

MINUTES OF THE COMMISSION MEETING HELD APRIL 2, 2019

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 10:43 a.m. on Tuesday, April 2, 2019 at the Central Office located in Highspire, Pennsylvania. Present for the meeting was John Wozniak, Commissioner. Available via telephone were Leslie S. Richards, Chair; William K. Lieberman, Vice Chair; Barry Drew, Secretary Treasurer and Pasquale T. Deon Sr., Commissioner.

Also in attendance for the meeting were Mark P. Compton, Chief Executive Officer; Carl E. DeFebo, Jr., Director of Public Relations & Marketing; John DelRicci, Director of Maintenance; Charles L. Duncan III, Esquire, Director of Legislative Affairs; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Doreen McCall, Chief Counsel; Myneca Y. Ojo, Director of Diversity & Inclusion; Stacia A. Ritter, Esquire, Director of Policy and Fare Collection and Ann Louise Edmunds, Assistant Secretary Treasurer.

Others present were Susan Carson-Casoni, Cash Manager; Kelly Horvath, Executive Administrative Assistant; Stephen Husic, Director of Enterprise Business Solution; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Shawn Laudenslager, End User Support Technician; Wanda Metzger, Contracts Supervisor; Gina M. Murray, Engineering Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Timothy M. Scanlon, Director of Traffic Engineering and Operations; Richard Reidy, Michael Baker, Int'l; Jill Bolt, T.Y. Lin; Paul McNamee, KCI; Robert Peda, Navarro & Wright; Tom Friel, WSP; Harry Sigley, CMTS; Michael Gross, Wallace Montgomery and Alexis Isenberg, Cardno.



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 available.



SUNSHINE ANNOUNCEMENT

The Commissioners met in Executive Session prior to today's Formal Agenda Session to consider matters of Personnel, which included a promotion, reorganization, new hires, reclassifications, vacancies and a request to create, post and fill a position in the Electronic Toll Collection Department.

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 March 19, 2019 be approved and filed as submitted -was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



COMMUNICATIONS

Motion-That the Commission approves the memo received from the Chief Counsel-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



NEW BUSINESS

SUPPLEMENT

Motion-That the Commission approves the negotiation and execution of Supplemental Agreement #2 for Cashless Tolling program manager with HNTB Corp., for an increase of \$9,000,000.00 to provide continued program and project management services to Commission staff and to review and track conversion tasks performed by others through the planned 2022 conversion period; for a revised not-

to-exceed amount of \$22,000,000.00-was made by Commissioner Wozniak, seconded by Commissioner Deon, and approved unanimously.



AGREEMENTS

Motion-That the Commission approves negotiation and execution of the Agreements and Amendments for the items listed in memos “a” through “e”:

- a. Reimbursement Agreement with Sunoco Pipeline, LP to reimburse Sunoco the cost for the engineering and utility facility relocation work necessary for the replacement of Bridge EB-717 at MP 309.20; at a not-to-exceed amount of \$156,250.00;
- b. Reimbursement Agreement with West Mifflin Sanitary Sewer Municipal Authority to reimburse the Authority the cost for the final design, right-of-way negotiations and construction inspection for the relocation of the Authority’s utility lines, grit building and pump stations necessary for construction of the Mon/Fayette Expressway, Section 53B; at a not-to-exceed amount of \$1,795,867.24;
- c. Amendment to our agreement with Leidos for GIS open-end work order services, exercising the option to renew the agreement for an additional year;
- d. Amendment to our agreements with KPMG, LLP and Deloitte Consulting, LLP for Advisory, Strategy, IV & V Work Order Services contracts; exercising the option to renew the agreements for an additional two years; at a combined total not-to-exceed amount of \$3,000,000.00;
- e. Amendment to our agreement with TransCore for Customer Service/Violations Processing Center (CSC/VPC) operations, exercising the option to renew the agreement for an additional five (5) years; at an estimated amount of \$175,000,000.00.

