

**MINUTES OF THE 484th “SPECIAL” MEETING OF
THE OHIO TURNPIKE COMMISSION**

September 27, 2002

Pursuant to the bylaws, the Ohio Turnpike Commission met for a “Special” meeting at the Commission’s Administration Building at 10:33 a.m. on September 27, 2002, with members of the staff: Jack R. Marchbanks, Interim Executive Director, Daniel Castrigano, Deputy Executive Director-Chief Engineer; Thomas Amato, General Counsel, and James Steiner, CFO/Comptroller.

The Chairman then called the meeting to order and requested the General Counsel to call the roll.

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

Ayes: Mr. Greenwood, Mr. Strnisha, Mr. Wilkins, Mr. Darwish,
Senator Armbruster

Absent: Mr. Dixon, Representative Buehrer

The Chairman advised that Mr. Mo Darwish from Ohio Department of Transportation is here today and is authorized to vote for Mr. Gordon Proctor. Mr. Dixon is unable to attend the meeting today.

This is the Commission’s 484th meeting of the Ohio Turnpike Commission. We are meeting here in the Commission’s headquarters as provided for in the Commission’s Code of Bylaws for a “Special” meeting.

The minutes of the last Commission meeting of August 28, 2002 have been distributed to the Members for their comments, and I will accept a motion to adopt them without reading. Is there a first and second?

Mr. Darwish moved and Mr. Strnisha seconded. Any discussion or changes on the minutes? Please call the roll.

Roll: Mr. Darwish-yes; Mr. Strnisha-yes; Mr. Wilkins-yes; Mr. Greenwood-yes.

The Chairman advised there will not be any staff reports received today and we will go back to our usual format at the next regularly scheduled meeting. We'll act on several resolutions, draft copies of which have previously been sent to Members and updated drafts are also in your folders. If there are no questions, we'll proceed with the resolutions as follows: The Chairman requested Mr. Amato to introduce the resolutions for consideration today.

General Counsel stated the first resolution pertained to the award of Contract No. 58-02-04. General Counsel requested Mr. Castrigano to present the resolution.

The Deputy Executive Director-Chief Engineer stated that this resolution pertains to the reconstruction of the toll plaza utility buildings, toll booths and canopies of Ohio Turnpike Interchange 145 located in Lorain County, Ohio. This interchange was previously designated as Exit 8. The Commission received four bids in response to the subject contract. The low bid was submitted by Anthony Allega Cement Contractor, Inc. of Valley View, Ohio. The total amount of the bid was \$4,599,999.99. The bid was reviewed by the Engineering Department and also our design consultant who has also recommended award of the contract to Anthony Allega Cement Contractor. I would recommend that the Commission adopt this resolution.

General Counsel advised that Mr. Wilkins needed to take an important call. He advised that we still had a quorum of three present. He said he would leave it up to the Chairman to decide whether to proceed or wait for Mr. Wilkins' return.

The Chairman stated he didn't know how long it could be and we could take a brief recess. (Time: 10:36 a.m.) The Chairman then stated OK we'll recess until Mr. Wilkins returns.

The Chairman stated but before we recess, I forgot to invite the folks in the audience to identify themselves and that also helps with our Minutes process. I'm sorry. Mr. Peca, could you start?

John Peca (Climaco Lefkowitz firm); Jim Steiner, Kerry Ferrier, Tim Ujvari; Bobby Everhart, URS; Rob Fleischman; Rich Exner, The (Cleveland) Plain Dealer; Joseph Bernardo, Joseph Disantis; Dave Miller, Kathy Dolbin; Tim

Escola, Dick Morgan; Lauren Hakos Dehrmann; Heidi Jedel; Sharon Isaac; Dick Lash; Tracy Cowley and Diane Pring.

The Chairman said we will stand in recess until Mr. Wilkins returns. (10:38 a.m.) Mr. Wilkins returns at 10:39 a.m.

The Chairman called the meeting back to order. He advised Mr. Wilkins that we were at a point of having the resolution to award Contract No. 58-02-04 read by Mr. Amato.

