

MINUTES OF THE 537th MEETING OF THE OHIO TURNPIKE COMMISSION

October 15, 2007

Chairman: Good morning, it's 10:00 a.m. the meeting will come to order. 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. Kidston: Here

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Here

Assistant Secretary-Treasurer: That's all we have in attendance this morning Mr. Chairman.

Chairman: Thank you. The Lieutenant Governor's Office and OBM called and they will not have a representative here and we do not anticipate anybody from the Senate or the House of Representatives. We have a number of guests here today and in keeping with past practices, I'd like everyone to introduce themselves. We'll start with Mr. Steiner:

Those in attendance: Jim Steiner, CFO/Comptroller, Ohio Turnpike Commission; Eric Erickson, Fifth Third; Heidi Jedel, Ohio Turnpike Commission; Jennifer Diaz, Ohio Turnpike Commission; Kathy Weiss, Director of Contract Administration, Ohio Turnpike Commission; Dave Miller, Director of Audit and Internal Control, Ohio Turnpike Commission; Don Glosser, Crawford; Joshua Burkes, HNTB; Tony Yacobucci, HNTB; Tim Ujvari, Maintenance Engineer, Ohio Turnpike Commission; Tim Wilschetz, Morgan Stanley; Strafford Shields, Morgan Stanley; Matthew McAuliffe, PNC; John Lee, J. P. Morgan; Mark Fisher, A.G. Edwards; Matthew Stuczynski, National City; Frank Lamb, Huntington Bank; Sherri Warner, Ohio Trucking Association; Glen Stephens, G. Stephens; Lauren Hakos, Ohio Turnpike Commission; Steve DeLong, Local 18.

Chairman: Thank you. This is the 537th meeting of the Ohio Turnpike Commission. We are meeting here at the Commission's headquarters for a regularly scheduled 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. Can I have a motion to adopt the minutes of the September 17, 2007 Commission Meeting?

Mr. Dixon: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Please 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. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Five yeas and the minutes are approved.

Chairman: Thank you. If there are no questions, we will proceed with the report of the Secretary-Treasurer.

Secretary-Treasurer: Good morning Mr. Chairman. The following items have been sent to the Members since the last scheduled meeting of the Commission on September 17, 2007. They are:

1. Minutes of the September 17, 2007 Commission Meeting

2. Traffic & Revenue Report, September, 2007
3. Total Revenue by Month and Year, September, 2007
4. Investment Report, August, September, 2007
5. Financial Statement, September, 2007
6. Traffic Crash Summary Report, September, 2007
7. Budget report, nine months 2007
8. Cleveland Indians beat Boston 2007
9. Cleveland Browns won, 2007
10. The Buckeyes are Number 1.

Chairman: It doesn't get any better than that.

Secretary-Treasurer: That concludes my report.

Chairman: One additional comment and I think some of us are aware, that the Regional Transit Authority was named the best large transit system in the United States and Mr. Dixon is the President of that organization and I think that's reflective of the good job he does in the position.

Secretary-Treasurer: Thank you, that was kind. Thank you very much.

Chairman: Does anyone have any questions for the President of the best transit system in the United States? Thank you Mr. Dixon.

Secretary-Treasurer: Thank you Mr. Chairman.

Chairman: Executive Director.

Executive Director: Thank you Mr. Chairman. I do not have a report today, but the Ohio State Highway Patrol is unable to be here. The Ohio State Highway Patrol is conducting Civil Disturbance Training today at this very moment. Due to this training, it is important for Captain Hannay to be there making it impossible for him to attend today's Commission Meeting. The Captain has asked me to present his report.

Chairman: Please.

Executive Director: Unfortunately, there have been two traffic fatalities that have occurred since the last Commission Meeting. The first occurred on September 28, 2007 near

Milepost 33 at approximately 3:00 a.m. A female driver, age 42, pulled to the right berm, exited her vehicle and a short time after that was struck and killed by a semi. It appears that she was in the right lane when struck, her vehicle did not sustain any damage. She was traveling from Wisconsin pulling a small trailer. The semi that struck her failed to stop and to this date has not been located.

