

MINUTES OF THE 505TH MEETING OF THE OHIO TURNPIKE COMMISSION
July 19, 2004

Pursuant to the bylaws, the Ohio Turnpike Commission met for a regular meeting at the Commission's Administration Building at 10:01 a.m. on July 19, 2004, with members of the staff: Daniel Castrigano, Chief Engineer; James Steiner, CFO/Comptroller; Noelle Tsevdos, General Counsel; W. R. Fleischman, Assistant Chief Engineer; Kathleen Weiss, Director of Contracts Administration; Anne Fornshell, Director of Human Resources; Dave Miller, Director of Audit & Internal Controls; Dick Morgan, Director of Information Systems; Richard Lash, Director of Safety Services; Kerry Ferrier, Traffic Engineer; Lauren Dehrmann, Manager, Public Affairs; Heidi Jedel, Crickett Jones, Tracy Cowley and Diane Pring.

The Chairman called the regular meeting to order.

Chairman Noe asked the Assistant Secretary-Treasurer to please call the roll.

Present: Mr. Noe, Mr. Balog, Mr. Regula, Mr. Darwish and Representative Buehrer

Absent: Mr. Dixon and Senator Schuring

The Assistant Secretary-Treasurer said that Mr. Dixon advised that he would be a little late this morning but plans to be in attendance. (**NOTE:** *Mr. Dixon's meeting was longer than he anticipated, and Mr. Dixon did not attend this Commission Meeting.*)

The Chairman said the Ohio Department of Transportation's Director, Gordon Proctor, is not here today, but Deputy Director Mo Darwish is here and is authorized to vote. Senator Kirk Schuring was unable to attend today's meeting.

The Chairman said he'd like to personally welcome Mary Sullivan, the Commission's bond counsel, from the firm of Peck, Shaffer & Williams in Cincinnati and also Jim Samuel, Executive Assistant to Governor Bob Taft. One of Jim's oversight areas is the Ohio Turnpike. Nice to see you, Jim and thanks for driving up this morning.

The Chairman said we have a number of guests here today, so I'd like everyone to introduce themselves: Jim Samuel, Governor Taft's office; Eric Erickson, Fifth Third Securities; Dan Sokol, Dick Corporation; Tony Yacobucci, HNTB; Bobby Everhart, Mike Burgess, URS Corporation; Brett Neff, R. E. Warner Co.; Tony Viola, Hardees' Food Service; Frank Lamb, Huntington Bank; Stefan Holmes, Fifth Third Bank; Capt. Bob Ferguson, OSHP; Tim Reidy, Nat City Investments; Dick Boylan, Boylan & Associates; Don Glosser, Lichtenstein Investments; Eric Prall, Butler, Wick & Co.; Rich Exner, The Plain Dealer; Dan Van Epps, West Virginia University; Jeff Freese, McDonald Investments; Glen Stephens, G. Stephens & Associates; Steve Mayer, Steve DeLong, Floyd Jeffries, International Union, Operating Engineers.

The Chairman welcomed everyone and said this is the 505th meeting of the Ohio Turnpike Commission, and stated we are meeting here in the Commission's headquarters as provided for in the Commission's Code of Bylaws for a regular meeting. Various reports will be received, and we will act on several resolutions, draft copies of which have been previously sent to Members and updated drafts are also in the Members' folders. These resolutions will be explained during the appropriate reports.

The Chairman asked for a motion to adopt the Minutes of the June 21, 2004 meeting.

Commissioner Balog moves and Commissioner Regula seconds. All other members voted in the affirmative, and the minutes were adopted.

The Chairman said we'll proceed with the report of the Secretary-Treasurer, Director Suhadolnik.

Assistant Secretary-Treasurer Suhadolnik said the following items have been sent to the members since the last regularly scheduled meeting of the Commission on June 21, 2004:

1. Minutes of the June 21, 2004 Commission Meeting
2. Traffic & Revenue Report, June, 2004
3. Total Revenue by Month & Year, June, 2004
4. Investment Report, June, 2004
5. Financial Statements, June 30, 2004 *
6. Budget Report, Six Months, 2004 *
7. Legal Department's Report for the second quarter, 2004
8. Various News Releases

* in Commission Members' Folders

The Chairman asked the Executive Director to continue with his report.

Director Suhadolnik stated there are three items in your folders. You'll find two mock-ups of signs. You'll recall at our last meeting Commissioner Regula had asked if we could install some signs. We have not installed these signs as yet, but these are our concepts – to welcome and say thank you for driving the Turnpike. There will be one of each sign installed at each end of the Turnpike – at the Pennsylvania and Indiana border. If this sign is what you had in mind, we can install them and I think it might be very attractive. There is no approval needed from the Commission Members. Just give us an idea if that's what you want.

There are two other items in your folders. As promised we had counters installed at S.R. 49 on the exit ramp going east and on the entrance ramp going west. We had a 39-day period. If you add up those various days, on the westbound ramp 48% of the vehicles or 15,100 out of 31,000 total vehicles were 18-wheel trucks (five axles or more). Exiting, 26% of the vehicles were trucks, or 10,399 out of 39,512 vehicles.

We questioned our eastbound data because when we originally installed the counters high on the ramp when you almost exit the ramp. At that point if a truck stopped over the counter, it would not register as a truck; it might be unclassified. So we moved the counter down farther on ramp just as they are exiting the Turnpike and we found a lot of skid marks – folks were playing games. It's tougher to play games when you are entering than when you are exiting. Whatever it is, that's the data we collected for that period of time.

The other item in your folders is a chart entitled, "**E-Z Pass Survey Results.**" There is continual concern that Ohio does **not** have E-Z Pass, the electronic toll system. While all toll roads look alike, we are not a "commuter road." We have folks who travel the Turnpike frequently, but not on a daily basis. They do not represent a large volume of traffic. Based upon information and conversations we had with Pennsylvania, they indicated that they did not install E-Z Pass on the last four interchanges because they didn't think they had enough volume that would use it. They thought that between 8-13% of their traffic would use E-Z Pass and that was not a sufficient volume to enable them to put that technology into place.

We believe that the western end of the Pennsylvania Turnpike is identical to all of the Ohio Turnpike. We collected data at four different points and the significance of the points are starting from the bottom Milepost 239 (the border coming from Pennsylvania to Ohio); Milepost 216 (after the 80/76 split) so we are getting the traffic coming in from northern Pennsylvania or some other points and not necessarily the Pennsylvania Turnpike, Milepost 135 (west of merger of Interstate 90 and Interstate 480) so traffic which might be coming from New York would already be on at that point; and Milepost 13 (close to the Indiana border). That would be after the traffic that might get on coming south from Michigan and Detroit and those areas.

You will see if you add the numbers together, we predicted between 8 and 13%. We are pretty close to the top limit since we're at 12.7% of our traffic. At this point, we still believe we would have a difficult time economically justifying E-Z Pass. That concludes my report, Mr. Chairman, unless there are any questions.

Representative Buehrer said he was trying to understand the statistics we received on the S.R. 49 interchange. Are you saying these are the amount of vehicles exiting both westbound and eastbound? Is that what this summary is?

Director Suhadolnik said yes, but specifically on the two ramps we are talking about closing. In other words, if you are going west on some other route and you turn south on S.R. 49 and get on the Turnpike and take it for about a mile or two until you head westbound in Indiana, those are the cars/trucks that are entering going westbound. If you had just come from Indiana and you exit right away after driving a mile or two on the Turnpike, these are the classifications of vehicles exiting the Turnpike. When they exit, I don't know if they are going south to Eden or north to Michigan. Likewise, when they get on westbound, I don't know if they are coming from Eden or coming from Michigan. I know that those various configurations of vehicles are entering or exiting on those two particular ramps that we are considering closing.

Chairman Noe said one of the misconceptions was that we had never really talked about doing any kind of closing where you would pay your toll at the last toll booth and not be able to get off at S.R. 49 heading westbound. We also had not talked about doing away with being able to get on the Turnpike going eastbound. With regard to overweight trucks, they couldn't get on or get off our Turnpike if they were overweight to begin with. That was really a lot of the issue.

So, we only did the surveys based on the westbound on-ramp and the eastbound off-ramp.

Representative Buehrer said I understand that. I think this is helpful. Obviously it shows the high degree of people getting on and off there if I'm reading it correctly, but do we know what the total volume coming through that crossing is? Are these people that are actually exiting or entering there, a representative of the overall volume that is going through that gate on a regular basis?

Chairman Noe said there is no gate – that's the point.

Representative Buehrer said well we know how many people pull or pay a ticket when they go there.

Director Suhadolnik said there is no ticket there.

Chairman Noe said, in other words they are coming from or to Indiana, we don't have those numbers. That's what I'm saying. We only have the Ohio numbers where they would pay. These are not these people.

Representative Buehrer said I understand that these people possibly have never paid the toll at all, right?

Chairman Noe said correct, or got off somewhere else, picked up another load or who knows the reason they are getting on or off there. Without Indiana giving us the statistics and I don't know how you could ever figure out who got on at S.R. 49, who took a ticket, where they were going. I don't think we can do that.

Director Suhadolnik said the data is exactly what it says it is. It's vehicles that got on the on-ramp going west and vehicles that got off the exit ramp going east.

Vice-Chairman Balog said if we say "eastbound deceleration," those are people exiting. They have never picked up a Turnpike ticket. But to answer his question, we know how many people pick up a ticket slightly east of there, going through the gate. So you could calculate that percentage based on how many people actually get a ticket at the next place.

Director Suhadolnik said we could, but I don't know whether that could be a significant value.

