of concrete pavement of the Ohio Turnpike mainline and preparation of a master plan for the orderly replacement of the pavement where necessary. Following the completion of that phase Resolution 31-2009 authorized Resource to perform preliminary engineering services, such as development of pavement section design, preliminary maintenance of traffic plans, and constructability reviews. This work is now complete and we are now prepared to proceed with the detailed design of the first replacement section of the westbound lanes from Mileposts 95.9 to 101.2. On July 12<sup>th</sup> of this year Resource submitted a fee proposal in the not to exceed amount of \$269,066.00 for development of Construction Plans and Specifications for this first section. With approval of this resolution it is expected that we will be in the position to begin construction of this important project in the Spring of 2011. If the General Counsel will please read the Resolved?

**General Counsel:** RESOLVED that the Commission concurs that **Resource International, Inc. of Cleveland, Ohio** should perform the Final Design Services contemplated under Project No. 71-08-03, and authorizes the Executive Director and the Director of Contracts Administration to amend the Contract with Resource International, Inc. to perform said services, all in accordance with the terms and conditions of the Commission's RFP for Project No. 71-08-03, Resource's response thereto and its fee proposal dated July 12, 2010.

**Chairman:** Motion to adopt?

**Mr. Kidston:** So moved.

**Chairman:** Is there a second?

**Mr. Regula:** Second.

**Chairman:** Questions or comments on the resolution before the Commission?

**Chairman:** Bonnie.

**Ms. Teeuwen:** I see in the letter that the original price was negotiated down from \$704,000.00 to \$269,000.00. Did you reduce the scope or how did you get the price down so substantially?

**Chief Engineer:** Mr. Chairman, Commission Member Teeuwen, the original, the original scope, the original services were to treat this as a new, of a new type construction; with cross sections and additional borings and this is more of a rehab project, so we were able to delete quite a few of the preliminary phases of this because we are just going in there and replacing, tying into the existing elevations.

**Ms. Teeuwen:** Good, thank you.

**Chairman:** Further questions? Dan, will we, will be taking two lanes out? Will we, how many lanes of traffic will we maintain when the project is actually under construction? Have you thought that through?

**Chief Engineer:** Yes Mr. Chairman. We will maintain two lanes of traffic in each direction while these two lanes are under construction. The plan right now is to use contra-flow traffic. ODOT has been using it here recently. Where with our three lanes of traffic on the unaffected side of the roadway, we will put a barrier between two of those lanes and one lane of traffic that we will actually bring across the median, we will limit that to the cars bringing them across the median and traveling in the opposite direction lanes. The trucks will stay on the original side of the road maintaining one lane of traffic on the construction side. So, we will have two in each direction.

**Chairman:** So you will have two in each direction? How long will the project take?

**Chief Engineer:** Mr. Chairman, this one we are expected, since we are getting our feet wet with this one and the learning curve probably I'll say 2011 construction season. We will have it wrapped up, I am hoping by Thanksgiving.

**Mr. Regula:** And if I may, Dan can I make the assumption that we hope to get fifty-three more years out of the replacement we are putting for what was there?

**Chief Engineer:** We certainly do, yes.

**Mr. Regula:** Because that is the oldest pavement, *per se* of original pavement of any roadway, is that correct?

**Chief Engineer:** Well we were the first interstate-type roadway in the state and we still have the original concrete out there, so.

**Mr. Regula:** Thanks.

**Chairman:** Questions, please call the roll.

**Ms. Teeuwen:** One more question, I am sorry.

**Chairman:** Excuse me, Bonnie.

**Ms. Teeuwen:** Are you going concrete based? Do you know what type pavement you are using for this yet?

**Chief Engineer:** Mr. Chairman, Commission Member Teeuwen. What we are doing is a composite section, a concrete base with an asphalt surface, so we can meet the existing asphalt surface of the adjoining lane, have the same material on the surface of course.