The second fatality occurred on October 8, 2007, at 3:30 p.m., a 33 year old woman driving the wrong way, westbound, in the eastbound lanes was struck by a commercial vehicle and killed. There were no reports received of the wrong way driver prior to the crash. Based on this information, it is suspected she got on to the Turnpike at State Route 49, and a little ad lib from the report here, that's the free interchange, so there are not any toll booths at that particular location, that's about two miles into Ohio, so it is possible to enter the Turnpike going the wrong way, and entered the Turnpike going west in the eastbound lanes. This, by the way, oh it's already here and says this is the "free" interchange in Williams County, so there are no toll facilities. Her four year old child was injured and taken by helicopter to Fort Wayne, Indiana for treatment. We have learned the deceased had recently moved from Florida to Chicago, Illinois and had some belongings in a storage facility in the Montpelier area.

Both crashes involved commercial semis, however, in both cases the trucks were not at fault.

We have 12 fatalities for the year. This is up from last year's total where we had just eight fatalities for the entire year. The Ohio State Highway Patrol have put some high visibility enforcement programs in place to impact the final months of this year to hold the line.

Also worth noting, the Ohio State Highway Patrol Criminal Patrol Units seized \$173,090 in cash last Wednesday afternoon at Milepost 49 west of Interstate 75. The cash was sealed in food saver bags in an ice chest in the rear area of a minivan.

That concludes the Captain's report.

Chairman: Thank you. Chief Engineer, Dan.

Chief Engineer: Thank you Mr. Chairman.

Chairman: Oh, excuse me I am sorry.

Mr. Dixon: I'm sorry, just a quick question. Do we have any comparative information as far as how we compare with other turnpikes as far as fatalities?

Executive Director: Sure Mr. Dixon, I don't have it at my fingertips, but we do get some annual reports from other toll roads and we can dig through that and provide some information. We do know that our numbers generally were in the range of .3, .4 and maybe .5 fatalities per one hundred million miles, that's less than half of the national average.

Mr. Dixon: That's what I am looking for.

Executive Director: I am mixing all interstates and rural type roads, not just toll roads. I have seen some, Dan may be able to help, Oklahoma and Pennsylvania have had some higher numbers than we have and I've seen some of those.

Chief Engineer: Mr. Chairman and Commission Member Dixon, we do have the annual reports from the adjacent toll roads, Illinois, Indiana, Pennsylvania, we can put that in tabular form.

Mr. Dixon: Okay. I don't want you to do a whole lot of work on this, I am just curious because you know, I am looking at last year and I can say hey we are bad, we are worse than last year, but comparatively that may be good. One is too many.

Executive Director: If I may Mr. Chairman, last year was for all practical purposes almost the best year in the history of the Turnpike.

Mr. Dixon: Really.

Executive Director: The number of fatalities was only exceeded, or was less in one of the very early years, back in the '50s when obviously traffic was dramatically lower. Our percentage, the figure .3 per hundred million miles again was one of the lowest numbers almost in the history of the Turnpike. I hate to talk about normal, at the number we are at now, depending on how the rest of the year goes is a little more normal, but .4, .5, and .6 is about the range we have had about the last decade or so. Dan might want to comment on that.

Chief Engineer: Mr. Chairman and Commission Member Dixon, I do know that at the State Highway Patrol they have a goal of one per hundred million vehicle miles, they have not reached that yet in the state, so that's their goal to get down to one.

Executive Director: We are .3, .4 maybe .5 depending on how the year goes.

Mr. Dixon: Thank you.

Chairman: We also had some unusual ones, we had a number of fatalities that were pedestrians.

Executive Director: That's correct.

Chairman: We had the person that was at the toll booth, who was walking back and the person that was at a local bar, was inebriated.

Executive Director: If I may expound on what the Chairman said, one of the fatalities this year was someone who was not a driver, the person left a bar, hopped over a

fence that separates the Turnpike, ended up trying to cross the Turnpike and obviously the person was under the influence walking, that person was struck. Another one was that apparently someone was driving, who might have been intoxicated, and had a breakdown. They walked back to the toll facility and the supervisor asked them to stay until the Highway Patrol would come help them out, but of course, they didn't want the Highway Patrol coming because they were intoxicated, and ended up walking away. Well there was no way our supervisor could restrain them and that person was struck. Even one of these two here, it's believed that the person may have had a pet in the car and we are thinking that the cat, it was a cat because there was food and a, I guess, a little bed or blanket in the car, so we are thinking that maybe when they opened the door the pet escaped and the person ran out onto the road to try and get their pet and this may be how that happened. So, we've got two or three this year over last year's number that are really very unusual.

