

MINUTES

Oklahoma Turnpike Authority REGULAR MEETING

JANUARY 25, 2022

MINUTES OF THE REGULAR MEETING OF THE OKLAHOMA TURNPIKE AUTHORITY, HELD JANUARY 25, 2022 AT THE OKLAHOMA DEPARTMENT OF TRANSPORTATION COMMISSION ROOM, 200 NE 21ST STREET, OKLAHOMA CITY, OKLAHOMA 73105.

Notice of this Regular Meeting of the Oklahoma Turnpike Authority having been given to the Oklahoma Secretary of State, and public notice and agenda having been posted in prominent public view at the Oklahoma Department of Transportation and on the website of the principal office of the Oklahoma Turnpike Authority, www.pikepass.com, twenty-four (24) hours prior to this meeting, excluding Saturdays, Sundays and legal holidays, all in compliance with the Oklahoma Open Meeting Act.

CALL TO ORDER: Chairman Gene Love called the meeting to order at 10:44 am.

ROLL CALL:

<u>Present:</u>	Mr. John D. Jones
	Ms. Dana Weber
	Mr. Will L. Berry
	Mr. John Titsworth
	Mr. Gene Love
<u>Absent:</u>	Mr. Todd A. Cone

INTRODUCTION OF GUESTS

Chairman Love thanked the guests that attended. The Guest Sign-In sheets from the January 25, 2022 meeting are appended to these minutes.

RECOGNITIONS AND OTHER AWARDS

Mr. Brent Burwell with ACPA presented the Board with a 2021 Excellence in Concrete Pavement Award. OTA won the National Gold Award in the Urban Divided Highway category for the concrete paving of John Kilpatrick Turnpike Extension Project 3 in Yukon, OK. The contractor for the project was Duit Construction Company, Inc., engineered by Poe & Associates and owned by the Oklahoma Turnpike Authority. Mr. T.J. Dill also presented some previous ACPA awards from the years 2018, 2019 and 2020 that had not been previously presented to the Authority due to COVID.

APPROVAL OF MINUTES:

Chairman Love called for approval of the minutes for the Regular Meeting of December 7, 2021. It was moved by Ms. Weber and seconded by Mr. Jones that the minutes be approved as presented.

The motion carried by the following vote:
YES: Jones, Weber, Berry, Titsworth, Love

January 25, 2022

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ITEMS OF BUSINESS:

FINANCE COMMITTEE ITEM(S)

ITEM 880 **Consider, take action and vote for the approval or disapproval of the 2022 Bridge Property Insurance Premium in the amount of \$945,392.03. – Administrative Services Division**

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Jones that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 881 **Consider, take action and vote for the approval or disapproval of the 2022 Property Insurance Premium in the amount of \$264,861.46. – Administrative Services Division**

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 882 **Consider, take action and vote for the approval or disapproval to authorize the Director to negotiate and execute amendments to the Authority's Telecommunications System Development Agreements and such further related agreements with existing telecommunication vendors to make necessary Authority fiber repairs and enhancements for an amount not to exceed \$2,000,000. – Information Technology Division**

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Jones that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 883 **Consider, take action and vote for the approval or disapproval to authorize the Director to negotiate and execute Statements of Work (SOW) related to Information Technology staff augmentation for an amount not to exceed \$7,454,758. – Information Technology Division**

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 884 Consider, take action and vote for the approval or disapproval of a Resolution authorizing a bank revolving line of credit or other short-term bank loans or letters of credit (“Bank Facilities”) in support of commercial paper in a principal amount NTE \$200 million to provide interim financing of certain turnpike projects. – Finance/Revenue Division

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Jones that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 885 Consider, take action and vote for the approval or disapproval of a Resolution authorizing the Director to submit an application to the Council of Bond Oversight for provisional and final approval of the interim financing of certain turnpike projects. – Finance/Revenue Division

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 886 Consider, take action and vote for the approval or disapproval to authorize the Director to negotiate and execute a contract with the selected vendor(s) to provide toll payment mobile application services. – Executive/Innovation Division

