

**MINUTES OF THE 453rd MEETING OF
THE OHIO TURNPIKE COMMISSION**

July 19, 1999

Pursuant to the bylaws, the Ohio Turnpike Commission met for a meeting in the Administration Building at 682 Prospect Street, Berea, Ohio at 10:05 a.m. on July 19, 1999, with members of the staff: Gino Zomparelli, General Counsel and Deputy Executive Director-External Services; Robert Arlow, Deputy Executive Director-Operations; James Steiner, CFO/Comptroller; Dave Ransbury, Chief Engineer, Pat Patton, Government Liaison Officer, Karen Lenahan, Director of Public Affairs, Thomas Amato, Assistant General Counsel, John Mitchell, Director of MIS; Sharon Isaac, Director of Toll Operations, Vince Chiarucci, business consultant and Dan Castrigano, Maintenance Engineer.

A vote of ayes and nays was taken and all Members present responded to roll call. The vote was as follows:

Ayes: Senator Armbruster, Mr. Blair, Dr. Anthony, Mr. Williams and Mrs. Leever.

Nays : None.

The Chairman advised that Representative Buehrer and Mrs. Baker were unable to attend today's meeting. She said Robert Blair is here today representing the Ohio Department of Transportation Director, Gordon Proctor, and is authorized to vote for him.

We have a number of guests here today and we will ask them to identify themselves: Tom Travis, Fred McFall, Host Marriott Services; Kathleen Cullen, Key Bank; Elva Edger, Claire Moore, League of Women Voters; Dick Stillman, Ohio Co/Fifth Third Bank; Alan Bauco, A. G. Edwards; Dennis Wilcox, Climaco, Lefkowitz; Ken Marley, Hardee's Food Systems; Stu Shear, Jesus Sanchez, Ohio Rehabilitation Services Commission; Mike Kurey, Advanced Restaurant Concepts; Herb Gill, Mike Kurey, Gladioux Enterprises; Jim Sweeney, the

(Cleveland) Plain Dealer; David Patch, The (Toledo) Blade; Frank Lamb, Huntington Bank; John Conner, Huntington Capital; Howard O'Malley, B & T Express; Mike Schipper, HNTB; Bobby Everhart, URS Greiner; Captain Tim Escola, Ohio State Highway Patrol; Bob Barnett, Heidi Jedel, Barb Lesko and Diane Pring.

The Chairman welcomed all in attendance on this hot day and commented it wasn't that cool in the Commission Meeting Room. We do need to take care of that.

The Chairman said the July 19, 1999 Meeting was the 453rd meeting of the Commission, and we were meeting at the Commission's headquarters as provided for in the Commission's Code of Bylaws. The minutes of the last Commission Meeting of June 14, 1999, has been distributed to the members for their comments, and she would accept a motion for their adoption without reading.

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

Ayes: Mr. Williams; Dr. Anthony, Mr. Blair and Mrs. Leever.

Nays: None.

The Chairman declared the minutes stood adopted with all Members present voting in the affirmative.

The Chairman advised that an election of officers would take place this date and various reports will be received and the Commission will act on a resolutions, draft copies of which has been previously sent to the members and updated drafts are also in the Members' folders. She said the resolutions would be explained during the appropriate reports.

In accordance with the Turnpike Act and the Commission's Code of Bylaws, we will now hold an election of officers conducted by nomination and voting, and confirmed by a resolution so that action will appear in the Commission's Journal. Mrs. Leever said she will begin by accepting nominations for the election to the office of Chairman. Dr. Anthony

nominated Ruth Ann Leever as Chairman. Mr. Williams seconded the nomination. Mrs. Leever inquired if there are any other nominations? She then stated, "there being none, I declare the nominations closed."

Since I have been nominated, I will turn the meeting over to the Vice-Chairman, Mr. Williams to conduct the election. Mr. Williams will assist the Assistant Secretary-Treasurer. Mr. Williams then asked the Assistant Secretary-Treasurer to call the roll.

Roll: Ayes: Dr. Anthony, Mr. Williams, Mr. Blair and Mrs. Leever.

Nays: None.

Mr. Williams then stated that the Chairman has now been elected, and I will now turn the meeting back to Mrs. Leever to conduct the remainder of the meeting.

The Chairman advised that she will now accept nominations for the election to the office of Vice Chairman, and she nominated Mr. Earl Williams as Vice-Chairman. Mr. Blair seconded the nomination. The Chairman inquired if there are any other nominations? She then stated, there being none, I declare the nominations closed. It has been moved and seconded that Earl Williams be elected Vice Chairman. Will the Assistant Secretary-Treasurer call the roll?

Roll: Mrs. Leever, Mr. Blair, Dr. Anthony, and Mr. Williams.

Nays: None.

The Chairman advised that she will now accept nominations for the election to the office of Secretary-Treasurer. Mr. Williams nominated Dr. Ferris Anthony for the position of Secretary-Treasurer. Is there a second to the nomination? Mr. Blair seconded. The Chairman inquired if there are any other nominations? She then stated, there being none, I declare the nominations closed. It has been moved and seconded that Dr. Ferris Anthony be elected Secretary-Treasurer. Will the Assistant Secretary-Treasurer call the roll?

Roll: Mr. Williams, Mr. Blair, Mrs. Leever and Dr. Anthony.

Nays: None.

The Chairman then stated that under the Bylaws it is duty of the Secretary-Treasurer to appoint the Assistant Secretary-Treasurer and ask for the assent of the other members to the appointment. I will ask that the appointment be made at this time.

