

MINUTES OF THE COMMISSION MEETING HELD FEBRUARY 20, 2018

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 2:17 p.m. on February 20, 2018 at the Central Office located in Highspire, Pennsylvania.

Present for the meeting were Leslie Richards, Chair; Barry Drew, Secretary Treasurer and John Wozniak, Commissioner. Available via telephone were William K. Lieberman, Vice Chair; and Pasquale T. Deon, Sr., Commissioner.

Also in attendance for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Chief Engineer, Michael Baker, Inc.; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Jeffrey L. Hess, Assistant Director of Toll Collection-Fares; Doreen McCall, Chief Counsel; Ray Morrow, Chief Compliance Officer; Myneca Y. Ojo, Director of Diversity and Inclusion; Stacia A. Ritter, Esquire, Director of Policy and External Affairs; Robert Taylor, Chief Technology Officer and Ann Louise Edmunds, Assistant Secretary Treasurer.

Others present were Jack Christensen, Director of FEMO; Kelly Horvath, Executive Administrative Assistant; Laura Jensen, Human Resources Specialist; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Anna Marcella, Executive Administrative Assistant; Wanda Metzger, Contracts Supervisor; Gina M. Murray, Engineering Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Holly Smith, Senior Human Resources Specialist; Mark Strause, Technician of PC/Lan Systems; Eric Madden, JMT; Steve Barber, Michael Baker International; Paul McNamee, KCI; Robert Peda, Navarro & Wright; Marty Malone, Lehman Engineering; Francis Catherine, Lehman Engineering; David Azzato, TPD; David Lowdermilk, WSP; and Mike Gross, Wallace Montgomery.



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 a termination, reclassification, new hires and vacancies.

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 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.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held February 6, 2017 be approved and filed as submitted - were made by Commissioner Drew, seconded by Commissioner Deon, 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 Drew, seconded by Commissioner Deon, and passed unanimously.



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



NEW BUSINESS

CHANGE ORDERS AND FINAL PAYMENTS

Motion-That the Commission approves the Change Orders and Final Payments for the items listed in memos "a" through "c":

- a. Change Order #8 and Final Payment for Contract #T-220.00T001-3-04 for roadway and bridge reconstruction from MP 220.30 to MP 226.72 with New Enterprise Stone & Lime Co., Inc., for an increase of \$138,474.31 for milling and paving, erosion and sedimentation control and signage; for a final contract value of \$108,975,843.33 and final amount due to the contractor of \$188,474.31;
- b. Change Order #14 for Contract #A-020.00T002-3-07 for roadway and bridge reconstruction from MP A25.67 to MP A31.34 with Allan A. Myers, LP, for an additional \$589,466.20 for reimbursement due to inefficiencies during installation of Support of Excavations; for a revised not-to-exceed amount of \$208,902,995.05;
- c. Change Order #7 and Final Payment for Contract #T-020.47S002-3-02 for superstructure replacement of Bridge WB-224B at MP 20.47 with Brayman Construction Corporation, for a decrease of \$125,088.27 to balance items to actual work completed, changes for polymer modified cement mortar repairs and additional compensation for significant quantity underrun of mortar repair; for a final contract value of \$5,266,501.60 and final amount due to the contractor of \$130,865.06.

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



AGREEMENTS

Motion-That the Commission approves the negotiation and execution of the Agreements, Supplements and Amendments for the items listed in memos "a-g" and "i-l":

- a. Reimbursement Agreement with Columbia Gas PA to reimburse Columbia Gas the cost for the engineering and utility relocation work necessary for construction of the Southern Beltway, Section 55A2; at a not-to-exceed amount of \$3,664,033.00;
- b. Reimbursement Interagency Agreement with the Pennsylvania Department of Transportation (PennDOT) for the Commission to include within its Intelligent Transportation Systems (ITS) project the design and installation of Dynamic Message Signs (DMS) at various PennDOT locations in the Lehigh Valley; PennDOT will reimburse the Commission for the design, construction and installation of the PennDOT DMSs;

- c. Reimbursement Agreement with PPL Electric Utilities Corp. to reimburse PPL the cost for the engineering and utility relocation work necessary for the total reconstruction project from MP 302.00 to MP 308.00 (EB-704, MP 302.81); at a not-to-exceed amount of \$82,316.44;
- d. Amendment to our Master Software License Agreement with SAP to purchase fifty (50) additional SAP professional user licenses; at a cost of \$173,923.20;
- e. Agreement with The Hartford (as advertised through our broker, Alliant, Inc.) for short term disability for three (3) years, with 2 one-year options to renew; at an approximate annual cost of \$1,900,000.00; and approve termination of the current short-term disability agreement with MetLife;
- f. Three (3) Reimbursement Agreements with Consolidated Communications to reimburse Consolidated Communications the cost for the engineering and utility relocation work necessary for the total reconstruction project from MP 28.00 to MP 31.00; at a combined not-to-exceed amount of \$180,601.56;
- g. Agreement with Access Cornerstone II, to distribute E-ZPass Go Paks in its Northeast PA locations;
- h. **REMOVED FROM AGENDA.** Settlement Agreement and Release in the case, Christ v. PTC; and authorize payment of the settlement amount;
- i. Supplemental Agreements with Hunton & Williams, LLP and McNeese Wallace & Nurick to provide legal services for the Broadband Network P3 project, for an additional \$450,000.00 due to the complexity of the project, market sounding, industry feedback, federal funding and INFRA Grant application preparation services; for a revised not-to-exceed amount of \$1,350,000.00;
- j. Supplemental Agreement with Ernst & Young Infrastructure Advisors, LLC to provide financial advisory services for the Broadband Network P3 project, for an additional \$700,000.00 due to the complexity of the project, market sounding, industry feedback, federal funding and INFRA Grant application preparation services; for a revised not-to-exceed amount of \$1,600,000.00;
- k. Negotiations with Tesla Motors, Inc. regarding the installation of the Tesla Supercharger Stations at various locations along the Turnpike;
- l. Continuation of banking services for up to five (5) years or until the implementation of Cashless Tolling (whichever occurs first); and authorize the Chief Financial Officer to negotiate terms and conditions with:
 - PNC Bank for banking and cash management services, \$200,000.00 annually (approximate),
 - Wells Fargo Bank for banking and cash management services, \$775,000.00 annually (approximate).

