

MINUTES OF THE COMMISSION MEETING HELD JANUARY 19, 2016

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:12 a.m. on January 19, 2016 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Sean Logan, Chairman; William K. Lieberman, Vice Chairman; Pasquale T. Deon, Sr., Secretary Treasurer; Barry Drew, Commissioner and Leslie Richards, Secretary of Transportation.

Others present for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Michael Baker, Jr., Inc.; Charles L. Duncan III, Esquire, Director of Legislative Affairs; Scott D. Fairholm, Chief Information Officer; Nikolaus Grieshaber, Chief Financial Officer; Brad Heigel, P.E., Chief Engineer; Jeffrey L. Hess, Director of Fare Collection & Field Operations; Doreen A. McCall, Chief Counsel; Myneca Y. Ojo, Director of Diversity & Inclusion; Stacia A. Ritter, Esquire, Director of Policy & External Affairs and Ann Louise Edmunds, Assistant Secretary Treasurer.

Also in attendance were Renee Colborn, Manager of Media & Public Relations; Carl E. Defebo, Jr., Director of Public Relations & Marketing; Richard S. DiPiero, Senior Fare Collection Operations Manager; Richard C. Dreher, Assistant CFO/Financial Management; Donald S. Klingensmith, Director of Procurement and Logistics; Donna Lapano, Executive Office Assistant; Wanda Metzger, Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Sheri Norris, Director of Human Resources; Mark A. Strause, Technician of PC/LAN Systems; Lynn Stakem, Senior General Accountant; Paul McNamee, KCI; Tom Bice, Lochner; Stephen Holmes, SKHBM; John Smith, Parsons Brinkerhoff; Peter Kuhne, Atkins; Ralph Jones, US Bank; Steve Barber, Michael Baker, International; Robin Kohler, C.S. Davidson, Inc.; Mike Gross, Wallace Montgomery; Kristi Reichard, Raudenbush Engineering; Jim Miller, Michael Baker International; and Marcy Krum Michael Baker International.



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



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



### SUNSHINE ANNOUNCEMENT

The Commissioners met in Executive Session prior to today's Formal Agenda Session to consider matters of personnel, which included termination, promotions, new hires, vacancies, and a request to fill; and to post and fill positions in the Engineering and Informational Technology Departments.

The Commissioners also engaged in non-deliberative informational discussions regarding various actions and matters, which have been approved at previous public meetings.



### 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 and effective meeting, all persons wishing to address the Commission should have signed in a requested time to speak. If you have not done so, you are invited to do so at this time.

There were no requests to address the Commission, all visitors introduced themselves.



### MINUTES OF THE MEETING

Motion-That the Minutes of the meetings held December 15, 2015 and January 5, 2016 be approved and filed as submitted-were made by Commissioner Deon, seconded by Commissioner Lieberman, and passed unanimously.



### COMMUNICATIONS

Motion-That the Commission approves the memos received from the Chief Counsel and the Director of Procurement & Logistics-was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



### PERSONNEL

Motion-That the Commission approves the Personnel as submitted-was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



UNFINISHED BUSINESS

No unfinished business to discuss.



NEW BUSINESS

SUPPLEMENT

Motion-That the Commission approves Supplemental Agreement #2 for design of the Mon/Fayette Expressway, PA Rt. 51 to I-376 with McCormick Taylor, Inc., for an additional \$1,000,000.00 to complete the preliminary design; for a revised not-to-exceed amount of \$10,000,000.00-was made by Commissioner Deon, seconded by Commissioner Drew; Commissioner Richards abstains.

SECRETARY RICHARDS: I abstain on this item because McCormick Taylor, Inc. was a former political donor.



AGREEMENT

Motion-That the Commission approves the negotiation and execution of the amendments to our agreements for Trustee Services with US Bank, N.A., Wells Fargo Bank, N.A. and The Bank of New York Mellon, N.A., exercising the option to renew the agreements for an additional year at a total approximate cost of \$190,000.00; and authorize advertising for Trustee Services-was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



RIGHT-OF-WAY REQUESTS

Motion-That the Commission approves the Right-of-Way Request for the items listed in memos "a" through "h":

- a. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17668 (Robert B. & Carol M. Goodall), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$395,000.00 representing Estimated Just Compensation to Clark Hill, PLC, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- b. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17677 (Estate of Florence S. Carpenter), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$1,700.00 representing Estimated Just Compensation to Clark Hill, PLC, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;

- c. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17669 (Robert Geary Cummins, Alan Reed Cummins and Range Resources-Appalachia, LLC), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$67,100.00 representing Estimated Just Compensation to Babst Calland, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- d. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17663 (Kimberly Lynn McLaughlin, a/k/a Kimberly Lynn McAfee), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$3,900.00 representing Estimated Just Compensation to Hollinshead, Mendelson, Bresnahan & Nixon, P.C., escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- e. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17524 (Andrew R. & Kathleen D. Schrader), a total take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$200,000.00 representing Estimated Just Compensation to Babst Calland, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- f. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17654 (Paul D. Galbraith, Mark L. Galbraith, G&G Auto Sales and Dale Property Services Penn, LP), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$285,000.00 representing Estimated Just Compensation to The Law Office of Robert J. Wratcher, LLC, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- g. Acquisition of Right-of-Way #14072-B1 (Apple Ridge Homeowners Association), a partial take parcel necessary for the total reconstruction project from MP 40.00 to MP 48.00 by authorizing payment of \$7,076.50 representing fair market value and pro-rated taxes to Apple Ridge Homeowners Association; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize the payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel; and payment of fair market value to the property owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- h. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #17664 (Paul D. Galbraith, Mark L. Galbraith, G&G Auto Sales and Benjamin & Inez Davis), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 by authorizing payment of \$457,300.00 representing Estimated Just Compensation to The Law Office of Robert J. Wratcher, LLC, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel.

