

MINUTES OF THE COMMISSION MEETING HELD APRIL 5, 2016

A formal meeting of the Pennsylvania Turnpike Commission convened at 10:15 a.m. on April 5, 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 S. Richards, Secretary of Transportation.

Others present for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Robert F. Brady, Director of Operations/Projects-East; Carl E. DeFebo, Jr., Director of Public Relations & Marketing; Charles L. Duncan, III, Esquire, Director of Legislative Affairs; Scott D. Fairholm, Chief Information Officer; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Jeffrey L. Hess, Director of Fare Collection & Field Operations; Doreen A. McCall, Chief Counsel; Ray Morrow, Chief Compliance Officer; Myneca Y. Ojo, Director of Diversity and Inclusion; Stacia A. Ritter, Esquire, Director of Policy & External Affairs and Ann Louise Edmunds, Assistant Secretary Treasurer.

Also in attendance were Jack Christensen, Director of FEMO; 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; Anthony Q. Maun, Assistant CFO/Accounting & Budget; Wanda Metzger, Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Sheri Norris, Director of Human Resources; Theodore A. Rusenko, Accounting & Financial Reporting Manager; Tim Scanlon, Director of Traffic Engineering & Operations; Mark A. Strause, Technician of PC/LAN Systems; Michael Schubert; Troy Truax, Michael Baker International; Paul McNamee, KCI; John Smith, Parsons Brinkerhoff; John Livingston, Jacobs; Gregory Bitsko, Cherry, Weber & Associates; Mahmood Shehata, RK&K; Mark Kapolski, Buchart Horn; Rachel Tereska, NTM; Mille Lee, PFM; Bob Rich, PFM; Joe Sanka, WGAL8 and Porcha Johnson, WGAL8 .



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.

Chairman Logan asked for a Moment of Silence in memory of Danny Crouse and Ronald Heist whose lives were taken March 20, 2016.



SUNSHINE ANNOUNCEMENT

The Commissioners met in Executive Session prior to today's Formal Agenda Session to consider matters of personnel, which included a transfer, reclassification, promotion, new hires, vacancies, and requests to fill; and to post and fill positions in the Executive Offices, Compliance, Facilities Energy and Management Operations, Finance and Administration and Communications and Public Relations Departments.

The Commissioners also discussed Docket Nos. PTC-6632; 7950 and 4576, and engaged 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.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held March 15, 2016 be approved and filed as submitted-were made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



COMMUNICATIONS

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



PERSONNEL

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



UNFINISHED BUSINESS

Motion- That the Commission approves authorizing the issuance of the Pennsylvania Turnpike Commission's variable and/or fixed rate Turnpike Revenue Bonds in an aggregate principal amount not to exceed \$650,000,000 (based on par amount) in one or more series or subseries, taxable or tax-exempt, for the purpose of financing (1) the costs of various capital expenditures for the Pennsylvania Turnpike system set forth in the Commission's current Ten Year Capital Plan or any prior Capital Plan including, but not limited to, the reconstruction of roadbed and roadway, the widening, replacing and redecking of certain bridges and/or the rehabilitation of certain interchanges and (2) the refunding of all or portion of certain outstanding Turnpike Revenue Bonds, in each case including funding necessary reserves, the cost of credit facilities and/or reserve fund credit facilities, and capitalized interest; authorizing the execution, delivery and distribution of the following: (1) one or more Supplemental Trust Indentures for the bonds; (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) agreements for the provision of one or more credit facilities and/or reserve fund credit facilities and any related agreements; (6) one or more Remarketing Agreements; (7) one or more Continuing Disclosure Agreements; (8) one or more interest rate swaps or other derivatives, or amendments to or terminations of existing interest rate swaps; (9) one or more Escrow Deposit Agreements; and (10) any other necessary or appropriate documents or certificates; providing for the appointment of one or more co-bond counsel and disclosure counsel; appointing the co-financial advisors; providing for the appointment of one or more underwriters and/or other professionals; and making a declaration of official intent that the Commission be reimbursed from bond proceeds for certain expenditures paid prior to the issuance of such bonds; 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; Commissioner Logan abstained.

CHAIRMAN LOGAN: I abstain on this item because Piper is a member of the Monroeville Area Chamber of Commerce, of which I am President.



NEW BUSINESS

PAYMENTS

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

- a. Employee Liability Self-Insurance Program (ELSIP) invoice from the PA Department of General Services, which represents the annual premium due for the period July 1, 2015 to June 30, 2016, in the amount of \$71,689.00;
- b. Payment request for benefit of Denise Crouse, wife of Danny Crouse.

