

**MINUTES OF THE 677th MEETING OF THE
OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
SEPTEMBER 21, 2020**

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

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

Secretary-Treasurer, Michael Peterson, advised that he is unable to attend today's meeting.

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

Assistant Secretary-Treasurer: Chairman Hruby

Chairman, Jerry Hruby: Here

Assistant Secretary-Treasurer: Vice Chairman Paradiso

Vice Chairman, Timothy Paradiso: Here

Assistant Secretary-Treasurer: Mrs. Barber

Commissioner, Sandra Barber: Here

Assistant Secretary-Treasurer: Mr. Coviello

Commissioner, Guy Coviello: Here

Assistant Secretary-Treasurer: Ms. Eaton Johnson

Commissioner, Vickie Eaton Johnson: Here

Assistant Secretary-Treasurer: Dr. Marchbanks

Commissioner, ODOT Proxy, Dr. Jack Marchbanks: Here

Assistant Secretary-Treasurer: Mr. Kennedy

Office of Budget and Management, James Kennedy: Here

Assistant Secretary-Treasurer: Senator McColley

Senator Rob McColley: Here

Assistant Secretary-Treasurer: Representative Greenspan

Representative Dave Greenspan: (Not in attendance)

Chairman: We have a quorum. This is the 677th Meeting of the Ohio Turnpike and Infrastructure Commission. We are holding a meeting today via Microsoft Teams.

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

Various reports will be received, and we will act on resolutions. Draft copies have been sent to the Members. The Resolutions will be explained during the appropriate reports.

May I have a motion to adopt the Minutes of the August 17, 2020, Commission Meeting.

MOTION: A motion to adopt the Minutes of August 17, 2020, Commission Meeting was made by Dr. Marchbanks and seconded by Mr. Coviello. Any questions, comments, or additions to the minutes? Hearing none. Roll call on the motion, please. All Commission Members present voted to approve the Minutes.

Chairman: The August 17, 2020 Commission Meeting Minutes are adopted. We will move on with the report of the Secretary-Treasurer that will be read today by General Counsel, Jennifer Stueber.

General Counsel: The following items have been provided to the Members since the last scheduled meeting of the Commission on August 17, 2020:

1. Six Resolutions;
2. Draft Minutes of the August 17, 2020 Commission Meeting; and
3. Agenda for today's meeting.

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

1. Traffic Crash Summary Report, August 2020;
2. Traffic and Revenue Report, August 2020;

3. Total Revenue by Month and Year, August 2020;
4. Investment Report, August 2020; and
5. Financial Statement, July and August 2020.

That concludes the Secretary-Treasurer's report.

Chairman: Thank you. Any questions or comments regarding the Secretary-Treasurer's report? Hearing none, we will move on to the report from the Executive Director, Ferzan M. Ahmed.

Director Ahmed: Thank you, Mr. Chairman. I have a short report today because of two brief presentations on new initiatives.

Our team members are known for their customer service. There are several members I would like to recognize for going above and beyond.

One is Rae Brough, who is an Incident Responder, in Amherst. A customer reached out to us about how helpful Rae was in their time of distress. She was awarded with a Letter of Commendation. Thank you, Rae.

Recently, there was a news story about how the Ohio State Highway Patrol saved the life of a heart attack patient on the turnpike. This incident occurred on Tuesday, August 18th. Our team members delivered an AED (defibrillator) and set up traffic control for Trooper Eddie Lopez and Trooper Christopher Kaczmarsky to administer CPR to save the victim's life. I would like to recognize Trooper Eddie Lopez and Trooper Christopher Kaczmarsky, Greg Brown, John Gulish, Jeff Crecelius, Rae Brough and Mike Cole for their work. Thank you.

We recently received an email from a patron from Pittsburgh, whose family lives in Cleveland. They had not seen their mother since Christmas and felt that a halfway outdoor picnic on the Turnpike would be a safe alternative. They reached out to Dana Brown and were extremely complimentary of how helpful she was. In the patron's words, Dana was "pleasant, empathetic, efficient and offered just the guidance we needed. She went over and above just answering my questions and offered me to text her the day and time so she could alert staff if we needed any additional assistance." Thank you, Dana, for such great customer service!

I congratulate Brenda Rusnak and Angelika Engel in the Toll Operations Department on their retirement. Angelika retired yesterday and Brenda will retire before our next Commission meeting. My gratitude to Angelika and Brenda for their service to the Commission, our customers and fellow team members.

The 3rd Annual "W82TXT" teen video contest ended Labor Day with seven video submissions. This contest is for students in grades 9-12 to submit a 6-60 second video to spread awareness about the dangers of distracted driving. The students will compete for prizes such as a 12-Month Adobe Creative Cloud Subscription or an Apple watch or a \$250 Amazon Gift Card.

The grand prize winner also will get to choose a booster club at their school, to which the Ohio Turnpike will donate \$500.

You can view the videos and cast your vote for your favorite 2020 “W82TXT” video on ohioturnpike.org. Voting is open to the public to encourage the kids to promote their videos amongst their peers to gain votes, thereby increasing reach of the videos. Voting is up from last year. With three weeks left to vote we have received over 2,400 votes. Whereas, last year, the contest concluded with approximately 2,700 votes total. Voting this year closes on October 9th.

Mr. Chairman, that concludes my report, and with your permission, I would like to invite Traffic & Highway Engineer, Travis Bonnett, and Chief Technology Officer, Brian Kelley, to make two short presentations about a couple of hi-tech, innovative initiatives that are going on.

Mr. Bonnett: Good morning, Mr. Chairman and Commission Members. My name is Travis Bonnett and I am the Traffic Engineer at the Turnpike. The Ohio Turnpike and Ford collaborated on a connected vehicle project. The project plan called for a multi-phased approach. Today, I will talk about Phase 1.

Scholars, historians and my wife and I have argued for years about which is the best navigation app. I am a Google Maps person. She is a Waze person. We have a common enemy in Apple Maps.

Early versions of most navigation apps depended on traffic data provided by government agencies and private companies. They used this data to produce live traffic conditions.

Presently, all apps scrape our cell phone data to create their traffic maps. We all agreed to give them our data when we download our favorite apps.

Now, navigation app developers have hundreds of millions of moving data points. Thanks to all of us, traffic conditions, origination/destination studies, etc., have become low hanging fruit letting motorists know about work zones and incidents has become more important and difficult to ascertain.

Some apps shows motorists incidents along the road which includes disabled vehicles, accidents , slowdown and even speed traps. These are all supplied by app users. This is also known as “crowd sourcing.”

One big disadvantage of “crowd sourcing” is accuracy. Someone sitting in a queue of traffic 2-miles long may select there is a work zone. First, the location shown is 2-miles from the actual work zone. Second, it might not even be a work zone. It could be a traffic crash.

For that reason, app developers supplying information want confirmed information from infrastructure owners such as the Ohio Turnpike.

In mid-2019, Executive Director, Ferzan Ahmed, was approached by Ford Mobility with these issues in mind.

Ford plans on deploying cellular vehicle-to-everything technology or C-V2X in all their new vehicle models in the United States beginning in 2022.

V2X communication is the passing of information from a vehicle to any entity that may affect the vehicle, and vice versa. It is a vehicle communication system that incorporates other more specific types of communication including:

- V2I (vehicle-to-infrastructure)
- V2N (vehicle-to-network)
- V2V (vehicle-to-vehicle)
- V2P (vehicle-to-pedestrian)
- V2D (vehicle-to-device)
- V2G (vehicle-to-grid)

The Ford team was pursuing projects that focus on supporting the integration and deployment of C-V2X technology into Ford vehicles and infrastructure. They were engaging with state and local transportation partners to develop and test real-world features that will be a core part of their business plan moving forward.

The Commission's existing proof-of-concept connected vehicle system made us a natural partner. The Commission agreed to a multi-phase project plan.

Phase 1 plan included deploying a smart phone application to disseminate Traveler Information Messages (TIMs) and Turnpike relevant information through the Ford SYNC infotainment system.

The Ohio Turnpike assisted the automotive manufacturer with developing and testing the driver alert system. Information that is entered on the Turnpike website regarding incidents, work zones, facility closures, etc. is fed directly to Ford. Therefore, real-time road information is provided directly by the infrastructure owner, in this case, the Ohio Turnpike.

In order to test this system, we used four of our existing connected vehicles from the Turnpike's connected vehicle project. The operators downloaded the Ford app to their phone. The phone was linked to the vehicle's SYNC system. Alerts were placed in the AppLink software. As the driver traveled down the Turnpike the alerts appeared on the SYNC screen and audibly.

The Commission is currently in discussions with Ford regarding phase 2 of the project. Thank you for your time today. That concludes my presentation.