Commissioner Balog said I think that is the question he is asking.

Representative Buehrer said there is nothing to indicate that these people wouldn't stop and get a cheeseburger, gallon of gas and not get back on and keep going. It seems to me that although this is interesting and probably helpful to our debate, it doesn't paint a picture of how many people are using that whole area.

Chairman Noe said I asked Gary that same question. One of the things we are talking about doing is doing the survey of how many people pay the toll going westbound and get off there. And also how many people get on there and are then taking a Turnpike ticket. My guess is without doing the survey is that there is a lot more people getting off that are not getting back on there. It's my guess. We won't know that until we do the numbers. Should we look at all four on and off ramps in other words and do the numbers? That's one of the things we talked about it and we are considering doing that.

Representative Buehrer said I'm not begging that question today one way or another, I think it's worth taking a look at this survey and thinking about it.

Chairman Noe said the reason we did not is obviously we have a hearing on August 5th – one in the afternoon and one in the evening at the Ramada Inn in Montpelier. We will have plenty of notice so everyone knows what's going on, where it will be and the times. We will have an afternoon and evening time frame. We are making sure that everyone has time to be heard that day.

Are there any other questions? Do you have anything else, Gary?

The Director said that's all I have, Mr. Chairman.

The Chairman asked Dan Castrigano, Chief Engineer if he had any resolutions to present.

Mr. Castrigano said yes I have four resolutions for your consideration this morning. The first one is a resolution awarding Contract No. 43-04-04. This contract replaces the two bridge decks connecting the eastbound ramp with Interstate 680 at Milepost 234 in Mahoning County. We received two bids in response to the invitation. The apparent low bid was submitted by A. P. O'Horo Company of Youngstown, Ohio in the amount of \$1,223,000.00. This bidder has performed work of this nature satisfactorily for the Commission in the past. Furthermore, the Commission's consultant recommends award to this contractor. This project was on our 2004 Capital Program this year. As

we have done in the past, we are also proposing to assign DLZ, Inc. of Cleveland, Ohio to perform contract administration for this project. You may recall in January we awarded an agreement to DLZ for the design and inspection of this project. Also, ACA Engineering of Youngstown will perform the materials testing on this project. If General Counsel would read the Resolved please.

General Counsel read the Resolved as follows:

"RESOLVED that the bid of **The A. P. O'Horo Company**, Youngstown, Ohio, in the amount of **\$1,223,000.00** for the performance of Contract No. 43-04-04 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 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 the Commission hereby authorizes the executive director and the chief engineer to assign DLZ Ohio, Inc. Cleveland, Ohio to Contract 43-04-04 for the purpose of performing construction inspection. Such assignment shall be in accordance with the current agreement to perform design and inspection services for this project between the Ohio Turnpike Commission and DLZ Ohio, Inc.; and

"FURTHER RESOLVED that the Commission hereby authorizes the executive director and the chief engineer to assign ACA Engineering, Inc., Youngstown, Ohio, to Contract 43-04-04 for the purpose of performing materials testing. Such assignment shall be in accordance with the 2003-2004 Engineering Services Agreement between the Ohio Turnpike Commission and ACA Engineering, Inc.; and

"FURTHER RESOLVED that Project No. 43-04-04 is designated a Fuel Tax Project under the Commission's 1994 Master Trust Agreement."

The Chairman asked, is there a motion?

Commissioner Balog moves and Deputy Director Darwish seconds.

The Chairman asked, are there any questions? Please call the roll.

The "Resolution Awarding Contract No. 43-04-04" was moved for adoption as follows:

RESOLUTION NO. 33-2004

"WHEREAS, the Commission has duly advertised according to law for bids upon a contract for bridge deck replacement of the eastbound ramp over Yellow Creek and eastbound ramp over Ohio Turnpike mainline at Milepost 234.1 in Mahoning County, Ohio herein designated **Contract No. 43-04-04**; and

"WHEREAS, the Commission has received bids from two (2) bidders for the performance of said contract; and

"WHEREAS, said bids have been reviewed and analyzed by the Commission's chief engineer and the director of contracts administration, and they have submitted reports concerning such analysis and their reports are before the Commission and the Commission's executive director has made his recommendation to the Commission predicated upon such analysis; and

"WHEREAS, all bids for said contract were solicited on the basis of the same terms and conditions and the same specifications, and the bid of The A. P. O'Horo Company of Youngstown, Ohio, in the amount of \$1,223,000.00 for the performance of Contract No. 43-04-04 has been determined by the Commission to be the lowest responsive and responsible bid received; and

"WHEREAS, the Commission has been advised by its director of contracts administration that said bid conforms to the requirements of Section 5537.07, Section 9.312 and Section 153.54, all of the Revised Code of Ohio, and that a performance bond with good and sufficient surety has been submitted by The A. P. O'Horo Company.

"NOW, THEREFORE, BE IT

"RESOLVED that the bid of **The A. P. O'Horo Company**, Youngstown, Ohio, in the amount of **\$1,223,000.00** for the performance of Contract No. 43-04-04 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 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 the Commission hereby authorizes the executive director and the chief engineer to assign DLZ Ohio, Inc. Cleveland, Ohio to Contract 43-04-04 for the purpose of performing construction inspection. Such assignment shall be in accordance with the current agreement to perform design and inspection services for this project between the Ohio Turnpike Commission and DLZ Ohio, Inc.; and

"FURTHER RESOLVED that the Commission hereby authorizes the executive director and the chief engineer to assign ACA Engineering, Inc., Youngstown, Ohio, to Contract 43-04-04 for the purpose of performing materials testing. Such assignment shall be in accordance with the 2003-2004 Engineering Services Agreement between the Ohio Turnpike Commission and ACA Engineering, Inc.; and

"FURTHER RESOLVED that Project No. 43-04-04 is designated a Fuel Tax Project under the Commission's 1994 Master Trust Agreement."

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 33-2004.

Mr. Castrigano said the next resolution relating to the awarding of a contract for guardrail materials pursuant to Invitation No. 3980. This is for guardrail materials for use by our Maintenance Department throughout the upcoming 12-month calendar period. We received four bids in response to this contract. The apparent low bid was submitted by Gregory Highway Products of Canton, Ohio in the amount of \$153,065.00. Although the apparent low bidder is approximately 18% above the estimate for the procurement of this material, it wasn't a complete surprise. We have been experiencing problems, as I'm sure ODOT has also been having the same problem, with procurement of steel and alloy prices over the past six months. It's been escalating dramatically. I would recommend award to Gregory Highway Products. Would General Counsel please read the Resolved?

General Counsel read the Resolved as follows:

"RESOLVED that the bid of **Gregory Highway Products** in the amount of **\$153,065.00** under Invitation No. 3980 is, and is by the Commission deemed to be the lowest responsive and responsible bid received and is accepted, and the chairperson and executive director, or either of them, is hereby authorized: (1) to execute a contract with the successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid invitation; (2) to direct the return to the other bidder of its bid security at such time as Gregory Highway Products has entered into a contract and furnished a performance bond required thereby; and (3) to take any and all action necessary to properly carry out the terms of said contract.

The Chairman asked, do we have a motion?

Commissioner Balog moves and Commissioner Regula seconds.

The Chairman asked, is there any discussion?

Commissioner Balog asked regarding the 18% price issue which is over the estimate, do we have a problem with that?

Kathy Weiss, Director of Contracts Administration said this is not considered to be a public improvement. The statute with regard to the 10% applies to public improvements, so the 18% is fine.

Commissioner Balog said thank you.

Commissioner Regula asked, what's the average life expectancy for guardrail?

Mr. Castrigano said assuming no one runs into it, we have had guardrail for 20-25 years old. The majority is for repair after accidents or improvements after we put up a sign that needs guardrail protection.

Commissioner Regula said the product out there now lasts a long time, right?

Mr. Castrigano said yes. It's all galvanized.

Director Suhadolnik also mentioned that the Commission attempts to recover damages when accidents occur.

The Chairman said since there are no other questions, please call the roll.

The "Resolution Awarding a Contract for the Furnishing of Guardrail Materials" was moved for adoption as follows:

RESOLUTION NO. 34-2004

"WHEREAS, the Commission advertised for bids for Invitation No. 3980 for the furnishing of galvanized steel guardrail materials with four (4) bids received in response to that Invitation that have been reviewed by the Commission's staff; and

"WHEREAS, it is anticipated that the expenditures by the Commission for furnishing of galvanized steel guardrail materials under Invitation No. 3980 will exceed \$150,000.00, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for the award of such contract; and

"WHEREAS, the four bids received in response to the Invitation were reviewed by the maintenance engineer who has stated that the lowest responsive and responsible bid in the amount of \$153,065.00 was submitted by Gregory Highway Products of Canton, Ohio and that this bidder proposes to furnish guardrail materials and services in accordance with the Commission's specifications; and

"WHEREAS, the Commission's director of contracts administration has reviewed the bids received and has advised the Commission that the procedure followed by the Commission in advertising for Invitation No. 3980 is in accordance with Section 5537.07 and Section 9.312 of the Revised Code of Ohio, and that the bid of Gregory Highway Products of Canton, Ohio is the lowest responsive and responsible bid received and that the Commission may legally enter into a contract with Gregory Highway Products to furnish guardrail materials and services in accordance with Invitation No. 3980; and

"WHEREAS, the executive director has reviewed the bids received and has recommended to the Commission that the contract be awarded to the lowest responsive and responsible bidder, Gregory Highway Products.

