

**MINUTES OF THE 457th MEETING OF**

**THE OHIO TURNPIKE COMMISSION**

**December 20, 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 December 20, 1999, with members of the staff: Gino Zomparelli, Executive Director and Assistant-Secretary Treasurer, Deputy Executive Director-External Services; Robert Arlow, Deputy Executive Director; James Steiner, CFO/Comptroller; Dave Ransbury, Chief Engineer; Rob Fleischman, Asst. Chief Engineer, Pat Patton, Government Liaison Officer, Thomas Amato, General Counsel, John Mitchell, Director of MIS; Vince Chiarucci, business consultant, Tim Ujvari, Maintenance Engineer; Kathy Dolbin, Human Resources Manager.

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

Ayes:           Representative Buehrer, Mr. Strnisha, Mr. Greenwood, Mr. Blair,  
                    Mr. Williams and Mrs. Leever

Nays :           None.

The Chairman advised that Senator Armbruster would be arriving momentarily as he had a prior engagement. She said Robert Blair is here today representing the Ohio Department of Transportation Director, Gordon Proctor, and is authorized to vote for him.

The Chairman advised that we have a number of guests here today, and we will ask them to identify themselves: Glad to see you all.

Heather Morrow, Nat City Investments, Gil Brinley, Dick Corporation; Alan V. Johnson, retired from Ohio Turnpike; G Alan Plain, retired; Bobby Everhart, URS Greiner ; Chris Runyan, Trumbull Corp.; Mike Schipper, HNTB ; Andrea \_\_\_\_\_, Chronicle Telegram; Tom Sweeney, Sweeney Group, Inc.; William Matlock, SBK Brooks; Ken Marley, Hardee's Food Systems; Pat Anaszewicz, ARCI; Mike Wise, District Director Governor's Taft's Office; Claire Rosallo, McDonald Investments; Robert P. Ellis, attorney, Howard O'Malley, B & T Express; Stefan Holmes, First Merit Bank; Harry Fior, Consolidated Investments; Betty Blair, Lorain County Commissioner; Tom Hensen, Paine Webber; Ryan Conners, Conners & Co.; Stephen Szanto, McDonald Investments; John Penton, Lorain County resident;; David Chralski, Lake Shore Railway Assoc. (LSRA); Jack Siffert, LSRA; Dennis Lamont, LSRA, Alan Shaffstall, LSRA; Mary Sullivan, Peck, Shaffer & Williams; Jack Murray and Jackie Murray, property owners, SR 58; John Sweeney, The (Cleveland) Plain Dealer; Mark Miller, Pryor Counts; Tom Travis, Host Marriott Services; Eric Erickson, Fifth Third Bank; John Bender, State Rep., Lorain County; Frank Lamb, Huntington Bank; Tim Escola and Col. Kenneth Marshall, Ohio State Highway Patrol; John Peca, Climaco, Lefkowitz; Heidi Jedel, Tracy Cowley and Diane Pring.

The Chairman thanked all for coming and extended happy holiday wishes.

The Chairman said the December 20, 1999 Meeting was the 457th meeting of the Commission, and we are meeting at the Commission's headquarters as provided for in the Commission's Code of Bylaws. The minutes of the last Commission Meeting of November 8, 1999, have 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; Mr. Greenwood, Mr. Strnisha, Mr. Blair, Mrs. Leever.

Nays: None.

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

The Chairman advised that 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.

The Chairman stated if there were no further questions, we would proceed with the report of the Secretary-Treasurer, Mr. Greenwood. The following items have been sent to the members since the last regularly scheduled meeting of the Commission on November 8, 1999:

1. Draft of Commission Meeting Minutes of November 8, 1999.
2. Traffic and Revenue Report, October and November, 1999
3. Financial Statement, October and November 1999
4. Investment Report, October and November 1999
5. Traffic Accident Summary Report, October 1999
6. Revenue by Month & Year, October 1999
7. Litigation Report for the period ending November 30, 1999
8. Various news releases

Senator Armbruster also advised that the Executive Director will be reporting to the Commission Members concerning the draft resolution adopting the Proposed Budget for the year 2000 during his report. You will recall the preliminary budget for the Year 2000 was adopted at our November 8, 1999 meeting.

Leever: Report on financials, Mr. Steiner?

Steiner; Madame Chair and Commission Members, I am happy to report that we have set all-time records for passenger cars and commercial vehicles traveling the Turnpike during November of 1999 as well as the first eleven months of this year. The number of passenger cars traveling the Turnpike during November totaled 2,879,000 which surpasses the

previous record set last year by 96,000 cars or 3.4%. Commercial traffic for November totaled 740,000 vehicles surpassing the prior record set in 1995 by 53,000 vehicles or 7.8%. This is an increase of 72,000 commercial vehicles or 10.7% over last year. Passenger traffic during the first eleven months of this year totaled 33.1-M surpassing the prior record set last year by 114,000 cars or 2.5%. During the same eleven-month period commercial traffic totaled 8.4-M vehicles surpassing the prior record set in 1995 by 476,000 or 6%. This is an increase of 576,000 commercial vehicles or 7.3% compared to last year. We had a total of 41.6-M vehicles have traveled the Turnpike during the first 11 months of this year surpassing the previous record set last year by 1.4-M vehicles or 3.5%.

Our general fund revenues for the first eleven months of the year exceeded the year to date budget revenue by \$3.6-M which is 2.1% and our operating maintenance for the administrative expenses for that same period were \$2.3-M less than budgeted or 3.2%. I'd be happy to respond to any questions.

Leever: Can you imagine the response if his report was not was it is? We are very grateful, Mr. Steiner. Report on service plazas?

Zomparelli: No report.

Leever: Report on Employee Relations?

Zomparelli: No report.

