

**MINUTES OF THE 611th MEETING OF THE
OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
SEPTEMBER 15, 2014**

Chairman: (10:00 a.m.) Good morning. Please join me in standing and we'll say 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.

Will the Assistant Secretary-Treasurer please call the roll?

Assistant Secretary-Treasurer: Chairman Hruby

Chairman Hruby: Here

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Here

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Arrived at 10:04 a.m.

Assistant Secretary-Treasurer: Mr. Paradiso

Mr. Paradiso: Here

Assistant Secretary-Treasurer: Ms. Townley

Ms. Townley: Here

Assistant Secretary-Treasurer: Mr. Cole

Mr. Cole: Here

Assistant Secretary-Treasurer: Senator Manning

Senator Manning: Here

Assistant Secretary-Treasurer: Representative Dovilla

Representative Dovilla: Present

Chairman: Thank you. We have a quorum. This is the 611th 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, and we will act on resolutions. Draft copies have previously been sent to the Members and updated drafts are in the Members' folders. The Resolutions will be explained during the appropriate reports.

Can I have a motion to adopt the Minutes of the August 18, 2014, Commission Meeting?

Mr. Balog: So moved.

Chairman: Moved by Mr. Balog. Is there a second?

Mr. Paradiso: Second

Chairman: Seconded by Mr. Paradiso. Please call the roll.

Interim Director Carlin: Mr. Balog

Mr. Balog: Yes

Interim Director Carlin: Mr. Paradiso

Mr. Paradiso: Yes

Interim Director Carlin: Ms. Townley

Ms. Townley: Yes

Interim Director Carlin: Chairman Hruby

Chairman: Yes. The Minutes are adopted. As Secretary-Treasurer, Mrs. Barber, is unable to attend today's meeting, the Assistant Secretary-Treasurer, Robin Carlin, will be providing the Report of the Secretary-Treasurer.

Assistant Secretary-Treasurer: The following items have been sent to the Members since the last scheduled meeting of the Commission on August 18, 2014:

1. Four Resolutions;
2. Minutes of the August 18, 2014, Commission Meeting; and
3. Agenda for today's meeting.

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

1. Traffic and Revenue Report, August 2014;

2. Investment Report, August 2014;
3. Total Revenue by Month and Year, August 2014; and
4. Various News Articles.

Chairman: Any questions? We will move on to your report, Robin, if you would please.

Interim Executive Director: Thank you, Chairman Hruby. During the past month, we have had several important and noteworthy activities occurring here at the Ohio Turnpike and Infrastructure Commission.

Last week, we concluded our first season of night work operations. As you may recall, we successfully negotiated into the Full-Time Collective Bargaining Agreement provisions allowing for the use of night work operations, which is a common practice in the construction industry. According to the Labor Agreement, night work operations could begin as early as May 15 and conclude by September 15 of each year. Since we wanted to make sure our first summer was successful, we took our time to ensure all safety standards were met and our maintenance personnel were comfortable performing the work at night. The Castalia and Elmore Maintenance Buildings were our first crews to tackle night work operations the week of July 14. Since then, the Amherst, Boston, and Hiram Maintenance Buildings have completed projects in their sections as well.

Typical night work activities include joint sealing, replacing raised pavement markers and pavement repair; the type of work activities that generally require us to close two lanes during the day and can cause frequent back-ups. This year, thanks to the good work of our maintenance crews and maintenance supervisors, we were able to dramatically reduce the number of back-ups and provide even better service to our customers. I would like to thank Assistant Chief Engineer, Dennis Albrecht, Maintenance Engineer, Chris Matta, and Safety Services Manager, Ed Miller, for their hard work and leadership in making our first season of night work operations successful, as well as the work of Division Field Superintendents, Al Durliat and Rex Underwood.

The Marketing and Communications Department recently wrapped up the last of their “Customer Appreciation Days” on Friday, August 29 at the Mahoning Valley Service Plaza. These events provide a direct channel for us to interact with thousands of customers, answer questions about our road, *E-ZPass*[®] or any number of travel-related topics. These events would not be successful without the support we received from the Service Plaza Operations Department and the Turnpike Maintenance Departments, as well as our partners who donate their time, but also provide thousands of dollars worth of samples, souvenirs, and prizes for our customers. I would like to thank the Ohio State Highway Patrol, AVI FoodSystems, Burger King, Dairy Queen, Hardees, HMS Host, Life Care, local EMS and fire departments, Panera Bread, Starbucks, and Sunoco for their support. With the help of our partners, we are able to make our service plazas a fun and interactive stop for our customers during their travels.

From September 3-5, we held our first formal Maintenance Management Program consisting of eighteen mid-to-upper level managers focusing on thinking and leading strategically. Critical Issue No. 4 in our strategic planning process outlines the importance of succession planning and making sure we have the right managers in place to lead our organization in the future. We once again partnered with LeanOhio to provide white belt training. We covered important topics such as leadership development and budgeting, the bonding process, how the Turnpike is governed and current issues in employment law and human resources. It also gave us an opportunity to remind our managers of our mission, goals and values, as well as sprinkling in a little bit of the “Turnpike Proud” message with that. Thank you to our Training and Development Manager, Lauren Hakos, who took the skeleton developed from the Staffing Analysis and turned the program into something impressive and worthwhile for our managers.

Lastly, we have a report for you on the Kaizen process from two of our Kaizen team members. I reported briefly in last month’s Commission Meeting on the success of the Kaizen process. Today, we have Eastern Division Stockroom Manager, John Arvai, and Western Division Clerical Supervisor, Kevin Scott, to give a more in depth report on the successful outcome of the Kaizen process. Before I turn it over to them, I want to first thank our previous Executive Director, Rick Hodges, who is responsible for getting this process off the ground and he pushed it to make sure that it happened. I would also like to thank the staff of LeanOhio, who are an asset to state government, but most of all I would like to thank the Kaizen team members, who came to the table with an open mind and a willingness to make substantial and long lasting changes to our organization. With that, I would like to turn this over to John and Kevin for their report.