"NOW, THEREFORE, BE IT

"RESOLVED that the bid of Gregory Highway Products in the amount of \$153,065.00 under Invitation No. 3980 is, and is by the Commission deemed to be the lowest responsive and responsible bid received and is accepted, and the chairperson and executive director, or either of them, is hereby authorized: (1) to execute a contract with the successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid invitation; (2) to direct the return to the other bidder of its bid security at such time as Gregory Highway Products has entered into a contract and furnished a performance bond required thereby; and (3) to take any and all action necessary to properly carry out the terms of said contract."

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 34-2004.

Mr. Castrigano said the next resolution relates to the award of contract for unleaded gasoline and diesel fuel for a one-year period under Invitation No. 3982. This is for gasoline and diesel fuel used by the Commission and OSHP vehicles for the upcoming year period. We received four bids in response to this invitation. This type of bid is a little different. The bidders bid a price differential which is basically their profit and delivery costs for the gasoline. The price of the gasoline changes weekly based on the oil-pricing guide. The apparent low bids in response to Groups I and II for furnishing gasoline was submitted by Petroleum Traders Corporation of Fort Wayne, Indiana. The apparent low bid for diesel fuel for Groups III and IV was submitted by BP Products North America, Inc. Both of these bidders have furnished material to the Commission in the past. We are setting this contract up for estimated quantities of Group I and II for 323,000 gallons and Groups III and IV for 430,000 gallons. We will come back to the Commission and ask for a revised resolution in the event we go 10% over the estimated quantities. If the General Counsel would read the Resolved, please?

General Counsel read the Resolved as follows:

"RESOLVED that the bids of **Petroleum Traders Corporation** for Groups I and II and **BP Products North America, Inc.** for Groups III and IV of Invitation No. 3982 are, and are by the Commission deemed to be the lowest responsive and responsible bids received and are accepted and the chairperson and executive director, or either of them, is hereby authorized: 1) to execute a contract with each successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation; 2) to incur expenditures under the contract in the

quantities estimated by the Maintenance Department's staff for the purchase of unleaded gasoline and diesel fuel; 3) to direct the return to the other bidders of their bid security at such time as Petroleum Traders Corporation and BP Products North America, Inc. have entered into a contract and furnished a performance bond required thereby; 4) to make a recommendation to the Commission on whether to exercise either of the one (1) year renewal options and 5) to take any and all action necessary to properly carry out the terms of said contract."

The Chairman asked is there a motion?

Commissioner Balog moves and Commissioner Regular seconds.

The Chairman asked is there any discussion? Please call the roll.

The "Resolution Awarding a Contract for the Purchase of Unleaded Gasoline and Diesel Fuel for a One-Year Period" was moved for adoption as follows:

RESOLUTION NO. 35-2004

"WHEREAS, the Commission has advertised for bids for Invitation No. 3982 for the furnishing to the Commission of unleaded gasoline and diesel fuel for a twelve (12) month period, with an option to renew for two (2) additional one (1) year periods; and

"WHEREAS, the expenditures of the Commission for unleaded gasoline and diesel fuel under Invitation No. 3982 will exceed \$150,000 and, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for the award of such contract; and

"WHEREAS, bidders were asked to state the price differential per gallon that they would charge from the Oil Price Information Service ("OPIS"); and

"WHEREAS, the four (4) bids received in response to the Invitation were reviewed by the maintenance engineer who has stated that the lowest responsive and responsible bid for Groups I and II was submitted by **Petroleum Traders Corporation** of Fort Wayne, Indiana, and that the lowest responsive and responsible bid for Groups III and IV was submitted by **BP Products North America, Inc.** of Cuyahoga Heights, Ohio and these bidders propose to furnish materials and services in accordance with the Commission's specifications; and

"WHEREAS, the maintenance department has estimated the quantities of unleaded gasoline required for the next year (Groups I and II) at **323,000 gallons**, and diesel fuel required for the next year (Groups III and IV) at **430,000 gallons**, and, based on these quantities has been able to estimate expenditures with both Petroleum Traders Corporation and BP Products North America, Inc.; and

"WHEREAS, the Commission's director of contracts administration has reviewed the bids received and has advised the Commission that the procedure followed by the Commission in advertising for Invitation No. 3982 is in accordance with Section 5537.07 of the Revised Code of Ohio, and that the bids of Petroleum Traders Corporation and BP Products North America, Inc. are the lowest responsive and responsible bids received and that the Commission may legally enter into a contract with Petroleum Traders Corporation and BP Products North America, Inc. to furnish unleaded gasoline and diesel fuel in accordance with Invitation No. 3982; and

"WHEREAS, the executive director has reviewed the bids received and has recommended to the Commission that the contract be awarded to the lowest responsive and responsible bidders, Petroleum Traders Corporation and BP Products North America, Inc.; and

"WHEREAS, should the quantities of unleaded gasoline and diesel fuel purchased exceed the number of gallons estimated by the maintenance staff by more than ten (10%) percent, the Commission will be presented with a new resolution to increase said estimated quantities; and

"WHEREAS, based on the maintenance department's estimates, initial purchase orders shall be prepared in amounts that take into consideration the possibility of further price increases in the volatile gasoline/diesel fuel market.

"NOW, THEREFORE, BE IT

"RESOLVED that the bids of **Petroleum Traders Corporation** for Groups I and II and **BP Products North America, Inc.** for Groups III and IV of Invitation No. 3982 are, and are by the Commission deemed to be the lowest responsive and responsible bids received and are accepted and the chairperson and executive director, or either of them, is hereby authorized: 1) to execute a contract with each successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation; 2) to incur expenditures under the contract in the quantities estimated by the Maintenance Department's staff for the purchase of unleaded gasoline and diesel fuel; 3) to direct the return to the other bidders of their bid security at such time as Petroleum Traders Corporation and BP Products North America, Inc. have entered into a contract and furnished a performance bond required thereby; 4) to make a recommendation to the Commission on whether to exercise either of the one (1) year renewal options and 5) to take any and all action necessary to properly carry out the terms of said contract."

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 35-2004.

Mr. Castrigano said the final resolution I wish to present is a Resolution authorizing the Executive Director to enter into an agreement regarding a pilot program for engineering services and manufacture of two (2) automated toll payment machines (ATPMs).

At the direction of the Executive Director, Commission staff has been working with Trafficwerks Systems, Inc. of Newport Beach, CA for the development and procurement of two automated toll payment machines to conduct a pilot program in our Toll Operations Department. We were first introduced to this equipment in the spring of last year during an IBTTA workshop in southern California where similar machines are currently being used by the Transportation Corridor Agency in southern California. This equipment would provide for a self-service toll payment process. Basically, the customer would get on the Turnpike and receive their ticket. Upon exiting they would take their ticket, place it in the machine. The fare would be displayed. They could pay their toll by either cash or our Ready Toll Card. Then they would receive a receipt, if requested. The barrier gate would open, and they could exit the Turnpike.

The initial pilot is for automobiles only. Although the equipment is designed to accommodate trucks with the higher position on the equipment we will proceed with this option at a later time if the pilot proves to be successful. At that time we would probably most likely open it and, if we proceed with the truck operation, probably proceed with the OTC credit card and possibly the use of other major credit cards. These machines have security features installed such as tamper devices, etc. and the installation will be under video surveillance. I have a photo that is in use at Transportation Corridor Agencies. (Photo passed among Commission Members.) Our units will look similar to those.

We are looking at installing one unit at our new toll plaza at S.R. 58 in Lorain County when it opens this fall and the possibility of either Toll Plaza 161 in Cuyahoga County or Toll Plaza 71 ("Stony Ridge") currently under construction in Wood County.

This resolution is for engineering design, manufacture and development of software interface for the two (2) units at a total cost of \$164,000. Again, this is a pilot program. In the event the pilot is successful, any additional equipment would be procured via the competitive bidding process. If the General Counsel would read the Resolved, please.

General Counsel read the Resolved as follows:

"RESOLVED that the executive director and its director of contracts administration are hereby authorized and directed to enter into an agreement with Trafficwerks of Newport Beach, California, for the initiation of the aforementioned Pilot Program, at a cost to the Commission not to exceed a total expenditure of \$164,000.00; and

"FURTHER RESOLVED that, upon the completion of the Pilot Program, the staff will report the test results back to the Commission and advise whether this project was successful."

The Chairman asked, is there a motion?

Commissioner Balog moves and Commission Regula seconds.

The Chairman asked if there was any discussion.

Commissioner Balog said it appears from the photograph that the machine can handle trucks and cars from one location, but you said initially this would be set up for car only initially? Trucks would not be able to use it. There wouldn't be a separate truck lane at a later date? I would assume cars and trucks would be able to use the same lane at a later date?

Mr. Castrigano said we are only putting in the mechanism on this unit for the automobiles right now. It is set up that we can add the trucks later. If we do add the trucks, trucks and autos can use the same lane.

Commissioner Balog said I would assume we would have a sign saying, Cars Only, correct?

Mr. Castrigano said right now, yes it would.

Commissioner Regula said would it piggybank from the height standpoint so that the cars here and the trucks are there on top?

Mr. Castrigano said that's correct. There will be a separate toll ticket acceptor, a separate dollar bill, credit card reader and a receipt printer, I think.

Chairman Noe said I think it's certainly something we should look at.

Mr. Castrigano said especially given the numbers that the Director has reported on, i.e., the E-Z Pass numbers and with the low numbers this may be a good fit.

The Chairman asked if there were any questions. If not, please call the roll.