Leever: Before we begin our staff reports, I'd just like to take an opportunity for a moment to think back over the year we have just spent . We have had a lot of changes on the Turnpike during the past year. Last year this time Alan Plan was sitting there as Executive Director. He introduced himself today as "retired". That comes to all of us but we are very happy to have you here and also Alan after all the years you spent. We have a lot of changes in our staff – Mr. Steiner is new doing an excellent job; If you need information, it's at his finger tips. He doesn't have to hunt for it. He

knows the answer. Dan Castrigano – we are pleased about you and Tim Ujvari, we are happy about your promotion. We are happy to have Gino Zomparelli as our new Executive Director and we have Tom Amato who now gets the kicks under the table instead of Gino. My only request to Tom is please don't stand up when I enter the room – much too tall. This has been a year of change and all have been good changes. Our traffic and revenue is up, we have a new Captain of our OSHP – and with the increase in volume of traffic, that means just a lot more work for Capt. Escola. Because after all, safety is our #1 concern. We thank the OSHP for the wonderful job that they do. We are pleased today that Col. Marshall is here from Columbus. We just want you to know that we are very happy with Capt. Escola so far (you have my number, Madame Chair) .

These changes have all been good. We have some young people in our positions. They still have fire in their belly. They have experience so we couldn't ask for anything any better. Now we will begin with our staff report from our Executive Director.

Zomparelli: Thank you Madame Chair, before I get started with the draft resolutions you will find in your folders, I'd like to bring the Commission up to date on one of our interchange projects – S.R. 58 located in Lorain County. After a brief discussion, I will asking the Commission for their advice on how I should proceed on this project.

Before I do that I want to introduce Mike Wise, from Gov. Taft's Office. He is located in the Cleveland Regional Office. He'd like a few moments to address the Commission on the S.R. 58 interchange.

Wise: Thank you, Gino. Madame Chair and members of the Commission. Before I start I just want to give a broad thanks from the Administration. We have gone through a lot of changes this year as well. The Governor certainly appreciates the cooperation and the help from the Turnpike as he

is finishing up his first year. It's not just this project but a number of projects throughout the State that have taken some fine tuning and massaging and he is very excited about his relationship with the Turnpike and Gino, he appreciates all your hard work and your cooperation. We are available too, anything you need, we want to be helpful.

I guess the word on this particular project that I want to convey is that the Governor and I appreciate your patience. There are people in this room that can give a much longer discussion and much better history of this project than I can. This is a new project for me. The Governor and I were out in Lorain County in March and the Governor heard about this project from some constituents and he said Mike – find out what's going on and get involved. Tell me what we can do. As I look at the file and started talking with the stakeholders, this is a project that has run the course of the 1990's. As we did our due diligence, what we realize more than anything else, we need to get this interchange built for the county. It's being held up by a dispute over preserving a rail corridor. And we did our work it became clear that we need to take one more opportunity to look at co-existence with this rail corridor. If it couldn't preserve the corridor, we need to build the interchange. If we could preserve the corridor, we still need to build the interchange. I guess I am happy to say today that everyone has come to the table in good faith and there is a potential plan in front of you that would preserve the corridor and get this interchange built sometime in the next 12-18 months groundbreaking according to Gino.

Gino, I'm not going to get into the details of the co-existence plan, I just wanted to say again thank you for your patience in letting us work something out. There are still some issues with land acquisition. It looks like there is financing in place. The EPA has been good enough to move forward in two different design plans with the idea that if the co-existence plans and everything comes together they can move forward and grant the

wetlands permit and you can do your work then. If something happens in the next few months where that co-existence plan doesn't come together there is still the base-line plan that they can approve and allow the interchange to be built. As we talk to people in Lorain County, more than anything else, they don't necessarily care about co-existence or non co-existence. They want an interchange at SR 58 and we want to do everything possible to make that happen. Thank you.

Zomparelli: Madame Chair, Commission Members, In your folders, you will see a copy of the map you see on the tripod. The area on your map. This is SR 58 and I'd like you guys to turn around. This is the old rail line that you see right here. That is now abandoned and it is owned by the Ohio Turnpike. We purchased this land from the Lorain Rural Water Authority. If you look at your map you can see the showing of a railroad but there is no railroad there. The rails and tracks have been removed in this area. The Turnpike was originally going to locate the interchange. This is the toll plaza building here. They are going to locate the toll plaza building right here on the rail line and most of the plaza construction and lane ramps will be along that rail line. That's for the new Commission Members, we tried a couple of years ago to work with Lake Shore Railway Association to I call it – relocate the interchange – more than co-existence. Because there is nothing there. I think a better way to describe it is to re-locate it. We move the interchange down further to re-locate the interchange. The Commission had asked then that in order to do that we would have to be reimbursed for extra construction and engineering and right-of-way costs because more land would be taken. There will be more construction and the engineering had to be re-done. At this point in time the Commission has the plans complete for the "original" location along this rail line. The design is complete. We went to the U.S. Army Corp of Engineers for a permit and received a conditional permit conditional upon the Ohio EPA submitting a water quality certification permit. At this stage of the game, we have our conditional permit from the U S Army Corp of Engineers, we have filed with the EPA to receive the water quality

certification. Now the EPA has until March 2000 to issue a decision. If they issue no decision then it would be a waiver or saying that they agree with our permit and not objecting to it. So if the EPA took no action after March the Commission would be in a position to start construction on SR 58 interchange along the original location. We call it, Baseline, Preferred Alternate #1. That is what has been submitted to OEPA.

Since the new Governor and Mike Wise has worked on this project during the last few months. We started the issue of re-location again – whether it was feasible. I haven't seen the resolution but it is my understanding that the Ohio Rail Commission is willing to give LSRA a loan of \$500,000 and a grant of \$300,000 plus additional funding would be obtained from Key Bank in the amount of \$800,000 in a loan to LSRA for a total of \$1.6-M to be paid to the Ohio Turnpike Commission to re-locate its interchange.