General Counsel read the Resolved:

“RESOLVED that the bid of **Anthony Allega Cement Contractor, Inc.** of Valley View, Ohio, in the amount of **\$4,599,999.99** for the performance of **Contract No. 58-02-04** 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 interim 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 bids; (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. 58-02-04 is designated a System Project under the Commission’s 1994 Master Trust Agreement.”

The Chairman said he would entertain a motion to adopt the resolution. Mr. Darwish moved and Mr. Strnisha seconds. Discussion on the motion to award Contract No. 58-02-04? If there is no discussion, would you please call the roll, Mr. Amato:

Roll: Mr. Darwish-yes; Mr. Strnisha-yes; Mr. Wilkins-yes; Mr. Greenwood-yes.

General Counsel stated the next resolution is the resolution authorizing the adoption and the execution of the Collective Bargaining Agreement between the Ohio Turnpike Commission and the Teamsters Local 436, a copy of which is attached to the resolution, in your folders which final draft we have agreed upon. We are advised by our counsel that the adoption of the resolution would make the agreement effective today (September 27, 2002) and it is the culmination of many months of bargaining and we are very pleased to present this contract for adoption. I’ll read the Resolved:

“RESOLVED that the Commission hereby approves the attached Collective Bargaining Agreement with representatives of certain regular, full-time, non-supervisory field employees in the Toll Operations and Maintenance Departments (*although not including section clerks, chief mechanics and sign shop clerks*); as well as representatives of all part-time employees in the Toll Operations Department, hereinafter collectively referred to as **”Bargaining Unit Employees”**; represented by the Union and authorizes and directs the chairman and/or interim executive director, with advice of general counsel, to execute the agreement with the above-mentioned Bargaining Unit Employees, and to take any other action necessary to carry out the terms and provisions thereof.

The Chairman said he’s like to entertain a motion to adopt the resolution. Mr. Darwish moves and Mr. Strnisha seconds. Any discussion on the resolution?

The Chairman had just one quick question, is the Collective Bargaining Agreement that is in our folders is the one we are referring to? Right?

General Counsel said that’s correct. You will notice the date on it is September 27th. The final was sent to our office late yesterday (September 26th) with representation from our counsel that the Teamsters have also agreed to all the provisions of this document. And that the signing, although we do not have a formal copy signed by the Union today in our presence, the signing is a mere formality and the contract will be effective upon adoption of the resolution.

The Chairman asked if there were any other questions? If not, will you please call the roll on the resolution authorizing execution of the Collective Bargaining Agreement?

Roll: Mr. Darwish-yes; Mr. Strnisha-yes; Mr. Wilkins-yes; Chairman Greenwood-yes.

The Chairman said he had a couple comments that I had with regard to the Collective Bargaining Agreement. I know that we would reiterate comments from Mr. Amato that there have been some long, hard vigorous bargaining but as Chairman and anyone can speak to this that wants to on the Commission, I think we are very pleased with the outcome. We look forward to working with a Union that was different from the last contract that we had and hopefully we can establish a good, sound line of communications with that Union that will allow the administration of the Turnpike to go forward in the excellent manner that it has in the past

recognizing in fairness to our employees and their significance to the Turnpike as well as the State of Ohio. We're very excited about that.

The Chairman said the other comment I would have before we adjourn in your folders is a draft response from the Turnpike Commission to the Inspector General's Office of the State of Ohio with regard to the Inspector General's report of investigation in August. By way of information, as you know at the last meeting we adopted our Ethics Policy. We determined that we wanted to have that reviewed by the Ohio Ethics Commission. We subsequently ascertained that due to timing issues the Ethics Commission would not be meeting before the 60-day deadline that had expired. We corresponded with the Inspector General's Office and obtained an extension of time from the Inspector General's Office with regard to that policy component of the report. The Inspector General agreed to allow us that additional time to submit it so I await and I think the Commission awaits the response from the Ethics Commission with regard to the Ethics Policy. This report, however, in order to comply with the filing requirements of the IG needs to be by October 7th so I would like to impose a rather short timeframe for the Commission Members to review it thoroughly and get back to General Counsel, Tom Amato, any concerns, changes, corrections, recommendations whatever at a designated time to collate those and make any amendments or changes that any of you believe are necessary and I am asking all Commission Members to sign off on the report that will go to the IG. That's why I emphasize the importance of having everyone read it carefully.