Mr. Dixon: Okay, thank you.

Chairman: Thank you. We'll move to resolutions. Dan.

Chief Engineer: Thank you Mr. Chairman. I have three resolutions for your consideration this morning. The first is awarding Invitation No. 4077 for furnishing eight current model cargo vans. This project was on the '07 Capital Budget. The Commission may recall that in August when we purchased 35 pick-up trucks I advised the Commission of the authority that the Department of Administrative Services was given by the Ohio Revised Code for the management of all vehicles, up to 12,000 in gross vehicle weight. These vehicles do fall under that category. We have received authority from the Department of Administrative Services to replace these vehicles. We received four bids in response to the Invitation. The low bid was submitted by White Allen Chevrolet of Dayton, Ohio. However, this bid did not meet the specifications due to the fact that the rear and side windows furnished in these vehicles were non-operating. In other words, they did not open. The apparent second low bid was submitted by Whiteside Chevrolet Olds, Inc. of St. Clairsville, Ohio in the total amount of \$159,920.00, at a unit cost of \$19,990.00. It should be noted that the unit cost is only \$90.00 more in the apparent low bid that is being rejected. The eight current vans that we have will be disposed of in accordance with the Commission's disposal policy that was also approved in August of this year. If the General Counsel would please read the resolved.

General Counsel: RESOLVED that the bid of **White Allen Chevrolet of Dayton, Ohio** is deemed not responsive and not responsible and is rejected; and

FURTHER RESOLVED that the bid of **Whiteside Chevrolet Olds, Inc. of St. Clairsville, Ohio** in the amount of \$159,920.00 under Invitation No. 4077 is, and is by the Commission deemed to be the lowest responsive and responsible bid received, and is accepted, and the Chairperson and Executive Director, or either of them, is hereby authorized: (1) to execute a Contract in the amount of **\$159,920.00** 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 Whiteside Chevrolet

Olds, Inc. has entered into a Contract; and (3) to take any and all action necessary to properly carry out the terms of said Contract.

FURTHER RESOLVED that the Commission's Executive Director and Purchasing Manager are authorized to proceed with the disposal of the eight (8) cargo vans 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?

Ms. Teeuwen: Second.

Chairman: Questions or discussion on the resolution before us? Please call the roll.

Assistant Secretary-Treasurer: Mr. Dixon

Mr. Dixon: Yes

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

Assistant Secretary-Treasurer: Mr. Balog

Mr. Balog: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Mr. Regula

Mr. Regula: Yes

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

RESOLUTION NO. 43-2007

Resolution Concerning Award of Contract Pursuant to Invitation No. 4077 Purchase of Eight (8) Current Model, Full Size Cargo Vans and the Disposal of Eight (8) Existing Cargo Vans

WHEREAS, the Commission has advertised for bids under Invitation No. 4077 for the purchase of eight (8) current model, full sized cargo vans to the Commission under Invitation No. 4077; 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 authorized the Commission to proceed with the proposed purchases of the eight (8) cargo vans via a separate Invitation because the vehicles, as specified, are not available under ODAS State Term Contract; and

WHEREAS, the expenditures of the Commission for the purchase of the eight (8) cargo vans under Invitation No. 4077 will 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. 4077, 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 the apparent low bid was submitted by **White Allen Chevrolet of Dayton, Ohio** in the total amount of \$159,200.00 (with unit prices for the vans totaling \$19,900.00 each), however, this bidder’s bid did not meet the specifications requiring that the side and rear window be capable of opening and, therefore, is non-responsive and cannot be considered for award; and

WHEREAS, the Maintenance Engineer further reports that the second low bid was submitted by **Whiteside Chevrolet Olds, Inc. of St. Clairsville, Ohio** in the total amount of **\$159,920.00** (with unit prices for the vans totaling \$19,990.00 each), and that this bidder proposes to furnish the cargo vans in accordance with the Commission’s specifications; and

WHEREAS, the eight (8) existing cargo vans identified for replacement shall be disposed of in accordance with the Commission’s Property Disposal Policy; and

