

MINUTES OF THE FORTY SEVENTH MEETING

AUGUST 29, 1952

Pursuant to call of the Chairman, the Ohio Turnpike Commission convened in special session at the office of the Commission, 361 East Broad Street, Columbus, Ohio, at 1:45 P. M. on August 29, 1952. The meeting was called to order by the Chairman and the roll was called, and the attendance was reported to be as follows:

Present: Allen, Teagarden, McKay, Shocknessy, Linzell.

Absent: None.

The Chairman reported that one of the actions to be taken at this meeting would be the repayment to the State of Ohio of the funds advanced for the preliminary engineering studies for Turnpike Project No. 1. He stated also that the pre-construction work is moving ahead rapidly. He reported that no permanent headquarters for the Commission had been decided upon, but that a search for suitable space was being conducted. He said that one offer for purchase of a building had been made but an agreement as to price could not be reached, and the Commission is now looking at other locations. The Chairman said also that the Ohio Turnpike Commission had contracted for the purchase of its first piece of land.

The Secretary-Treasurer was called upon for his report. He handed the Director of Highways a check in the amount of \$399,518.17 in full repayment of the expenses incurred by the Department of Highways for Ohio Turnpike Project No. 1. The Director said that the check would be delivered by him as the Director of Highways to the Treasurer of State for deposit to the Highway Improvement Fund. The Secretary-Treasurer then asked the Comptroller to read his report. The Comptroller reported upon personnel assigned to duty in the office of the Commission. He reported that 33 persons had been employed, of which 26 actually were on duty, and that consideration was being given to the employment of a chief auditor, but as yet none had been hired. The Chairman stated for the Commission that it will not seek to engage any of the employees of the Highway Department. The Comptroller then recommended to the Commission that it consider the appointment of a firm of public accountants to conduct the audits required by statute and by the provisions of the Trust Agreement.

The Comptroller reported orally that the following firms of public accountants had submitted proposals for furnishing such services to the Commission:

Peat, Marwick, Mitchell & Co.
Arthur Young & Company
Ernst & Ernst
Price Waterhouse & Co.
Rush & McGonigle

The Comptroller gave a brief resume of the proposals, indicating the various

fees to be charged and in some cases the basis for charging travel and subsistence. The Comptroller recommended the employment of Peat, Marwick, Mitchell & Co. A motion was made by Mr. Allen, seconded by Mr. Linzell, that the following resolution (No. 65-1952) be adopted:

"A RESOLUTION FOR THE APPOINTMENT OF
PEAT, MARWICK, MITCHELL & CO. AS AUDITORS.

WHEREAS Section 1218 of the General Code of Ohio requires periodic audits to be made by certified public accountants:

WHEREAS Section 410, Par. 2, and Section 712, Par. 3, of the Trust Agreement between Ohio Turnpike Commission and the Ohio National Bank of Columbus as Trustee, and the National City Bank of New York, as Co-Trustee, dated June 1, 1952, require audits at specified periods by an independent certified accountant of recognized ability and standing; and

WHEREAS the need is recognized for having such experts immediately available for consultation and advice as may be required from time to time:

NOW THEREFORE BE IT

RESOLVED that the comptroller is authorized to appoint the firm of Peat, Marwick, Mitchell & Co. to conduct such audits and perform such other accounting and auditing services as required, and that such appointment continue in effect until terminated by either party, and

FURTHER RESOLVED that the comptroller be, and he hereby is authorized to enter into an Agreement on behalf of the Commission with Peat, Marwick, Mitchell & Co. in relation to per diem fees and allowable travel and subsistence expenses, provided he shall first determine that the terms of such agreement shall be at least as favorable as those under its employments by other turnpike commissions or authorities."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Linzell, Shocknessy, Allen.

Nays, McKay, Teagarden.

The Chairman declared the motion adopted.

A motion was made by Mr. Allen, seconded by Mr. Teagarden, that the following resolution (No. 66-1952) be adopted:

"A RESOLUTION APPOINTING AN ASSISTANT SECRETARY-TREASURER.