Tom prepared a draft and shared it with me yesterday. I incorporated some of my comments so what you have right now incorporate both my comments as well as the base draft prepared by General Counsel. And with that I have no further issues to report or comments to make. Is there anything else that anyone from the Commission would like to share?

The Chairman stated one thing I didn't have a chance ahead of time, I don't want to put you on the spot Steve, but you did attend, on our behalf, the IBTTA annual meeting in San Francisco. For the benefit of all of us since we are not allowed to get together in public meetings so you don't have to repeat it several times, could you perhaps share with us a brief synopsis of your observations and anything you care to share with the rest of us as a result of that meeting.

Mr. Strnisha stated that Jim Steiner and Dan Castrigano also attended this meeting. He said although he did not attend the whole conference and came back on the red-eye on Tuesday morning (September 24). It is interesting from the standpoint. I only attended one other one that you obviously see a lot of other agencies that do similar things as the Ohio Turnpike and you kind of compare notes in terms of how they do things and you hear the issues that are up in those. One thing I attended this time and I think Jim attended comparable sessions with their peers was a session involving Governing Board members from other commissions or governing authorities throughout the country in a variety. You know in this industry you have a variety of types of systems – some very urban, some deal with bridges, some deal with tollways like ours. It's kind of interesting, there are some common themes amongst those as bodies that have in almost all cases have been set up independently, but set up under the authority of state governments. The issue of how that authority relates to the state government or the authorizing agency is a constant issue in every state and we obviously are aware of that here. So hearing some of those points are interesting. I think what people are doing in technology is very interesting. I don't think it's been as paramount need from a congestion factor and the fact that we are not essentially an urban system but a lot of people are doing some very interesting things on the technology front that may have some relevance down the line for us and a lot of issues, I'm sure Jim's session touched on this, too in terms of financial health, maintaining bond ratings and so forth and what you have to do in order to obviously insure that. It's a session that was well attended. We saw people there from the rating agencies as well. It was good to make those contacts. Those were a couple of the themes out of it. I think it's a very good organization for this agency and its personnel to keep connected with and in fact, they are bringing their convention to Cleveland in 2005. It's extremely and somebody who lives in Cleveland – it's extremely well attended and it will be great boost to Ohio and to this area when that convention comes here. I think we had over 900 participants there. It's a pretty good size conference/convention.

The Chairman stated that Dan went too. Did you have any thoughts you wanted to share? I don't want to force you, but anything additional to Steve's comments?

The Deputy Executive Director/Chief Engineer stated he attended the Executive Director's Roundtable as Steve spoke of the Governing Board and a lot of common themes and common issues that toll authorities are facing –

the E-Z Pass, electronic toll collection issues, the ways to keep pressure off raising tolls, alternate sources for revenue and during the Executive Director's Roundtable we spoke a little bit on the Commission's Service Plaza Renovation Program and how we are on the forefront of the service plaza renovation and how PA is following us up with their program.

Mr. Strnisha also stated that he got a lot of comments and compliments from others who were very familiar with what we have done on service plazas. It is recognized across the country in terms of what's out there so far. It was good to hear from outsiders not just from people in Ohio that these are tremendous amenities to our customers and something that has our system stand out a little bit in terms of our uses and so forth.

The Chairman inquired on the plazas in PA – how are they funding that construction? Are they going to increase the tolls or how are they going to do that?

The Deputy Executive Director/Chief Engineer stated we didn't get into that aspect of it. They still are in the process of selecting a design consultant for their program. They haven't formalized plans, they are still in the conceptual mode and they are taking a lot of trips out here to see what we have as a matter of fact.

The Chairman also inquired if PA has a six-lane, doesn't it?