Dr. Anthony nominated Gino Zomparelli, Assistant Secretary-Treasurer for this Commission. Earl Williams seconded the nomination. Mrs. Leever inquired if we needed a second and said we can do that. Mr. Zomparelli suggested taking roll.

Roll: Dr. Anthony, Mr. Williams, Mr. Blair and Mrs. Leever.

Nays: None.

The Chairman stated that with the election of all the Commission officers, I will now ask for adoption of a resolution confirming the election so that action will appear in the Commission's Journal.

Mr. Zomparelli stated that he would not effective as Assistant Secretary-Treasurer until August 1, 1999. I am sure the assent would stay the same, but I would not start until August 1st. I didn't know if that was clarified in the notes. Mr. Plain, do you want to do it all over again, it would just be appointment as Assistant Secretary-Treasurer effective August 1, 1999. You can ask the Commission Members if they have a problem with that. Otherwise, you can have Alan Plain continue as Assistant Secretary-Treasurer.

The Chairman inquired if any of the members objected to Mr. Plain continuing as the Assistant Secretary Treasurer until August 1st? She stated there being no dissenting votes, he shall continue until August 1st. She then stated that if there are no further questions, we will proceed with the report of the Assistant Secretary-Treasurer, Mr. Plain.

The Executive Director stated he would give the report of the Secretary-Treasurer. The following items have been sent to the members since the last regularly scheduled meeting of the Commission on June 14, 1999:

1. Draft of Commission Meeting Minutes of June 14, 1999.
2. Traffic and Revenue Report, May 1999
3. Financial Statement, May and June, 1999
4. Investment Report, May 1999
5. Traffic Accident Summary Report, May and June 1999
6. Revenue by Month & Year May 1999
7. Turnpike Notes and various news releases

Leever: Thank you. We will have a report on Budget & Finance from Mr. Steiner?

Steiner: Madame Chair, Commission Members. The Traffic and Revenue Report for the month of June should be included in your folders this morning. This report indicates that all-time records for the number of passenger cars and commercial vehicles traveling the Ohio Turnpike as well as toll revenues were established for the month of June 1999, the second quarter of 1999 and the first-half of 1999. The number of passenger cars traveling the Turnpike during the month of June totaled 3,388,000 surpassing the previous record set last year by 97,000 cars or 2.9%. Commercial traffic for June totaled 840,000 vehicles surpassing the prior record set in June 1995 for 67,000 vehicles or 8.7%. This is an increase of 73,000 or 9.5% compared to last year.

The number of passenger cars traveling the Turnpike during the second quarter of 1999 totaled 9,392,000 surpassing the previous record set last year by 316,000 or 3.5%. Commercial traffic for the second quarter totaled 3,042,000 vehicles surpassing the prior record set in 1995 by 121,000 vehicles or 5.5%. This is an increase of 142,000 vehicles or 6.4% compared to last year. For the first six months of 1999, the number of passenger cars traveling the Turnpike was 16,350,000 surpassing the prior record by 467,000 or 2.9%. During the same six-month period, the number of commercial vehicles totaled 4,402,000 surpassing the prior record set in 1995 by 137,000 vehicles or 3.2%. This is an increase of 278,000 or 6.7% compared to last year.

For the first half of 1999 total revenues in the Revenue Fund were 2.4% higher than budget and expenditures were 9.8% less than the budget. Madame Chairman, that completes my report and I will be happy to respond to any questions.

Leever: Are there any questions?

Anthony: When will we add a fourth lane?

Leever: I think in one newspaper article, they refer to our "third lane" as a turn lane. It's not necessary. That third lane is just a white elephant, turn lane.

Blair: Those telephone pay stations that you report in here, are those the telephones like we have on the highway?

Plain: They are at the interchanges and we have pay stations at the travel centers, too.

Leever: Thank you, Mr. Steiner. It's very easy to stand up in 4-5 minutes and give us statistics on the traffic. We are all sitting here anticipating that. That traffic is going up and our revenue is going up, and we are on schedule and where we should be. I was just thinking, you could stand up there and in 3 or 4 meetings and it would be devastating for us if traffic was down 6% or whatever so we should never take anything for granted. Your report is good news and I think we need to be aware that it should not be taken for granted. Thank you.

I would like to go back, if I may. There is a resolution in our folders confirming election of officers. Would the Assistant-Secretary Treasurer read the Resolved:

Plain:

“RESOLVED that the election of **Ruth Ann Leever**, as chairman of the Ohio Turnpike Commission; **Earl W. Williams**, as vice-chairman of the Ohio Turnpike Commission and **Ferris F. Anthony, Ph.D.**, as secretary-treasurer of the Ohio Turnpike Commission, all, pursuant to Ohio Revised Code Section 5537.02 (C) and Article I of the Commission's Code of Bylaws dated February 28, 1996, to serve until the next election which shall be held at the first meeting of the Commission held after the 30th day of June, 2003 or until their respective successors are elected and qualified, or until such officers individually shall cease to be members of the Ohio Turnpike Commission, hereby is confirmed as having taken place at this meeting in accordance with law and the Commission's Code of Bylaws dated August 8, 1994, and the assistant secretary-treasurer is directed to enter this resolution in the journal of the Commission as a record thereof.”

I would recommend that we do this and I need a motion and a second.

Anthony: So Moved.
Williams: Second.

Roll: Ayes: Dr. Anthony, Mr. Williams, Mr. Blair and Mrs. Leever

Leever: The resolution stands adopted. At this time, I would like to thank my fellow Commission members for the honor of serving as Chairman. It's not always easy

but working with Commission Members such as yourself, I find it certainly easier and we have made some difficult decisions and we have had the courage to carry them through and I appreciate the faith and trust that you have placed in me and I wanted to thank you.