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



RIGHT-OF-WAY REQUEST

Motion-That the Commission approves the Right-of-Way Requests for the items listed in memos “a” through “j”:

- a. Acquisition of Right-of-Way #14S236-1 (Patricia Graham Family LP, Mary Patricia Graham), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376 by authorizing payment of \$79,193.62 representing fair market value, pro-rated taxes and recording fees to Universal Settlement Services of PA, LLC, escrow agent; also authorize payment of \$687.78 representing moving costs to South Hills Movers, Inc., and payment of \$152.00 representing pre-paid moving costs to Mary Patricia Graham; 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;

- b. Acquisition of Right-of-Way #14S058-2 (Donel Housing Services, Inc., John R. & Kristi L. Emery Phillips), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376 by authorizing payment of \$14,792.00 representing rent supplement to John R. & Kristi L. Phillips; also authorize payment of \$11,500.00 representing one year's rent and security deposit on replacement dwelling to Stephen Niedzwiecki, II; authorize the appropriate Commission officials to execute all required documents; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- c. Acquisition of Right-of-Way #14S334 (John R. & Beverly A. Seba), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$112,487.73 representing fair market value, pro-rated taxes and recording fees to Closure Settlement, LLC, escrow agent; also authorize payment of \$42,931.75 representing housing supplement and closing costs to John R. & Beverly A. Seba; 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 owners is contingent upon the delivery of a deed as prepared by the Legal Department;
- d. Acquisition of Right-of-Way #14S611 (Jean K. Tankersley), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$80,877.46 representing fair market value, pro-rated taxes and recording fees to Closure Settlement, LLC, escrow agent; also authorize payment of \$25,060.00 representing housing supplement and closing costs to Jean K. Tankersley; 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;
- e. Acquisition of Right-of-Way #14S610 (Jeffrey J. & Mary K. Cardamone), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$121,093.57 representing fair market value, pro-rated taxes and recording fees to Arrow Land Solutions, LLC, escrow agent; also authorize payment of \$26,364.38 representing housing supplement and closing costs to The Law Offices of Edward L. Kochuba, Jr., escrow agent; 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 owners is contingent upon their delivery of a deed as prepared by the Legal Department;
- f. Acquisition of Right-of-Way #14S380 (Joyce Eagan), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$172,115.79 representing fair market value, pro-rated taxes, recording fees, replacement housing supplement and closing costs to Closure Settlement, LLC, escrow agent; also authorize payment of \$350.00 representing

Section 710 damages to Joyce Eagan; 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;

- g. Settlement of Right-of-Way #14079-V (Akhrass Family L.P.), a partial take parcel necessary for the total reconstruction project from MP 49.00 to MP 53.00 by authorizing payment of \$101,336.50 representing fair market value and pro-rated taxes to Akhrass Family L.P.; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that might 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. Acquisition of Right-of-Way #14091-RA (The County of Allegheny), a partial take parcel necessary for the total reconstruction project from MP 53.00 to MP 57.00 by authorizing payment of \$640.00 representing fair market value to The County of Allegheny; authorize the appropriate Commission officials to execute the Temporary Construction Easement Agreement 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 Temporary Construction Easement Agreement prepared by the Legal Department;
- i. Acquisition of Right-of-Way #14S384 (Frank Ramirez), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$140,879.23 representing fair market value, pro-rated taxes and recording fees to Closure Settlement, LLC, escrow agent; 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 his delivery of a deed as prepared by the Legal Department;
- j. Acquisition of Right-of-Way #14S229 (Patricia Pilisausky), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$70,133.41 representing fair market value, pro-rated taxes and recording fees to Universal Settlement Services of PA, LLC, escrow agent; also authorize payment of \$13,839.60 representing housing supplement and closing costs to Patricia Pilisausky; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel; and payment of fair market to the property owner is contingent upon the delivery of a deed as prepared by the Legal Department.

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



ADVERTISING

Motion-That the Commission approves advertising for the items listed in memos “a” through “c”:

- a. General Consulting Engineer to perform the functions stipulated in the Amended and Restated Trust Indenture;
- b. Design and installation of a truck parking management system located at a minimum of ten (10) service plazas;
- c. Engineering or construction management firm to perform open-end construction management and construction inspection services for FEMO projects.