WHEREAS the adequate discharge of the functions of the office of Secretary-Treasurer of the Commission, which office is held by a member of the Commission, requires that he be provided with an assistant who should be a full-time employee of the Commission at its headquarters:

NOW THEREFORE BE IT

RESOLVED that John Soller, who has heretofore been appointed Comptroller, is hereby designated and appointed Assistant Secretary-Treasurer of the Commission: that in said capacity he is authorized to do any and all things which the Secretary-Treasurer may do, except only those things which under the law can only be done by the Secretary-Treasurer personally, and he is directed to perform all duties and services which the Secretary-Treasurer of the Commission may require of him in his capacity as Assistant Secretary-Treasurer; and

FURTHER RESOLVED that before he shall enter upon the discharge of his duties as Assistant Secretary-Treasurer he shall file with the Commission a surety bond to the State of Ohio and the Ohio Turnpike Commission in the penal sum of fifty thousand dollars, conditioned upon the faithful performance of his duties as Assistant Secretary-Treasurer and Comptroller; and that said bond shall be executed by a surety company authorized to transact business in the state of Ohio, and shall be approved by General Counsel."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

The General Counsel then reported to the Commission that the contract for the purchase of its first parcel of land would be closed some time early in the week of September 1. He also reported that negotiations had been completed for the purchase of the first parcel of land on the Ohio-Pennsylvania border.

The General Counsel outlined the activities of the Legal Department and explained that much of his time had been spent rendering both formal and informal advice and opinions on questions arising for the Commission, setting-up procedures, drawing up documents in connection with the Right-of-Way program, and handling activities connected with bidding and making contracts. He recommended adoption by the Commission of several resolutions, including one with respect to the insurance to be provided by persons contractually responsible to the Commission to furnish insurance, one pertaining to the acquisition of right of way, one having to do with the making of contracts by the Commission, especially those to be awarded upon competitive bidding, and one dealing with the title insurance to be furnished by the Land Title Guarantee & Trust Company.

A motion was made by Mr. Linzell, seconded by Mr. Allen, that the following resolution (No. 67-1952) be adopted:

**"A RESOLUTION APPROVING INSURANCE COMPANIES
WRITING INSURANCE REQUIRED UNDER CONTRACTS OF THE COMMISSION.**

WHEREAS it is required under various contracts heretofore made by the Commission that the persons and firms contracting with the Commission take out certain public liability and property-damage insurance for the

protection of the Commission and others in companies approved by the Commission, and similar requirements will be imposed in other contracts that the Commission will make:

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby approves for writing any public-liability, property-damage, and other insurance that may be required to be furnished by any person or firm by virtue of any contract with the Commission, heretofore or hereafter made, any insurance company which is legally authorized to write in Ohio the particular type or types of insurance required, and that any policy or policies of any such company furnished pursuant to any contract with the Commission shall be deemed to be satisfactory to the Commission if general counsel or an attorney designated by him for the purpose shall determine that said policy or policies substantially comply with the requirements of such contract, within the limits of any customary underwriting limitations and practices."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

A motion was made by Mr. McKay, seconded by Mr. Teagarden, that the following resolution (No. 68-1952) be adopted:

"A RESOLUTION DESIGNATING PERSON TO SIGN
REQUISITIONS UNDER SEC. 408 AND PERSONS
TO SIGN CERTIFICATES REQUIRED BY PARA-
GRAPH (a) OF SEC. 408 OF TRUST AGREEMENT.

WHEREAS Sec. 406 of the Trust Agreement dated June 1, 1952, between Ohio Turnpike Commission and the Ohio National Bank of Columbus as Trustee and the National City Bank of New York as Co-Trustee requires that, before any payment be made by said Trustee from the Construction Fund provided for in said Trust Agreement, a requisition must be signed by an officer or employee of the Commission designated by resolution of the Commission for such purpose;

WHEREAS Sec. 408 of said agreement pertains particularly to requisitions for payments for real property for temporary or permanent use of the Commission, and requires that a certificate signed by at least two persons designated by resolution of the Commission for such purpose, be attached to each requisition for payment for such real property, to the effect that such real property is being paid for in furtherance of the construction of Ohio Turnpike Project No. 1;

WHEREAS the Commission has heretofore by Resolution No. 50-1952 designated persons to sign requisitions under Sec. 406 of said Trust Agreement,

and the Commission desires to make it plain that said persons are authorized to sign requisitions which contain an item or items for the payment for real property as aforesaid;

WHEREAS the Commission desires to designate persons to sign certificates required by the aforesaid paragraph (a) of said Sec. 408;

NOW THEREFORE BE IT

RESOLVED that all requisitions by the Commission for payments from the Construction Fund provided for in the aforesaid Trust Agreement which contain any item for payment for real property for temporary or permanent use of the Commission shall be signed by either the Secretary-Treasurer of the Commission or by the Executive Assistant to the Commission; and

FURTHER RESOLVED that each certificate required by paragraph (a) of the aforesaid Sec. 408 to be attached to each such requisition shall be signed by two persons, one of whom shall be either the Executive Assistant to the Commission or the Comptroller and the other of whom shall be either the Chief of the Right-of-Way Section or the General Counsel."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

A motion was made by Mr. McKay, seconded by Mr. Linzell, that the following resolution (No. 69-1952) be adopted:

"RESOLUTION WITH RESPECT TO CONTRACTS TO BE
MADE PURSUANT TO COMPETITIVE BIDS.