Chairman: Thank you. Mr. Bonnett. Any questions for him? Hearing none, we will move on to the report of Mr. Kelley.

Mr. Kelley: Good morning, Mr. Chairman and Commission Members. This morning I will report to you on our solar energy development project which we recently launched.

So, with this particular project we began by identifying 255 acres across the 241 miles of the Ohio Turnpike where we could potentially establish and build solar fields. We are also looking at areas where we can build large solar carport structure over existing parking areas on the Ohio Turnpike. The areas that we identified are around our thirty-one toll plazas and interchanges, our fourteen service plazas, our eight maintenance buildings and the right-of-way property along the Ohio Turnpike. We are also looking at possibilities at our Administration Building complex in Berea.

The toll plaza example on the left and the service plaza example on the right show where we can potentially build these solar fields or these solar carports. We have gone across the 241-miles leveraging our GIS mapping system to identify these areas so that we can begin looking to see which areas could be the best in terms of generating solar energy, but a number of other things as well.

So, the 255 areas we are looking for five-acre areas to fifteen to twenty acre size areas. These are the typical acreage that is used to build a solar field or build a solar carport. We are looking at opportunities to green power Ohio Turnpike facilities, so locating such solar fields or solar carports next to a toll plaza or service plaza would let us generate some, possibly all the power that those facilities would need. We are also focused on educating the public. If we build any of these facilities next to a service plaza, for example, we will create within that opportunity the ability to educate the public where they can come and view the solar field. We are also focused on areas that could encourage economic development along existing communities along the Ohio Turnpike where we would not only be benefiting, but those communities along the Turnpike would benefit as well. We are looking to be able to generate revenues and/or profit sharing. We are looking to leverage these opportunities by partnering with an energy company or a private company.

So, how would the public/private model work? It is very simple, four steps. The Ohio Turnpike and Infrastructure Commission would provide the land. We are looking at existing land, we are not looking at acquiring any new land for the solar development opportunities. The private entity we would partner with would build the field. Resulting from that, we would get free energy that we could use to power our facility and the private entity would then have the ability to sell the remaining energy and leverage their own profit off of that. So, we are looking for the ability to generate our own power, generate some additional revenue for the Ohio Turnpike and then through the partnership allowing the private entity to benefit as well in this win-win partnership by being able to sell some of that energy.

So, to do this and this is something entirely new for us as we begin exploration and moving forward on this project, we found that it would be beneficial to partner and collaborate with others who have experience and can give us guidance and directives. So, we are collaborating with The

Ray. The Ray is a non-profit organization in Georgia on a section of I-85 and they focus on futuristic road technology and they already have experience in the solar development that we are looking to do. So, we have established collaboration with The Ray and they are providing free consultation and guidance to us as we move forward. We have also reached out to the Ohio Environmental Protection Agency (“EPA”) and we have had conversations with them and we have engaged a team from the Ohio EPA to work with the Ohio Turnpike Solar Development Project team as we move forward. We have also reached out and have had conversations with the Ohio Public Utilities Commission and they formed a team as well.

So, our next step as we move forward with the endeavor is to issue Request for Information. We have a list of thirty plus questions for energy company providers and private entities that are interested in this opportunity to get our general questions answered in terms of how this project can be approached from their perspective. Once we get those proposals back, we will review those and we will either issue a Request for Qualifications to potential energy companies and private entities that we interested in partnering with us or we could proceed directly to an issuance of a Request for Proposals. But as we are moving through these steps, we are working with The Ray, the Ohio EPA, and the Public Utilities Commission of Ohio. They are reviewing what we are doing, giving us input, advice and direction so that we can make the right decisions and the best decisions that are in the best interest of the Ohio Turnpike and Infrastructure Commission.

Thank you, Mr. Chairman and Commission Members for the opportunity to give you have overview. I will certainly keep you apprised. I would be happy to answer any questions.

Chairman: Thank you, Mr. Kelley. Are there any questions or comments?

Dr. Marchbanks: I am very impressed with what is going on with the potential solar fields. Is it a RFI or RFP that is getting ready to go out?

Mr. Kelley: Chairman Hruby and Dr. Marchbanks, it is a Request for Information.

Dr. Marchbanks: One more question, is it possible that the Ohio Department of Transportation and the Department of Administrative Services, we also have lots of acreage which is potential grounds for solar fields, we would really like to compare notes and find out how you have progressed so far.

Mr. Kelley: Chairman Hruby and Dr. Marchbanks, that would be an excellent idea. We would love to begin that collaboration right away. So, we will reach out to the Ohio Department of Transportation. We would very much welcome that opportunity and I think that would be something we would want to begin immediately as we move forward.

Dr. Marchbanks: I can put you in contact with Matt Damschroder as well.

Chairman: Thank you, Dr. Marchbanks. Sounds like an outstanding program. We wish you well and keep us advised. Any other questions or comments?

Director Ahmed: Chairman, I just wanted to thank our two outstanding team members. They are passionate about this, so let us see where we go. We will certainly keep the Commission apprised. Mr. Chairman, I do not have any other comments. Thank you very much.

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

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

I would like to provide you with an update on the procurement of rock salt for the 2020-2021 snow and ice season. Under Resolution No. 32-2020, the Commission authorized our participation in ODOT's Cooperative Purchasing Program for the procurement of Sodium Chloride for the 2020/2021 winter season. The Resolution required that we report back to the Commission indicating the results of the ODOT bidding process. The Cooperative Purchasing Program contracts for the procurement of Rock Salt requires the Commission to purchase a minimum of 90% of the Winter Use bid quantity and provides the option to also purchase a maximum of 110% of the Winter Use bid quantity. The Commission's total expenditure for Rock Salt for the 2020/2021 Winter Season will be a minimum of \$2,298,798.00, and up to a maximum of \$2,809,642.00. The average price per ton is \$52.99 for the 2020/2021 winter season, as compared to \$72.49 per ton for the 2019/2020 winter season. I would like to thank ODOT for extending their purchasing agreement to us, and for obtaining the favorable pricing. I would be happy to answer any questions relating to the rock salt procurement, otherwise I will begin presenting the five resolutions for consideration.

The first resolution for your consideration seeks the Commission's authorization to award Project No. 71-20-01 for Engineering Services relating to the beam strengthening of the Township Road 22 Bridge over the Mainline at Milepost 27.3 and the deck replacements of the Township Road 17 Bridge over the Mainline at Milepost 32.2, the Township Road 12-1 Bridge over the Mainline at Milepost 37.1, and the Brailey Road Bridge over the Mainline at Milepost 46.4, all in Fulton County, Ohio. On March 20, 2020, Procurement received thirteen (13) Letters of Interest for Project No. 71-20-01, from which three (3) firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Glaus, Pyle, Schomer, Burns, DeHaven, Inc. dba GPD Group ("GPD Group"), of Cleveland, Ohio, was most qualified to perform the services. Fee negotiations commenced between GPD Group and our Engineering staff, and on August 10, 2020, a final fee proposal was submitted in the amount of \$482,750.00 for Phase I services. The services for Phase I include the Site Inspection, Engineering Report, Design and Plan Preparation for the beam strengthening and bridge deck replacement of these structures. Phase II Services includes Construction Administration and Inspection, which we will request Commission authorization at a later date. Therefore, we are requesting Commission authorization for the award of Project No. 71-20-01 to GPD Group, of Cleveland, Ohio, for Phase I of this Project in the amount of \$482,750.00. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Approving the Selection of GPD Group for Project No. 71-20-01 in the Total Amount of \$482,750.00.

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

MOTION: A motion to adopt *Resolution Approving the Selection of GPD Group for Project No. 71-20-01 in the Total Amount of \$482,750.00* was made by Mrs. Barber, seconded by Vice Chairman Paradiso, and approved by all Commission Members present. Resolution No. 57-2020.

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

Chief Engineer: The next resolution for your consideration seeks the Commission's authorization to award Project No. 71-20-02 for Engineering Services relating to the deck replacements of the ramp bridge at Toll Plaza 145 over State Route 57 at Milepost 145.1 and the Race Road Bridge over the Mainline at Milepost 149.2 in Lorain County, Ohio, and the Deck Replacement of the Stearns Road Bridge over the Mainline at Milepost 154.6 in Cuyahoga County, Ohio. On March 20, 2020, Procurement received seventeen (17) Letters of Interest for Project No. 71-20-02, from which three (3) firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Carpenter Marty Transportation, Inc., ("Carpenter Marty"), of Columbus, Ohio, was most qualified to perform the services. Fee negotiations commenced between Carpenter Marty and our Engineering staff, and on August 2, 2020, a final fee proposal was submitted in the amount of \$310,360.00 for Phase I services. The services for Phase I include the Site Inspection, Engineering Report, Design and Plan Preparation for the bridge deck replacement of these structures. Phase II Services includes Construction Administration and Inspection, which we will request Commission authorization at a later date. Therefore, we are requesting Commission authorization for the award of Project No. 71-20-02 to Carpenter Marty Transportation, Inc., of Columbus, Ohio, for Phase I of this Project in the amount of \$310,360.00. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Approving the Selection of Carpenter Marty Transportation, Inc. for Project No. 71-20-02 in the Total Amount of \$310,360.00.

