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Adopted

Ohio Turnpike and Infrastructure Commission

Randy Cole
Executive Director

December 22, 2016

Jerry N. Hruby
Chairman

Timothy J. Paradiso
Vice Chairman

Sandra K. Barber
Secretary-Treasurer

George F. Dixon
Member

Michael A. Peterson
Member

Jerry Wray
Director of Transportation
Member Ex-Officio

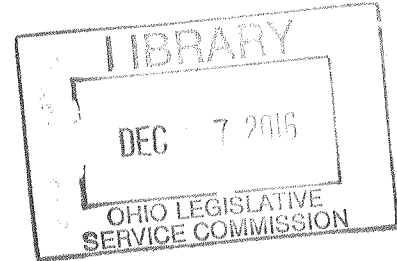
Timothy S. Keen
Director of OBM
Member Ex-Officio

Frank LaRose
Ohio Senate Member

Michael D. Dovilla
Ohio House Member

Randy Cole
Executive Director

DELIVERED VIA UPS – SIGNATURE REQUIRED



To the following Ohio Officials and Offices:

- The Honorable John Kasich, Governor of the State of Ohio
- The Honorable Keith Faber, President of the Ohio Senate
- The Honorable Cliff Rosenberger, Speaker of the Ohio House of Representatives
- Timothy Keen, Director of Budget and Management
- Mark Flanders, Director Legislative Service Commission

Dear Officials:

In compliance with Section 5537.17(F) of the Ohio Revised Code (The Turnpike Act), enclosed herewith is a copy of each of the following:

- 1) A certified copy of Resolution No. 70-2016 adopting the Ohio Turnpike Commission's Annual Operating Budget for fiscal (and calendar) year 2017; and
- 2) A certified copy of Resolution No. 71-2016 adopting the Capital Budget for 2017.

If you have any questions or concerns, please do not hesitate to contact me.

Sincerely,

Randy Cole
Executive Director

RC/cmz

- c: Commission Members (w/out attachments)
General Counsel (w/out attachments)
CFO/Comptroller (w/out attachments)
Director of Audit & Internal Controls (w/out attachments)
Plante Moran (w/ attachments)

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Adopting Proposed 2017 Annual Operating Budget and Providing for Deposits Required Under the Master Trust Agreement During 2017

WHEREAS, Ohio Revised Code Section 5537.17(F) requires the Ohio Turnpike and Infrastructure Commission (the "Commission") to submit a copy of its Proposed Annual Operating Budget to the Governor, the Presiding Officers of each House of the General Assembly, the Director of Budget & Management, and the Legislative Service Commission, no later than the first day of the calendar or fiscal year; and

WHEREAS, Article V, Section 5.01 of the Amended and Restated Master Trust Agreement dated April 8, 2013, between the Commission and The Huntington National Bank as Trustee ("Master Trust Agreement"), provides that the Commission shall adopt an annual operating budget on or before the first day of each fiscal year and shall file the same with the Trustee; and

WHEREAS, the Deputy Executive Director/CFO/Comptroller and the Executive Director have recommended that the Commission adopt the attached proposed 2017 Annual Operating Budget; and

WHEREAS, the Commission, in order to comply with the provisions of Ohio Revised Code Section 5537.17(F), and the provisions of the Master Trust Agreement, takes the following action.

NOW, THEREFORE, BE IT


RESOLVED that, in accordance with Article V, Section 5.01 of the Master Trust Agreement, the Commission hereby adopts the following as its 2017 Annual Operating Budget, and the Executive Director or the Deputy Executive Director/CFO/Comptroller is directed to transmit a copy of the budget to the appropriate state officials as set forth in Ohio Revised Code Section 5537.17(F) and to The Huntington National Bank as Trustee, as required under Section 5.01(a)(iii) of the Master Trust Agreement, and to make those deposits or transfers of funds as are necessary to effectuate said budget attached hereto and incorporated by reference into this resolution.

FURTHER RESOLVED that any 2017 revenues remaining in the General Fund after making payments for the Cost of Operation, Maintenance and Administration, Debt Service and all budgeted transfers shall be transferred to the Systems Projects Fund.

(Resolution No. 70-2016 adopted December 19, 2016)

I, Randy Cole, Executive Director of the Ohio Turnpike and Infrastructure Commission, do hereby certify that the above is a true copy of the aforesaid Resolution, which was duly adopted at a meeting of the Commission, duly called for and convened and held on December 19, 2016, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike and Infrastructure Commission on this 19th day of December, 2016.