Ms. Weber stated the Authority received six proposals in response to its Toll Payment Mobile Application RFP. The Evaluation Team reviewed the proposals and conducted interviews and based on consideration of all proposals has recommended the following pool of Preferred Proposers for its Toll Payment Mobile Application RFP: PlusPass, Uproad and tapNpay. Based on this recommendation, which has been reviewed by the Finance Committee, Ms. Weber motioned that the Authority select a Preferred Proposer pool consisting of PlusPass, Uproad and tapNpay and authorize the Executive Director to negotiate and enter into a contract with PlusPass as the Authority’s first implementation of its first Mobile Payment Application. Further, after a successful and monitored implementation of the PlusPass Mobile Payment Application, the Authority will consider other identified Preferred Proposers for additional discussion and possible contract negotiation. It was moved by Ms. Weber and seconded by Mr. Jones that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 887 Consider, take action and vote for the approval or disapproval of the Payment Register for the months of November and December 2021. – Comptroller Division

Ms. Weber presented this item stating it had been reviewed by the Finance Committee and staff recommended approval as presented. It was moved by Ms. Weber and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ENGINEERING AND CONSTRUCTION COMMITTEE ITEM(S)

ITEM 888 Consider, take action and vote for the approval or disapproval of the following Change Order(s)/Supplemental Agreement(s) – Construction Division:

	<u>Project No.</u>	<u>Contractor</u>	<u>Amount</u>	<u>Time</u>
1.	EOC-2443A, CO #7	Haskell Lemon Construction	\$45,390.23	0 Days
2.	EOC-2454B, 2455 & 2474B, CO #9, SA #7	Haskell Lemon Construction	(\$1,471,859.93)	0 Days
3.	EOC-2465, CO #3	Manhattan Road and Bridge	(\$336,649.38)	0 Days
4.	EOC-2490, CO #3	Midstate Traffic Control, Inc.	\$7,980.00	0 Days
5.	GCT-2500, SA #15	Gilcrease Developers, LLC	\$31,729.24	0 Days
6.	HEB-MC-67A, SA #1	Haskell Lemon Construction	\$81,666.03	0 Days

Mr. John Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Ms. Weber that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 889 Consider, take action and vote for the approval or disapproval of the following Contract Modification(s) – Construction Division:

	<u>Project No.</u>	<u>Consultant</u>	<u>Amount</u>	<u>Fund</u>
1.	GCT-2501CM Modification No. 1 Construction Management Services Gilcrease Turnpike	EST, Inc.	NTE \$2,780,589.00	CONST

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Ms. Weber that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 890 Consider, take action and vote for the approval or disapproval of the following Contract Modification(s) – Construction Division:

	<u>Project No.</u>	<u>Consultant</u>	<u>Amount</u>	<u>Fund</u>
1.	EOC-2400CM Modification No. 1 On-Demand Construction Management Services Kickapoo Turnpike	Garver	NTE \$22,862.00	CONST

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 891 Consider, take action and vote for the approval or disapproval of the following Contract Modification(s) – Construction Division:

	<u>Project No.</u>	<u>Consultant</u>	<u>Amount</u>	<u>Fund</u>
1.	T-MC-107CM-2 Modification No. 1 Construction Management Services Turner Turnpike	Atkins	NTE \$3,115,614.97	CONST

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 892 Consider, take action and vote for the approval or disapproval of the following Construction Management Contract(s) – Construction Division:

	<u>Project No.</u>	<u>Consultant</u>	<u>Amount</u>	<u>Fund</u>
1.	IN-MC-65 Construction Management Services, Inspection Bridge Rehabilitation Bridge No. 66.37, MP 38 Indian Nation Turnpike	EST	NTE \$408,869.02	RM

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 893 Consider, take action and vote for the approval or disapproval of the following Construction Contract Award(s) – Engineering Division:

	<u>Project No.</u>	<u>Low Bidder</u>	<u>Amount</u>	<u>Fund</u>
1.	HEB-MC-65B Pavement Rehabilitation (DBR/Diamond Grind) MP 62 extend NE to MP 78 H.E. Bailey Turnpike	Emery Sapp & Sons, Inc.	\$8,422,882.80	RM
2.	C-MC-33C Positive Barrier and RCB Repair MP 19.20A to MP 27.92A Near Stillwater Cimarron Turnpike Spur	Manhattan Road & Bridge	\$4,624,027.00	RM

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 894 Consider, take action and vote for the approval or disapproval of the following Program Management Contract – Engineering Division:

	<u>Project No.</u>	<u>Consultant</u>	<u>Amount</u>	<u>Fund</u>
1.	SP-65 Program Management Services Long-Range Turnpike Improvement and Expansion Program	Poe & Associates	NTE \$4,960,000.00	GEN

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 895 Consider, take action and vote for the approval or disapproval of the following Contract Modification(s) – Engineering Division:

	<u>Project No.</u>	<u>Consultant</u>	<u>Amount</u>	<u>Fund</u>
1.	T-MC-131 Modification No. 5 Bridge Replacement Bridge 22.10 Turner Turnpike	CEC	NTE \$291,987.00	RM

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

ITEM 896 Consider, take action and vote for the approval or disapproval of the following Purchase Requests – Maintenance Division:

	<u>Description</u>	<u>Amount</u>
1.	Concrete panel lifting / replace concrete panels a. Nortex/Uretek Lift and Stabilization, Inc. b. CP Integrated Services	NTE \$2,000,000.00
2.	Complete traffic striping a. Action Safety Supply Co.	NTE \$1,500,000.00

Mr. Jones presented this item stating it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented. It was moved by Mr. Jones and seconded by Mr. Berry that the Authority approve this item.

The motion carried by the following vote:

YES: Jones, Weber, Berry, Titsworth, Love

REPORTS:

Item #1. Operating Results

Ms. Wendy Smith stated that the Operations Report had been distributed by the Comptroller’s Division. She stated that OTA’s traffic continued to normalize and increased by 23.0% for December 2021, which resulted in toll revenue of just over \$31.8 million, an increase of 23.1% over December 2020. Commuter traffic was up 23.7% over December 2020 and commercial traffic improved 15.6% over that same period. The OTA continued to maintain a conservative approach to spending. Collectively for the year, Division Managers held revenue fund operating expenses to 11.1% under the 2021 operating and maintenance budget.

Item #2. Consulting Engineer Report

Mr. Jimmy Sparks presented the Consulting Engineer Report. Concerning the Trust required services, Olsson began the 2022 inspections for the annual report. Mr. Sparks stated that Olsson would continue to look to balance the current needs in the system and ways to address those versus the projects that will likely be a part of the upcoming ACCESS Program. As the phasing schedule is developed for ACCESS, it will be important not to lose sight of asset preservation needs even where there may be an overlap in projects. The performance history from ratings becomes an important part of the overall rehabilitation/construction plans. The reinvestment into capital improvements that the Authority is committed to coupled with a very proactive maintenance program like bridge washing and painting, Olsson continually sees the entire turnpike system operating at very high service levels. The maintenance and operation of the existing turnpike system is of utmost importance any time the Authority looks into refinancing debt or considers bond issues and the cost of borrowing funds. Mr. Sparks stated there were no special inspections to report. A copy of Olsson's Capital plan Project Summary was included in their monthly report.

Item #3. Highway Patrol Report

The OHP Report for the month of December 2021 was provided to the Board for review. No report was given during the Authority Board Meeting.

Item #4. Director's Report

Director Gatz thanked Mr. Brent Burwell for presenting the ACPA awards that OTA won for several Driving Forward projects. The awards are a testament to the capabilities of the Turnpike Authority and our partners, consulting engineers, the construction workforce that exists in Oklahoma and the heavy highway industry. It is extremely important for us to pause occasionally and look back at our accomplishments and the quality that we continue to deliver and to be proud of it. Thank you to all that were involved in helping OTA deliver the whole of the Driving Forward Program. In addition, Strategic Communications has put together an OTA year in review video. Director Gatz presented the video to the Board that looked back at the past year of all of OTA's projects. He thanked Ms. Jessica Brown and her team for putting this video together.