**Ms. Teeuwen:** Okay, thank you.

**Chairman:** Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

#### **RESOLUTION NO. 26-2010**

**Resolution Authorizing Final Design Phase Expenditures with Resource International, Inc. Under Existing Contract for Engineering Design and Construction Administration and Inspection Services  
(Project No. 71-08-03)**

WHEREAS, via Resolution 52-2008, the Commission awarded a Contract to **Resource International, Inc.**, (“**Resource**”) of **Cleveland, Ohio** for Engineering Design and Construction Administration and Inspection Services pertaining to Program



Management Services that were required to develop a testing and evaluation program for the original two lanes of 53-year-old concrete pavement of the Ohio Turnpike mainline, and preparation of a Master Plan for the orderly replacement of this pavement where necessary; and

WHEREAS, said Project was designated as Project No. 71-08-03; and

WHEREAS; Resource has completed Phase 1 (Evaluation and Preparation of the Master Plan Report) and Phase 2, Task 1 (Preliminary Engineering Design Services), which were performed in the not-to-exceed amount of **\$278,082.00**; and

WHEREAS, Resource has submitted a fee proposal dated July 12, 2010, in the “not-to-exceed” amount of **\$269,066.00** for the performance of Phase 2, Task 2 for the Westbound lanes from Milepost 95.9 to Milepost 101.2, located in Sandusky County, which includes preparation of Construction Plans and Specifications required for complete replacement of the original concrete pavement at the locations specified; and

WHEREAS, the Chief Engineer has reviewed the Resource fee proposal for Final Design Services, and has deemed it to be reasonable and acceptable, and he therefore, recommends that the Commission proceed with this Phase of the Contract; and

WHEREAS, the continued expenditures by the Commission under the Contract will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, the Commission must authorize the amendment of the Contract for Project No. 71-08-03; and

WHEREAS, the Executive Director has reviewed the recommendation submitted by the Chief Engineer and concurs that the Contract for Project No. 71-08-03 should be amended to allow for performance of the required Final Design Services; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that **Resource International, Inc.** of **Cleveland, Ohio** should perform the Final Design Services contemplated under Project No. 71-08-03, and authorizes the Executive Director and the Director of Contracts Administration to amend the Contract with Resource International, Inc. to perform said services, all in accordance with the terms and conditions of the Commission’s RFP for Project No. 71-08-03, Resource’s response thereto and its fee proposal dated July 12, 2010.

**Chief Engineer:** Thank you. The third resolution is authorizing an addition of Project No. 71-10-01 to the Contract for Architectural/Engineering Design Services between the Commission and Richard L. Bowen & Associates. Via Resolution 39-2007,

the Commission awarded a contract to Richard L. Bowen & Associates of Cleveland, Ohio, for Architectural Engineering and Design Services for the design of Indian Meadow/Tiffin River Service Plazas in Williams County. As the Commission is aware this project is well under construction. We are now turning our attention to the next set of plazas to be reconstructed. The Mahoning Valley/Glacier Hills Plazas located at Milepost 237.2 in Mahoning County. The most economical method of proceeding with that reconstruction of the plazas is to utilize the plans for the structure that have already been designed by R.L. Bowen for the Indian Meadow/Tiffin River Service Plazas. On July 7, 2010, Richard L. Bowen submitted a fee in the amount not-to-exceed \$151,140.00 to perform the services required to develop final bidding and construction documents, and perform pre-award construction administration services for the Mahoning Valley/Glacier Hills project. We are recommending that Richard L. Bowen's existing Contract for 71-07-03 be amended to add Project 71-10-01 for the performance of the Architectural/Engineering Design and Construction Administration Services for the Mahoning Valley/Glacier Hills Service Plazas project. Will the General Counsel please read the Resolved?

**General Counsel:** RESOLVED that the Commission concurs that utilizing the service plaza facility plans previously designed by **R.L. Bowen & Associates of Cleveland, Ohio** under Project No. 71-07-03 is the most economical method of proceeding with the Mahoning Valley/Glacier Hills reconstruction project, and authorizes the Executive Director and the Director of Contracts Administration to execute an amendment to the previously awarded Contract for Architectural/Engineering Design and Construction Administration Services with Richard L. Bowen & Associates to add Project No. 71-10-01.