Randy Cole
Executive Director

**OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
2017 ANNUAL OPERATING BUDGET**

	<u>PLEGGED</u>	<u>NON-PLEGGED</u>	<u>TOTAL</u>
REVENUES:			
TOLL	\$ 299,410,000	\$ -	\$ 299,410,000
CONCESSION	15,222,400	645,900	15,868,300
INVESTMENT	3,418,000	545,600	3,963,600
FUEL TAX	-	2,400,000	2,400,000
OTHER	5,173,700	-	5,173,700
TOTAL REVENUES	<u>\$ 323,224,100</u>	<u>\$ 3,591,500</u>	<u>\$ 326,815,600</u>
EXPENDITURES:			
OPERATION, MAINTENANCE & ADMINISTRATION:			
ADMINISTRATION & INSURANCE	\$ 12,295,100	\$ -	\$ 12,295,100
MAINTENANCE OF ROADWAY & STRUCTURES	41,443,500	-	41,443,500
SERVICES & TOLL OPERATIONS	58,088,300	-	58,088,300
TRAFFIC CONTROL, SAFETY, PATROL & COMM.	14,511,200	-	14,511,200
TOTAL OPERATION, MAINTENANCE & ADMIN.	<u>126,338,100</u>	<u>-</u>	<u>126,338,100</u>
DEBT SERVICE PAYMENTS	<u>104,993,000</u>	<u>-</u>	<u>104,993,000</u>
TOTAL EXPENDITURES	<u>231,331,100</u>	<u>-</u>	<u>231,331,100</u>
TRANSFERS TO / (FROM):			
EXPENSE RESERVE	354,000	-	354,000
NON-TRUST FUND	-	533,600	533,600
FUEL TAX FUND	-	2,406,000	2,406,000
SERVICE PLAZAS CAPITAL IMPROVEMENT FUND	-	651,900	651,900
RENEWAL & REPLACEMENT FUND	10,000,000	-	10,000,000
SYSTEM PROJECTS FUND	81,539,000	-	81,539,000
CONSTRUCTION FUND	-	-	-
TOTAL TRANSFERS	<u>91,893,000</u>	<u>3,591,500</u>	<u>95,484,500</u>
TOTAL EXPENDITURES & TRANSFERS	<u>\$ 323,224,100</u>	<u>\$ 3,591,500</u>	<u>\$ 326,815,600</u>

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Adopting Proposed 2017 Capital Budget

WHEREAS, under Article V, Section 5.03(b)(i) of the Amended and Restated Master Trust Agreement dated April 8, 2013 (“Master Trust Agreement”), the Commission covenants that “from the revenues of the [Turnpike] System it will at all times maintain the System in good repair and in sound operating condition and will make all necessary repairs, renewals, improvements and replacements;” and

WHEREAS, in accordance with Article IV of the Master Trust Agreement, the 2017 Annual Operating Budget includes transfers of revenues to the System Projects Fund, Renewal and Replacement Fund, Fuel Tax Fund and Service Plaza Capital Improvement Fund; and

WHEREAS, the transfers of 2017 revenues to the System Projects Fund, Renewal and Replacement Fund, Fuel Tax Fund and Service Plaza Capital Improvement Fund are intended to be added to any unspent balances in these funds and the total is to be available for capital expenditures; and

WHEREAS, the Commission’s Chief Engineer and Deputy Executive Director/CFO/Comptroller have prepared the attached Capital Budget that includes a recommended preliminary list of 2017 capital projects totaling up to **\$109,990,950**, which list is subject to change, and **\$11,449,661** in uncommitted funds, which may be used for currently unidentified capital projects that may be needed during 2017; and

WHEREAS, the Executive Director has reviewed and concurs with the recommendations of the Chief Engineer and Deputy Executive Director/CFO/Comptroller; and

WHEREAS, the Commission has duly considered said recommendations.

NOW, THEREFORE, BE IT

RESOLVED that, in accordance with the requirements of Article IV of the Master Trust Agreement, the Commission hereby authorizes expenditures from the System Projects Fund, Renewal and Replacement Fund, Fuel Tax Fund and Service Plaza Capital Improvement Fund for 2017 capital projects, which shall constitute System projects, with such expenditures not-to-exceed a combined total of up to **\$121,440,611**, and which projects shall be awarded in accordance with the requirements of Article V of the Commission’s Code of Bylaws dated July 1, 2013.