Williams: As Commission Members, we certainly appreciate the leadership that you are continuing to give this Commission and we cooperate with you because of the fact that you have a special way of presenting things, doing things, keeping us informed as Commission Members and we appreciate that.

Leever: Thank you. We will continue with our reports – our financial report, Mr. Stillman?

Stilliman: We have no report, Madame Chairman.

Leever: Thank you, is there a report on service plazas?

Arlow: One pair of service plazas are opened. They opened on June 16 and just last week we opened one of the concessions. Starbucks Coffee is open. The remaining concessions will open in the next 4-6 weeks. It's going very nicely. It has been well received. The additional parking and all the amenities that we have incorporated for the traveling public. The second pair of service plazas are due to be completed in September and we hope to open on October 1st.

Leever: Thank you. I noticed when I came by at Milepost 100, it was marvelous to see the parking. There was a semblance of order. It was wonderful. You didn't have to weave. Everyone was where they should be and it was very crowded. I thought we have done a good thing for the traveling public. Mr. Plain, at this time, would you like to mention Representative Damschroder's resolution?

Plain: Yes, I don't have the copy of the resolution, but Pat will go and get it. It is interesting that we received from Representative Damschroder a nice resolution signed by the Speaker of the House and himself on the wonderful new travel centers that were opened up in his district at the Commodore Perry and Erie Islands and thanking everyone for their participation in providing those to the public. I did want to make that part of the record, and I forgot to bring it in this

morning. We will get the copy and pass it around the table. I thought that was very nice.

Leever: It was very nice and well deserved. I did respond and sent Representative a note thanking him on behalf of the Turnpike Commission.

Plain: As far as the order out there in the parking areas. That is something we made as part of the design to separate the passenger car traffic from the truck traffic and we have asked Patrol to make a presence there so that they come in every couple hours and walk through the plaza and to also check those areas. When we first opened up we had trucks everywhere blocking the bus parking and some of the others. We have told them we want the order and they will have to park in their assigned areas or they will receive tickets. It's working very well. Everyone is cooperating. We have some very, very good comments from the traveling public on those facilities. I'm very happy. The Commission has gone forward with those. It's been a difficult thing and although we were misrepresented in the newspaper out in the Toledo area, I think we have clarified some of those items and hopefully we will be able to get the public views into the papers. It's easy to criticize but we want to make sure they get their due and do it accurately.

This is a copy of the resolution from the House of Representatives. We will have it framed and we will put it up in the office, but I will pass it around to show everyone. We appreciate the kind remarks from Representative Damschroder.

Leever: As we begin our report on Employee Relations, perhaps now would be an appropriate time to note that our other Commission Member, Marilyn Baker, gave her notice of resignation as Commission Member effective August 30, 1999. We will miss her. She has certainly participated in the last few difficult years and we appreciate her service on this Commission and we hate to see her go, but for personal reasons she found it necessary to resign at this time. We have no idea at the moment who her replacement will be. We will be notified from the Governor's office. Mr. DiPietro?

DiPietro: Madame Chairman, Commission Members, first, I'll give a report on the Voluntary Early Retirement Incentive Program that went into place on June 1st. As of the end of June the first of July, 17 individuals took advantage of the program and retired. Notification that we have received indicates that as of July 31, 1999 an additional 13 individuals will be participating in the VERI Program. It is going along smoothly and the information comes forward and we pass it onto PERS. So far we have not had any problems. We continue to field questions and submit forms and applications to the individuals requesting it. That program seems to be going rather well.

I was asked to gather some information relative to the wage increase. As a preface to that I would like to point out in prior to 1997, the Commission had a policy of enacting increases for non-bargaining individuals in July of each year. Due to the fact that in 1997 we were engaged in negotiations with the part-time toll collectors it was decided to hold off on the general increase for the non-bargaining unit due to the fact that we were involved in negotiations, a wage increase was not granted by the Commission until approximately September 21st so they went almost three months after the typical July wage increase schedule. Subsequently in 1998 again we were involved in negotiations with the full-time employees and again, we forestalled the increase for individuals in the non-bargaining section and didn't grant that until approximately September 6th. In order to get back on schedule, it would be my recommendation based on the information that I obtained and comparing what has happened with the State of Ohio employees, the bargaining unit employees and what's happening with the Consumer Price Index that the Commission consider granting the non-bargaining unit employees a 3% increase. I have provided you with a memorandum based on the information I have gathered. The second page includes a chart indicating the statistics which we have taken into consideration. Based on that, it is my recommendation to consider a 3% increase that would be effective July 11th which is the first day of the pay period in July, 1999.

Williams: In 1999 so there is no retroactive right?

DiPietro: Retroactive – approximately 8 days, Mr. Williams.

Leever; And last year it was September?

DiPietro: September 6th

Plain: That was two years it was September, and we are trying to get it back to where it was and make up for the time they have waited.

Madame Chair, I have a resolution, and I'd like to do that at this time: I'll read the Resolved:

“RESOLVED that the Ohio Turnpike Commission hereby approves the recommendation of the Deputy Executive Director-Administration, which recommendation has had prior approval of the Chairperson and the Executive Director, and adopts such recommendations granting regular, full-time Commission employees, who are not members of a collective bargaining unit, a general wage or salary increase of **3%** effective **July 11, 1999**.

I, too recommend the adoption of this resolution and would ask if the Commission has time to review it for a motion and a second.

Leever: Is there a motion?