**Chairman:** Motion to adopt?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

**Chairman:** Questions or discussion on the Motion? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 27-2010**

**Resolution Authorizing Addition of Project No. 71-10-01 to Contract  
for Architectural/Engineering Design and Construction Administration Services  
with Richard L. Bowen & Associates**

WHEREAS, via Resolution 39-2007 the Commission awarded a Contract to **Richard L. Bowen & Associates, of Cleveland, Ohio (“R.L. Bowen”)** for Architectural/Engineering Design and Construction Administration Services relating to reconstruction of the Indian Meadow/Tiffin River Service Plazas located at Milepost 20.8 in Williams County, Ohio, designated as Project No. 71-07-03; and

WHEREAS, expenditures under the Contract for Project No. 71-07-03 for both the Architectural/Engineering Design Services as well as the on-going Construction Administration Services will total **\$1,013,337.88** at the conclusion of said reconstruction project; and

WHEREAS, the Chief Engineer has advised that site design is commencing for the next set of Service Plazas to be reconstructed (Mahoning Valley/Glacier Hills at Milepost 237.2 in Mahoning County), and that the most economical method of proceeding with that reconstruction project is to utilize the plans that have already been designed by R.L. Bowen for the Indian Meadow/Tiffin River Service Plaza facilities; and

WHEREAS, the Project for Architectural/Engineering Design and Construction Administration Services relating to the reconstruction of the Mahoning Valley/Glacier Hills Service Plazas is being designated as Project No. 71-10-01; and

WHEREAS, R.L. Bowen has submitted a fee proposal dated July 7, 2010, in the not-to-exceed amount of **\$151,140.00** to perform the services required to develop final bidding and construction documents and performance of pre-award Contract administration services for the Mahoning Valley/Glacier Hills reconstruction project, which amount has been reviewed and deemed acceptable by the Chief Engineer; and

WHEREAS, the Executive Director has reviewed the recommendation submitted by the Chief Engineer and concurs that R.L. Bowen’s existing Contract for Project No. 71-07-03 should be amended to add Project No. 71-10-01 for the performance of the

Architectural/Engineering Design and Construction Administration Services necessary for the Mahoning Valley/Glacier Hills reconstruction project; and

WHEREAS, at the time the construction contract(s) for the Mahoning Valley/Glacier Hills Service Plaza reconstruction project is/are awarded, the Commission will be requested to authorize R.L. Bowen to perform Phase III Construction Administration services for building construction to be performed during said project; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that utilizing the service plaza facility plans previously designed by **R.L. Bowen & Associates of Cleveland, Ohio** under Project No. 71-07-03 is the most economical method of proceeding with the Mahoning Valley and Glacier Hills reconstruction project, and authorizes the Executive Director and the Director of Contracts Administration to execute an amendment to the previously awarded Contract for Architectural/Engineering Design and Construction Administration Services with Richard L. Bowen & Associates to add Project No. 71-10-01.

**Chief Engineer:** The next resolution also pertains to the reconstruction of the Mahoning Valley/Glacier Hills Service Plazas in preparation for the reconstruction of this project. On March 26, 2010, the Commission published a RFP, Request of Proposals, for Project Management, Environmental Investigation and Remediation Services at the Mahoning Valley and Glacier Hills sites. This is required due to operation of fueling operations over the past fifty-five years. We must remediate it before we reconstruct the facilities. On April 12, 2010, Letters of Interest were received from fifteen firms, an evaluation team reviewed all proposals and determined that Brownfield Restoration Group, LLC was the most qualified to perform the aforementioned services. On June 30, 2010, Brownfield submitted a proposal for the Project Management, Environmental Investigation and Remediation Services in the total not-to-exceed amount of \$251,818.00. Again, this work is mandated by the Bureau of Underground Storage Tank Regulations. This work will bring us all the way through the construction of the new plazas with the clean up of the site. If the General Counsel would please read the Resolved?

