

MINUTES OF THE 535TH MEETING OF THE OHIO TURNPIKE COMMISSION

August 20, 2007

Chairman: Good morning, the meeting will come to order (10:02 A.M.). Will the Assistant Secretary-Treasurer please call the roll?

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Here

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Here

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Here

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Mr. Kidston: Here

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Here

Assistant Secretary-Treasurer: Representing OBM is Ms. Thagard.

Ms. Thagard: Here

Assistant Secretary-Treasurer: We have had no one from the Lt. Governor's Office call and the two legislative members will not be in attendance today, so we do have a quorum.

Chairman: Thank you. We have a number of guests here today; I would like everyone to introduce themselves. Keeping with past practice, Jim?

Those in attendance: Jim Steiner, Comptroller/Ohio Turnpike; Eric Erickson, Fifth Third Securities; Bobby Everhart, URS; Kathy Weiss, Director of Contracts Administration, Ohio Turnpike; Heidi Jedel, Ohio Turnpike; Lori Partridge, Ohio Turnpike; David Miller, Auditor/Ohio Turnpike; Cheryl McKay, G. Stephens; Todd Cooper, Dick Corp; Tony Yacobucci, HNTB; Rob Fleischman, Assistant Chief Engineer/Ohio Turnpike; Roger Hannay, OSHP; Steve Szanto, Cabrera Capital; Joshua Burks, HNTB; Tim Ujvari, maintenance Engineer/Ohio Turnpike; Howard O'Malley, B & T Express; Sherri Warner, Ohio Trucking Association; Steve Woods, City Group; Ron Marino, City Group; Frank Lamb, Huntington Bank; Matt Stuczynski, National City; Mark Fisher, A.G. Edwards; Steve Delong,

Local #18; Lauren Hakos, Public Affairs and Marketing Manager/Ohio Turnpike; Floyd Jeffries, Local #18 (he came in at 10:09 a.m.).

Chairman: Thank you, this is the 535th meeting of the Ohio Turnpike Commission. We are meeting here at 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 have previously been provided to the Members. Updated drafts are in the members folders. The resolutions will be explained during the appropriate reports. Initially, can I have a motion to adopt the minutes of the July 16, 2007 Commission Meeting?

Mr. Dixon: So moved.

Chairman: Is there a second?

Ms. Teeuwen:Second.

Chairman: Roll please.

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen:Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Balog

Chairman: Yes

Assistant Secretary-Treasurer: Five yeas, the minutes are adopted.

Chairman: We will proceed with the report of the Secretary-Treasurer, Mr. Dixon.

Mr. Dixon: Thank you Mr. Chairman, the following items have been sent to the members since the last scheduled meeting of the Commission on July 16, 2007. They are:

1. Minutes of the July 16, 2007 Commission Meeting

2. Traffic & Revenue Report, July, 2007
3. Total Revenue by Month and Year, July, 2007
4. Investment Report, July, 2007
5. Financial Statement, July, 2007
6. Traffic Crash Summary Report, June and July, 2007

That completes my report Mr. Chairman. I would be happy to answer any questions.

Chairman: Anybody have any questions? Thank you Mr. Dixon, next report Executive Director, Mr. Suhadolnik.

Executive Director: Thank you Mr. Chairman. I have one item, I have a resolution asking the Commission to adopt a revised strategic plan for our new toll collection system. You may recall that on November 20, 2006 the Commission adopted a strategic plan for our new toll collection system, you may also recall that we had a study performed and about 1/3 of our customers preferred weight based tolls and 1/3 preferred axle based tolls and 1/3 had no opinion. Weight is really the fairest way because heavier vehicles do more damage. But axles are a better technology. We've found that the more we've been studying this issue there are only two states, Ohio and Pennsylvania that weight vehicles and charge a toll based upon weight. Virtually all other toll authorities charge based upon axles. There is one drawback of course, we will have to set new rates and a heavy five axle vehicle for example will probably pay a little less and a light five axle vehicle will probably pay a little more. We do plan to keep the scales however, to prevent over weight vehicles from entering the Turnpike or over weight axles from entering the Turnpike. It won't be a mission critical item as it is today. So we think it is better technology and in the future if we ever hope to go to open road tolling, scales are a real problem to interface with that kind of technology. So it really makes sense for us to consider making the change for our new toll system to go from weight to axles. So would the Legal Counsel please read the Resolved?

General Counsel: RESOLVED that the Commission hereby adopts the Revised Strategic Plan dated August, 2007 for Implementation of the Toll Collection System to include the conversion to an axle-based classification system.

Chairman: Is there a motion to adopt the resolution?

Mr. Dixon: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Discussion or questions on the motion from any Commission Members? Secretary, please call the roll.

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Five yeas, the resolution is adopted. Thank you very much, that's all I have Mr. Chairman.

Resolution Adopting the Revised Strategic Plan Dated August, 2007 for the New Toll Collection System, Project No. 71-05-03

WHEREAS, via Resolution No. 43-2006, adopted on November 20, 2006, the Commission approved the Strategic Plan for the implementation of the new toll collection system; and

WHEREAS, the Strategic Plan proposed a toll collection system that would calculate tolls based upon the existing methodology of vehicle weight and distance traveled; and

WHEREAS, in the course of the project since November 26, 2006, the Commission's Toll Collection System Advisory Committee, in conjunction with the project consultant, Stantec, Inc. (formerly Vollmer Associates, LLP), has determined that the Commission should implement a new toll system that calculates tolls based upon the number of axles, height over the first two axles and distance traveled as opposed to weight and distance traveled; and

WHEREAS, axle-based vehicle classification systems are presently utilized by all other major tolling authorities in the United States with the exception of the Ohio and Pennsylvania Turnpikes; and

WHEREAS, implementation of an axle-based system is anticipated to provide a less costly, simpler and more accurate vehicle classification methodology and provides an adaptable platform for future integration of open-road tolling; and

WHEREAS, the Executive Director concurs with the recommendation to convert to an axle-based classification system; and

WHEREAS, the Commission has duly considered this recommendation.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby adopts the Revised Strategic Plan dated August, 2007 for Implementation of the Toll Collection System to include the conversion to an axle-based classification system.

(Resolution No. 26 - 2007 adopted August 20, 2007)

Chairman: Thank you. Next would be the resolutions of the Chief Engineer, Dan.

Chief Engineer: Thank you Mr. Chairman. I have six resolutions for your consideration this morning. The first is a resolution awarding contract Invitation No. 4073. This is for disposal of slag leachate waste water. You'll recall this is a result of our construction of TP 173; we are under EPA orders to contain and dispose of this material. We received four bids in response to the invitation. The apparent low bid was received by AKE Laboratory of Bedford Ohio. The Director of Contracts Administration has advised that this bidder has failed to submit the required Power of Attorney with their bid guarantee, therefore this bid is non responsive and cannot be considered for award. The apparent second low bid was submitted by CleanHarbor Environmental Services of Norwell, Massachusetts, in the total amount of \$191,250.00. This bidder has provided services and performed satisfactorily for the Commission in the past. Just to note, the difference between the two bids was only \$4,000.00. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED that the bid of AKE Laboratory is deemed non-responsive and is rejected; and

FURTHER RESOLVED that the bid of **CleanHarbors Environmental Services of Norwell, Massachusetts** in the amount of \$191,250.00 under Invitation No. 4073 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 blanket order Contract in the amount of **\$250,000.00** with the successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation; (2) to direct the return to the bidders of their bid security at such time as CleanHarbors Environmental Services has entered into a Contract; and (3) to take any and all action necessary to properly carry out the terms of said Contract.

Chairman: Is there a motion to adopt?

Mr. Dixon: So moved.

Chairman: Second?

Mr. Kidston: Second.

Chairman: Thank you. Discussions or questions on the motion? I got kind of a little bit of a kick because I looked at the numbers in there where people were bidding \$.07 a gallon and somebody bid seven times that amount. The wide disparity between the four bidders from \$.07 to \$.50 a gallon, the difference is a little over a million dollars in a \$250,000.00 contract. Call the roll.

Assistant Secretary Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary Treasurer: Five yeas, the resolution is adopted.