WHEREAS, the Commission has been advised by its Director of Contracts Administration that the low bidder, White Allen Chevrolet, failed to sign the Bid Guaranty as principal and also failed to properly sign and have notarized the Bidder's Affidavit, and coupled with its failure to propose a cargo van that meets the Commission's specifications, the bid is not responsive and not responsible and, therefore, should be rejected; and

WHEREAS, the Commission has also been further advised by its Director of Contracts Administration that all bids for Invitation No. 4077 were solicited on the basis of the same terms, conditions and specifications, that the bid of Whiteside Chevrolet Olds, Inc. 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 White Allen Chevrolet be rejected and that a Contract in the amount of \$159,920.00 be awarded to Whiteside Chevrolet Olds, Inc.; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the bid of **White Allen Chevrolet** of **Dayton, Ohio** is deemed not responsive and not responsible and is rejected; and

FURTHER RESOLVED that the bid of **Whiteside Chevrolet Olds, Inc.** of **St. Clairsville, Ohio** in the amount of \$159,920.00 under Invitation No. 4077 is, and is by the Commission deemed to be the lowest responsive and responsible bid received, and is accepted, and the Chairperson and Executive Director, or either of them, is hereby authorized: (1) to execute a Contract in the amount of **\$159,920.00** 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 Whiteside Chevrolet Olds, Inc. has entered into a Contract; and (3) to take any and all action necessary to properly carry out the terms of said Contract.

FURTHER RESOLVED that the Commission's Executive Director and Purchasing Manager are authorized to proceed with the disposal of the eight (8) cargo vans identified for replacement by the Commission's Maintenance Engineer in accordance with the Commission's Property Disposal Policy.

Chief Engineer: Thank you. The second resolution is authorizing the Executive Director to modify the current contract for HVAC repair services pursuant to Invitation No. 3998. In January of 2005, the Executive Director issued a contract to Wadsworth & Associates, Inc. of Perrysburg, Ohio for the performance of preventive maintenance,

inspection and programming to our Invensys HVAC controls. At the time, it was estimated that the annual expenses would be approximately \$48,500.00 per year. The Contract did have two 1-year extensions, which were exercised. The current contract expires on January 2, 2008. The Purchasing Department is currently going through the procedure to re-bid the contract for a new bid after the first of the year. It's looking like right now that we will slightly exceed the Director's authority. It is estimated that expenditures over the entire three year period will be approximately \$180,000.00, which exceeds the Executive Director's authority. Therefore, we are coming back to the Commission to request authority to amend the contract. If the General Counsel would please read the resolved.

General Counsel: RESOLVED that the Executive Director is authorized to incur additional expenditures beyond \$150,000.00, as deemed appropriate, for the purchase of additional HVAC services from Wadsworth & Associates in accordance with the terms of the Contract resulting from Invitation No. 3998, as such needs are dictated during the remainder of the Contract term, through January 2, 2008; and

FURTHER RESOLVED that the Executive Director of the Ohio Turnpike Commission shall report to the Commission at a subsequent Commission Meeting as to the total additional amount expended for HVAC services under Invitation No. 3998.

Chairman: Motion to adopt?

Mr. Dixon: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Questions or discussion on this particular resolution? Please 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 and the resolution is adopted.

RESOLUTION NO. 44-2007

Resolution to Increase Executive Director's Authority to Purchase Additional HVAC Repair Services under Invitation No. 3998

WHEREAS on January 3, 2005, the Executive Director, pursuant to his contracting authority in accordance with Commission Bylaws, executed a Contract with **Wadsworth & Associates, Inc. ("Wadsworth")** of **Perrysburg, Ohio** for the performance by that firm of the work required under Invitation No. 3998; and

WHEREAS, the work includes preventive maintenance, inspection, programming, upgrade installation and repair services for Invensys HVAC controls and associated components located at various Turnpike locations, and estimated expenditures under the Contract were approximately \$48,500.00 per year; and

WHEREAS, the Contract contained two (2) one-year options for renewal and is in its second and last renewal term with scheduled expiration on January 2, 2008; and

WHEREAS, the Commission's Maintenance Engineer has recently advised that, during this current Contract renewal period, the Commission has already spent more than \$10,000 beyond the established purchase order amount for the entire Contract due to unforeseen HVAC servicing needs at various Commission facilities; and

