

EMPLOYEE RECOGNITION AND OTHER AWARDS:

Mr. David Machamer recognized Mr. David A. Wilson, Toll Collector at the Jenks Toll Plaza on the Creek Turnpike, to receive the Division Customer Service Award for the month. Mr. Wilson has been employed with the OTA for three years.

Captain Jack Rosenberg recognized 2nd Lt. Joe Coakley and 1st Lt. Don Stockton as the Troopers of the Month. Lt. Stockton and Lt. Coakley are responsible for coordinating a memorial ceremony and erecting memorial monuments for Troopers Larry Crabtree and Kenny Osborn who were killed in the line of duty on the Turner Turnpike. Trooper Crabtree was shot on April 4, 1977 and Trooper Osborn was struck by a vehicle on July 13, 1978.

NEW BUSINESS:

FINANCE COMMITTEE ITEM(S)

Item 9483. FINANCE CONSENT DOCKET – Consider and vote for approval or disapproval of all or any portion of the Finance Consent Docket as follows:

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|-------|----|---|
| TAB 1 | A. | Consider, take action and vote for the approval or disapproval of the Payment Register for the period of July 1, 2005, to and including July 31, 2005. |
| TAB 2 | B. | Consider, take action and vote for the approval or disapproval to authorize the Director to negotiate an amendment to the TransCore Agreement to include escrowing the toll collection system software source code. |
| TAB 3 | C. | Consider, take action and vote for the approval or disapproval of a written policy designed to establish parameters and goals with respect to potential interest rate swap transactions. |
| TAB 4 | D. | Consider, take action and vote for the approval or disapproval of a written debt policy to establish guidelines and a framework for the issuance and management of the Authority's debt. |

END OF FINANCE CONSENT DOCKET

Ms. Wendy Smith presented this item stating it was reviewed during the Finance Committee. Staff recommended that Items C. and D. of the Consent Docket be amended to replace the word *policy* with the word *guidelines*.

It was moved by Mr. Ken Fergeson and seconded by Mr. Hal Ellis that the Authority approve the Finance Consent Docket as amended.

The motion carried by the following vote:

YES: Leonard, Massey, Ellis, Fergeson, and Riebel

FINANCE ITEM(S) REQUIRING SEPARATE VOTE:

TAB 5 9484. Consider, take action and vote for the approval or disapproval of a request that the Director, or his designee, and the General Counsel be authorized to attend court ordered mediations and/or settlement conferences with full and final settlement authority subject to concurrence by the Authority's Litigation Review Sub-Committee.

Ms. Wendy Smith presented this item stating it was reviewed during the Finance Committee and staff recommended it for approval as presented.

It was moved by Mr. Mike Leonard and seconded by Mr. Ken Fergeson that the Authority approve this item as presented.

The motion carried by the following vote:

YES: Leonard, Massey, Ellis, Fergeson, and Riebel

TAB 6 9485. Consider, take action and vote for the approval or disapproval to adopt a Resolution authorizing the Director to submit an application to the Council of Bond Oversight for provisional and final approval of the refinancing of certain turnpike Revenue Bonds of the Oklahoma Transportation Authority, authorizing the sale of bonds to refinance said bonds by negotiated sale, and authorizing certain actions to be taken to effectuate the above.

Ms. Wendy Smith presented this item stating it was reviewed during the Finance Committee and staff recommended it for approval as presented.

It was moved by Mr. Hal Ellis and seconded by Mr. Ken Fergeson that the Authority approve this item as presented.

The motion carried by the following vote:

YES: Leonard, Massey, Ellis, Fergeson, and Riebel

TAB 7 9486. Consider, take action and vote for the approval or disapproval of a resolution authorizing the issuance of not to exceed \$750,000,000 aggregate principal amount of Oklahoma Turnpike System Revenue Bonds consisting of Refunding Second Senior Revenue Bonds, Series 2005, to be issued at one time or from time to time for the purpose of refunding certain outstanding turnpike revenue bonds.

Ms. Wendy Smith presented this item stating it was reviewed during the Finance Committee and staff recommended it for approval as presented.