The \$1.6-M figure is a figure our engineers and our right-of-way Coordinator worked out. We thought it would be necessary to reimburse us for engineering, construction and additional right-of-way costs. The area in the red (pink) is the original right-of-way that we would have required to build along that rail line. To re-locate the interchange we would need to take the additional orange-colored right-of-way. All together this is 8 additional acres that the Ohio Turnpike would need to purchase – mostly from Consolidated Investors Group who own this property here – just south. In anticipation of the LSRA being successful with their funding and not to delay the progress on the interchange I have taken the task of having our engineers submit a second Preferred Alternate to the OEPA. In the hopes that they could issue a water quality certification on both the original preferred plan and the second preferred plan which encompasses the orange area as well. We have not received a decision from the OEPA on that because we made our final submittal last Monday (Dec. 13<sup>th</sup>). We have them a copy of the schematic so they could see actually what we are talking about.



In conjunction with sending the additional documentation and additional request to the OEPA, at the same time we have been trying to work out a permit or license with LSRA. I received a draft agreement from their attorney last week and I think there are some items that are missing that need to be changed and amended before I would recommend a permit or license with LSRA. I think that is just standard negotiations which has to be done and get things down properly to protect the interests of the Ohio Turnpike as well as LSRA having an agreement they can use in conjunction with the Rail Commission and Key Bank.

A lot of things have happened over a short period of time and if I am going to summarize where we are with it right now is – where we are is we are well underway of going towards constructing the interchange along its original construction. We have the conditional permit from the U S Army Corps of Engineers. We have submitted to the OEPA for the water quality certification to take away that conditional permit. Keep in mind that if the OEPA does not make a decision it would be the same as having that conditional permit approved from the U S Army Corps of Engineers. Plans are done and the Commission would be in a position to got out for bids for construction contracts. That's Scenario #1.

Scenario #2, which I am working on at the same time – not to jeopardize the progress being made on Scenario #1, is to work out this re-location/co-existence plan. The Governor's Office and Mike Wise has explained to me he does not want the interchange delayed. Typically, the State wants the interchange built at S.R. 58 and obviously we do too because we have done all this work and spent all the money to go ahead with it. Under Scenario #2 not to jeopardize the progress that is being made on Scenario #1, that wheel is continually rolling. It's not going to stop until something happens with Scenario #2. Under Scenario #2 as we go with the re-location, we receive payment from LSRA in the amount of \$1.6-M. That \$1.6-M would be used to issue a change order to HNTB to re-design the interchange. They would have to re-design this whole interchange. We

can't use the old plans. Obviously we are using materials off the old plans but they would have to come up with a new set of plans for which contractors could build the interchange. We wouldn't contract with them until we know we have the money. That probably wouldn't be the proper thing to do. Once we receive the funding from LSRA – I want to make it clear – we would then hire HNTB to draft a second set of designs. In the meantime under Scenario #1, the wheel is still there. HNTB will take about 8 months to issue new plans – that's how long the project will take. They will do everything they can and Mike assures me it might not take 8 months, but just for planning purposes we are going to use the 8 month figure. If they can get it done in 6 months --that's our ultimate goal but 8 months is our reasonable goal. Once they issue the plans we will then have to talk about right-of-way acquisition – purchase from Consolidated Investors Group and some of the other property owners along 58 where we will build the interchange. There is an additional property parcel that needs to be purchased from Mr. and Mrs. Grove, an additional 1.6 acres for the re-location again the peak is what we would have acquired already. With the plans our Right of Way Coordinator will work and develop the legal descriptions for the property that is being taken and we will start purchase with the right-of-way. We won't get into negotiations with the right-of-way purchases for this additional land unless the Commission has the money. We would hire an appraisal to appraise the property using the legal descriptions developed and what areas are exactly being taken and we would start our right-of-way purchase. At the same time, if we couldn't agree on a price we would ask the property owners for an agreement for a Right of Entry and give us additional time to negotiate. After we have gone through all the right of way in place and all the plans in place then we would be in a position to go out to bid for construction. All that will take about a year assuming that we don't have any litigation. If there is any litigation in the middle, we have plenty of attorneys at this Commission table, they can tell you your guess will be as good as mine. We are trying to prevent litigation and work with the property owners. I see some of the property owners representatives here – Consolidated Investors Group,

they have been very patient with this project and they should also be commended for their time and patience in waiting over 5 years for an interchange.

I am not asking the Commission for a decision today because I don't have an agreement for the Commission to act on. All I want from the Commission is their assent to continue to work with Scenario #2 while Scenario #1 is in progress. I can answer any questions the Commission Members might have at this time.

Leever: Sounds to me like we are doing everything that we can do at this point. Thank you for Mr. Wise for coming here today and talking to us. We appreciate that.

Strnisha; One question, where the new interchange – it's Route 58, Is that the same under Scenario #1 and Scenario #2?

Zomparelli: Well, this is S.R. 58 and this is the Ohio Turnpike – here. Scenario #1 shows an entrance off of S.R. 58 which is where people will get on and off the interchange through the toll booths. Earlier on a couple of years ago, under the co-existence plan, the entrance was shown further south. That's why we picked up that pink property. This frontage will no longer be required. It's a good point.

Under Scenario #2, one of the concerns of the property owners was the loss of frontage. This would have been Option #2. (Castrigano: the pink piece is still required.) But if you go further south almost the same thing, the entrance to S. R. 58 would have come some where along this area so additional 600 feet down would have to have been purchased. This would have taken away the frontage from the Consolidated Investors Group.

Strnisha: So we don't need to get any more, right?

Zomparelli: Correct. What happened after Baseline Option #2 came Option #3 which is this point here that we are working on. They used the original location

of S.R. 58 so that we took away the frontage concern and we are bringing this part out more to allow proper area for expansion of the interchange. The \$1.6-M is not for any construction work on the rail line. The \$1.6-M is essentially to preserve this transportation corridor. That's all it does. Bridges would have to be constructed by LSRA (3) bridges over our ingress and egress ramps.

Strnisha; That covers our costs to accommodate making the change – land acquisition and engineering.

Zomparelli: Correct.

Blair: I hate to ask this but if the railroad gets built, won't you have a "queing" problem there?

