

**MINUTES OF THE 667th MEETING OF THE
OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
NOVEMBER 18, 2019**

Chairman: Good morning. The time is 10:00 a.m. Please stand and join me in reciting the *Pledge of Allegiance*.

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

Senator McColley will not be at today's meeting as he is tending to other business.

Will the Assistant Secretary-Treasurer, Ferzan 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: Secretary-Treasurer Peterson

Secretary-Treasurer, Michael Peterson: 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: Mr. Pakush

Commissioner, ODOT Proxy, Myron Pakush: Here

Assistant Secretary-Treasurer: Mr. Kennedy

Office of Budget and Management, James Kennedy: Here

Assistant Secretary-Treasurer: Representative Greenspan

Representative Dave Greenspan: Here

Chairman: We have a quorum. This is the 667th Meeting of the Ohio Turnpike and Infrastructure Commission. We are meeting here at the Commission's headquarters, as provided for in the Commission's Code of Bylaws for a Commission Meeting.

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

May I have a motion to adopt the Minutes of the October 21, 2019, Commission Meeting? Any questions, comments, or additions? Hearing none, please call the roll.

MOTION: A motion to adopt the Minutes of October 21, 2019, Commission Meeting was made by Ms. Johnson and seconded by Vice Chairman Paradiso. All Commission Members present voted to approve the Minutes, with the exception of Mrs. Barber who abstained.

Chairman: The minutes are adopted. We will move on to the report of the Secretary-Treasurer, Mr. Peterson.

Secretary-Treasurer: The following items have been provided to the Members since the last scheduled meeting of the Commission October 21, 2019:

The following items have been provided to the Members since the last scheduled meeting of the Commission on October 21, 2019:

1. Five Resolutions;
2. Draft Minutes of the October 21, 2019, Commission Meeting; and
3. Agenda for today's meeting.

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

1. Traffic and Revenue Report, October 2019;
2. Total Revenue by Month and Year, October 2019;
3. Investment Report, October 2019;
4. Financial Statement, October 2019; and
5. Traffic Crash Summary Report, October 2019.

That concludes my report, Mr. Chairman.

Chairman: Thank you, Mr. Peterson. Any questions or comments? Hearing none, we will move on to the report of the Executive Director, Ferzan M. Ahmed.

Executive Director, Ferzan M. Ahmed: Good morning, Mr. Chairman and Commission Members.

I would like to start by welcoming our new and soon to be new team members:

Aimee Lane joined us as a Staff Attorney a couple of weeks ago. She oversees our contracts area under the Legal Department. Aimee comes to us from the private sector where she was a partner at a law firm. She has very relevant background since she served as a law director for several public agencies in that capacity; and

Brigadier General Todd Audet will be joining us as Chief of Staff on December 2, 2019. General Audet, Mr. Pakush and I served together as Deputy Directors at ODOT. After ODOT, he served as the Vice President of Planning and Engineering for the Toledo-Lucas County Port Authority. As a member of the Ohio Air National Guard he is also the Assistant Adjutant General for Ohio. He currently serves on TRAC and that is a position that he will be resigning from so that he can start with us as the Chief of Staff. In his military education, there is a lot of focus on organizational leadership. As we go through organizational transformations and changes and metrics, I think his leadership is going to be key for all of us for our success.

OTIC and IBTTA:

Congratulations to the Director of Administration, Matt Cole, for being accepted into the IBTTA Leadership Academy. He will be attending the Executive Development Program in Washington D.C., from February 23-28, 2020.

State of Ohio Combined Charitable Campaign (CCC):

I want to thank all OTIC team members for their generosity. We were informed by the Ohio DAS that we have met 100% of our goal as set by DAS to raise money for the State of Ohio Combined Charitable Campaign. A committee of several OTIC team members organized several fundraising efforts. Our employees raised almost \$24,000.00 towards the campaign. One of the efforts was called "The Cutest Pet." The winner of that contest was "Bob," the Kunkle cat adopted by our maintenance team members at the Kunkle maintenance facility. The group selected Paws for Purple Hearts (Warriors Helping Warriors) as the charity to receive the money collected from this fundraiser.

I would like to recognize the team members who organized the campaign:

Maintenance Buildings	Toll Plaza	Service Plaza	Admin
Chris Merillat (West)	Ron Smith (Central)	Dana Brown (West)	Lauren Hakos
Keith Condon (West)	Jayne Ferreira (West)	Doug Turner (East)	Debby Sideris
George Austin (East)			Michelle Marquard
William Ruprecht (East)			

Breakroom / AVI Marketplace Project:

There was a small room in the lower level of this building that served as a makeshift lunchroom for our employees. Several employees reached out to Matt Cole to see if the facilities can be improved. Matt and Drew Herberger coordinated with one of our vendors to improve the facility. The room was completely refurbished by several Turnpike team members from the Maintenance area. They have created a warm, welcoming space where employees can sit during their lunch time and enjoy a meal. I invite you to stop down and check it out.