It was moved by Mr. Ken Fergeson and seconded by Mr. Hal Ellis that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Leonard, Massey, Ellis, Fergeson, and Riebel

ENGINEERING AND CONSTRUCTION COMMITTEE ITEM(S)

Item 9487. CONSENT DOCKET – Consider and vote for approval or disapproval of all or any portion of the Engineering and Construction Consent Docket as follows:

TAB 8 A. Change Order(s)/Supplemental Agreement(s) – Capital Projects:

| | <u>Project No.</u> | <u>Contractor</u> | <u>Amount</u> | <u>Time</u> |
|----|--|---------------------------------|---------------|-------------|
| 1. | T-MC-87, S.A. #1 Side Gate Toll Plaza at Stroud Turner Turnpike | McMasters Construction, Inc. | \$53,600.00 | 0 Days |

TAB 9 B. Contract Modification No. 1 to Design Engineering Services Contract(s) – Capital Projects:

| | <u>Project No.</u> | <u>Consultant</u> | <u>Service</u> | <u>Amount</u> | <u>Fund</u> |
|----|--|-------------------|--------------------------------------|---|-------------|
| 1. | WR-MC-93 Rehabilitation of Bridge No. 41.54 and Pavement Reconstruction at Big Cabin Interchange Will Rogers Turnpike | FBS, Inc. | Design Survey Geotech TOTAL | NTE \$258,401.75 20,000.00 <u>20,000.00</u> NTE \$298,401.75 | General |

| | <u>Project No.</u> | <u>Consultant</u> | <u>Amount</u> | <u>Fund</u> | |
|--------|--------------------|---|------------------------------------|-----------------|---------|
| | 2. | WR-MC-94 Reconstruction of Bridge No. 79.3 Will Rogers Turnpike | FBS, Inc. | \$7,422.00 | General |
| TAB 10 | C. | Contract Modification No. 2 to Construction Observation and QA Testing Services Contract(s) – Capital Projects: | | | |
| | <u>Project No.</u> | <u>Consultant</u> | <u>Amount</u> | <u>Fund</u> | |
| | 1. | T-MC-80 Side Gate Toll Plaza at Sapulpa Turner Turnpike | Benchmark Construction Services | NTE \$22,260.00 | General |

END OF ENGINEERING AND CONSTRUCTION CONSENT DOCKET

Mr. Eric Strong presented the Consent Docket and stated that it was reviewed by the Engineering and Construction Committee and staff recommended it for approval as presented.

It was moved by Mr. Greg Massey and seconded by Mr. Ken Ferguson that the Authority approve the Engineering and Construction Consent Docket as presented.

The motion carried by the following vote:
YES: Leonard, Massey, Ellis, Ferguson, and Riebel

ENGINEERING AND CONSTRUCTION ITEM(S) REQUIRING SEPARATE VOTE:

TAB 11 9488. Consider, take action and vote for the approval or disapproval of the award of the following contract(s) – Capital Projects:

| | <u>Project No.</u> | <u>Low Bidder</u> | <u>Total Bid</u> | <u>Fund</u> |
|----|---|---------------------|------------------|-------------|
| 1. | IN-MC-27 Pavement Rehab. M.P. 88.0 – 103.91 Indian Nation Turnpike | Glover Construction | \$13,652,638.20 | R.M. |

Mr. Eric Strong presented this item stating that it was reviewed by the Engineering and Construction Committee and staff recommended it for approval as presented.

It was moved by Mr. Mike Leonard and seconded by Mr. Ken Ferguson that the Authority approve this item as presented.

Mr. Ellis urged the Members to consider a vote of no on this item for the purpose of re-bidding this project.

The motion carried by the following vote:
YES: Leonard, Massey, Ferguson, and Riebel
NO: Ellis

| | <u>Project No.</u> | <u>Low Bidder</u> | <u>Total Bid</u> | <u>Fund</u> |
|----|--|-------------------|------------------|-------------|
| 2. | MU-MC-28 Pavement Rehab. M.P. 0.0 – 12.59 Muskogee Turnpike | Duit Construction | \$14,086,891.31 | R. M. |

Mr. Eric Strong presented this item stating that it was reviewed by the Engineering and Construction Committee and staff recommended it for approval as presented.

It was moved by Mr. Greg Massey and seconded by Mr. Hal Ellis that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Leonard, Massey, Ellis, Ferguson, and Riebel

TAB 12 9489. Consider, take action and vote for the approval or disapproval of the following Purchase Request(s) – Maintenance Division:

| | <u>Project No.</u> | <u>Contractor</u> | <u>Amount</u> | <u>Fund</u> |
|----|---|-----------------------|---------------|-------------|
| 1. | UNC-001-05 Diamond Grinding Muskogee Turnpike | Diamond Surface, Inc. | \$744,650.00 | General |

Mr. Eric Strong presented this item stating that it was reviewed by the Engineering and Construction Committee and staff recommended it for approval as presented.