WHEREAS Sec. 1205 of the Ohio General Code requires that when the cost under any contract or agreement of the Commission, other than compensation for personal services, involves an expenditure of more than \$1,000 the Commission shall make a written contract with the lowest and best bidder after advertisement for not less than two consecutive weeks in a newspaper of general circulation in Franklin County, Ohio, and in such other publications as the Commission shall determine;

WHEREAS it will be necessary that the Commission enter into numerous contracts for the purchase of supplies and equipment and for the furnishing of labor and materials in connection with the construction of Ohio Turnpike Project No. 1, and it is necessary that the Commission make appropriate arrangements for advertising for bids for such contracts and for the awarding of such contracts;

WHEREAS said Sec. 1205 requires that each bid shall be accompanied by a

sufficient bond or certified check on a solvent bank, that if the bid is accepted a contract will be entered into and the performance of the proposal secured, and it is therefore appropriate that the Commission determine what shall be a sufficient bond or certified check in such cases;

WHEREAS said Sec. 1205 further requires that a bond with good and sufficient surety as shall be approved by the Commission, shall be required of all contractors in an amount equal to at least 50% of the contract price, conditioned upon the faithful performance of the contract, and it is therefore appropriate that the Commission shall determine what performance bonds shall be approved in connection with contracts awarded pursuant to competitive bidding;

NOW THEREFORE BE IT

RESOLVED that each of the Chairman and Chief Engineer be and each of them is hereby authorized to enter into any and all contracts for the furnishing of labor or materials, or both, including contracts for borings and other explorations, which are deemed by either of them to be necessary for the construction of Ohio Turnpike Project No. 1; provided, however, that neither of them shall enter into any such contract on behalf of the Commission which involves an expenditure of more than \$1,000, except pursuant to competitive bidding as required by Sec. 1205 of the General Code of Ohio;

FURTHER RESOLVED that each of the Chairman and the Chief Engineer be and he hereby is authorized to enter into contracts, on behalf of the Commission, with public bodies, agencies, and authorities, and with railroads, public utilities, and owners of property, providing for the manner and conditions of performing any work involved in the construction of Ohio Turnpike Project No. 1 which will or might affect any of them, their properties, or their businesses, or might result in personal injuries or death, or providing for the payment, or ascertainment of the amount of and the payment, of any damages, costs, expenses, or compensation, which the Commission is required, by Sec. 1206 of the General Code of Ohio, to pay or make reimbursement of;

FURTHER RESOLVED that the Executive Assistant to the Commission be and he hereby is directed and authorized to buy, lease, or otherwise acquire the use of all equipment, supplies, and services needed for the operation of the Commission's offices and the carrying-out of its functions in connection with the construction of Ohio Turnpike Project No. 1, except that he shall have no authority to enter into construction contracts for the furnishing of labor and materials required for said construction (which contracts shall be entered into, as aforesaid, by the Chairman or the Chief Engineer); provided, however, that he shall not enter into any such contract on behalf of the Commission, except contracts for personal services or upon advice of General Counsel that competitive bidding is not legally required which involves an expenditure of more than \$1,000, except pursuant to competitive bidding as required by Sec. 1205 of the General Code of Ohio; and that resolutions Nos. 49-1952 and 55-1952 be and they hereby are rescinded:

FURTHER RESOLVED that each of the Chairman and Chief Engineer be and each of them hereby is authorized to award, on behalf of the Commission, any construction contract for the furnishing of labor and materials, pursuant to competitive bidding, to the lowest and best bidder, but no such contract which requires the expenditure of more than \$250,000 shall be so awarded without further action of the Commission; and that the Executive Assistant to the Commission is hereby authorized to award any contract for purchases of equipment and supplies or the furnishing of services (when competitive bidding therefor is legally required) to the lowest and best bidder; provided, however, that none of the aforesaid officers shall be authorized to award any such contract to any bidder other than the lowest bidder, but shall, if he shall believe a bidder other than the lowest bidder is the best bidder, report such belief and his reasons therefor to the Commission, for its consideration and action;