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

MOTION: A motion to adopt *Resolution Approving the Selection of Carpenter Marty Transportation, Inc. for Project No. 71-20-02 in the Total Amount of \$310,360.00* was made by Dr. Marchbanks, seconded by Mr. Coviello, and approved by all Commission Members present. Resolution No. 58-2020.

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

Chief Engineer: The third resolution for your consideration seeks the Commission's authorization to award Contract No. 39-20-01 Parts A, B and C. Part A of the project is the Reconstruction of the Eastbound and Westbound Mainline Pavement and Shoulders from Milepost 0.00 to Milepost 7.26 in Williams County. Part A of the project also includes the construction of the entrance and exit ramps to and from new Toll Plaza 4 and the Open Road Tolling lanes which is part of the Modernization of the Toll Collection System. Part B of the Project includes the site

construction for the new mainline Toll Plaza 4 in Williams County, again part of the Modernization of the Toll Collection System. Part C of the Project is the Construction of a wetland as required by Ohio Environmental Protection Agency and Army Corps of Engineers, Section 401 and Section 404 Permits, respectively. This construction Project will be performed over the 2020 through 2023 construction seasons, and this work is included in the 2020 Capital Improvement Budget. On September 2, 2020, Procurement received three (3) bids for this Contract. The Contract Documents included line items for a voluntary Waste Site Deduct Alternate, as well as a voluntary Temporary Access Deduct Alternate. The apparent low bid, when including the deduct alternates, was submitted by The Beaver Excavating Company, Inc. (“Beaver”), of Canton, Ohio in the amount of \$67,594,181.85. Beaver included a line item deduct in the amount of \$925,000 for the Waste Site Deduct Alternate and \$1,225,000 for the Temporary Access Deduct Alternate. The base bid submitted by Beaver, without deduct alternates, is about 12.8% lower than the Engineer’s Estimate of \$80,000,000. The Construction Manager, Hill International, Inc., of Broadview Heights, Ohio, has carefully evaluated the complete bid tabulation and finds no errors or anomalies. Based on a review of Beaver’s Financial Statement and Experience Questionnaire, it appears they have the capacity to perform this work. Beaver has not performed any projects for the Commission in the past, therefore additional due diligence was performed. Engineering staff contacted owners for whom Beaver has previously performed work, and all reported satisfactory performance. The CFO/Comptroller reviewed the Financial Statement of Beaver and advises that their financial condition is acceptable. In addition, Beaver has committed to meet the 11% SBE goal as set by the Office of Equity and Inclusion. Therefore, it is recommended that the Commission award Contract No. 39-20-01 Parts A, B and C to The Beaver Excavating Company, Inc., of Canton, Ohio, in the amount of \$67,594,181.85, which includes the two (2) Deduct Alternates. This resolution also contains provisions to assign GPD Group, Inc., of Cleveland, Ohio, to assist with construction engineering and inspection services, and to assign TTL Associates, Inc., of Toledo, Ohio, a Commission certified SBE/DBE, to perform material testing services. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Approving the Selection of The Beaver Excavating Company for Project No. 39-20-01 A, B & C for the Total Amount of \$67,594,181.85 and Approving GPD Group and TTL Associates, Inc. to Perform Professional Services on the Project.

Chairman: Any questions or comments?

Dr. Marchbanks: Mr. Chairman, I have a question and a comment combined. I am very pleased that the respective winner of this bid, Beaver, met their 11% SBE commitment. How does the Turnpike track the achievement of these goals as the contract goes along? I am certain Mr. Yacobucci can tell me that. I am sure that you periodically check to make sure these goals are being met, the various SBE and EDGE companies.

Chief Engineer: Mr. Chairman and Dr. Marchbanks, I am going to defer that question to the General Counsel, Jennifer Stueber, as the Office of Equity and Inclusion falls underneath her realm and they actually do those checks. I will let Jennifer answer that question since it is her department.

General Counsel: Mr. Chairman and Dr. Marchbanks, Tony is correct. The Office of Equity and Inclusion tracks the participation of the SBEs through B2Gnow. It is an online application that the subcontractors submit payroll and evidence of participation directly to us and we do a review before payments are submitted.

Dr. Marchbanks: Thank you, Jennifer. That answers my question.

Chairman: Any other questions?

Vice Chairman: Mr. Chairman, I want to applaud that this is a new contractor. This is a big project, a very important project in our new phase at the Turnpike. It is exciting to have a new contractor. It sounds like we have been very thorough in the diligence for the capabilities and the accountability for this contract. I think that is a good sign for the Turnpike to include new people.

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

MOTION: A motion to adopt *Resolution Approving the Selection of The Beaver Excavating Company for Project No. 39-20-01 A, B & C for the Total Amount of \$67,594,181.85 and Approving GPD Group and TTL Associates, Inc. to Perform Professional Services on the Project* was made by Mr. Coviello, seconded by Ms. Johnson, and approved by all Commission Members present. Resolution No. 59-2020.

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

Chief Engineer: The fourth resolution for your consideration seeks the Commission's authorization for continuing expenditures for the Contract with Hill International, Inc., of Broadview Heights, Ohio, for the Mainline Pavement Reconstruction Program. Under Resolution No. 52-2013 adopted in August 2013, the Commission authorized an agreement with Hill International to serve as the Commission's Construction Manager for Pavement Replacement Program Projects, with each project encompassing approximately a five to six-mile section located along the mainline of the Ohio Turnpike. To expeditiously and effectively coordinate the planned Pavement Replacement Projects with the Toll Collection System Projects contemplated within their limits, the Commission, under Resolution 5-2019, approved the option to extend the services of Hill International through the completion of the Pavement Replacement-Toll Collection System Program Projects. Hill International has submitted a fee proposal dated July 27, 2020, and Revised September 16, 2020, to perform Construction Management and Inspection Services on Project No. 39-20-03 Parts A and B for the Pavement Replacement and Toll Collection System Project in the total not-to-exceed amount of \$2,793,531. Project No. 39-20-03 Parts A and B, previously approved during the August 2020 Commission Meeting, is a three-year project being completed from 2020 through 2022. Part A of the project is the Reconstruction of the Eastbound and Westbound Mainline Pavement and Shoulders from Milepost 208.17 to Milepost 212.76 in Trumbull County. Part A of the project also includes the construction of the entrance and exit ramps to and from new Toll Plaza 211 and the Open Road Tolling lanes which is part of the Modernization of the Toll Collection System. Part B of the Project includes the site construction for the new mainline Toll Plaza 211 in Trumbull County, again part of the Modernization of the

Toll Collection System. Engineering staff has reviewed and negotiated the fee proposal and finds it reasonable for the scope to be performed. Therefore, we are requesting Commission authorization to amend the Agreement with Hill International, Inc. of Broadview Heights, Ohio, in the amount not to exceed \$2,793,531. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Authorizing Hill International to Perform Construction Management Services for 2020/2021/2022 Pavement Replacement and Toll Collection System Program Projects in the Not-to-Exceed Amount of \$2,793,531.

Chairman: Executive Director, do you have any comments?

Director Ahmed: Mr. Chairman and Commission Members, no. The staff has done their due diligence and we are good with the resolution.

Chairman: Thank you. Anything else from anyone? Hearing none, please call the roll.

MOTION: A motion to adopt *Resolution Authorizing Hill International to Perform Construction Management Services for 2020/2021/2022 Pavement Replacement and Toll Collection System Program Projects in the Not-to-Exceed Amount of \$2,793,531* was made by Mrs. Barber, seconded by Dr. Marchbanks, and approved by all Commission Members present. Resolution No. 60-2020.

