

MINUTES OF THE COMMISSION MEETING HELD MAY 21, 2013

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:50 a.m., May 21, 2013 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were William K. Lieberman, Chairman; A. Michael Pratt, Esquire, Vice Chairman; Pasquale T. Deon, Sr., Secretary Treasurer; and Barry J. Schoch, P.E., Secretary of Transportation.

Others present for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Chief Engineer, Michael Baker, Jr., Inc.; Robert F. Brady, Director of Operations/Projects-East; William J. Capone, Director of Communications/Public Relations; Scott Fairholm, Chief Information Officer; David Gentile, Chief Compliance Officer; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Jeffrey L. Hess, Director of Fare Collection and Field Operations; Doreen McCall, Chief Counsel; Myneca Y. Ojo, Director of Diversity and Inclusion; Stacia A. Ritter, Director of Government Affairs and Ann Louise Edmunds, Assistant Secretary Treasurer.

Also in attendance were John Christensen, Director of FEMO; Kelly Decker, General Litigation & Construction Counsel; Carl Defebo, Jr., Director of Public Relations & Marketing; Gary L. Graham, Assistant Chief Engineer/Design; Kelly Horvath, Executive Assistant; Robert Kleimenhagen Jr., Facilities Strategic Planning Coordinator; Donald S. Klingensmith, P.E., Director of Contracts Administration; Donna Lapano, Executive Office Assistant; Gina M. Murray, Engineering Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Mark Strause, Technician of PC/LAN Systems; Brenda Szeles-Bratina, Director of Toll Revenue Audit; Alan Williamson, Senior Engineer Project Manager; Jasmine Taylor, Summer Intern; Jasmine Yang, Summer Intern; Jennifer Eberly, Summer Intern; Abigail Brunner, Law Clerk; Abby Fox, PennDOT; Blair Stocker, Hatch Mott MacDonald; Dave Snively, Greenman Pedersen; Steven Iszauk, Hatch Mott MacDonald; Jon Livingston, Jacobs Engineering; Roger Eaton, HDR; Brian Watson, HDR; Eric Madden, ACEC/PA; Joe O'Neil, WBCM; Glenn Deppert, Arora & Associates; Quentin Rissler, LDG; Steve Barber, Michael Baker, Jr., Inc. and Robert Bistline, HNTB.

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

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

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SUNSHINE ANNOUNCEMENT

MS. EDMUNDS: THE COMMISSIONERS MET IN EXECUTIVE SESSION PRIOR TO TODAY'S FORMAL AGENDA SESSION TO CONSIDER MATTERS OF PERSONNEL, WHICH INCLUDED A TITLE CHANGE, PROMOTION, EQUITY ADJUSTMENT, TERMINATIONS, RECLASSIFICATIONS, NEW HIRES, VACANCIES AND REQUESTS TO POST AND FILL; AND TO CREATE, POST AND FILL POSITIONS IN THE INFORMATION TECHNOLOGY DEPARTMENT AND WESTERN REGIONAL OFFICE.

THE COMMISSIONERS ALSO DISCUSSED DOCKET NO. 10-1075 AND ENGAGED IN NON-DELIBERATIVE INFORMATIONAL DISCUSSIONS REGARDING VARIOUS ACTIONS AND MATTERS, WHICH HAVE BEEN APPROVED AT PREVIOUS PUBLIC MEETINGS.

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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, EFFICIENT, EFFECTIVE AND DIGNIFIED MEETING, ALL PERSONS WISHING TO ADDRESS THE COMMISSION SHOULD HAVE SIGNED IN AND REQUESTED TIME TO SPEAK. IF YOU HAVE NOT DONE SO, YOU ARE INVITED TO DO SO.

COMMISSIONERS, WE HAVE NO REQUESTS TO ADDRESS THE COMMISSION. AT THIS TIME WE ASK ALL VISITORS TO STAND AND INTRODUCE YOURSELF. THE FOLLOWING WERE VISTORS TO THE MEETING: Blair Stocker, Hatch Mott MacDonald; Dave Snively, Greenman Pedersen; Steven Iszauk, Hatch Mott MacDonald; Jon Livingston, Jacobs Engineering; Roger Eaton, HDR; Brian Watson, HDR; Eric Madden, ACEC/PA; Joe O'Neil, WBCM; Glenn Deppert, Arora & Associates; Quentin Rissler, LDG; Steve Barber, Michael Baker, Jr., Inc. and Robert Bistline, HNTB.

