MINUTES OF THE REGULAR MEETING OF THE OKLAHOMA TURNPIKE AUTHORITY, 
HELD JULY 28, 2011 AT THE NEAL A. MCCALEB TRANSPORTATION BUILDING, 3500 
MARTIN LUTHER KING AVENUE, OKLAHOMA CITY, OKLAHOMA.

NOTICE of the schedule of regular meetings of the Oklahoma Turnpike Authority for the calendar year 2011 having been given in writing to the Oklahoma Secretary of State, and public notice and agenda having been posted in prominent public view at the principal office of the Oklahoma Turnpike Authority, Neal A. McCaleb Transportation Building at 3500 Martin Luther King Avenue, Oklahoma City, Oklahoma, 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: Mr. Albert C. Kelly called the meeting to order at 2:35 p.m.

ROLL CALL: 
PRESENT: 
Mr. Albert C. Kelly
Mr. David A. Burrage
Mr. G. Carl Gibson
Mr. Kenneth Adams
Mr. Kevin Hern

ABSENT: Mr. Gene Love

INTRODUCTION OF GUESTS:
Ms. Jenny Johnson introduced the following guests: Ms. Stacy Loeffler, BKL, Inc., Tulsa; Mr. Jon Moellenberg, RBC Capital Markets, Denver, CO; Mr. John Waldo, BOSC, Oklahoma City; Mr. Neal McCabe, CP&Y, Oklahoma City; Mr. Mike Knapik, CP&Y, Oklahoma City; Mr. Jeremy Boswell, CP&Y, Oklahoma City; Mr. Ben Walkingstick, City of Chandler, Chandler; Mr. James Melson, City of Chandler, Chandler; Mr. Josh Benninghoff, JP Morgan, Denver, CO; Mr. Keith Marquardt, BKL, Inc., Tulsa; Mr. Jim Hunt, Atkins, Norman; Mr. Gillett Cobb, Jacobs, Oklahoma City; and Ms. Rachel Singleton, Bank of Oklahoma, Oklahoma City.

APPROVAL OF MINUTES:
Mr. Kelly called for approval of the minutes for the Special Authority Meeting of June 3, 2011.

It was moved by Mr. Gibson and seconded by Mr. Hern that the minutes be approved as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly
EMPLOYEE RECOGNITION AND OTHER AWARDS

Major Dennis Gann recognized Trooper David Vasquez as the Turnpike Trooper of the Month. On March 16, 2011, Trooper Vasquez observed a major collision scene involving multiple vehicles, which was also in the midst of a wild fire. He immediately exited his patrol unit and ran directly toward a tractor-trailer that was completely engulfed in flames. Trooper Vasquez located the driver and passenger of the tractor-trailer in a field south of the scene. While running to escape the flames, the driver had received third degree burns on his feet and lower legs and was unable to walk. Although they had escaped their vehicle, they were still in grave danger as the smoke, heat, and wild fire driven by high winds were threatening to overcome them. Trooper Vasquez ran to their location and quickly assessed the situation. After determining the seriousness of the driver’s injuries, Trooper Vasquez picked up the 240 pound driver onto his back and carried him to a safe location for treatment and transport. The passenger was also assisted to safety. Trooper Vasquez’s actions were both heroic and selfless, and in fact, saved both of their lives.

NEW BUSINESS:

FINANCE COMMITTEE ITEM(S)

TAB 1 9800. Consider, take action and vote for the approval or disapproval of the Payment Registers for the period of May 1, 2011 to and including May 31, 2011 and for the period of June 1, 2011 to and including June 30, 2011.

Mr. Hern presented this item stating that it was reviewed by the Finance Committee and staff recommended approval as presented.

It was moved by Mr. Hern and seconded by Mr. Gibson that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly

TAB 2 9801. Consider, take action and vote for the approval or disapproval to adopt a Resolution authorizing the conveyance of four miles (MP 0.0 to 4.0) of the Chickasaw Turnpike to the Oklahoma Department of Transportation.

Mr. Hern presented this item stating that it was reviewed by the Finance Committee and staff recommended approval as presented.

It was moved by Mr. Hern and seconded by Mr. Adams that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly
TAB 3 9802. Consider, take action and vote for the approval or disapproval to adopt a Resolution declaring the intent of the Authority to reimburse certain capital expenditures on turnpike improvement projects with the proceeds of tax-exempt Second Senior Revenue Bonds, in order to allow proceeds of such Bonds, if and when issued, to be used to reimburse the Authority in accordance with applicable U.S. Treasury Regulations.

Mr. Hern presented this item stating that it was reviewed by the Finance Committee and staff recommended approval as presented.

It was moved by Mr. Hern and seconded by Mr. Gibson that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly

TAB 4 9803. Consider, take action and vote for the approval or disapproval to authorize the Director to negotiate and execute an Agreement between the City of Chandler, Lincoln County, the Sac and Fox Tribe, Inc. and the Oklahoma Turnpike Authority for the construction of the Chandler Interchange on the Turner Turnpike.

