

MINUTES OF THE COMMISSION MEETING HELD JANUARY 11, 2010

A formal meeting of the Pennsylvania Turnpike Commission convened at 10:46 a.m., January 11, 2011 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Allen D. Biehler, P.E., Chairman/Secretary of Transportation; J. William Lincoln, Secretary Treasurer; Pasquale T. Deon, Sr., Commissioner and A. Michael Pratt, Commissioner. Available via phone was William K. Lieberman, Vice Chairman.

Others present for the meeting were Joseph G. Brimmeier, Chief Executive Officer; George M. Hatalowich, Chief Operating Officer; Robert F. Brady, Director of Operations/Projects-East; Richard S. DiPiero, Director of Fare Collection; Jeffrey L. Garrett, Chief Engineer, Michael Baker, Jr., Inc.; Todd S. Garrison, Director of Maintenance; Nikolaus Grieshaber, Chief Financial Officer; Jeffrey L. Hess, Director of Operations/Projects-West; Frank J. Kempf, Jr., Chief Engineer; Doreen McCall, Chief Counsel; Craig Shuey, Director of Government Affairs; Joe Suess, Acting Chief Informational Officer and Ann Louise Edmunds, Assistant Secretary Treasurer.

Also in attendance were Allen W. Baldwin, Director of Operations, Safety & Incident Response; Michael D. Begler, Director of Operations Review; William J. Capone, Director of Communications/Public Relations; John Christensen, Manager of Facilities & Energy Management Operations; Derek S. Hansel, Assistant Chief Financial Officer; Donald S. Klingensmith, P.E., Manager of Contracts Administration; Donna Lapano, Executive Assistant; Anthony L. Maniscola, Special Investigator; Jeffrey A. Naugle, Manager of Treasury Operations; Patricia Schlegel, Director of Human Resources; Mark Strause, Technician of PC/LAN; Brenda Szeles-Bratina, Director of Toll Revenue Audit; Marsha Wagner, Executive Secretary; Mike Ryan, Michael Baker, Jr., Inc.; Denny Semsick, GAI Consultants and Ray Schilling, GAI Consultants.

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Ms. Edmunds led the Commissioners and staff in the Pledge of Allegiance.

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MR. BRIMMEIER: I KNOW WE USUALLY SAVE THIS FOR UNFINISHED BUSINESS, BUT I THOUGHT IT WOULD BE APPROPRIATE BEFORE WE START. THIS IS SECRETARY BIEHLER'S LAST MEETING, WE DO APOLOGIZE THAT WE DIDN'T GET YOUR PLATE ORDERED SOON ENOUGH DUE TO THE HOLIDAYS. WE WILL GET THAT TO YOU AS SOON AS POSSIBLE. AL, IT'S BEEN A PLEASURE FOR EIGHT YEARS; THANK YOU VERY MUCH FOR YOUR SERVICE.

CHAIRMAN BIEHLER: THANK YOU VERY MUCH, AND THANKS JOE, I APPRECIATE THAT. IT'S BEEN A PLEASURE TO HAVE THE ACQUAINTANCES OF ALL THESE GENTLEMEN AS WE TRIED TO DO GOOD THINGS. THANKS TO YOU PERSONALLY AND THE FOLKS AROUND THE TABLE AND BEHIND HERE. THANK YOU, IT'S BEEN A

GOOD ASSOCIATION AND I THANK YOU AND HOPEFULLY IT WILL CONTINUE WITH THE NEXT ADMINISTRATION.

COMMISSIONER LIEBERMAN: LET ME JUST ADD THAT NOT ONLY THANK YOU FOR YOUR SERVICES TO THE TURNPIKE BUT SPEAKING FOR EVERY CITIZEN OF THIS COMMONWEALTH, THANK YOU FOR YOUR SERVICE TO THE COMMONWEALTH OF PENNSYLVANIA OVER THESE LAST EIGHT YEARS. YOU HAVE BEEN AN OUTSTANDING SECRETARY AND WE WERE LUCKY TO STEAL YOU FROM THE PRIVATE SECTOR.

CHAIRMAN BIEHLER: THANK YOU VERY MUCH BILL, I APPRECIATE IT.

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The Assistant Secretary Treasurer, Ann Louise Edmunds, called the roll and declared a quorum present.

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SUNSHINE ANNOUNCEMENT

MS. EDMUNDS: THE COMMISSIONERS MET IN EXECUTIVE SESSION PRIOR TO TODAY'S FORMAL AGENDA SESSION TO CONSIDER MATTERS OF PERSONNEL, WHICH INCLUDED A PROMOTION, SALARY ADJUSTMENT, NEW HIRE, TERMINATION, VACANCIES AND REQUESTS TO POST AND FILL POSITIONS IN THE FARE COLLECTION DEPARTMENT AND TO REORGANIZE THE MAINTENANCE AND FACILITIES AND ENERGY MANAGEMENT DEPARTMENTS.