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

Chief Engineer: The last resolution for your consideration is for the award of Contract No. 4372 for the furnishing of ultra-low sulfur diesel fuel and unleaded gasoline/ethanol blend. This is for use in the vehicles owned by the Commission and the Ohio State Highway Patrol. The bid invitation was divided into four (4) groups, which are based on the geographical location of the Commission's maintenance buildings. Groups I and II were for furnishing approximately 390,000 gallons of diesel fuel and Groups III and IV were for furnishing approximately 420,000 gallons of unleaded gasoline. The contract has an initial term of twelve (12) months with an option to extend for two (2) additional one-year periods. The bidders were permitted to submit bids on one or any combination of the four groups. In addition, bidders were required to submit a price differential per gallon over or under the weekly fuel prices as published by the Oil Price Information Service - Cleveland Index. On August 26, 2020, Procurement received six (6) bids in response to Bid Invitation No. 4372. The apparent low bid was submitted by Lykins Energy Solutions of Milford, Ohio, for Groups I, II, and III, and the apparent low bid for Group IV was submitted by Ports Petroleum, of Wooster, Ohio. Both bidders propose to furnish the material and services in accordance with the Specifications and have satisfactorily provided this service to the Commission in the past. We are recommending the award of Groups I through III for Contract No. 4372 to Lykins Energy Solutions of Milford, Ohio in the annual estimated amount of \$1,415,000.00 and we are recommending the award of Group IV for Contract No. 4372 to Ports Petroleum of Wooster, Ohio in the annual estimated amount of \$470,000. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Approving the Selection of Lykins Energy Solutions and Ports Petroleum to Supply the Commission's Requirements for Diesel Fuel and Unleaded Gasoline.

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

MOTION: A motion to adopt *Resolution Approving the Selection of Lykins Energy Solutions and Ports Petroleum to Supply the Commission's Requirements for Diesel Fuel and Unleaded Gasoline* was made by Vice Chairman Paradiso, seconded by Mr. Coviello, and approved by all Commission Members present. Resolution No. 61-2020.

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

Chief Engineer: Mr. Chairman, that completes my report.

Chairman: Thank you, Tony. We will move on to the report of the CFO/Comptroller/DED, Marty Seekely.

CFO/Comptroller/DED: Thank you, Mr. Chairman. I have a brief update on our traffic and revenue for the month of August and one resolution for your consideration this morning.

This first chart shows the monthly passenger car miles traveled on the Ohio Turnpike over the past two years. Passenger car vehicle miles traveled continued to improve from their lows in April and were down 22.3% in August from last year, due to the effect of COVID-19.

Commercial traffic continued to improve and was up 0.5% in August. There was one less weekday in August this year than there was last year.

The decrease in passenger car traffic combined with the toll rate increase caused passenger car toll revenue to decrease 21.7% in August from the same month last year.

The increase in commercial traffic combined with the toll rate increase caused commercial vehicle toll revenues to increase 3.1% in August.

This chart shows the weekly percentage change in total toll revenue from the corresponding week of last year. You can see that toll revenue week ended April 18th, was down 38.1% from last year. Since then, the decline from last year has fairly steadily lessened.

More recently, toll revenues were down 5.9% week ending August 29th, up 7.5% week ending September 5th as a result in a shift in the Labor Day holiday, and down 5.9% week ending September 12th.

Last week, which is not on the chart, toll revenue was down 2.1% from last year.

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

Year-to-date total toll revenues were \$25.3 million or 12.2% below the amount from last year. If you subtract February 29th from this year's total, total toll revenues are down \$25.9 million or 12.5% from last year. That completes my report on traffic and revenue.

Chairman: Any questions? Hearing none, please continue.

CFO/Comptroller/DED: Next, I have one resolution for your consideration.

The Commission's contract with its current Financial Advisory firm will be expiring on October 30th of this year. So, on June 24th the Commission issued a Request for Proposals ("RFP") for Financial Advisory Services. On July 31st four proposals were received.

An evaluation team consisting of the Assistant Comptroller, one of our accountants and myself reviewed the Proposals. The RFP requested proposals and pricing on general financial advisory services separate from bond issuance advisory services, so the Committee evaluated each part of the proposals separately.

The Evaluation Committee determined that PFM Financial Advisors LLC, of Cleveland, Ohio, or PFM, is the most qualified and submitted the best proposal to assist the Commission in a successful bond sale and to provide general financial advisory services.

It is anticipated that PFM's expertise in bond issuance advisory services will help secure favorable interest rates on the Commission's new debt.

On August 24th, the Assistant Comptroller and I participated on a conference call with representatives from PFM to obtain a best and final offer for their proposed fees. A tentative agreement was reached on a monthly general advisory fee of \$5,000 and a \$125,000 fee for each bond issuance of \$125 million or greater and a fee of \$80,000 for each bond issuance less than \$125 million. This is a reduction of \$1,000 per month from the current amount paid to PFM on their existing contract with the Commission. PFM would also be reimbursed for authorized out-of-state travel.

PFM is the largest and leading financial advisory firm in the nation. They were the top-ranked financial advisory firm in the transportation finance sector in 2019. They are also the number one ranked financial advisory firm in Ohio. They are the leading advisor to numerous toll agencies including the Pennsylvania Turnpike, North Carolina Turnpike, Central Florida Expressway, and the Maryland Transportation Authority. They have also performed well in their current contract with the Commission over the last seven years.

Based on the forgoing, it is the recommendation that an agreement for financial advisory services be executed with PFM Financial Advisors LLC for both general financial advisory services and bond issuance advisory services for an initial term of three years with two additional one-year renewal options.

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

General Counsel: Resolution Authorizing Agreement with PFM Financial Advisors LLC for Financial Advisory Services.

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

MOTION: A motion to adopt *Resolution Authorizing Agreement with PFM Financial Advisors LLC for Financial Advisory Services* was made by Dr. Marchbanks, seconded by Mr. Coviello, and approved by all Commission Members present. Resolution No. 62-2020.

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

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

Chairman: Thank you, Marty. We will move on to the report of the General Counsel, Jennifer Stueber.

General Counsel: Good morning, Mr. Chairman and Commission Members. My report this morning includes updates on two topics.

At the August Commission meeting, you voted to authorize the purchase of insurance policies and adopted Resolution No. 56-2020. Of the various policies that we purchase to protect the Commission's assets, the pricing on the excess insurance layers (or umbrella policies) were not finalized at the time the authorizing resolution was adopted. We worked closely with Dan Buser and Brad Weber at Crain Langner to seek better pricing and I'm happy to report to you that all insurance policies, including the excess layers, were procured for the total cost of \$957,722, which is less than the \$1.2 million that we had anticipated (saving the Commission approximately \$337 thousand dollars). Additionally, all insurance policies were procured by August 31, 2020 and effective starting on September 1, 2020 so there was no gap in coverage. The final recommendation memo from Crain Langner detailing the lines of credit and the cost of each, was emailed to you last week, on September 15, 2020. If anyone has any questions on the Commission's insurance program, I am happy to answer them now.

Also, at the August meeting, Mr. Coviello asked about the Commission's privacy policy for motorists on the Ohio Turnpike. I have reviewed applicable law and various documents, including the Commission's webpage for *E-ZPass*[®] holders and have found that the privacy policy is up to date on all *E-ZPass*[®] accounts and meets security standards for our *E-ZPass*[®] customers. However, I have recommendations to improve the Commission's privacy policy and will work with the Executive Director and the team here to make those changes and post on the Commission's webpage.

That concludes my report this morning Mr. Chairman.

Chairman: Thank you, Jennifer. Any questions for our Legal Counsel? Mr. Coviello, anything further?

Mr. Coviello: Mr. Chairman, I have a comment. First, I want to thank Jennifer for her work on the privacy stuff.

Director Ahmed: Mr. Chairman, may I?

Chairman: Yes, please.

Director Ahmed: I just wanted to make a comment that there are lots of issues like this that come up and I wanted to acknowledge and thank Jennifer for being a very conscientious and going into depth and research to find out what is going on and what is applicable. She is always looking how do I protect the Commission and I wanted to thank Jennifer in front of you, Mr. Chairman and the Commission, for that.

Chairman: Thank you very much. Thank you, Jennifer. Any other questions or comments? Hearing none, we will now move on to the report of the Ohio State Highway Patrol, Staff Lieutenant, William Haymaker.

Staff Lieutenant Haymaker: Good morning, Mr. Chairman and Commission Members.

On August 18, 2020, Trooper Kaczmarzsky, of the Milan Post, stopped a 2019 Kia for a speed violation. Upon contact with driver he could smell the odor of raw marijuana coming from the vehicle. During a probable cause search of the vehicle two loaded firearms were located with one round in the chamber. Both of the weapons were reported stolen. The driver and passenger of the vehicle were both charged with carrying a concealed weapon in a vehicle, improper handling of firearm, and receiving stolen property. Trooper Kaczmarzsky was assisted on scene by Trooper Hann, of the Milan Post, as well as Trooper Kyle Mayle.

On August 3, 2020, Trooper Vaculik, of the Swanton Post, stopped a vehicle for a dangerous speed violation. He checked a white 2018 Hyundai Sante Fe traveling at an extremely high rate of speed of 103/70 MPH. While speaking with the driver Cleveland Dispatch Center advised that the vehicle was entered as stolen out of Toledo. Trooper Williams, of the Bowling Green Post, also assisted on scene. The suspect driver, Camron Wheeler, will appear in court at a later date.