I would like to acknowledge the following team members who worked on this project:

- Mike Bergstrom – Division Trades Supervisor
- Paul Campbell – Division Assistant Trades Supervisor
- Bill Carlson – MW Class IV-A Plumber
- Jim Costello – MW Class IV-A Carpenter
- Brian Dolence – MW Class IV-A Electrician
- Dominic Marotta – Staff Engineer – Facility Operations
- Samantha Mostek – Facilities Engineer
- Roy Russell – MW Class V Electrician
- Bob Schwan – MW Class V Carpenter

Last, but not the least, in light of Veterans Day last week, I would like to thank all our Veterans, and especially the Turnpike Veterans and their families for their service to our country. Chad Armstrong and Brian Newbacher have created a video in their honor. Mr. Chairman, I will conclude my report now and with your permission play the video for the Commission Members and our audience.

Chairman: Thank you. Any questions? Hearing none, we will move on to the report of the Chief Engineer, Tony Yacobucci.

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

The first resolution for your consideration seeks Commission authorization for the purchase of corrosion-inhibiting, liquid de-icing/anti-icing material under the Ohio Department of Transportation’s (“ODOT’s”) Cooperative Purchasing Program Contract Number 124-20. This would be used at various maintenance sections during the 2019/2020 snow and ice season for pre-

treating bridge decks and pre-wetting the road salt. The liquid de-icing/anti-icing material to be purchased is AquaSalina Plus from Nature's Own Source, LLC, of Brecksville, Ohio. Based on an estimated usage of 256,500 gallons, the anticipated expenditures for the product would be \$227,000. Since the expenditures will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission authorization is required. This bidder has supplied products to the Commission in the past and has performed satisfactorily. Therefore, it is recommended that the Commission approve the purchase of AquaSalina Plus through ODOT's Cooperative Purchasing Program Agreement with Nature's Own Source, LLC, of Brecksville, Ohio, in the amount of \$227,000.00. With your permission, may the General Counsel please read the title of the resolution?

General Counsel: Resolution Authorizing the Purchase of AquaSalina+ Liquid Enhanced Brine Deicer from Nature's Own Source LLC. Under the ODOT Cooperative Purchasing Program in the Total Amount of \$227,000.00.

Chairman: This is state purchasing, correct?

Chief Engineer: That is correct, Mr. Chairman.

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

MOTION: A motion to *Resolution Authorizing the Purchase of AquaSalina+ Liquid Enhanced Brine Deicer from Nature's Own Source LLC. Under the ODOT Cooperative Purchasing Program in the Total Amount of \$227,000.00* was made by Mr. Pakush, seconded by Mr. Coviello, and approved by all Commission Members, with the exception of Chairman Hruby who abstained. Resolution No. 56-2019.

Chairman: The resolution passes. I abstained because I have a friendship with the owner and founder of this company in Brecksville, Ohio. Please continue, Tony.

Chief Engineer: The next resolution for your consideration seeks Commission authorization to modify Contract No. 71-18-07 with Fishbeck, Thompson, Carr & Huber, Inc. ("FTC&H"), of Toledo, Ohio (formerly Northwest Consultants, Inc.), relating to the Rehabilitation of the Fangboner Road (County Road 70) Bridge over the Ohio Turnpike at Milepost 91.1, the Ohio Turnpike ramp bridge over the Ohio Turnpike at Milepost 91.6, and the Ohio Turnpike ramp bridge over State Route 53 at Milepost 92.0, all in Sandusky County. On March 26, 2018, Procurement received twelve Letters of Interest for Project No. 71-18-07, from which four firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Northwest Consultants, Inc., of Toledo, Ohio, was most qualified to perform the services. The Commission, under Resolution No. 46-2018, awarded a Contract to Northwest Consultants, Inc., which was recently acquired by FTC&H, for Phase 1A Services and included Site Inspection and Engineering Report for all three bridges, as well as Final Design and Plan Preparation for the Fangboner Road Bridge at Milepost 91.1 and the ramp bridge at Milepost 91.6 in an amount not-to-exceed \$193,231.00. On October 30, 2019, FTC&H submitted a fee proposal to perform Phase 1B Services which includes Final Design and Plan Preparation for the removal and replacement of the ramp bridge over State Route 53 with a

roundabout in an amount not to exceed \$166,913.00. The additional costs to obtain the necessary Phase 1B Services for Project No. 71-18-07 will both increase the cost of the contract in excess of the Executive Director's contracting authority and exceed 10% of the original contract amount, therefore requiring Commission authorization of the contract modification. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Approving the Authorization for Fishbeck, Thompson, Carr & Huber, Inc. to Perform Phase IB – Design Services Under Project No. 71-18-07 for the Rehabilitation of Three Bridges in the Not-To-Exceed Amount of \$166,913.00.

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

MOTION: A motion to *Resolution Approving the Authorization for Fishbeck, Thompson, Carr & Huber, Inc. to Perform Phase IB – Design Services Under Project No. 71-18-07 for the Rehabilitation of Three Bridges in the Not-To-Exceed Amount of \$166,913.00* was made by Mrs. Barber, seconded by Mr. Peterson, and approved by all Commission Members present. Resolution No. 57-2019.