Resolution Concerning Award of Contract
Pursuant to Invitation No. 4073

WHEREAS, in accordance with an Ohio EPA directive, the Commission has continued remediation activities to resolve problems associated with leachate run-off, by containing and disposal of slag leachate wastewater; and

WHEREAS, the Commission has advertised for bids under Invitation No. 4073 for furnishing to the Commission all services for collection, transportation, testing and disposal of slag leachate wastewater from three (3) locations along the Ohio Turnpike, under Invitation No. 4073; and

WHEREAS, it is anticipated that the expenditures of the Commission for disposal of slag leachate wastewater under Invitation No. 4073 shall exceed \$150,000.00 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, four (4) bids were received in response to Invitation No. 4073, and such bids have been reviewed and analyzed by the Commission's maintenance engineer, whose report concerning such analysis is before the Commission; and

WHEREAS, the maintenance engineer reports that, based on estimated quantities of slag leachate wastewater removal, the apparent low bid was submitted in the amount of \$187,250.00 by **AKE Laboratory, Inc. of Bedford, Ohio**, however, this bidder failed to submit the required Power of Attorney with its bid guaranty and, therefore, its bid is non-responsive and cannot be considered for award; and

WHEREAS, the maintenance engineer further reports that the second low bid was submitted by **CleanHarbors Environmental Services of Norwell, Massachusetts** (with a Cleveland-based office) in the amount of \$191,250.00, and that this bidder proposes to furnish services in accordance with the Commission's specifications and has satisfactorily provided such services to the Commission in the past; and

WHEREAS, the maintenance engineer also reports that, due to the potential for large fluctuations of precipitation during the term of the Contract, it is possible that the estimated quantity may be exceeded, and he, therefore, recommends that a blanket order dollar amount be established at \$250,000.00 under Invitation No. 4073; and

WHEREAS, the maintenance engineer, therefore, recommends that the Commission authorize the executive director to award a blanket order Contract in the amount of **\$250,000.00** to **CleanHarbors Environmental Services**; and

WHEREAS, the Commission has been advised by its director of contracts administration that, in order for the required bid guaranty/performance bond to be considered as valid, the Bidding Documents for all Invitations specifically require under the Instructions to Bidders that **"the appropriate Power of Attorney must accompany said bond or the bid shall be rejected."** and that AKE Laboratory's failure to provide the required Power of Attorney with its bid, therefore, makes the bid non-responsive and requires its rejection; and

WHEREAS, the Commission has also been further advised by its director of contracts administration that all bids for Invitation No. 4073 were solicited on the basis of the same terms, conditions and specifications, that the bid of CleanHarbors Environmental Services conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and 153.54, and that a bid guaranty/performance bond of good and sufficient surety has been submitted by said bidder; and

WHEREAS, the executive director has reviewed the reports of both the maintenance engineer and the director of contracts administration and, predicated upon such analysis, has

recommended to the Commission that the bid of AKE Laboratory be rejected and that a blanket order Contract in the amount of \$250,000.00 be awarded to CleanHarbors Environmental Services; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of AKE Laboratory is deemed non-responsive and is rejected; and

FURTHER RESOLVED that the bid of **CleanHarbors Environmental Services of Norwell, Massachusetts** in the amount of \$191,250.00 under Invitation No. 4073 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 blanket order Contract in the amount of **\$250,000.00** with the successful bidder in the form heretofore prescribed by the Commission pursuant to the aforesaid Invitation; (2) to direct the return to the bidders of their bid security at such time as CleanHarbors Environmental Services has entered into a Contract; and (3) to take any and all action necessary to properly carry out the terms of said Contract.

(Resolution No. 27 - 2007 adopted August 20, 2007)

Chief Engineer: Thank you. The second resolution is a contract awarding Contract 59-07-05 this is for resurfacing of the interchange ramps at toll plaza 34 in Fulton County. This project was on the 2007 budget the Commission approved in December. The only bid was submitted by Gerken Paving of Napoleon, Ohio, in the total amount of \$916,011.50. The total amount bid is below the engineer's estimate and this bidder has performed satisfactorily in the past for the Commission. The resolution also includes a provision to assign Proudfoot Associates of Toledo, Ohio, to the project for purposes of performing construction inspection and TTL Associates, also of Toledo, for the purposes of performing materials testing. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED that the bid of **Gerken Paving, Inc. of Napoleon, Ohio** in the amount of **\$916,011.50** for the performance of Contract No. 59-07-05 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 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 **Proudfoot Associates, Inc. of Toledo, Ohio** to Contract 59-07-05 for the purpose of performing construction inspection, and **TTL Associates, Inc. of Toledo, Ohio** for the purpose of performing material testing and inspection, with such assignments in

accordance with the 2007-2008 General Engineering Services Agreements between the Ohio Turnpike Commission and said firms; and

FURTHER RESOLVED that Project No. 59-07-05 is designated a Fuel Tax Project under the Commission's 1994 Master Trust Agreement.

Chairman: Motion to adopt?

Ms. Teeuwen: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Discussion or questions on the resolution before us? Mr. Dixon.

Mr. Dixon: Thank you Mr. Chairman. The list of corporations that we have, that represents the organizations that we sent bid packages to or that knew about this, is that correct?

Chief Engineer: I would defer to Director of Contracts Administration.

Director of Contracts Administration: Mr. Chairman, Commission Members, yes, that's correct.

Mr. Dixon: That's sixty three right?

Director of Contracts Administration: Yes

Mr. Dixon: And we only had one response out of sixty three?

Director of Contracts Administration: There was one response and there were, I believe, four companies that took out plans for this particular project.

Mr. Dixon: I'm always concerned when I see just one response. I was wondering, Dan, if you could give me some insight as to why you think we had such a poor response.

Chief Engineer: On this one I don't know. We haven't had any contact with the bidders during the bidding process; all the contacts go through the Purchasing Department. As you know, Shelly, who is the other very large player in the asphalt industry; they currently have two ongoing projects with us right now. I don't know. We have not contacted them at this point to see why they didn't bid.

Mr. Dixon: We'll have one, and that one was under. Just curious; I'm glad it was under the estimate and we're okay there, but in this economy I'm just surprised we had so few responses.

Chairman: I think if you look at the 63 number that we sent out information to many of them, Don Mold's Plantation is not a realistic bidder to go ahead and bid on resurfacing the parts of the Turnpike. There probably were ten or so potentials in that group that had the ability to do it. I would assume Shelly, who is working on two projects for us, is just committed with people time and material. We do put restrictions that are somewhat significant from timing and things of that nature, but we need to because we have a very limited season. We try to keep the road free of construction during the busy travel months, so I assume it's related to our restrictions and as work available. As long as our prices are reasonable I feel more comfortable with that and the quality of the work that we get is important too. To say 63 people, there's probably only a hand full of people potentially.

Chief Engineer: Mr. Chairman, this list not only would reflect the prime contractors that would do the paving, it also reflects subcontractors that would let subcontractors know that this contract is coming out so they can contact the prime contractors also.

Chairman: I saw that, for example, Don Moulds is on there and they are not going to be bidding on a paving contract.

Chief Engineer: Any bidder, any prospective bidder that requests to be put on a bid list for any item we go ahead and put it on to send them notification of the bids.

Mr. Dixon: Proudfoot or either of those minority or disadvantaged organizations?

Chief Engineer: Yes, Mr. Chairman, Commission Member Dixon, Proudfoot Associates is an MBE.

Mr. Dixon: Ok, good, thank you. Thank you Mr. Chairman.

Chairman: Any comments? I have one quick question for you and you might not know the answer to this. You know you reference that we had this in the budget?

Chief Engineer: That's correct.

Chairman: What did we allocate?

Chief Engineer: Mr. Chairman if I remember right, we allocated less than the one million dollar estimate because what has happened to the pricing as we have gone through the construction season, however, as I said during the presentation last December we adjust the budget depending on how much funds we do have. We have plenty of funds in the Capital budget because you'll recall the resurfacing project in Williams County that did come in over our estimate that we rejected, there is plenty of funds in the Capital budget.

Chairman: Thank you. Call the roll.

Assistant Secretary Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary Treasurer: Mr. Balog

Chairman: Yes

Assistant Secretary Treasurer: Five yeas, the resolution is adopted.

Resolution Awarding Contract No. 59-07-05

WHEREAS, the Commission has duly advertised according to law for bids upon a Contract for repairs and resurfacing of the Interchange Ramps located at Milepost 34.9, located in Fulton County, Ohio, herein designated **Contract No. 59-07-05**; and

WHEREAS, the Commission received one bid from **Gerken Paving, Inc. of Napoleon, Ohio** for the performance of said Contract in the amount of **\$916,011.50**; and

WHEREAS, said bid has been reviewed and analyzed by the Commission's chief engineer, and he has submitted a report concerning such analysis, which report is before the Commission; and

WHEREAS, the chief engineer reports that this bidder has satisfactorily performed work of this nature for the Commission in the past and that the bid is below the engineer's estimate, and he, therefore, recommends Contract award be made to the lowest responsive and responsible bidder, Gerken Paving; and

WHEREAS, the Commission has also been advised by the director of contracts administration that all bids for Contract No. 59-07-05 were solicited on the basis of the same terms and conditions and the same specifications, that the bid of Gerken Paving, Inc. for Contract No. 59-07-05 conforms to the requirements of Ohio Revised Code Sections 5537.07, 9.312 and

153.54, and that a performance bond with good and sufficient surety has been submitted by Gerken Paving; and

WHEREAS, the Commission's executive director has reviewed the reports of the chief engineer and the director of contracts administration and, predicated upon such analysis, has made his recommendation to the Commission to award Contract No. 59-07-05 to Gerken Paving, Inc. and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **Gerken Paving, Inc.** of **Napoleon, Ohio** in the amount of **\$916,011.50** for the performance of Contract No. 59-07-05 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 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 **Proudfoot Associates, Inc.** of **Toledo, Ohio** to Contract 59-07-05 for the purpose of performing construction inspection, and **TTL Associates, Inc.** of **Toledo, Ohio** for the purpose of performing material testing and inspection, with such assignments in accordance with the 2007-2008 General Engineering Services Agreements between the Ohio Turnpike Commission and said firms; and

FURTHER RESOLVED that Project No. 59-07-05 is designated a Fuel Tax Project under the Commission's 1994 Master Trust Agreement.