FURTHER RESOLVED that the Executive Director of the Ohio Turnpike and Infrastructure Commission will provide a certified copy of this resolution to the Huntington National Bank, as Trustee for the Bondholders.

(Resolution No. 71-2016 adopted December 19, 2016)

I, Randy Cole, Executive Director of the Ohio Turnpike and Infrastructure Commission, do hereby certify that the above is a true copy of the aforesaid Resolution, which was duly adopted at a meeting of the Commission, duly called for and convened and held on December 19, 2016, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike and Infrastructure Commission on this 19 day of December, 2016.



Randy Cole
Executive Director

**OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
2017 TOTAL CAPITAL EXPENDITURES BUDGET**

	IDENTIFIED PROJECTS	UNCOMMITTED FUNDS	TOTAL BUDGETED EXPENDITURES
SYSTEM PROJECTS FUND	\$ 90,041,282	\$ 8,632,231	\$ 98,673,513
RENEWAL & REPLACEMENT FUND	\$ 15,412,578	\$ 1,520,973	\$ 16,933,551
FUEL TAX FUND	\$ 3,700,000	\$ 267,453	\$ 3,967,453
SERVICE PLAZA CAPITAL IMPROVEMENT FUND	\$ 837,090	\$ 1,029,004	\$ 1,866,094
TOTAL 2017 EXPENDITURES	<u>\$ 109,990,950</u>	<u>\$ 11,449,661</u>	<u>\$ 121,440,611</u>

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
2017 SYSTEM PROJECTS BUDGET

Estimated Beginning Balance January 1, 2017	\$ 30,186,177
Transfers from 2017 Operating Funds:	81,539,000
Funds to be carried over to 2018	<u>(13,051,664)</u>
Total 2017 Available Funds	<u>\$ 98,673,513</u>

	Future Year Expenditure	2017 Expenditure	2017 Totals
2017 Expenditures:			
Continuing Expenditures from 2016:			
39 MP 107.3 to MP 112.5 EB/WB, Erie County	\$ -	\$ 12,600,000	
MP 186.35 to MP 191.39 EB/WB, Portage County	\$ -	\$ 12,500,000	
Other		<u>\$ 3,216,282</u>	
Total Continuing Expenditures from 2016			\$ 28,316,282
New 2017 Projects:			
39 Pavement Replacement			
A. MP 90.0 to MP 95.9 EB, Sandusky County	\$ -	\$ 20,300,000	
B. MP 149.24 to MP 154.10 EB/WB, Cuyahoga/Lorain Counties	\$ 30,000,000	\$ 50,000	
C. MP 169.74 to MP 176.34 EB/WB, Cuyahoga County	\$ 45,000,000	<u>\$ 50,000</u>	
Total			\$ 20,400,000
43 Bridge Repair and Resurfacing			
A. Deck Replacement (MP 156.9)		\$ 1,400,000	
B. Deck Replacements (MPs 122.3, 128.5, 132.4, 145.8)		\$ 4,100,000	
C. Deck Replacements (MPs 138.0, 138.2)	\$ 3,800,000	\$ 1,000,000	
D. Deck Replacements (MPs 178.0, 179.5, 199.2)		\$ 3,800,000	
E. Bridge Rehabilitation and Repair (MP's 222.8, 232.6, 232.9, 240.8)		\$ 4,800,000	
F. Bridge Replacement (MP 233.8 - ODOT)		<u>\$ 1,500,000</u>	
Total			\$ 16,600,000
58 Toll Plazas			
Installation of Automated Toll Payment Machines at TP 180 & TP 209		<u>\$ 750,000</u>	
Total			\$ 750,000
59 Resurfacing Pavement			
A. MP 69.3 to MP 74.15		\$ 3,600,000	
B. MP 136.1 to MP 144.1		\$ 11,200,000	
C. MP 160.1 to MP 169.1		\$ 3,700,000	
D. TP 173 Ramps		<u>\$ 3,100,000</u>	
Total			\$ 21,600,000
70 Correction of Slope Failures			
A. MP 222.3 to MP 223.0 EB/WB		<u>\$ 950,000</u>	
Total			\$ 950,000
71 Engineering Consulting Services			
Design & Consulting Services			\$ 1,425,000
Total 2017 Expenditures on New Projects			<u>\$ 61,725,000</u>
Total 2017 Expenditures			<u>\$ 90,041,282</u>
Uncommitted Funds			\$ 8,632,231
Total 2017 Expenditures and Uncommitted Funds			<u>\$ 98,673,513</u>