**General Counsel:** RESOLVED that the Commission concurs that **Brownfield Restoration Group, LLC of Akron, Ohio** is most qualified to perform the Project Management, Environmental Investigation and Remediation Services at the Mahoning Valley and Glacier Hills Service Plazas, and authorizes the Executive Director and the Director of Contracts Administration to enter into a Contract with Brownfield Restoration Group, LLC, all in accordance with the terms and conditions of the Commission's RFP for said services, Brownfield Restoration's response thereto and its fee proposal dated June 30, 2010.

**Chairman:** Motion to adopt?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Mr. Kidston:** Second.

**Chairman:** Questions or discussion? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 28-2010**

**Resolution Awarding a Contract for  
Project Management, Environmental Investigation and Remediation Services  
at the Mahoning Valley and Glacier Hills Service Plazas**

WHEREAS, on March 26, 2010, the Commission published notice of its Request for Proposals (“RFP”) for Project Management, Environmental Investigation and Remediation Services at the Mahoning Valley and Glacier Hills Service Plazas, located at Milepost 237.2 in Mahoning County; and

WHEREAS, on April 12, 2010, Letters of Interest were received from fifteen firms expressing their interest in serving as the Commission’s engineer on this Project; and

WHEREAS, an Evaluation Team consisting of members of the Commission’s Maintenance Engineering staff reviewed the Letters of Interest and selected four qualified firms to submit proposals in response to the RFP by May 10, 2010; and

WHEREAS, the Evaluation Team then reviewed the technical proposals submitted, and concluded that the firm which submitted the best proposal and which is most qualified to provide the aforementioned services is **Brownfield Restoration Group, LLC (“Brownfield Restoration”)** of **Akron, Ohio**; and

WHEREAS, on June 30, 2010, **Brownfield Restoration** submitted a fee proposal for the Project, which has been deemed to be reasonable and appropriate by the Maintenance Engineer, who has, therefore, recommended that a Contract be awarded to Brownfield Restoration for the Project Management, Environmental Investigation and Remediation Services at the Mahoning Valley and Glacier Hills Service Plazas in the not-to-exceed amount of **\$251,818.00**; and

WHEREAS, expenditures by the Commission under the Contract to be awarded to Brownfield Restoration will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, the Commission must authorize the Executive Director to enter into the Contract; and

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

WHEREAS, the Executive Director has also reviewed the recommendations submitted by the Maintenance Engineer and the Director of Contracts Administration and concurs that the Contract for the Environmental Investigation and Remediation Services should be awarded by the Commission to Brownfield Restoration; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that **Brownfield Restoration Group, LLC** of **Akron, Ohio** is most qualified to perform the Project Management, Environmental Investigation and Remediation Services at the Mahoning Valley and Glacier Hills Service Plazas, and authorizes the Executive Director and the Director of Contracts Administration to enter into a Contract with Brownfield Restoration Group, LLC, all in accordance with the terms and conditions of the Commission's RFP for said services, Brownfield Restoration's response thereto and its fee proposal dated June 30, 2010.

**Chief Engineer:** The final resolution I have this morning is a Resolution awarding Agreement TRM-9A for Janitorial Services at the Commission's Erie Islands and Commodore Perry Service Plazas. On June 8<sup>th</sup> of this year the Commission issued a RFP to furnish janitorial services at the Erie Islands and Commodore Perry Service

Plazas for an initial term of two years, with provisions for up to five successive one-year extensions. On June 29<sup>th</sup> three firms submitted proposals for these services and an evaluation team comprised of Service Plaza Operations personnel reviewed the technical submittals of the proposals, gave them scores and also the cost proposals were also factored into the grading after they were unsealed by the Commission's Purchasing Manager. This was to identify the best Cost Performance Index among the respondents. As a result of this process the evaluation team has recommended that an agreement be entered into with Any Domestic Work, Inc., d/b/a ADW, Inc., of Parma, Ohio, for the following fee proposal. An annual fee of \$283,140.00 per year, per side, per building with an hourly rate of \$9.70. This hourly rate is used for additional personnel that we may add during peak traffic seasons. It is also used to subtract from the bidder's invoice when they do not have the required personnel onsite. If the General Counsel would please read the Resolved?