FURTHER RESOLVED that any certified check of a bidder submitting a bid pursuant to Sec. 1205 of the General Code of Ohio which is drawn on any solvent bank and which is equal in amount to not less than 5% of the amount of such bidder's bid, and which also is in compliance with the terms of the notice to the bidders which shall have been approved or prepared by the Commission's General Counsel or other attorney of the Commission designated by him for the purpose, is by the Commission deemed and hereby determined to be a "sufficient certified check" within the meaning of that term as used in the aforesaid Section 1205;

FURTHER RESOLVED that any performance bond tendered by a contractor entering into a contract made pursuant to competitive bidding under the provisions of said Sec. 1205 which is substantially in the form set forth in Exhibit A, which is appended to and made a part of this resolution, which is approved by General Counsel for the Commission or an attorney of the Commission designated by him for the purpose as complying with all legal requirements, and upon which the surety is a surety company authorized and licensed to do business in the State of Ohio, is hereby approved by the Commission; provided, however, that nothing in this resolution contained shall be deemed to be a determination by the Commission that only surety companies may be sureties upon performance bonds furnished to the Commission, for it is the belief and view of the Commission that any and all satisfactory sureties should be, and the Commission states that they will be, approved by the Commission, but if any such surety shall be other than a surety company authorized and licensed to do business in the State of Ohio, his bonds shall in each case first be submitted to the Commission for its approval;

FURTHER RESOLVED that the Commission hereby determines that no advertisement for bids made pursuant to Sec. 1205 of the General Code of Ohio need be made in any publication other than a newspaper of general circulation in Franklin County, Ohio, but the Chief Engineer or the Chairman may, if either of them sees fit and believes it to be desirable in any particular case of a bid for a construction contract, cause such advertisement also to be made in any other publication or publications, and the Executive Assistant to the Commission may do likewise in the case of contracts other than for construction work, or construction work and materials;

FURTHER RESOLVED that all advertisements for competitive bids pursuant to Sec. 1205 of the General Code of Ohio shall be prepared by or under the direction of the Commission's General Counsel;

FURTHER RESOLVED that each of the Chairman, the Chief Engineer, and the Executive Assistant to the Commission is authorized to waive any technicalities in connection with any bid for the award of a contract made pursuant to competitive bidding, as aforesaid, but only upon the advice of General Counsel or an attorney of the Commission designated by him for the purpose; and

FURTHER RESOLVED that no contracts shall be entered into on behalf of the Commission by any of its aforesaid officers, after competitive bidding, unless such contract shall first be approved by General Counsel for the Commission or by an attorney of the Commission designated by him for the purpose."

EXHIBIT A TO RESOLUTION NO. 69-1952

OF

OHIO TURNPIKE COMMISSION

Form of Performance Bond

KNOW ALL MEN BY THESE PRESENTS, THAT _____, /appropriate descriptio personnae to
be inserted here/as principal, and _____
/appropriate descriptio personnae to be inserted here/as surety, are
held and firmly bound unto the Ohio Turnpike Commission, its successors
and assigns, hereinafter called "the obligee", in the sum of _____
(\$ _____) Dollars in lawful money of the United States, for
the payment of which, well and truly to be made, we bind ourselves, our
heirs, executors, administrators, successors, and assigns, jointly and
severally, by these presents.

WHEREAS, the principal has heretofore submitted to the obligee
a written proposal to _____;
and _____;

WHEREAS, the obligee has accepted said proposal and thereby
awarded to the principal a contract, hereinafter called "the Contract",
for the performance of the work /or "for the furnishing of the
_____ "7 described in said proposal and upon the terms,
specifications, and conditions set forth in said proposal and all documents
made a part thereof;

NOW, THEREFORE, the condition of this obligation is such that if

the principal shall faithfully perform each and all of the terms, specifications, covenants, and conditions of the Contract on its part to be kept and performed, according to the tenor thereof, and within the time limits prescribed therein; and shall fully indemnify and save harmless the obligee from all costs and damage which the obligee may suffer by reason of the principal's failure so to perform; and shall fully reimburse the obligee for all outlay and expense which the obligee may incur in making good any such default; and shall fully pay the lawful claims of all sub-contractors, material men, and laborers, for whose benefit, as well as the benefit of the obligee, this undertaking is made, for labor performed and materials furnished in completing the Contract, then this obligation shall be null and void; otherwise it shall remain in full force and effect.

The surety hereby agrees that any granting of extensions of time for the completion of the work specified in the Contract, or any modifications, omissions, or additions made in or to the terms of the Contract, shall not in any wise diminish the obligation of the surety hereunder.