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
2017 RENEWAL AND REPLACEMENT BUDGET

Estimated Beginning Balance January 1, 2017	\$ 6,933,551
Transfers from 2017 Operating Funds:	10,000,000
Total 2017 Available Funds	<u>\$ 16,933,551</u>
2017 Expenditures:	
Total Continuing Expenditures from 2016	\$ 2,223,078
New 2017 Projects:	
24 Guardrail -- Additions & Replacement	\$ 200,000
25 Patrol Posts	\$ 50,000
31 Maintenance Equipment	\$ 1,472,000
32 Maintenance Vehicles	\$ 4,082,000
38 Communications Equipment -- New or Replacement	\$ 754,000
39 Pavement Repair & Replacement	\$ 500,000
41 Resealing Asphalt Surfaces	\$ 120,000
43 Bridge Repair & Resurfacing	\$ 250,000
48 Administration Building	\$ 60,000
53 Service Plazas	\$ 1,875,000
56 Maintenance Buildings	\$ 1,205,000
58 Toll Plazas	\$ 100,000
61 Landscaping	\$ 125,000
67 Computer Equipment	\$ 2,121,500
68 Right-of-Way Fence	\$ 75,000
69 Drainage	\$ 150,000
73 Automotive Equipment -- Replacement	\$ 50,000
Total 2017 Expenditures on New Projects	<u>\$ 13,189,500</u>
Total 2017 Expenditures	<u>\$ 15,412,578</u>
Uncommitted Funds	1,520,973
Total 2017 Expenditures and Uncommitted Funds	<u>\$ 16,933,551</u>

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
2017 FUEL TAX BUDGET

Estimated Beginning Balance January 1, 2017		\$ 1,561,453
Transfers from 2017 Operating Funds:		<u>2,406,000</u>
Total 2017 Available Funds		<u><u>\$ 3,967,453</u></u>
	2017	2017
2017 Expenditures:	Expenditure	Totals
Continuing Expenditures from 2016:		
43 A. Bridge Deck Rep MP197.8-236.7	<u>\$ 200,000</u>	
Total Continuing Expenditures from 2016		\$ 200,000
New 2017 Projects:		
40 Repainting Bridges and Towers		
A. MPs 14.1 E&W, 14.2 E&W, 23.9, 24.4, 27.3	\$ 1,600,000	
B. MPs 34.9, 41.1, 41.9, 51.4 EW, 56.1 EW	<u>\$ 1,500,000</u>	
Total		\$ 3,100,000
45 Signs - New and Replacement		
A. Sign Structure Repl. MP 3.75, 53.0, 237.2 to MP 240.65	<u>\$ 400,000</u>	
Total		\$ 400,000
Total 2017 Expenditures on New Projects		<u>\$ 3,500,000</u>
Total 2017 Expenditures		<u>\$ 3,700,000</u>
Uncommitted Funds		267,453
Total 2017 Expenditures and Uncommitted Funds		<u><u>\$ 3,967,453</u></u>

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION
2017 SERVICE PLAZA CAPITAL IMPROVEMENT BUDGET

Estimated Beginning Balance January 1, 2017		\$ 1,214,194
Transfers from 2017 Operating Funds:		<u>651,900</u>
Total 2017 Available Funds		<u>\$ 1,866,094</u>
2017 Expenditures:	2017	2017
Continuing Expenditures from 2016:	Expenditure	Totals
53 A. Repairs & Resurfacing SP5(S)	\$ 227,090	
Total Continuing Expenditures from 2016		\$ 227,090
New 2017 Projects:		
41 Resealing Asphalt Surfaces		
A. Sealing Paved Areas at Service Plazas, SP 4, 7, 8		\$ 260,000
53 Service Plazas		
A. Misc. Refurbishments	\$ 100,000	
B. Electric Hand Dryers in Restrooms	\$ 100,000	
C. Roof Repairs	\$ 120,000	
D. Sidewalk Replacement SP-6	<u>\$ 30,000</u>	
Total		\$ 350,000
Total 2017 Expenditures on New Projects		<u>\$ 610,000</u>
Total 2017 Expenditures		<u>\$ 837,090</u>
Uncommitted Funds		1,029,004
Total 2017 Expenditures and Uncommitted Funds		<u>\$ 1,866,094</u>