THE COMMISSIONERS ALSO ENGAGED IN NON-DELIBERATIVE INFORMATIONAL DISCUSSIONS REGARDING VARIOUS ACTIONS AND MATTERS, WHICH HAVE BEEN APPROVED AT PREVIOUS PUBLIC MEETINGS.

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PUBLIC COMMENT

MS. EDMUNDS: THE PUBLIC IS WELCOME AT THIS TIME TO ADDRESS THE COMMISSION REGARDING ITEMS LISTED ON THE AGENDA OR OTHER ITEMS NOT LISTED ON THE AGENDA THAT ARE WITHIN THE COMMISSION'S AUTHORITY OR CONTROL.

IN ORDER TO CONDUCT AN ORDERLY, EFFICIENT, EFFECTIVE AND DIGNIFIED MEETING, ALL PERSONS WISHING TO ADDRESS THE COMMISSION SHOULD HAVE SIGNED IN AND REQUESTED TIME TO SPEAK. IF YOU HAVE NOT DONE SO, YOU ARE INVITED TO DO SO.

COMMISSIONERS, WE HAVE NO REQUEST TO ADDRESS THE COMMISSION. AT THIS TIME WE ASK ALL VISITORS TO STAND AND INTRODUCE YOURSELF.

RAY SCHILLING, GAI CONSULTANTS
DENNIS SEMSICK, GAI CONSULTANTS
MIKE RYAN, MICHAEL BAKER JR, INC.

MS. EDMUNDS: THIS CONCLUDES THE PUBLIC COMMENT SECTION OF THE MEETING.

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MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held December 21, 2010 be approved and filed-was made by Commissioner Lincoln, seconded by Commissioner Pratt; and passed unanimously.

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COMMUNICATIONS

Motion-That the Commission accepts and files the memo received from the Chief Counsel-was made by Commissioner Lincoln, seconded by Commissioner Pratt; and passed unanimously.

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PERSONNEL

Motion-That the Commission approves the Personnel as amended-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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NEW BUSINESS

Reinvestments, Liquidations and Purchase of Securities

Upon the motion by Commissioner Deon seconded by Commissioners Lincoln, the following Resolution was presented for adoption:

RESOLUTION

BE IT RESOLVED that The Pennsylvania Turnpike Commission hereby ratifies the action of the Assistant Chief Financial Officer, with the approval of the Chief Executive Officer and the Consulting Engineer, in directing the Trustee to make the foregoing reinvestments, liquidations and purchases; and

BE IT FURTHER RESOLVED that copies of the Resolution certified by the Assistant Secretary Treasurer shall be forwarded to the Trustee as required in Article VI, Section 602 of the 2001 Amended and Restated Trust Indenture.

The following members voted yea: Commissioners Biehler, Lieberman, Lincoln, Deon and Pratt. The motion passed unanimously.

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AGREEMENTS

Motion-That the Commission approves the negotiation and execution of the Amendments, a Supplemental Agreement and a Work Order for the items listed in memos "a" and "c":

- a. Agreement with American Express to continue the American Express Commercial Credit Card program;

- c. Work Order #25 with TransCore to provide labor, material, equipment and project management to upgrade Certificates of Passage processing and tracking on lane, plaza and Toll Host IT systems; at a not-to-exceed amount of \$491,403.00.

-was made by Commissioner Deon, seconded by Commissioner Lincoln; and passed unanimously.

Item F-2b is being removed from the agenda

- b. Supplemental Agreement #5 with McCormick Taylor, Inc. for Act 44 Public Relations and Communications Services, for a supplement of \$500,000.00; increasing the not-to-exceed amount to \$27,500,000.00;

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RIGHT-OF-WAY REQUESTS

Motion-That the Commission approves the Right-of-Way Requests for the items listed in memos "a" and "b":

- a. Approve additional estimated just compensation for Right-of-Way #16566, a total take parcel, necessary for the construction of the Uniontown to Brownsville section of the Mon/Fayette Expressway; by authorizing the issuance of payment in the amount of \$54,200.00 payable to McDonald, Snyder & Lightcap, P. C., Escrow Agent;
- b. Approve settlement of Right-of-Way #16513, a partial take parcel, necessary for construction of the Uniontown to Brownsville section of the Mon/Fayette Expressway, by authorizing payment in the amount of \$60,500.00 for settlement and Section 610 damages; payable to McDonald, Snyder & Lightcap, P.C., Escrow Agent.