Mr. Hern presented this item stating that it was reviewed by the Finance Committee and staff recommended approval as presented.

It was moved by Mr. Hern and seconded by Mr. Gibson that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly

ENGINEERING AND CONSTRUCTION COMMITTEE ITEM(S)

TAB 5 9804. Change Order(s)/Supplemental Agreement(s):

<table>
<thead>
<tr>
<th>Project No.</th>
<th>Contractor</th>
<th>Amount</th>
<th>Time</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. SP-31, C.O. #1</td>
<td>Ventaire, LLC</td>
<td>$29,733.00</td>
<td>0 Days</td>
</tr>
<tr>
<td></td>
<td>Toll Booth Fabrication and Delivery of 16 New Toll Booths Various Turnpikes</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. T-MC-99B, S.A. #1</td>
<td>Haskell Lemon</td>
<td>$15,500.00</td>
<td>(13 Days)</td>
</tr>
<tr>
<td></td>
<td>Pavement Rehab M.P. 136.84 – 141.0 Turner Turnpike</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Mr. Jim Hazeldine presented this item stating that it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented.

It was moved by Mr. Burrage and seconded by Mr. Adams that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly

TAB 6  9805. Consider, take action and vote for the approval or disapproval of the award of the following contract(s):

<table>
<thead>
<tr>
<th>Project No.</th>
<th>Low Bidder</th>
<th>Total Bid</th>
<th>Fund</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. IN-MC-46</td>
<td>OBC, Inc.</td>
<td>$2,843,462.98</td>
<td>General</td>
</tr>
<tr>
<td></td>
<td>Rehabilitation of Bridge #72.06 and 0.50 mile of Pavement Indian Nation Turnpike</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. SP-MU-43</td>
<td>Cook’s Consulting</td>
<td>$313,905.00</td>
<td>General</td>
</tr>
<tr>
<td></td>
<td>Land Application Wastewater System Muskogee Turnpike</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Mr. Jim Hazeldine presented this item stating that it was reviewed by the Engineering and Construction Committee and staff recommended approval as presented.

It was moved by Mr. Hern and seconded by Mr. Burrage that the Authority approve this item as presented.

The motion carried by the following vote:
YES: Burrage, Gibson, Adams, Hern, Kelly

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 June 2011. Revenues continued to be down somewhat from last year. Gas prices were affecting passenger vehicles; however truck traffic continued to rebound. She stated that OTA was under spending on current budgeted expenses and net revenues were slightly above budgeted projections.

Item #2. Consulting Engineer Report

Mr. Jimmy Sparks of SAIC presented the Consulting Engineer Report for the month of June 2011. Concerning the Trust Requirements, Mr. Sparks stated that SAIC was completing the DRAFT Annual Report outlining inspection findings for all in-service facilities as well as recommendations for future rehabilitation projects.

SAIC will also be performing special inspections on several bridges over large waterways in the next several weeks.

The capital plan project summary was provided in the Consulting Engineer’s monthly report.
Item #3. Highway Patrol Report

Major Dennis Gann presented the OHP Report for the month of June 2011. Troopers made 10,559 violator contacts, assisted 1,426 motorists, and investigated 75 motor vehicle collisions. There were a total of eight fatalities reported; seven on the Indian Nation and one on the H. E. Bailey Turnpike.

There were ten criminal drug interdictions conducted in June. He stated that the information for aircraft and toll enforcement was provided in the monthly report.

Item #4. Director’s Report

Mr. Gary Ridley commented that there were exciting times in the future for the Turnpike Authority. He cited the positive barriers, the five-year construction plan, and the widening of the Creek and Kilpatrick Turnpikes.

He also commented that Governor Fallin had issued an Executive Order declaring an emergency because of the drought. We are halfway through the summer, and there are at least another six weeks of hot summer weather to go. This will increase the drought conditions and the problems it causes for our farmers and ranchers, but will also increase the threat of fires. OTA’s Maintenance workers led by Mr. Kalka have done a very good job of cutting the brush back and keeping the grass mowed short to help control the chance of fires moving across our interstate system. He stated that we have had to close a few roads at times over the past few days due to fire and staff needs to continue to be vigilant.

Mr. Ridley commended the maintenance workers and construction workers that are working out in the heat of the day. Working outside every day in these conditions, the heat takes a toll on our manpower as well as our equipment and we need to be concerned and mindful of their needs as these tough weather conditions continue.

ADJOURNMENT:

The meeting adjourned at 2:50 p.m. until the next scheduled meeting.

ATTEST:

_____________________________  ________________________________
G. Carl Gibson                 Albert C. Kelly, Jr.
Secretary/Treasurer             Chairman