

**MINUTES OF THE 448th MEETING OF
THE OHIO TURNPIKE COMMISSION**

February 8, 1999

Pursuant to the bylaws, the Ohio Turnpike Commission met for a meeting in the Administration Building at 682 Prospect Street, Berea, Ohio at 10:07 a.m. on February 8, 1999, with members of the staff: Gino Zomparelli, General Counsel and Deputy Executive Director-External Services; Robert Arlow, Deputy Executive Director-Operations; Rob Fleischman, Assistant Chief Engineer; David Wright, CFO/Comptroller, Pat Patton, Government Liaison Officer, John Mitchell, Director of MIS; Thomas Amato, Assistant General Counsel, Dan Castrigano, Maintenance Engineer; Barbara Lesko and Diane Pring.

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

Ayes: Robert Blair, Dr. Ferris Anthony, Earl W. Williams and Ruth Ann Leever
Nays : None.

The Chairman advised that ODOT representative, Robert Blair is attending today's meeting and is authorized to vote. Mrs. Baker was unable to attend today's meeting. The Chairman also welcomed Mr. Michael J. Koren from the Governor's Office.

We have a number of guests here today and we will ask them to identify themselves: Eric Erickson, Fifth Third/Ohio Co., Mike Schipper, HNTB; Jim Conroy, Walter & Haverfield; Bobby Everhart, URS Greiner; Paul Stubbins, Seasongood & Mayer; Steve Wood, PaineWebber; Howard O'Malley, B & T Express; Claire Moore, League of Women Voters;

John Petty, Nat City Investments; John Lee and Alan Bauccho, A. G. Edwards; Herb Gill, Gladioux Enterprises; Mike Kurey, ARCI; Paul Ash, OSHP, John Feil, Hardee's Food Systems; Paul Scuria, Scuria & Associates; Gil Brinley, Dick Corporation; Dick Boylan, Boylan & Associates; Joe Beavack, Matthew Galatin, and Bob Dougherty Merrill Lynch;, Bob Hudecek, Key Bank; Fred McFall and Tom Travis, Host Marriott; Frank Lamb, Huntington Bank, Paul Komlosi, McDonald Investments, Bob Barnett, Barb Lesko and Diane Pring.

The Chairman said the February 8th, 1999 Meeting was the 448th meeting of the Commission, and we were meeting at the Commission's headquarters as provided for in the Commission's Code of Bylaws. The minutes of the last Commission Meeting of December 14, 1998, has been distributed to the members for their comments, and she would accept a motion for their adoption without reading.

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

Ayes: Dr. Anthony, Mr. Williams, Mr. Blair and Mrs. Leever.

Nays: None.

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

The Chairman advised that various reports will be received and the Commission will act on a resolution, a draft copy of which has been previously sent to the members and an updated draft is also in the Members' folders. She said the resolutions would be explained during the appropriate reports.

The Chairman said, if there were no questions, the report of the Assistant Secretary-Treasurer, Mr. Plain, would be received.

Mr. Plain said the following listed items had been sent to the Members since the last regularly scheduled meeting of the Commission on December 14, 1998:

1. Weekly Traffic Statistics to January 2, 1999
2. Draft of Commission Meeting Minutes of December 14, 1998.
3. Traffic and Revenue Report, November and December 1998
4. Financial Statement, November and December 1998
5. Investment Report, November and December 1998
6. Traffic Accident Summary Report, November and December 1998 and year ending December 31, 1998
7. Budget and Expense Report 12 Months 1998
8. Litigation Report Six-Month Period Ending December 31, 1998
9. Various News Releases

The Chairman inquired whether Mr. Plain had a report on Budget & Finance. Mr. Plain said he had no report, but asked David Wright if he had any comments. Mr. Wright stated that the Commission is in the process of completing its year-end audit with PricewaterhouseCoopers. The closing meeting is scheduled for Friday, February 12, 1999 and he anticipates having the CAFR (Comprehensive Annual Financial Report) out by the deadline of April 1st to the Governor's Office which is on track and on schedule.

The Chairman inquired if there was a report on the service plazas, and Mr. Plain advised that we can cover that under Mr. Arlow's construction report. We miss Senator Gaeth giving his report.

The Chairman then asked Mr. DiPietro for his report on Employee Relations.