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

Chief Engineer: The final resolution for your consideration seeks Commission authorization to modify Contract No. 71-19-07 with Arcadis US Inc., (“Arcadis”), of Cleveland, Ohio, relating to the Engineering Services Required to Facilitate the Installation of a New Toll Collection System. On March 15, 2019, Procurement received five (5) Letters of Interest for Project No. 71-19-07, from which three (3) firms were deemed most qualified and invited to submit technical proposals. Engineering staff reviewed the technical proposals and concluded that Arcadis US, Inc., of Cleveland, Ohio, was the most qualified firm to perform the services. The Commission, through its Executive Director under the authority of Article V, Section 1.00 of the Bylaws, executed an Agreement for plan review, field verifications and confirming as-built plans for twenty (20) toll plazas in an amount not-to-exceed \$119,232.74. On October 28, 2019, Arcadis submitted a fee proposal to perform design and final plan preparation for the addition of a toll lane at both Toll Plaza 64 and Toll Plaza 152, in an amount not-to-exceed \$441,727.15. All services associated with Project No. 71-19-07 are necessary for the implementation of the Strategic Plan for modernizing the Toll Collection System. The additional costs to obtain the necessary toll plaza expansion design for Project No. 71-19-07 will increase the cost of the contract in excess of the Executive Director's contracting authority, therefore requiring Commission authorization of the contract modification. Therefore, we are requesting Commission authorization to amend the Agreement for Project No. 71-19-07 with Arcadis US Inc, of Cleveland, Ohio, in the amount not-to-exceed \$441,727.15 and in the total amount of \$560,959.89. With your permission, may the General Counsel please read the title of the resolution.

General Counsel: Resolution Approving the Authorization for Arcadis U.S. Inc. to Perform Task 2 Services Under Project No. 71-19-07 in the Not-to-Exceed Amount of \$441,727.15.

Chairman: What work is this?

Chief Engineer: Mr. Chairman and Commission Members, the first task that they performed was to go out and look at the twenty toll plazas that will be modified during our Toll Collection System Modernization. Basically, between Toll Plaza 52 and Toll Plaza 209. The next task is to add a lane at Toll Plaza 64 and at Toll Plaza 152. They are actually doing the design of these additional toll lanes and it will be implemented as part of the Toll Collection System Modernization. Toll Plaza 180, which we increased the number of lanes there this past year and these two toll plazas were identified in the Strategic Plan as needing an extra lane in order to collect the tolls and maintain traffic through the system.

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

MOTION: A motion to *Resolution Approving the Authorization for Arcadis U.S. Inc. to Perform Task 2 Services Under Project No. 71-19-07 in the Not-to-Exceed Amount of \$441,727.15* was made by Vice Chairman Paradiso, seconded by Mr. Pakush, and approved by all Commission Members present. Resolution No. 58-2019.

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

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

Chairman: Thank you. We will move on to the report of the Chief Technology Officer, Brian Kelley.

Chief Technology Officer: Good morning, Chairman Hruby and Commission Members.

This morning, I am presenting for your consideration a solution to replace our virtualized server and data storage environment at our primary data center in Berea and our secondary data center in Strongsville.

Our OTIC virtualized server and storage environment runs all of our OTIC software applications such as our financial system, payroll system, timekeeping system, and provides a data storage environment for all of our electronic files and databases at both our primary and secondary data centers. These server and storage environments are a critical component of our disaster recovery and business continuity plan.

The Commission's existing Converged Network Infrastructure (CNI) Solution was purchased in November 2013 with installation being finalized in April of 2014. The current CNI has reached the end of its useful life of 5-6 years as defined during its design and was included in the 2019 Capital Budget for lifecycle replacement.

Our Technology Team has spent many months researching viable options for this replacement and has obtained and evaluated a multitude of quotes. We are recommending the Commission proceed with procurement of the identified a Dell EMC VXRail with Unity VSA solution as quoted by Diversatec Resources, Inc., of Galena, Ohio, an approved MBE reseller, in the amount of \$707,534.24 be approved. This procurement will be made through the Department

of Administrative Services State of Ohio Contract #534141. May the General Counsel please read the title of the resolution.

General Counsel: Resolution Authorizing the Purchase of the Hyper Converged Infrastructure (HCI) Solution from Diversatec Resources, Inc. Under the DAS Cooperative Purchasing Program in the Total Amount of \$707,534.24.

Chairman: Can you please give us a brief rundown of what exactly this is we are purchasing?

Chief Technology Officer: Mr. Chairman and Commission Members, our virtualized server environment runs all of our applications that we use both here in Berea and across the entire Turnpike such as our financial, payroll, timekeeping systems and then provide for the storage of electronic files, Word files, Excel files, all of the databases that we use with those various applications. Then we replicate all of that back-up to our secondary datacenter, so we have a full complete hot site ready to go if something would happen in our primary data center.

Chairman: So, this is a replacement system and an enhancing system? Is it enhancing what we do now?

Chief Technology Officer: It is in respect to the fact that we are taking advantage of technology that is much newer than what we implemented back in 2013 and 2014.

Chairman: So, it takes us a little higher than what we are now, correct?