**General Counsel:** RESOLVED that the Proposal submitted by **Any Domestic Work, Inc., d/b/a ADW, Inc. of Parma, Ohio**, which included the following Price Proposal:

<u>Service Plaza</u>	<u>Monthly Per Plaza Fee</u>	<u>Annual Fee</u>	<u>Hourly Rate *</u>
Erie Islands	\$23,595.00	\$283,140.00	\$9.70
Commodore Perry	\$23,595.00	\$283,140.00	\$9.70

*\* for any additional requested services*

is, and is by the Commission determined to be, the best of all Proposals received for the performance of Agreement TRM-9A and is accepted; and

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

**Chairman:** Motion to adopt?

**Mr. Regula:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

**Chairman:** Questions or comments?

**Mr. Kidston:** Dan how is the Cost Performance Index formulated? What goes into that?

**Chief Engineer:** Mr. Chairman, Commission Member Kidston, if you look at the very last page in the package, Director of Contracts if you want to maybe explain the multiple, the factors that...

**Director of Contracts Administration:** Good morning Mr. Chairman, Commission Member Kidston, the Cost Performance Index is calculated by taking the number of tactical points awarded to a proposal and dividing it by the cost proposal. So you are basically trying to determine who has the best proposal, the best bang for the buck. So in this case ADW, because they had such a low cost proposal, won the competition.

**Mr. Kidston:** There was, just the hourly rate difference was quite a bit I was just curious how that worked out.

**Director of Contracts Administration:** The hourly rate was different and also the monthly rate was very different as well, it was about a \$100,000.00 a year difference between the winning proposal and the next proposal, which actually had more tactical points, but there was just so much money on the table in terms of the cost to the Commission and ADW has performed satisfactorily for us in several of the other plazas, so that was a good decision.

**Mr. Kidston:** Okay, thank you.

**Chairman:** Kathy, just a quick question. Were there any MBA, MBE companies solicited or response?

**Director of Contracts Administration:** We did solicit several janitorial firms among which there were MBE firms, but we did not receive a response from a MBE firm for this particular contract.

**Chairman:** Thank you.

**Mr. Regula:** And if I may, do we have someone that actually goes out and looks at how they are performing and how they are taking care of those plazas *per se*, that's not with the company that's doing is. I mean somebody internally from our organization that spot checks them with regards to their performance?

**Chief Engineer:** Mr. Chairman and Commission Member Regula, we have division service plaza personnel that are stationed at the plaza themselves and they keep tabs on the contractors with written reports.



**Mr. Regula:** Okay, thank you.

**Chairman:** Any questions? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 29-2010**

**Resolution Awarding Agreement TRM-9A  
for Janitorial Services at the Commission's  
Erie Islands and Commodore Perry Service Plazas**

WHEREAS, on June 8, 2010, the Commission issued its Request for Proposals ("RFP") to furnish janitorial services at the Commission's Erie Islands and Commodore Perry Service Plazas (Agreement TRM-9A) for an initial term of two years, with provisions for up to five successive one-year extension periods; and

WHEREAS, expenditures of the Commission for janitorial services at the Erie Islands and Commodore Perry Service Plazas under Agreement TRM-9A will exceed \$150,000.00 and, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for the award of such Agreement; and

WHEREAS, on June 29, 2010, three firms submitted Proposals to furnish the janitorial services at the Commission's Erie Islands and Commodore Perry Service Plazas; and