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CHAIRMAN LIEBERMAN NOTED THAT OUR CAPITAL PLAN WILL NOT BE PASSED UNTIL THE PA TRANSPORTATION BILL HAS PASSED.

MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held May 7, 2013 be approved and filed as submitted-was made by Commissioner Pratt, seconded by Commissioner Deon; and passed unanimously.

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COMMUNICATIONS

Motion-That the Commission accepts and files the memos received from the Chief Counsel and the Manager of Strategic Sourcing and Asset Management-was made by Commissioner Deon, seconded by Commissioner Pratt; and passed unanimously.

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PERSONNEL

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

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NEW BUSINESS

2013-2014 FISCAL YEAR OPERATING BUDGET

Motion-That the Commission adopts the Resolution approving The Pennsylvania Turnpike Commission's Annual Operating Expense Budget for the 2013-2014 fiscal year in the amount of \$337,467,000.00-was made by Commissioner Deon, seconded by Commissioner Pratt; and passed unanimously.

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AGREEMENTS

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

- a. Reimbursement payment to HMSHost for construction, construction management services and inspection of additional truck parking spaces at the South Somerset Service Plaza, in the amount of \$2,000,000.00 (pursuant to the terms of the June 15, 2009 Lease Agreement) and approve the execution of the necessary documents;
- b. Agreement with Giant Eagle, Inc. to market E-ZPass in Giant Eagle and GetGo stores;
- c. Interagency Agreement with the Pennsylvania Department of Transportation (PennDOT) to utilize PennDOT P3 consultant resources to assist with the evaluation of potential solicited/unsolicited P3 proposals that may affect the Commission;
- d. Amendment to our agreement with Intergraph Corporation to support the Computer Aided Dispatch System (CADS) software, to exercise our option to renew the agreement for an additional 3 years; at a cost of \$366,648.36;
- e. Amendment to our agreement with PFM Asset Management for arbitrage consultation, to extend the term of the agreement until December 31, 2013, at a cost of \$133,000.00; and approve advertising for an Arbitrage Consultant;

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

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

- f. Continuation of banking services until the implementation of All Electronic Tolling (AET) for the following institutions; and authorize the Chief Financial Officer to negotiate terms and conditions:
  - PNC Bank for banking and cash management services, \$126,000.00 annually (approximate),

- Wells Fargo Bank for banking and cash management services, \$600,000.00 annually (approximate).

-was made by Commissioner Deon, seconded by Commissioner Schoch; Commissioner Pratt abstained.

VICE CHAIRMAN PRATT: MR. CHAIRMAN, I ABSTAIN ON THESE ITEMS BECAUSE WELLS FARGO IS A CLIENT OF MY FIRM.

The motion passed.

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#### RIGHT-OF-WAY REQUEST

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

- a. Acquisition of Right-of-Way #14217-M, a partial take parcel necessary for the total reconstruction of MP 40.00 to MP 48.00, by authorizing the payment of fair market value and pro-rated taxes of \$1,827.00 to Medrad, Inc.; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 its delivery of a deed as prepared by the Legal Department;
- b. Acquisition of Right-of-Way #6068-B, a partial take parcel necessary for the total reconstruction project from MP 320.00 to MP 326.00, by authorizing the payment of fair market value of \$25,000.00 to Summerhill Homeowners Association; authorize the appropriate Commission officials to execute the agreement of sale and other documents that may be required for settlement and to 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 its delivery of a deed as prepared by the Legal Department;
- c. Acquisition of Right-of-Way #6474-E, a partial take parcel necessary for the total reconstruction project from MP A20.00 to MP A30.00, by authorizing the payment of fair market value of \$3,000.00 to Vincent J. and Karin H. Urbano; authorize the appropriate Commission officials to execute the required settlement documents ; 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 an executed temporary construction easement as prepared by the Legal Department;
- d. Acquisition of Right-of-Way #6079-G, a partial take parcel necessary for the total reconstruction project from MP 320.00 to MP 326.00, by authorizing the payment of fair market value of \$5,100.00 to Brandywine Operating Partnership, L.P.; authorize the appropriate Commission officials to execute the agreement of sale and other documents that may be required for settlement and to 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 its delivery of a deed as prepared by the Legal Department;