(Resolution No. 28 - 2007 adopted August 20, 2007)

Chief Engineer: Thank you Mr. Chairman. The next resolution is adopting a Property Disposal Policy. You may recall that last fall when we purchased some vehicles the Commission wanted us to take a look at our disposal policy. I worked with the General Counsel to come up with the policy, it is attached to the resolution. There are basically two sections to it the first is real property. When we dispose of real property we are required to adhere with the Master Trust Agreement. Any excess real property we must get a concurrence with our General Consultant that the property is no longer needed for the operation of the Turnpike. That property is then sold to the highest bidder via advertisement. In the event that we get no bids, the property may be donated to a public agency. The second, and that was more what the Commission wanted us to take a look at, was personal property, equipment vehicles etc. Basically, in order of hierarchy, first we will sell the excess equipment or vehicles to the best bidder via a public or online auction. Secondly, we will sell it to another public agency. Third, donate it to a public

agency and fourth, donate it to a non-profit organization, then recycle, and finally, disposal. I think this is more in line with what the Commission wanted us to look at rather than trading in all of our equipment to try and bid it. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED, that the Commission hereby adopts the attached Property Disposal Policy which shall be effective immediately; and

FURTHER RESOLVED, that the Executive Director is authorized to implement and utilize the guidelines established under the policy and to dispose of any tangible personal property when the total aggregate value of such property is less than \$150,000, and

FURTHER RESOLVED, that the Commission shall approve the disposal of any property whose aggregate fair market value exceeds \$150,000.

Chairman: Motion to adopt the Regula resolution?

Mr. Regula: So moved.

Chairman: Is there a second?

Mr. Dixon: Second.

Chairman: Questions or a discussion on it?

Mr. Regula: Looks good.

Chairman: No questions or comments, please call the roll.

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Five yeas, the resolution is adopted.

Resolution Adopting Property Disposal Policy and Procedure

WHEREAS, the Commission is authorized by Section 5537.04(A)(8) of the Revised Code to acquire, hold and dispose of property in the exercise of its powers and performance of its duties; and

WHEREAS, the Commission is authorized by Article V, Section 5.08 of the Master Trust Agreement dated February 15, 1994, as amended and supplemented, with Huntington National Bank as Trustee, to sell, dispose of, or exchange both real and tangible personal property, including machinery, equipment, apparatus or other movable property, that the Commission determines is no longer needed or useful to the operation or maintenance of the Turnpike System subject to the requirement that any property with a fair market value in excess of \$500,000 requires the Commission to notify the Trustee of the disposition of the proceeds of the property disposition; and

WHEREAS, the Commission wishes to adopt a policy and procedure that the Executive Director shall follow when disposing of any tangible personal property when the cumulative value of such property is less than \$150,000; and

WHEREAS, the Chief Engineer in consultation with the General Counsel has proposed that the Commission adopt the attached Property Disposal Policy and Procedure that establishes criteria and guidelines to be utilized for the disposal of excess or surplus property; and

NOW THEREFORE, BE IT

RESOLVED, that the Commission hereby adopts the attached Property Disposal Policy which shall be effective immediately; and

FURTHER RESOLVED, that the Executive Director is authorized to implement and utilize the guidelines established under the policy and to dispose of any tangible personal property when the total aggregate value of such property is less than \$150,000, and

FURTHER RESOLVED, that the Commission shall approve the disposal of any property whose aggregate fair market value exceeds \$150,000.

(Resolution No. 29 - 2007 adopted August 20, 2007)

OHIO TURNPIKE COMMISSION PROPERTY DISPOSAL POLICY

The following policy governs the disposal of real and personal property owned by the Ohio Turnpike Commission. The disposal of property shall include the exchange, trade-in, donation or sale of such property. Department Heads are responsible for notifying the Purchasing Department and Office Services of the availability of surplus or excess property that is available for use by other Departments. Further, Department Heads are responsible for ensuring that Commission property is used in the most cost efficient and effective manner consistent with Commission's mission of ensuring the safety and security of both its employees and customers using the Turnpike System.

I. REAL PROPERTY

Real property that is no longer necessary or useful in connection with the construction, operation or maintenance of the Turnpike System shall be disposed of in accordance with the requirements of the Commission's governing statute, and the provisions of the 1994 Master Trust Agreement, as amended and supplemented from time to time including but not limited to the provisions of Section 5.08 thereof. The Chief Engineer shall initiate the process by requesting that the Consulting Engineer review the initial determination that the property in question is no longer necessary or useful to the construction, operation or maintenance of the Turnpike System. Upon receiving a recommendation to dispose of the property, the Commission shall review the decision to dispose of the property based upon the recommendation of the Executive Director, Chief Engineer and the Consulting Engineer.

Real property shall be disposed by sale to the highest and best bidder after advertisement in a newspaper of general circulation in the county in which the property is located for a period of two consecutive weeks or longer, and by publication on the Commission's website for the same or longer period of time. The Commission may sell such property at public auction, or by competitive sealed bids solicited through advertisement or publication on the Commission's website. The Legal Department shall be responsible for overseeing the disposal of Real Property. In the event that no sales result from the above process, such real estate may be donated to a Public Agency, if approved by the Executive and by resolution of the Commission.

II. PERSONAL PROPERTY

Personal property owned by the Commission, including but not limited to, vehicles, equipment, supplies, or materials that fall within the definition of excess or surplus supplies set forth below, shall be disposed of by the Purchasing Department. All determinations that such property qualifies for disposal as excess or surplus property must be approved by the Executive Director or the Commission if the total aggregate value of the property items being disposed of exceeds the amount of \$150,000.

Excess or surplus property means any one of the following:

1. Property that no longer adequately performs the task for which it is used;
2. Property that is no longer needed for the activities of the Commission to perform its functions as recommended by the respective Department Head and approved by the Executive Director;
3. The property no longer has any fair market value or the estimated cost of its continued care and handling would exceed the estimated proceeds from its sale through a competitive process;
4. Property that has value greater than its basic material content but for which repair or rehabilitation is clearly impractical or uneconomical;
5. Supplies that have exceeded its expected shelf life; or
6. Equipment or vehicles for which a supply of spare parts or repair/maintenance parts and/or services required to maintain the item are no longer readily available; or
7. Computer equipment that is outdated.

Prior to requesting the Executive Director or the Commission's approval for the disposal of excess or surplus property, the respective Department Head shall provide the Purchasing Department with an inventory of such property, the reasons or justification for the disposal of such property, the suggested method of disposal, and the estimated fair market value of the property based upon the blue book value, recent sales of such equipment at public or online auctions, or another reliable or widely recognized resource.

Property may be disposed of using one the following methods, in order of priority, with the exception of property that should only be sold to a public or law enforcement agency:

1. Sale to the highest and best bidder at a public or online auction, by sealed competitive bids, or other competitive process, following advertisement in a newspaper of general circulation in the region of the state where the property is located for a period of at least two consecutive weeks or longer, or by online publication/advertisement on the Commission's or another online trading website;
2. Sale to another public agency, including but not limited to, a state agency, county agency, public university or state assisted institutions of higher education, municipal corporations, service districts, townships, fire departments, emergency medical service organizations, public libraries or school districts;
3. Donation to a public agency or non-profit organizations exempt from federal taxation under 501(a) and (c)(3) of the of the United States Code under such terms and conditions as prescribed by the Legal Department;

4. Recycling excess or used equipment or supplies;
5. Disposing of excess or surplus supplies as refuse when the useful value of the property to the Commission is \$250.00 or less, and when approved by the Executive Director.

Property may be traded-in or exchanged for new vehicles, machinery, equipment, or supplies if the trade-in or exchange value received is estimated to exceed the value of the property in question if it is sold at public or online auction, or other competitive process, less the anticipated administrative costs expected to be charged or incurred by conducting a public or online auction. Each Department Head is responsible for determining and recommending the most cost effective and efficient manner in which to dispose of the property in question. Department Heads are also responsible for researching the fair market value of the property in question.

III. LOST AND FOUND PROPERTY

All lost and found property is to be turned in to the immediate supervisor or Department Head of the employee who found the lost or recovered the property, and tagged with a consecutively numbered Lost and Found Tag by respective supervisor of the employee who found the property. Property that is lost and recovered at the Administrative Offices of the OTC may be turned into the Customer Services Office. Lost and Found Property should be transported to the Administrative Offices of the OTC within five (5) days of being found by OTC personnel. Each Service Plaza Manager, Toll Plaza Manager, Maintenance Section Foreman or other supervisor is responsible for maintaining a record and log of property that has been found on OTC property.

OTC employees are not permitted to keep or claim articles that are lost and found on OTC property in accordance with the Ethics Policy. Lost and Found property shall be disposed of in accordance with the procedures set forth in Section II if it is not claimed by its original owner within six months from the date it was found.

Chief Engineer: Thank you. The next resolution is a resolution authorizing the purchase of 101 portable hand-held radios for use by the District 10 of the Ohio State Highway Patrol. The Commission may recall that back in June Resolution 22-2006 was adopted authorizing the Commission to participate in the MARCS Radio Network for District 10. The purchase of these radios is for the use of the troopers in conjunction with the MARCS System. These radios are available on the Department of Administrative Services Cooperative Contract and in September of 2004 the Commission authorized participation in the DAS Contract. The radios are available on the contract as I said for Motorola Inc. Columbus, Ohio, in the total amount of \$434,603.00. This does include a two year warranty. Would General Counsel please read the Resolved?