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

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

WHEREAS, as a result of this process, the Evaluation Team has recommended that an Agreement be entered into with **Any Domestic Work, Inc., d/b/a ADW, Inc. of Parma, Ohio**, which submitted the following Price Proposal:

<u>Service Plaza</u>	<u>Monthly Per Plaza Fee</u>	<u>Annual Fee</u>	<u>Hourly Rate *</u>
Erie Islands	\$23,595.00	\$283,140.00	\$9.70
Commodore Perry	\$23,595.00	\$283,140.00	\$9.70

*\* for any additional requested*

*services*

WHEREAS, the Director of Contracts Administration advises that: 1) the RFP conforms to the requirements of applicable statutes including Sections 5537.07 and 5537.13 of the Ohio Revised Code, 2) the aforesaid Proposals were solicited on the basis of the same terms and conditions with respect to all RFP respondents and potential respondents, 3) due and full consideration has been given to the Proposals received, the respondents’ qualifications and their abilities to perform the required services, and 4) ADW, Inc. has provided a proposal guaranty of good and sufficient surety and evidence of its ability to provide the required performance bond and insurance as set forth in the RFP; and

WHEREAS, the Executive Director has reviewed the Evaluation Team’s and the Director of Contracts Administration’s written recommendations and concurs with the selection of ADW, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Proposal submitted by **Any Domestic Work, Inc., d/b/a ADW, Inc. of Parma, Ohio**, which included the following Price Proposal:

<u>Service Plaza</u>	<u>Monthly Per Plaza Fee</u>	<u>Annual Fee</u>	<u>Hourly Rate *</u>
Erie Islands	\$23,595.00	\$283,140.00	\$9.70

<b>Commodore Perry</b>	<b>\$23,595.00</b>	<b>\$283,140.00</b>	<b>\$9.70</b>
------------------------	--------------------	---------------------	---------------

*\* for any additional requested services*

is, and is by the Commission determined to be, the best of all Proposals received for the performance of Agreement TRM-9A and is accepted; and

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

**Chief Engineer:** Thank you Mr. Chairman. The last item I have today is an update on our Geotechnical Surface Investigation Report at Jacobs Road in Sandusky County. In February of this year the OTC agreed to do a geotechnical investigation into the slope failures at Jacobs Road at Milepost 96.5 in Sandusky County. As the Commission is aware there is a difference of opinion on whose responsibility the approach slopes are to maintain on these structures. On March 31<sup>st</sup> of this year the Commission received technical proposals from firms requesting to be considered for the above-referenced project. Following a technical review an agreement was established with BBC&M, Engineering Incorporated, of Valley View, Ohio, to perform the Geotechnical Subsurface Investigation Report. The report is in your folders this morning. I will briefly review the executive summary. May of this year some field work was done at the site including soil borings and test pits were dug by BBC&M. It is their opinion that the cause of the failure was using material that was wetter than the optimum moisture content and of insufficient strength to maintain the slopes. Several design alternatives for slope improvements were considered for this site. They basically come down to two recommendations. The two recommendations range in price from approximately \$600,000.00 for flattening the slopes out to \$780,000.00 to going in with the same geometry and using a granular preferred material to rebuild the slopes. The report has been transmitted to the Sandusky County Sanitary Engineer for his review. Following his review the Commission will again meet with the county to determine the course of action.

**Chairman:** Thank you, appreciate it. We will take a look at the report and talk to you on it at the next meeting then.

**Chief Engineer:** That is all I have this morning Mr. Chairman.

**Chairman:** Thank you, any questions for the Engineer? Thank you. General Counsel?

**General Counsel:** No report Mr. Chairman.

**Chairman:** Thank you. CFO/Comptroller?

**CFO/Comptroller:** Good morning Mr. Chairman and Commission Members. I have an update on our traffic and revenue for the first half of the year. This first chart shows the passenger car miles traveled on the Ohio Turnpike over the past two years. Passenger car vehicle miles traveled appear to be improving and in June were 1.9% above the total from 2009.

Commercial traffic after being down all of last year continues to improve and in June was 4.1% above the total from 2009.