WHEREAS, at approximately \$160,000.00, expenditures under the Contract with Wadsworth now exceed the Executive Director's \$150,000.00 contracting authority as established by the Commission's Bylaws, and in accordance with Article V, Section 1.00 of said Bylaws, Commission action is necessary for the continuation of such Contract; and

WHEREAS, although the time prior to final expiration of the Contract is now short, it is anticipated that the Commission will likely require additional services from Wadsworth for Invensys HVAC controls, and, therefore, the Maintenance Engineer is requesting and recommending that the Executive Director be granted the authority by the Commission to expend the additional funds necessary through the end of the Contract term, which he estimates at an additional \$20,000.00 for a total of \$180,000.00; and

WHEREAS, the Purchasing Department will conduct the appropriate bidding process for said HVAC services or look to procure said services through a not-as-yet approved Ohio Department of Administrative Services state term contract once the Contract for Invitation 3998 has expired; and

WHEREAS, the Executive Director concurs with the recommendation of the Maintenance Engineer; and

WHEREAS, the Commission has duly considered said recommendations and desires to delegate authority to the Executive Director to expend the dollars beyond his \$150,000.00 contracting authority for any needed HVAC services at Commission facilities through the end of the Contract term with Wadsworth, through January 2, 2008.

NOW, THEREFORE, BE IT

RESOLVED that the Executive Director is authorized to incur additional expenditures beyond \$150,000.00, as deemed appropriate, for the purchase of additional HVAC services from Wadsworth & Associates in accordance with the terms of the Contract resulting from Invitation No. 3998, as such needs are dictated during the remainder of the Contract term, through January 2, 2008; and

FURTHER RESOLVED that the Executive Director of the Ohio Turnpike Commission shall report to the Commission at a subsequent Commission Meeting as to the total additional amount expended for HVAC services under Invitation No. 3998.

Chief Engineer: Thank you Mr. Chairman. The final resolution this morning is for Project No. 71-07-01, which is for design/engineering and consulting services with DLZ Ohio, Inc. On November 30, 2006, we issued a RFP for architectural/engineering services for rehabilitation and renovation for the lower level of the Administration Building. This is the last phase to the ongoing renovations to the building that we have been doing over the last four or five years. This area will also convert some existing storage space in the basement to a new office area that will house our customer service center for our electronic toll collection system of which we are currently working on. We received four responses in response to the request for proposals. We issued a preliminary design service contract with DLZ in the amount of \$34,894.00 to proceed with preliminary design. DLZ then submitted a final design fee on September 14th in the amount of \$138,272.00 to do the final design and plan specifications for the project. The total amount spent will be over \$150,000.00 therefore, we are requesting the Commission's approval. If the General Counsel would please read the resolved.

General Counsel: RESOLVED that the Commission concurs that **DLZ Ohio, Inc. of Cleveland, Ohio** is most qualified to perform the services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute the amendment to the previously awarded Architectural/Engineering Design and Construction Administration Services contract with DLZ Ohio, Inc., all in accordance with the terms and conditions of the Commission's Request for Proposals and its responses thereto.

Chairman: Motion to adopt?

Ms. Teeuwen: So moved.

Chairman: Is there a second?

Mr. Dixon: Second.

Chairman: Questions or discussions on this contract?

Mr. Kidston: Dan, how much do we anticipate for this contract total?

Chief Engineer: Mr. Chairman and Commission Member Kidston, the budget figure for this is approximately one million dollars and that will be on the '08 Capital Budget that I will present later this year.

Chairman: Any more questions? Please call the roll.

Assistant Secretary-Treasurer: Ms. Teeuwen

Ms. Teeuwen: Yes

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: Five yeas and the resolution is adopted.