DiPietro: We have had approximately 11 sessions with representatives of the bargaining unit over the past several months. On January 29 – close to midnight that evening we reached a tentative agreement on the full-time agreement. We had a joint session with the part-time representatives and also reached a tentative

agreement on that. I'm sure the details on the tentative agreement will be discussed when we break into an executive session at some point – later today. That's been the Employee Relations activity for the past couple months.

Leever; We'll have our report from our Executive Director, Mr. Plain.

Plain; Thank you, Madame Chairman. I'd like to pass one of these photos around at this time. I'd like to talk about the service plazas and Bob will get into that later on. Our Engineering staff took three digital photos and put them together so we could see what the new Travel Centers look like. One photo was sent to the Commission Members and the others to the attendees. Mr. Plain said we could make more copies if anyone needs one. People that came in from the west today – this is Commodore Perry plaza which is furthest along. I'll let Bob get into the details later on. We also have available the Ohio Turnpike Commission 1999 Major Construction Map in all of the Members' folders. If anyone present would like a copy of this, please see Bob Barnett and we will mail you a copy.

I have a resolution in my folder – I'm not used to seeing such a small number, but I'm sure we'll heat that up a little bit later on this year. The next meeting we'll have more construction projects to award. Bob will probably cover that also in his report.

The resolution I'd like to present relates to two bridge projects, Contract 43-98-04 and 43-98-05 – for the reconstruction of US 62/S.R. 46 Bridge at Milepost 225.2 and rehabilitation on the Gibson Road Bridge at Milepost 223.9 in Mahoning County. That's under one contract. Attached is that a bid tabulation of the bids received in response to the subject invitation. There were 6 bids received. The bids ranged in price from \$1,799,687 from the low bidder all the way up to \$2,182,914.30 from the high bidder. As you can see, the bids were very tight. The bid was also under the engineer's estimated cost for the construction of this project. I will read the Resolved:

“RESOLVED that the bid of **SODA Construction Company** of Niles, Ohio, in the amount of \$1,799,600.87, for the performance of Contract No. 43-98-04/43-98-05, 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 other bidders of their bid security, when appropriate, and (3) to take any and all action necessary or proper to carry out the terms of said bid and of said contract; and

FURTHER RESOLVED that Project No. 43-98-04/43-98-05 is designated a System Project under the Commission’s 1994 Master Trust Agreement.”

After you have had a chance to review these bids, I would ask for a motion and a second for the adoption of this resolution.

Anthony: So Moved.

Williams: Second.

Roll: Dr. Anthony-yes, Mr. Williams-yes, Mr. Blair-year, Mrs. Leever-yes.,

Plain: The resolution is adopted. That takes care of the resolution which I had. Does anyone have any questions?

I would like to say that the people that served on the negotiating team – a number of them are here today. They did an outstanding job and it was a very difficult job. The number of meetings that were held because of some unpreparedness often times by people on the other side. It was a difficult and slow process, but a very, very important one. I know they will get into the terms of this later, but it took a lot of staff time at really a busy time for our staff. We are getting ready to put together the contract for concession bids for the travel centers we have under construction and also have to get ready for the next set of plazas that we will be bidding out?

Leever: That’s 4 more?

Plain: We are looking at four and we’ll see how the timing which is critical and whether they are at the same time has to be determined yet. We’ll be meeting with project managers, construction managers to go over all the details. We already

met with the staff. As I indicated on several occasions previously, believe me, it coming to fruition. It's probably the most difficult project that I have ever been associated with in 39 years of public service. Very complicated, very important to the Commission and we want to make sure that we take our time and do it right. The problem of having a lot of staff tied up in negotiations was kind of difficult and they have done a tremendous job in dealing with they were out to 12:00 one night and then come back in and go over some of the other business things. To the team – my congratulations for a job well done. A lot of time it doesn't get recognized. We do have a small staff and everybody works together and is probably working on everything at the same time. For the record, I wanted to say what a nice job they did.

Leever; Thank you, I think I echo your thoughts. Most people I don't think realize what a small staff we actually have here and how each person has a great deal of responsibility. It would be easier if we had a larger staff but obviously we don't. So we do very well with the staff we have – an excellent job.

Mr. Arlow, we'll call on you for your report.