Provided, however, that this obligation shall terminate and be null and void if the obligee shall annul the award of the Contract to the principal under the provisions of the above-described proposal; and provided further that in no event shall the liability of the surety hereunder for any and all claims exceed the amount of this obligation as herein above stated.

IN WITNESS WHEREOF, the principal and the surety have signed and sealed this instrument at _____, Ohio, on the _____ day of _____, 1952.

_____, Principal

By _____

(Title)

_____, Surety

By _____

(Title)

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

A motion was made by Mr. Teagarden, seconded by Mr. Allen, that the following resolution (No. 70-1952) be adopted:

"A RESOLUTION EXERCISING COMMISSION'S ELECTION UNDER CONTRACT TO REQUIRE TITLE INSURANCE AND PROVIDING FOR DETERMINATION OF AMOUNT OF "INSURED VALUE" UNDER EACH POLICY

WHEREAS the contract between the Commission and The Land Title Guarantee and Trust Company (hereinafter referred to as the "Title Company") under date of June 4, 1952, requires that the Title Company shall furnish to the Commission with respect to each parcel of land to be acquired by the Commission, or in which the Commission is to acquire an interest, for the purposes of the construction of Ohio Turnpike Project No. 1, either a title-guaranty contract or a policy of title insurance (as said contract and said policy, respectively, are more particularly defined and described in the aforesaid contract of June 4, 1952), whichever the Commission shall select and order from the Title Company;

WHEREAS the Commission has been advised by its General Counsel that the time is imminent when the Commission must make, with respect to some of the land which it is to acquire, the selection of type of title contract which the aforesaid contract of June 4, 1952, requires the Commission to make, so that the Title Company may proceed without delay to complete performance of its obligation to furnish to the Commission with respect to each parcel of land aforesaid either a guaranty of the record title or a title insurance policy;

WHEREAS the Commission, after due consideration, and upon the advice of its General Counsel, is of the opinion that it will ultimately be more economical and is otherwise in the best interests of the Commission that it require that the Title Company furnish with respect to every "right-of-way parcel" (as that term is defined in the aforesaid contract of June 4, 1952) a policy of title insurance; and

WHEREAS it is incumbent upon the Commission, under the aforesaid contract of June 4, 1952, to determine and specify, within the limits specified in said contract, what shall be the "insured value" of each "right-of-way parcel" and the Commission has received the advice of its General Counsel with respect thereto:

NOW THEREFORE BE IT

RESOLVED that the Title Company is hereby directed and required to furnish to the Commission with respect to every "right-of-way parcel" (as defined as aforesaid) for Ohio Turnpike Project No. 1 a policy of title insurance (as defined and specified in the aforesaid agreement);

FURTHER RESOLVED that the "insured value" of each "right-of-way parcel" shall be as follows:

1. If the compensation paid therefor be less than \$625.01, the "insured value" shall be \$1000.00;

2. If the compensation paid be over \$625.00, the "insured value" shall be equal to:

- a. 160% of the first \$1000.00 of compensation, or fraction thereof; plus
- b. 125% of the next \$4000.00 of compensation, or fraction thereof; plus
- c. 110% of that portion of the compensation over the first \$5000.00 thereof;

and all computations of "insured value" resulting from the application of the foregoing schedule shall be rounded off to the nearest multiple of \$100.00, and if the computed amount be an exact multiple of \$50.00, it shall be rounded off to the next higher multiple of \$100.00; and

FURTHER RESOLVED that if the Title Company shall in writing accept and agree to the terms of this resolution, it shall constitute an irrevocable part of the aforesaid contract of June 4, 1952, obligating the Commission to receive and pay for a policy of title insurance with respect to every "right-of-way parcel" and binding both parties with respect to the amount of the "insured value" under each such policy. "

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

A motion was made by Mr. McKay, seconded by Mr. Linzell, that the following resolution (No. 71-1952) be adopted:

"A RESOLUTION NO. 71-1952 PROVIDING FOR AUTHORIZING RIGHT-OF-WAY NEGOTIATIONS AND MAKING CONTRACTS FOR PURCHASE OF RIGHT-OF-WAY

WHEREAS the Commission's duly authorized agents are now in the course of appraising the lands to be acquired for right-of-way purposes and are negotiating for the purchase thereof, and it is necessary to provide for the fixing of prices at which negotiations may be conducted and to provide for the taking of action upon offers to sell which are made to the Commission by owners of land required for right-of-way purposes;