Anthony: Yes, I'd like to move for adoption.

Blair: Yes, I'll second.

Leever: Are there any questions?

Roll: Ayes: Dr. Anthony; Mr. Blair; Mr. Williams; Mrs. Leever.

Plain: Motion is adopted.

Leever: That is the end of your report, Mr. DiPietro? Thank you.
And onto our staff reports, Mr. Plain?

Plain: Thank you, Madame Chair. I have some comments to make, but I'd like to handle these resolutions first. We have a number of them to do today. I'll get them all in the right order.

The first resolution is a resolution concerning the engineering, furnishing, installing and testing a nine-position, CRT base dispatch console system at four locations along the Ohio Turnpike. Those locations were at the Swanton Patrol Post, Milan Patrol Post; Ohio Turnpike Administration Bldg. or actually the Ohio

Turnpike Communications Bldg. and the Hiram Patrol Post. In the packet of information here you'll see that we had one bid submitted in response to this proposal. We had this bid reviewed by our Chief Engineer and also General Counsel and we have a problem that we cannot correct. We had an insufficient bid guaranty bond submitted with this bid so we are recommending to reject this bid. There was an insufficient bid bond and that is something that is not correctable. I would like to read the Resolved:

“RESOLVED that the above-mentioned bid, hereto received pursuant to the advertisement for bids upon Contract No. 38-93-01 for the engineering, furnishing, installing and testing of a nine-position, CRT-based Dispatch Console System at the above-mentioned locations along the Ohio Turnpike be and the same hereby is rejected, and the executive director is authorized to notify the bidder in writing of said action, to return to the bidder the bid security furnished by it and take whatever steps are necessary to re-advertise, forthwith.

Again, I would recommend that we reject the bid we received under this project, and I would need a recommendation and a second.

Williams: I move for the rejection.

Blair; Second.

Leever: Any questions?

Anthony: Alan, will be you re-bid and hope that you get more than one bidder?

Plain: That's what we will try to do. We want to, I think there was some interest by some of the others. They didn't bid and by going back out it's already been on the street once and it's already been sent to several bidders and maybe this will give them more time to look at it carefully and we'll certainly try to go out and stir up some additional vendors to bid on this

Blair: How badly flawed was the bond? I was just curious.

.Plain: It doesn't matter.

Zomparelli: Madame Chairman, Commission Members, they did not submit a bid bond in the full amount of the bid. Every once in a while the bidders get confused with the 100% language. Hopefully, they will know to do it the correct way the second

time around. We will send them a letter showing that their bid was rejected and the reason why.

Leever; Have we done this work with this company before?

Zomparelli: I'm not familiar with them. I don't think so. We could check with the Chief Engineer.

Ransbury: No – (nodding his head.)

Anthony: David, is it unusual that we only got one bid on something like this?

Ransbury: It is to some respects. There were other people interested but they were concerned a little bit about the length of time and we are going to try and get them a little more time and work the specifications a little bit and try to resolve it.

Anthony: So there is a reasonable chance that we will get other bids, right?

Plain: Yes.

Leever: Any other further questions, call the roll, please.

Roll: Ayes: Mr. Williams, Mr. Blair, Dr. Anthony, Mrs. Leever.

Leever: I see Captain Escola that as soon as you left they upgraded Milan post. We prefer that you stay right here, thank you.

Plain; The next contract we'll talk about is Contract No. 38-99-01 for the renovation of 29 communication towers. If you refer to the back of the packet, you see that we had four bidders respond. It was split up into two contracts – east and west. I'll read the Resolved:

“RESOLVED that the bid of **Liberty Maintenance, Inc.**, of Campbell, Ohio in the total lump sum amount of \$1,359,000 for Contract “A” and “B” for the performance of Contract No. 38-99-01, is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said contract, and is accepted, and that the chairperson and executive director, or either of them, hereby is authorized (1) to execute a contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid; (2) to direct the return to the other bidders of their bid security, when appropriate, and (3) to take any and all action necessary or proper to carry out the terms of said bid and of said contract; and

FURTHER RESOLVED that Project No. 38-99-01 is designated a System Project under the Commission's 1994 Master Trust Agreement.

I recommend that we adopt this resolution.

Leever: May we have a motion?

Anthony: So moved.

Williams: Second.

Leever: Any questions?

Blair: Is there any concern that Allstate will give a hard time over the award?

Zomparelli: Madame Chair, Commission Members, they didn't attend the mandatory Pre-Bid Meeting and the Commission several years ago when I first started, there was some litigation involving a bridge painting contractor and we definitely think it is an important requirement that they attend the Pre-Bid meeting. Their bid is a lot lower than the next low bidder, so that causes us some concern that they may have missed something if they would have attended the Pre-bid meeting. I think the Chief Engineer is here and is comfortable with the recommendation.

Ransbury: Yes I am, they did not attend the pre-bid meeting and they obviously missed out on certain things that are given out at that particular meeting that aren't clearly covered under the plans and specs. because there is a a lot of discussion back and forth and if they don't them, that's a good indication that their bid is off. The second bidder is still well below our estimate so we feel their bid is very good.

Leever: Again, Mr. Ransbury have Allstate Painting and Construction Co. – have they done business with us before?

Ransbury: They have done some painting on some bridges

Plain: Contract work – part of a contract – subcontractor.

Leever: And Liberty Maintenance?

Ransbury: Liberty Maintenance has not worked for the Turnpike, but I checked their record and they have worked throughout the eastern half of the United States and on the New York Thruway and a number of others highways. Their record is reasonably good.