This chart shows total toll revenues over the last two years. Total toll revenues in June were 36.4% higher than last year. This chart shows the year-to-date toll revenues through the month of June during each year over the past decade. Toll revenues for the first half of this year were \$26.6 million or 32.6% above the amount from last year.

Our Master Trust Agreement requires that we perform a mid-year review of our financial condition and certify to our trustee, Huntington National Bank, that projected revenues for the year will be sufficient to meet our obligations under the Trust Agreement. Our 2009 pledged revenues are shown at the top of this slide. The data on the bottom of this slide shows our actual pledged revenues of \$116.7 million for the first half of this year. Based on last year's results and Bobby Everhart's toll revenue projection, I have estimated the pledged revenues for the second half of 2010 at about \$129 million. This yields estimated gross pledged revenues for the calendar year of 2010 of \$246 million. The calculations on this slide demonstrate that based on our projected pledged revenues for 2010, we expect to meet all three requirements under Section 4.04 of the Trust Agreement.

The first requirement is that our Estimated Gross Pledged Revenues exceed the sum of our budgeted operating, maintenance and administrative cost, plus the required deposit to the expense reserve account.

The second requirement is that our estimated Net Systems Pledged Revenues exceed the sum of our annual debt service requirement, plus the renewal and replacement requirement.

The third and final requirement is that our Estimated 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. In addition, the Commission has by resolution established its intent to always maintain a ratio of at least 150%. A coverage ratio of at least 200% is generally recognized as a threshold needed to help maintain our AA credit rating. The projected debt coverage ratio of 231% does satisfy the current requirement under the Master Trust Agreement. There is a proposed resolution in your materials entitled Resolution

Concerning the Financial Condition of the Commission and with your permission Mr. Chairman I would like to ask the General Counsel to please read the Resolved.

**General Counsel:** RESOLVED that the Commission, having reviewed the analysis prepared by the CFO/Comptroller, determines that there will be sufficient Gross Revenues for fiscal year 2010 together with Series Payments, Additional System Payments and Supplemental Payments to meet the requirements of §4.04(a) of the Trust Agreement, and hereby authorizes and directs the CFO/Comptroller to issue a certificate required by §4.04(b) of the Trust Agreement; 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.

**Chairman:** Motion to adopt?

**Mr. Kidston:** So moved.

**Chairman:** Is there a second?

**Ms. Teeuwen:** Second.

**Chairman:** Questions or comments? Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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

**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**RESOLUTION NO. 30-2010**

**Resolution Concerning the Financial  
Condition of the Commission**

WHEREAS, §4.04(a) of the Master Trust Agreement (“Trust Agreement”) between the Commission and The Huntington National Bank, as trustee, dated February 15, 1994, requires 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 Agreement;

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 2010 will be sufficient to meet the requirements of §4.04(a) of the Trust Agreement 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 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 2010 together with Series Payments, Additional System Payments and Supplemental Payments to meet the requirements of §4.04(a) of the Trust Agreement, and hereby authorizes and directs the CFO/Comptroller to issue a certificate required by §4.04(b) of the Trust Agreement; 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.