The "Resolution Authorizing the Executive Director to Enter into an Agreement regarding a "Pilot Program" for engineering services and manufacture of two (2) automated toll payment machines (ATPMs) was moved for adoption as follows:

RESOLUTION NO. 36-2004

"WHEREAS, the Commission has recently become aware of available technology whereby automated toll payment machines (ATPMs) are being used by various toll authorities to collect toll payments at their interchanges; and

"WHEREAS, the Commission's Engineering and Information Systems' staffs have been exploring the possibility of integrating such ATPM equipment into the Ohio Turnpike's Toll Collection System; and

"WHEREAS, the Commission has received and reviewed a proposal from Trafficwerks Systems, Inc. of Newport Beach, California ("Trafficwerks") under which Trafficwerks will manufacture and test two (2) automated toll payment machines ("ATPMs") designed for use by the Ohio Turnpike at any of its thirty (30) interchanges; and

"WHEREAS, ongoing discussions and an on-site visit to Trafficwerks' facility have been completed by the Commission's staff in terms of determining whether ATPM equipment could be integrated into the Ohio Turnpike Commission's Toll Collection System, and the staff has recommended to the Executive Director that a small "Pilot Program" be initiated to see if the ATPM equipment will produce added efficiencies for the Ohio Turnpike operation; and

"WHEREAS, acceptable solutions to numerous engineering challenges from both a software and a hardware perspective have been presented by Trafficwerks in the form of a proposal under which the Commission may conduct a Pilot Program with two (2) ATPMs; and

"WHEREAS, the chief engineer has reviewed the proposal and quotation from Trafficwerks entailing a total expenditure of \$164,000.00 which includes: equipment valued at \$94,000.00, a one-time \$40,000.00 engineering design fee, and one-time \$30,000.00 engineering fee to create the required interface between the ATPMs and the Ohio Turnpike Commission's Toll Collection System; and

"WHEREAS, the Commission's chief engineer recommends that it is in the Commission's best interests to enter into a contract with Trafficwerks to pilot two (2) of the ATPMs in the field; and

"WHEREAS, the "Pilot Program" proposal has been reviewed by the Commission's director of contracts administration, who, along with the Commission's general counsel, both concur with the chief engineer's recommendation to proceed with the aforementioned Pilot Program to test the ATPM concept; and

"WHEREAS, the Commission, through its director of contracts administration has negotiated an agreement with Trafficwerks of Newport Beach, California, a copy of which is before the Commission, providing for the initiation of the aforementioned Pilot Program.

"NOW, THEREFORE, BE IT

"RESOLVED that the executive director and its director of contracts administration are hereby authorized and directed to enter into an agreement with Trafficwerks of Newport Beach, California, for the initiation of the aforementioned Pilot Program, at a cost to the Commission not to exceed a total expenditure of \$164,000.00; and

"FURTHER RESOLVED that, upon the completion of the Pilot Program, the staff will report the test results back to the Commission and advise whether this project was successful."

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 36-2004.

Mr. Castrigano said that completes my report, Mr. Chairman.

The Chairman thanked Dan for his report and asked the Commission's CFO, Jim Steiner for his report.

Mr. Steiner said that 3.7 million passenger cars traveled the Turnpike in June and we had 875,000 commercial vehicles that traveled the Turnpike in June. Our Master Trust Agreement requires that we perform a mid-year review of our financial condition and certify to our trustee, Huntington National Bank, that our projected revenue for the year will be sufficient to meet our obligations under our Master Trust Agreement. Our 2003 pledged revenues are shown on the top of this slide. The data on the bottom of the slide shows our actual pledged revenues of \$89.8 million for the first half of this year and based on last year, I have estimated the pledged revenues for the second half of 2004 at \$99.9 million. This yields an estimated Gross Pledged Revenues for calendar year 2004 of \$189.7 million. Calculations on this slide demonstrate that based on projected pledged revenues for 2004, we will meet all three requirements under Section 4.04 of our trust agreement.

The first requirement is that our estimated gross pledged revenues exceed the sum of our budgeted operating, maintenance and administrative costs plus the required deposits to the expense reserve account. The second requirement is that our estimated net system pledged revenue exceeds the sum of our debt service requirements plus the renewal and replacement requirements. The third requirement is that our estimated debt coverage ratio equal at least 120%. This ratio is required to be at least 150% in connection with the issuance of additional bonds and the Commission, by resolution, has expressed its intent to always maintain a ratio of at least 150%. There is a proposed resolution in your folders entitled, "Resolution Concerning the Financial Condition of the Commission" and Mr. Chairman, with your permission, I'll ask our General Counsel to read the Resolved.

General Counsel read the Resolved as follows:

"RESOLVED that the Commission, having reviewed the analysis prepared by the CFO/Comptroller, determines that there will be sufficient Gross Revenues for fiscal year 2004 together with Series Payments, Additional System Payments and Supplemental Payments to meet the requirements of §4.04(a) of the Trust Agreement, and hereby authorizes and directs the CFO/Comptroller to issue a certificate required by §4.04(b) of the Trust Agreement; and

"FURTHER RESOLVED that copies of such certification and a certified copy of this resolution shall be transmitted to the trustee, the rating agencies and shall be available to any interested party."

The Chairman asked, is there a motion?

Commissioner Balog moves and Commissioner Regula seconds.

The Chairman asked if there was any discussion? He said good work, Jim, as usual. Please call the roll.

The "Resolution Concerning the Financial Condition of the Commission" was moved for adoption as follows:

RESOLUTION NO. 37-2004

"WHEREAS, §4.04(a) of the Master Trust Agreement ("Trust Agreement") between the Commission and The Huntington National Bank, as trustee, dated February 15, 1994, requires that, on or before July 31 of each year, the Commission shall complete a review of its financial condition for the purpose of estimating whether the Gross Revenues for such Fiscal Year will be sufficient to provide, together with Series Payments, Additional System Payments and Supplemental Payments, the amounts specified in §4.04(a) of the Trust Agreement;

"WHEREAS, the Commission's CFO/Comptroller has analyzed the Commission's financial condition and has advised the Commission that, on the basis of his analysis, the Commission's revenues for fiscal year 2004 will be sufficient to meet the requirements of §4.04(a) of the Trust Agreement, and he has set forth a detailed statement of the actual and estimated Gross Revenues, Series Payments, Additional System Payments and Supplemental Payments; and

"WHEREAS, a certification of same is before the Commission.

"NOW, THEREFORE, BE IT

"RESOLVED that the Commission, having reviewed the analysis prepared by the CFO/Comptroller, determines that there will be sufficient Gross Revenues for fiscal year 2004 together with Series Payments, Additional System Payments and Supplemental Payments to meet the requirements of §4.04(a) of the Trust Agreement, and hereby authorizes and directs the CFO/Comptroller to issue a certificate required by §4.04(b) of the Trust Agreement; and

"FURTHER RESOLVED that copies of such certification and a certified copy of this resolution shall be transmitted to the trustee, the rating agencies and shall be available to any interested party."

I, Gary C. Suhadolnik, Assistant Secretary-Treasurer of the Ohio Turnpike Commission, do hereby certify that the above is a true copy of the aforesaid resolution which was duly adopted at a meeting of the Commission, duly called for and convened and held on July 19, 2004, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike Commission on this 19th day of July, 2004.

Gary C. Suhadolnik
Assistant Secretary-Treasurer

**OHIO TURNPIKE COMMISSION
 MASTER TRUST AGREEMENT SECTION 4.04
 ESTIMATED CALCULATIONS FOR YEAR ENDING DECEMBER 31, 2004**

REQUIREMENT I

GROSS PLEDGED REVENUES:

ACTUAL FOR 1ST HALF OF YEAR	\$ 89,816,664	
ESTIMATE FOR 2ND HALF OF YEAR	<u>99,855,000</u>	
ESTIMATED GROSS PLEDGED REVENUES	\$ 189,671,664	Section 4.04 (a) (i) and 4.04 (b)
OPERATING, MAINTENANCE & ADMINISTRATION COSTS PER BUDGET	\$ 90,780,500	Section 4.04 (a) (i) (1)
REQUIRED DEPOSIT TO EXPENSE RESERVE	<u>237,000</u>	Section 4.04 (a) (i) (2)
NET/SYSTEM PLEDGED REVENUES	\$ 98,654,164	Required to be positive

REQUIREMENT II

NET/SYSTEM PLEDGED REVENUES	\$ 98,654,164	Section 4.04 (a) (ii)
ANNUAL DEBT SERVICE REQUIREMENT:		
PRINCIPAL	17,429,000	
INTEREST	38,535,000	
LESS: ESTIMATED INVESTMENT EARNINGS	<u>(203,000)</u>	
NET ANNUAL DEBT SERVICE REQUIREMENT	\$ 55,761,000	Section 4.04 (a) (ii)
RENEWAL & REPLACEMENT (R&R) REQUIREMENT	<u>8,000,000</u>	Section 4.04 (a) (ii)
NET/SYSTEM PLEDGED REVENUES LESS DEBT SERVICE AND R & R REQUIREMENTS	<u>\$ 34,893,164</u>	Required to be positive

REQUIREMENT III

NET/SYSTEM PLEDGED REVENUES AS A % OF NET ANNUAL DEBT SERVICE REQUIREMENT	<u>177%</u>	Required to equal 120% or more *
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* Required to be 150% or more during the Fiscal Year immediately preceding the issuance of additional bonds, or during any twelve (12) consecutive calendar months selected by the Commission out of the fifteen (15) consecutive calendar months immediately preceding such issuance. In addition, the Commission has, by resolution, declared its intention as a matter of policy to maintain debt service coverage levels at a target of 150% of annual debt service. Other than in connection with the issuance of additional bonds, the Commission has no obligation to meet such coverage levels or to maintain a policy of doing so, and the Commission may rescind that policy at any time.