Leever; You have been doing this a number of years and we certainly when you recommend it, we feel comfortable with it as long as you do.

Williams: Is there anything in the bidding documents that indicates that it is necessary to attend the pre-bid conference.

Ransbury: It says that it is mandatory.

Leever: Are there any further questions? Call the roll, please.

Roll: Ayes: Dr. Anthony, Mr. Williams, Mr. Blair, Mrs. Leever.

Plain: The resolution is adopted.

The next resolution relates to the award of Contract No. 77-99-02 for third-lane construction from Milepost 132.17 to 136.64 located in Erie and Lorain Counties. We had four bidders respond to the invitation to bid and the low bidder submitted a bid below the engineer's estimate for the cost for this project. I'd like to read the Resolved:

“RESOLVED that the bid of **The S. E. Johnson Companies, Inc.** of Maumee, Ohio, in the amount of \$12,024,739.40, utilizing its base bid using crushed slag in the surface course, for the performance of Contract No. 77-99-02, is, and is by the Commission, determined to be the lowest responsive and responsible bid received for the performance of said contract, and is accepted, and that the chairperson and executive director, or either of them, hereby is authorized (1) to execute a contract with said successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid bid; (2) to direct the return to the other bidders of their bid security, when appropriate, and (3) to take any and all action necessary or proper to carry out the terms of said bid and of said contract; and

FURTHER RESOLVED that Project No. 77-99-02 is designated a System Project under the Commission's 1994 Master Trust Agreement.

I would like Mr. Ransbury to clarify one thing in here. You were talking about using crushed slag in the surface course, is that the air-cooled type slag?

Ransbury: Yes. That's the air-cooled crushed slag that we have used in all of our other projects.

Plain: And not the regular crushed slag? I want that to be clear for the Commission, also.

Ransbury: It's not the steel slag.

Plain: This has been something we have been doing for many years and it has a superior skid resistance and we use it in the surface course. It outlasts traditional limestone. I wanted to be sure because the resolution talks about slag and I wanted to make sure it was the air-cooled slag and not the steel slag that has

been used in some of the other projects around the State. With that I would like to make a recommendation to the Commission that we adopt this resolution and I'll need a motion and a second.

Anthony: So moved.

Blair: I'll second it.

Leever: Any questions, call the roll, please?

Roll: Ayes: Dr. Anthony; Mr. Blair, Mr. Williams, Mrs. Leever.

Plain: The resolution is adopted.

The next resolution concerns Contract TR 8-B for Unit #4 for the operation of Unit #4 food concession for the sit-down, family-style restaurant at the Commission's Great Lakes and Towpath Travel Centers. We had one bid and unfortunately, Dalcan Limited Liability Company, d/b/a Panera Bread Company, Covelli Enterprises was for the Towpath Travel Center only and not for Towpath and Great Lakes and they qualified the bid. So we are recommending a resolution rejecting the proposal for the operation of Unit #4 food concession, sit-down, family-style restaurant under Contract TR 8B (Unit #4).

Leever: Do we have any reason why they just chose to bid on the one? No one knows?

Plain: I would like to read the Resolved for that resolution:

“RESOLVED that the above-mentioned bid, hereto received pursuant to the advertisement for bids upon Contract No. TR-8B (Unit #4) (food concession/sit-down restaurant) under Contract TR-8B for its Great Lakes and Towpath Travel Centers be and the same hereby is rejected, and the executive director is authorized to notify the bidder in writing of said action, to return to the bidder the bid security furnished by it and take whatever steps are necessary to re-advertise, forthwith.

The staff is going to get together to see if we can't modify the terms and conditions of the contract to try and attract additional vendors. That's something that we are going to look at, review the specifications. We got some “no bids” from some of the other people and we want to try to do something to stimulate some activity and our Travel Center group will get together and go over some of these things and try to come up with something a little bit different than we went out this time. If it means reducing rents or whatever we have to do to stimulate

as much business as we can so we can get a good competitive bid for this project. We have waited this long there's no sense jumping into something until we are sure and we get something that will serve the public and be beneficial to the Commission. We will continue to work on this.

Anthony: Mr. Plain, have we had feedback from vendors on why those chose not to bid on. Gino, why don't you answer this as you have been fielding most of those questions, but we have gotten some feedback from people.

Zomparelli: Madame Chair, Commission Members, we had some feedback when we went out for bids and awarded contracts for the Erie Islands and Commodore Perry Travel Centers. Subsequently, on these pair (Great Lakes/Towpath) we increased the size of the sit-down area and combined Units 4 and 5, as the Commission recalls, and we increased the initial term to 7 years from 5 years which is the length of the term in the other units. We thought that would be enough to generate the interest based on what was said by some of the prospective vendors that (1) they needed a larger area for the sit-down to have enough seating capacity to justify their expense of operating the facility and (2) the length of term could help in obtaining loans from banks as they are dealing with a 7 year initial term instead of a five year term. It seems that the remaining issue is the minimum rent. I think a couple of the vendors think the rent is a little bit too high and we will take a careful look at it. I think what we would like to reinforce with the prospective bidders is that it is a minimum rent but at the same time we weren't basing the bid on the minimum rent. We expected a bid percentage would be in excess of the guaranteed minimum rental. Maybe, we are too close to the break-even point. I think it would be in the best interests of the Commission to reduce the minimum rent and let them get more aggressive with bidding a percentage of gross sales and not worry so much about the minimum rent. The Commission has two competing interests. We are trying to provide the traveling public a nice concept with the sit-down restaurant and give them a choice and it's hard to balance it with the profit or bottom-line motive by the food vendor. So we are going to open it and we will not have a Pre-Bid meeting but we will have Dan Fiktus, our Purchasing Agent and Diane Pring, my

assistant and the Legal Department sent out the bids to the people who have expressed an interest in the past and let them know the changes and let's see if they can compete for the sit-down restaurant. We think it's a viable concept and it's a great opportunity for the right provider and it's difficult to get some vendor to think out of the box, this is not situation where you own a piece of real estate and you build your own building and operating your own concession. This is a little bit of a unique animal on the travel center. We will give them a little bit more time to bid, too.