The Deputy Executive Director/Chief Engineer answered not on the main Turnpike except for climbing areas. I don't know if they have it on any of the spurs down around the urbanized areas.

The Chairman asked if anyone had any other questions for anyone who attended or any other comments? We have not determined whether we will have a meeting in October or not.

The General Counsel commented that according to our construction contract schedule I don't believe we need one in October and we are looking at November. That's the way it stands right now.

The Chairman stated on the other hand, the Search Subcommittee which comprises practically everyone here is going to have to get together

so. Has the Search Subcommittee met and designated a Subcommittee Chairman or Chairman or anything like that?

Mr. Strnisha stated no one has been given that mantel of leadership yet, Mr. Chairman. We have met after the last meeting and I think we have begun to gather both resumes and expressions of interest in the position and I think shortly the committee needs to figure out what to do with that – not today but shortly.

The Chairman stated he thinks someone needs to step up and be the Subcommittee Chairman on that and call a meeting and get rolling.

Mr. Wilkins stated he heard there was a meeting after his meeting.

Mr. Strnisha said he can't stay.

The Chairman said also George is not here. It kind of got cancelled.

Senator Armbruster stated we have the resumes of I think about 20 individuals? Those are being passed out.

Commission Member Strnisha said we have those resumes and we also have people who have not submitted resumes who have expressed interest.

General Counsel also mentioned also in that packet of information that was handed out today research that was done by our HR Manager, Kathy Dolbin, concerning salary information and the information that was requested about outside search firms.

Senator Armbruster stated I think something that this Commission is going to take a look at in total is just actually the salary. This is something the Search Subcommittee – we can search all we want but if we don't have an established wage – the established wage that we have today is the established wage that is there. Is that where we're going to be? Is that where we're not going to be? Because when we narrow this down, I'm not sure that the 20 individuals that have sent these resumes in would be interested if, in fact, the salary were less than it was today. So the information we have out is people might be applying based on the

information that is available to them and if they are not aware that the salary could change one way or the other – up or down – is that a fair assessment?

Mr. Wilkins said you have a point.

Senator Armbruster then said so you might find if we move the salary from \$151,000 down to \$125,000 or if you move it up, it could indicate that these people who are on this list or not on the list but have their resumes could mean that they would drop off the list.

Mr. Marchbanks stated that Kathy Dolbin did an outstanding job in compiling the information – not just from toll authorities but also from state DOTs - as requested by the subcommittee. And to respond to Senator Armbruster's comments, the salary that is currently established for the Turnpike's Executive Director in the context of what we found is not an extraordinarily high salary. It's right down the middle in what we have seen in our research so far.

The Chairman inquired if that research was given to all the Search Committee Members?

Commission Member Strnisha stated, yes but just today. He would like to meet soon and even though he cannot stay, he'd like an opportunity to review what we have so we can think about it a little bit. I think that's absolutely correct – not only two major things about what to do with those who have expressed interest as of today in terms of cutting it down or process whatever and then the compensation questions.

The Chairman stated, may I suggest this as Senator Armbruster has an excellent point just to get the process going. If we are not going to meet in October, we normally meet the second Monday, why don't you members of the Search Subcommittee consider meeting on the second Monday - (it has be Tuesday, October 15th - because of the holiday.) And let's say by next Monday or Tuesday – October 7or 8th – get back to Jack with regard to your respective calendars so he can find a mutually convenient date and just go ahead and meet. By that time you will have had an opportunity to review the information in the packet which I think addresses a very valid concern raised by Senator Armbruster. And if you have problems with that Tuesday, October 15th then let's not talk about it now just let Jack coordinate that. Is that OK, is that a decent suggestion, Senator?

Senator Armbruster also commented I think on the advertising or what I have seen – is the drop dead date October 15th is that correct? Is that an established date?

Kathy Dolbin responded that was just the date we initially put in the IBTTA posting.

The Senator continued based on information that is out there we need, the Commission has to decide, I think, as to what point do we cut off applications? People have asked me and I have responded that I think what is out there is October 15th, but I'm not sure that's the appropriate date. So that is another issue that I think we have to discuss as to what point are we going to stop accepting applications.