On August 29, 2020, the Turnpike Dispatch Center received multiple calls on a dark colored BMV for reckless operation. Callers advised that the vehicle was traveling at a high rate of speed and was all over the roadway. Trooper Lash and Sergeant Ramsey, of the Milan Post, responded to the incident and set up in the MP 115 cross over. The vehicle in question passed their location, Trooper Lash witnessed the suspect vehicle make a marked lane violation and attempted to stop the vehicle, the driver did not comply. Trooper Lash and Sergeant. Ramsey pursued the vehicle through a small portion of the construction zone, forcing him to exit at MP 118 where other units from the Milan Post were able to pull into the vehicle's path and block him in. The driver came to a stop and was taken into custody without further incident. Identified as William L. Buckles, of Petersburg, Michigan, he was arrested for his 2nd offense OVI, high tier OVI test, failure to comply, marked land and failure to control.

That completes my report, Mr. Chairman.

Chairman: Thank you Staff Lieutenant. Please pass on our gratitude to the men and women of the Ohio State Highway Patrol. We hope that you stay safe and healthy.

Are there any other comments or questions?

Hearing none, the next meeting of the Ohio Turnpike and Infrastructure Commission will be held on Monday, October 19, 2020 at 10:00 a.m., via Microsoft Teams. If there is no further business, I will accept a motion to adjourn the 677th Commission Meeting.

MOTION: A motion to adjourn the 677th Commission Meeting is made by Chairman Hruby, seconded by Vice Chairman Paradiso, and unanimously approved by all Commission Members present.

Time of adjournment: 10:57 a.m.

Attendees for Record Keeping Purposes:

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

Other Attendees: Dennis Albrecht, LJB, Inc.; Dan Cohen; Vickie Wildeman, DLZ; Jaimie Scranton Pomerantz, Jeffries; Jeremiah Johnson, Beaver Excavating; Edward Adamczyk, Arcadis US; John Arthur; John Broadwater, Michael Baker International; Kevin Westover, Huntington; Jarod Love, WSP; Jon Lorincz, AECOM; Doug Hedrick, GPI; Toby Fritz, Hill International; Hamid Homae, KS Associates; Nathan Podoll, Stantec; Bethany Pugh, PFM; Staff Lieutenant William Haymaker, Ohio State Highway Patrol; Myron Pakush, Ohio Department of Transportation; Ferzan M. Ahmed, P.E., Executive Director, Ohio Turnpike; Jennifer Stueber, Ohio Turnpike; Anthony Yacobucci, Ohio Turnpike; Marty Seekely, Ohio Turnpike; Laurie Davis, Ohio Turnpike; Michelle Marquard, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; David Miller, Ohio Turnpike; Chris Matta, Ohio Turnpike; Heather Veljkovic, Ohio Turnpike; Aimee Lane, Ohio Turnpike; Lisa Mejac, Ohio Turnpike; Matt Cole, Ohio Turnpike; Chriss Pogorelc, Ohio Turnpike; Diana Anthony, Ohio Turnpike; Andrew Herberger, Ohio Turnpike; Chad Armstrong, Ohio Turnpike; Travis Bonnett, Ohio Turnpike; Brian Kelley, Ohio Turnpike; Brian Newbacher, Ohio Turnpike; and Adam Greenslade, Ohio Turnpike.

EXHIBITS

1. Resolution No. 57-2020 – Resolution Approving the Selection of GPD Group for Project No. 71-20-01 in the Total Amount of \$482,750.00.
2. Resolution No. 58-2020 – Resolution Approving the Selection of Carpenter Marty Transportation, Inc. for Project No. 71-20-02 in the Total Amount of \$310,360.00.
3. Resolution No. 59-2020 – Resolution Approving the Selection of The Beaver Excavating Company for Project No. 39-20-01 A, B & C for the Total Amount of \$67,594,181.85 and Approving GPD Group and TTL Associates, Inc. to Perform Professional Services on the Project.
4. Resolution No. 60-2020 – Resolution Authorizing Hill International to Perform Construction Management Services for 2020/2021/2022 Pavement Replacement and Toll Collection System Program Projects in the Not-to-Exceed Amount of \$2,793,531.
5. Resolution No. 61-2020 – Resolution Approving the Selection of Lykins Energy Solutions and Ports Petroleum to Supply the Commission’s Requirements for Diesel Fuel and Unleaded Gasoline.
6. Resolution No. 62-2020 – Resolution Authorizing Agreement with PFM Financial Advisors LLC for Financial Advisory Services.

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of GPD Group for Project No. 71-20-01 in the Total Amount of \$482,750.00

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

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, former Director of Health, issued a “Stay at Home Order” which expired on May 1, 2020, requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations; and

WHEREAS, under the Stay at Home Order, the Ohio Turnpike and Infrastructure Commission (“Commission”) continued operations as Essential Infrastructure and Essential Governmental Functions and further determined that its contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, on April 30, 2020, former Director Acton issued the “Director’s Stay Safe Ohio Order,” which was in effect through May 29, 2020 and subsequently revised by former Director Acton’s “Updated and Revised Order for Business Guidance and Social Distancing,” dated May 29, 2020, and extended by current Interim Director of Health, Lance D. Himes, until rescinded or modified by Interim Director Himes or the State of Emergency declared by the Governor no longer exists, which permits governmental entities and other businesses to continue operations subject to Sector Specific COVID-19 Information and Checklist for Businesses/Employees requiring measures such as, ensuring 6 feet between employees, daily symptom assessments of employees, wearing face coverings, regular handwashing, disinfecting work stations and common areas, changing shift patterns, working from home when possible, among others; and

WHEREAS, the Chief Engineer has issued a memorandum to the Commission’s contractors regarding required work site measures that comply with the Updated and Revised Order for Business Guidance and Social Distancing and this memorandum is available on the Commission’s website at <https://www.ohioturnpike.org/business/doing-business-with-us/construction-projects>; and

WHEREAS, the Chief Engineer recommends that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission’s work site

memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

WHEREAS, on March 6, 2020, the Ohio Turnpike and Infrastructure Commission (“Commission”) issued a notice seeking letters of interest in responding to its Request for Proposals (“RFP”) for Engineering and Construction Administration and Inspection Services relating to the beam strengthening of the Township Road 22 Bridge over the Mainline at Milepost 27.3 and the deck replacements of the Township Road 17 Bridge over the Mainline at Milepost 32.2, the Township Road 12-1 Bridge over the Mainline at Milepost 37.1, and the Brailey Road Bridge over the Mainline at Milepost 46.4, all in Fulton County, Ohio (“Project No. 71-20-01”); and

WHEREAS, on March 20, 2020, Letters of Interest were received from thirteen firms expressing their readiness to serve as the Commission’s Engineering Consultant for Project No. 71-20-01, three of which were deemed most qualified and invited to submit proposals in response to the RFP, which were due on May 12, 2020; and

WHEREAS, on the basis of the proposals received, the Engineering staff concluded that Glaus, Pyle, Schomer, Burns, DeHaven, Inc. dba GPD Group (“GPD Group”), of Cleveland, Ohio, is the most qualified firm to perform the necessary services for Project No. 71-20-01, and conducted a Scope of Services meeting to confirm a mutual understanding of the Phase I Services for the Project consisting of Site Inspection, Engineering Report, Design and Plan Preparation Services (“Phase I Services”); and

WHEREAS, GPD Group submitted its fee proposal dated August 10, 2020, to perform the Phase I Services in the not-to-exceed amount of \$482,750.00 which fee proposal the Chief Engineer deemed reasonable and appropriate, and recommends that the Commission approve the award of the Contract based on its technical proposal for Project No. 71-20-01 and fee proposal for Phase I Services; and

WHEREAS, the Commission’s Staff Attorney has determined that the RFP process and the selection of GPD Group conform with the requirements of Ohio Revised Code Sections 153.65 to 153.71, that all legal requirements were performed and that the proposals were solicited on the basis of the same terms and conditions with respect to all respondents and potential respondents; and

WHEREAS, the Office of Equity and Inclusion Manager determined that GPD Group has made a good faith effort to attain the participation of small or otherwise disadvantaged businesses on the Project and has made a commitment of 25% which meets the SBE participation goal of 25% for the Project; and

WHEREAS, the Executive Director has reviewed the recommendation of the Chief Engineer and concurs that the Commission should approve the selection of GPD Group to perform Phase I Services for Project No. 71-20-01; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the selection of GPD Group is approved as the most qualified firm to perform the professional engineering design and construction administration and inspection services necessary for Project No. 71-20-01, and that the Executive Director is authorized to execute a Contract with GPD Group for Phase I Services in the not-to-exceed amount of \$482,750.00; and

FURTHER RESOLVED that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Commission's Code of Bylaws to further amend the contract to perform additional Phase I and Phase II services necessary for Project 71-20-01 that does not exceed the greater of the Executive Director's contracting authority or ten percent of the approved contract amount, and authorize such extra work or change orders under said contract as a result of an increase in necessary quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the project or increase its costs.