Williams: Do you believe you have had enough feedback from potential bidders that would lead you in the right direction so that when you send this out again we won't get rejections again.

Zomparelli: Yes, I think we have. We have had enough meetings on this issue we have invited them to give us their comments. Bob Arlow is here and he recalls, we had everyone who had expressed an interest who attended our Commission Meetings and our Pre-Bid Meeting, although that wasn't mandatory, we passed out questionnaires and comment form and we submitted that to them and said tell us what you want, what would you like to see. I think what happened was that a lot of the prospective bidders clam up because they don't want to give any competitive edge they think they may have.

Plain: It's awful hard to find out what it is if no one talks about it.

Zomparelli: I think we have got to a point where we have awarded contracts, If you recall Marriott was the successful bidder at Erie Islands and Commodore Perry and I hope they were right that their concept will work in the sit-down restaurant because they aggressively pursued it and we think there should be no difference. If the parking is any indication at Erie Islands and Commodore Perry, the parking and the people going into there to just use the facility, the restroom and fueling areas are any indication of the type of business potential, I don't know what else is. The parking lots are full now. Maybe they need to be bigger. We thought they would be big enough already. This is an excellent opportunity and with the

other pair we plan to close down later next year, it's a great competitive advantage. We'll try again.

Plain: We'll try to advertise if we have to in national magazines – whatever it takes to stimulate interest even outside Ohio. If Ohio can't do, it, we'll bring somebody in.

Leever; And I think, Alan you are correct. At this point we certainly don't want to make mistakes or be hustled into something. I think it's the right decision to reject and re-bid.

Plain; We think we are on the right track. I think what Gino suggested before is that we have taken into consideration and tried to address the things that we know about. I haven't heard any other comments other than the ones that we are addressing and we will try to give it a broader base advertisement and try to stimulate even individuals to come in on their own. Whatever we can do to get some bidders in there and serve the public.

Zomparelli: We understand that it is a new facility and you really don't have a history to base anything on.

Leever: When will we be ready to go back out to re-bid.

Zomparelli: Assuming the Commission adopts the resolution, and authorizes us to re-advertise, we will put out the Notice to Bidders and contact the paper today and see when the earliest date is that we can get it advertised. We will do that as soon as possible.

Anthony: Will this have any adverse affect on the projected opening date of these two travel centers?

Arlow: We have already awarding contracts to the four out of the five units.

Plain; Well it could have on the final one. We are planning to get it done as quickly as we can so that that's not part of it. But whatever it is, we'll do whatever is necessary and if it's a little bit later than the other units so be it. I don't think that's as important as having someone there who will do a good job for us.

Anthony: I think we need to note for the record and I'd like to put it on record that they have done an excellent job (Alan, you and Gino, Bob) in the systematic way that you have approached this and I know we are learning as we go along and we are building and my hat is off to all of you because you have done a first-rate job. I

know how difficult this is and how very carefully you watch these things and make sure they are working properly.

Plain; Well I think we have indicated that over this has been the most complicated project and take a look of the history. It's taken us probably 8 years of advertising, rejecting changing concepts and things. I think what we have is the ultimate in service to the customer with those new facilities and just as Mr. Zomparelli indicated, the day we had the preview out there, those things were packed. As soon as got done with the preview, we opened them up and they have been packed ever since. We got some competitive pricing in there which is attractive. Our fuel prices are very competitive. We have good response from people that sometimes it's cheaper on the Turnpike than on off-Turnpike locations. I think the concessionaires are working with us and some of our goals to offer more choices at a competitive price and the public will respond. I think they are responding out there. We are very pleased on the evidence and yes that is the new plaza and everybody wants to stop there. As we get these others and particularly in the central area here to the highest travel portion of the Turnpike I think they are all going to be busy. Because they are attractive and some of the other Commission Members over the past have indicated that they are going to be destination centers and they appear to be just that. I don't think the novelty is going to wear off when you have 43 million vehicles a year and if you said there were two in each vehicle as an average, you are talking 90 million people. Potential customers out there and I think that's a good customer base to have if you are in business. I think as you say, we are going through this very slowly. We are not going to jump into something to do it just because it's not done, we want to do it right. We are going to do what we think is best for the Commission and best for the traveling public. With that I would like a recommendation and a second.

Anthony: I will move

Williams: Second.

Leever: Thank you, are there any further questions? Please call the roll.

Roll: Ayes: Dr. Anthony, Mr. Williams, Mr. Blair and Mrs. Leever.

Plain: My next resolution pertains to Contract TRM 8B-6 for the cleaning and janitorial services at the Great Lakes and Towpath Travel Centers. As you can see we had six bidders in response to this RFP. Each bidder was requested to submit a monthly fee as well as an hourly rate so that if for holidays and things if we needed an additional employee to service it we would have an hourly basis to figure that time. As you can see the hourly rate for the first two bidders, they didn't submit one so we would be going down to the third bidder. When you look at the difference in bids, we think that we should reject this contract and go out and re-advertise and see if we can get people to quote on the whole thing. There may have been some confusion from the documents that led to this and we'd like to reject this and go back through the documents and clarify language that may have been misinterpreted. Maybe somebody didn't know they had to bid it all in so that's the purpose in doing this. We think we got some good bids and we'll go back out and get some bids that we can award. Do you have any other comments, Mr. Zomparelli?