Chief Technology Officer: Yes, and it gives us more processing capacity. It gives us more storage capacity with an anticipated useful life of 5-6 years.

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

MOTION: A motion to *Resolution Authorizing the Purchase of the Hyper Converged Infrastructure (HCI) Solution from Diversatec Resources, Inc. Under the DAS Cooperative Purchasing Program in the Total Amount of \$707,534.24* was made by Mr. Pakush, seconded by Vice Chairman Paradiso, and approved by all Commission Members present. Resolution No. 59-2019.

Chairman: The resolution passes unanimously. We will move on to the report of the DED/CFO/Comptroller, Marty Seekely.

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

This first chart shows the monthly passenger car miles traveled on the Ohio Turnpike over the past two years. Passenger car vehicle miles traveled were down 1.3% from October of last year.

Commercial traffic was 0.8% lower in October as the economy continues to moderate from its strong growth over the last few years. The decrease in passenger car traffic combined with an increase in *E-ZPass*[®] use more than offset the toll rate increase and as a result passenger car toll revenue decreased less than 0.1% in October. The decrease in commercial traffic combined with the toll rate increase caused commercial vehicle toll revenues to increase 1.6% in October.

This chart shows year-to-date toll revenues through the month of October during each year over the past decade. Year-to-date total toll revenues were \$1,230,000.00 or 0.5% above the amount from last year.

That completes the update on traffic and revenue.

Next, I have a resolution that authorizes the redemption of some of the remaining 2010 Turnpike Revenue Bonds for your consideration.

When we advance refunded the 2010 Senior Lien Bonds in 2017, we determined that it was more economical to redeem the 2021 maturity of those bonds on the earliest call date of February 15, 2020 rather than issue refunding bonds.

The Commission currently has enough funds in the General Fund to pay the \$2,295,000.00 in February of 2020, instead of making twelve monthly payments to the debt service account over the period of March 2020 through February 2021.

The Commission is paying a 4% interest rate on these bonds. Since we are currently earning less than 2 % interest on our investments in the General Fund, we will have a net savings of approximately \$50,000.00 by redeeming these bonds in February of next year.

Therefore, it is the Commission's Chief Financial Officer and Executive Director's recommendation that the Commission call for optional redemption the 2021 maturity of the 2010 Series A Bonds at the earliest redemption date of February 15, 2020.

May the General Counsel please read the title of the resolution.

General Counsel: Resolution Authorizing the Optional Redemption of Certain of the Outstanding 2010 Series A Bonds in the Aggregate Principal Amount of \$2,295,000.00 and Authorizing Other Actions in Connection Therewith.

Chairman: Marty, we are going to save \$50,000.00?

DED/CFO/Comptroller: That is correct.

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

MOTION: A motion to *Resolution Authorizing the Optional Redemption of Certain of the Outstanding 2010 Series A Bonds in the Aggregate Principal Amount of \$2,295,000.00 and*

Authorizing Other Actions in Connection Therewith was made by Mr. Peterson, seconded by Vice Chairman Paradiso, and approved by all Commission Members present. Resolution No. 60-2019.

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

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

Chairman: We will move on to the report of the Ohio State Highway Patrol, Lieutenant Richard Reeder.

Lieutenant Reeder: Good morning, Mr. Chairman and Commission Members.

On October 2, 2019, at 2:20 p.m., eastbound near MP 164 in North Royalton, Cuyahoga County, a six-axle commercial dump truck was traveling eastbound when a steering tire blew causing the truck to swerve off the left side of the road striking the median wall. The impact with the median wall caused a fire to ignite in the engine compartment, ultimately engulfing and destroying the entire cab of the vehicle. Witnesses attempted to control the fire with several extinguishers to no avail. The driver died at the scene.

On October 22, 2019, at 4:34 p.m., eastbound near MP 88 in Rice Township, Sandusky County. A commercial motor vehicle, hauling milk, was traveling eastbound, drove off the left side of the road striking the median wall. The vehicle overturned, slid on top of the median wall, ultimately striking a bridge pillar. This impact ripped the trailer from the power unit and it slid eastbound in the westbound lanes for over 150 feet. The driver died from injuries suffered in the crash.

On October 2, 2019, Trooper Grabel observed a vehicle commit a marked lanes/distracted driving violation. She pulled up to the passenger side window and observed the driver holding a cellphone near the steering wheel. Trooper Grabel then initiated a traffic stop and could smell the strong odor of raw marijuana. A probable cause search revealed marijuana residue throughout the vehicle and a container holding a total of thirteen alprazolam (Xanax) pills that were three different shapes and sizes.

On October 14, 2019, Trooper Beyer stopped a 2019 Jeep Compass for a speed violation. During initial contact, the odor of raw marijuana was smelled coming from the passenger compartment of the vehicle. The passenger admitted to possessing a small amount of personal use marijuana. United States Border Patrol Agent Barron was called to the scene and assisted with a passenger car search where approximately six pounds of marijuana was located in the rear cargo area of the vehicle.