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



AGREEMENTS

Motion-That the Commission approves the Amendment and Agreements for the items listed in memos "a" through "d":

- a. Amendment to our agreement with Daktronics, Inc. for Dynamic Message Signs (DMS), exercising the option to renew the agreement for an additional 2-years; at a not-to-exceed amount of \$5,500,000.00;
- b. Settlement and Release Agreement with Kevin Kelly, and authorize issuance of the workers' compensation settlement payment;
- c. Settlement and Release Agreement with Alfred Hicks, and authorize issuance of the workers' compensation settlement payment;
- d. Settlement and Release Agreement with Artie Lightfoot, and authorize issuance of the workers' compensation settlement payment.

-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 Requests for the items listed in memos "a" through "f":

- a. Acquisition of Right-of-Way #17532 (John Richard Zilich), a partial take parcel necessary for construction of the Southern Beltway, by authorizing payment of \$725.10 representing fair market value, pro-rated taxes and deed recording fees to Coon & Company, 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 deed prepared by the Legal Department;

- b. Acquisition of Right-of-Way #3042-A2 (Willis F. & Kathy A. Reed), a total take parcel necessary for the total reconstruction project from MP 180.00 to MP 186.00, by authorizing payment of \$150,635.58 representing fair market value, pro-rated taxes and recording fees to Nathan J. Zarichnak & Associates, LLC, escrow agent; authorize the issuance of a check in the amount of \$375.00 representing payment of Section 710 fees payable to Discovery One, Inc.; 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;
- c. Acquisition of Right-of-Way #6514-E (James K. & Gail Alderfer), a partial take parcel necessary for the total reconstruction project from MP A31.00 to MP A38.00, by authorizing payment of \$55,320.22 representing fair market value and pro-rated taxes to James K. & Gail Alderfer; 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 damages to the property owners is contingent upon their delivery of a deed prepared by the Legal Department;
- d. Acquisition of Right-of-Way #2063-C (Verl L. & Pamela F. Miller), a partial take parcel necessary for the total reconstruction project from MP 149.50 to MP 155.50, by authorizing payment of \$25,273.09 representing fair market value and pro-rated taxes to Verl L. & Pamela F. Miller; 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 damages to the property owners is contingent upon their delivery of a deed prepared by the Legal Department;
- e. Settlement of Right-of-Way #12035-K1 (Julie Lynn Taylor a/k/a Julie Lynn Soterin and Beaver Valley Bowl) and Right of Way #12034-RA (Julie Lynn Taylor a/k/a Julie Lynn Soterin), total and partial take parcels respectively, necessary for the Beaver River Bridge replacement project by authorizing settlement payment of \$18,000.00 for both properties to Babst Calland, escrow agent; authorize the appropriate Commission officials to execute the Settlement Agreement and Release as approved by the Legal Department; and payment of the settlement amount to the property owner is contingent upon the delivery of the executed Settlement Agreement and Release;
- f. Acquisition of Right-of-Way #17530 (Regina A. Berg), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79 project, by authorizing payment of \$2,434.10 representing fair market value, pro-rated taxes and recording fees; 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 damages to the property owner is contingent upon her delivery of a deed prepared by the Legal Department.

-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. Engineering or Construction Management firm for open-end construction management and construction inspection services for Facilities and Energy Management Operations (FEMO) projects;
- b. Host, maintain and support the Electronic Bidding System (EBS).

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



PURCHASE ORDERS

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

- a. Twenty-four (24) REACT 350 Type V Attenuators for the Beaver Valley Expressway, to M. H. Corbin, LLC; at a total award of \$894,648.00;

- b. Change Orders to the contracts for tires, for additional needs through the end of the contract (August 31, 2016):

Michelin North America	\$ 60,000.00	All Districts
Valley Tire	4,000.00	District 1
Jack Williams	1,500.00	District 5
Goodyear WTC	18,000.00	Districts 3, 4 & 5
Wingfoot (Irwin)	<u>20,000.00</u>	Districts 1 & 2
CHANGE ORDER VALUE:	\$103,500.00	

- c. Checkpoint Next Generation Intrusion Prevention hardware and support services, utilizing the Commonwealth’s contract with ePlus Technology Inc.; at a total award of \$174,039.12;
- d. Change Order to the contract for motor oil and lubricants with Craft Oil Corp, for additional needs through the end of the contract (August 31, 2016), for an additional \$67,000.00;
- e. Mimecast Unified Email Management Suite, utilizing the Commonwealth’s contract with CDW Government Inc.; at a total award of \$121,450.04.