(Resolution No. 57-2020 adopted September 21, 2020)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of Carpenter Marty Transportation, Inc. for Project No. 71-20-02 in the Total Amount of \$310,360.00

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

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, former Director of Health, issued a “Stay at Home Order” which expired on May 1, 2020, requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations; and

WHEREAS, under the Stay at Home Order, the Ohio Turnpike and Infrastructure Commission (“Commission”) continued operations as Essential Infrastructure and Essential Governmental Functions and further determined that its contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, on April 30, 2020, former Director Acton issued the “Director’s Stay Safe Ohio Order,” which was in effect through May 29, 2020 and subsequently revised by former Director Acton’s “Updated and Revised Order for Business Guidance and Social Distancing,” dated May 29, 2020, and extended by current Interim Director of Health, Lance D. Himes, until rescinded or modified by Interim Director Himes or the State of Emergency declared by the Governor no longer exists, which permits governmental entities and other businesses to continue operations subject to Sector Specific COVID-19 Information and Checklist for Businesses/Employees requiring measures such as, ensuring 6 feet between employees, daily symptom assessments of employees, wearing face coverings, regular handwashing, disinfecting work stations and common areas, changing shift patterns, working from home when possible, among others; and

WHEREAS, the Chief Engineer has issued a memorandum to the Commission’s contractors regarding required work site measures that comply with the Updated and Revised Order for Business Guidance and Social Distancing and this memorandum is available on the Commission’s website at <https://www.ohioturnpike.org/business/doing-business-with-us/construction-projects>; and

WHEREAS, the Chief Engineer recommends that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission’s work site

memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

WHEREAS, on March 6, 2020, the Ohio Turnpike and Infrastructure Commission (“Commission”) issued a notice seeking letters of interest in responding to its Request for Proposals (“RFP”) for Engineering and Construction Administration and Inspection Services relating to the Bridge Deck Replacements of the ramp bridge at Toll Plaza 145 over State Route 57 at Milepost 145.1 and the Race Road Bridge over the Mainline at Milepost 149.2 in Lorain County, Ohio, and the Deck Replacement of Stearns Road Bridge over the Mainline at Milepost 154.6 in Cuyahoga County, Ohio (“Project No. 71-20-02”); and

WHEREAS, on March 20, 2020, Letters of Interest were received from seventeen firms expressing their interest to serve as the Commission’s Engineering Consultant for Project No. 71-20-02, three of which were deemed most qualified and invited to submit proposals in response to the RFP, which were due on May 6, 2020; and

WHEREAS, on the basis of the proposals received, the Engineering staff concluded that Carpenter Marty Transportation, Inc., of Columbus, Ohio, is the most qualified firm to perform the necessary services for Project No. 71-20-02, and conducted a Scope of Services meeting to confirm a mutual understanding of the Phase I Services for the Project consisting of Site Inspection, Engineering Report, Design and Plan Preparation Services (“Phase I Services”); and

WHEREAS, Carpenter Marty Transportation, Inc. submitted its fee proposal dated August 2, 2020, to perform the Phase I Services in the not-to-exceed amount of \$310,360.00 which fee proposal the Chief Engineer deemed reasonable and appropriate, and recommends that the Commission approve the award of the Contract based on its technical proposal for Project No. 71-20-02 and fee proposal for Phase I Services; and

WHEREAS, expenditures under the contract to be awarded for professional engineering design and construction administration and inspection services will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws, Commission action is necessary for said award; and

WHEREAS, the Commission’s Staff Attorney has determined that the RFP process and the selection of Carpenter Marty Transportation, Inc. conform with the requirements of Ohio Revised Code Sections 153.65 to 153.71, that all legal requirements were performed and that the proposals were solicited on the basis of the same terms and conditions with respect to all respondents and potential respondents; and

WHEREAS, the Office of Equity and Inclusion Manager determined that Carpenter Marty Transportation, Inc. has made a good faith effort to attain the participation of small or otherwise disadvantaged businesses on the Project and has made a commitment of 25% which meets the SBE participation goal of 25% for the Project; and

WHEREAS, the Executive Director has reviewed the recommendation of the Chief Engineer and concurs that the Commission should approve the selection of Carpenter Marty Transportation, Inc. to perform Phase I Services for Project No. 71-20-02; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the selection of Carpenter Marty Transportation, Inc. is approved as the most qualified firm to perform the professional engineering design and construction administration and inspection services necessary for Project No. 71-20-02, and that the Executive Director is authorized to execute a Contract with Carpenter Marty Transportation, Inc. for Phase I Services in the not-to-exceed amount of \$310,360.00; and

FURTHER RESOLVED that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Commission's Code of Bylaws to further amend the contract to perform additional Phase I and Phase II services necessary for Project 71-20-02 that does not exceed the greater of the Executive Director's contracting authority or ten percent of the approved contract amount, and authorize such extra work or change orders under said contract as a result of an increase in necessary quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the project or increase its costs.

(Resolution No. 58-2020 adopted September 21, 2020)

TCS MODERNIZATION PROJECT

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of The Beaver Excavating Company for Project No. 39-20-01 A, B & C for the Total Amount of \$67,594,181.85 and Approving GPD Group and TTL Associates, Inc. to Perform Professional Services on the Project

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

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, former Director of Health, issued a “Stay at Home Order” which expired on May 1, 2020, requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations; and

WHEREAS, under the Stay at Home Order, the Ohio Turnpike and Infrastructure Commission (“Commission”) continued operations as Essential Infrastructure and Essential Governmental Functions and further determined that its contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, on April 30, 2020, former Director Acton issued the “Director’s Stay Safe Ohio Order,” which was in effect through May 29, 2020 and subsequently revised by former Director Acton’s “Updated and Revised Order for Business Guidance and Social Distancing,” dated May 29, 2020, and extended by current Interim Director of Health, Lance D. Himes, until rescinded or modified by Interim Director Himes or the State of Emergency declared by the Governor no longer exists, which permits governmental entities and other businesses to continue operations subject to Sector Specific COVID-19 Information and Checklist for Businesses/Employees requiring measures such as, ensuring 6 feet between employees, daily symptom assessments of employees, wearing face coverings, regular handwashing, disinfecting work stations and common areas, changing shift patterns, working from home when possible, among others; and

WHEREAS, the Chief Engineer has issued a memorandum to the Commission’s contractors regarding required work site measures that comply with the Updated and Revised Order for Business Guidance and Social Distancing and this memorandum is available on the Commission’s website at <https://www.ohioturnpike.org/business/doing-business-with-us/construction-projects>; and

WHEREAS, the Chief Engineer recommends that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector

Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

WHEREAS, pursuant to Section 5537.04 of the Ohio Revised Code, the Commission has the power and authority to designate the locations and establish, limit, and control such points of ingress to and egress from the Ohio Turnpike as are necessary or desirable to ensure the proper operation and maintenance of the Ohio Turnpike, and prohibit entrance to such a turnpike project from any point not so designated; and

WHEREAS, the Commission published notice in accordance with law advertising its invitation to bid upon a contract for Mainline Pavement Reconstruction from Milepost 0.00 to Milepost 7.26 ("Part A"), Toll Plaza 4 Site Construction at Milepost 3.5 ("Part B"), and Toll Plaza 4 Wetland Construction at Milepost 3.6 ("Part C"), all in Williams County, Ohio, as part of the Commission's Toll Collection System Modernization, and designated as Project No. 39-20-01 A, B & C (the "Project"); and

WHEREAS, the Commission received three bids to perform the Contractor's obligations on Project No. 39-20-01 A, B & C; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations report that that The Beaver Excavating Company, of Canton, Ohio, submitted the apparent low bid on Project No. 39-20-01 A, B & C in the total bid amount of \$67,594,181.85, including credits for the Waste Site Deduct Alternate and the Temporary Access Deduct Alternate, which they recommend the Commission accept and approve authorization for the Executive Director to award; and

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

WHEREAS, the Office of Equity and Inclusion Manager found that The Beaver Excavating Company has made a good faith effort to attain the participation of small or otherwise disadvantaged businesses on the Project and has made a commitment of 11% which meets the SBE participation goal of 11% for the Project; and