Zomparelli: There will be a bridge over our road. They will be required to build a bridge. They will also be required to build slopes here. They will be required to build a retaining wall – no mistake about it – we will want a retaining wall to protect our road and our area. This is the Turnpike. The rail line will go underneath the Turnpike and the grade will have to start being raised for it to go over this ramp going into the toll plaza building. In addition, the grade will have to be raised to go over S.R. 58. They don't have to build a bridge over S.R. 58. There's the bridge over S.R. 58, the bridge over the entrance and exit way off S.R. 58 and the ramp coming off the Turnpike would be the third bridge required to be built. We are not concerned about how they do it. That's their funding. We will have a time certain in our license and agreement. We will not let this property remain open for perpetuity. We don't know what the Turnpike will have to do in the future. We will work with them and see what kind of loan requirements they have and what might be an appropriate time period for the license or permit to remain open.

The other part of the license and permit agreement will have to include that the primary purpose for this is an "excursion" rail line – not a commercial rail line. That's not the intent. We understand that commercial freight may be transported along their rail line to help support

the LSRA, but the license and permit would be predicated on this being operated by a non-profit association. Once it loses its status as a non-profit association, we will want a fee for this right of way. Just as a fee we charge for the fiber-optics along our right of way or anybody else, there will have to be a fee because it is an appropriate use of Turnpike funds and revenue. As long as it is a public purpose and for an excursion rail line, I think it is a good project for the Turnpike to work with, preserve and at the same time if a commercial endeavor wants to take place there, we would have to negotiate a fee.

Williams: Madame Chair, I'm wondering if we have representation from LSRA – is it their understanding the same as your presentation this morning?

Zomparelli: Thank you for that question, Mr. Williams. I think that's a good question. I see Marc Chappo is here.

Chappo: Yes, that summarizes it pretty well. I think that is pretty much the language we have in the draft agreement. You are right, we have details to work out but we think we are very close.

Williams: Madame Chair, I think that it might be wise to some kind of Memorandum of Understanding is written pointing out what the plans are as of today, what the intent is as of today so it would be clearly understood from all parties what is.

Zomparelli: Madame Chair, Commission Members, we'll have General Counsel prepare a letter with an acknowledgement to be signed by LSRA.

Armbruster: Madame Chair – question, Gino, from the standpoint of both applications to the OEPA, I heard you say that both are being processed or hopefully will be processed at the same time. We will get approval for both so we won't hold this interchange up. Is that correct?

Zomparelli: That's correct, I have asked that the original be considered – the original location along the rail line (#1) and #2, if it is permissible by the OEPA to

issue a decision on both. If it is not, then we are withdrawing the second and going back and re-submitting the original.

Armbruster: I just want to make sure that my letter to the OEPA that I send in conjunction with what you sent me was right because I asked them for approval of both so we can move this process along. That it can be built, I assume in 2001 or 2002 – is that right?

Zomparelli: We would be in a position under re-location to start hopefully go out for construction bids in February or March, 2001. It would take a year to construct so we are looking at opening sometime in 2002. If not we would be in a position today to go out for bids for construction as it stands and we could open sometime in 2001.

Armbruster: Madame Chair, I would assume – is it logical to assume that the details we have to work out on the agreement are small or large? In other words, it won't stop the process, we can continue on with the approvals.

Zomparelli: Madame Chair, Senator Armbruster, that's correct. The wheel is not stopping on #1 so that will put a little notion of immediacy – not to play around with negotiations if there is an intention to make an agreement – now is the time. That wheel will not stop turning. In my mind, the things that the Turnpike has asked for are not unreasonable. I think they are responsible items – items that need to be included in the agreement. It is a question of fairness and equity. I don't see it being held up with LSRA has the intention of getting into an agreement. As an attorney I know until it's signed, it's not done. Definitely before we would agree to it, we'd have the agreement in its final form to the Commission at the February meeting for their review.

Armbruster: My question might not be from the standpoint of the Commission but from the Ohio Rail Commission, do you have a Board that approves this or how does that work? If we approve it on our end, it is a done deal?

Chappo: Yes, correct, we have a Board also and we already have approved this project. We are all set at our end.

Wise; Thank you Madame Chair, in response to the OEPA issue, the base line plan has a larger impact on wetlands then the Option #2 that was initially submitted. The Option #2 is the one that comes out south of the rail line onto Rt. 58. Their quick read of Option #3 is that Option #3 also has less of an impact on wetlands than the baseline scenario. I just wanted to throw that out because we are not dealing with the contents of the baseline is an automatic as far as EPA approval. Gino is right if they don't act by March there is a permit issued. But they could decline it. They could have gone with Option #2 (the first re-location option). It's wide open as far as the EPA is concerned. They were actually happier with both re-location Options than the baseline because of the less impact on the wetlands.

Leever; So everything is looking positive.

Wise: Yes, I believe it is.

Leever; That's very good to hear at this point. Mr. Zomparelli?

Zomparelli: Thank you, Madame Chair. I will keep the Commission apprised and I will give the Commission Members an update at the February meeting whether we have a draft agreement available for review.

Now, we can get to the resolutions that were included in your folders. The first resolution I would like to present to the Commission is titled Resolution Awarding Contract No. 58-97-03. This is a draft resolution in connection with the toll plaza renovation of Interchange 161 (formerly known as Exit 10) which is located here in Strongsville at Milepost ;161.5 in Cuyahoga County, in connection with S.R. 42 and I-71. The Commission advertised for bids and received bids from three bidders on the performance of this contract. The bids were reviewed by our Assistant Deputy Director and Acting Chief Engineer. He stated that this bidder has not performed work of this nature for the Commission in the past, but a

meeting was conducted on December 17<sup>th</sup> to interview the prospective low bidder and as a result of that meeting, the Assistant Deputy Executive Director and Deputy Executive Director have recommended that we go ahead and award the contract to Blaze Construction, Inc. of Berea, Ohio. I'll read the Resolved:

RESOLVED that the base bid of **Blaze Construction, Inc.** of Berea, Ohio, in the amount of **\$6,474,914.00**, for the performance of Contract No. 58-97-03 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. 58-97-03 is designated a System Project under the Commission's 1994 Master Trust Agreement.