On October 23, 2019, Trooper Beyer stopped a 2020 Hyundai for a construction speed zone violation. Criminal indicators were present. During a consent search, Trooper Mayle and his K-9 partner, Ure, located two plastic bags containing 1,000 ecstasy pills in the back seat.

Every late summer/early fall, the Milan post experiences a traffic spike on Fridays and into the weekends for patrons traveling to Cedar Point's HalloWeekends. This year for the first time

in park history, Cedar Point had to shut down incoming traffic as the park had reached capacity. In response to this, the Milan Post has attempted to work with Ohio State Highway Patrol Aviation to curb the truly high speed drivers traveling the Ohio Turnpike during this time frame. In reviewing the data, we were only able to work with the plane on four separate days, but the results speak volumes:

- One hundred three enforcement stops for speed;
- Sixty-eight citations in excess of 90 MPH;
- Fourteen citations in excess of 100 MPH; and
- Five commercial vehicles were cited, one of which was a tanker truck checked at 100 MPH.

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

Chairman: Wasn't that traffic situation at Cedar Point during the Halloween celebrations?

Lieutenant Reeder: Yes, Mr. Chairman, that is correct. It is HalloWeekends. It is very popular. The gates will back up at Toll Plazas 110 and 118. I came to the Turnpike in 2011, and it educated me quickly as far as the volume. Most people's GPS tells them to go to Toll Plaza 110, which isn't as big as Toll Plaza 118, so it is counterproductive for us.

Mr. Peterson: The 100 MPH tanker citation, what was he cited with?

Lieutenant Reeder: We did not observe any other bad driving per se. I know that is a bad phrase to say, that it is *just* a citation. Now, there are, I believe, Federal stipulations in addition to what we do that he may be under, like sanctions of some sort. Unfortunately, it is just a speed citation.

Mr. Peterson: Does the WAZE application impact you guys at all?

Lieutenant Reeder: To be honest with you, I think it helps. Adam Greenslade sends me screenshots of WAZE and it will show like fifteen of my troopers in my area along the median when we really only have four out there. The more they show us in those crossovers, the more people slow down. We are about high visibility enforcement. I think it helps, maybe that is naïve on my part, but when I see all those patrol cars in the median, I think, people tend to slow down when they see that.

Chairman: So, in reference to his questions, is that a M4? It is not just \$150.00 fine, is it?

Lieutenant Reeder: It is still an MM, minor misdemeanor. Some judges will have a local court stipulation for a mandatory appearance. To my knowledge, it is just a speed citation.

Chairman: Wow, that is insane, but okay. Anything further? Thank you again for all of your work.

Happy Thanksgiving on behalf of the Commission. I hope you spend the day with your loved ones and enjoy the peace and solace of Thanksgiving.

The next meeting will be held on December 16, 2019, at 10:00 a.m. If there is no further business, I will accept a motion to adjourn.

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

Time of adjournment: 10:40 a.m.

Attendees for Record Keeping Purposes:

Ed Adamczyk, Arcadis; Paul Strack, Woolpert; Scott Buchanan, AECOM; Jake Siesel, IUOE 18; Jason Watson, MSG; Bethany Pugh, PFM; Maureen Shildwachter, HNB; Michael Burgess, Prime; Jim Kelley, RBC Capital Markets; Kevin Westover, Huntington Bank; Patrick Lee, Resource International; Martin Seekely, Ohio Turnpike; Jennifer Stueber, Ohio Turnpike; Anthony Yacobucci, Ohio Turnpike; Aimee Lane, Ohio Turnpike; Matt Cole, Ohio Turnpike; Michelle Marquard, Ohio Turnpike; Jennifer Diaz, Ohio Turnpike; David Miller, Ohio Turnpike; Chris Matta, Ohio Turnpike; Lisa Mejac, Ohio Turnpike; Sharon Isaac, Ohio Turnpike; Joe Mannion, Ohio Turnpike; Chriss Pogorelc, Ohio Turnpike; Vinod Gupta, Ohio Turnpike; Brian Kelley, Ohio Turnpike; Brian Newbacher, Ohio Turnpike; and Adam Greenslade, Ohio Turnpike.

EXHIBITS

1. Resolution No. 56-2019 – Resolution Authorizing the Purchase of AquaSalina+ Liquid Enhanced Brine Deicer from Nature’s Own Source LLC. Under the ODOT Cooperative Purchasing Program in the Total Amount of \$227,000.00;
2. Resolution No. 57-2019 – Resolution Approving the Authorization for Fishbeck, Thompson, Carr & Huber, Inc. to Perform Phase IB – Design Services Under Project No. 71-18-07 for the Rehabilitation of Three Bridges in the Not-To-Exceed Amount of \$166,913.00;
3. Resolution No. 58-2019 – Resolution Approving the Authorization for Arcadis U.S. Inc. to Perform Task 2 Services Under Project No. 71-19-07 in the Not-to-Exceed Amount of \$441,727.15;
4. Resolution No. 59-2019 – Resolution Authorizing the Purchase of the Hyper Converged Infrastructure (HCI) Solution from Diversatec Resources, Inc. Under the DAS Cooperative Purchasing Program in the Total Amount of \$707,534.24; and
5. Resolution No. 60-2019 – Resolution Authorizing the Optional Redemption of Certain of the Outstanding 2010 Series A Bonds in the Aggregate Principal Amount of \$2,295,000 and Authorizing Other Actions in Connection Therewith.