John Arvai: Good morning Mr. Chairman and Commission Members. My name is John Arvai. I am the Eastern Division Stockroom Clerk at the Hiram Maintenance Building. I have been employed with the Ohio Turnpike for thirty years. Recently, a Kaizen event was put on by the fine people from the LeanOhio office, which is part of the Ohio Department of Administrative Services down in Columbus. For those who are not familiar with the term “Kaizen,” it is a Japanese term meaning to break apart or change for the better and it is the most powerful tool in the LeanOhio toolbox. Kaizen is the practice of choice among successful private sector organizations, with a proven record of reducing waste and increasing efficiency, saving money, and also increasing customer satisfaction. During the week of July 14 this past summer, myself, as well as other key departmental personnel were invited by our then Executive Director, Rick Hodges, and our current Interim Executive Director, Robin Carlin, to participate in this program, otherwise known as the “Kaizen Event.” The team assembled included people from the field, as well as supervisors, clerical personnel, employees from the Accounting, Procurement, Legal, Auditing and Technology Departments. This Kaizen Event brought together not only people who do the work, but also some of their representative customers and stakeholders, along with objective outsiders who have no knowledge of this process. This, in turn, builds important perspectives and fresh ideas into every event. In a typical Kaizen Event, team members meet for five straight days to overhaul a core work process. The team members map out the current state of the process, analyzing every step to find all forms of waste, such as over processing, delays, loop backs, hand-offs, defects and so on. Action plans as a result of this Kaizen address all aspects of implementation including training and communication. The long

term goals of the team were to reduce the so called “pain or pinch points,” which is where the procurement process tends to get slowed down. The mission statement of LeanOhio is to decrease the amount of time by at least 50% from the creation of the requisition to the actual delivery time of the goods or service. This, in turn, would translate to an increased efficiency of 50% or more. At this time, I am going to turn the floor over to Kevin Scott, who will explain the processes of the Kaizen Event here at the Ohio Turnpike.

Kevin Scott: Thank you, John. Good morning Mr. Chairman and Commission Members. First of all, let me introduce myself. My name is Kevin Scott. I am the Clerical Supervisor in the Western Division and work at the Elmore Maintenance Building. The team met at the Middle Ridge Service Plaza to gather information about our current procurement procedure. Our process at this time averages one to ninety days to receive a good or service. Last year, the Procurement Department processed over eight hundred forty-one requisitions. The process begins with all departments identification for a need for a good or a service and ends with the final payment of an invoice for the request of goods and/or services. As of now, this is a current map of our procurement process with the process beginning at the top left and ending at the far right. As you can see, the current process is overwhelming in its current state. The current state included as many as one hundred twenty-seven steps with twenty decision points, twenty-two hand-offs, and fifteen known delays, which translated to a one to ninety-day process time.

The team then brainstormed. We came up with seventy-eight ideas to repair our current process. Some of the ideas included the reduction of signatures, going paperless, and the utilization of technology, and also better tracking inventory and redefining purchase limits. Members of the teams were divided in three smaller groups. We were to redesign the procurement process. They met in separate rooms and were brought back together to compare their processes. To the teams’ surprise, all three redesigns were very similar. From the three redesigns submitted by the teams, there were things that were in common and there were things that were very unique. Some of the things that were in common were the need for electronic signatures and the raising of limits for purchase cards.

This map is a representation of our future procurement procedure. As you can see here, there is quite an improvement from where we are at this point and where we need to be in the future. With this future procurement procedure, let me run a few numbers for you. We, as a team, reduced the current level of processing steps from one hundred twenty-seven to nineteen steps, which represents a change of 85%. The “pinch points” have also been reduced from a total of fifty-seven to twelve, which is a change of roughly 80%, but notice the known delays. There were fifteen with the system we currently have and in the future there is only one possible delay. The process lead time has also been reduced from a max of ninety days to a max of only five days, which represents a 94% improvement. With a new process, there will be no need for additional staffing and no additional monies needed. The new process does not require changes to the current law or labor contracts and, of course, no one loses their jobs because of the Kaizen event; although, some duties may be modified. When it comes to communication and training, our Interim Executive Director, Robin Carlin, has included progress reports in the monthly newsletters that have been sent to employees explaining where we are at the time with the implementation of the new procurement process. Currently, Tommie Jo is in the process of

changing the Procurement Policy and the process is in motion for changing purchase card limits. At the end of this process, some of the results from this change is that employees will feel more valued, which will increase morale and, of course, decrease frustration for everyone involved in the process. This new process will provide a better utilization of time and skills and, best of all, we will have improved relationships between departments and vendors. At this time, John and I will answer questions.

Chairman: Thank you Kevin. Are there any questions for John or Kevin? Very well done.

Kevin Scott: Thank you.

John Arvai: Well that was easy, no questions or comments, but in conclusion I would like say on behalf of Kevin and myself that our introduction to the Kaizen process was very worthwhile and an educational experience, and both of us feel honored to have been selected to be part of this Kaizen Event. Mr. Chairman and Commission Members, a good day to all and thank you very much for your time.

Chairman: Thank you very much. It sounds like excellent work on the part of all of you, so thank you.

Interim Director Carlin: Thank you Mr. Chairman. That concludes my report.

Chairman: Okay. We will now move on to the report of our Engineer. Tony is not here today, so acting in his place will be Dennis Albrecht. Dennis, welcome and you are on.

Assistant Chief Engineer: Thank you. Good morning Mr. Chairman and Commission Members. It is my honor to join you today. I have three resolutions for your consideration this morning. The first resolution for your consideration is to award Contract No. 37-14-01 for the Toll Plaza 232 Truck and Trailer Lot Expansion at Milepost 232.9 in Mahoning County, Ohio. This work is included in the 2014 Capital Improvement Budget. On August 18, 2014, Procurement received two bids for the performance of this Contract and the apparent low bid was submitted by Shelly & Sands, Inc., of Akron, Ohio, in the amount of \$439,031.80. The bid submitted by Shelly & Sands is approximately 12% less than the Engineer's estimate. Shelly & Sands has successfully preformed similar work for the Commission in the past and based on a review of their current projects under contract and previous years' work volume, it appears they have the sufficient capacity to perform the work for this project. Therefore, it is recommended that Contract No. 37-14-01 be awarded to Shelly & Sands, Inc., of Akron, Ohio, in the amount of \$439,031.80. This Resolution also contains provisions to assign Professional Service Industries, Inc., of Cleveland, Ohio, to perform construction administration, inspection and material testing services. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the bid of **Shelly & Sands, Inc., of Akron, Ohio**, in the total bid amount of **\$439,031.80** for the performance of Contract No. 37-14-01 is,

and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Interim Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the non-winning bidder of its bid security when appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Interim Executive Director and the Chief Engineer to assign **Professional Service Industries, Inc.**, of **Cleveland, Ohio**, to Contract No. 37-14-01 for the purpose of performing construction administration, inspection and materials testing, with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that Contract No. 37-14-01 is designated a Fuel Tax Fund Project.

Chairman: Is there a Motion to adopt?

Mr. Balog: So moved.

Chairman: Moved by Mr. Balog. Is there a second?

Ms. Townley: Second

Chairman: Seconded by Ms. Townley. Any questions or comments?

Mr. Dixon: What exactly are we doing here? What are they doing?

Assistant Chief Engineer: Mr. Chairman and Commission Member Dixon, this is a tandem trailer lot where our long combination vehicles add trailers on or drop trailers off, so they can tow doubles or triples along the Turnpike. The existing pavement in the lot is about twenty plus years old, it is very deteriorated, so we are going to remove and resurface the existing asphalt and also expand the lot by about 20% to make room.