General Counsel: RESOLVED that the Commission's purchasing manager may proceed with the purchase of the Motorola portable radios, via the DAS Cooperative Purchasing

Program in the amount of **\$434,603.00**, specifically, Ohio STS-073, Schedule Number 573077-0 with **Motorola, Inc., Columbus, Ohio** and take any and all action necessary to properly carry out the terms of said Contract.

Chairman: Motion to adopt?

Mr. Dixon: So moved.

Chairman: Second please?

Ms. Teeuwen:Second.

Chairman: Any questions comments or discussion about the resolution? Call the roll.

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen:Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Five yeas, the resolution is adopted.

Resolution Authorizing the Executive Director to Purchase 101 Portable (Hand-held) Motorola Radios under DAS Contract as a Component of the MARCS Radio Network

WHEREAS, the Ohio Turnpike Commission (“Commission”) and the Director of the Department of Public Safety of the State of Ohio (“ODPS”) are authorized by law to enter into contracts with respect to the policing of Turnpike projects by the Ohio State Highway Patrol District 10 (“OSHP”); and

WHEREAS, the Commission's current contract with ODPS dated September 1, 2004, as amended by a Letter of Understanding dated December 16, 2005, provides that the Commission will purchase supplies and equipment exceeding a value of one thousand dollars (\$1,000.00) per unit for use by OSHP in the course of policing the Ohio Turnpike; and

WHEREAS, the Commission, via Resolution 22-2006, adopted on June 26, 2006, has authorized the request from ODPS to purchase, implement and maintain the necessary components and equipment necessary to utilize the MARCS Radio Network in District 10 of the State Highway Patrol which is responsible for policing the Ohio Turnpike; and

WHEREAS, the expenditures by the Commission for several of the components and equipment required will exceed \$150,000, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for such procurements; and

WHEREAS, pursuant to Resolution No. 32-2003 adopted on July 21, 2003, the Ohio Turnpike Commission's executive director was authorized to participate in state contracts under the Department of Administrative Services ("DAS,") Office of State Purchasing Cooperative Purchasing Program, through which members may purchase supplies, services, equipment and other materials pursuant to the Ohio Revised Code Section 125.04; and

WHEREAS, a fee has been paid by the Ohio Turnpike Commission to DAS, and, as such, the Commission is a current member of the DAS Cooperative Purchasing Program; and

WHEREAS, the Commission's purchasing manager, with the assistance of ODPS, has identified the DAS State Term Schedule under which 101 portable (hand-held) radios for mobile voice communications outside OSHP vehicles (which includes required radios and spares) that are necessary for implementation of the MARCS Radio Network in District 10 may be procured; and

WHEREAS, the portable radios are available under DAS Contract via Ohio STS-073, Schedule Number 573077-0 directly from **Motorola, Inc., Columbus, Ohio**

WHEREAS, the total cost of said components and equipment is **\$4,303.00 each** (including a two-year service plan) or **\$434,603.00** and the Commission's Purchasing Manager has verified that the pricing is the best available under DAS Contract; and

WHEREAS, the Commission's Chief Engineer has reviewed the purchase recommendations of ODPS and the Commission's Purchasing Manager recommends that the Commission proceed with the aforementioned purchases from Motorola, Inc. under DAS Contract in accordance with Resolution 22-2006; and

WHEREAS, the Commission's director of contracts administration has reviewed the proposed equipment purchases, and has advised the Commission that said purchases are in conformance with Commission Resolution No. 32-2003; and

WHEREAS, the executive director has reviewed and concurs with the recommendations of both the chief engineer and the director of contracts administration that the Commission approve the purchases of the one hundred and one (101) Motorola portable radios in the total amount of **\$434,603.00**; and

WHEREAS, the Commission has duly considered such recommendations;

NOW, THEREFORE, BE IT

RESOLVED that the Commission's purchasing manager may proceed with the purchase of the Motorola portable radios, via the DAS Cooperative Purchasing Program in the amount of **\$434,603.00**, specifically, Ohio STS-073, Schedule Number 573077-0 with **Motorola, Inc., Columbus, Ohio** and take any and all action necessary to properly carry out the terms of said Contract.

(Resolution No. 30 - 2007 adopted August 20, 2007)

Mr. Dixon: May I regress a minute.

Chairman: Yes sir.

Mr. Dixon: Is this equipment going to replace a piece, or is this going to be an additional piece of equipment the troopers are going to have to carry?

Chief Engineer: Mr. Chairman, Commission Member Dixon, I believe these are new radios that are required and currently carry hand held radios now that is compatible with our communication system, these are new radios that are compatible with the MARCS Radio System.

Captain Hannay: Yes, these are brand new hand held radios compatible with the multi-Agency Radio Communication System, the MARCS. The current radios we use are not compatible with MARCS, so these will replace those radios.

Mr. Dixon: Thank you.

Chairman: Dan

Chief Engineer: Thank you Mr. Chairman. The next is for the purchase of thirty-five pickup trucks under again DAS cooperative purchasing program. Again, in the 2007 Capital Budget we had ten 6400 GVW pickup trucks and 25, 8500 GVWR pickup trucks. A little background, in July 2006 the Department of Administrative Services was granted exclusive authority over the acquisition and management of all motor vehicles under 12,000 gross vehicle weight rating for all state agencies. Under this statute the Turnpike Commission is considered a state agency. Unless delegated by the Department of Administrative Services to manage your fleet, all requests for replacement of these vehicles must be approved by the DAS. Just to let the Commission know, we are currently in the process of requesting from DAS to be delegated

authority to manage our fleet. We have an engineer on staff that has gone through the training with the state and is a certified fleet manager. However, we have not yet received that delegation. So in order to purchase these vehicles we requested from and received authorization from DAS on August 10 to replace these vehicles. As I said, the 35 vehicles are available on the DAS contract, the 10 6400 pound vehicles are available from Bob Ross Buick of Centerville, Ohio, in the total amount of \$174,228.00. The 25 8500 pound vehicles are available through Mike Bass Ford of Lorain, Ohio in the total amount of \$406,846.85. And also to advise the Commission, the existing 35 vehicles will be disposed of in accordance with the property disposal policy that was just adopted. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED that the Commission's executive director and purchasing manager may proceed with the purchase of ten pick-up trucks from **Bob Ross Buick, Inc. of Centerville, Ohio** in the amount of **\$174,228.00** and twenty-five pick-up trucks from **Mike Bass Ford of Lorain, Ohio** in the amount of **\$406,846.85**, for a total expenditure in the amount of **\$581,074.85** under Ohio DAS Contract RS904407, Index Number GDC093E and take any and all action necessary to properly carry out the terms of said Contract; and

FURTHER RESOLVED that the Commission's executive director and purchasing manager are authorized to proceed with the disposal of the thirty-five pick-up trucks identified for replacement by the Commission's maintenance engineer in accordance with the Commission's Property Disposal Policy.

Chairman: Motion to adopt?

Mr. Dixon: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Comments or questions from the Commission?

Ms. Teeuwen: Question, what does being a Certified Fleet Manager, what advantage is that?

Chief Engineer: Mr. Chairman, Commission Member Teeuwen, the state agency must have a Certified Fleet Manager on board in order to be considered for delegation of authority to manage your own fleet. Maintenance Engineer, Tim Ujvari if you could elaborate any more on the fleet management training.

Ujvari: Stuart May, mechanical engineer in my office has gone through the necessary training and continues with the annual and continuing education and Stuart is our Fleet Manager for the Commission.

Ms. Teeuwen: Is there any end results as far as it expedites things, it's cheaper? I mean, I guess I'm trying to find out what's the advantage of the Turnpike having that?

Chief Engineer: Mr. Chairman, Commission Member Teeuwen, the Commission has made the decision along with the Executive Director and staff, that we would like to pursue the delegated authority to manage our fleet. You can't do that without the certified fleet manager, so we went ahead and had Stuart certified. We are looking for the delegated authority to manage the fleet.

Ms. Teeuwen: That expedites the process?

Chief Engineer: That's correct.

Ms. Teeuwen: As far as purchasing the vehicles, in other words you don't have to go through the process of going through DAS.

Chief Engineer: That's right. Some of our vehicles are not on the DAS contract that we can go ahead and bid those outside of the DAS contract.

Ms. Teeuwen: It looks like from this paperwork that approximately every four years or so many thousand miles your

Chief Engineer: That's correct Mr. Chairman, Commission Member Teeuwen. We don't replace them based on age, we do it more on the mileage. You'll see the majority of the fleet is up over 120,000 miles. There are some, a couple, that are below a hundred, however this is our entire fleet of 2003 GM pickup trucks. So we are going to dispose of them all at this time. It doesn't make sense to have to maintain one separate vehicle and maintain parts or items for those.

Chairman: Any further questions for the staff members? My quick comment would be is that we made light of it and called it the Regula Resolution when we talked about the disposal policy, but I think all the Commission Member have looked at this and thought that this would be the appropriate way to go to look at the disposal. It will be interesting to see some of the trucks that are as you said, under 100,000 miles ,but there are also some with over 200,000 miles on them, so it will be interesting to see how the bids come in on that. We all believe that Commission Member Regula's proposed solution for disposal of vehicles is the right way to go, we support that idea and concept.