RESOLUTION NO. 45-2007

Resolution Authorizing Amendment to Contract for Architectural/Engineering Design and Construction Administration Services To DLZ Ohio, Inc. (Project No. 71-07-01)

WHEREAS, on November 30, 2006, the Commission published notice of its Request for Proposals ("RFP") for Project No. 71-07-01 seeking Architectural/Engineering Design and Construction Administration Services relating to rehabilitation and renovation of the lower level of the Commission's Administration Building, located at Milepost 159.4 in Berea, Ohio; and

WHEREAS, the Commission issued its RFP for Project No. 71-07-01 on December 22, 2006 to the four (4) firms that had timely expressed interest in the Project with responses due on January 16, 2007; and

WHEREAS, the Commission's Engineering staff reviewed and ranked the proposals submitted and deemed that the response to said RFP from **DLZ Ohio, Inc. of Cleveland, Ohio** ("DLZ") was the best proposal in terms of technical content; and

WHEREAS, the fee proposal submitted by DLZ for Phase I preliminary design services dated February 27, 2007, in the total not-to-exceed amount of **\$34,894.00**, was deemed to be reasonable and acceptable by the Chief Engineer and, as a result, a Contract for Phase I Preliminary Design Services was awarded to DLZ; and

WHEREAS, DLZ has now submitted a fee proposal dated September 14, 2007, in the total not-to-exceed amount of **\$138,272.00**, for Phase II Final Design/Plan Preparation services, which has also been deemed to be reasonable and acceptable by the Chief Engineer who, therefore, recommends that the Contract awarded to DLZ be amended to add the Phase II services; and

WHEREAS, as the total Contract amount shall now be in excess of the \$150,000.00 spending authority granted the Executive Director under the Commission's Bylaws, the Contract amendment to perform the Phase II Final Design/Plan Preparation services requires Commission approval; and

WHEREAS, the Commission has been advised by its Director of Contracts Administration that said RFP selection process and the selection of DLZ conformed with the requirements of Ohio Revised Code Sections 153.65 to 153.71; and

WHEREAS, the Executive Director has also reviewed the recommendation submitted by the Chief Engineer and concurs that the proposed amendment of the DLZ Contract to add performance of Phase II Final Design/Plan Preparation services should be approved by the Commission; and

WHEREAS, at the time the construction contract(s) for the rehabilitation and renovation of the lower level of the Commission's Administration Building is/are awarded, the Commission will be requested to authorize DLZ to perform Phase III Construction Administration services for building construction to be performed during said project; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission concurs that **DLZ Ohio, Inc. of Cleveland, Ohio** is most qualified to perform the services required under the above-mentioned RFP, and authorizes the Executive Director and the Director of Contracts Administration to execute the

amendment to the previously awarded Architectural/Engineering Design and Construction Administration Services contract with DLZ Ohio, Inc., all in accordance with the terms and conditions of the Commission's Request for Proposals and its responses thereto.

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

Mr. Dixon: Mr. Chairman, if I may?

Chairman: Yes, sir.

Mr. Dixon: Last month we had a situation when I had asked Dan a question and I kind of handcuffed him and wouldn't let him respond, and Dan, I could tell, was very disappointed that I did not let him respond and he called me later and the reason that he wanted to respond was because I won't say for once, he was actually ahead of me and he shared the same concerns that I had shared and he had actually already started, we were talking about the lack of bids we were getting on some contracts, and Dan had the same concerns and he had already started a process of polling some of the contractors and asked them why we were getting, why they weren't bidding on certain items. So he was ahead of me in the process, so I didn't give him a chance to say that, so I wanted to say it this week and let him know that I really appreciate him calling me and letting me know and I apologize for handcuffing you Dan, you had a chance to give me a one up and I took it away, so I apologize for that.

Chief Engineer: Thank you Mr. Dixon.

Mr. Dixon: Let me say this, I ask a lot of questions of the staff and it's not hidden everyone knows where I am coming from, what I am trying to do and my concerns, Gary you should be proud of your staff because every one of my questions, they may not be able to answer it here, but they respond to them and they send me too many pieces of paper you know to follow-up and say this is this and that is that and I think you have a great operation. So I am always, you know, asking and probing and doing that in public and I never get a chance to thank them for following through, so I just want to publicly thank them for following through in their responses and being receptive to my concerns, and the things that I am trying to do. So I hope that's done now.

Executive Director: Thank you very much.

Chairman: Thank you Mr. Dixon. We all got a memo, you know, based on that and one of the things that I saw is that they posted that information on the website, and I followed up and I suggested to Kathy that even though it's posted and companies should go ahead and continuously check that, I suggested that we go ahead in this day of electronic notifications, electronically notify anybody that may be a potential bidder. I think we all share the same concern that you have and that is we need to get as many bids as possible to get the best price. Dan's concluded, the next would be Noelle.