Zomparelli: Madame Chair, Commission Members, if you just look at the bid tab, low bidder #1 and low bidder #2, there was some question as to whether you really had to bid on both the Great Lakes and Towpath and whether you had to bid on a monthly fee or an hourly rate. When you look at low bidder #1 and low bidder #2, one had no hourly rate and the other one only bid on one building and not the pair. So the Executive Director and the Maintenance Engineer, Mr. Castrigano, will be getting together to revise the proposal form to make that clear. Our recommendation is to have it either or - you can build on one building or both, that way you can compete. If there is one firm that would only like to do one building, that would be fine. If there is one that can give us a price break for bidding both and having a combination bid, we think that would be great too. We'd like to open it up since the building are not scheduled to open until sometime in October, we have plenty of time to re-advertise and re-bid. We'd be ready for the next meeting in August to make a recommendation.

Plain: With that I would like to read the Resolved:

“RESOLVED that the Commission concurs in the above-mentioned rejection recommendation that all bids submitted for Contract TRM 8B-6 be rejected and the Commission re-advertise for bids forthwith; and

FURTHER RESOLVED that the above-mentioned bids, hereto received pursuant to the advertisement for bids upon Contract No. TRM 8B-6 to furnish cleaning and janitorial services at the Commission’s Great Lakes and Towpath Travel Centers be and the same hereby are rejected, and the executive director is authorized to notify the bidders in writing of said action, and is instructed to return to the bidders the bid security furnished by it and take whatever steps are necessary to re-advertise, forthwith.

Again, I would recommend that the Commission reject all the proposals and that we-advertise. I would need a motion.

Williams: I move for adoption of the resolution.

Anthony: Second.

Leever: Call the roll, please.

Roll: Ayes: Mr. Williams, Dr. Anthony, Mr. Blair, Mrs. Leever.

Plain: The resolution is adopted. We have one other resolution and I’ll let General Counsel go through. It’s a resolution declaring the necessity of appropriating property and directing that proceedings to effect such appropriation be begun and prosecuted. Again, it’s for the I-77 Turnpike interchange. Mr. Zomparelli –

Zomparelli: Thank you, Mr. Plain. Madame Chair and Commission Members, the Executive Director is referring to the draft resolution that you each have in your packet. Again this is necessary for the I-77 project near Turnpike Milepost 172.5 in Summit County. We have been in negotiations with the owners. We are very, very apart and this is one that we will be litigating. I’ll read the Resolved:

BE IT FURTHER RESOLVED that proceedings be begun and prosecuted to effect the appropriation of the fee title and necessary easements on the following described property from the owner and persons having an interest therein, to-wit:

The Owners are listed as:

Raymond J. Likowski
Barbara J. Likowski

Angelo N. Martella
Rosa J. Martella

The Summit County Auditor and Summit County Treasurer have also been named:

This refers to the property that we have appropriated as Parcel 11-11 WL in Fee Simple.

A legal description is attached as Exhibit "A";

FURTHER RESOLVED that the general counsel be, and he hereby is instructed to do or cause to be done all things that may be necessary in the premises in order that proceedings for the appropriation of the property described above may be commenced.

I recommend that the Commission move to adopt this resolution.

Blair: So moved.

Anthony: Second.

Blair: Gino, how much acreage is involved.

Zomparelli: It's an irregular lot. I think this one is about 10 acres. It's a different shape and the owners have some other issues. I think they will be filing suit against the Village. We are just going to file. We have done our appraisal. We have offered them what we thought was "fair market" value for the property. We'll try one last time but from our conversations last time, it was pretty much, "Thank you, but no thank you. It won't hold up the project.

Plain: And Mr. Arlow will address the status of that particular project and it will be handled very rapidly so and his report will be given later on.

Leever: Call the roll please.

Roll: Ayes: Mr. Blair, Dr. Anthony, Mr. Williams, and Mrs. Leever.

Zomparelli: No further report, Madame Chairman.

Plain: Madame Chair, I'd like to defer some comments until after the other reports are completed.

Leever: Mr. Arlow?

Arlow: Thank you Madame Chairman. We have 12 construction projects underway right now – two third-lane projects, three major bridge projects, two overhead bridge projects, three renovation projects at Westgate, Eastgate, renovation at Exit 6 and we have the travel centers at Great Lakes and Towpath. We have two other major projects that we are getting very close on. We are waiting for the permits on I-77 which is the property that Gino just mentioned. As soon as the permit comes in, we will be ready to advertise on that one. Also on the Cuyahoga River project, we just heard that on July 16 the letter was written giving the approval from the federal government and we are waiting for the arrival of the letter.

Plain: Excuse me a second, Bob. Madame Chair and Commission Members, we had the tentative approval from the federal agencies but we didn't have it in writing yet so we wanted to wait. That has been processing and I think we had four federal agencies, I believe, to sign off on it so that is coming along and we expect that shortly. Hopefully, we will be able to advertise that project very soon.

Arlow: Also we had the EPA hearing last week on S.R. 58 and they have a 7-day comment period and within the next 30-45 days we should get the EPA results and hopefully we can get started.

Leever: You aren't speaking of the salamanders, are you?

Arlow: That completes my report, Madame Chairman.