Mr. Dixon: Okay. Nothing unusual here then?

Assistant Chief Engineer: Nothing unusual.

Mr. Dixon: Okay. So, I was wondering why they have indicated there will not be any MBE/FBE participation on the Contract?

Assistant Chief Engineer: That is correct.

Mr. Dixon: Why?

General Counsel: Mr. Chairman and Commission Member Dixon, Tommie Jo Marsilio is here and I think she may be able to better answer the question for the Commission Members because her department handles all of that.

Chairman: Tommie Jo, if you would please.

Ms. Marsilio: Thank you Mr. Chairman and Commission Member Dixon. I don't have great news on this one, but I can tell you that the Disparity Study that is going out will allow us to establish goals, which will essentially make it a requirement, or legally all but a requirement, to have MBE participation. As you know, currently, it is a voluntary program and we have no mechanism yet, emphasis on yet, to compel them to do so. So it is driven by price.

Mr. Dixon: It is familiar; I see it all of the time with Shelly & Sands. Do we have ongoing contracts with them right now? Are they doing any work for us right now?

Assistant Chief Engineer: Yes they are.

Mr. Dixon: In the last two years, they have done quite a bit of work for us, haven't they? Can I get some information on how much, if any, MBE/FBE participation has been with any of their contracts in the last two years, three?

Ms. Marsilio: Yes. Mr. Chairman and Commission Member Dixon, we will be happy to put that together for you.

Mr. Dixon: Because we can't make them do it, that is not an excuse to me and I will probably be voting against this contract.

General Counsel: Mr. Chairman, if I may?

Chairman: Yes, please.

General Counsel: I am glad Tommie Jo mentioned the Disparity Study that is being worked on in cooperation with ODOT. Actually, that RFP is being issued today and as Tommie Jo mentioned, once that study is completed we will be able to establish those goals that we want to have for all of our construction projects to require that the contractor step forward with MBE/FBE participation for Commission contracts.

Chairman: Okay. Thank you.

Mr. Cole: Mr. Chairman.

Chairman: Yes, Randy.

Mr. Cole: What is the timing? So, the RFP is going out today, what is the timing for completion of the Disparity Study? Will that be in time for next year's main construction contracts?

Ms. Marsilio: Mr. Chairman and Commission Member Cole, although it will be awarded by then, I would say that it would be unlikely that we would have a result with the opportunity to incorporate that by that construction season.

Mr. Cole: Mr. Chairman, it is only for construction projects? It is not an evaluation of other purchases within the Turnpike's purview.

General Counsel: No, Mr. Chairman and Commission Member Cole. We are including all of the Commission's consulting contracts and our contracts for goods and services in the study. It is a joint cooperative effort with ODOT. ODOT is including their construction and consulting contracts as well. So, it will be a big study, it is going out today; responses will be due back later this fall and we hope to get a good start on it by December 1. However, I do not anticipate that we will have results back by the 2015 construction season.

Mr. Dixon: I am a little disappointed in that because the State and the Department of Transportation are just doing some wonderful things as far as being open and including minority participation. As a matter of fact, I think there was just a 20% set aside that the state just did for the Opportunity Corridor and I think they are paving the way and making it an example that we need to follow and I'm just not, I am a little disappointed. This is \$439,000.00 and no participation. That's not the culture that we are trying to develop and don't get me wrong, I am not beating the bush here. We have made great strides and you have been very helpful Kathleen in guiding us but, this is a slip up and we need to address this and let our vendors know that we don't have to pass laws to make this happen. We want this to happen because they feel it should happen, and because it is good business that we have this participation going on in our contracts. The state is much larger than we are and how can they move so much faster than we are moving?

Mr. Cole: The Governor's dedication to the topic.

Mr. Dixon: You know what I never thought I would say that, but I agree.

Mr. Cole: Mr. Chairman, a couple of process questions.

Mr. Chairman: Please.

Mr. Cole: Off the topic of minority inclusion, but Bid Express, are all of the construction contracts now utilizing Bid Express and, if not, what percentage of the contracts use Bid Express?

Ms. Marsilio: Mr. Chairman and Mr. Cole, yes. We are currently using Bid Express for all construction contracts.

Mr. Cole: How would you evaluate the success of that and/or contractor feedback when you talk about, you know, we just did the presentation on the Kaizen Event and building stronger vendor relationships and things, what kind of feedback have you had on the Bid Express process?

Ms. Marsilio: I think it has been a great success. I am relatively new to the Commission, of course, but anytime we can do something electronically and provide clarity and speed to improve a process has been very successful. We are hoping to move other contracts to electronic, at least email in the future. We are working on that now.

Mr. Cole: Final question/comment Mr. Chairman. Ironically, today is the day that the State law takes effect that the Ohio Newspaper Association has the authority to publish any statewide public notices. It was something we originally put in the budget, two budgets ago, and now in the last MBR we made the change and the Ohio Newspaper Association will publish all second or third required notices at no charge. It eliminates the requirement for any state agency or any political subdivision of the state, Mayor, to publish everything in the newspaper or any other form of required legal notices. It supersedes any other printing and I just encourage the Turnpike and any other political subdivision in the state to take advantage of that significant cost savings opportunity.

Chairman: Thank you.

Interim Director Carlin: May I just say something?

Chairman: Go ahead Robin.

Interim Director Carlin: Mr. Chairman and Commission Member Dixon, if I could just comment. While we are not doing the same level as what was just announced last week for the MBE participation, I will state that we have been attending numerous meetings with our vendors. We have been explaining the process. We have been encouraging increased participation and we have been doing some amazing outreach to try and encourage vendor participation. Tommie Jo has been doing an outstanding job of reaching out to the MBE community to try and improve our relations, as well as improve the process. We hope to see good things come.

Ms. Marsilio: If I may quickly add to that. Mr. Chairman, our overall MBE participation in construction is up significantly in 2014 compared to where we were at the end of 2013. So, we may lose a battle here and there that we would never want to lose, but it seems we are making progress on the war.

Mr. Dixon: Absolutely.

Chairman: I think we certainly recognize that effort that is going on between Legal, the Executive Director and yourself and keep it up. I think we all understand the message.

Ms. Marsilio: Thank you Mr. Chairman.

Mr. Dixon: Mr. Chairman one last comment. If this Resolution does not pass, does it cause any hardship? We are expanding a trailer lot, I mean the Turnpike won't shut down if we don't expand this trailer lot, will it?

Chairman: We really shouldn't be...go ahead.

General Counsel: Mr. Chairman and Commission Member Dixon, I believe it depends on how the votes come out. If the Resolution were not to pass today, the project would be delayed. There is a certain amount of time during which the Commission must approve or reject a project, which is sixty days. Therefore, it would delay this project, it would not necessarily cause a hardship Turnpike-wide, but, as the Assistant Chief Engineer did state, the pavement is significantly deteriorated and the project needs to progress.