**Chairman:** Thank you, I think next would be appropriate if we had outside financial report. Rhonda Hall please.

**Financial Advisor:** No report today Mr. Chairman.

**Assistant Secretary-Treasurer:** The Financial Advisors are next.

**Chairman:** Excuse me, excuse me, sorry. The auditors, I would like Rhonda to give her report now.

**Rhonda Hall:** Good morning Mr. Chairman and Commission Members. My name is Rhonda Hall. I am the partner in charge of your audit from Ciuni & Panichi. We performed the audit for the 12/31/09 year end and provided an unqualified opinion in the CAFR that is included in your packet. Just to give you a background of this year, we weren't really sure of how the audit was going to go with the passing of Jim Steiner. Last year's, 08's audit, we finished in April of 09, and we just weren't sure how the status of everything was going to go and we hired a former employee, Andrea and everything went really well. We were impressed with her knowledge of the Commission. She was able to complete the CAFR and we were able to complete our audit and I told Dave earlier if we could mirror the rest of my clients after the Commission here I would be highly grateful. As we were able to get your audit completed by the middle of May. The other packet that you received has three tabs in it. The first section is our report on internal control over financial recording and compliance and other matters based on an audit performed in accordance with government auditing standards. Statements and Auditing Standards has changed their definition of a deficiency in internal control and a material weakness, you will see that in the second paragraph under internal control of financial reporting. No deficiencies or material weaknesses were noted during our audit. On page two of that report, excuse me, we are required to test and make sure that you are in compliance with the Ohio Revised Code, if we had any issues it would be noted in the first paragraph of page two, however the last sentence tells you that we noted no instances of any non-compliance. Page three is our auditor's results; it basically tells you that you received an unqualified opinion. There was no significant deficiencies, no material weakness and no material non-compliance noted. Section B is our report on, we have to test to make sure that the Commission is in compliance with the Master Trust Agreement. Second paragraph shows you that nothing came to our attention to cause us to believe that the Commission was not in compliance with the Master Trust Agreement. Section Three is our schedule on the Net Systems Pledged Revenues and the report on page one basically states that we have to determine whether or not the Commission complies with Section 4.04 of the Master Trust Agreement and the schedule that you will see on page two, which as noted earlier, you are required by the Master Trust Agreement to have Net Pledged Revenue as a percentage of your annual debt of 120%. The Commission has raised that to 150% and as of 12/31/09 it was at 187%, so you were in compliance with your Master Trust Agreement. That concludes my report. If you have any questions?

**Chairman:** Any questions for the auditors? Thank you Rhonda.

**Rhonda Hall:** Thank you.

**Chairman:** Okay, now we will go to the Financial Advisor, Eric Erickson.

**Financial Advisor:** No report today Mr. Chairman.

**Chairman:** Thank you. General Consultant?

**General Consultant:** No report today.

**Chairman:** Thank you, Trustee.

**Trustee:** No report.

**Chairman:** Thank you, highway patrol, Captain.

**Captain Hannay:** A brief report Mr. Chairman. First off we had a very safe month over the last four weeks, so we continue to be on target to exceed last year's number, which is excellent and to update you, if you recall on June 20<sup>th</sup>, of last month we had a tragedy occur when a tire and wheel left a westbound vehicle, crossed the wall and struck an eastbound car killing the driver of the eastbound vehicle. We have yet to identify that westbound vehicle. We have identified the make of the trailer and we are using the manufacturer's serial number, the base manufacturer's serial number of that vehicle, working the Bureau of Motor Vehicles to locate all manufactured vehicles registered here in Ohio with that brand name on it. Once we locate all of those we will painstakingly track down each one of them to see if maybe one of those is the vehicle involved and if I can do that we will report back to the Commission our success or if this ends up being an out-of-state registered vehicle we may be out of luck. That concludes my report Mr. Chairman.

**Chairman:** Thank you, any comment or questions? Thank you Captain.

**Captain Hannay:** Thank you Mr. Chairman.

**Chairman:** Is there any further business? If we have no further business our next regularly meeting is set for Monday, August 16<sup>th</sup>, at 10:00 a.m. Please call the roll after we have a motion to adjourn. Do we have a motion?

**Mr. Kidston:** So moved.

**Chairman:** Do we have a second?

**Ms. Teeuwen:** Second.

**Chairman:** Please call the roll.

**Assistant Secretary-Treasurer:** Chairman Balog

**Mr. Balog:** Yes

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

**Mr. Regula:** Yes

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



**Mr. Kidston:** Yes

**Assistant Secretary-Treasurer:** Ms. Teeuwen

**Ms. Teeuwen:** Yes

**Chairman:** Thank you.

Time of adjournment is 10:40 a.m.

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

---

George F. Dixon, Secretary-Treasurer