General Counsel: Thank you Mr. Chairman and Commission Members. I have a proposed resolution for your consideration. The resolution would ratify the Commission's current advertising policy. As you may be aware, the Commission permits limited advertising at limited locations along the Ohio Turnpike in conformity with federal and state requirements. Our current practice and policy as reflected in our agreement with our advertising and marketing consultant allows approximately five categories of advertising along the Ohio Turnpike. As I indicated, currently we only permit advertising at service plazas. We have business logo signs along the Turnpike that advertise services available at the service plazas or at locations immediately off the Turnpike. We allow limited advertising at the toll plazas and we have a brochure program at the service plazas whereby different travel destinations, such as amusement parks, or state parks, or other types of travel destinations, can advertise to travelers on the Ohio Turnpike. We also have a program whereby we sell advertising space on the back of receipts, coupons on the back of our toll receipts that comes out of the data machines. The attached policy, which is attached to the resolution, would essentially ratify our current practice and program. It would allow generally advertising to be sold at these limited locations that (1) provides information about safe, modern and helpful services for the traveler; (2) an environment where families and travelers of all ages will be comfortable spending time while traveling on the Turnpike; (3) information regarding travel and tourism; (4) information regarding motor vehicle safety and financial responsibility; and (5) products and services available to be purchased at the Commission's service plazas, or from businesses in the vicinity of the Turnpike thereby promoting economic development. With your permission Mr. Chairman I will read the resolved.

Chairman: Please.

General Counsel: RESOLVED, that the Commission hereby ratifies the attached Advertising Policy, and

FURTHER RESOLVED, that the Executive Director is authorized to implement and utilize the guidelines established under the policy and to enter into such agreements that are consistent with such policy.

Chairman: Motion to adopt?

Mr. Dixon: So moved.

Chairman: Is there a second?

Mr. Kidston: Second.

Chairman: Questions or discussion? Mr. Dixon.

Mr. Dixon: I know we don't make a whole lot of money off of this, but does the profit from our advertising and promotion go into the general fund?

General Counsel: They do.

Mr. Dixon: They go directly to the general fund. Do you know what, just an idea of what percent of the general fund are we talking about, or a number, a dollar number?

General Counsel: Very small.

CFO/Comptroller: Very small. Mr. Chairman and Commission Member Dixon, the revenue to date from advertising is approximately \$135 million dollars, no \$135,000.00.

Mr. Dixon: Thank you Mr. Steiner.

Executive Director: May I?

Chairman: Sure.

Executive Director: And it also provides us with the receipt tape, it is included in that, so we get that free. Besides the revenue we receive, we don't have to buy receipt paper.

Chairman: Oh, for the coupons?

General Counsel: Coupons.

Mr. Dixon: They pay for the medium that advertisement is going on?

Executive Director: They pay for all of the receipt paper that we need.

Chairman: Questions or comments? Please 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 and the resolution is adopted.

RESOLUTION NO. 46-2007

Resolution Ratifying Advertising Policy

WHEREAS, the Commission is authorized by Section 5537.04(A)(10) of the Revised Code to make and enter into all contracts and agreements necessary or incidental to the performance of its duties and the execution of its powers under Chapter 5537 of the Revised Code; and

WHEREAS, the Commission wishes to continue to enter into agreements that permit advertisements on its property that are consistent with its mission statement and purpose in operating the Ohio Turnpike, and that provide revenue for its operations; and

WHEREAS, the Commission's mission is to provide a user-fee supported highway with sound financial management that provides motorists and travelers with safe, modern and helpful services; and

WHEREAS, the Commission wishes to ratify the advertising policy contained in said agreements and those practices that have been utilized by the Public Affairs and Marketing Department to manage its existing advertising contracts as incorporated into the attached Advertising Policy; and

WHEREAS, the proposed Advertising Policy would continue to permit the Executive Director to enter into agreements that permit advertising at designated locations that provides motorists or travelers that promotes: 1) Safe, modern and helpful services; 2) An environment where families and travelers of all ages will be comfortable spending time while traveling on the Turnpike; 3) Information regarding travel and tourism; 4) Information regarding motor vehicle safety and financial responsibility; and 5) Products and services available to be purchased at the Commission's Service Plazas or from businesses in the vicinity of the Turnpike.