This is an interchange that is of much need for reconstruction. It's an older interchange. We need to expand it. Traffic is backing up towards the mainline. I recommend that the Commission move to adopt this resolution.

Leever; We need a motion.

Strnisha: One question – what is the budgeted amount?

Zomparelli: The estimate on top of the bid tab is \$8.4-M.

Blair: Gino, this will not require any right-of-way?

Zomparelli: We do not expect to acquire any additional right of way.

Roll: Mr. Strnisha-yes; Mr. Williams-yes; Mr. Blair-yes; Mr. Greenwood-yes; Mrs. Leever-yes.

The resolution is adopted.

Zomparelli: In connection with that interchange, we wish we had more right of way. The topography out there is very challenging and if you notice, someone is developing a large number of multi-family units there.



The second resolution I have for the Commission is the item mentioned by the Secretary-Treasurer. This is resolution adopting the Proposed Budget for the Year 2000 and providing for deposits required under the 1994 Trust Agreement during said year.

This is the same budget with little change which was submitted as our Preliminary Budget at the November meeting, It was reviewed by the Chairman and Mr. Strnisha spent some time with our CFO reviewing it. Our CFO is here to answer any questions our members may have in connection with the budget. But there is little, if any, change – really no change from the proposed preliminary budget that was submitted in November. For new Commission Members, the Commission is required to submit an annual budget to the Governor and the presiding officers of each House and General Assembly, the Director of Budget & Management and the Legislative Budget Office and the Legislative Service Office no later than the first day of the calendar fiscal year. The Commission's fiscal year is under a calendar-year basis. Our year-end is December 31<sup>st</sup>. In order to comply with provisions of Section 5537.17(F) of the Ohio Revised Code and the Trust Agreement, this resolution is before you and the Resolved reads as follows:

“NOW, THEREFORE, BE IT

“RESOLVED that the Commission hereby adopts the following as its Proposed Annual Budget for the Year 2000 and the executive director and CFO/comptroller are directed to transmit a copy of the budget to the appropriate officials set forth in Section 5537.17(F) and to The Huntington National Bank, trustee, under the Commission's Trust Agreement as is provided in Section 5.01(a)(iii).:

I recommend that the Commission move to adopt the budget.

Leever: We need a motion.

Strnisha: I move approval,.

Greenwood: Second.

Strnisha: Question, Gino, I'm just looking at total transfers in the System Projects Fund, the 64,244,000, do you see some point, obviously your putting money into that, at some point, do you see that going down? Where do you see that going?

Zomparelli: Well into the System Projects, but we'll be depleting that and have to go out into the bond market again , but Mr. Steiner can answer that better. I anticipate some time in the third quarter.

Steiner: We plan to issue bonds in the neighborhood of \$75-100-M sometime in the fall of 2000 and we will continue to make annual transfers to the System Project Fund for many years to come to fund the third lane and continued renovations of the service plazas.

Strnisha; I had earlier that the figure was \$75-100-M, will we be revising that?

Steiner: No, we have been saying \$75-100-M all along in that range.

Zomparelli: The Commission has only approved up to \$100-M at a prior meeting. Thank you, Mr. Steiner.

Strnisha: Madame Chair, I think the encouraging thing as I look at this and I think Mr. Steiner has done a very good job in presenting this budget information as it's very easy to understand. I understand he has gone through it for the first time this year. The encouraging thing for next year is hopefully we will be closer to the \$75-M figure. There are a whole lot of things that are cutting very strongly in the Commission's favor – the way the bids come out, the revenues and so forth and hopefully at the end it will reduce the amount of debt involved. It may not please all the investment bankers. I think there is an issue there but as I recall from what Mr. Erickson said before, the original plan had us borrowing a lot more money as part of this program and when the third lane is all done, the system will be using a lot more of its own revenue and borrowed less money than originally contemplated. I think that's a good story. There will be less debt on the Turnpike. I think the fruit will bear out in the coming years. It's my initial take on it.

Leever: Thank you Mr. Strnisha. That's why I said when Mr. Steiner gave his report that that is the kind of report we need to hear. Any further questions? Roll, please.

Roll: Mr. Strnisha-yes, Mr. Greenwood-yes, Mr. Blair-yes, Mr. Williams-yes, Mrs. Leever-yes. (The resolution is adopted.)

Zomparelli: Our third and last resolution – not too many today – is a resolution authorizing execution of the 9<sup>th</sup> Supplemental Trust Agreement. This is a resolution that was prepared and reviewed by our bond counsel, Peck, Shaffer and Mary Sullivan is here to answer any questions the Commission Members might have pertaining to it as well as Mr. Steiner.

Before we get into it, Jim, would you explain to the Commission Members the purpose of the supplement.

Steiner: Since the original Master Trust Agreement was executed in 1994 we have been accumulating our concession and other non-pledged revenue in a separate fund knowing at some point in the future we would need those funds to help pay for the new travel centers. We are now at that point. During calendar year 2000 we will need to use approximately \$35-M that we have accumulated in the non-pledged funds as well as issuing bonds in the amount of \$75-M to \$100-M in order to have the resources to complete the travel centers and continue with the third lane. And so what this resolution does, this 9<sup>th</sup> supplemental trust agreement, is authorizes us to immediately transfer \$35-M that we have accumulated to the System Project Fund and also authorizes us to transfer the amounts that may be included each year in the annual budget. You can see from the budget that was just adopted that we have a transfer of \$7.1-M from 2000 revenue. So rather than continue to accumulate these funds we will be spending them on an annual basis to help pay for the travel centers. That's what this resolution will authorize us to do and again he has been reviewed by our trustee, Frank Lamb, from Huntington National Bank who

is here this morning and he and I or Mary Sullivan will be happy to answer any additional questions.