Mr. Dixon: Okay. Thanks.

Chairman: Any other questions or comments? Mr. Balog.

Mr. Balog: Mr. Dixon, I only have one comment. I certainly support your position 100%. For a construction project, this is a relatively small contract and a company might not have that many pieces and parts, subcontracts, that it can award to others to go ahead and increase participation. But, again by our standards, although \$439,000.00 is a lot of money, it is not a lot of money for a construction contract.

Mr. Dixon: Okay. Let me ask this. I think I have asked for this before, but I don't think I ever got it. What is the composition of Shelly & Sands? Do they hire minorities? What is their make-up? I asked for that a long time ago, but I don't know if I got it or not. I may have forgot. Did we ever look into that?

Ms. Marsilio: Mr. Chairman and Commission Member Dixon, we do have that information by project that we can provide. They are required to provide that, so I would be happy to provide that to you.

Mr. Dixon: Would you please?

Ms. Marsilio: Yes.

Chairman: Okay. Any other questions or comments? Hearing none. Please call the roll.

Interim Director Carlin: Mr. Balog

Mr. Balog: Yes

Interim Director Carlin: Ms. Townley

Ms. Townley: Yes

Interim Director Carlin: Chairman Hruby

Chairman: Yes

Interim Director Carlin: Mr. Dixon

Mr. Dixon: No

Interim Director Carlin: Mr. Paradiso

Mr. Paradiso: Yes

Chairman: The Resolution passes.

RESOLUTION NO. 57-2014

Resolution Awarding Contract No. 37-14-01, TP232 Truck & Trailer Lot Expansion in Mahoning County

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for TP232 Truck & Trailer Lot Expansion at Milepost 232.9 located in Mahoning County, Ohio, herein designated **Contract No. 37-14-01**; and

WHEREAS, expenditures for the award to be made under Contract No. 37-14-01 will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said Contract award; and

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

WHEREAS, the Chief Engineer reports that the lowest responsive and responsible bid for the performance of Contract No. 37-14-01 was submitted by **Shelly & Sands, Inc., of Akron, Ohio, in the total bid amount of \$439,031.80**, which bid he recommends be accepted by the Commission; and

WHEREAS, the Commission has also been advised by the Director of Contracts Administration that bids for Contract No. 37-14-01 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Shelly & Sands, Inc. for Contract No. 37-14-01 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a performance bond with good and sufficient surety has been submitted by Shelly & Sands, Inc.; and

WHEREAS, the Interim Executive Director has reviewed the reports of the Chief Engineer and the Director of Contracts Administration and, predicated upon such analysis, concurs with the recommendation to award Contract No. 37-14-01 to the lowest responsive and responsible bidder, Shelly & Sands, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Shelly & Sands, Inc.**, of **Akron, Ohio**, in the total bid amount of **\$439,031.80** for the performance of Contract No. 37-14-01 is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said Contract, and is accepted, and that the Chairperson and Interim Executive Director, or either of them, hereby is authorized to: 1) execute a Contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid, 2) direct the return to the non-winning bidder of its bid security when appropriate, and 3) take any and all action necessary or proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Interim Executive Director and the Chief Engineer to assign **Professional Service Industries, Inc.**, of **Cleveland, Ohio**, to Contract No. 37-14-01 for the purpose of performing construction administration, inspection and materials testing, with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that Contract No. 37-14-01 is designated a Fuel Tax Fund Project.

(Resolution No. 57-2014 adopted September 15, 2014)

Chairman: Next one, please.

Assistant Chief Engineer: The second Resolution for your consideration is to ratify the award of a Contract for Emergency Bridge Repairs at the Ohio Turnpike Ramp over State Route 14 located at Milepost 187.0 in Portage County, Ohio. On August 22, 2014, a commercial waste hauling vehicle with an articulated boom struck and severely damaged the south fascia beam of the Turnpike's Ramp Bridge over State Route 14. The extensive damage to the ramp bridge created a potentially dangerous and unsafe condition requiring immediate repair. Consequently, the entrance ramp lane on the bridge was closed to prevent vehicle loads from passing over the damaged area. A preliminary inspection was performed and repair recommendations were submitted by our Consulting Engineer, URS Corporation, and on September 3, 2014, Procurement received three bids for this Emergency Contract. The apparent low bid was submitted by The Ruhlin Company, of Sharon Center, Ohio, in the amount of \$153,500.00. Due to the emergency nature of these repairs, a contract award was authorized by the Interim Executive Director, and it is recommended that the Commission ratify the award of the Contract to The Ruhlin Company in the amount of \$153,500.00 for Emergency Bridge Repairs at the Ohio Turnpike Ramp over State Route 14 located at Milepost 187.0 in Portage County, Ohio. This Resolution also contains provisions to assign URS Corporation, of Akron, Ohio, to perform construction administration and inspection services for this project. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the bid of **The Ruhlin Company**, of **Sharon Center, Ohio**, in the total bid amount of **\$153,500.00** for the performance of the emergency repairs to the Ohio Turnpike ramp over State Route 14 located at Milepost 187.0 in Portage County is, and is by the Commission, determined to be the lowest bid received for the performance of said Contract, and the Contract previously awarded by the Interim Executive Director for said emergency repairs is hereby ratified by the Commission, and the Chairperson and Interim Executive Director, or either of them, hereby are authorized to take any and all action necessary and proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Interim Executive Director and the Chief Engineer to assign **URS Corporation**, of **Akron, Ohio**, to perform construction administration and inspection for said Emergency Bridge Repair Project, with such assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that the General Counsel is authorized to vigorously pursue recovery of all costs incurred for the Emergency Bridge Repair Project from the commercial waste hauling firm responsible for causing the damage.

Chairman: Is there a motion?

Mr. Balog: So moved.

Chairman: Is there a second?

Mr. Paradiso: Second.

Chairman: Any comments or questions?

Mr. Cole: Mr. Chairman, one question. I would think that a steel member itself would have a limited number of suppliers and/or be a bit of a commodity product, but there are huge differences in the price of just the steel member itself. Is there an explanation as to why? Did Ruhlin happen to have one of the right size on hand? I am just curious. I mean there is a huge discrepancy between the three bids.

Assistant Chief Engineer: Mr. Chairman and Commission Member Cole, we noticed that also. We did look over every aspect of the bid and that was one that jumped off of the page at us. We would only be speculating, but we know there were four suppliers in the area that had beams available and, again speculating, Ruhlin may have had a spare piece of beam lying around that was the right size. I suspect that is the only reason we could have that much of a price disparity.

Chairman: That would seem to be the reason.

Mr. Cole: Mr. Chairman, I would just suggest that they measure twice and cut once.