- e. Acquisition of Right-of-Way #1105-D, a total take parcel necessary for the total reconstruction project from MP 129.00 to MP 133.00, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$155,430.39 to David J. Puzak, Esquire, escrow agent; authorize the appropriate Commission officials to execute the agreement of sale, and other documents as 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;
- f. Settlement of Right-of-Way #12067-R01-01, a total take of the billboard structure necessary for the reconstruction of Bridge WB-228 at MP 22.60, by authorizing payment of additional settlement funds in the amount of \$34,929.00 to Babst, Calland, escrow agent; authorize the appropriate Commission officials to execute the release and settlement agreement and other documents as may be required for settlement purposes; and payment of settlement funds to the property owner is contingent upon its execution and delivery of a full and final release and settlement agreement as approved by the Legal Department;
- g. Acquisition of Right-of-Way #6482-D, a partial take parcel necessary for the total reconstruction project from MP A26.00 to MP A30.00, by authorizing payment of fair market value and pro-rated taxes of \$4,936.00 to Hok Chiu Chan; 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 his delivery of a deed prepared by the Legal Department;
- h. Acquisition of Right-of-Way #6482-B, a partial take parcel necessary for the total reconstruction project from MP A26.00 to MP A30.00, by authorizing payment of fair market value and pro-rated taxes of \$507.50 to Gary and Michele Geib; 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 his delivery of a deed prepared by the Legal Department;
- i. Acquisition of Right-of-Way #6457-A, a partial take parcel necessary for the total reconstruction project from MP A26.00 to MP A30.00, by authorizing payment of fair market value of \$2,600.00 to Susan Kazmierczak; 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 his delivery of a deed prepared by the Legal Department;
- j. Acquisition of Right-of-Way #6488-B, a partial take parcel necessary for the total reconstruction project from MP A26.00 to MP A30.00, by authorizing payment of fair market value and pro-rated taxes of \$5,048.00 to Richard W. and Jull Mullen; 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 his delivery of a deed prepared by the Legal Department;

- k. Acquisition of Right-of-Way #6487-C, a partial take parcel necessary for the total reconstruction project from MP A26.00 to MP A30.00, by authorizing payment of fair market value and prorated taxes of \$11,165.00 to Frank Urbisci; 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 his delivery of a deed prepared by the Legal Department;
- l. Settlement of Right-of-Way #16564, a partial take parcel necessary for construction of the Mon/Fayette Expressway, by authorizing payment of additional settlement funds in the amount of \$3,440.00 to McDonald, Snyder & Lightcap, P.C., escrow agent; authorize the appropriate Commission officials to execute the necessary settlement agreement; and payment of settlement funds to the property owners is contingent upon its execution and delivery of a full and final release and settlement agreement as approved by the Legal Department;
- m. Settlement of Right-of-Way #16560, a partial take parcel necessary for construction of the Mon/Fayette Expressway, by authorizing payment of additional settlement funds in the amount of \$19,200.00 to McDonald, Snyder & Lightcap, P.C., escrow agent; authorize the appropriate Commission officials to execute the necessary settlement agreement; and payment of settlement funds to the property owner is contingent upon its execution and delivery of a full and final release and settlement agreement as approved by the Legal Department;
- n. Settlement of Right-of-Way #16559, a partial take parcel necessary for construction of the Mon/Fayette Expressway, by authorizing payment of additional settlement funds in the amount of \$6,400.00 to McDonald, Snyder & Lightcap, P.C., escrow agent; authorize the appropriate Commission officials to execute the necessary settlement agreement; and payment of settlement funds to the property owner is contingent upon its execution and delivery of a full and final release and settlement agreement as approved by the Legal Department.

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

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#### ADVERTISING

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

- a. Investment Manager to manage funds in the Oil Franchise Tax General Fund and the Motor Vehicle Self-Managed Account;
- b. Spill response team contractor to provide containment, clean-up and disposal of hazardous materials from the Ohio State Line to MP 75.20, Beaver Valley Expressway (MP B27.50-B44.80), Mon/Fayette Expressway (MP M0.00-M54.00) and the Southern Beltway (MP S0.00-S5.60);
- c. GPS fleet tracking system to assist with increasing safety, enhancing customer service, workers' productivity and decreasing fuel consumption.