WHEREAS under the contracts of June 2, 1952, between the Commission and Messrs. Rudolph, Carpenter, Dunlap & Free, and Messrs. Edgemon, Fast & Mayer Brothers, respectively, the Commission has the right to direct, in a limited number of cases, that either of these firms, as the case may be, shall not appraise or negotiate or shall neither appraise nor negotiate with respect to any particular ownership parcel, and

provision should be made for exercising this right on behalf of the Commission, in the interests of economy and expedition in acquiring the right-of-way needed for Ohio Turnpike Project No. 1; and

WHEREAS the aforesaid contracts provide for the making, and the furnishing to the Commission of reports of, to appraisals of each right-of-way parcel, and the stating by the appraisal firm concerned of a recommended negotiating price;

NOW, THEREFORE, BE IT

RESOLVED that each of the Chief of the Right-of-Way Section and the General Counsel be, and each of them hereby is, authorized to fix any price or prices at or within which negotiations for the purchase of right of way may be conducted; provided that, in the absence of further action by the Commission with respect thereto; no such price shall be fixed until the Chief of the Right-of-Way Section shall have filed with the Commission his written approval of the aforesaid appraisal reports with respect to the parcel for which such price is to be fixed, and, further, no such price shall be greater than the recommended price stated (as required by the aforesaid contracts) by whichever of the aforesaid firms is required to furnish the appraisals of any given right-of-way parcel, unless such appraisals shall have been dispensed with pursuant to subsequent provisions of this resolution, in which case the price at or within which the negotiations may be conducted shall not, in the absence of further action by the Commission, exceed \$500;

FURTHER RESOLVED that each of the Chief of the Right-of-way Section and the Executive Assistant be, and each of them hereby is, authorized to accept or reject offers to sell made by the owners of land required for right of way for Ohio Turnpike Project No. 1, but neither of them may accept any such offer which is for a price greater than the negotiating price fixed pursuant to the preceding paragraph, if any shall have been so fixed, and if none shall have been fixed, then neither of them shall, without further action of the Commission, accept any such offer which is for a price greater than \$500; and provided that neither of them shall accept any such offer until the same shall have been approved by General Counsel, or an attorney designated by him for the purpose, and also by J. E. Greiner Company in its capacity as consulting engineers to the Commission; and

FURTHER RESOLVED that each of the Chief of the Right-of-way Section and the General Counsel be, and each of them hereby is, authorized to exercise on behalf of the Commission the right which it has under the contracts of June 2, 1952 between the Commission and Messrs. Rudolph, Carpenter, Dunlap & Free, and Messrs. Edgemon, Fast & Mayer Brothers, respectively, to direct that either of the aforesaid firms shall not appraise or negotiate or shall neither appraise nor negotiate with respect to any particular "ownership parcel."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

Mr. T. J. Kauer, Chief Engineer, then submitted his report to the Commission. In it he said that he hoped that construction of the Ohio Turnpike would be completed by the end of 1953, as far west as Warren to the interchange with Ohio State Route 5. He further announced that the preliminary line had been established for the entire route and that the preliminary design for bridges was under way. He reported that all of the contracting engineering firms are up to schedule on the design phase of their work and that some of them are considerably ahead of schedule. He recommended the establishment by the Commission of a schedule for the payment of fees to the Consulting Engineers.

A motion was made by Mr. Linzell, seconded by Mr. McKay, that the following resolution (No. 72-1952) be adopted:

"A RESOLUTION PROVIDING FOR SCHEDULE
OF PAYMENTS TO CONSULTING ENGINEERS

WHEREAS the contract between the Commission and J. E. Greiner Company with respect to the consulting engineering services to be rendered by said Company which is embodied in its written offer to the Commission under date of September 27, 1951, and the Commission's acceptance dated October 2, 1951, specifies what compensation shall be payable to J. E. Greiner Company for its said services and the basis upon which said compensation shall be computed, and said contract further provides that the compensation payable thereunder will be payable in monthly installments based upon a schedule of payments mutually agreeable to the Commission and the consulting engineers;

WHEREAS at the time the aforesaid contract was entered into, the Commission had no funds and did not know when or whether it would have funds and, therefore, it was at that time virtually impossible to adopt the schedule of payments required by the contract;

WHEREAS the Commission now has funds available, services have been rendered by said consulting engineers under said contract continuously since October 2, 1951, and are required to be rendered continuously henceforth until the completion of Ohio Turnpike Project No. 1; and

WHEREAS the Commission is now able to determine and agree upon a schedule of payments which will be agreeable to it;