Chairman: Absolutely. Write that down Dennis. Maybe Mr. Cole can go out there and do that for you. Any other questions or comments? Hearing none. Please call the roll.

Interim Director Carlin: Mr. Balog

Mr. Balog: Yes

Interim Director Carlin: Mr. Paradiso

Mr. Paradiso: Yes

Interim Director Carlin: Chairman Hruby

Chairman: Yes

Interim Director Carlin: Mr. Dixon

Mr. Dixon: Yes

Interim Director Carlin: Ms. Townley

Ms. Townley: Yes

Chairman: The Resolution passes.

RESOLUTION NO. 58-2014

Resolution Ratifying Award of a Contract for Emergency Bridge Repairs at the Ohio Turnpike Ramp at State Route 14

WHEREAS, the Ohio Turnpike ramp over State Route 14 located at Milepost 187.0 in Portage County was severely damaged on August 22, 2014, as a result of a commercial waste hauling vehicle with an articulated boom that struck and damaged the south fascia beam; and

WHEREAS, the preliminary inspection and repair recommendation submitted by the Commission's General Engineering Consultant, URS Corporation, indicates that the damage to the south fascia beam was to the extent that closing of the entrance ramp lane on the bridge was required to prevent vehicle loads from passing over the damaged area; and

WHEREAS, the above-described damage to the ramp bridge has created a potentially dangerous and unsafe condition requiring immediate repair; and

WHEREAS, the Commission's Director of Contracts Administration has advised that the competitive bidding requirements set forth in Ohio Revised Code Section 5537.07 do not apply

in emergency situations in which it is essential to remedy hazardous situations or potentially unsafe conditions with as little delay as possible; and

WHEREAS, although formal advertising for the repairs was dispensed with, informal bids to perform the work to effectuate the repairs were solicited from five contractors known to specialize in work of this nature, and care was taken to preserve the record of such solicitation; and

WHEREAS, three bids were received on September 3, 2014, and they were reviewed and analyzed by the Commission's Chief Engineer, who has submitted a report identifying the lowest bidder as **The Ruhlin Company**, of **Sharon Center, Ohio**, which bidder submitted a bid in the amount of **\$153,500.00**; and

WHEREAS, the low bidder has submitted a performance bond with good and sufficient surety and all other documentation required by the Commission in the award of construction contracts; and

WHEREAS, due to the emergency nature of these repairs, a contract award was authorized by the Interim Executive Director, and the Chief Engineer has authorized The Ruhlin Company to proceed with performing said repairs; and

WHEREAS, inasmuch as expenditures under the Emergency Bridge Repair Contract exceed \$150,000.00, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary to ratify the award of said Emergency Contract; and

WHEREAS, the Interim Executive Director is hereby recommending to the Commission that, with the adoption of this Resolution, the Contract for Emergency Bridge Repairs with The Ruhlin Company be ratified; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **The Ruhlin Company**, of **Sharon Center, Ohio**, in the total bid amount of **\$153,500.00** for the performance of the emergency repairs to the Ohio Turnpike ramp over State Route 14 located at Milepost 187.0 in Portage County is, and is by the Commission, determined to be the lowest bid received for the performance of said Contract, and the Contract previously awarded by the Interim Executive Director for said emergency repairs is hereby ratified by the Commission, and the Chairperson and Interim Executive Director, or either of them, hereby are authorized to take any and all action necessary and proper to carry out the terms of said bid and of said Contract; and

FURTHER RESOLVED that the Commission hereby authorizes the Interim Executive Director and the Chief Engineer to assign **URS Corporation**, of **Akron, Ohio**, to perform construction administration and inspection for said Emergency Bridge Repair Project, with such

assignment in accordance with the 2013-2014 Miscellaneous Engineering Services Agreement between the Ohio Turnpike and Infrastructure Commission and said engineering firm; and

FURTHER RESOLVED that the General Counsel is authorized to vigorously pursue recovery of all costs incurred for the Emergency Bridge Repair Project from the commercial waste hauling firm responsible for causing the damage.

(Resolution No. 58-2014 adopted September 15, 2014)

Assistant Chief Engineer: Thank you Mr. Chairman. My last resolution is for authorization of additional expenditures for Project No. 71-14-01 for the Engineering Design and Construction Services, relating to the Investigation, Design and Rehabilitation of Thirteen Bridges between Milepost 171.1 and Milepost 198.5 in Cuyahoga, Summit and Portage Counties. Previously, under Resolution No. 14-2014, the Commission authorized the award of a Contract to Hatch Mott MacDonald, LLC, of Cleveland, Ohio for Phase IA Services, consisting of a Site Inspection and an Engineering Report in the amount not-to-exceed \$101,833.00. On September 4, 2014, a final fee proposal was submitted in the amount of \$128,062.00 for the completion of Phase IB Design and Plan Preparation Services for the rehabilitation of the thirteen structures. The additional expenditures for Phase IB Services will be in excess of ten percent of the original contract award, and therefore, in accordance with Article V Section 1.00 of the Commission's Code of Bylaws, such expenditures require Commission approval. We are requesting Commission authorization for additional expenditures with Hatch Mott MacDonald, LLC, of Cleveland, Ohio, for Phase IB Services in the amount of \$128,062.00. Commission authorization will be requested in the future for Construction Administration and Inspection Services of the Project. It should be noted that Hatch Mott MacDonald has subcontracted approximately 23% of these services to KS Associates, Inc., a Commission certified FBE. With your permission, may the General Counsel please read the Resolved?

Chairman: Please.

General Counsel: RESOLVED that the Commission hereby authorizes the additional expenditures for the completion of the Phase IB Design and Plan Preparation Services required under Project No. 71-14-01 in the not-to-exceed amount of **\$128,062.00** with **Hatch Mott MacDonald, LLC, of Cleveland, Ohio**, and further authorizes the Interim Executive Director and the Director of Contracts Administration to amend the Contract with Hatch Mott MacDonald to perform said services, all in accordance with the terms and conditions of the Commission's RFP for Project No. 71-14-01, Hatch Mott MacDonald's response thereto and its fee proposals therefor.

Chairman: Is there a motion?

Mr. Balog: So moved.

Chairman: Is there a second?

Mr. Paradiso: Second

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

Interim Director Carlin: Mr. Balog

Mr. Balog: Yes

Interim Director Carlin: Mr. Paradiso

Mr. Paradiso: Yes

Interim Director Carlin: Chairman Hruby

Chairman: Yes

Interim Director Carlin: Mr. Dixon

Mr. Dixon: Yes

Interim Director Carlin: Ms. Townley

Ms. Townley: Yes

Chairman: The Resolution passes.