Ms. Smith mentioned the snowstorm of February 2021 in her report. Mr. Mark Kalka and his crews are geared up for winter operations and thankfully, we have had a relatively mild winter so far this year. Anytime there is winter weather predicted, Mark and his team go to work and get ahead of the storm. It is important that we recognize Mark and his crews for the efforts they put forward and the hours that they work during those events.

Director Gatz announced that at approximately 9:16 am that morning, the Kickapoo Turnpike went cashless. The Kickapoo operates at about 95% PIKEPASS, but PlatePay has been implemented and is on. That was the next step on our path towards complete cashless tolling and, as evidenced in the year in review video, our primary motivation in that is safety. OTA is actually ahead of schedule and look to convert the H.E. Bailey to cashless by late summer of this year. As he mentioned in the Finance Committee Meeting, Mr. Marcus Williams will step into a new role as Director of Customer Service Cabinet-wide. We want to capitalize on all of the good things that he and his team are capable of for the whole of the Transportation Cabinet and leverage that resource with no exception to service for the Turnpike Authority. His team is currently converting 58% of all PlatePay customer calls into PIKEPASS holders.

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The Director thanked the Board for their support and approval for OTA to begin negotiations with the mobile tolling applications and for the approval of Poe & Associates as the Contract Manager for the ACCESS Program earlier in the meeting. He was optimistic that by the February Board Meeting, staff would have a very high level of detail about the projects the ACCESS Program would entail.

In closing, Gatz discussed the current fatality rates on the Turnpike System. Fatalities are down from 23 in 2020 to 20 in 2021. That is not good enough. We have to continue to be diligent and improve the safety not only on our network but statewide. There were 635 total fatalities in Oklahoma in 2020. For 2021, Oklahoma is going to be above 720 by the time the final numbers are recorded. One primary factor that can make a significant difference in that fatality rate is as simple as buckling a seatbelt. Almost half of those fatalities involve an individual that did not have their seatbelt buckled. Gatz stated that Oklahoma is a lower tier state ranking about number 43 in the country in seatbelt use. We have to do better as a society. We are going to continue to message seatbelt usage between OTA and ODOT in the coming year and really work hard on making a difference in those numbers.

Chairman Love and Ms. Weber both commented about the new toll payment mobile apps and how important educating the public and having proper signage would be for its success.

MOTION FOR ADJOURNMENT:

Chairman Love called for adjournment to the next Regular Meeting of February 22, 2022. It was moved by Ms. Weber and seconded by Mr. Jones that the meeting adjourn.





The motion carried by the following vote:
YES: Jones, Weber, Berry, Titsworth, Love

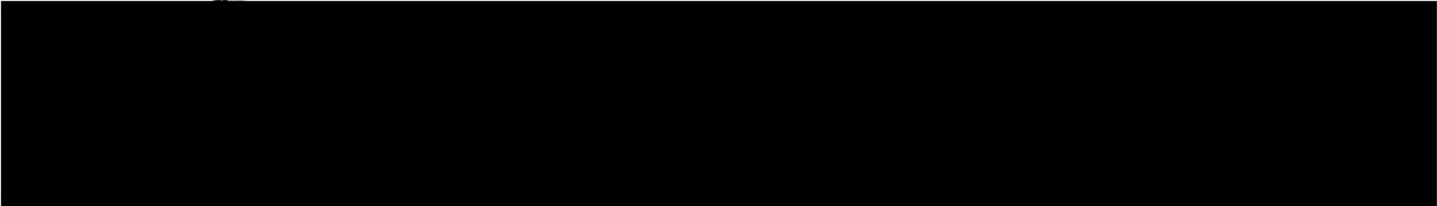
The meeting adjourned at 11:34 am.



















