

MINUTES OF THE COMMISSION MEETING HELD APRIL 22, 2020

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 10:41 a.m. on Wednesday, April 22, 2020 at the Central Office located in Highspire, Pennsylvania. Available via telephone for the meeting were Yassmin Gramian, P.E., Chair; William K. Lieberman, Vice Chair; John Wozniak, Secretary Treasurer and Pasquale T. Deon Sr., Commissioner.

Present for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Michael Baker Int'l. (via telephone); Robert F. Brady, Director of Operations/Projects-East (via telephone); Carl E. DeFebo, Jr., Director of Public Relations & Marketing (via telephone); Charles L. Duncan III, Esquire (via telephone); Nikolaus Grieshaber, Chief Financial Officer (via telephone); Bradley J. Heigel, P.E., Chief Engineer; Doreen McCall, Chief Counsel; Myneca Y. Ojo, Director of Diversity and Inclusion (via telephone); Stacia Ritter, Director of Policy and Fare Collection (via telephone); Robert Taylor, Chief Technology Officer (via telephone) and Ann Louise Edwards, Assistant Secretary Treasurer.

Others available via phone were Kelly Horvath, Executive Administrative Assistant; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Shawn Laudenslager, End User Support Supervisor (in person); Wanda Metzger, Contracts Supervisor; Gina Murray, Senior Procurement Specialist; Jeff Naugle, Manager of Treasury Operations; Jesse Ream, Communication Systems Program Manager (in person); Paul McNamee, KCI; Dave Azzato, TPD; Eric Madden, JMT; Jamie North, DLZ; Karen Gabel, Erdman Anthony; Pete Capizzi, Quality Engineering Solutions; Justin Gibbons, Quality Engineering Solutions; J.T. Lincoln, GAI.; George Settelmaier, KSE; Jeff Hans, HDR; Joe Romano, LDG; Jon Livingston, Jacobs; Mark Karoloski, Buchart Horn; Dan Gardner, Paramount; Roger Eaton, HDR; Sarah Snyder, Ramirez & Co.; Ed Blazina, Pittsburgh Post-Gazette and Crystalann Deardorff, Susquehanna Civil.

Mrs. Edwards led the Commissioners, staff and visitors in the Pledge of Allegiance.



The Assistant Secretary Treasurer, Ann Louise Edwards, called the roll and declared a quorum available. Mrs. Edwards welcomed the Commissioners, employees and guests on the WebEx and made the following statement:

In response to COVID-19, the Pennsylvania Turnpike Commission Administration Building is closed to visitors. Accordingly, the Commission Meetings will be held via telephone (through May 2020 or until further notice). The Commission will post call-in/WebEx information for those who wish to attend the meeting via telephone/WebEx. We invite vendors, visitors and contractors to utilize the WebEx number for the meeting; that information should be posted at least 48 hours in advance of the meeting. The Commission will continue to closely monitor the CDC's and other government websites for up-to-date information regarding COVID-19, risk assessment and guidance to business. In addition, this meeting is being recorded.



SUNSHINE ANNOUNCEMENT

The Commissioners met in Executive Session prior to today's Formal Agenda Session to consider matters of personnel, which included a termination and reclassification.

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



PUBLIC COMMENT

Mrs. Edwards: 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 April 7, 2020 be approved and filed as submitted-was made by Commissioner Deon, seconded by Commissioner Wozniak, 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 Wozniak, and passed unanimously.



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



NEW BUSINESS

CASH DEFEASANCE and LINE OF CREDIT

Motion-That the Commission approves the request for Cash Defeasance and approve the Bond Resolution for the following items:

- Use of up to \$300,000,000 in available balances in the General Reserve Fund or any other available and eligible Commission accounts to fund one or more escrows to cash defease a portion of outstanding Pennsylvania Turnpike Revenue Bonds and/or Turnpike Subordinate Revenue Bonds and Subordinate Special Revenue Bonds. The proposed cash defeasance may include the defeasance of principal or interest payments and is expected to support the Commission's debt service coverage ratios and support its current credit rating; authorizing the execution, delivery and distribution of one or more escrow agreements and other related documents necessary to complete one or more cash defeasance transaction and authorizing the appointment of counsel (Saul Ewing); and
- Approve the issuance of the Pennsylvania Turnpike Commission's Turnpike Revolving Line of Credit in an aggregate principal amount not to exceed \$400,000,000 (based on par amount) in one or more series or sub-series, taxable or tax-exempt, fixed or variable rate, for the purpose of providing working capital financing for the Commission. Authorizing the execution, delivery and distribution of the following: (1) one or more supplemental trust indentures for the Line of Credit; (2) one or more Line of Credit Agreements; (3) one or more Line of Credit Notes; (4) one or more Note Purchase Agreements; and (5) any other necessary or appropriate documents or certificates; providing for the appointment of bond counsel (Saul Ewing) and other counsels, and providing for the appointment of one or more liquidity facility providers and/or other professionals (PNC Bank); 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 Wozniak, and approved unanimously.



AGREEMENTS

Motion-That the Commission approves the negotiation and execution of the Agreement and Amendment for the items listed in memos "a" and "b":

- a. Amendment to our agreement for Automated Teller Machine (ATM) Services at the Service Plazas, Central Administration Building and Turnpike Industrial Park with Paramount Management Group; exercising the option to renew the agreement for an additional year;

- b. Agreements and all necessary documents with Lebanon Transit Authority, to transfer the land (ownership, operation and maintenance) for the Park and Ride located at the intersection of the Lebanon-Lancaster Interchange access ramp and Route 72; and authorize the appropriate Commission officials to execute all necessary documents required for closing.

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



RIGHT-OF-WAY REQUEST

Motion-That the Commission approves the Acquisition of Right-of-Way #2034-A1 (Daniel Lee O'Brien, Am-Mialye O'Brien Sutphen), a partial take parcel necessary for the cut slope repair project at MP 142.35 by authorizing payment of \$3,045.00 representing fair market value and pro-rated taxes to Daniel L. O'Brien (in the amount of \$1,522.50) and Am-Mialye O'Brien-Sutphen (in the amount of \$1,522.50); 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-was made by Commissioner Deon, seconded by Commissioner Wozniak, and passed unanimously.



PURCHASE ORDERS

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

- a. Zetron radio console maintenance, exercising the option to renew the agreement for an additional year (thru March 20, 2021) with Zetron, Inc.; at a cost of \$57,774.14;
- b. Phone service and credit card entry service, software, hardware, installation, configuration, hosting and licenses for three years (through May 2023), utilizing the Commonwealth's contract with ePlus Technology, Inc.; at a cost of \$1,684,171.90;
- c. Traffic line paint (May 1, 2020 – February 28, 2021), utilizing the Commonwealth's contracts; and approval for staff movement of funds between contracts as needed during the contract term:

Ennis Flint, Inc.	\$170,000.00
Ozark Materials, LLC	130,000.00
Plus 15% contingency	<u>45,000.00</u>
TOTAL REQUEST:	\$345,000.00
- d. Window cleaning services, exercising the option to renew the agreement with Point Exteriors, LLC (June 1, 2020 – May 31, 2021); at a cost of \$60,285.10.

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



PSPC ITEMS

Motion-That the Commission approves the award of services and authorize the negotiations and execution of agreements with the selected firm(s) for the items listed in memos “a” through “c”:

a. T00147, wastewater/environmental engineering services systemwide:

- Gannett Fleming, Inc.-AWARDED

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

b. RFP 8850, towing and road services from MP 312.10 and MP 333.20:

- Johns Eastern Company-AWARDED

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

c. RFP 8851, towing and road services from MP 333.30 to MP 356.40, MP H40.00 to MP H43.30, and MP A20.00 to MP A37.80:

- Rob’s Automotive & Collision Center, Inc.-AWARDED

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



TEAMSTERS LOCAL 30P AGREEMENT

Motion-That the Commission approves the terms of the tentative agreement with Teamsters Local Union 30P; authorize the execution of the Collective Bargaining Agreement (CBA) in accordance with such terms and authorize the appropriate Commission official to execute the CBA-was made by Commissioner Deon, seconded by Commissioner Wozniak, and passed unanimously.



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, May 5, 2020 beginning at 9:00 a.m.



ADJOURNMENT

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