RESOLUTION NO. 59-2014

Resolution Authorizing Additional Expenditures with Hatch Mott MacDonald, LLC under Existing Contract for Engineering Design and Construction Administration Services (Project No. 71-14-01)

WHEREAS, via Resolution No. 14-2014, the Commission awarded a Contract to **Hatch Mott MacDonald, LLC**, of **Cleveland, Ohio** (“**Hatch Mott MacDonald**”) for Project No. 71-14-01 for Engineering Design and Construction Services relating to the Investigation, Design and Rehabilitation of Thirteen Bridges between Milepost 171.1 and Milepost 198.5 in Cuyahoga, Summit and Portage Counties; and

WHEREAS, Hatch Mott MacDonald’s fee proposal for Phase IA services consisting of a Site Inspection and an Engineering Report in the not-to-exceed amount of **\$101,833.00** was also accepted by the Commission pursuant to Resolution No. 14-2014; and

WHEREAS, Hatch Mott MacDonald has submitted a fee proposal dated September 4, 2014, for the completion of Phase IB Design and Plan Preparation Services in the not-to-exceed amount of **\$128,062.00**, which amount has been deemed to be reasonable and necessary by the Chief Engineer; and

WHEREAS, the additional Contract expenditures for Phase IB Services under Project No. 71-14-01 will be in excess of ten percent of the original Contract award and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, the Commission must authorize the amendment to the Contract incorporating such additional expenditures; and

WHEREAS, the Interim Executive Director has reviewed the recommendation submitted by the Chief Engineer, and concurs that the additional expenditures with Hatch Mott MacDonald for the completion of the Phase IB Services under Project No. 71-14-01 should be authorized by the Commission; and

WHEREAS, at the time the construction contract(s) for the rehabilitation of the thirteen bridges between Milepost 171.1 and Milepost 198.5 in Cuyahoga, Summit and Portage Counties is/are awarded, the Commission will be requested to authorize Hatch Mott MacDonald to perform Phase II Construction Administration and Inspection Services for said construction project(s); and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby authorizes the additional expenditures for the completion of the Phase IB Design and Plan Preparation Services required under Project No. 71-14-01 in the not-to-exceed amount of **\$128,062.00** with **Hatch Mott MacDonald, LLC**, of **Cleveland, Ohio**, and further authorizes the Interim Executive Director and the Director of Contracts Administration to amend the Contract with Hatch Mott MacDonald to perform said services, all in accordance with the terms and conditions of the Commission's RFP for Project No. 71-14-01, Hatch Mott MacDonald's response thereto and its fee proposals therefor.

(Resolution No. 59-2014 adopted September 15, 2014)

Chairman: Is there anything else, Mr. Albrecht.

Assistant Chief Engineer: No, Mr. Chairman. Thank you for your time.

Chairman: We will move on now to the report of our CFO/Comptroller, Mr. Seekely.

CFO/Comptroller: Thank you, Mr. Chairman. I have two reports this morning. My first report is an update on our traffic and revenue for the month of August.

This first chart shows the monthly passenger car miles traveled on the Turnpike over the past two years. Passenger car traffic increased for the fifth straight month. As a result, passenger car vehicle miles traveled were 2.3% higher than August of last year.

Commercial traffic increased as well and was 1.3% over August of last year and that makes it seven straight months of improvement over last year.

This chart shows the total vehicle miles traveled through the month of August during each year over the past decade. Total vehicle miles traveled for the first eight months of this year were 1.0% higher than the amount from last year.

The 2.3% increase in passenger car traffic and the toll rate increase on January 1 were partially offset by the effect of increased *E-ZPass*[®] use. As a result, passenger car toll revenue increased 3.5% from August of last year.

The increase in commercial traffic combined with the toll rate increase resulted in commercial vehicle toll revenues increasing 3.3% from last year.

This chart shows the year-to-date toll revenues through the month of August during each year over the past decade. Toll revenues through August were \$5.3 million or 3.1% above the amount from last year.

That completes my report on traffic and revenue. If there are no questions I would like to present our new metrics dashboard.

Chairman: Please go ahead.

CFO/Comptroller: Over the last few months we have been working to develop some metrics that will help us measure our progress on achieving our core values. With input from the finance committee and the department directors, we have been able to develop a core value performance dashboard similar to one that is used by ODOT.

The metrics will measure how well we are doing in keeping the Turnpike:

- Safe and Reliable;
- Well Maintained;
- Efficiently Operated;
- Financially Responsible; and
- How safe and satisfied our employees are.

To measure how well we are keeping the Turnpike safe and reliable we have developed the following four metrics:

1. The number of accidents;
2. The number of injuries;
3. The number of fatalities from accidents in a year will all indicate how safe the Turnpike is for our customers; and

4. The number of events of three miles or more traffic backups will measure how reliable the Turnpike is for our customers.

We have set a goal that is 1% less than the five year average for each of these metrics and you can see on the slide, we met our goal for 2013 for the first three metrics, but we did not meet the goal for the number of events of three miles or more back-ups last year. Back-ups can occur for a number of reasons, including traffic accidents, heavy traffic at interchanges or because of lane restrictions in maintenance zones.

To measure how well we are maintaining the Turnpike, we have developed three metrics: The first two, Pavement Condition Rating and Bridge Condition Rating, measure how well the physical assets of the Turnpike are being maintained. We have established a goal of a Pavement Condition Rating of eighty on a scale of 0-100 with 100 being new pavement and a Bridge Condition Rating of seven on a scale of 0-9 with 9 being new pavement. The third metric will measure Snow and Ice Control, and how well we keep the road clear from snow and ice. Each maintenance section keeps track of how long after the end of a snow event it takes to clear the road of snow. We have set a goal that all sections of the road will be cleared of snow within two hours of the end of a snow event. There has been only one occurrence in the last five years where we did not achieve that and that was during the major accident that closed a segment of the Turnpike for a day last year.

To measure how efficiently we are operating the Turnpike, we have developed four financial metrics: The first two, Cash Collection Cost Per Transaction and the Electronic Toll Collection Cost Per Transaction, will measure how much it costs to collect tolls. We have established a goal for each year to be 1% lower than the inflation adjusted five year average cost per transaction. The third metric, Roadway Maintenance Cost Per Lane Mile, will measure how cost effective the Maintenance Department is. We have established a goal for each year to be 1% lower than the inflation adjusted five year average cost per mile. The fourth metric, Total Operation and Maintenance Cost Per Lane Mile, includes all of the Turnpike operating costs including administration, maintenance, toll collection, service plaza operations and the cost of the Ohio State Highway Patrol. We have established a goal for each year to be 1% lower than the inflation adjusted five year average cost per mile.

We have done a good job at controlling costs over the last few years, and as a result we have achieved all of our goals in this area.