NOW THEREFORE BE IT

RESOLVED that, if J. E. Greiner Company shall accept the arrangements embodied in this resolution and shall, in writing, certify that in its opinion the total of any payments which will have been made to it under the following schedule and arrangements will not, as of any given time, exceed an amount equal to reasonable compensation for services which are required

by the aforesaid contract to be rendered, and which actually will have been rendered, by said consulting engineers as of such time, then monthly payments shall be made under said contract to J. E. Greiner Company as follows:

1. On or before September 15, 1952, there shall be paid a sum of money equal to 11% of the estimated aggregate compensation to be paid under paragraphs 26 and 27 of the aforesaid contract; provided, however, that in determining the amount of such "estimated aggregate compensation," the estimated costs of restaurants and service stations shall not be included.

2. For the 11-month period commencing on September 1, 1952 and ending on July 31, 1953, there shall be paid on or before the 15th day of each of October, November and December 1952, and January, February, March, April, May, June, July and August of 1953, a sum of money equal to 3% of the estimated aggregate compensation to be paid under paragraphs 26 and 27 of the aforesaid contract; provided, however, that in determining the amount of such "estimated aggregate compensation," the estimated costs of restaurants and service stations shall not be included.

3. On or before the 15th day of September 1953 and on or before the 15th day of each month thereafter, until the total amount payable under the contract shall have been paid, there shall be paid a sum of money equal to 2% of the estimated aggregate compensation to be paid to said consulting engineers under paragraphs 26 and 27 of said contract; provided, however, that in estimating the amount of such "estimated aggregate compensation," the estimated costs of restaurants and service stations shall be included; and provided further that whenever all the work required of said consulting engineers under said contract shall have been completed, then all remaining amounts due to said consulting engineers under said contract shall be accelerated and a final bill shall be rendered by them to the Commission. Said final bill shall specifically set forth the aggregate amount of compensation due under each item of said contract, the total amount paid on account, and the balance due, and said balance shall be paid within 15 days from the date of submission of said final bill, provided it be found to be correct and accurate.

FURTHER RESOLVED that the term "estimated aggregate compensation" as used above in this resolution shall (subject to the provisions of the next following paragraph) be determined in each case by applying the percentages set forth above to the estimated "construction cost" and the estimated "cost of utility adjustments" of Ohio Turnpike Project No. 1 as the same are set forth in the "Engineering Report, The Ohio Turnpike, Prepared for the Department of Highways of the State of Ohio" by J. E. Greiner Company and dated August 15, 1951; subject to the proviso that estimated costs of restaurants and service stations (which are not included in the aforesaid report) shall be as estimated or approved by the Chief Engineer of the Commission;

FURTHER RESOLVED that on March 31, 1953, and each three months thereafter, the Commission's chief engineer shall review, in the light of information then available to him, the aforesaid estimated construction costs

and estimated costs of utility adjustments and shall make such revision in the total amount of each thereof as appears to him to be necessary, and such revised amounts shall be used as the basis for computing "estimated aggregate compensation" with respect to all monthly payments to be made to the consulting engineers thereafter, and until changed by and as a result of any subsequent such review by the chief engineer; and within ten days after the dates specified above for such reviews by the chief engineer, he shall, in writing, inform J. E. Greiner Company of the results of his review; and

FURTHER RESOLVED that upon J. E. Greiner Company's acceptance hereof, this resolution and such acceptance shall be a part of the aforesaid contract accepted on October 2, 1951."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

The Chief Engineer stated that representatives of the Consulting Engineers and of the Metropolitan Park Board of Cleveland had conferred concerning the adjustments in alignment which the Commission had offered for consideration by the Park Board, and that the Consulting Engineers had reported that the representatives of the Park Board were in essential agreement with the proffered adjustments and were willing to agree with the Commission that the amount of compensation to be paid to the Park Board be reduced by the estimated amount of extra cost to the project because of the adjustments. He recommended that the Commission approve the proposed adjustments in the alignment of Turnpike Project No. 1.

A motion was made by Mr. McKay, seconded by Mr. Teagarden, that the following resolution (No. 73-1952) be adopted:

"A RESOLUTION GRANTING AUTHORITY TO TAKE ACTION
WITH RESPECT TO ADJUSTMENT OF ALIGNMENT OF TURN-
PIKE IN CLEVELAND METROPOLITAN PARK AREA.