Leever: Thank you, Mr. Arlow. It takes a few words but you have covered a lot of territory there. Again, the opening of our Travel Centers on June 16th – it went very well and it was very well received. I would like to thank Dan Castrigano, and his people for their wonderful job that you have done. They have worked over and beyond the call of duty. If it hadn't been for the work and effort that they put forward, we would not have been prepared for that day. Your team deserves all the credit in the world.

Castrigano: Thank you, appreciate it.

Leever: Thank you, Mr. Arlow. Are there any reports – Frank Lamb?

Lamb: No report, Madame Chair.

Leever: Captain Escola?

Escola: Thank you, Madame Chair, I would like to report on the 4th of July weekend. Once again we conducted Operation Safe Stop in all the service plazas along the Turnpike. During Operation Safe Stop we assisted hundreds of patrons on the Turnpike. What Operation Safe Stop is it is designed to do is for us to get out of the car, walk around the plazas, have one-on-one meetings with people, assist them with directions, changing tires or doing anything they need. Our troopers are out of the car for approximately 30-45 minutes at a time walking in and around the plazas to assist the people. We received very favorable comments about this. Also, I was out on Saturday on the 4th of July weekend, and stopped at every service plaza from here to Westgate and back. During that time I was out of the car talking and assisting people. Everybody was positive, they were upbeat. I stopped at the two new travel centers at Commodore Perry and Erie Islands and everything I received from patrons was very positive about the new facility. They were very impressed with it, very appreciative of the state of the art building that was constructed there.

On the downside for the holiday weekend, we did have a fatal accident that happened around 187 milepost. At this time we still don't know if it will be carried as a traffic fatality or not, the coroner seems to believe that the person had a heart attack prior to the accident. If that is the case, it will not be ruled as a traffic fatality. We should hear on that within the next week or so. We'll know for sure. Thank you.

Leever: Is this the case always, for instance if I'm driving my car and I have a fatal heart attack and crash into an abutment or something that it is not a fatal accident.

Escola; If the fatality is as a result of you driving off the road and hitting a bridge pillar then it is considered a traffic fatality. But they ruled that you died of natural causes prior to the accident, then it is not considered a traffic fatality.

Leever: Thank you. our general consultant, Mike Schipper.

Schipper: We completed the roadway, bridge, culvert and general inspections and the bridge inspection reports and they have been sent to ODOT. Other reports will be coming up within the next couple months and will be submitted.

Leever; Thank you. Mr. Zomparelli, do you have anything further?

Zomparelli: Madame Chair, nothing further.

Leever: Mr. Plain.

Plain: Thank you, Madame Chair, Members of the Commission, this will be last meeting as Executive Director and Assistant Secretary-Treasurer. I just want to take this opportunity to thank the Board for all of your hard work, your understanding and patience when it seemed like we were off in the wild, blue yonder. We really had some meaning to some of these things. I think if you wait long enough you found out we were very busy with a number of very complex projects. I think it's time for me to leave and turn this over to an organization that I think is stronger for the pressure that has been put on it particularly for the last few years. I have enjoyed my career with the Turnpike and certainly the many associations I have made with numerous Directors – Mr. Shocknessy who showed us the dedication and to do everything right which we have done over the years. To O. L. Teagarden who taught everybody to take care of the problems. That was one of his particular items. Clarence Rogers who came in and made us a more diverse group and brought a touch of class with it. To Umberto Fedeli who rally re-structured and helped to re-structure the Turnpike and put us in a new mission for economic development, accessibility and safety which we have always stressed for our term here. I want to thank you all personally for the help that you have extended to me and to our staff.

One of the things that I think I am proud of is the great staff assembled here, the hard work and dedication that they have given often unrecognized by the outside but certainly recognized by the inside. So to the Madame Chair, who we have added not only a touch of class but a strong individual and I am appreciate of that so I thank you all.

Leever: We thank you, Al from the bottom of our hearts. Anyone who has come into contact with the Turnpike they have come into contact with you. I think what I admire most about you is that you never give up and you never give in (Plain – and I always get even.)

I am trying to follow your example – just a little more softly hopefully.

Plain; Well, you do it well, Madame Chair.

Leever; The years of your service here, you have spent almost your entire career in this building and you have lived it and breathed and you have always been loyal and to me that says it all and we will miss you terribly. All of us.

Plain; I think you have a good group of people to carry on. It's not like they haven't had training in baptism under fire. I think I'd like to take a lot of credit for the great maintenance operation that we have, some re-structuring of the toll operation and tremendous staff that I have and employees that have been out there taking abuse and working through it. I was fortunate that I was able to serve here. Thank you.

Leever: Now on the other hand, next month, we look forward to that.

Zomparelli: Hopefully, you won't see too much difference.

Leever; We look forward to that Mr. Zomparelli. And I think it's only fitting that since there are four people sitting at this table who have become a year older in the last few days, I think it's only appropriate to mention this – July 20th is Mr. Williams' birthday, (his 39th); Friday, July 16 was Dr. Anthony's and also Mr. Plain's and Sunday, July 18th was mine. No wonder we get along so well. We are all on the

same plane. If there is no further business, I will accept a motion to adjourn. Do we have a date for our next meeting?

Plain; August 30th.

Leever; Then I will accept a motion to adjourn until August 30th.

Williams: So moved.

Anthony: Second.

Roll: Ayes: Mr. Williams; Dr. Anthony, Mr. Blair, Mrs. Leever. (time: 11:22 a.m.)

Plain: This is my last staff meeting, and I invite the Commission Members and the Commission employees to our buffet luncheon.

/dsp