It was moved by Mr. Mike Leonard and seconded by Mr. Hal Ellis that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Leonard, Massey, Ellis, Ferguson, and Riebel

REPORTS:

Item #1. Operating Results

Ms. Wendy Smith stated that the Operations Report had been distributed by the Controller's Division for the month of July 2005. She stated that revenues continue to outpace budgeted projections by about .3% and we continue to underspend our budget.

Mr. Ferguson commented that when he was reviewing the Operations Report, he noticed that some independent tag agencies were doing better than regular tag agencies. He asked if there was any specific reason for that. Mr. Randy Moore stated that the independent tag agencies were mainly mall locations and that they had a higher traffic volume.

Mr. Tomlinson asked if the fuel prices were having an effect on our revenues. Ms. Smith stated there was no evidence at this time; however, since fuel prices had jumped in the last two weeks, she anticipated knowing more after reviewing August and Labor Day weekend revenues.

Item #2. Trustee Report

Mr. Mark McCoy, Bank of Oklahoma, reported that the trustee had reviewed the terms and covenants of the Trust Agreement and the Oklahoma Transportation Trust Fund Accounts. The Authority was in continued compliance with the Trust Agreement for the month of July 2005. There were no exceptions to report. Mr. McCoy commented that on July 1, 2005 the final redemption of the 1966 A & B Bonds was completed. Those bonds had been escrowed by the 1989 Bond Issue, so there was no net cash flow effect to the Authority.

Item #3. Consulting Engineer Report

Mr. Ken Morris of The Benham Companies presented the Consulting Engineer Report for the month of July 2005. Concerning the Trust Requirements, he stated that they had inspected all the turnpike bridges, drainage structures, and pavement for 2005. They have also evaluated bridge ratings and paving conditions for the upcoming Capital Plan. The Draft Annual Report was submitted to OTA staff on July 29, 2005. The Draft Annual Report to Bondholders will be submitted by September 1, 2005. He stated that they had performed plan reviews on all projects advertised for construction and attended several plan-in-hand, pre-bid, and pre-construction meetings.

Concerning the 2004-2006 Capital Plan, there were two projects out for bid. The total dollar amount of awards this year was \$60 million. He stated that the total dollar amount awarded in August was \$28 million and an estimated \$3 million would be awarded in September, which would bring the total to \$91 million under contract by the end of September.

Mr. Morris stated that at the end of July, there were 19 projects remaining in the design phase and six of those projects were scheduled to be awarded by December 2005. They estimate the total awards to be over \$120 million for 2005. There were no exceptions to report.

Item #4. Highway Patrol Report

Captain Jack Rosenberg presented the OHP Report for the month of July 2005. Troopers made 11,264 violator contacts, assisted 2,429 motorists, and investigated 102 motor vehicle collisions with three fatalities reported. The fatalities occurred on the Will Rogers and H. E. Bailey Turnpikes.

Captain Rosenberg stated that Special Emphasis troopers worked 55 shifts on the Turner and Will Rogers Turnpikes and made 804 violator contacts. Turnpike aircraft flew a total of 103 hours during the month of July with 474 enforcement contacts. In addition, troopers dedicated 843 hours toward toll enforcement, which resulted in 120 citations, 1,052 warnings, confiscation of 12 PIKEPASSes, and 43 toll violation letters issued.

Captain Rosenberg reported that the size and weights troopers worked 127 hours on the System with three citations, 17 warnings, 23 inspections, and placement of four commercial vehicles out of service.

Item #5. Director's Report

Mr. Phil Tomlinson commented that there have been several issues related to refinancing a substantial portion of the Authority's debt approved over the last few months. He stated that the Council of Bond Oversight will meet on August 25, 2005 to consider the application that was approved at today's meeting. That meeting will be held at the State Bond Advisor's Office.

ADJOURNMENT:

The meeting adjourned at 11:50 a.m. until September 21, 2005 at 11:30 a.m. at the Oklahoma Transportation Authority, Neal A. McCaleb Building, at 3500 Martin Luther King Avenue, Oklahoma City, Oklahoma.

ATTEST:

Greg Massey
Secretary/Treasurer

Doug Riebel
Chairman