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



RIGHT-OF-WAY REQUEST

Motion-That the Commission approves the Right-of-Way Requests for Right-of-Way #17726 (McDonald Sportsmen’s Association, Range Resources-Appalachia, LLC), a partial take parcel necessary for construction of the Southern Beltway by authorizing payment of \$5,000,000.00 representing cost to cure, fair market value, special damages and Section 710 fees to Bresnahan, Nixon & Finnegan, P.C., escrow agent; authorize the appropriate Commission officials to execute the Settlement Agreement as reviewed and approved by the Legal Department; and payment of the settlement amount to the property owner is contingent upon delivery of a full and final release and settlement of all claims as reviewed and approved by the Legal Department-was made by Commissioner Drew, seconded by Commissioner Deon, and passed unanimously.



AWARD OF CONTRACT

Motion-That the Commission approves the Award of Contract #A-115.00R001-3-02 for bituminous resurfacing between MP A115.00 and MP A120.40, to the lowest responsive and responsible bidder, Pennsy Supply, Inc.; at a not-to-exceed amount of \$8,967,540.95 and a contingency of \$400,000.00-was made by Commissioner Drew, seconded by Commissioner Deon and passed unanimously.



PURCHASE ORDERS

Motion-That the Commission approves the Award of Bids, Change Order and the Issuance of Purchase Orders for the items listed in memos “a’ through “j”:

- a. Rental of catch basin cleaners and sweeper (April 1, 2018 -March 31, 2019), to the lowest responsive and responsible bidders:

PA Public Works Equip. Co.	\$ 70,950.00	District 1
	89,250.00	District 2
	29,400.00	District 3
	58,000.00	District 4
	50,000.00	As needed District 4 & 5
	112,000.00	Contingency-District 1-4
Vacuum Sales, Inc.	40,000.00	District 4
	20,000.00	District 5
	<u>20,000.00</u>	Contingency-District 4-5
TOTAL AWARDS:	\$489,600.00	

- b. Systemwide maintenance for uninterruptible power sources (UPC) and batteries for systems manufactured by EATON/POWERWARE, exercising the option to renew the agreement for an additional year (May 1, 2018 – April 30, 2019) with Unified Power; at a cost of \$121,760.00;
- c. Systemwide maintenance for uninterruptible power sources (UPC) and batteries for systems manufactured by APC/MGE, exercising the option to renew the agreement for an additional year (May 1, 2018 – April 30, 2019) with United Power System, Inc.; at a cost of \$83,640.00;

- d. Systemwide maintenance for uninterruptible power sources (UPC) and batteries for systems manufactured by EMERSON/LIEBERT, exercising the option to renew the agreement for an additional year (May 1, 2018 – April 30, 2019) with United Power Systems, Inc.; at a cost of \$259,448.00;
- e. Change Order to our contract for janitorial supplies with Veritiv/XPEDX, for an additional \$60,000.00 for supplies through July 31, 2018;
- f. ESRI GIS software licenses annual subscription and services, utilizing the Commonwealth's contract with Environmental Systems Research Institute; at a total award of \$165,269.55;
- g. Construction of the Kegg Maintenance facility renovation, to the lowest responsive and responsible bidder, Leonard S Fiore, Inc.; at a total award of \$3,188,000.00;
- h. Plumbing work for the Kegg Maintenance facility renovation, to the lowest responsive and responsible bidder, SP McCarl & Co., Inc.; at a total award of \$958,350.00;
- i. Electrical work for the Kegg Maintenance facility renovation, to the lowest responsive and responsible bidder, IB Abel, Inc.; at a total award of \$1,196,492.00;
- j. HVAC work for the Kegg Maintenance facility renovation, to the lowest responsive and responsible bidder, SP McCarl & Co., Inc.; at a total award of \$618,950.00.

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



PSPC ITEMS

Motion-That the Commission approves the award of services and authorize the negotiation and execution of an agreement with the selected firm for the items listed in memos "a" and "b":

- a. T00083, open-end construction inspection services between MP 247.00 and MP 359.00 and between MP A20.00 and MP A131.00:
 - JBC Associates, Inc.-AWARDED
 - CMC Engineering
 - RIG Consulting, Inc.

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

- b. RFP 7879, infrastructure and security support and maintenance services:
 - Appalachia Technologies, LLC-AWARDED
 - Deloitte and Touche LLP-AWARDED
 - Skyline Network Engineering, LLC d/b/a Skyline Technology Solutions-AWARDED
 - Unisys Corporation-AWARDED
 - World Wide Technology, Inc-AWARDED.

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



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, March 6, 2018 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 2:27 p.m. -was made by Commissioner Drew, seconded by Commissioner Deon, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Barry Drew
Secretary Treasurer

ATTACHMENT:

Memos received from the Chief Counsel and the Director of Procurement & Logistics