Chief Engineer: Mr. Chairman, if you like, we'll keep track of this, since this is our first big sale in accordance with the auction. We'll go ahead and track that and I'll give a tabulation back to the Commission just to give you some idea of what we did get for the vehicles.

Chairman: Thank you.

Mr. Kidston: How do we facilitate the bids?

Chief Engineer: Mr. Chairman, Commission Member Kidston, I would again defer to the Director of Contracts Administration.

Director of Contracts Administration: Mr. Chairman, Commission Member Kidston, we intend to use online auctioning methods to start with. We've been looking at some trials with e-bay and other online methods to see if those will work and some of those have been successful. So that will probably be the initial way we'll look at doing this. I think there's a lot of work we need to do internally to get ready for this big disposal and obviously the disposal of the vehicles can't occur until the new ones come in. So we have a little bit of time, it's going to be several months.

Mr. Kidston: Thank you.

Chairman: Will we also target besides individuals who might be bidding on quote unquote e-bay, or something of that nature? Companies that specialize, I use truck sales as an example, who will bid on at a standard auction will we target those also?

Director of Contracts Administration: Mr. Chairman I think that's a good idea. In accordance with the policy that the Commission just adopted, I think we are going to look at the order of things that are recommended in the policy and of course if there are any other suggestions of locations that may be interested in this kind of sale we'd be open to those, so yes.

Chairman: Thank you any questions? Call the roll.

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Five years, the resolution is adopted.

Resolution Authorizing the Purchase of Thirty-Five New Pick-up Trucks under ODAS Cooperative Purchase Program and the Disposal of Thirty-Five Existing Pick-up Trucks

WHEREAS, the Commission's maintenance department is recommending replacement of ten 6,400 lb. gross vehicle weight rated ("GVWR") pick-up trucks and twenty-five 8,500 lb. GVWR pick-up trucks; and

WHEREAS, Ohio Revised Code Section 125.832 (effective July 6, 2006) grants "exclusive authority" to the Ohio Department of Administrative Services ("ODAS") "over the acquisition and management of all motor vehicles [under 12,000 lb. GVWR] used by state agencies." The definition of "state agencies" pursuant to this Code section includes the Ohio Turnpike Commission; and

WHEREAS, unless delegated by ODAS to a state agency, such exclusive authority includes the requirement that the Commission obtain approval from ODAS prior to the purchase or lease by the Commission of any motor vehicles; and

WHEREAS, ODAS has given its approval to the Commission to proceed with the proposed purchases of thirty-five new pick-up trucks under ODAS Contract; and

WHEREAS, pursuant to Resolution No. 32-2003 adopted on July 21, 2003, the Ohio Turnpike Commission's executive director was authorized to participate in state contracts under the ODAS Office of State Purchasing Cooperative Purchasing Program, through which members may purchase supplies, services, equipment and other materials pursuant to Ohio Revised Code Section 125.04; and

WHEREAS, a fee has been paid by the Ohio Turnpike Commission to ODAS, and, as such, the Commission is a current member of the ODAS Cooperative Purchasing Program; and

WHEREAS, the expenditures by the Commission for the thirty-five pick-up trucks will exceed \$150,000, and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is also necessary for such procurements; and

WHEREAS, the unit prices for the ten 6,400 lb. GVWR pick-up trucks range from \$17,260.50 to \$17,974.50 (depending on delivery location and options) for a total of **\$174,228.00**, and are available under ODAS Contract from **Bob Ross Buick, Inc. of Centerville, Ohio**; and

WHEREAS, the unit prices for the twenty-five 8,500 lb. GVWR pick-up trucks are either \$16,022.13 or \$16,033.65 (depending on delivery location) with one pick-up truck priced at \$22,177.49 that will be equipped with a snow plow, for a total of **\$406,846.85**, and are available under ODAS Contract from **Mike Bass Ford of Lorain, Ohio**; and

WHEREAS, the thirty-five existing pick-up trucks shall be disposed of in accordance with the Commission's Property Disposal Policy; and

WHEREAS, The Commission's chief engineer has reviewed both the purchase and disposal recommendations of the maintenance department and recommends that the Commission authorize the purchase of thirty-five new pick-up trucks from Bob Ross Buick, Inc. and Mike Bass Ford under DAS Contract RS904407, Index Number GDC093E in accordance with Resolution 32-2003, and the disposal of the thirty-five existing pick-up trucks in accordance with the Commission's new property disposal policy.

WHEREAS, the Commission's director of contracts administration has reviewed the proposed vehicle purchases, and has advised the Commission that said purchases are in conformance with Commission Resolution No. 32-2003; and

WHEREAS, the executive director has reviewed and concurs with the recommendations of both the chief engineer and the director of contracts administration that the Commission approve the purchases of thirty-five new pick-up trucks under ODAS Contract and disposal of the thirty-five pick-up trucks that require replacement and; and

WHEREAS, the Commission has duly considered such recommendations;

NOW, THEREFORE, BE IT

RESOLVED that the Commission's executive director and purchasing manager may proceed with the purchase of ten pick-up trucks from **Bob Ross Buick, Inc. of Centerville, Ohio** in the amount of **\$174,228.00** and twenty-five pick-up trucks from **Mike Bass Ford of Lorain, Ohio** in the amount of **\$406,846.85**, for a total expenditure in the amount of **\$581,074.85** under Ohio DAS Contract RS904407, Index Number GDC093E and take any and all action necessary to properly carry out the terms of said Contract; and

FURTHER RESOLVED that the Commission's executive director and purchasing manager are authorized to proceed with the disposal of the thirty-five pick-up trucks identified for replacement by the Commission's maintenance engineer in accordance with the Commission's Property Disposal Policy.

(Resolution No. 31 - 2007 adopted August 20, 2007)

Chairman: And your last one Dan?

Chief Engineer: Yes, Mr. Chairman. My last one for this morning is a resolution authorizing the executive director to modify service plaza operator's contracts relative to guaranteed minimum rents. The Commission may recall that in February 2006 Resolution 2-2006 was adopted authorizing the Executive Director to modify HMS Host Concessionaire Agreement. At that time, the Commission was advised that the staff was reviewing the guaranteed minimum rents and at the other service plaza locations for proposed modifications. At the time that the guaranteed minimum rents at the service plazas were adopted they were set based on the size of the restaurant and the hours of operation. No consideration was given to what was sold in the unit. The former Deputy Executive Director, the Director of Contracts Administration and the Director of Service Plaza Operations reviewed our contracts with the

various concessionaires and relative to the sizes of the units and what was sold out of each unit. As a result of that unit, the recommendation has been made to revise guaranteed minimum rents and aggregate guaranteed minimum rents at two of our service plazas, basically Great Lakes/Towpath and Portage/Brady's Leap. It should be noted that the aggregation and the revision of the minimum rents that at all of our service plaza buildings including these two that the total rents paid to the Commission far exceed the minimum guaranteed rents required in the contracts separately. If the General Counsel would please read the Resolved?

General Counsel: RESOLVED that the Commission hereby concurs with the recommendations regarding the requested contract modifications and authorizes the executive director and the director of contracts administration to execute contract addenda incorporating the requested modifications to the GMR's of the various service plaza operator contracts and that such modifications should include calendar year 2006 with the result that GMR arrearages for calendar year 2006 shall be waived.

Chairman: Motion to adopt?

Mr. Kidston: So moved.

Chairman: Is there a second?

Ms. Teeuwen:Second.

Chairman: Questions or comments from Commission Members? My quick comment is basically all we're doing is we're still satisfying the minimum rents, but some of the uses which are not as popular and therefore not as profitable we still think are important. It's important to have a gift shop, it's important to have things of that nature even though they might not be high volume items but we're making the revenue up from the high volume so all this does is just reallocate the dollars and cents, I think it's good on our part. We need that full spectrum of the uses of the plazas. Please call the roll.

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen:Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Five years, the resolution is adopted and Dan is finished.

**Resolution Authorizing Executive Director to
Modify Service Plaza Operator Contracts Relative to
Guaranteed Minimum Rents**

WHEREAS, the Commission has numerous contracts with service plaza operators to operate restaurants and retail gift shops (“units”), which contracts contain clauses requiring the various operators to pay guaranteed minimum rents (“GMR’s”) to the Commission on an annual basis; and

WHEREAS, the Commission was advised in February 2006 when it adopted Resolution 2-2006 entitled, “Resolution Authorizing Executive Director to Approve Modifications to HMS Host Agreements,” that the staff was reviewing GMR’s and that contract modifications would be made to aggregate GMR’s where possible; and

WHEREAS, Commission staff consisting of the former deputy executive director, the director of service plaza operations and the director of contracts administration have engaged in an extensive review of the GMR’s, which they have concluded were originally based on square footage and hours of operation of each unit, not the overall revenue-making capabilities of each unit; and

WHEREAS, on an annual basis, total rents paid to the Commission from all restaurant and retail operations at the service plazas have consistently exceeded annual GMR’s when they are aggregated; and

WHEREAS, these Commission staff members have further concluded and recommended that, from a billing and fairness standpoint, existing operator contracts should be modified to aggregate the GMR’s per operator at each service plaza set and that the GMR amounts for certain operator contracts should be adjusted to reflect historically accurate sales figures; and

WHEREAS, the staff is further recommending that the contract modifications be dated to include calendar year 2006 (as was contemplated under Resolution 2-2006), which will result in the waiver of any GMR arrearages for calendar year 2006; and

WHEREAS, the proposed contract modifications will primarily affect the operator contracts of HMS Host at the Great Lakes/Towpath and Portage/Brady’s Leap service plazas where GMR arrearages currently exist; and

WHEREAS, because the recommendation involves altering compensation provisions of existing service plaza operator contracts, Commission approval to authorize the executive director and the director of contracts administration to revise the existing contracts is being requested pursuant to Ohio Revised Code Section 5537.13(B); and

WHEREAS, the chief engineer, who presently oversees service plaza operations, and the executive director have reviewed the aforementioned staff recommendations and concur that the above-described modifications to the service plaza operators contracts should be approved by the Commission and that GMR arrearages for calendar year 2006 should be waived; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby concurs with the recommendations regarding the requested contract modifications and authorizes the executive director and the director of contracts administration to execute contract addenda incorporating the requested modifications to the GMR's of the various service plaza operator contracts and that such modifications should include calendar year 2006 with the result that GMR arrearages for calendar year 2006 shall be waived.