**OHIO TURNPIKE COMMISSION
ESTIMATED GROSS PLEDGED REVENUES
FOR THE YEAR ENDING DECEMBER 31, 2004**

	<u>1st Half</u>	<u>2nd Half</u>	<u>Total</u>
<u>Year Ended December 31, 2003:</u>			
Toll Revenue	\$ 83,354,722	\$ 96,632,970	\$ 179,987,692
Special Toll Permits	1,315,423	1,436,889	2,752,312
Investment Revenue:			
Revenue Fund	406,070	398,922	804,992
Renewal & Replacement Fund	122,195	75,286	197,481
System Projects Fund	310,011	310,245	620,256
Total Gross Pledged Revenues	<u>\$ 85,508,421</u>	<u>\$ 98,854,312</u>	<u>\$ 184,362,733</u>

	<u>Actual 1st Half</u>	<u>Estimated 2nd Half</u>	<u>Estimated Total</u>
<u>Year Ending December 31, 2004:</u>			
Toll Revenue	\$ 87,980,927	\$ 98,000,000	\$ 185,980,927
Special Toll Permits	1,245,942	1,300,000	2,545,942
Investment Revenue:			
Revenue Fund	366,126	350,000	716,126
Renewal & Replacement Fund	43,654	25,000	68,654
System Projects Fund	180,015	180,000	360,015
Total Gross Pledged Revenues	<u>\$ 89,816,664</u>	<u>\$ 99,855,000</u>	<u>\$ 189,671,664</u>

I hereby certify the calculations above to be a fair and honest estimation of the Gross Revenues for the year ending December 31, 2004 in accordance with Section 4.04b of the Master Trust Agreement.

James T. Steiner
Authorized Officer

7/12/04
Date

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as Resolution No. 37-2004.

Mr. Steiner said, as I reported at our previous Commission Meeting, our 2004 budgeted debt coverage ratio is far short of our projections from just a few years ago. This slide compares the projected coverage ratio of 1.95 that was included in our 2001 Official Statement to the ratio of 1.69 based on our 2004 annual budget. The drop in the debt coverage ratio is a result of the economic slowdown which has adversely impacted both our commercial toll revenues as well as our investment revenues. Due to the drop in our debt coverage ratio, the rating analyst from Standard & Poor's recently indicated that unless we pledged additional revenues to further secure the repayment of our outstanding bonds that S & P would likely change the Commission's outlook from stable to negative which is often a precursor to a rating downgrade. Consequently, at the last meeting on June 21, 2004, the Commission adopted Resolution No. 30-2004 agreeing to pledge all concession revenue derived from the operation of our service plazas, other than funds that are actually committed to the Service Plaza Capital Improvements Reserve, and any allocation of Ohio fuel tax revenue along with all revenue derived from leases, licenses, royalties, advertising and miscellaneous sales fees and charges together with all investment earnings thereon, but only to the extent and in the amount necessary to achieve a debt coverage ratio of up to but not more than 2.0 which is generally regarded as the minimum standard needed to achieve a AA bond rating. While pledging these additional revenues will not guarantee the retention of the Commission's AA rating, it should help.

Resolution No. 30-2004 adopted at the last meeting also directs the Commission's staff and bond counsel to prepare the 13th Supplemental Trust Agreement to implement the pledge of the additional revenue. At my request, our bond counsel, Mary Sullivan of Peck, Shaffer & Williams incorporated into the supplemental trust agreement the proposed amendment to resolve ambiguities identified by our auditors, Deloitte & Touche, with respect to the definition of cost of operation, maintenance and administration and the calculation of required deposits to the operation, maintenance and administrative expense account. These proposed amendments will not result in any changes in our established practices. They merely eliminate ambiguities in the current language. Frank Lamb, representing our trustee concurs with these proposed amendments and both Ms. Sullivan and Mr. Lamb are present this morning to respond to any questions.

Mr. Chairman, with your permission, I'd like to ask our General Counsel to read the Resolved:

"NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE OHIO TURNPIKE COMMISSION:

"Section 1. Definitions. In addition to the words and terms defined in the recitals and elsewhere in this Resolution, those words and terms not expressly defined herein and used herein with initial capitalization where rules of grammar do not otherwise require capitalization shall have the meanings assigned to them in the Trust Agreement.

"Section 2. Thirteenth 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 Thirteenth 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 Thirteenth Supplemental Trust Agreement by such persons.

"Section 3. Repeal of Conflicting Resolutions. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

"Section 4. Compliance With Sunshine Law. It is hereby determined that all formal actions of the Commission relating to the adoption of this Resolution were taken in an open meeting, and that all deliberations of the Commission and of its committees, if any, which resulted in formal action were in meetings open to the public, in full compliance with Section 121.22 of the Ohio Revised Code."

The Chairman asked is there a motion?

Commissioner Balog moves and Commissioner Regula seconds.

The Chairman said I have a question. Jim or Mary, have we had any discussions with bond counsel and the rating agencies? Have the rating agencies indicated that they will not lower it if in fact we do this? We discussed this a little bit last month, but I thought I'd ask you directly.

Bond Counsel Mary Sullivan said we have had discussions with the rating agencies. This has been something that was raised by an analyst of Standard & Poor's, and a suggestion which has been worked out by staff here and Standard & Poor's. After we prepared this draft of the Trust Agreement, we sent those documents to all the rating agencies. We had a conference call with Fitch and had a good discussion explaining the purpose of this action. There certainly has been no promise made by anyone in connection with the rating. Obviously, it's a very complicated and time-consuming process as a number of people here will tell you. But all indications that we have received seem to suggest that this action will assist in maintaining that rating. Again, no promises have been made.

Chairman Noe said I just wanted to get on the record what we have done to this point rather than just passing a resolution. If we are downgraded, we are downgraded, but obviously we made the best effort we could to keep our current rating.

Ms. Sullivan said it certainly looks good by all indications. Just another point, what will happen is there are notices that are required to go out now to the rating agencies – formal notices as well as to the bond insurers notifying them of this change. Obviously, they have an opportunity to review it. Again, the review by the rating agencies has been done and completed, we believe at this time. So it all looks good.

Chairman Noe said thank you, Jim and Mary. Mr. Lamb, do you have anything to add?

Mr. Lamb said the trustee, when entering into supplemental indentures, is essentially acting on and behalf of the bondholders when we are looking at the proposed changes to determine whether it is good or bad. In these circumstances, the bondholders will have the benefit of additional pledged revenues, and therefore the trustee is willing to enter into it.

Representative Buehrer said to follow-up on that point, on a rating change, does that impact on new debt that the Commission might issue or does it impact on existing debt?

Eric Erickson, the Commission's financial advisor, said the rating change would impact directly new debt, but the debt that is out there is also impacted by the rating change. There are approximately three-quarters of a billion dollars worth of Turnpike debt outstanding. These are investors who not only buy Turnpike bonds but also buy State of Ohio bonds. To the extent that

there is a negative change in the rating, thereby lowering the value of their investment, they will look twice whether they want to buy other Ohio bonds. It doesn't directly affect the Turnpike debt from a future standpoint, but it affects other debt in Ohio. It is important to make these adjustments and keep the rating agencies informed about the changes.

Representative Buehrer asked Mr. Steiner, I see that our traffic volumes and revenue continue to increase which obviously is good news. A general question – do we have the ability to break these volume numbers down by various segments of the road?

Mr. Steiner said we do have reports that will identify traffic density between interchanges. I can identify between Interchange at Milepost 2 and Milepost 13. We have reports which will identify the traffic going between these and other interchanges.

Representative Buehrer said I'd appreciate seeing those reports to see where we have gone. I'm curious to see how it's picked up down here at this end of the road where the third lanes are in place or if it is everywhere. Another question, obviously when we issued these bonds several years ago, we were making some assumptions about vehicle volumes growth as well as revenue growth. Are these increases on these reports consistent with the estimates that we were making at that time?

Mr. Steiner said our passenger car traffic projection is very close to what we had estimated. It would be the last time we issued bonds in 2001. The commercial traffic projection is far below in 2001. This slide shows that when we issued bonds in 2001 we projected our commercial toll revenue to be approximately \$111 million and what is in our current budget is \$101 million or \$9.1 million short of what we had projected it would be just three years ago. Our investment revenue is also short. We are somewhat above budget at this point but based on the current budget we are far short of where we expected to be and that's one of the primary reasons for the pledge of the concession revenue.

Commissioner Balog asked if it was a national trend that after 09/11 all truck traffic was down not just in Ohio. Have we looked at other states to see if that's been some sort of pattern?

Mr. Steiner said yes, Commissioner Balog.

Representative Buehrer said when we issued the initial bonds in the late 90's, did we have the same projections that you just highlighted for the 2001 issuance? Did those apply? Are we behind where we thought we would be in 1998?

Mr. Steiner said I was not here at the times when those bonds were issued. I'd have to check on that.

Representative Buehrer said I was just curious. I notice some nice increases year-to-date over where we were a year ago. We have been pretty aggressive over what we thought the growth would be during that period of time. Is that a fair statement?

Mr. Steiner said I don't think it was aggressive. Our traffic consultant, Bobby Everhart from URS is here and probably could respond better than I can. He has projected our traffic for many years and over the long term his projections have proved to be very accurate. We certainly did not expect the economic downturn that we saw in 2001 and 2002. So we are just beginning to get back to the levels of commercial traffic that we saw in 1999 and 2000.