Zomparelli: Madame Chair, Commission Members

“it is the recommendation of the Commission's CFO/Comptroller that it would be in the Commission's best interests to immediately transfer **\$35,000,000** of concession, investment and other revenues into the System Projects Fund to be used to pay all or a part of the Project Costs of System Projects, and thereafter to transfer concession, investment and other revenues in an amount to be established by the Commission in its Annual Budget into the System Projects Fund to pay all or part of the Project Costs of System Projects; and

I won't read the whole Resolved but Section 1 is the Definitions section, and Section 3 relates to the repeal of conflicting resolutions and Section 4 is that this resolution is in compliance with Ohio's sunshine laws.

Section 2 is the pertinent section of the Resolved on the second page that:

Section 2. Ninth Supplemental Trust Agreement. The Chairman, Vice Chairman, Secretary-Treasurer and Executive Director are each alone, or in any combination, hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Commission, the Ninth Supplemental Trust Agreement, the form of which has been presented at this meeting, which form is hereby approved, with such changes or revisions therein not inconsistent with the Act and not substantially adverse to the Commission as may be permitted by the Act and approved, upon advice of counsel to the Commission and Bond Counsel, by the Executive Director and the officers executing the same. The approval of such changes and insertions by such officers, and that such changes are not substantially adverse to the Commission, shall be conclusively evidenced by the execution of the Ninth Supplemental Trust Agreement by such persons. The Ninth Supplemental Trust Agreement previously authorized by Resolution No. 6-1999 on March 8, 1999 shall heretofore be referred to as the Tenth Supplemental Trust Agreement, and all other provisions of such Supplemental Trust Agreement, when executed, and all other provisions of Resolution No. 6-1999 shall remain in full force and effect.

I recommend that the Commission move to adopt this resolution.

Leever: We need a motion.

Williams: I move for the adoption of this resolution.

Greenwood: Second.

- Roll: Mr. Williams-yes; Mr. Greenwood-yes; Mr. Blair-yes; Mr. Strnisha-yes; Mrs. Leever. (The resolution is adopted.)
- Zomparelli: Madame Chair, Commission Members, there are two other items I'd like to report on. On December 9, 1999, Pat Patton and I met with Senators Latta, Watchman and Schafrath regarding speed limits on the Ohio Turnpike. Also at the meeting and I appreciate his presence there and he stated the position of the OSHP, Col. Marshall was in attendance. Members of the OOIDA (Owners Operators Independent Drivers Association) were also there as well as representatives from ODOT. The purpose of the meeting was to discuss whether the Ohio Turnpike would be an appropriate place to pilot uniform speeds. Right now the Turnpike has a lower speed for trucks, passenger vehicles operate at 65 mph; trucks are at 55 mph. Their proposal was to pilot a program on the Turnpike on a certain section to see what the affect uniform speeds would be. Senator Latta received comments from OOIDA, Ohio Trucking Association and the Ohio Turnpike concerning this matter. Unfortunately, Tom King who was at that meeting who represented the Ohio Trucking Association passed away and I'd pass along our condolences. We enjoyed our opportunities to work with Mr. King and the Ohio Trucking even though we differed on a number of points. We agreed to disagree, but he had stated at that meeting that the official position of the Ohio Trucking Association was "no position" that their members were split on the question of uniform speed. Col. Marshall brought up the safety concerns. We talked about increasing speeds. He correctly pointed out that the Turnpike is the safest Turnpike in the country that our traffic and accidents statistics are second to no one. We don't like to talk about them because that's what you like to keep quiet because you never want to see any kind of tragedy or accident occur on the Turnpike, but the road has become safer. We don't think it would be an appropriate time to raise the speed limits on the Ohio Turnpike. We are coming off two of our safest years as far as fatalities and safety accidents. We have third-lane construction going on, but as I sat back and listened to the representatives from the OOIDA and some of the items mentioned by the Senators, it

became clear to me that the issue is “capacity” on the road and not the speed limit. Their engineers will tell you if everybody drove at the same speed that’s the ideal situation. In reality, that’s not going to happen. Everyone will not drive at a uniform speed. If everyone drove at a uniform speed, there would be no need to pass anybody. We do have doubles and triples on the Turnpike. I definitely would not recommend increasing the speed limits on the doubles and triples. I think Mr. Blair would probably agree with me on that. We’ve got very long vehicles, weights on heavy, but the issue really on the other roads is capacity. There is not enough room to pass slower moving vehicles. I-71 is going through their third lane expansion and that’s some of the difficulty. Most people see driving from Cleveland to Columbus to Cincinnati – the density is so high in those areas that if you don’t enter a climbing lane you can’t pass or if there is a slow moving vehicle, you can’t get around. I had explained to them even if the Turnpike were to be used as the pilot program, it wouldn’t be a good example for the other roads because we do have three lanes in certain areas and in the third lane we are not permitting any trucks. We do have a uniform speed in the third lane. Everyone can go up to 65 mph.

On a level of service because of the third lane and Mr. Everhart can attest to that, our level of service is approaching levels C and D. Within the year 2001 we will be at optimum levels of service. Traffic density on the Turnpike, that is safe driving distances that any information that you will gather from the Turnpike really would not be proper on the other roads because they are not comparable. I think we all came away of that meeting – all groups, the Senators, driving and truckers associations, agreeing that the Turnpike should not be used as a pilot. I would also like to say at this time that we should not be considering raising the speed limit. We have infrastructure going on, we have construction going on at the travel centers that will begin next March for cars because traffic capacity has increased because of the third lane. That should take away the problem of trucks. The problem is not always the trucks – they are professional drivers, they do a good job. Our doubles and triples have the

safest record. I won't say they are the safest vehicles, but they have the safest traffic and accident record on the Turnpike. They have a problem with passenger vehicles not driving properly. They are not using their turn signals, tailgating – following too closely behind. They have some legitimate concerns, but again it is capacity in my opinion

