

01/22/96

OHIO TURNPIKE COMMISSION

Resolution Appointing Executive Director

WHEREAS, Allan V. Johnson, has submitted his resignation as Executive Director, and he shall retire from the Commission on February 29, 1996;

WHEREAS, the Commission members have determined it is in the best interests of the Ohio Turnpike Commission to promote the Deputy Executive Director, G. Alan Plain, to the position of Executive Director of the Commission effective January 23, 1996; subject to the terms of the Employment Agreement attached hereto as "Exhibit A";

WHEREAS, the Commission members have determined that it is in the best interests of the Ohio Turnpike Commission to appoint Allan V. Johnson to the position of Executive Director Emeritus effective January 23, 1996, to February 29, 1996;

NOW, THEREFORE, BE IT

RESOLVED that G. Alan Plain be, and hereby he is, appointed Executive Director of the Commission effective January 23, 1996, to serve at his and the Commission's mutual pleasure, and his compensation shall be as set forth in the Employment Agreement attached hereto and incorporated herein as Exhibit "A"; and

RESOLVED that Allan V. Johnson be, and hereby is, appointed to the position of Executive Director Emeritus effective January 23, 1996, to February 29, 1996; and

FURTHER RESOLVED that the Chairman of the Commission shall be authorized and directed to take any and all action necessary or proper to implement and execute the above-mentioned Employment Agreement.

(Resolution No. 4-1996 adopted January 22, 1996)

EMPLOYMENT AGREEMENT

This contract for employment is made and entered into as of the ____ day of January, 1996 by and between the **Ohio Turnpike Commission** having its principle place of business at 682 Prospect Street, Berea, Ohio 44017 ("Commission") and **G. Alan Plain**, whose address is 16921 Rabbit Run, Strongsville, Ohio 44136 ("Employee").

WHEREAS, by Resolution No. 4-1996 dated January 22, 1996, the Commission appointed Employee as Executive Director of the Commission; and

WHEREAS, also pursuant to Resolution No. 4-1996 dated January 22, 1996, the Chairman of the Commission was authorized to negotiate and execute an employment contract with Employee as Executive Director of the Commission; it is now, therefore, agreed as follows:

WHEREAS, Employee is eligible to participate in The Voluntary Retirement Incentive Plan, a copy of which is attached as Exhibit 1, offered by the Commission and by Employee's execution of this Agreement, the Commission acknowledges that the Employee is foregoing his opportunity to elect early retirement pursuant to said Voluntary Retirement Incentive Plan.

1. **Employment.** The Commission hereby employs Employee and Employee hereby accepts employment upon the terms and conditions herein set forth.

2. **Duties.** Employee shall serve as the Executive Director of the Commission and as such shall perform the duties and obligations as set forth under any applicable section of the Ohio Revised Code; the Bylaws of the Commission; Resolutions, contracts and agreements of the Commission now and hereafter applicable and such other duties or directives adopted or specified by the Commission from time to time. Employee shall devote full time to the performance of the duties under this Agreement.

EXHIBIT "A"

(Note: Because of the size thereof, page one is attached hereto for reference.)