Arlow: We have a couple of ongoing construction projects presently – two third-lane projects right now between MP 111 and 120 that will continue for the rest of this year and will be completed later this fall. We have a number of mainline bridge projects that started last year and will be completed this year. We have two pair of service plazas under construction right now which are progressing. The first two-to-three weeks of January did not help our construction and put us a little behind, but hopefully we will be able to pick up some of that time up later this spring. As you can see on the maps that were distributed, we have three resurfacing projects that will be done this year including a small third-lane project which will be bid later this month. We will have one mainline major bridge project hopefully ready for bidding later this summer as well as the Cuyahoga River Bridge. Also, there are two interchanges which we are waiting for federal

permits – the I-77 tie-in and the SR 58. Hopefully, later this spring, before summer, we hope to have those permits and ready for bidding.

Leever: The EPA gave us the go-ahead didn't they, Bob?

Arlow: Yes, on both projects we have the EPA permits but we are waiting for the federal permits.

Leever: It's amazing to me on this map. It looks like such a short distance from Milepost 159 (where we are) down to Archbold. It doesn't look very far. It's a little further in the snow and sleet. Do we have a report from Frank Lamb today?

Lamb: No report, Madame Chair.

Leever: Thank you, Mr. Arlow – I'm sorry. Capt. Ash?

Ash: Thank you Madame Chairman. I would like to comment on 1998 for just a moment. We have a significant reduction in crime at the service plazas – not just because four were closed. I think the overflow went into the other plazas, but due to some programs, we did have a major reduction in crime at the service plazas. Again, we had a 8% reduction in crashes last year as we had in the past two years and that's because of the third-lane and some good weather, I'm sure. Service to patrons was up 7% last year. It was 8% the year before. So our service continues to improve and our crashes continue to reduce. January was not good, but we'll talk about that next January.

Leever: We'll talk about that in the year 2000, OK? Thank you.
Our general consultant, Bobby Everhart?

Everhart: The toll revenue for 1998 final was slightly ahead of forecast – about 2 % - fortunately. This was due primarily to the very strong showing of passenger cars (Class 1) traffic which in turn can be attributed to the very low fuel prices.

Leever: That's the kind of report we like to hear. Thank you.
And General Counsel?

Zomparelli: Thank you, Madame Chair. I have no report other than I would like someone from the Commission to make a motion to go into executive session so we can discuss the terms of the tentative agreement we reached with both our full-time

and our part-time bargaining unit employees if the Commission desires us to go at the appropriate time. I have no further report.

Williams: I move that we adjourn this meeting to hold an Executive Session in order to discuss, prepare and review negotiations and bargaining sessions with the Commission's full-time bargaining unit employees in the Toll, Maintenance and Engineering Departments and its separate negotiations and bargaining sessions with the Commission's part-time bargaining unit employees in the Toll Collection Department concerning their compensation and other terms and conditions of employment.

At the end of such Executive Session, the Commission meeting shall reconvene.

Plain: Is there a second?

Roll: Mr. Williams-yes, Dr. Anthony-yes; Mr. Blair-yes; Mrs. Leever-yes.

Leever: Mr. Zomparelli reminded me that there will be no further business when we reconvene so you are most welcome to stay, but we just wanted you to know that we will be adjourning when we return. (Time: 10:30 a.m.)

Leever: We are re-convening (11:30 a.m.) per the motion that was adopted. I need a motion to adjourn until March 8th – our next meeting.

Roll: Mr. Williams-yes; Dr. Anthony-yes, Mr. Blair-yes; Mrs. Leever-yes.

Plain: The meeting is adjourned.

Informal Discussion re: Future Meeting(s) in March:

Leever: Now that we are adjourned, do you have any idea about the April meeting yet?

Zomparelli: We might need a second meeting in March.

Plain: We might have the second Monday in April, but because of the timing on the construction awards and also the Travel Center concessionaire awards for the buildings that we are doing and trying to set up things like steel, we're trying to put all that together—maybe a separate meeting – I can't give you a definite date

until we talk to Engineering and have another meeting with our construction manager which we expect to do shortly.

Leever: When will we be going out for bids for operations?

Zomparelli: We are working on that now, and we are waiting for the construction manager to give us some specific build-out information for the concessionaires.

Plain: We don't know how much time it's going to take when we get the basic portion so the restaurant people can come in and build out their individual concessions. That's why we are thinking about late-March.

Leever: A Special meeting in March? You will let me know as soon as you know, right?

Plain: It's a very difficult process even if everything goes right. It hasn't all gone right. It complicates it.