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing the Purchase of AquaSalina+ Liquid Enhanced Brine Deicer from Nature's Own Source LLC. Under the ODOT Cooperative Purchasing Program in the Total Amount of \$227,000.00

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

WHEREAS, the Chief Engineer has determined that the purchase of liquid deicer is necessary for snow and ice removal during the 2019-2020 winter season; and

WHEREAS, the Chief Engineer has recommended that the best liquid deicer product available is AquaSalina+ Liquid Enhanced Brine Deicer and has further recommended purchasing the following estimated quantities:

<u>Location</u>	<u>Estimated Qty.</u>	<u>Unit Cost</u>	<u>Extended Cost</u>
Elmore Maint. Building (MB-3)	40,500 gallons	\$0.93	\$37,665.00
Castalia Maint. Building (MB-4)	40,500 gallons	\$0.88	\$35,640.00
Humm Road Satellite Dome	13,500 gallons	\$0.88	\$11,880.00
Amherst Maint. Building (MB-5)	40,500 gallons	\$0.88	\$35,640.00
161 Satellite Dome	13,500 gallons	\$0.87	\$11,745.00
Boston Maint. Building (MB-6)	40,500 gallons	\$0.87	\$35,235.00
Hiram Maint. Building (MB-7)	40,500 gallons	\$0.87	\$35,235.00
Canfield Maint. Building (MB-8)	27,000 gallons	\$0.87	\$23,490.00

Total Estimated Cost: \$226,530.00 (rounded to \$227,000.00)

WHEREAS, AquaSalina+ Liquid Enhanced Brine Deicer is available through the ODOT Cooperative Purchasing Program, and the Chief Engineer has determined that the lowest cost to obtain the deicer is under ODOT Contract Number 124-20 from Nature's Own Source, LLC. of Brecksville, Ohio, as described in its Quotation dated September 4, 2019, for the total estimated cost of \$227,000.00; and

WHEREAS, Commission action is necessary under Article V, Section 1.00 of the Commission's Code of Bylaws because the expenditure required to purchase AquaSalina+ Liquid Enhanced Brine Deicer exceeds \$150,000.00; and

WHEREAS, the Chief Engineer recommends that the Commission purchase the AquaSalina+ Liquid Enhanced Brine Deicer from Nature's Own Source LLC. under the ODOT Cooperative Purchasing Program, which recommendation the Executive Director has reviewed and approved; and

WHEREAS, the Commission has duly considered such recommendation and approval.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the purchase of AquaSalina+ Liquid Enhanced Brine Deicer from Nature's Own Source, LLC, through the ODOT Cooperative Purchasing Program under ODOT Contract Number 124-20, as described in the Quotation dated September 4, 2019, in the total amount of \$227,000.00, is approved and the Legal Department is authorized and directed to issue a purchase order for this purpose.

(Resolution No. 56-2019 adopted November 18, 2019)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Authorization for Fishbeck, Thompson, Carr & Huber, Inc. to Perform Phase IB – Design Services Under Project No. 71-18-07 for the Rehabilitation of Three Bridges in the Not-To-Exceed Amount of \$166,913.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”), under Resolution No. 46-2018, selected Northwest Consultants, Inc., of Toledo, Ohio, now Fishbeck, Thompson, Carr & Huber, Inc., of Toledo, Ohio, to perform the professional engineering services for the Deck Replacements for Fangboner Road Bridge over the Ohio Turnpike at Mile Post 91.1, Ohio Turnpike Ramp Bridge over the Ohio Turnpike at Mile Post 91.6, and Ohio Turnpike Ramp Bridge over State Route 53 at Mile Post 92.0 in Sandusky County, Ohio (“Project 71-18-07”), and authorized Phase I Services – Design and Plan Preparation Services (“Phase I Services”) for the not-to-exceed amount of \$193,231.00 under an Agreement dated September 11, 2018; and

WHEREAS, during the performance of Phase I Services, the Chief Engineer determined it was necessary for Project No. 71-18-07 to include the preparation of plans for the preferred alternative of bridge removal and replacement with a roundabout at Mile Post 92.0 (“Phase 1B Design Services”); and

WHEREAS, Fishbeck, Thompson, Carr & Huber, Inc. has submitted a fee proposal dated October 30, 2019, in the not-to-exceed amount of \$166,913.00, to perform the Phase IB Design Services which fee proposal the Chief Engineer deemed reasonable and necessary; and

WHEREAS, the amount described in the fee proposal from Fishbeck, Thompson, Carr & Huber, Inc., dated October 30, 2019, to perform the required Phase IB Design Services will increase the contract by an amount that exceeds the Executive Director’s contracting authority under Article V, Section 1.00 of the Commission’s Code of Bylaws, and Commission approval is necessary to authorize the modification to the Agreement incorporating the additional fee proposal; and