WHEREAS, the Executive Director and General Counsel have recommended that the Commission ratify the attached Advertising Policy in order to ensure the consistent administration of such contracts.

NOW THEREFORE, BE IT

RESOLVED, that the Commission hereby ratifies the attached Advertising Policy,
and

FURTHER RESOLVED, that the Executive Director is authorized to implement and utilize the guidelines established under the policy and to enter into such agreements that are consistent with such policy.

Chairman: Thank you. Mr. Steiner.

CFO/Comptroller: Good morning Mr. Chairman and Commission Members. I have an update on the traffic and revenue for the first nine months of this year. This first chart shows the passenger car miles traveled on the Ohio Turnpike over the past 2 years. Miles traveled by passenger cars in the month of September were 1.6% below the level reached last year and our year-to-date miles traveled are down 2.3% compared to the first nine months of last year. The miles traveled by commercial vehicles in the month of September were 3.2% below the level reached last year and the year-to-date miles traveled are down 1.3% compared to the first nine months of last year. Despite the decline in traffic our revenues from passenger cars were up 8% in September compared to last year due to the January 1 adjustment in toll rates and the year-to-date revenues from passenger cars are up 7.2% compared to the first three quarters of last year. Revenues from commercial vehicles were up 6.2 in September compared to last year and the year-to-date revenues from commercial vehicles are up 8.1% compared to the first nine months of last year. The total year-to-date toll revenues were up \$10.8 million dollars or 7.7% in comparison to the first nine months of last year. However, this is lower than we had expected and is largely offset by the loss of the \$7.8 million dollars that we received from ODOT during the first half of last year. This chart shows our total year-to-date revenues from all sources for each year of this decade. The total revenues as of the end of September were \$3.3 million dollars or 2% above those from last year and only 6.5% higher than they were during the first nine months of calendar year 2000, while the Consumer Price Index has increased by 23.5% over this period. This report shows the actual and budgeted revenues, expenditures, and transfers for the general fund for the first nine months of the year. With the decline in traffic our toll revenues are \$4 million dollars below budget and the concession revenues are \$588,000.00 below budget and our total revenues for the first three quarters of the year are \$3.9 million dollars, or 2.3% below budget. Fortunately, our total expenditures for the first half of the year, including debt service payments, were \$5 million dollars or 4% lower than budgeted and most of these savings were the result of lower than expected liability and health insurance costs, comparatively mild winter weather, which held down snow and ice removal costs, and reductions in full-time toll staffing through attrition. A new accounting rule requires that we accrue our contamination/remediation costs rather than expensing them on a pay as we go basis, and while we are not required to implement this rule until next year, we are planning to use some of these expense savings to cover the estimated \$2.1 million dollars in outstanding remediation costs. After paying our operating expenses and debt service, the balance of the revenue is used to fund our 2007 capital expenditures. That does complete my report Mr. Chairman, I will be happy to respond to any questions.

Chairman: Does anyone have any questions for Mr. Steiner? Thank you very much.

CFO/Comptroller: Thank you Mr. Chairman.

Chairman: Financial advisor, Mr. Erickson?

Financial Advisor: No report today Mr. Chairman.

Chairman: Trustee, Frank Lamb.

Trustee: No report Mr. Chairman.

Chairman: General Consultant.

General Consultant: No report Mr. Chairman.

Chairman: We've previously had the State Highway Patrol report. Does anyone have any questions?

Mr. Kidston: I have one Mr. Chairman. Dan, when do we expect the three lane construction to be completed over in the Toledo area?

Chief Engineer: Mr. Chairman and Commission Member Kidston, that project is currently ongoing and is to be completed by Thanksgiving of this year.

Mr. Kidston: Thank you.

Chairman: Any further questions? Motion to adjourn to our next regularly scheduled meeting, which is on Monday November 19th at 10:00 a.m.

Ms. Teeuwen: So moved.

Chairman: Is there a second?

Mr. Dixon: Second.

Chairman: Call the roll please.

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: Mr. Regula

Mr. Regula: Yes

Assistant Secretary-Treasurer: Mr. Kidston

Mr. Kidston: Yes

Assistant Secretary-Treasurer: Five yeas and the meeting is adjourned.

Meeting adjourned: 10:30 a.m.

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