The second items I want to bring up briefly to the Commission Members, you probably have seen copies of the articles relating to noise barriers. Karen Lenehan is also a new staff member – another part of the change. She tried to explain to the reporter the Turnpike's position. I don't think it was accurately reflected in the paper. We do work with property owners regarding noise. We have a horticulturist on staff who recommends the type of trees, shrubberies and plants that might help alleviate any noise problem. I still think there is an open issue on whether the so-called noise barriers, really walls, whether they really are effective. Whether they reduce noise, increase noise. I heard people claim that noise is heard where it wasn't heard before after construction of the noise barriers. Although it might help the adjacent property owners, it might not help the owner because sound waves bounce and travel. They might actually deflect the noise further. There is also the cost consideration – safety issues. The Turnpike is a limited access road. Having barriers would limit points of entrance, exits off the Turnpike. That's one issue we have to consider, but more importantly we have to go back to the history when the Turnpike was first constructed. I think the comment "we were there first, was taken out of context. The Turnpike, in most cases, was here first but the meaning of that was that we had compensated those property owners originally for damage done to their property because of construction of the Turnpike. Noise damage plus having a highway right next to your property – we compensated those property owners for that land at that time. The Turnpike is not a secret. It is located where it is located. We dealt with property owners that have complained about the noise and we ask them, did you hear the noise before hand when you purchased the property,

they may have replied yes. When we asked them, why did you buy the property if you thought the noise was too high – the response was, I got a good deal on the property. That's because the property is being discounted because for the Turnpike being there.

That goes to the property that was there before the Turnpike. The biggest problem with the Ohio Turnpike Commission has with the two mayors from Strongsville and Berea, and other areas is property that is developed afterwards. The Turnpike and State of Ohio as an adjoining property owner has never been invited to planning, Commission Meetings from any of these municipalities to talk about proposed subdivisions. We were never given the opportunity to talk about mounding – mounding is the best, a sound absorber, nothing prevents sound there will always be sound, but dirt mound is a lot better than a noise barrier. The problem with a mound it requires a lot of land. A wall is very narrow, you don't need that much property to do that. If the builders and the councils, mayors, planning commissions, zoning units would invite us to the meetings, we would definitely make our point and say that builders should be required to build some mounding to allow for trees and shrubs to be planted. That would alleviate the noise. If that's a genuine concern of the officials of these respective cities. The Turnpike does not have deaf ears – I take offense and objection to that comment. We are not deaf we continue working with property owners. Bob Arlow has met with property owners in Berea I don't know how many times regarding this issue offering recommendations and advice. I think the deaf ears are coming from the builders. They are trying to squeeze in 20 lots – may be they should put in ten lots and leave some green space for mound and noise barrier. I'm sure the mayors and the zoning boards, planning commission boards know in their area where the Turnpike is located. That would be the proper time to plan.

To have the Turnpike construct something after the fact – after the builder has made profit from that land and turning that into a residential zone



when we might have recommended that might be a better industrial site – it depends, it's a case by case scenario. They are the ones that should be called to participate in any kind of mediation of noise. That's the brief comment I wanted to make. It was a little longer than I had thought.

That's my report. The other thing regarding the travel centers. The coffee shops and small retail Panera Bread Co. to open up on one side in less than a week. Soon thereafter they will open on the other side. The other food concessionaires are behind and they won't be open before Panera Bread Co. is. We are working with them.

Armbruster: Madame Chair, a question to ODOT, what is the cost of putting up sound barriers?

Blair: It varies greatly. I have seen this figure been throwing out many times and it's getting old and I have a feeling it is higher than this, but over the past years we have been saying \$1-M a mile. I have a feeling it is higher than that and a lot depends upon the type of noise wall. They can vary greatly and it depends upon the type of material. If you look at what we have been doing how we have been really trying to make them look better, but when we try to make them look better, the cost goes up significantly. So if you get a real cheap one for less than a mile, it can go up substantially.

Armbruster: From the standpoint - On I-480 in North Olmsted, you put up wooden ones and they have already been repaired and they have been there for what – 8 years? Then I see the new ones going up with concrete and steel. Hi-beams that you side with concrete down, have you looked at the overall maintenance of these? It's a million dollars a mile to put in but what are you talking about after the fact?

Blair: There has not been a good life cycle costing, but I would be happy to get some figures for you. I will ask our engineers what the cost is because I can't answer that here.

Armbruster; And the difference between yourself and the Turnpike is based on federal funding?

Blair; Correct.

Armbruster: I guess I didn't hear you say that we wouldn't look at it but as we continue to see growth within the Turnpike and see growth with some of the areas, I certainly believe the builder has some responsibility. There is no question about it. The builder not too far away from here – Bob Schmidt – continues to build and that subdivision down the street from the Ohio Turnpike which as you leave and go west – you see mounding – they have since taken down the trees because they have died from the salt, but I think they are starting to put more trees back up. That was done 25-30 years ago. It was done for one purpose only – to deaden the sound from the Turnpike so he could increase the value of his condos that were back there in the subdivision. There is a place where the builder was proactive, increased the value of his property and really did not burden the tax dollars and the taxpayers we are doing right now. All of us are paying a million dollars a mile and I'm not sure for noise barriers where we are constantly looking as a legislator and as ODOT looking for money to put into highways. We are diabolically kind a bad situation – do we put a million dollars into a wall in Maple Hts., maybe we should – or should we put that million dollars into a road and improve it and then we don't have a clue as to what the maintenance is going to be of these walls as if, in fact, they were installed properly or if in fact earth moves just based on the weight of the concrete that is up there. I would only ask the Turnpike that we look very cautiously at doing this, but I would suggest to the mayors that are around the Turnpike – quite honestly – let's really try to get to them and suggest that some of these properties building around that we do look at some earthen things rather than something that will cost us. That North Olmsted wall – I'm just amazed it has been up that long and now it's falling down. It's a million dollars to put up and now you have another million to fix it. It's horrible. From the standpoint of original construction to what you are putting up now and I'm not sure it works.