(Resolution No. 32 - 2007 adopted August 20, 2007)

Chief Engineer: That's all I have for you this morning Mr. Chairman.

Chairman: Thank you. Next will be Noelle, General Counsel.

General Counsel: Mr. Chairman, Commission Members, I have three proposed resolutions. The first proposed resolution authorizes the Executive Director to sign a release of interest in Parcel No. 155E1 in Streetsboro, Ohio. The exact interest is a perpetual easement that was acquired sometime during the original construction of the Turnpike. The property owner has requested that we release the perpetual easement over their property. The request for release of easement was reviewed by both the Engineering Department and in accordance with the Master Trust Agreement our Consulting Engineer, HNTB, to determine and certify that the easement is no longer needed for the operation and maintenance of the Ohio Turnpike. Attached to the resolution Mr. Chairman and Commission Members, is a copy of the original easement, it's not a very good copy, but also a rendering of the location of the easement for your information. With your permission, I'll read the Resolved.

Chairman: Please.

General Counsel: RESOLVED, that the Executive Director and General Counsel, are authorized and directed to take any and all action necessary on behalf of the Commission or by or through the appropriate officers of the State of Ohio to release its interest in Parcel 155E-1 to the Property Owner, Depew Cast Partners, an Ohio General Partnership; and

FURTHER RESOLVED that the authority hereby granted to the Executive Director and General Counsel shall include authority, if deemed appropriate, to execute the release of easement of the Commission's jurisdiction to the Property Owner, Depew Cast Partners, an Ohio General Partnership, as permitted by statute.

Chairman: Motion to adopt?

Mr. Kidston: So moved.

Chairman: Is there a second?

Mr. Regula: Second.

Chairman: Discussions or questions? We acknowledge that the old easement is hard to read.

General Counsel: I apologize.

Chairman: I see that there is a LA line and the right-of-way line, in the drawing attached, can you tell us exactly what's happening there? Why we have the easement in the first place?

General Counsel: Mr. Chairman, Commission Members, I consulted with Mr. Castrigano and he's probably in a better position to explain why.

Chairman: Back to Dan.

Chief Engineer: Mr. Chairman this is an original construction easement back when the turnpike was constructed. It is along State Route 14, I-480 area there, it's not along the Turnpike. It was obtained back in 1954 when we constructed the Turnpike and we took a look at it and it's not required anymore even for drainage purposes.

Chairman: Any thought on why we acquired it in the first place?

Chief Engineer: Just for the original construction. It is not uncommon to obtain an easement outside the original LA area to construct typically to run your equipment on etc. Typically those are temporary easements not perpetual, this one happened to be perpetual. I don't know why it was at the time.

Chairman: OK, any questions of anyone else? Please call the roll.

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Five yeas, the resolution is adopted.

Resolution Authorizing Release of Interest in Parcel No. 155E-1

WHEREAS, the Commission purchased in the name of the State of Ohio a perpetual easement for public highway purposes over a parcel of real estate designated as Parcel No. 155E-1, located in the City of Streetsboro, Ohio;

WHEREAS, the purchase of the aforesaid parcel was for the realignment and widening of S.R. 14 as a result of the construction of Ohio Turnpike Project No. 1;

WHEREAS, the City of Streetsboro and the Property Owner, Depew Cast Partners, an Ohio General Partnership have requested that the Commission take any and all action necessary to release its interest in Parcel No. 155E-1;

WHEREAS, the Consulting Engineers, by letter dated June 4, 2007, have advised the Commission that the subject parcel is no longer needed for the construction and operation of the Turnpike;

WHEREAS, the Chief Engineer, by letter dated July 2, 2007, has advised the Commission that the subject parcel is no longer needed for the construction and operation of the Turnpike;

WHEREAS, the Commission has determined, based on the recommendations of the Consulting Engineer and the Chief Engineer, that Parcel No. 155E-1 is no longer needed for the construction, operation and maintenance of the Turnpike;

NOW, THEREFORE, BE IT

RESOLVED, that the Executive Director and General Counsel, are authorized and directed to take any and all action necessary on behalf of the Commission or by or through the

appropriate officers of the State of Ohio to release its interest in Parcel 155E-1 to the Property Owner, Depew Cast Partners, an Ohio General Partnership; and

FURTHER RESOLVED that the authority hereby granted to the Executive Director and General Counsel shall include authority, if deemed appropriate, to execute the release of easement of the Commission's jurisdiction to the Property Owner, Depew Cast Partners, an Ohio General Partnership, as permitted by statute.

(Resolution No. 33 - 2007 adopted August 20, 2007)

TCRW-18

Project No. 1

Parcel No. 155E-1

OHIO TURNPIKE COMMISSION

Release of Easement for Public Highway Purposes

The OHIO TURNPIKE COMMISSION, a body corporate and politic of the State of Ohio, with its principal office in the City of Berea, County of Cuyahoga and State of Ohio, Grantor, for good and valuable consideration, the receipt of which is hereby acknowledged, and in accordance with the provisions of Section 5537.06(C) R.C., does hereby release an interest in an easement for public highway purposes, held in the name of the State of Ohio for the use of the Grantor, over the real estate described herein to Depew Cart Partners, an Ohio General Partnership, said parcel being an easement for public highway purposes designated as Parcel No. 155E-1.

Parcel No. 155E-1

Situated in the Township of Streetsboro, County of Portage and State of Ohio, and known as being part of Original Streetsboro Township Lot No. 22, and being all that part of the lands described in the deed to Louise Mitschke, dated January 7, 1939, and recorded in Volume 357, Page 288 of Portage County Deed Records, bounded as follows,

Northeasterly by the centerline of State Route No. 14, as now existing, Southwesterly by a line parallel to and distant 80 feet Southwesterly of measured normal to said centerline of State Route No. 14, southeasterly by a Southeasterly line of land described in the deed as aforesaid and Northwesterly by a line drawn

Southwesterly at right angles to the centerline of State Route No. 14, from a point on said centerline distant 1097.44 feet Northwesterly, measured along said centerline from its intersection with the centerline of Ohio turnpike Project No. 1, as shown by plat recorded in Volume 8, Page 38 of Portage County Map Records.

Title to said real estate is based on instruments of record in Volume 560, Page 175 of Portage County Deed Records.

IN WITNESS WHEREOF, Grantor has caused its corporate name to be hereunto affixed by its duly authorized officers on _____, 2007.

Signed and acknowledged:

OHIO TURNPIKE COMMISSION

By _____

Director

Gary C. Suhadolnik, Executive

And _____
Noelle Tsevdos, General Counsel

General Counsel: Mr. Chairman, Commission Members, the second resolution I have for you is also a resolution authorizing the Executive Director to sign a release of interest in Parcel No. 139F-5 in the city of Broadview Heights. This particular parcel I believe is adjacent to the Towpath Service Plaza. It was a drainage easement that we acquired when the Commission was operating a water treatment plant at the service plaza. We are no longer operating a water treatment plant at that facility and that drainage easement was necessary for our discharge. The request by the property owner to release this drainage easement was reviewed again by the Engineering Department and also the Commission's consulting Engineers, HNTB and they have recommended or found that the easement is no longer necessary for the operation or maintenance of the Ohio Turnpike System. With your permission I'll read the Resolved.

RESOLVED, that the Executive Director and General Counsel, are authorized and directed to take any and all action necessary on behalf of the Commission or by or through the appropriate officers of the State of Ohio to release its interest in Parcel No. 139F-5 to the Property Owner, Norman E. Schniegenberg, Jr.; and

FURTHER RESOLVED that the authority hereby granted to the Executive Director and General Counsel shall include authority, if deemed appropriate, to execute the release of easement of the Commission's jurisdiction to the Property Owner, Norman E. Schniegenberg, Jr., as permitted by statute.

Chairman: Motion to adopt?

Mr. Kidston: So moved.

Chairman: Second?

Mr. Regula: Second.

Chairman: Questions or discussion? Please call the roll

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Five yeas, the resolution is adopted.