WHEREAS, the Executive Director has also reviewed the recommendation submitted by the Chief Engineer and approves the recommendation to authorize Fishbeck, Thompson, Carr & Huber, Inc. to perform the Phase IB Design Services under Project No. 71-18-07; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the proposal from Fishbeck, Thompson, Carr & Huber, Inc. dated October 30, 2019 to perform the Phase IB Design Services, specifically to complete plans for the preferred alternative of bridge removal and replacement with a roundabout at Mile Post 92.0, under Project No. 71-18-07 in Sandusky County in the not-to-exceed amount of \$166,913.00 is approved, and the Executive Director is authorized to modify the Agreement with Fishbeck, Thompson, Carr & Huber, Inc to perform such additional

services in accordance with the terms and conditions of the existing Agreement and Fishbeck, Thompson, Carr & Huber, Inc.'s fee proposal dated October 30, 2019.

(Resolution No. 57-2019 adopted November 18, 2019)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Approving the Authorization for Arcadis U.S. Inc. to Perform Task 2 Services Under Project No. 71-19-07 in the Not-to-Exceed Amount of \$441,727.15

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”), through the Executive Director under the authority of Article V, Section 1.00 of the Code of Bylaws, selected Arcadis U.S. Inc. (“Arcadis”), of Cleveland, to perform professional services for the Toll Collection System Modernization (the “Project”) and authorized partial Phase I Services – Site Inspection, Engineering Report, Design, and Plan Preparation Services (“partial Phase I Services”) under Project No. 71-19-07 in the total amount of \$119,232.74; and

WHEREAS, during the performance of partial Phase I Services, the Chief Engineer determined it was necessary to perform Task 2 under Project No. 71-19-07, specifically required environmental support and permitting, field survey, geotechnical investigation, design, and plan preparation for the addition of a lane at both Toll Plaza 64 and Toll Plaza 152 (“Task 2”); and

WHEREAS, Arcadis has submitted a fee proposal dated October 28, 2019, in the not-to-exceed amount of \$441,727.15, to perform Task 2, which amount the Chief Engineer has deemed to be reasonable and necessary; and

WHEREAS, the amount described in the fee proposal from Arcadis, dated October 28, 2019, to perform Task 2 will increase the contract by an amount that exceeds the Executive Director’s contracting authority under Article V, Section 1.00 of the Commission’s Code of Bylaws, and Commission approval is necessary to authorize the modification to the Agreement incorporating the fee proposal; and

WHEREAS, the Executive Director has reviewed the recommendation submitted by the Chief Engineer and approves the recommendation to authorize Arcadis to perform Task 2 under Project No. 71-19-07; and

WHEREAS, the Commission has duly considered such recommendation.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the proposal from Arcadis dated October 28, 2019 to perform Task 2, specifically required environmental support and permitting, field survey, geotechnical investigation, design, and plan preparation for the addition of a lane at both Toll Plaza 64 and Toll Plaza 152 under Project No. 71-19-07 in the not-to-exceed amount of \$441,727.15 is approved, and the Executive Director is authorized to amend the Agreement with Arcadis to perform such services in accordance with the terms and conditions of the existing Agreement and Arcadis’s fee proposal dated October 28, 2019, in the not-to-exceed aggregate amount of \$560,959.89.

(Resolution No. 58-2019 adopted November 18, 2019)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing the Purchase of the Hyper Converged Infrastructure (HCI) Solution from Diversatec Resources, Inc. Under the DAS Cooperative Purchasing Program in the Total Amount of \$707,534.24

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

WHEREAS, the Chief Technology Officer identified a need to replace the Ohio Turnpike and Infrastructure Commission’s (“Commission”) current Converged Network Infrastructure (CNI) purchased in November of 2013 for the Commission’s Primary and Secondary Data Centers; and

WHEREAS, the Technology Department has researched viable options and solutions for said replacement to meet the Commission’s current and future Primary and Secondary Data Center server and storage requirements and determined that the preferred solution is the Dell EMC VXRail with Unity VSA Hyper Converged Infrastructure (HCI) Solution; and

WHEREAS, the Dell EMC VXRail with Unity VSA Hyper Converged Infrastructure (HCI) Solution is offered under the DAS Cooperative Purchasing Program, and Chief Technology Officer has determined that the lowest cost to obtain the equipment is under DAS Contract Schedule Number 534141 from Diversatec Resources, Inc., an approved MBE Reseller, of Galena, Ohio, as described in its Quotation Number Q190284, dated September 5, 2019, for the total amount of \$707,534.24; and

WHEREAS, Commission action is necessary under Article V, Section 1.00 of the Commission’s Code of Bylaws because the expenditure required to purchase the Dell EMC VXRail with Unity VSA Hyper Converged Infrastructure (HCI) Solution exceeds \$150,000.00; and

WHEREAS, the Chief Technology Officer recommends that the Commission purchase the Dell EMC VXRail with Unity VSA Hyper Converged Infrastructure (HCI) Solution and supporting hardware from Diversatec Resources, Inc. under the DAS Cooperative Purchasing Program, which recommendation the Executive Director has reviewed and approved; and

WHEREAS, the Commission has duly considered such recommendation and approval.