Representative Buehrer said one more comment, I don't know who does this futuristic planning, but are we basically in a small economic blip or is there something structural in the whole situation that would cause it in the out years to be behind as well?

Bobby Everhart said I'm sorry I didn't understand your question.

Representative Buehrer said we are looking out over the lifetime of these bonds, there was obviously some thought of what the traffic volumes were going to be and would they support it. My question is, as Mr. Steiner reported, we are a little behind for commercial vehicles in the short term, as you now make new projections sitting here today, are we likely to be behind for the onset for quite a while or is this an economic trend?

Mr. Everhart said we find over a ten-year period, projections are very stable. You'll see fluctuations during that period but the commercial traffic is tied very closely to employment. Employment has gone down since 2001 along with the economy. We see that truck traffic has gone down in a corresponding manner. It's not just the Turnpike. In fact, it's gone down faster on the parallel roads. In this particular corridor, we find that truck traffic is down over a few years, but this year we're seeing it pick up almost to double-digit percentage. This has happened before in the early 90's when we had a recession. Over a two-year period we picked up 20% in a rebound. We're seeing a kind of a rebound right now. I don't know how long it will continue, but over a ten-year period, it will level out to about 2.5% per year. Sometimes it will be higher and sometimes we'll have a negative growth like we had in 2001-2002.

Representative Buehrer said, but you estimate over the next decade that we're still leveling forward maybe a little bit ahead?

Mr. Everhart said absolutely. We looked at the forecast over the last eight years. We have been doing this since the first bonds were issued. We are off from the total forecast during that period about 0.3% so we were 99.7% correct over the eight-year period.

Commissioner Balog said, if I'm not mistaken, wasn't Indiana's numbers lower than ours, Bobby? We certainly weren't alone in what happened.

Mr. Everhart said yes.

The Chairman said if there are no further questions, let's finish our vote and open it up for any other questions for Jim.

Will the Assistant Secretary-Treasurer please call the roll?

The "Resolution Authorizing the Execution of the Thirteenth Supplemental Trust Agreement" was moved for adoption as follows:

RESOLUTION NO. 38-2004

"WHEREAS, the Commission has entered into a Master Trust Agreement dated as of February 15, 1994 (the "Master Trust Agreement" and together with the First Supplemental Trust Agreement dated as of February 15, 1994, the Second Supplemental Trust Agreement dated as of September 1, 1995, the Third Supplemental Trust Agreement dated as of May 1, 1996, the Fourth Supplemental Trust Agreement dated as of June 1, 1998, the Fifth Supplemental Trust Agreement dated as of September 1, 1998, the Sixth Supplemental Trust Agreement dated as of September 1, 1998, the Seventh Supplemental Trust Agreement dated as of September 15, 1998, the Eighth Supplemental Trust Agreement dated as of March 1, 1999, the Ninth Supplemental Trust Agreement, dated as of December, 15, 1999, the Tenth Supplemental Trust Agreement, dated as of June 15, 2000, the Eleventh Supplemental Trust Agreement, dated as of July 1, 2001, and the Twelfth Supplemental Trust Agreement, dated as of August 15, 2001 the "Trust Agreement"), with the Trustee providing for the issuance from time to time of Turnpike Revenue Bonds (the "Bonds") and related matters; and

"WHEREAS, the Commission desires to pledge certain additional revenues to secure the payment of the Outstanding Bonds; and

"WHEREAS, pursuant to Section 8.02(c) of the Trust Agreement, Supplemental Trust Agreements may be entered into by the Commission and the Trustee without the consent of or notice to the Holders of the Bonds to subject additional revenues to the pledge of the Trust Agreement; and

"WHEREAS, pursuant to Section 8.02(a) of the Trust Agreement, Supplemental Trust Agreements may also be entered into by the Commission and the Trustee without the consent of or notice to the Holders of the Bonds to cure any ambiguity in the Trust Agreement; and

"WHEREAS, the definition of "Cost of Operation, Maintenance and Administration" and Section 4.08(a) of the Trust Agreement are ambiguous with respect to the calculation of and deposits regarding the Cost of Operation, Maintenance and Administration; and

"WHEREAS, the Commission desires to enter into such Thirteenth Supplemental Trust Agreement in order to authorize amendments to the Trust Agreement to pledge certain concession and other lease revenues, and to amend the definition and calculation of the Cost of Operation, Maintenance and Administration.

"NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE OHIO TURNPIKE COMMISSION:

Section 1. Definitions. In addition to the words and terms defined in the recitals and elsewhere in this Resolution, those words and terms not expressly defined herein and used herein with initial capitalization where rules of grammar do not otherwise require capitalization shall have the meanings assigned to them in the Trust Agreement.

Section 2. Thirteenth 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 Thirteenth 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 Thirteenth Supplemental Trust Agreement by such persons.

Section 3. Repeal of Conflicting Resolutions. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

Section 4. Compliance With Sunshine Law. It is hereby determined that all formal actions of the Commission relating to the adoption of this Resolution were taken in an open meeting, and that all deliberations of the Commission and of its committees, if any, which resulted in formal action were in meetings open to the public, in full compliance with Section 121.22 of the Ohio Revised Code.

I, Gary C. Suhadolnik, Assistant Secretary-Treasurer of the Ohio Turnpike Commission, do hereby certify that the above is a true copy of the aforesaid resolution which was duly adopted at a meeting of the Commission, duly called for and convened and held on July 19, 2004, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike Commission on this 19th day of July, 2004.

Gary C. Suhadolnik
Assistant Secretary-Treasurer

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 38-2004.

Chairman Noe asked if there were any other questions for Jim. He said thank you Steve, those were good questions. Thank you Mary and Jim for your help. I appreciate it very much.

Chairman Noe said to our soon-to-be married General Counsel, on behalf of the Commission, I'd like to congratulate you on a big weekend coming up and hope that everything goes smoothly and that you have some time away from all the hub-bub of the Turnpike and enjoy yourself on the honeymoon. So do you have any resolutions, Noelle?

General Counsel, Noelle Tsevdos, said thank you. I have for your consideration three proposed resolutions all involving acquiring property by eminent domain. The first resolution deals with property owned by Ruth Obrock of Perrysburg, Ohio. Attached to the resolution is a description of the property. We need to acquire this parcel for the reconstruction of Interchange 71 in Wood County. We have been in negotiations with this property owner for over one year. Unfortunately, this is a small parcel and the fair market value of the property is \$610.00. We have exhausted all reasonable negotiations efforts with this property owner and unfortunately, our last effort last week was unsuccessful and with your permission, I will read the Resolved paragraph:

"FURTHER RESOLVED that the general counsel be, and she is hereby 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."

The Chairman asked is there a motion?

Commissioner Balog moves and Commissioner Regula.

The Chairman asked is there any discussion? Please call the roll.

The "Resolution declaring the necessity of appropriating property and directing that proceedings to effect such appropriation be begun and prosecuted" was moved for adoption as follows:

RESOLUTION NO. 39-2004

"RESOLVED that the Commission has negotiated for a reasonable time for the purchase of real estate described herein with the owners, but has been unable to enter into an agreement and has complied with the provisions of section 163.04 of the Revised Code; and said property is necessary for the reconstruction of Interchange 71 located in the Township of Lake, Wood County, Ohio;

"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 owners and persons having an interest therein, to wit:

<u>Owners</u>	<u>Parcel</u>
Ruth Obrock	25390 Pemberville Road Perrysburg, Ohio 43551 Auditor's Parcel Nos. 71235000010.000
Michael Sibbersen Wood County Auditor	One Courthouse Square Bowling Green, OH 43402
Jill Engle Wood County Treasurer	One Courthouse Square Bowling Green, OH 43402

The aforementioned property to be appropriated is described as follows:

Parcel 11-WL – Fee Simple

The legal description of the parcel is attached as Exhibit "A";

"FURTHER RESOLVED that the general counsel be, and she is hereby 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, Gary C. Suhadolnik, Assistant Secretary-Treasurer of the Ohio Turnpike Commission, do hereby certify that the above is a true copy of the aforesaid resolution which was duly adopted at a meeting of the Commission, duly called for and convened and held on July 19, 2004, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike Commission on this 19th day of July, 2004.

Gary C. Suhadolnik
Assistant Secretary-Treasurer

PARCEL 11-WL

Situated in Lake Township, County of Wood and State of Ohio and being part of the southwest quarter of Section 35, T7N, R12E and being more fully described as follows:

Beginning at the northeast corner of the south half of the northeast quarter of Section 34, from which an iron pin was found North 89° 32' 05" West 30.56 feet, thence South 0° 24' 33" West on the east line of Section 34 a distance of 1357.24 feet to the centerline of the Ohio Turnpike, thence South 62° 38' 29" East on the centerline of the Ohio Turnpike a distance of 168.18 feet to a point; thence South 27° 21' 31" West a distance of 130.00 feet to a point on the existing southerly right of way line of the Ohio Turnpike, said point being the Grantor's northwesterly corner and on the existing easterly right of way line of Pemberville Road, said point also being 130.00 feet right of Station 477+42.79 on the centerline of the Ohio Turnpike and the true place of beginning of the parcel herein described;

Thence, South 62° 38' 29" East on the Grantor's northerly property line and the existing southerly right of way line of the Ohio Turnpike a distance of 532.21 feet to a point;

Thence, South 27° 21' 31" West on the proposed limited access right of way line a distance of 10.00 feet to a point on the proposed southerly limited access right of way line of the Ohio Turnpike;

Thence, North 62° 38' 29" West on the proposed southerly limited access right of way line a distance of 527.15 feet to a point on the Grantor's westerly property line and the existing easterly right of way line of Pemberville Road;

Thence, North 0° 32' 18" East on the proposed limited access right of way line, the existing easterly right of way line of Pemberville Road, and the Grantor's westerly property line, a distance of 11.21 feet to the true place of beginning containing 5,297 square feet (0.122 acres).

