

OHIO TURNPIKE COMMISSION

Resolution Authorizing the Executive Director to Enter into a Contract with a "Designated Depository" to Furnish Various Banking Services to the Commission

WHEREAS, on March 1, 2005, the Commission issued its Request for Proposals (RFP) for Banking Services for an initial contract term of three (3) years, which may be extended for one (1) additional two (2) year period; and

WHEREAS, copies of the Commission's RFP were mailed to twelve (12) banking institutions expressing an interest in providing the requested banking services to the Commission; and

WHEREAS, on April 5, 2005, seven (7) banking institutions submitted proposals to provide the various banking services to the Commission; and

WHEREAS, an evaluation committee comprised of the CFO/Comptroller, the Assistant Comptroller, and the Director of Audit and Internal Control conducted the technical review of the proposals submitted; and

WHEREAS, the Commission's purchasing manager conducted the evaluation of the cost proposals submitted separate and apart from the deliberations of the evaluation committee and awarded scores to the various cost proposals; and

WHEREAS, based on both the technical review, the cost proposal review and subsequent meetings with the two finalist banks, the evaluation committee reconvened and awarded final technical scores to the two finalists with FirstMerit Bank emerging as the apparent winner; and

WHEREAS, as contemplated in the RFP, the evaluation committee next pursued verbal negotiations with the top ranked proposer, FirstMerit Bank; and

WHEREAS, as a result of this process, the evaluation committee has concluded that **FirstMerit Bank** has proposed the best combination of value and price to the Commission in response to the subject RFP, and further recognizes FirstMerit's outstanding service under its existing contract with the Commission as demonstrative of this bank's qualifications and ability to satisfactorily perform all of its obligations pursuant to its proposal; and

WHEREAS, the Commission's director of contracts administration has reviewed the evaluation committee's recommendation, as reflected in her written recommendation, which is before the Commission, and she has communicated her agreement to the executive director and the Commission; and

WHEREAS, the Commission has been further advised by its director of contracts administration that the aforesaid proposals were solicited on the basis of the same terms and condition as set forth in the legal notice and the RFP with respect to all respondents; that the procedures followed conform to the requirements of all applicable statutes; that FirstMerit Bank has provided a proposal guaranty and evidence of its ability to provide all other required bonds and insurance as set forth in the RFP; and that the Commission may legally enter into a contract with FirstMerit Bank; and

WHEREAS, the executive director has made his recommendation to the Commission predicated on the evaluation committee's and the director of contracts administration's recommendation; and

WHEREAS, the Commission has determined that the proposal submitted by **FirstMerit Bank** of Cleveland, Ohio, is the best of all proposals received in response to the Commission's RFP.

NOW, THEREFORE, BE IT

RESOLVED that the proposal submitted by **FirstMerit Bank** of Cleveland, Ohio is, and is by the Commission determined to be, the best of all proposals received in response to the Commission's RFP for Banking Services and is accepted; and

FURTHER RESOLVED that the executive director and director of contracts administration hereby are authorized to execute a contract with **FirstMerit Bank** to furnish various banking services to the Commission, which shall provide for an initial contract term of **three (3) years commencing July 1, 2005**, and further provide the option to renew the contract for a two (2) year period, in the form heretofore prescribed by the Commission pursuant to the aforesaid RFP, and to take any and all action necessary or proper to carry out the terms of said RFP and said contract; and

FURTHER RESOLVED that the Commission directs the return to all respondents of their proposal guaranty, as submitted with their proposals, as soon as said contract is executed; and

FURTHER RESOLVED that the executive director of the Ohio Turnpike Commission will provide a certified copy of this resolution to the Huntington National Bank, as trustee, and the Commission's bond counsel, Peck Shaffer & Williams L.L.P.

(Resolution No. 25-2005 adopted May 16, 2005)

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 May 16, 2005, at which a quorum was at all times present and voting.

WITNESS my hand and seal of the Ohio Turnpike Commission on this 16th day of May, 2005.

Gary C. Suhadolnik
Assistant Secretary Treasurer