To measure how financially responsible we are in managing the Turnpike we will utilize four metrics: The first metric, Days Cash On Hand, is a metric that the credit rating agencies monitor. The goal equals the recently established Commission policy of always maintaining three hundred sixty-five days of cash on hand. The second and third metrics in this category include the Senior Lien and Composite Debt Coverage Ratio metrics, which are closely watched by the credit rating agencies and our trust agreements have minimum debt coverage ratio requirements. The goal of two times coverage for the Senior Lien debt coverage ratio equals the recently established Commission policy. The Composite Debt Coverage Ratio goal is consistent with our indication to the credit rating agencies that we would not go below a composite debt

coverage ratio of 1.7 x coverage. The fourth metric, the Operating Expense Ratio, will measure our operating costs as a percentage of revenue. We have gone from an Operating Expense Ratio of 53.6% in 2008 to 38.8% in 2013. This is a pretty significant decrease and is a result of controlling our operating costs while we have increased revenue. We have established a goal for each year to be 1% lower than the five year average.

Concerning our employees and their well-being, we are currently working on developing an Employee Satisfaction Survey that will indicate, among other things, how our employees feel about their work environment. We hope to have this metric completed before the end of the year. The last three metrics in this category all deal with employee safety. We are tracking Employee Injury Incident Reports filed by employees who are injured on the job. We are also tracking Valid Workers' Compensation Claims for injuries which are severe enough to require medical attention or lost time. Lastly, Workforce Crashes occur when an employee is involved with a vehicle accident. We have established goals for each of these metrics to be 1% lower than the five year average.

On the screen you can see our complete Core Value Performance Dashboard. You also have a hard copy in your folder. We achieved our goal in 2013 on fourteen of the metrics and did not achieve our goal on four of the metrics. We intend to provide you with an updated Core Value Performance Dashboard at least annually.

That completes my presentation. I would be happy to answer any questions anyone might have.

Chairman: Thank you, Marty. Any questions for Marty? Mr. Dixon.

Mr. Dixon: I want to apologize, Mr. Chairman. I know that when you come in late you are not supposed to talk this much.

Chairman: That's quite alright.

Mr. Dixon: It kind of deals with both parts of your presentation, which is very informative, so thank you very much. Is there a ratio between VMI and revenue? I am sure there is a ratio, but is there a formula that if we have certain amount of VMI increase that we should have a certain percentage of revenue increase?

CFO/Comptroller: Vehicle miles traveled you mean? Vehicle miles traveled versus revenue?

Mr. Dixon: Yes.

CFO/Comptroller: The Turnpike actually has seven classes, so each vehicle class is set-up to have a toll rate per mile for each vehicle class, so as the traffic in each vehicle class would increase, then our revenue would increase. There is that relationship of the cost per mile to the customer and the toll rate per mile.

Mr. Dixon: So if it's out of whack, you can see that? Maybe I am over simplifying, I don't know.

CFO/Comptroller: Yes, if there was something that was out of whack and we saw the cost per mile that we were achieving in a certain class was low or high then we would look into that and try to determine why that was happening.

Mr. Dixon: Okay. Thank you.

Chairman: Any other questions? Comments? Hearing none. Anything else, Marty?

CFO/Comptroller: That completes my report.

Chairman: Thank you for the great report. We appreciate your fine work, Marty. Director of Audit and Internal Control, David Miller.

Director of Audit and Internal Control: Good morning, Mr. Chairman and Commission Members. The Commission's 2008 contract for independent auditing services with Ciuni & Panichi, Inc., expired with the completion of the Fiscal 2011 audit. At the recommendation of the Auditor of State, this contract was extended for the audits of Fiscal 2012 and 2013. Similarly, the Auditor of State has again recommended that the contract with Ciuni & Panichi should be extended by one additional year to include the audit of Fiscal 2014. Approval of this extension will make Ciuni & Panichi's eleventh consecutive fiscal audit of the Commission overall. Ciuni & Panichi has consistently provided quality service to the Commission throughout this tenure, and has gained a thorough understanding of our industry and business practices and become a trusted advisor. Ciuni & Panichi proposed fee for the Fiscal 2014 audit is \$92,000.00. This amount represents an approximate 7.4% decrease as compared to the fee for Fiscal 2013. Fees were higher for the prior year primarily as a result of procedures in connection with the 2013 debt issuance. I have discussed this fee with Ciuni & Panichi's engagement partner and I am satisfied that it is appropriate in consideration of the work to be performed. Therefore, I recommend that the Commission move today to extend the contract with Ciuni & Panichi for the audit of Fiscal 2014. The Resolution for this extension is included in your folders this morning. With your permission, Mr. Chairman, I would like to ask that the General Counsel please read the Resolved.

Chairman: Please.

General Counsel: RESOLVED that the Commission hereby approves the extension of the Contract with the Independent Public Accounting firm of **Ciuni & Panichi, Inc.**, of **Cleveland, Ohio**, for a one-year period to cover the Fiscal Year 2014 Audit, and authorizes the Interim Executive Director and the General Counsel to take whatever action is necessary to extend said Contract between the Auditor of State, the Ohio Turnpike and Infrastructure Commission and Ciuni & Panichi for such services to be performed in accordance with the proposal submitted by Ciuni & Panichi, and further authorizes the Director of Audit and Internal Control and the CFO/Comptroller to take any and all actions necessary or appropriate to carry out the terms and conditions of such Contract.

FURTHER RESOLVED that a certified copy of this resolution shall be transmitted to the Trustee for the Bondholders in accordance with Article V, Section 5.15 of the Master Trust Agreement.

Chairman: Is there a motion?

Mr. Balog: So moved.

Chairman: Moved by Mr. Balog. Is there a second?

Mr. Paradiso: Second

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

Interim Director Carlin: Mr. Balog

Mr. Balog: Yes

Interim Director Carlin: Mr. Paradiso

Mr. Paradiso: Yes

Interim Director Carlin: Chairman Hruby

Chairman: Yes

Interim Director Carlin: Mr. Dixon

Mr. Dixon: Yes

Interim Director Carlin: Ms. Townley

Ms. Townley: Yes

Chairman: The Resolution passes.