- Blair: Aesthetics is the thing that really has bothered us lately. If you have seen some of the ones going into Columbus.
- Armbruster; Well, we are dammed if we do and dammed if we don't. That's a sad situation we are in when we are spending that kind of capital and that kind of engineering time when the money should actually be spent on the roads. If the original developer would do the things that Bob Schmidt did, 25-30 years we might not be in this position today all over the whole U.S. He continues to put mounds up and he's 85-90 years old. He's just in his 80's not 90; Bob would kill me if he heard me say that. Great builder – pro-active and that's the kind of builder we need around the highways like this.
- Zomparelli: Madame Chair, Senator Armbruster, there is an important aspect to note about the Turnpike. This was built as a rural road facility. There is a difference between an interstate going through an urban area, cutting through Cleveland, or Columbus. This was built as a rural road facility. It's a lot different when you are going through heavily populated metropolitan areas. A different analysis has to be done, and I think you are right about looking at what interference they have caused when they went through a neighborhood. We really didn't go through neighborhoods with the Turnpike, we went through farm lands for the most part. It is that sometimes that history gets lost and they are not reporting that part of it.. We are certainly willing to continue to look at it and work with the property owners if they ask us. As far as responsibility, I think you are right, it's primarily first with the builder. There is a noise barrier wall down the Turnpike heading east but I think there is some confusion. That was not built by the Turnpike; that was again built by the builder. He benefited from it; that improved his property. The people that benefit are probably the ones that we should look at first to participate at least substantially in the cost of any kind of barrier. If you are talking a million dollars a mile the other question I would have is – is it cheaper to build a dirt mound?

Armbruster: Absolutely – no question about it. I have a real concern if this economy downturns a little – where is ODOT or the Turnpike going to spend the money on repairs. It might be a safety hazard you might have some poles you are going to have to fix. Then it becomes a true problem but we need to put the money in the roads.

Blair: One of the things is we have dedicated funds – obviously from the Feds – that we can only spend it on those roads.

Zomparelli: That's my report, Madame Chairman.

Leever; Mr. Arlow?

Arlow: Thank you Madame Chairman, Members, we have six construction projects under way. All of our 1999 projects are completed and on-time. We have (3) third-lane projects that were let late fall and will be completed next fall. Of course, we have the major Cuyahoga River Bridge that is under construction now. That's a 3-year project. We have two toll plaza renovations underway which will be completed next year. Eastgate will be completed late summer 2001 and Exit 6 will probably be completed late Jan. 2001.

Strnisha: Madame Chair, Mr. Arlow – the one that we approved today – what's the timing on that one? Will they start in spring?

Arlow: They will start immediately on renovation of Exit 10 and we hope to have that completed by early 2001.

Leever; Is that an exit you use, Mr. Strnisha?

Strnisha: No.

Arlow: It's a high-volume exit, Madame Chair.

Leever; Any report from our trustee, Frank Lamb?

Lamb: No report, Madame Chair.

Leever; Captain Escola?

Escola: Thank you Madame Chair, Commission Members. I'd like to welcome Col. Marshall for being here today. Those of you who don't know Col. Marshall, he worked on the Ohio Turnpike as a staff lieutenant for 3 years so he is very familiar with Turnpike operations and very familiar with many of the people in the room today. I'm going to reserve any comments on traffic and safety until after the first of the year. We still have a little bit more of time until the end of the year and right now we are on track with having one of the safest years in Turnpike history. I don't want to jinx that by making any comments here today. I'd also like to thank the Turnpike Commission for inviting us to the Open House last week. We set up a safety display there I feel went very positively. We got to communicate with many motorists on the Turnpike and it's always nice to have that one-on-one contact with these people and get our message out. So many times people think we are hard and insensitive, but as they get to meet us they find out we really are not too bad guys after all. It also gives us a chance for us show off our people to everyone that travels this road. Not only from this state but other states, too. Once again, thanks for inviting us.

Leever: Thank you and we were very happy to have you at the opening.  
Our general consultant, Mike Schipper?

Greenwood: I have one other question, I was trying to find the accident report that I read last week that was sent. Is that in our packet here today. My question was to the Highway Patrol – did I read that report that the second largest cause of accidents was deer?

Escola: Correct.

Greenwood: The third was not even close.

Zomparelli: That was the case last year.

Greenwood; We should probably talk about deer instead of noise barriers. I came onto the Commission in September. Is that the norm?

Escola; It's common and seasonal. It's a state-wide problem.

Leever; I'm sorry, Mike Schipper?

Schipper: We have submitted our Annual Report. We completed all the inspection areas – the construction zones after the zones were down.

Leever; Next we'll hear from our General Counsel, but before we do I'd like to say good morning to our previous General Counsel, Jim McGrath. Good morning and I'm pleased to see you here. Go ahead, Tom.

Amato: No report today, Madame Chair.

Leever; That was short and to the point.

Zomparelli: Madame Chair and Commission Members – this is the resolution we presented to Mr. Plain before, we had it framed and we wanted to officially give it to you today. It's a small token of our appreciation.

Leever; It is well deserved.

Plain: Thank you very much, it was my pleasure.

Leever; If there is no further business, I will accept a motion to adjourn until February 14<sup>th</sup>.

Bender: Madame Chair, I'm Representative Bender from Lorain County. I would like to thank the Turnpike Commission for their patience with the LSRA. Until Option #3 began to get seriously discussed, most of us would recognize the co-existence as something that would go on with the cold war between Russia and the U.S. I thank you for at least looking seriously at this. The Rail Commission as you know at last month's meeting did approve the \$300,000 grant and the \$500,000 loan. The Governor's Office, I want to public thank Mike Wise for bringing parties together and LSRA, as you know, they are persistent and they should be commended. There are many government persons involved in this – former mayor Koziura of Lorain, Rep. Metalski, Commissioner Boyer from Lorain County and this has been a long time coming. My notes in preparing for today go back to December 1997 so again thank you for your patience and let's go forward with co-existence. Thank you.

Zomparelli: Madame Chair and Commission Members, I just want to make a comment – Representative Bender, I have not received a copy of that resolution from the Rail Commission. If you can have someone send me a copy. I would like to take a look at it.

Leever: We still need a motion to adjourn.

Roll: Mr. Strnisha-yes; Mr. Blair-yes; Mr. Greenwood-yes; Mr. Williams-yes and Mrs. Leever-yes. The meeting is adjourned at 11:30 a.m.

Leever; Everyone is invited to the luncheon.

/dsp