WHEREAS the Commission's Consulting Engineers have reported that it is feasible from an engineering standpoint to make a northward adjustment in the alignment of Ohio Turnpike Project No. 1 at and in the vicinity of the crossing of U. S. -Ohio Route 42, that the revenues from the Project would not be impaired by such an adjustment, and that some additional construction cost would be entailed in making such adjustment;

WHEREAS the Chief Engineer of the Commission has reported to it that he concurs in the conclusions aforesaid of the Consulting Engineers; and

WHEREAS representatives of the Cleveland Metropolitan Park Board are reported to have indicated that such an adjustment in alignment is desired by said Board, because they are of the opinion that thereby the damage to

the Board's land and park system would be reduced, and they are reported further to have indicated a willingness to make an agreement that the amount of compensation to be paid to said Park Board shall be reduced by the estimated amount of extra cost to be entailed in making such an adjustment;

NOW, THEREFORE, BE IT

RESOLVED that the Commission approves the northward adjustment in the alignment of Ohio Turnpike Project No. 1 at and in the vicinity of the crossing of U. S. -Ohio Route 42 to be made in the manner and to the degree set forth in the report of the Commission's Consulting Engineers, the J. E. Greiner Company;

FURTHER RESOLVED that, subject to the approval of General Counsel, the Chairman is authorized to inform the Cleveland Metropolitan Park Board of the foregoing approval, and the Chairman, the Chief Engineer and the General Counsel are authorized to take whatever action, make whatever arrangements, and enter into whatever agreements on behalf of the Commission they may determine to be necessary or desirable to effect such adjustment in alignment and to protect the interests of the Commission in connection therewith; provided, that the foregoing approval is not to be deemed to be a mandate that such an adjustment in alignment shall be made if said officers shall, upon further consideration and investigation, determine it to be practically or legally undesirable to make such change, or if they are unable to effect arrangements with the Cleveland Metropolitan Park Board which they shall deem to be satisfactory and in the public interest. "

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

The Chief Engineer reported also that on August 27 he had attended a conference in Elyria with officials of the City of Elyria and that representatives of the Consulting Engineers and of the Ohio Department of Highways had also attended. He stated that a full explanation had been given to the Elyria officials concerning the studies for an alternative gradeline for Ohio Turnpike Project No. 1 through Elyria, including the method by which intersecting city streets, sewers and water mains could be provided for by the Commission. Mr. Kauer said that the President of the City Council of Elyria had requested that plans showing the alternative details be made available to the City of Elyria for analysis and consideration, after which the opinion of City officials would be communicated to the Commission. Mr. Kauer advised the Commission that he would comply with the request without delay. There being no objection, the report of the Chief Engineer was accepted.

The Executive Assistant reported that all sections of the staff were operating, with the exception of the Public Information & Research Section. He recommended the employment by the Commission of a Director of Information and Research

and of a Public Information Counsellor.

A motion was made by Mr. McKay, seconded by Mr. Teagarden, that the following resolution (No. 74-1952) be adopted:

"A RESOLUTION EMPLOYING DIRECTOR OF INFORMATION & RESEARCH.

RESOLVED that James D. Hartshorne of Cleveland, Ohio, be and he hereby is employed as Director of Information and Research; that he be paid a salary at an annual rate of \$10,800 per year; and that he shall perform such duties and services appropriate and incident to the office of Director of Information and Research as shall be required of him by the Chairman or the Executive Assistant to the Commission."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

A motion was made by Mr. McKay, seconded by Mr. Allen, that the following resolution (No. 75-1952) be adopted.

"A RESOLUTION DESIGNATING PUBLIC INFORMATION COUNSELOR

RESOLVED that Frank Siedel of Cleveland, Ohio, be and he hereby is designated and appointed as Public Information Counselor; that he shall be paid no salary but shall be compensated for the reasonable value of his services, including expenses necessarily incurred in performing his services pursuant to this appointment; that he shall perform such services as are requested of him by the Commission, as such requests shall be made through the Chairman or Executive Assistant to the Commission, pursuant to this designation."

A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the motion adopted.

Under unfinished business there were no reports given.

The Chairman announced that since this special meeting was so near the regularly scheduled September meeting, the regular meeting for September would be cancelled and that the next regular meeting would be held on

October 7, 1952.

There being no further business to come before the meeting, a motion was made by Mr. Allen, seconded by Mr. Teagarden, to adjourn.


A vote by ayes and nays was taken and all members responded to roll call. The vote was as follows:

Ayes, Allen, Teagarden, McKay, Shocknessy, Linzell.

Nays, None.

The Chairman declared the meeting adjourned. The time of adjournment was 3:32 P. M.

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



A. J. Allen
Secretary-Treasurer