Resolution Authorizing Release of Interest in Parcel No. 139F-5

WHEREAS, the Commission purchased in the name of the State of Ohio a perpetual easement for drainage purposes over a parcel of real estate designated as Parcel No. 139F-5, located in the City of Broadview Heights, Ohio;

WHEREAS, the purchase of the aforesaid parcel was for the drainage purposes at the Towpath Service Plaza as a result of the construction of Ohio Turnpike Project No. 1;

WHEREAS, the City of Broadview Heights and the Property Owner, Norman E. Schniegenberg, Jr., have requested that the Commission take any and all action necessary to release its current interest in Parcel No. 139F-5 and to relocate the drainage easement on the Schniegenberg parcel due to shifting of the angle and alignment of the drainage channel;

WHEREAS, the Consulting Engineers, by letter dated June 4, 2007, have advised the Commission that the subject parcel is no longer needed for the construction and operation of the Turnpike and that the drainage easement should be relocated;

WHEREAS, the Chief Engineer by letter dated July 9, 2007, has advised the Commission that the subject parcel is no longer needed for the construction and operation of the Turnpike and that the drainage easement can be relocated;

WHEREAS, the Commission has determined, based on the recommendations of the consulting engineer and the Chief Engineer that current Parcel No. 139F-5 is no longer needed for the construction, operation and maintenance of the Turnpike and that the drainage easement can be relocated;

NOW, THEREFORE, BE IT

RESOLVED, that the Executive Director and General Counsel, are authorized and directed to take any and all action necessary on behalf of the Commission or by or through the appropriate officers of the State of Ohio to release its interest in Parcel No. 139F-5 to the Property Owner, Norman E. Schniegenberg, Jr.; and

FURTHER RESOLVED that the authority hereby granted to the Executive Director and General Counsel shall include authority, if deemed appropriate, to execute the release of easement of the Commission's jurisdiction to the Property Owner, Norman E. Schniegenberg, Jr., as permitted by statute.

(Resolution No. 34 - 2007 adopted August 20, 2007)

TCRW-18

Project No. 1

Parcel No. 139F-5

OHIO TURNPIKE COMMISSION

Release of Easement for Public Highway Purposes

The OHIO TURNPIKE COMMISSION, a body corporate and politic of the State of Ohio, with its principal office in the City of Berea, County of Cuyahoga and State of Ohio, Grantor, for good and valuable consideration, the receipt of which is hereby acknowledged, and in accordance with the provisions of Section 5537.06(C) R.C., does hereby release an interest in an easement for drainage purposes, held in the name of the State of Ohio for the use of the Grantor, over the real estate described herein to Norman E. Schniegenberg, Jr., said parcel being an easement for drainage purposes designated as Parcel No. 139F-5.

Parcel No. 139F-5

Situated in the Village of Broadview Heights, County of Cuyahoga and State of Ohio and known as being part of Original Brecksville Township Lot No. 52, and bounded as follows:

Northeasterly by a line drawn parallel to and distant 390 feet Southwesterly of, measured at right angles to, the center line of Ohio Turnpike Project No. 1, as shown by plat recorded in Volume 147, Page 8 of Cuyahoga County Map Records; Southwesterly by a line drawn parallel to and distant 460 feet Southwesterly of, measured at right angles to said Turnpike center line; Northwesterly by a line drawn Southwesterly at right angles to said Turnpike center line at Station 875+25 and Southeasterly by a line drawn Southwesterly at right angles to said Turnpike center line at Station 877+00.

Title to said real estate is based on instruments of record in Volume 8098, Page 404 of Cuyahoga County Deed Records.

IN WITNESS WHEREOF, Grantor has caused its corporate name to be hereunto affixed by its duly authorized officers on _____, 2007.

Signed and acknowledged:

OHIO TURNPIKE COMMISSION

By _____

Director

Gary C. Suhadolnik, Executive

And _____

Noelle Tsevdos, General Counsel

Chairman: And the last one.

General Counsel: The third resolution Mr. Chairman, Commission Members, is a repeat resolution from the last two months. It's a resolution authorizing the filing of the new engine brake rule. We have not made any revisions to the drafted rule since our last meeting. With your permission I'll read the Resolved.

RESOLVED that the Commission hereby authorizes the General Counsel to initiate the process necessary to adopt the attached new rule regulating the use of unmuffled engine brakes in accordance with Sections 111.15 and 119.032 of the Ohio Revised Code.

Chairman: Motion to adopt?

Ms. Teeuwen: So moved.

Chairman: Second?

Mr. Kidston: Second.

Chairman: Any questions or discussion on the resolution?

Mr. Regula: Out of consideration Mr. Chairman, I certainly appreciate the Commission for taking the time to relook at this and maybe rethink it and appreciate the input from the trucking association. I think it's a much more workable situation we have prior to us taking a look at it. I appreciate everyone's involvement.

Chairman: We appreciate your effort also. Any other comments from the Commission Members? We do have a statement from the Trucking Association and we'll talk a little bit about it. All the Members did receive a copy of that and they go on record saying that they don't support the resolution, but they have no intention to oppose the resolution as it is currently written and they go on to say that the resolution will only ban the use of unmuffled brakes and then lift the ban in case of an emergency or weather. So we appreciate the trucking association's position on this and I think we can all work together and hopefully make the Turnpike be a little bit better neighbor to the residents who are surrounding the Turnpike. And again, we thank the trucking association for their input. Call the roll?

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Five yeas, the resolution is unanimously adopted.

Resolution Authorizing the Filing of New Engine Brake Rule

WHEREAS, the Commission has adopted traffic rules for the control and regulation of traffic, for the protection and preservation of property under its jurisdiction and/or for the maintenance and preservation of good order within the property under its control in accordance with the authority granted to it under Ohio Revised Code Section 5537.16 as promulgated in the provisions of Ohio Administrative Code Sections 5537-1-01 through 5537-7-01; and

WHEREAS, the Ohio General Assembly enacted an amendment to the provisions of Ohio Revised Code Section 5537.16, through the passage of Am. Sub. H.B. 67 which authorizes the Commission to adopt rules regulating the use of engine brakes that became effective July 1, 2007; and

WHEREAS, the Commission wishes to adopt a rule prohibiting the use of unmuffled

engine brakes except in cases of an emergency or extreme weather conditions on the Turnpike in response to noise complaints from residential property owners who live in proximity to the Turnpike; and

WHEREAS, in accordance with applicable statutory provisions, including Sections 111.15 and 119.032 of the Ohio Revised Code, the Commission must file with the Joint Committee on Agency Rule Review, the Legislative Service Commission and the Secretary of State any new rule in accordance with the procedures set forth in the statutes and the Commission wishes to begin the process to file a new rule.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby authorizes the General Counsel to initiate the process necessary to adopt the attached new rule regulating the use of unmuffled engine brakes in accordance with Sections 111.15 and 119.032 of the Ohio Revised Code.

(Resolution No. 35 - 2007 adopted August 20, 2007)

EXHIBIT A

Chapter 5537-1 Definitions

5537-1-01 Definitions.

(A) "Commission" means the Ohio turnpike commission, and also includes such officers and employees of the commission as may act for or in the place of the commission.

(B) "Turnpike" means all traffic lanes, acceleration lanes, deceleration lanes, shoulders, medial strip, bridges, overpasses, underpasses, interchanges, approaches, entrance and exit ramps, access roads, toll plazas, service plazas, maintenance areas, parking areas and any and all other area or areas adjacent thereto under the control or jurisdiction of the Commission and comprising a part of Ohio turnpike project No. 1.

(C) "Traffic lanes" are the continuous traffic lanes (each for a single line of vehicles) extending between the eastern and western termini of the turnpike. The westbound and eastbound traffic lanes are separated by a medial strip. The lanes immediately adjacent to the medial strip are denominated "inner" lanes. The lanes immediately adjacent to and beyond the inner lane are denominated "outer" lanes, except where three lanes are provided for the same direction of travel, in which case the lanes immediately adjacent to and beyond the inner lanes are denominated "center" lanes and the lanes immediately adjacent to and beyond the center lanes are denominated "outer" lanes.

(D) “Deceleration lanes” and “acceleration lanes” are speed-change lanes provided for vehicles entering and leaving service plazas or interchanges, respectively, and are adjacent to the outer traffic lanes.

(E) “Shoulders” are the paved strips adjoining the traffic lanes, acceleration and deceleration lanes, and interchange ramps.

(F) “Medial strip” means the area, including paved shoulders and grassed or median barrier separating traffic lanes for traffic moving in opposite directions.

(G) “Vehicle” means every device in, upon, or by which any person or property may be transported or drawn upon a highway

(H) “Motor vehicle” means every self-propelled vehicle

(I) “Motorcycle” means every motor vehicle other than a tractor, which has a saddle for the use of the operator and is constructed to travel on not more than three wheels in contact with the ground, including, but not limited to vehicles known as “motorized bicycle,” “motor scooter” or “moped.”

(J) “Emergency vehicle” means ambulance, garage-service vehicle, garage towing and wrecking trucks, fire-department, and police vehicles, responding to emergency calls and when identified as such as required by law.

(K) “Bicycle” means a vehicle propelled by human power which is constructed to travel on not more than three wheels in contact with the ground.

(L) “Truck” means every motor vehicle, except trailers and semi-trailers, designed and used to carry property.

(M) “Trailer” means every vehicle designed or used for carrying persons or property wholly on its own structure and for being drawn by a motor vehicle.