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



SUPPLEMENT

Motion-That the Commission approves the negotiation and execution of Supplemental Agreement #7 for preliminary engineering and environmental services for the Allegheny Tunnel transportation

improvement project with CDI-Infrastructure, LLC d/b/a L. R. Kimball, for an additional \$2,000,000.00 to update the environmental document and alternative analysis, work with the environmental agencies and the public, and studying new alternatives to move forward with the preliminary design; for a revised not-to-exceed amount of \$7,887,016.13 was made by Commissioner Deon, seconded by Commissioner Drew, 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 "h":

- a. Change Order #2 and Final Payment for Contract #EN-00138-03-05 for roadway and miscellaneous repairs between MP 0.00 and MP 75.39, Toll I-376, Turnpike 66 and Turnpike 43 with The Lane Construction Corp., for a decrease of \$446,235.14 to balance items to actual work completed, for a final contract value of \$1,053,764.86 and final amount due to the contractor of \$33,629.10;
- b. Change Order #1 for Contract #EN-00164-03-02 for the installation of signs between MP 0.00 and MP 245.75, Toll I-376, Turnpike 66, Turnpike 43 and Turnpike 576 with Green Acres Contracting Co, Inc.; to approve the purchase of TAPCO Blinker Chevron Dynamic Curve Warning & Guidance System and the installation of the system between MP 123.30 and MP 123.60 eastbound;
- c. Change Order #2 and Final Payment for Contract #S-000.00R001-3-02 for concrete pavement repairs between MP S0.00 and MP S5.63 with Swank Construction Company, LLC, for an additional \$432,803.64 to balance items to actual work completed, changes for concrete pavement patching and repairs, spall repairs, joint repairs and sealing, concrete rumble strips, bituminous pavement patching, signage and interchange improvements; for a final contract value of \$2,796,215.91 and final amount due to the contractor of \$1,075,267.89;
- d. Change Order #1 and Final Payment for Contract #T-248.19S001-3-02 for the replacement of Bridge EB-306 at MP 248.19 with Susquehanna Valley Construction Corporation, for a decrease of \$99,226.76 to balance items to actual work completed, changes for undercutting, median barrier, placing topsoil, and relocation of MPT signs; for a final contract value of \$2,962,728.24 and final amount due to the contractor of \$181,734.28;
- e. Change Order #5 and Final Payment for Contract #S-006.00X002-3-04 for roadway and bridge construction of the Southern Beltway, Section 55A1-1 between MP S5.08 and MP S5.64 with Mosites Construction Company, for a decrease of \$178,115.73 to balance items to actual work completed, changes for diesel and steel cost fluctuations, drainage, erosion and sedimentation control, concrete barrier, repair to impact attenuator, pavement markings and removal, proof rolling, fencing, gabion baskets, and reconstruction of mounded median; for a final contract value of \$14,297,099.00 and final amount due to the contractor of \$311,042.54;
- f. Change Order #4 for Contract #T-251.08S002-3-02 for roadway and bridge reconstruction from MP 250.76 to MP 251.17 with Swank Construction Company, LLC, for an additional \$77,854.99 to regrade shoulder and roadway subgrade, adjust inlets due to plan grades not matching actual field

grades, and a 63-day time extension to complete this work and other revisions; for a revised not-to-exceed amount of \$48,501,609.29;

- g. Change Order #2 and Final Payment for Contract #T-028.45T001-3-02 for the replacement of Bridge WB-400 at MP 29.33 with Joseph B. Fay Co., for a decrease of \$285,411.81 to balance items to actual work completed, changes for steel beam piles, asphalt mixtures, erosion and sedimentation control, maintenance and protection of traffic, select borrow rock, subbase, milling, drainage, seeding and soil supplements, dump rock, curbing, construction of right turn lane on Thorn Hill Road, anti-graffiti coating and median barrier; for a final contract value of \$6,277,995.69 and final amount due to the contractor of \$204,036.28;
- h. Change Order #2 and Final Payment for Contract #A-069.00R001-3-02 for bituminous resurfacing between MP A69.00 and MP A73.61 with Pikes Creek Site Contractors, for an additional \$696,087.09 to balance item to actual work completed, changes for removal and replacement of bituminous material on bridge deck, drainage and extra work at training site; for a final contract value of \$8,490,614.26 and final amount due to the contractor of \$1,133,933.09.

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



REAL ESTATE APPRAISERS POOL

Motion-That the Commission approves amending the pool of qualified real estate appraisers to include Sammartino, Stout & Lo Presti, Inc. in the pool -was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



PSPC AWARD

Motion-That the Commission approves the award of service and authorizes the negotiation and execution of an agreement with the selected firm for RFP #7272, debt collection services:

- Professional Account Management, LLC a Duncan Solutions Co.-AWARDED
- Harris and Harris, Ltd.

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



AFTER ACTION REVIEW (AAR)

Motion-That the Commission accepts the Bedford to Somerset Extended Closure, January 22 – 24, 2016, After Action Review Report-was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.

Chairman Logan noted that the 30 page After Action Review Report will be available on the PTC website today.



NEXT COMMISSION MEETING

Ms. Edmunds: The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, April 19, 2016 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 10:26 a.m. -was made by Commissioner Deon, seconded by Commissioner Drew, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Pasquale T. Deon, Sr.
Secretary Treasurer