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



PURCHASE ORDERS

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

- a. Change Order for Qlik GeoAnalytics software licenses and support (September 2018 – September 2019) with Carahsoft Technology Corp., to add 50 additional licenses; at a cost of \$61,875.00;
- b. Tree clearing & pruning from MP 226.30 to MP 242.00, to the lowest responsive and responsible bidder, Sidelines Tree Service, LLC; at a total award of \$2,079,652.50;
- c. Uniform management program (toll collectors, maintenance rain gear), to the lowest responsive and responsible bidder, Unitec Distribution Systems, Inc.; at a total award of \$400,000.00;
- d. Change Orders to consolidate Asset Management System agreements for sign, pavement, stormwater & tunnel management implementation and hosting (no additional cost) with Agile Assets, Inc., and to incorporate Enterprise license subscription through May 2023; for an additional cost of \$1,094,732.44;
- e. Change Order for sludge and residual waste water removal with ACV Environ APV/Allstate Power Vac, Inc., to cover requirements through the end of the contract (June 30, 2019):

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|------------|----------------------------|
| District 1 | \$100,000.00 |
| District 2 | no additional funds |
| District 3 | \$ 50,000.00 |
| District 4 | no additional funds |
| District 5 | <u>no additional funds</u> |
- f. Penn State sponsorship agreement, with Penn State Sports Properties, LLC; at a cost of \$215,079.00 plus a contingency of \$62,740.00; for a total approved amount of \$277,819.00;

- g. Change Order for Automatic External Defibrillator (AED) training and service with Cardiac Science Corp., exercising the option to renew the agreement for an additional two-years (February 2019 – February 2021); at a cost of \$60,203.40.

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



CHANGE ORDERS/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 #4 and Final Payment for Contract #S-006.00X002-3-22 for construction of Cashless Tolling on the Southern Beltway, between MP S0.62 and MP S5.70 with Golden Triangle Construction Co., Inc., for an increase of \$211,312.14 to balance items to actual work completed, changes for concrete barrier, drainage, base course, cold weather curing, MPT, condensing unit, UPS replay card, AC relocation, lighting and gantry bolt replacement, for a final contract value of \$5,239,765.92 and final amount due to the contractor of \$529,138.89;
- b. Change Order #5 for Contract #A-070.26F003-3-02 for Lehigh Tunnel lighting replacement between MP A70.26 and MP A71.57 with Mosites Construction Company, for an increase of \$468,817.77 for tunnel luminaire bracket modifications, lighting tilt angle adjustments, additional conduit and supports in Tunnel 1, relocation of blue light in Tunnel 2, a 15-day time extension due to added work items to the project; for a revised not-to-exceed amount of \$15,998,861.74;
- c. Change Order #2 for Contract #T-210.00R001-3-02 for bituminous resurfacing between MP 210.92 and MP 215.14 with New Enterprise Stone & Lime Co., Inc., for a decrease of \$13,207.30 to balance items to actual work completed, a 190-day time extension to complete line painting that is weather sensitive (warm & dry conditions needed); for a revised not-to-exceed amount of \$4,935,038.77.

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



PSPC AWARDS

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

- a. T00109, open-end construction inspection services, west:
 - Pennoni Associates-AWARDED
 - Stahl Sheaffer Engineering, LLC
 - The EADS Group, Inc.

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

b. RFP 8405, transportation assets marketing and sponsorship consultant services:

- Travelers Marketing, LLC-AWARDED

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



DEFEASANCE

Motion-That the Commission authorizes the use of up to \$25 million in available balances in the General Reserve Fund to fund an escrow to cash defeasance of a portion of the outstanding Pennsylvania Turnpike Toll Revenue Bonds. The proposed cash defeasance is expected to improve the Commission's debt service coverage ratios and support its current credit rating in certain years prior to the expiration of its Act 44/89 obligations to PennDOT in 2022; and 2) the appointment of Obermayer Rebmann as bond counsel-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, April 16, 2019 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 10:52 a.m. -was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Barry Drew
Secretary Treasurer