The above described area is a part of Auditors Parcel No. 712350000010.000.

This description is based on a survey made by URS Corporation in March, 2001 under the direction and supervision of Paul D. Hawkins, Registered Surveyor No. 6415.

Grantor claims title by instruments recorded in Volume 722, Page 594 of the Wood County Records.

The bearings used in this description are based on the Ohio State Plane Coordinate System, North Zone, NAD83.

Exhibit "A"

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 39-2004.

General Counsel said the second proposed resolution is to acquire property owned by J. William and Janet Kuhlman in Woodville, Ohio. This parcel is necessary for the construction of an access drive along Martin Williston Road. We also have been in negotiations with these property owners for over one year. Our negotiations have been unsuccessful and we must take the property by eminent domain. Attached to the resolution is a legal description of the property that needs to be acquired. The fair market value of this property is according to our appraiser is \$14,542.00. We will continue to try and resolve this issue through counsel. With your permission, I'll read the resolution:

"FURTHER RESOLVED that the general counsel be, and she is hereby 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."

The Chairman asked is there a motion?

Commissioner Balog moves and Commissioner Regula seconds.

The Chairman asked is there any discussion? Please call the roll.

The "Resolution declaring the necessity of appropriating property and directing that proceedings to effect such appropriation be begun and prosecuted" was moved for adoption as follows:

RESOLUTION NO. 40-2004

"RESOLVED that the Commission has negotiated for a reasonable time for the purchase of real estate described herein with the owners, but has been unable to enter into an agreement and has complied with the provisions of section 163.04 of the Revised Code; and said property is necessary for the construction of a maintenance drive located in the Township of Harris, Ottawa County, Ohio;

"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 owners and persons having an interest therein, to wit:

<u>Owners</u>	<u>Parcel</u>
J. William Kuhlman Janet Kuhlman	20950 W. Witty Rd. 50 Woodville, Ohio 43469 Auditor's Parcel Nos. 017-05271-06760-000
Jo Ellen Regal Ottawa County Auditor	315 Madison Street Port Clinton, Ohio 43452
Jacqueline Chapman Ottawa County Treasurer	315 Madison Street Port Clinton, Ohio 43452

The aforementioned property to be appropriated is described as follows:

Parcel Martin Williston- 1WL -- Fee Simple

The legal description of the parcel is attached as Exhibit "A";

"FURTHER RESOLVED that the general counsel be, and she is hereby 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, Gary C. Suhadolnik, Assistant Secretary-Treasurer of the Ohio Turnpike Commission, do hereby certify that the above is a true copy of the aforesaid resolution which was duly adopted at a meeting of the Commission, duly called for and convened and held on July 19, 2004, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike Commission on this 19th day of July, 2004.

Gary C. Suhadolnik
Assistant Secretary-Treasurer

Parcel Martin Williston 1WL

Situated in the Township of Harris, County of Ottawa and State of Ohio, being in the Southwest Quarter of Section 14 Township 6 North, Range 13 East, being part of that original 39.070 acre tract of land described in volume 278, page 43, more specifically described as follows:

Being a parcel lying on the right side of the centerline of right of way of Martin-Williston Road, known as the county line between Ottawa County and Sandusky County, also known as the section line between section 14 and section 15; and being located within the following described points in the boundary thereof:

Commencing at a Monument Box with an Iron Pin found at the West Quarter Post of Section 14; also the centerline of right of way of Martin-Williston Road (C.R. 44), known as the county line between Ottawa County and Sandusky County, also known as the section line between section 14 and section 15 and being 10.19 feet left of construction station 110+16.21 as shown on the plans of Martin-Williston Road;

thence, South 00 degrees 22 minutes 37 seconds East along the section line between section 14 and section 15, said line being known as the centerline of right of way of Martin-Williston Road for a distance of 491.33 feet to a point 7.21 feet left of construction station 105+24.89 and being the TRUE POINT OF BEGINNING of the parcel herein described;

thence, through said tract North 89 degrees 37 minutes 23 seconds East for a distance of 44.12 feet to a point on the existing easterly right of way line of Martin-Williston Road at 36.91 feet right of construction station 105+25.16;

thence, continuing through said tract North 89 degrees 37 minutes 23 seconds East for a distance of 158.17 feet to a point at 195.08 feet right of construction station 105+26.12;

thence, through said tract South 23 degrees 15 minutes 55 seconds East for a distance of 532.58 feet to a point at 405.19 feet right of construction station 100+36.74;

thence, through said tract South 31 degrees 45 minutes 42 seconds West for a distance of 139.69 feet to a point on the existing northerly right of way line of the Ohio Turnpike at 331.60 feet right of construction station 99+18.01;

thence, North 58 degrees 14 minutes 18 seconds West for a distance of 395.76 feet to a point on the intersection of existing northerly right of way of the Ohio Turnpike and centerline of right of way of Martin-Williston Road 3.28 feet left of construction station 101+26.50;

thence, North 00 degrees 22 minutes 37 seconds West along the section line between section 14 and section 15, said line being known as the centerline of right of way of Martin-Williston for a distance of 398.40 feet to the TRUE POINT OF BEGINNING.

The above described area is contained within the Ottawa County Auditor's Permanent Parcel Number 017-05271-06760-000. Of this tract, 3.646 acres is located in the Auditor's Permanent Parcel Number 017-05271-06760-000, which includes 0.552 in the present road occupied.

This description was prepared and reviewed on October 16, 2003 by William E. Teaderman, Ohio Registered Surveyor No. S-005363.

This description is based on a survey made under the direction and supervision of Eric K. Liew, Ohio Registered Surveyor No. S-8141 on May, 2002.

Grantor claims title by instrument recorded in Deed Volume 278, Page 43 in the Records of Ottawa County, Ohio.

Subject to all easements of record.

Subject to all rights for farm drainage.

Subject to all highway improvements and or easements of record.

The basis of bearings in this description are determined from Ohio Turnpike Project No. 1 Plans, Contract No. C-42 sheet 17 of 56; Ohio Turnpike Schematic Plan, Contract No. 43-97-05 Sheet C2 of C43; and are for the purpose of angular measurements only.

Monuments to be set are $\frac{3}{4}$ inch diameter x 30 inches long iron bars with 1 $\frac{1}{2}$ inch diameter aluminum cap marked "NCI, PS S-005363". The stations referred to herein are from centerline of construction of Martin-Williston Road as found on right of way plan Martin-Williston Road (C.R. 44).

Grantor conveys all of the property described above, except they reserve all mineral rights for himself and his heirs, executors, administrator and assigns.

Exhibit "A"

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 40-2004.

General Counsel said the final proposed resolution relates to the property owned by Flora Green of Woodville which is also necessary for the construction of the access drive on Martin Williston Road. The legal description of the property that needs to be acquired is attached to the resolution. The fair market value of the property according to our appraiser is \$6,886.00. We have been in negotiations with counsel for the property owners for over a year. Unfortunately, we have been unsuccessful in resolving it. With your permission, I'll read the Resolved:

"FURTHER RESOLVED that the general counsel be, and she is hereby 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."

The Chairman asked is there a motion?

Commissioner Balog moves and Commissioner Regula seconds.

The Chairman asked is there a discussion? If not, please call the roll.

The "Resolution declaring the necessity of appropriating property and directing that proceedings to effect such appropriation be begun and prosecuted" was moved for adoption as follows:

RESOLUTION NO. 41-2004

"RESOLVED that the Commission has negotiated for a reasonable time for the purchase of real estate described herein with the owners, but has been unable to enter into an agreement and has complied with the provisions of section 163.04 of the Revised Code; and said property is necessary for the construction of a maintenance drive located in the Township of Harris, Ottawa County, Ohio;

"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 owners and persons having an interest therein, to wit:

<u>Owners</u>	<u>Parcel</u>
Flora C. Green	4642 N. County Rd. 44 Woodville, Ohio 43469 Auditor's Parcel Nos. 017-18824-25269-000
Jo Ellen Regal Ottawa County Auditor	315 Madison Street Port Clinton, Ohio 43452
Jacqueline Chapman Ottawa County Treasurer	315 Madison Street Port Clinton, Ohio 43452

The aforementioned property to be appropriated is described as follows:

Parcel Martin Williston- 2WL -- Fee Simple

The legal description of the parcel is attached as Exhibit "A";

"FURTHER RESOLVED that the general counsel be, and she is hereby 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, Gary C. Suhadolnik, Assistant Secretary-Treasurer of the Ohio Turnpike Commission, do hereby certify that the above is a true copy of the aforesaid resolution which was duly adopted at a meeting of the Commission, duly called for and convened and held on July 19, 2004, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike Commission on this 19th day of July, 2004.