RESOLUTION NO. 60-2014

Resolution Approving Extension of Contract for Independent Public Accounting Services

WHEREAS, Article V, Section 5.15 of the Amended and Restated Master Trust Agreement dated April 8, 2013 (“Master Trust Agreement”) requires that an annual audit of the Commission’s financial statements, books and accounts be carried out by an independent,

certified public accountant approved by the Ohio Auditor of State, and a similar provision is set forth in Ohio Revised Code Section 5537.17(E); and

WHEREAS, in January 2008, a Request for Proposals (“RFP”) for Independent Public Accounting Services for Fiscal Years 2007 through 2011 was issued by the Auditor of State’s Office, and an Evaluation Team consisting of members of the Commission’s Audit and Finance staff evaluated the three proposals received and provided recommendations to then Auditor of State, Mary Taylor, who concurred that **Ciuni & Panichi, Inc., of Cleveland, Ohio**, should be awarded the Contract; and

WHEREAS, the cost of auditing the Commission’s books and accounts by independent, certified public accountants is treated as a part of the Commission’s operations and, because expenditures incurred by the Commission under this Contract over the course of the five-year term was in excess of \$150,000.00, in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws, the Commission authorized said expenditures via Resolution No. 9-2008; and

WHEREAS, with the pending expiration of the five-year Contract with Ciuni & Panichi at the end of 2012, Auditor of State, David Yost, advised that the Contract should be extended for at least a one-year period to conduct the Fiscal Year 2012 Audit, and an extension in the amount of \$92,300.00 was authorized via Resolution No. 41-2012; and

WHEREAS, Auditor of State Yost again advised that the Contract with Ciuni & Panichi should be extended for at least a one-year period to conduct the Fiscal Year 2013 Audit, and an extension in the amount of \$99,310.00 was authorized via Resolution No. 84-2013; and

WHEREAS, Auditor of State Yost has again advised that the Contract with Ciuni & Panichi should be extended for a one-year period to conduct the **Fiscal Year 2014 Audit**, and Ciuni & Panichi estimates a total cost of **\$92,000.00** for such services, which is an approximate 7.4% decrease from expenditures for the Fiscal Year 2013 audit when additional expenditures were incurred due to the need for Ciuni & Panichi to review the 2013 debt issuance by the Commission; and

WHEREAS, the Commission’s Director of Audit and Internal Control advises that Ciuni & Panichi has continued to perform in a satisfactory manner, and has significant experience and familiarity with the Commission’s operations and financial structure, and he, therefore, concurs with the recommended Contract extension for at least a one-year period; and

WHEREAS, inasmuch as expenditures to be incurred by the Commission under this Contract extension will be in excess of ten percent of the original Contract award, in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws, the Commission must authorize said extension; and

WHEREAS, the Interim Executive Director has reviewed the recommendation of the Commission’s Director of Audit and Internal Control and concurs with his recommendation; and

WHEREAS, the Commission has duly considered said recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby approves the extension of the Contract with the Independent Public Accounting firm of **Ciuni & Panichi, Inc.**, of **Cleveland, Ohio**, for a one-year period to cover the Fiscal Year 2014 Audit, and authorizes the Interim Executive Director and the General Counsel to take whatever action is necessary to extend said Contract between the Auditor of State, the Ohio Turnpike and Infrastructure Commission and Ciuni & Panichi for such services to be performed in accordance with the proposal submitted by Ciuni & Panichi, and further authorizes the Director of Audit and Internal Control and the CFO/Comptroller to take any and all actions necessary or appropriate to carry out the terms and conditions of such Contract.

FURTHER RESOLVED that a certified copy of this resolution shall be transmitted to the Trustee for the Bondholders in accordance with Article V, Section 5.15 of the Master Trust Agreement.

(Resolution No. 60-2014 adopted September 15, 2014)

Chairman: Anything else, David?

Director of Audit and Internal Control: Nothing further this morning.

Chairman: Thank you for your report. We will move on to the report of our General Counsel, Kathleen Weiss.

General Counsel: Thank you, Mr. Chairman. No further report, other than to tell you that, once we have the results of the RFP process, we will inform the Board as to who has been selected as the Disparity Study Consultant.

Chairman: Thank you. Any questions for Kathleen? Hearing none. We will move on to the report of our Financial Advisor, Bethany Pugh.

Financial Advisor: No report, Mr. Chairman.

Chairman: General Consultant, Scott Buchanan?

General Consultant: No report, Mr. Chairman.

Chairman: Thank you. Our Trustee from Huntington, Frank Lamb?

Trustee: No report, Mr. Chairman.

Chairman: And the report of the Ohio State Highway Patrol, Lieutenant Weirtz.

Lieutenant Weirtz: Good morning, Mr. Chairman and Members of the Commission. I would just like to report on one investigation that I feel is significant, especially given the incident in Pennsylvania with the woman who was severely injured with the rock thrown from the overpass. On August 17 and August 24, on two separate weekends, there were incidents on a two-mile stretch of the Ohio Turnpike in the city of Maumee, where rocks and glass bottles were thrown at eastbound vehicles. There were several vehicles that were damaged. Troopers responded to that area. There were also barrels that were moved into the eastbound lanes causing vehicles to have to swerve to avoid those barrels. Troopers from the Swanton Post, working with the Maumee Police Department, were able to locate a possible suspect address. Investigators from the Findlay District, Sergeant Ashenfelder and OSHP Criminal Intel Analysts worked with the Maumee Police Department Detectives and were able to identify possible suspects from that address. The individuals were interviewed and all three admitted to their role and implicated each other in the rock throwing incident. Currently, charges are pending with the Maumee City Prosecutor. To date, there have no other reported incidents in that area. I would also like to report that we have two new commanders on the Turnpike, Lieutenant Chad Bass at Hiram and Lieutenant Rick Reeder at Milan. That concludes my report.

Chairman: Any questions for the Lieutenant? Thank you very much, I appreciate it. The next Commission Meeting will be held on Monday, October 20, 2014, at 10:00 a.m. Are there any further questions? Hearing none. May I have a motion to adjourn?

Mr. Balog: So moved.

Chairman: Moved by Mr. Balog. May I have a second?

Mr. Paradiso: Second

Chairman: Please call the roll.

Interim Director Carlin: Mr. Balog

Mr. Balog: Yes

Interim Director Carlin: Mr. Paradiso

Mr. Paradiso: Yes

Interim Director Carlin: Chairman Hruby

Chairman: Yes

Interim Director Carlin: Mr. Dixon

Mr. Dixon: Yes

Interim Director Carlin: Ms. Townley

Ms. Townley: Yes

Time of adjournment: 10:53 a.m.

Attendees for Record Keeping Purposes:

Scott Buchanan, URS; Frank Lamb, Huntington Bank; Tom Perevosnik, IUOE Local 18; Bethany Pugh, PFM; Jim Gates, ODOT; Tim McDonald, ODOT; Halle Jones Capers, G. Stephens; Lieutenant Weirtz, OSHP; Dan Castrigano, GPI; Sarah Brown, HNTB; Scott Buchanan, URS; Eugene Baxendale, Hill; Marty Seekely, Ohio Turnpike; David Miller, Ohio Turnpike; Dennis Albrecht; Ohio Turnpike; Kathleen Weiss, Ohio Turnpike; Robin Carlin, Ohio Turnpike; Sharon Isaac, Ohio Turnpike; Tommie Jo Marsilio, Ohio Turnpike; Kevin Scott, Ohio Turnpike; John Arvai, Ohio Turnpike; Lisa Mejac, Ohio Turnpike; Helen Guggenbiller, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; Chris Matta, Ohio Turnpike; Brian Newbacher, Ohio Turnpike.

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

Sandra K. Barber, Secretary-Treasurer