ATTEST:



















Dana Weber
Secretary/Treasurer

Gene Love
Chairman

STATUS	NAME ↕	ARRIVAL ↕	SIGN-OUT ↕	MEETING
Signed Out	 Rhett Bredy	Jan 25, 2022 9:18 AM	Jan 25, 2022 11:36 AM	 Commission Room
Signed Out	 Antti Suhonen	Jan 25, 2022 9:17 AM	Jan 25, 2022 11:36 AM	 Commission Room



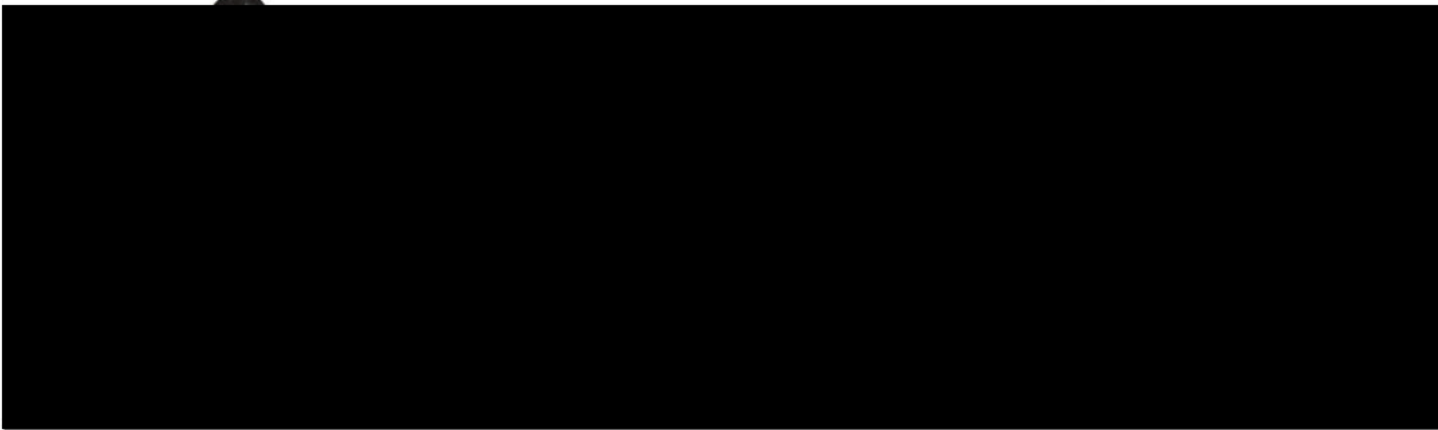
STATUS	NAME	ARRIVAL	SIGN-OUT	MEETING
Signed Out	 Jeff Cowan	Jan 25, 2022 9:49 AM	Jan 25, 2022 11:44 AM	 Commission Room
Signed Out	 Robert Rose	Jan 25, 2022 9:49 AM	Jan 25, 2022 11:44 AM	 Commission Room
Signed Out	 Dirk Spoons	Jan 25, 2022 9:37 AM	Jan 25, 2022 11:54 AM	 Commission Room
Signed Out	 David Streb	Jan 25, 2022 9:32 AM	Jan 25, 2022 12:01 PM	 Commission Room
Signed Out	 Rhonda Powell	Jan 25, 2022 9:29 AM	Jan 25, 2022 11:43 AM	 Commission Room
Signed Out	 Bradley Manhalter	Jan 25, 2022 9:27 AM	Jan 25, 2022 11:42 AM	 Commission Room
Signed Out	 Michael Newman	Jan 25, 2022 9:26 AM	Jan 25, 2022 10:19 AM	 Commission Room
Signed Out	 Jimmy Sparks	Jan 25, 2022 9:25 AM	Jan 25, 2022 11:47 AM	 Commission Room
Signed Out	 Rachel Redd Singleton	Jan 25, 2022 9:24 AM	Jan 25, 2022 11:47 AM	 Commission Room