Gary C. Suhadolnik
Assistant Secretary-Treasurer

Parcel Martin Williston- 2WL

Situated in the Township of Harris, County of Ottawa and State of Ohio, being in the Southwest Quarter of Section 14 Township 6 North, Range 13 East, being part of that original 31.495 acre tract of land described in volume 219, page 196, more specifically described as follows:

Being a parcel lying on the right side of the centerline of right of way of Martin-Williston Road, known as the county line between Ottawa County and Sandusky County, also known as the section line between section 14 and section 15; and being located within the following described points in the boundary thereof:

Commencing at a Monument Box with an Iron Pin found at the West Quarter Post of Section 14; also the centerline of right of way of Martin-Williston Road (C.R. 44), known as the county line between Ottawa County and Sandusky County, also known as the section line between section 14 and section 15 and being 10.19 feet left of construction station 110+16.21 as shown on the plans of Martin-Williston Road;

thence, South 00 degrees 22 minutes 37 seconds East along the section line between section 14 and section 15, said line being known as the centerline of right of way of Martin-Williston Road for a distance of 491.33 feet to a point 7.21 feet left of construction station 105+24.89;

thence, continuing South 00 degrees 22 minutes 37 seconds East along the section line between section 14 and section 15, said line being known as the centerline of right of way of Martin-Williston Road for a distance of 646.40 feet to a point 3.28 feet left of station 98+78.50 and being the TRUE POINT OF BEGINNING of the parcel herein described;

thence, South 58 degrees 14 minutes 18 seconds East for a distance of 338.83 feet to a point on the existing southerly right of way line of the Ohio Turnpike 284.72 feet right of construction station 97+00.00;

thence, North 89 degrees 58 minutes 16 seconds East for a distance of 9.49 feet to a point on the existing southerly right of way line of the Ohio Turnpike 294.21 feet right of construction station 97+00.00;

thence, South 58 degrees 14 minutes 18 seconds East for a distance of 31.97 feet to a point on the existing southerly right of way line of the Ohio Turnpike 321.38 feet right of construction station 96+83.16;

thence, South 31 degrees 45 minutes 42 seconds West for a distance of 243.50 feet to a point at 193.10 feet right of construction station 94+76.19;

thence, through said tract South 89 degrees 37 minutes 23 seconds West for a distance of 156.42 feet to a point on the existing easterly right of way line of Martin-Williston Road at 36.69 feet right of construction station 94+75.24;

thence, continuing South 89 degrees 37 minutes 23 seconds West for a distance of 37.52 feet to a point on the centerline of right of way at 0.83 feet left of construction station 94+75.01;

thence, North 00 degrees 22 minutes 37 seconds West along the section line between section 14 and section 15, said line being known as the centerline of right of way of Martin-Williston for a distance of 403.50 feet to the TRUE POINT OF BEGINNING.

The above described area is contained within the Ottawa County Auditor's Permanent Parcel Number 017-18824-25269-000. Of this tract, 1.940 acres is located in the Auditor's Permanent Parcel Number 017-18824-25269-000, which includes 0.475 in the present road occupied.

This description was prepared and reviewed on October 16, 2003 by William E. Teaderman, Ohio Registered Surveyor No. S-005363.

This description is based on a survey made under the direction and supervision of Eric K. Liew, Ohio Registered Surveyor No. S-8141 on May, 2002.

Grantor claims title by instrument recorded in Deed Volume 219, Page 196 in the Records of Ottawa County, Ohio.

Subject to all easements of record.

Subject to all rights for farm drainage.

Subject to all highway improvements and or easements of record.

The basis of bearings in this description are determined from Ohio Turnpike Project No. 1 Plans, Contract No. C-42 sheet 17 of 56; Ohio Turnpike Schematic Plan, Contract No. 43-97-05 Sheet C2 of C43; and are for the purpose of angular measurements only.

Monuments to be set are $\frac{3}{4}$ inch diameter x 30 inches long iron bars with 1 $\frac{1}{2}$ inch diameter aluminum cap marked "NCI, PS S-005363". The stations referred to herein are from centerline of construction of Martin-Williston Road as found on right of way plan Martin-Williston Road (C.R. 44).

Grantor conveys all of the property described above, except they reserve all mineral rights for himself and his heirs, executors, administrator and assigns.

Exhibit "A"

The resolution was adopted with all Members voting in the affirmative. The resolution was identified as No. 41-2004.

General Counsel said that concludes my report for this month.

The Chairman asked if our financial advisor, Eric Erickson had a report.

Mr. Erickson said we have already reported to you that we have been in touch with the rating agencies. I just want to mention that we have scheduled a meeting in October for Moody's. That is the one rating agency which has yet to review the credit of the Commission. We'll do that in October and hopefully get a report out from them. We should have reports from the other two rating agencies shortly. Thank you for your cooperation.

The Chairman asked if there were any questions. Thanks for your help.

Commissioner Balog said at the May meeting, I believe, we talked about URS going ahead and doing a program to try to neutralize the slag material that was leaching in the Richfield area. Has that program been instituted and what type of success have they had?

Mr. Castrigano said, unfortunately my maintenance engineer, Tim Ujvari, is not here this morning. He's at a meeting in the field with the supervisors. I'll get that information back to you as soon as I can.

Commissioner Balog said you could tell us at the next meeting. It's an ongoing issue that we need to address and I was wondering how that test went.

The Chairman asked if there was a report from our general consultant, Tony Yacobucci?

Mr. Yacobucci said no report.

The Chairman asked if Mr. Lamb had anything else to report.

Mr. Lamb said no report.

The Chairman asked Captain Ferguson from the OSHP, do you have a report?

Captain Ferguson said I have a brief report. We had another fatality in June. Overall in June traffic crashes are down 3% for the year. We did have our second fatality for the year on July 14 at 7:20 p.m. in Summit County. The car was traveling westbound near the 173 interchange which is the Interchange with Interstate 77. That investigation showed an elderly couple, an 82-year old woman with her 90-year old husband as a passenger, were returning home from Sandusky from Connecticut and during a period of heavy rainfall lost control and traveled off the median side of the roadway and struck the end of the concrete abutment. That collision overturned the car and the right-front passenger was ejected from the vehicle and unfortunately was fatally injured. We are still showing a 50% reduction in fatalities for the year.

One of the other things I wanted to call to your attention was, although we have a quite safe highway, it is still a pipeline for criminal activity at times. We had a very significant drug seizure on July 16th in the Swanton Post area where one of our troopers, Jeff Dickens, who has been very proficient this year, seized 59.4 pounds of cocaine, which is 27 kilograms of coke which is worth \$2.7 million. So far this year on the Ohio Turnpike, the seizures are 107 pounds of marijuana valued at about \$2.5 million and over 400 pounds of coke valued at almost \$20 million. We are still quite active in our criminal patrol activities.

The Chairman asked if the person who was ejected was wearing his seatbelt.

Captain Ferguson said he was not.

The Chairman asked how much do you see with the seatbelt factor?

Captain Ferguson said, we do about 10% of our enforcement in that area which is quite low compared to other districts in the State. Normally, safety belt compliance is quite high on interstate highways. In fact, we survey it every quarter out here and our safety belt compliance is well over 90% and has been for several years. It's a real good thing and it saves a lot of lives when accidents do happen out here.

The Chairman said you all do a great job and we appreciate it. Thanks, Bob.

The Chairman said, as chairman of the Ohio Turnpike Commission, you really can't miss meetings. This would have been one I'd like to miss because I knew I was in for trouble today. It was Chairman Noe's 50th birthday, and the staff wished Chairman Noe a happy birthday with a special cake. His cake read, "Chairman Tom Noe --Older than the Turnpike."

The Chairman said I'm not older by much, am I? Just by a few months? You don't have to sing to me. The staff sang Happy Birthday. The Chairman said thank you.

Commissioner Balog said the public hearing is set for **August 5th** during the daytime and nighttime, correct? I'll be unavailable. Will that be tape-recorded?

The Director said we'll have a stenographer - a court reporter. We'll have plenty of notice given to Steve and some of the other legislators so they know the exact times. Looks like the 1:30 - 4:00 p.m. range and 6:00 - 8:30 p.m. The Chairman and I will be there.

Chairman Noe said anybody else who would like to be there is welcome.

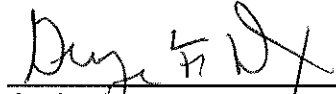
Representative Buehrer said I extend a warm welcome to greater northwest Ohio. I don't know if Commissioner Regula will be able to attend or not. I'm hopeful that the Commission Members can attend. I won't be able to attend since I'll be out of state due to my schedule, but I'm hoping the Commission Members will take some time to really review the materials that will be presented. I might encourage the idea that I think Commissioner Balog was hinting at, that we might video-tape the proceeding. I can't imagine reading eight hours of hearing from a court stenographer, but I think that it's good we'll have the full record. I think that's helpful but if there is something we can do to get this on the minds of the Commission Members so they can have a look and hear what the folks say. I don't know when we might act on this idea. I certainly hope everyone considers all the factors as we go forward on what is really a very important decision for northwest Ohio. Thank you.

Chairman Noe said if it works into everyone's schedule, we're going to try and move our next meeting to **August 23rd** which is a week later. The reason for that is we may try to not schedule a September Commission Meeting because there is a conflict with the IBTTA annual meeting in Philadelphia. It would make it difficult for the Executive Director and some of our staff to attend our Commission Meeting. Please get back to us as soon as possible, but as of right now, we will schedule our next meeting for Monday, **August 23, 2004** instead of the previous week.

Chairman Noe asked if there was any other business. Thank you all for your birthday wishes, and thank you Gary so much for the wonderful greeting out front today. I can't imagine anything better than that. We are adjourned.

Commissioner Balog moves and Commissioner Regula seconds to adjourn the meeting. All members voted in the affirmative. Time of adjournment was: 11:02 a.m.

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



GEORGE F. DIXON, SECRETARY-TREASURER