-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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APPROVE ADVERTISING

Motion-That the Commission approves advertising for the items listed in memos "a" and "b":

- a. Annual analysis and actuarial valuation of the Commission's Automobile and General Liability Self-Insured program;
- b. Two (2) engineering firms to perform open-end design engineering related services systemwide

-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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AWARD OF BIDS, RENEWAL OF AN AGREEMENT, STAFF APPROVAL TO REALLOCATE FUNDS AND THE ISSUANCE OF PURCHASE ORDERS

Motion-That the Commission Approves the Award of Bids, the Renewal of an Award, Staff approval to reallocate funds, and the Issuance of Purchase Orders for the items listed in memos “a” through “e”:

- a. Trash removal, exercising our option to renew the agreement for an additional year (January 1, 2011 through December 31, 2011):

Waste Management	\$166,051.92
York Waste Disposal	\$ 29,707.22
JP Mascara & Sons	<u>\$111,284.60</u>
RENEWAL:	\$307,043.74
- b. Gold Maintenance Program for the Automatic Transfer Switch from 1/1/2011 through 12/31/2015 to ASCO Services, Inc.; at a total award of \$391,879.00;
- c. Staff approval to reallocate funds between existing Job Order Contracts (JOC) services that were previously approved at the December 16, 2009 Commission Meeting (item F-5d);
- d. WRO telephone system upgrade, utilizing the Commonwealth’s contract with Morefield Communications; at a total award of \$200,412.00;
- e. Gibsonia telephone system upgrade, utilizing the Commonwealth’s contract with Morefield Communications; at a total award of \$105,759.00.

-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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PTRC RECOMMENDATION

Motion-That the Commission approves the shortlist below from the Procurement Technical Review Committee and request proposals from the following vendors for the retention of an energy service company (GESA):

Constellation Energy Projects & Service Group
Honeywell International
Siemens Industry, Inc.

-was made by Commissioner Lincoln, seconded by Commissioner Deon; Commissioner Pratt abstained.

COMMISSIONER PRATT: MR. CHAIRMAN: I ABSTAIN ON THE BASIS THAT THE COMPANY SET FORTH IN THIS AGENDA ITEM IS A CLIENT OF THE FIRM OF WHICH I AM A PARTNER. I ASK THAT THE SECRETARY PLEASE HAVE THE MINUTES OF THE MEETING REFLECT MY ABSTENTION ON THIS VOTE.

The motion passed.

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ITEMS ADDED TO THE FORMAL AGENDA

CHANGE ORDERS AND FINAL PAYMENTS

Motion-That the Commission approves the Change Orders and Final Payments for the items listed in memos “a” through “d”:

- a. Change Order #2 and Final Payment for Contract #EN-00088-03-08 with IA Construction Corp. for miscellaneous pavement adjustments on Turnpike 376, Turnpike 66 and Turnpike 43; for an increase of \$113,280.23, making the final contract value \$1,107,407.91 and a final amount due of \$221,743.30;
- b. Change Order #1 and Final Payment for Contract #EN-00094-03-02 with Gregori Construction & Engineering, Inc. for bridge repairs between MP 0.00 and MP 109.91, Turnpike 43, 60, 66 and 576; for an increase of \$25,088.98, making the final contract value \$525,088.98 and a final amount due of \$50,088.98;
- c. Change Order #1 and Final Payment for Contract #T-357.32S001-3-02 with Road-Con, Inc. for rehabilitation of Bridge DB-248; for a decrease of \$20,928.60, making the final contract value \$526,493.65, and a final amount due of \$48,458.96;
- d. Change Order #1 and Final Payment for Contract #EN-00088-03-10 with Road-Con, Inc. for inlet repairs between MP 334.40 and MP 337.45; for a decrease of \$49,250.00, making the final contract value \$641,500.00, and the final amount due of \$13,320.00.

-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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NEXT MEETING

MS. EDMUNDS: THE NEXT COMMISSION MEETING WILL BE HELD TUESDAY, JANUARY 25, 2011.

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ADJOURNMENT

MS. EDMUNDS: COMMISSIONERS, I HAVE NO OTHER ITEMS FOR CONSIDERATION. IF YOU HAVE NOTHING FURTHER, I REQUEST A MOTION FOR ADJOURNMENT.

Motion-That this meeting of The Pennsylvania Turnpike Commission be adjourned at 10:53 a.m.-was made by Commissioner Pratt, seconded by Commissioner Deon; and passed unanimously.

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PREPARED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

01-11-11

APPROVED BY:

J. William Lincoln
Secretary Treasurer

ATTACHMENT NUMBER 1

COMMUNICATIONS: MEMO RECEIVED FROM THE CHIEF COUNSEL