WHEREAS, Commission action is necessary to approve the Contract in accordance with Article V, Section 1.00 of the Commission's Bylaws because the amount of the bids received will require expenditures under Project No. 39-20-01 A, B & C that will exceed \$150,000.00; and

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations recommend the Commission select The Beaver Excavating Company as the lowest responsive and responsible bidder for Project No. 39-20-01 A, B & C; and

WHEREAS, the Commission's Executive Director concurs with the Chief Engineer and Deputy Chief Engineer/Director of Field Operations' recommendation that the Commission approve the award of the Project to The Beaver Excavating Company as the lowest responsive and responsible bidder; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the Project is hereby declared to be necessary and appropriate for the proper operation and maintenance of the Ohio Turnpike and the bid of The Beaver Excavating Company for Project No. 39-20-01 A, B & C in the amount of \$67,594,181.85, including credits for the Waste Site Deduct Alternate and the Temporary Access Deduct Alternate, is approved as the lowest responsive and responsible bid received and the Executive Director is authorized to execute a contract based on said bid; and

FURTHER RESOLVED that the Executive Director and the Chief Engineer are authorized to assign GPD Group to assist with necessary construction services in accordance with its contract previously authorized under Resolution Nos. 16-2018 and 75-2018 and assign TTL Associates, Inc., to perform all necessary material testing services in accordance with the 2019-2020 Miscellaneous Professional Services Agreement between the Commission and said firm; and

FURTHER RESOLVED that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

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

(Resolution No. 59-2020 adopted September 21, 2020)

TCS MODERNIZATION PROJECT

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing Hill International to Perform Construction Management Services for 2020/2021/2022 Pavement Replacement and Toll Collection System Program Projects in the Not-to-Exceed Amount of \$2,793,531

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

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, former Director of Health, issued a “Stay at Home Order” which expired on May 1, 2020, requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations; and

WHEREAS, under the Stay at Home Order, the Ohio Turnpike and Infrastructure Commission (“Commission”) continued operations as Essential Infrastructure and Essential Governmental Functions and further determined that its contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, on April 30, 2020, former Director Acton issued the “Director’s Stay Safe Ohio Order,” which was in effect through May 29, 2020 and subsequently revised by former Director Acton’s “Updated and Revised Order for Business Guidance and Social Distancing,” dated May 29, 2020, and extended by current Interim Director of Health, Lance D. Himes, until rescinded or modified by Interim Director Himes or the State of Emergency declared by the Governor no longer exists, which permits governmental entities and other businesses to continue operations subject to Sector Specific COVID-19 Information and Checklist for Businesses/Employees requiring measures such as, ensuring 6 feet between employees, daily symptom assessments of employees, wearing face coverings, regular handwashing, disinfecting work stations and common areas, changing shift patterns, working from home when possible, among others; and

WHEREAS, the Chief Engineer has issued a memorandum to the Commission’s contractors regarding required work site measures that comply with the Updated and Revised Order for Business Guidance and Social Distancing and this memorandum is available on the Commission’s website at <https://www.ohioturnpike.org/business/doing-business-with-us/construction-projects>; and

WHEREAS, the Chief Engineer recommends that the Commission finds and determines that the contract modification approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract

shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission’s work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

WHEREAS, under Resolution No. 52-2013, the Ohio Turnpike and Infrastructure Commission (“Commission”) approved an agreement with Hill International, Inc. (“Hill International”), of Broadview Heights, Ohio, to serve as the Commission’s Construction Manager for the Pavement Replacement Program, which consists of Projects encompassing approximate five to six-mile sections located along the mainline of the Ohio Turnpike (“Program Projects”) that were issued Notices to Proceed prior to December 31, 2017 and retained the option to extend the services to include additional Program Projects; and

WHEREAS, the Commission approved a Strategic Plan for Modernizing the Toll Collection System (“TCS”) under Resolution No. 57-2017 that entails making public improvements including pavement replacement, road widening, bridge widening, detailed maintenance of traffic coordination, integration of new facilities and tolling equipment, which all require efficient and consistent coordination from design through construction; and

WHEREAS, under Resolution 5-2019, the Commission exercised its option to extend the services of Hill International through the completion of the Pavement Replacement -TCS Program Projects (“PR-TCS Program Projects”); and

WHEREAS, the Commission authorized Hill International to perform Construction Management Services for the PR-TCS Program Projects (“Construction Management”), which construction totals approximately \$359 million for all PR-TCS Program Projects previously awarded, and Hill International’s Construction Management Services are listed as follows:

<u>Resolution</u>	<u>Project</u>	<u>Services</u>	<u>Not to Exceed Amount</u>
52-2013	NA	Pre-Construction Services	\$145,519.07
13-2014	NA	General Program Management	\$247,950.00
13-2014	39-14-01	Construction Management	\$1,615,211.00
13-2014	39-14-02	Construction Management	\$1,607,959.00
9-2015	NA	General Program Management	\$279,348.00
9-2015	39-15-01	Construction Management	\$1,754,839.00
9-2015	39-15-02	Construction Management	\$1,666,242.00
3-2016	NA	General Program Management	\$309,372.00
3-2016	39-16-01	Construction Management	\$1,970,601.00
3-2016	39-16-02	Construction Management	\$1,734,923.00
75-2016	NA	General Program Management	\$352,022.13
75-2016	39-17-01	Construction Management	\$999,993.00
4-2018	NA	General Program Management	\$763,796.00
4-2018	39-18-01	Construction Management	\$1,822,190.00
4-2018	39-18-02	Construction Management	\$2,909,995.00
5-2019	NA	General Program Management	\$823,749.00
5-2019	43-19-07	Construction Management	\$994,476.00
4-2020	N/A	General Program Management	\$696,747.00
5-2020	39-20-02	Construction Management	\$1,348,370.00
5-2020	39-20-02	Construction Management	\$1,567,216.00
Total			\$23,610,518.20

WHEREAS, in addition to the above listed projects, Hill International has submitted a fee proposal dated July 27, 2020 (revised September 16, 2020) to perform Construction Management and Inspection Services during 2020/2021/2022 in the total not-to-exceed amount of \$2,793,531, which is comprised of Construction Administration/Inspection Services for PR-TCS Program Project No. 39-20-03 A&B for the following not-to-exceed amounts in each respective construction season: (a) \$407,519 in 2020; (b) \$1,222,875 in 2021; and (c) \$1,163,137 in 2022; and

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

WHEREAS, the Chief Engineer and Deputy Chief Engineer/Director of Field Operations have reviewed the fee proposal of Hill International, and report that the proposal is both reasonable and necessary, and recommends the Commission authorize Hill International to perform the required Construction Management and Inspection Services for the aforementioned PR-TCS Program Projects, and the Executive Director concurs with such recommendation; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that Ohio Turnpike and Infrastructure Commission approves authorization for the Executive Director to amend the Contract with Hill International, Inc. to perform Construction Management and Inspection Services for the Pavement Replacement and Toll Collection System Program Projects for the 2020/2021/2022 Construction Seasons in the total not-to-exceed amount of \$2,793,531, which, based on its accepted fee proposal dated July 27, 2020, revised September 16, 2020, includes performing the necessary Construction Management and Inspection Services on PR-TCS Program Project No. 39-20-03 A&B for the following not-to-exceed amounts in each respective construction season: (a) \$407,519 in 2020; (b) \$1,222,875 in 2021; and (c) \$1,163,137 in 2022, all in accordance with the terms and conditions of the agreement, as modified, between the Commission and Hill International for Pavement Replacement Program Construction Management Services and Hill International's technical response and fee proposal; and

FURTHER RESOLVED that the Commission finds and determines that the contract modification approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Code of Bylaws to further amend the Contract to perform additional services necessary that does not exceed the Executive Director's contracting authority or ten percent of the total not-to-exceed amount approved to date for the Contract, and approve such extra work or change orders under said contracts as a result of an increase in necessary quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the Project or increase its costs.