Commission Member Strnisha responded it's what we have gotten at that time and what we think we have gotten. I think we have to make an assessment at that point. That would be my point of view.

Chairman Greenwood stated my feeling, too Senator was that's kind of has become a chicken or egg question both of which I totally agree with you. I think it would best be resolved by meeting take a look at what you've got, take a look at the recommendation of the salary and you may find that you don't need any more. On the other hand, the Search Subcommittee may feel they need to extend that application date.

Senator Armbruster stated based on the fact that this date is out there and I think the 15th is appropriate that we meet either that date or prior to that and based on the deadline that has been established right or wrong – it's an established date – assuming that is the date we need to meet on that date or before to make our recommendations and I would assume if we make that recommendation and we look through this, we can change that date?

The Chairman responded, Yes that would be my vote.

Commission Member Strnisha said that's my point of view.

The Chairman said, do you have any problem with that, Bill?

Mr. Wilkins inquired what papers did we advertise in?

Kathy Dolbin responded by saying what we have done so far is posting it on our website and the IBTTA's Executive Director's Monthly Newsletter. But if the Search Subcommittee or the Commission wishes we can also advertise some of the main papers in the State of Ohio, as well as some minority papers. My thoughts are to post it in the Cleveland Plain Dealer, the Akron Beacon Journal, the Call & Post which is a minority paper, The Columbus Dispatch, Columbus Post, Cincinnati Enquirer, Toledo Blade, Toledo Journal, the Wall Street Journal and if you'd like I can do it this weekend.

Senator Armbruster said, Mr. Chairman, my suggestion would be is we would make sure that whatever papers we are putting it in meet the criteria that you have to put for bids – whatever the law is – I mean. I don't want to go any further than that so if we are creating additional expense by going into the smaller newspapers – isn't there a list? I was always thought you had to be a general circulation newspapers. If this is truly a national search then we ought to take a look whether we will put it in the Wall Street Journal and USA Today. I'm only bringing this up as something that we have discussed as a group, maybe not necessarily voted on, but I am.

Mr. Wilkins stated he didn't attend that first meeting, but I'm involved in another situation very similar to this one. Where we did make the decision to do a national search, but we only ran it in one national paper – the Wall Street Journal. Then we ran it in the major newspapers in Ohio and we ran it in minority newspapers in Ohio and the trade publication. I think we can say we are doing a national search since we did advertise in the trade publication which is national and I might suggest the Wall Street Journal. That would be more than adequate.

Mr. Strnisha stated that people at the trade association knew this job was available.

Senator Armbruster suggested that based on that so there is no further criticism we open it up, we do advertise in the Wall Street Journal. Might I also suggest that instead of putting a salary or anything that salary is negotiable because quite honestly we don't know what the salary is going to be.

Mr. Strnisha stated there was no salary listed in the IBTTA posting. Mrs. Dolbin said it is a public record what the salary was for the former Executive Director.

Senator Armbruster said it is on record but I'm not sure this Commission will keep it there because that has not been established. There have been discussions but I don't want someone to apply to a position where it is on record to be \$151,000 but it could be somewhere less or more whatever this Commission decides. I won't decide because I don't get to vote, but.

Mr. Wilkins responded by saying what is typically done is subject to negotiation and based upon experience and education.

Mr. Strnisha said my general experience in the public sector – there can be some legitimate differences based upon what Bill said on why the salary from one person to the next changes. I think that's actually been my experience. If you don't list it and you say it's negotiable people know a person made this, but I think that's understood.

Senator Armbruster said that's fine.

Mr. Strnisha said as Bill mentioned with IBTTA already done, we add the Journal and those stated by Kathy, I think that's a good list. I think we ought to do that and I think we are pretty well covered.

Kathy Dolbin stated she would like to do that this coming weekend so we have something.

Tom Amato said it may be too late for the deadline.

Senator Armbruster stated with regards to that, Jack, what's your deadline with your agreement with ODOT? Is it November 1st or November 15th?

Mr. Marchbanks responded – November 29th.