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



ADVERTISING

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

- a. Contract #A-130.64R001-3-02 for bituminous resurfacing of the Clark Summit Interchange Ramps;
- b. Contract #T-312.00R001-3-02 for bituminous resurfacing between MP 312.35 and MP 319.32.

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



PURCHASE ORDERS

Motion-That the Commission approves the Issuance of Purchase Orders for the items listed in memos "a" through "g":

- a. Microwave radio maintenance (2016 – 2021), utilizing the Commonwealth's contract with Alcatel-Lucent USA Inc.; at a total award of \$628,393.26;
- b. Backbone Communication Routers, utilizing the Commonwealth's contract with ePlus Technology Inc.; at a total award of \$1,743,091.26;
- c. Eight (8) Case 721F Loaders, utilizing the Commonwealth's contract with Groff Tractor & Equipment, Inc.; at a total award of \$1,327,200.00;
- d. Firewall and IPS upgrades (required for purchase of new Storage Area Network (SAN)), utilizing the Commonwealth's contract with CSB Technology Partners; at a total award of \$163,975.40;
- e. Storage Area Network (SAN), utilizing the Commonwealth's contract with CSB Technology Partners; at a total award of \$336,334.60;
- f. New Network Switches (required to be updated for purchase of new SAN), utilizing the Commonwealth's contract with CSB Technology Partners; at a total award of \$137,503.80;
- g. Ten (10) Chevrolet Equinox and twelve (12) Chevrolet Impalas, utilizing the Commonwealth's contract with Apple Chevrolet Cadillac; at a total award of \$478,376.00.

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



AWARD OF A CONTRACT

Motion-That the Commission approves the award of Contract #T-013.21S001-3-08 for the replacement of Bridge WB-206 at MP 12.58, to the lowest responsive and responsible bidder, Allison Park Contractors, Inc.; at a not-to-exceed amount of \$8,895,000.00 and a contingency of \$400,000.00-was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



CHANGE ORDERS and FINAL PAYMENT

Motion-That the Commission approves the Change Orders and Final Payment for the items listed in memos “a” and “b”:

- a. Change Order #5 for Contract #T-099.00T002-3-06 for the replacement of Bridge B-504 at MP 180.17 with Plum Contracting, Inc., for a 29-day time extension for demolition delays due to the Labor Day holiday and coordination with PSP and Maintenance;
- b. Change Order #1 and Final Payment for Contract #T-286.23S001-3-02 for painting of Bridge EB-541 at MP 286.23 and Bridge EB-541B at MP 286.48 with Hercules Painting Company, Inc., for a decrease of \$8,902.87 to balance items to actual work completed, Type 2 concrete bridge deck repairs, disposal of hazardous waste and 5-days of liquidated damages; for a final contract value of \$1,005,152.26 and final payment due to the contractor of \$48,984.26;

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

Motion-That the Commission approves the Change Order for the item listed in memo “c”:

- c. Change Order #7 for Contract #T-242.00T002-3-03 for roadway and bridge reconstruction from MP 241.98 to MP 245.33 with Trumbull Corporation, for an increase of \$403,618.96 to balance items to actual work completed, changes for cement stabilization for roadway and shoulder sub grade in lieu of traditional undercutting, additional cost for stream bypass efforts and utility work for Fairview Township waterline trench collapse; for a revised not-to-exceed amount of \$84,212,994.15.

-was made by Commissioner Deon, seconded by Commissioner Drew; Commissioner Lieberman abstained.

VICE CHAIRMAN LIEBERMAN: I abstain on this item because Trumbull is a client of my firm.



PSPC

Motion-That the Commission approves the award of services and authorize the negotiation and execution of an agreement with the selected firm for RFP #7121, Public Relations/Media Relations and Crisis Communication Services:

- Shelly Lyons Public Affairs and Communications-AWARDED
- Meinert Mashek Communications, LLC

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



BOND RESOLUTION

Motion-That the Commission authorizes the approval of the issuance of the Pennsylvania Turnpike Commission's Subordinate Indenture Bonds in one or more series or sub-series, fixed rate, taxable or tax-exempt, in an aggregate principal amount not to exceed \$1,000,000,000, to finance the costs of (a) refunding all or a portion of the Subordinate Indenture Bonds previously issued by the Pennsylvania Turnpike Commission, (b) funding necessary reserves or similar funds, (c) obtaining credit facilities related to such bonds, and (d) issuance of such bonds; authorizing the execution, delivery and distribution of the following: (1) one or more Supplemental Trust Indentures, (2) one or more Preliminary Official Statements or Preliminary Private Placement Memoranda, (3) one or more Official Statements or Private Placement Memoranda, (4) one or more Purchase Contracts or Private Placement Agreements, (5) one or more Continuing Disclosure Agreements, (6) one or more escrow Deposit Agreements, and (7) any other necessary or appropriate documents or certificates; authorizing the acquisition of one or more credit facilities and the execution and delivery of any related agreements; providing for the appointment of one or more co-bond counsel, disclosure counsel, escrow agents and, if necessary, verification agent; appointing the co-financial advisors; providing for the appointment of one or more underwriters; authorizing the taking of further action; repealing inconsistent resolutions; and declaring that this Resolution shall be liberally construed-was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



POST-FORMAL MEETING

Larry Bankert, Michael Bankert, Jr., Inc. presented key findings of the Strategic Performance Report.

NEXT COMMISSION MEETING

Ms. Edmunds: The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, February 2, 2016 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:33 a.m. -was made by Commissioner Drew, seconded by Commissioner Deon, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds  
Assistant Secretary Treasurer

Pasquale T. Deon, Sr.  
Secretary Treasurer