STATUS	NAME	ARRIVAL	SIGN-OUT	MEETING
Signed Out	 Greg Allen	Jan 25, 2022 10:01 AM	Jan 25, 2022 11:54 AM	 Commission Room
Signed Out	 Daniel Humphrey	Jan 25, 2022 10:00 AM	Jan 25, 2022 12:15 PM	 Commission Room
Signed Out	 Jennifer Williams	Jan 25, 2022 9:59 AM	Jan 25, 2022 2:20 PM	 Commission Room
Signed Out	 Marcus Geist	Jan 25, 2022 9:57 AM	Jan 25, 2022 11:48 AM	 Commission Room
Signed Out	 Jen Teck Kao	Jan 25, 2022 9:56 AM	Jan 25, 2022 12:13 PM	 Commission Room
Signed Out	 Kristi Kirchner	Jan 25, 2022 9:55 AM	Jan 25, 2022 12:53 PM	 Commission Room
Signed Out	 David Murdock	Jan 25, 2022 9:52 AM	Jan 25, 2022 11:49 AM	 Commission Room
Signed Out	 Ken Gillespie	Jan 25, 2022 9:51 AM	Jan 25, 2022 12:14 PM	 Commission Room
Signed Out	 Sam Pappas	Jan 25, 2022 9:50 AM	Jan 25, 2022 12:14 PM	 Commission Room

STATUS	NAME	ARRIVAL	SIGN-OUT	MEETING
Signed Out	 Steven Jaconi	Jan 25, 2022 10:18 AM	Jan 25, 2022 2:20 PM	 Commission Room
[Redacted]				
Signed Out	 Bradley Scott Barrett	Jan 25, 2022 10:17 AM	Jan 25, 2022 11:51 AM	 Commission Room
Signed Out	 Brent Burwell	Jan 25, 2022 10:12 AM	Jan 25, 2022 10:57 AM	 Commission Room
Signed Out	 Mike Lipps	Jan 25, 2022 10:12 AM	Jan 25, 2022 11:04 AM	 Commission Room
Signed Out	 Nandi Woods	Jan 25, 2022 10:09 AM	Jan 25, 2022 2:20 PM	BL Belinda Lipscomb +
Signed Out	 Paul Poynter	Jan 25, 2022 10:08 AM	Jan 25, 2022 10:40 AM	 Commission Room
[Redacted]				
Signed Out	 Patrick White	Jan 25, 2022 10:03 AM	Jan 25, 2022 11:40 AM	 Commission Room
[Redacted]				

STATUS	NAME	ARRIVAL	SIGN-OUT	MEETING
Signed Out	 Stacy Loeffler	Jan 25, 2022 10:28 AM	Jan 25, 2022 2:20 PM	 Commission Room
Signed Out	 Jonathan Hisey	Jan 25, 2022 10:28 AM	Jan 25, 2022 12:49 PM	 Commission Room
Signed Out	 Emily Othon	Jan 25, 2022 10:26 AM	Jan 25, 2022 11:40 AM	 Commission Room
Signed Out	 Danny Powell	Jan 25, 2022 10:26 AM	Jan 25, 2022 11:40 AM	 Commission Room
Signed Out	 Craig Wallace	Jan 25, 2022 10:25 AM	Jan 25, 2022 11:38 AM	 Commission Room
Signed Out	 Ryan Mahaffey	Jan 25, 2022 10:23 AM	Jan 25, 2022 2:20 PM	 Commission Room
Signed Out	 Paul Green	Jan 25, 2022 10:23 AM	Jan 25, 2022 11:48 AM	 Commission Room
Signed Out	 George Raymond	Jan 25, 2022 10:22 AM	Jan 25, 2022 12:01 PM	 Commission Room
Signed Out	 Evan Ludwig	Jan 25, 2022 10:21 AM	Jan 25, 2022 11:40 AM	 Commission Room

STATUS NAME ⚡ ARRIVAL ⚡ SIGN-OUT ⚡ MEETING



Signed Out		Carlos E Johnson	Jan 25, 2022 10:46 AM	Jan 25, 2022 11:54 AM	TG Tim Gatz
Signed Out		James Sanders	Jan 25, 2022 10:32 AM	Jan 25, 2022 12:14 PM	 Commission Room
Signed Out		Brian Glover	Jan 25, 2022 10:31 AM	Jan 25, 2022 11:45 AM	 Commission Room
Signed Out		Ira Barrow	Jan 25, 2022 10:31 AM	Jan 25, 2022 12:14 PM	 Commission Room