(Resolution No. 60-2020 adopted September 21, 2020)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Selection of Lykins Energy Solutions and Ports Petroleum to Supply the Commission's Requirements for Diesel Fuel and Unleaded Gasoline

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

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, former Director of Health, issued a "Stay at Home Order" which expired on May 1, 2020, requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations; and

WHEREAS, under the Stay at Home Order, the Ohio Turnpike and Infrastructure Commission ("Commission") continued operations as Essential Infrastructure and Essential Governmental Functions and further determined that its contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, on April 30, 2020, former Director Acton issued the "Director's Stay Safe Ohio Order," which was in effect through May 29, 2020 and subsequently revised by former Director Acton's "Updated and Revised Order for Business Guidance and Social Distancing," dated May 29, 2020, and extended by current Interim Director of Health, Lance D. Himes, until rescinded or modified by Interim Director Himes or the State of Emergency declared by the Governor no longer exists, which permits governmental entities and other businesses to continue operations subject to Sector Specific COVID-19 Information and Checklist for Businesses/Employees requiring measures such as, ensuring 6 feet between employees, daily symptom assessments of employees, wearing face coverings, regular handwashing, disinfecting work stations and common areas, changing shift patterns, working from home when possible, among others; and

WHEREAS, the Chief Engineer has issued a memorandum to the Commission's contractors regarding required work site measures that comply with the Updated and Revised Order for Business Guidance and Social Distancing and this memorandum is available on the Commission's website at <https://www.ohioturnpike.org/business/doing-business-with-us/construction-projects>; and

WHEREAS, the Chief Engineer recommends that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site

memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

WHEREAS, the Commission advertised an Invitation to Bid No. 4372 to furnish its requirements for approximately 390,000 gallons of ultra low sulfur diesel fuel (Group I - West and Group II - East) and approximately 420,000 gallons of unleaded gasoline/ethanol blend (Group III - West and Group IV - East) to the Commission's maintenance facilities for a one-year term, with two options to renew for one-year periods each; and

WHEREAS, bidders were asked to submit bids for four Groups that are based on the geographical location of the Commission's maintenance buildings and, for each Group, to state the price differential per gallon they would charge from the weekly reports published by the Oil Price Information Service ("OPIS") Cleveland, Ohio; and

WHEREAS, the Commission received six bids in response to the Invitation, and the Commission's Deputy Chief Engineer/Director of Field Operations reviewed and analyzed the bids timely submitted, whose report concerning such analysis is before the Commission; and

WHEREAS, the Deputy Chief Engineer/Director of Field Operations reports that the lowest responsive and responsible bid received for Groups I, II and III under Invitation No. 4372 was submitted by Lykins Energy Solutions, of Milford, Ohio; and

WHEREAS, the Deputy Chief Engineer/Director of Field Operations reports that the lowest responsive and responsible bid received for Group IV under Invitation No. 4372 was submitted by Ports Petroleum, of Wooster, Ohio; and

WHEREAS, the Deputy Chief Engineer/Director of Field Operations reports that Lykins Energy Solutions proposes to furnish materials and services for Groups I, II and III in accordance with the Specifications, and recommends that the Commission award a contract to Lykins Energy Solutions for Groups I, II and III on the basis of its bid to furnish the Commission's requirements for the materials throughout the term of the contract; and

WHEREAS, the Deputy Chief Engineer/Director of Field Operations reports that Ports Petroleum proposes to furnish materials and services for Group IV in accordance with the Specifications, and recommends that the Commission award a contract to Ports Petroleum for Group IV on the basis of its bid to furnish the Commission's requirements for the materials throughout the term of the Contract; and

WHEREAS, the Commission's staff attorney has determined that the bids for Invitation No. 4372 were solicited on the basis of the same terms and conditions and the same specifications, and that the bids from Lykins Energy Solutions and Ports Petroleum for Invitation No. 4372 conform to the requirements of Ohio Revised Code Sections 5537.07 and 9.312; and

WHEREAS, the Executive Director has reviewed the report of the Deputy Chief Engineer/Director of Field Operations and concurs with the recommendation to award Lykins Energy Solutions the contract for Invitation No. 4372 as the lowest responsive and responsible

bidder for Groups I, II and III and to award Ports Petroleum the contract for Invitation No. 4372 as the lowest responsive and responsible bidder for Group IV; and

WHEREAS, Commission action is requested to approve the Contract in accordance with Article V, Section 1.00 of the Commission's Bylaws because the amount of the bid received will require expenditures under Invitation No. 4372 that will exceed \$150,000.00; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the bid of Lykins Energy Solutions for Groups I, II and III under Invitation No. 4372 to furnish the Commission's requirements for ultra low sulfur diesel fuel for eight (8) maintenance buildings and unleaded gasoline/ethanol blend for four (4) maintenance buildings for a period of one year in the annual estimated amount of \$1,415,000.00 is approved as the lowest responsive and responsible bid received, and the Executive Director is authorized to execute a contract on the basis of said bid and to exercise up to two, one-year options to renew the contract; and

FURTHER RESOLVED by the Ohio Turnpike and Infrastructure Commission that the bid of Ports Petroleum for Group IV under Invitation No. 4372 to furnish the Commission's requirements for unleaded gasoline/ethanol blend for four (4) maintenance buildings for a period of one year in the annual estimated amount of \$470,000.00 is approved as the lowest responsive and responsible bid received, and the Executive Director is authorized to execute a contract on the basis of said bid and to exercise up to two, one-year options to renew the contract; and

FURTHER RESOLVED that the Commission finds and determines that the contracts approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission's work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

FURTHER RESOLVED that the Executive Director has the authority to approve such extra work or change orders under said contracts as a result of an increase in the planned quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the contract services or increase its costs.

(Resolution No. 61-2020 adopted September 21, 2020)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing Agreement with PFM Financial Advisors LLC for Financial Advisory Services

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

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, former Director of Health, issued a “Stay at Home Order” which expired on May 1, 2020, requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations; and

WHEREAS, under the Stay at Home Order, the Ohio Turnpike and Infrastructure Commission (“Commission”) continued operations as Essential Infrastructure and Essential Governmental Functions and further determined that its contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, on April 30, 2020, former Director Acton issued the “Director’s Stay Safe Ohio Order,” which was in effect through May 29, 2020 and subsequently revised by former Director Acton’s “Updated and Revised Order for Business Guidance and Social Distancing,” dated May 29, 2020, and extended by current Interim Director of Health, Lance D. Himes, until rescinded or modified by Interim Director Himes or the State of Emergency declared by the Governor no longer exists, which permits governmental entities and other businesses to continue operations subject to Sector Specific COVID-19 Information and Checklist for Businesses/Employees requiring measures such as, ensuring 6 feet between employees, daily symptom assessments of employees, wearing face coverings, regular handwashing, disinfecting work stations and common areas, changing shift patterns, working from home when possible, among others; and

WHEREAS, the CFO/Comptroller recommends that the Commission finds and determines that the contract approved pursuant to this Resolution is necessary for the Commission to continue its operations and complies with the Updated and Revised Order for Business Guidance and Social Distancing and that the work to be performed under the contract shall comply with the Sector Specific COVID-19 Information and Checklist for Businesses/Employees set forth in the Updated and Revised Order for Business Guidance and Social Distancing and the Commission’s work site memorandum, as may be amended from time to time, unless or until such order is lifted entirely; and

WHEREAS, the current Financial Advisory Services Agreement expires on October 30, 2020, and on June 24, 2020, the Commission issued its Request for Proposals No. 4-2020 (“RFP”) for Financial Advisory Services for an initial Agreement term of three years, which may be extended for two additional, one-year periods; and

WHEREAS, on July 31, 2020, four firms submitted proposals to provide the Financial Advisory Services to the Commission; and

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

WHEREAS, based on the technical review, the Evaluation Committee awarded the highest technical score to PFM Financial Advisors LLC (“PFM”), of Cleveland, Ohio, determining that PFM is the most qualified to assist the Commission in the execution of a successful bond sale, and that PFM is the largest and leading financial advisory firm in the nation and the State of Ohio, and is the leading advisor to numerous toll agencies; and

WHEREAS, a decision was made to negotiate PFM’s fee proposal and the subsequent Best and Final Offer of PFM in the amount of \$5,000.00 per month (or \$60,000.00 per year), plus a \$125,000.00 fee for each bond issuance of \$125 million or greater and a \$80,000.00 fee for each bond issuance less than \$125 million (and reasonable and necessary out-of-state travel expenses) has been deemed reasonable and acceptable by the Evaluation Committee; and

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

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

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

WHEREAS, the Executive Director has reviewed the report of the Evaluation Committee and concurs with the recommendation that the Agreement for Financial Advisory Services be awarded to PFM; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the proposal submitted by Public Financial Management, Inc. is determined to be the best of all proposals received in response to the Commission’s RFP No. 4-2020 for Financial Advisory Services and is hereby accepted; and

FURTHER RESOLVED that the Executive Director is hereby authorized to execute an Agreement with PFM to furnish Financial Advisory Services to the Commission at the rates established under the agreed upon fee proposal, which shall provide for an initial term of three years with the option to renew the Agreement for two additional, one-year periods, in the form prescribed by the Commission pursuant to the aforesaid RFP, provided that such changes to the form of agreement may be made when recommended by both the Commission's General Counsel and Chief Financial Officer, and further that the Executive Directors is hereby authorized to take any and all action necessary or proper to carry out the terms of said Agreement; and

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

(Resolution No. 62-2020 adopted September 21, 2020)