(N) “Semi-trailer” means every vehicle designed or used for carrying persons or property with another and separate motor vehicle so that in operation a part of its own weight or that of its load, or both, rests upon and is carried by another vehicle.

(O) “Commercial tractor” means every motor vehicle having motive power and designed or used for drawing other vehicles and not so constructed as to carry any load thereon except a part of the weight of a semi-trailer, or of its load, or both.

(P) “Bus” means every motor vehicle designed for carrying more than nine passengers and used for the transportation of persons.

(Q) “Pedestrian” means any natural person afoot.

(R) "Operator" means every person who drives, operates, or is in actual physical control of a motor vehicle.

(S) "Police officer" means an officer of the Ohio state highway patrol and every person authorized to direct, control, or regulate traffic, or to make arrests for violations of traffic regulations, on the turnpike.

(T) "Public police officer" means any one of those public police officers referred to in section [5537.16](#) of the Revised Code.

(U) "Person" means every natural person, firm, partnership, association, limited liability company, corporation, trust, estate or legal entity.

(V) "Axle" means the common axis of rotation of one or more wheels, whether power driven or freely rotating, and whether in one or more segments and regardless of the number of wheels carried thereon.

(W) "Axle load" means the gross weight of vehicle and load imposed by any axle upon the road surface.

(X) "Gross weight" means the weight of a vehicle plus the weight of any load thereon.

(Y) "Combined axle load" means the gross weight of vehicle and load imposed by any two tandem axles upon the road surface.

(Z) "Aircraft" means any contrivance, now known or hereafter invented, used or designed for navigation of or flight in the air, excepting a parachute or other contrivance for such navigation used exclusively as safety equipment.

(AA) "Automobile transporter" means any vehicle combination designed and used expressly for the transport of assembled motor vehicles.

(BB) "CFR" means the code of federal regulations.

(CC) "Heavy commercial vehicle" means a motor vehicle in excess of 2-1/2 tons used for commercial purposes such as transportation of goods and wares.

(DD) "License" means the whole or part of any Commission permit, certificate, approval, registration or similar form of permission required by Ohio Turnpike Commission rules.

(EE) "Long combination vehicles" means semi-trailers with triple trailer or long double trailer combinations in excess of ninety feet in length.

(FF) "Service plazas" means service facilities as defined in section [5537.01](#) of the Revised Code.

(GG) "Engine Brake" means engine retarder including, but not limited to, C Brakes, Pac Brakes, Tek Brakes, Jake Brakes, or any other engine retarder utilized by the trucking industry.

(HH) "Unmuffled Engine Brake" means an engine brake that is not equipped with a muffler in good working order, or a motor vehicle with an exhaust system that has been modified to amplify or increase the noise emitted by the muffler originally installed on the vehicle by the manufacturer.

NEW RULE

5537-3-06

(A) Every motor vehicle and motorcycle with an internal combustion engine shall at all times be equipped with a muffler which is in good working order and in constant operation to prevent excessive or unusual noise, and no person shall use a muffler cutout, by-pass, or similar device upon a motor vehicle on the Turnpike. Every motor vehicle and motorcycle muffler shall be equipped with baffle plates.

(B) Except in cases of emergency or extreme weather conditions, no person may operate an unmuffled engine brake on the Turnpike.

Chairman: Do you have anything further Noelle?

General Counsel: I have nothing further Mr. Chairman.

Chairman: I would make one quick comment. Everything that was before us today passed five to nothing, but many of these resolutions have been discussed for a period of time. We changed the policy for disposal of excess personal property, that was an issue that we've been kicking around for a period of time and citizens have been complaining about the jake brakes for a period of time. We've spent the last six, eight months working on that and changing the legislature. So the result is five to nothing, but there's been input and give and take between the Commission Members on these issues. The next staff report is from the Comptroller, Jim.

Comptroller: Good morning Mr. Chairman, Commission Members. You have an update on the traffic and revenue for the first seven of the year. This chart shows the passenger car miles traveled on the Ohio Turnpike over the past two years. Miles traveled by passenger cars in the month of July were 1.2% below the level reached last year and the year-to-date passenger car miles traveled are down 3.2% compared to the first seven months of last year. While commercial vehicle miles traveled have been down slightly for most of this year, they fell 3.7% below last year's levels in the month of June and then rose 2.4% above last year's levels in the month of July. The reason for the fluctuations the last two months is that this June had one less weekday than June 2006 and this July had one more weekday than July 2006. Of course our commercial traffic is much higher during the week and drops off significantly on the weekends. The year-to-date commercial vehicle miles traveled are down 1.0% compared to the first seven months of last year. The American Trucking Association reported that tonnage has been down

11 of the last 12 months on a year-over-year basis and was down a cumulative 2.4% for the first five months of this year. This was attributed to primarily to the slowdowns in the housing and automotive sectors. Despite the decline in traffic, the revenues from passenger cars were up 8.6% in July compared to last year, as a result of the January 1 adjustment in toll rates. Year-to-date revenues from passenger cars are up 6.3% compared to the first seven months of last year. Revenues from commercial vehicles were up 12.3% in July, compared to last year. Year-to-date revenues from commercial vehicles are up 8.3% compared to the first seven months of last year. Total year-to-date toll revenues were up \$7.9 million, or 7.5% in comparison to last year. However, this is lower than we had expected and just barely enough to offset the loss of the \$7.8 million that was received from ODOT during the first half of last year. This final chart shows total year-to-date revenues from all sources for each year this decade. Total revenues as of the end of July were just \$400,000 or 0.3% above those from last year and only 5.8% higher than they were during the first seven months of calendar year 2000. In contrast, the Consumer Price Index has increased by 23.8% over this same time period. That completes my report Mr. Chairman and I will be happy to respond to any questions.

Chairman: Thanks Jim, any questions? My quick comment would be is that whenever you do anything as we did and that was adjust the rates effective the first of the year, it's always a little concerning how people respond and how many vehicles we would lose. I think your comment that the national rate is down about 2% for the first five months. We are at 1% down. I think that tells me we really are not losing vehicles through diversion just that there are less vehicles out there on the road right now. I think we did the right thing when you also look at the chart and you see we are just at the same revenue as we had basically from last year and an insignificant increase for the last seven years versus the CPI increase of 23%. It's hard to go ahead and continue to run on the same monies you had seven years ago. Thank you, appreciate it. Reports from the Financial Advisor?

Mr. Erickson: Yes, I have one today. Mr. Chairman, Members of the Commission, from time to time the rating agencies review credits even when issuers are not issuing debt. Last month, Standard & Poor's called and wanted to update their information and actually prepare another report. I'm happy to report that Standard & Poor's released a report and provided you with a continuation of your AA rating with a stable outlook. Further, this to my knowledge is still the highest rated toll road in the country; clearly one of the highest rated toll roads in the world. I know one of the questions that always comes to mind from you folks and the general public is "Why does it matter if you're not issuing debt?" Well, a couple things. First of all, this is an affirmation of all the good work you folks have done and the administration have done over the years and secondly; while you may not be issuing debt today, within the next two years or so, there may come a time when you have to issue debt. And the fact that you have a stable AA rating out there really will make that acceptance of that debt much, much more favorable. Just a couple points I'd like to make. One of the reasons that were cited in the report why you maintained an AA rating was a fact that you had no exposure to variable rate debt, or derivatives. Right now, you saw what happened the past couple weeks with derivatives, hedge funds and that sort of thing, this is a real positive. So the fact that we didn't do something really was a plus for your rating. I just want to point out that last year in June, Fitch came in and likewise provided an AA rating to you folks as well. We have yet to hear from Moody's. I

suspect that sometime within the next six months to a year we will hear from them as well. Any questions?

Chairman: Thank you. Any questions? Trustee?

Lamb: No report Mr. Chairman.

Chairman: Thank you. General Consultant?

Yacobucci: Mr. Chairman, Commission Members, we've completed all the inspections with the exception of those in construction zones. Those inspections will be done in late fall. All the reports are turned in with the exception of the building report, which is due at the end of this month, that's on schedule and then the annual inspection report is due at the end of September and right now that's on schedule. Any other questions, that's the end of my report?

Chairman: Thank you. Ohio State Highway Patrol, Captain.

Hannay: Mr. Chairman, Commission Members, since our last meeting in July we've had one person killed out west, milepost 26 area. A 62 year old man lost control, went out into the median, struck a guardrail and died as a result of his injuries.

On a better note, last week, as I'm sure you've heard the news that we've seized 11 kilograms of heroine from a vehicle traveling on the Turnpike. That's about two million dollars worth of illegal contraband, so our troopers continue to be diligent and look for criminal activity and make the highway safe. That's my report Sir.

Chairman: Thank you. We have a plan before we adjourn. The next meeting is set for September 17. We're proposing to change the time of that meeting. It is presently set for our normal 10 a.m. and we're proposing to make that a late afternoon meeting that will be at 4 p.m. on September 17. So that meeting will not be at 10 a.m., it will be at 4 p.m. If there's no further business, I'll accept a motion to adjourn until our next meeting which will be September 17 at 4 p.m.

Ms. Teeuwen: So moved.

Mr. Regula: I'll second.

Chairman: You'll second, please call the roll.

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Five yeas, the motion to adjourn is adopted.

Time of adjournment was 10:51 a.m.

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

George F. Dixon, Secretary-Treasurer