NOW, THEREFORE, BE IT

RESOLVED by the Ohio Turnpike and Infrastructure Commission that the purchase of the Dell EMC VXRail with Unity VSA Hyper Converged Infrastructure (HCI) Solution from Diversatec Resources, Inc. through the DAS Cooperative Purchasing Program under DAS

Contract Schedule Number 534141, as described in Quotation Q190284, dated September 5, 2019, in the total amount of \$707,534.24, is approved, and the Legal Department is authorized and directed to issue a purchase order for this purpose.

(Resolution No. 59-2019 adopted November 18, 2019)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing the Optional Redemption of Certain of the Outstanding 2010 Series A Bonds in the Aggregate Principal Amount of \$2,295,000 and Authorizing Other Actions in Connection Therewith

WHEREAS, the Ohio Turnpike and Infrastructure Commission (the “Commission”) is, by virtue of Chapter 5537 of the Ohio Revised Code (the “Act”), authorized and empowered, among other things, (a) to issue revenue bonds of the State of Ohio (the “State”) for the purpose of paying costs of constructing any one or more Turnpike Projects, and (b) to enact this Resolution and execute and deliver the documents hereinafter identified; and

WHEREAS, the Commission has entered into a Master Trust Agreement dated as of February 15, 1994, as amended by the First through Seventeenth Supplemental Trust Agreements and as amended and restated by the Amended and Restated Master Trust Agreement (the Eighteenth Supplemental Trust Agreement), and as further amended by the Nineteenth, Twentieth, Twenty-First and Twenty-Second Supplemental Trust Agreements thereto (collectively, and as further amended from time to time, the “Senior Lien Master Trust Agreement”), with The Huntington National Bank, as trustee (the “Trustee”), providing for the issuance from time to time of Turnpike Revenue Bonds under authority of the Act; and

WHEREAS, under authority of Resolution No. 45-2010, adopted on October 25, 2010, the Commission issued its State of Ohio Turnpike Revenue Bonds, 2010 Series A (the “2010 Series A Bonds”) in the principal amount of \$131,290,000 in order to refund certain of its then-outstanding (i) \$250,000,000 State of Ohio Turnpike Revenue Bonds, 1998 Series B and (ii) \$100,000,000 State of Ohio Turnpike Revenue Bonds, 2001 Series A, in order to reduce interest costs to the Commission, and to pay the costs of issuance of the 2010 Series A Bonds; and

WHEREAS, in consultation with the Commission’s municipal advisor, PFM Financial Advisors LLC, the Chief Financial Officer and the Executive Director recommend that the Commission call for optional redemption certain of the currently outstanding 2010 Series A Bonds at the earliest optional redemption date of February 15, 2020, in the aggregate principal amount of \$2,295,000 as follows:

Maturity Date	Interest Rate	Aggregate Principal Amount	Amount to be Redeemed	CUSIP Number
February 15, 2021	4.000	2,295,000	2,295,000	67760H JA0

(the “Redeemed 2010 Bonds”); and

WHEREAS, the Commission has determined that it is in its best economic interest to exercise its rights to optionally redeem the Redeemed 2010 Bonds pursuant to Section 3.02 of the

Seventeenth Supplemental Trust Agreement between the Commission and the Trustee dated as of November 1, 2010 (the “Seventeenth Supplement”).

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION:

Section 1. Election to Redeem. The Ohio Turnpike and Infrastructure Commission hereby elects to exercise its optional redemption rights as set forth in Section 3.02 of the Seventeenth Supplement and in the Senior Lien Master Trust Agreement to redeem the Redeemed 2010 Bonds.

Section 2. Direction to the Trustee. The Commission hereby directs The Huntington National Bank, as Trustee to take all actions necessary to call for optional redemption the Redeemed 2010 Bonds on February 15, 2020 at a redemption price of 100% of the principal amount thereof, plus accrued interest to the date of redemption, if any, all as set forth in the Senior Lien Master Trust Agreement.

Section 3. Deposit of Funds. The Commission hereby directs the Chief Financial Officer/Comptroller to deposit the sum of \$2,295,000 into the Bond Redemption Account of the Debt Service Fund created under the Senior Lien Master Trust Agreement in order to effectuate the optional redemption described in this Resolution.

Section 4. Additional Actions. The Commission hereby authorizes the Executive Director and the Chief Financial Officer/Comptroller to take all actions necessary to effectuate the purpose of this Resolution.

Section 5. Retention of Bond Counsel. The retention of the legal services of Squire Patton Boggs (US) LLP, as bond counsel in connection with the optional redemption of the Redeemed 2010 Bonds, is hereby authorized, approved and confirmed. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the optional redemption of the Redeemed 2010 Bonds.

Section 6. Repeal of Conflicting Resolutions. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

Section 7. Compliance With Sunshine Law. It is hereby determined that all formal actions of the Commission relating to the adoption of this Resolution were taken in an open meeting, and that all deliberations of the Commission and of its committees, if any, which resulted in formal action were in meetings open to the public, in full compliance with Section 121.22 of the Ohio Revised Code.

(Resolution No. 60-2019 adopted November 18, 2019)