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

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AWARD OF BIDS AND ISSUANCE OF PURCHASE ORDERS

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

- a. HP support agreement for 3-years, utilizing the Commonwealth’s contract with Hewlett-Packard Company; at a total award of \$244,243.10 and a contingency of \$30,756.00;

- b. Septic tank cleaning (June 1, 2013 – May 31, 2014), exercising our option to renew the agreement for an additional year:

Dillsburg Excavating & Septic Inc.	\$ 18,000.00
Rural Wastewater Management Inc.	35,000.00
Associated Products Inc.	5,000.00
Dalton Sanitary Service	23,000.00
Aqua Wastewater Management Inc.	10,000.00
Mr. John of Pittsburgh	4,000.00
A Septic Tank Service	25,000.00
Burns Septic Service	<u>25,000.00</u>
RENEWAL AMONT:	\$145,000.00

- c. Toner/printer supplies (June 1, 2013 – May 31, 2014), to the lowest responsive and responsible bidder, Office Pal; at a total award of \$100,000.00;

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

Motion-That the Commission approves the Award of a Bid and the Issuance of a Purchase Order for the item listed in memo “d”:

- d. Tunnel control system service contract for the Lehigh Tunnel, to Honeywell, Inc.; at a total award of \$1,839,000.00.

-was made by Commissioner Deon, seconded by Commissioner Schoch; Commissioner Pratt abstained.

VICE CHAIRMAN PRATT: MR. CHAIRMAN, I ABSTAIN ON THESE ITEMS BECAUSE HONEYWELL IS A CLIENT OF MY FIRM.

The motion passed.

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AWARD OF CONTRACTS

Motion-That the Commissioner approves the Award of Contracts for the items listed in memos “a” and “b”:

- a. Contract #A-040.00R002-3-02 for shoulder and slope repairs between MP A38.78 and MP A51.59, to the lowest responsive and responsible bidder, Blooming Glen Contractors, Inc.; at a not-to-exceed amount of \$1,517,412.26 and a contingency of \$75,000.00;

- b. Contract #T-013.21S001-3-04 for the replacement of Bridge WB-210A at MP 12.76, to the lowest responsive and responsible bidder, Joseph B. Fay, Co.; at a not-to-exceed amount of \$2,985,757.00 and a contingency of \$100,000.00.

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

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#### SUPPLEMENT

Motion-That the Commission approves Supplemental Agreement #9 with KCI Technologies, Inc. for environmental services for the I-95/I-276 Interchange project, for an additional \$1,069,197.90 for environmental re-evaluation, permitting, wetland, stream and terrestrial mitigations and public and agency coordination-was made by Commissioner Deon, seconded by Commissioner Pratt; and passed unanimously.

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#### CHANGE ORDER/FINAL PAYMENT

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

- a. Change Order #3 and Final Payment for Contract #T-352.00R001-3-02 with Blooming Glen Contractors, Inc. for bituminous overlay between MP 353.40 and MP 358.00 and sign installation between MP 353.40 and MP 359.00, for an additional \$8,331.85 for permanent pavement markings; for a final contract value of \$4,265,108.19 and a final amount due to the contractor of \$93,467.38;
- b. Change Order #1 and Final Payment for Contract #T-266.67S001-3-02 with Kinsley Construction Co., Inc. for rehabilitation of Bridge EB-503A at MP 266.67, for an additional \$167,738.80 to balance contract items to the actual work completed, Hurricane Sandy patrols, pavement markers, erosion and sediment control, bridge fencing and anchor bolt replacement.

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

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#### PSPC AWARD

Motion-That the Commission approves the award of service and authorize the negotiation and execution of an agreement with the selected firm for Ref #3-239, preliminary and final design services for Bridge EB-103 at MP 228.54:

- Whitney, Baily, Cox & Magnani-AWARDED
- Arora & Associates, P.C.
- McMahon Associates, Inc.



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

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CHAIRMAN LIBERMAN PRESENTED SECERTARY TREASURER DEON WITH HIS 10 YEARS OF SERVICE PIN AND GIFT.

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POST-FORMAL MEETING

CRAIG SHUEY, CHIEF OPERATING OFFICER, STEERED A PRESENTATION ON ALL-ELECTRONIC TOLLING (AET).

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NEXT COMMISSION MEETING

Ms. Edmunds: The next meeting of The Pennsylvania Turnpike Commission will be a telephone meeting held on Tuesday, June 4, 2013 beginning at 10:00 am.

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ADJOURNMENT

Motion-That this meeting of The Pennsylvania Turnpike Commission be adjourned was made at 12:24 p.m. -made by Commissioner Deon, seconded by Commissioner Schoch; and passed unanimously.

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PREPARED BY:

APPROVED BY:

Ann Louise Edmunds  
Assistant Secretary Treasurer

Pasquale T. Deon, Sr.  
Secretary Treasurer

ATTACHMENT NUMBER 1

COMMUNICATIONS: MEMOS RECEIVED FROM THE CHIEF COUNSEL AND  
THE MANAGER OF STRATEGIC SOURCING AND ASSET MANAGEMENT