Senator Armbruster, if we are going to advertise Mr. Chairman, I guess the question becomes what is the deadline? Is it October 15th or is it going to be November 1st because if she can't get into the newspaper

immediately and we are out there and we say October 15th, I think we'll shorten it and we need to lengthen it out to some date that may be extended like the October 15th but let's see if we can't put some sort of deadline on it beyond October 15th. Does that make sense or am I crazy?

Mr. Wilkins said I would push for at least 30 days. So November.

Senator Armbruster well it depends when she can get it in – you're talking about 30 days of time of advertisement or 30 days from October 1st to November 1st.

Mr. Wilkins you don't need two announcements -- one is more than enough. People will find it.

Mr. Strnisha said it's already been found.

Senator Armbruster said I recognize that but we've talked about an October 15th date, too.

Mr. Strnisha said I think that's still a good date. Based on the general awareness already, and if you add that people can move pretty quickly.

Senator Armbruster stated that based on that is it appropriate that we advertise in the newspapers if you don't have the time? Let's be legitimate from the standpoint of the timeframe of when you can get it in the newspaper. I don't disagree with you but I'm trying to get to get debate going as to whether it makes sense because we'll then be criticized as to when it got in the newspaper and how you're going to get back. I'm only anticipating what is going to be said.

Mr. Wilkins I would argue even though I originally said the 15th is a good date that we extend it to 30 days beyond a reasonable date when we can get it in. The reason I say this is while some people do know about it I would not want to exclude qualified people because they didn't know about it. So, I think this is a public agency and I think inclusion is important – making sure that all the qualified person at least in the state have the opportunity to apply and that implies they know about it. I think we should advertise and I don't care about the date.

Mr. Strnisha said whether it's two weeks or 30 days, I think that's fine.

Mr. Wilkins said I think you've got to reach at least a broad base population – that's my thoughts.

Mr. Marchbanks responded by saying, Mr. Chairman, Senator Armbruster, Commission Members, as I understood it thus far Kathy is authorized to proceed with the advertisements in the Journal and newspapers listed with a 30 day deadline built into that. That would be tomorrow, our new effective deadline whatever that post date is.

Chief Counsel Amato mentioned we may have already missed the deadline for getting anything in for Monday.

Mrs. Dolbin said we'll be OK for the Ohio newspapers, the only one which may be an issue is the Wall Street Journal.

Senator Armbruster recognize also and give us some flexibility on the Search Committee because it there is not qualified people here that it's kind of like – hopefully there are qualified people in this group and the deadline – make sure we can extend it – based on what we see as qualifications. I assume that's the logical assumption, is that right, Jack? OK. Does anybody have a problem with that? Deadlines are deadlines but this is a deadline that could move based on who applies.

Mr. Wilkins stated that this is not a bid opening this is an attempt to find the best person we can find that can do the job.

The Chairman said OK, you've got 30 days so that means you don't have to meet in October, then maybe you should plan on meeting at the next regularly scheduled meeting in November.

Mr. Wilkins said we should still meet soon and establish some rules and if we are going to meet we should meet within the next week or so because once the ads go out. Maybe we could develop selection criteria and things like that, pay range and to recommend back here. I'd like to meet within the next couple weeks if we can.

Mr. Strnisha said that's OK.

Senator Armbruster said October 15th, looking at my calendar – I’ve got a 10:00 a.m. meeting but I could be here at noon or I can meet earlier on the 15th as long as I can make the 10:00 a.m. meeting. If you want to meet early that’s OK, too.

Mr. Strnisha said I don’t know my schedule right off but if we can coordinate with Diane – that’s fine with me to meet in a couple weeks.

Chairman Greenwood, said OK we’ll get in touch with Jack then and get your date set up with him. OK, any other business?

Mr. Strnisha said, you can participate, too Mr. Chairman.

Mr. Greenwood, yes I understand that. I may do that. We are adjourned. Time: 11:11 a.m.

Roll: Mr. Darwish-yes; Mr. Strnisha-yes; Mr. Wilkins-yes; Chairman Greenwood-yes.

/dsp