

MINUTES OF THE COMMISSION MEETING HELD JULY 21, 2015

A formal meeting of the Pennsylvania Turnpike Commission convened at 10:04 a.m. on July 21, 2015 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Sean Logan, Chairman and Pasquale T. Deon, Sr., Secretary Treasurer. Available via telephone were William K. Lieberman, Vice Chairman and Leslie Richards, Secretary of Transportation.

Present for the meeting were Mark P. Compton, Chief Executive Officer and Craig R. Shuey, Chief Operating Officer; Robert F. Brady, Director of Operations/Projects-East; William J. Capone, Chief of Communications & Public Relations; Charles L. Duncan III, Esquire, Director of Legislative Affairs; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Ray Morrow, Chief Compliance Officer; Myneca Y. Ojo, Director of Diversity & Inclusion; Stacia A. Ritter, Esquire-Director of Policy & External Affairs and Ann Louise Edmunds, Assistant Secretary Treasurer. Also available via phone was Doreen A. McCall, Chief Counsel.

Also in attendance were Susan Carson-Casoni, Cash Manager; John Christensen, Director of FEMO; Carl E. Defebo, Jr., Director of Public Relations & Marketing; 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; Jeffrey A. Naugle, Manager of Treasury Operations; Sheri Norris, Director of Human Resources; Timothy M. Scanlon, Director of Traffic Engineering & Operations; Cindy Smith, Senior General Accountant; Lynn Stakem, Senior General Accountant; Mark Strause, Technician of PC/LAN Systems; Brenda Szeles-Bratina, Director of Toll Revenue Audit; Bolade Akinseye- CEO Intern; Benjamin Fernback, CEO Intern; Patrick Griffin, CEO Intern; Eric Hippensteel, CEO Intern; Pooja Murali, CEO Intern; Anna E. Nisley, CEO Intern; Daniel Pham CEO Intern; Woodson Powell, CEO Intern; Craig Redmond Jr., CEO Intern; Maggie Clay, Summer employee; Kayla Slade-Bowers, Summer employee; Steve Barber, Michael Baker, Jr., Inc.; Paul McNamee, KCI; John H. Smith, IV, Parsons Brinkerhoff; Michael Gross, Wallace Montgomery; John Livingston, Jacobs; Matthew Natal, JMT; Zach Efron, Goldman Sachs; and Vijay Varadarajan, Michael Baker, Jr., Inc.



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 termination, promotions, new hires, vacancies and requests to reclass a position in the Facilities and Energy Management Operations department and to post and fill positions in the Eastern Regional Office and Maintenance, Engineering, and Fare Collection departments.

The Commissioners also discussed Docket no. 2012-3350 and 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 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; all visitors stood and introduced themselves.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held July 7, 2015 be approved and filed as submitted-was made by Commissioner Deon, seconded by Commissioner Richards, and passed unanimously.



COMMUNICATIONS

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



PERSONNEL

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



NEW BUSINESS

POLICY LETTERS

Motion-That the Commission adopts revisions to the Policy Letters for the items listed in memos “a” and “b”:

- a. Revisions to Policy Letter 6.1, Construction Contract Change Order Approval, to reflect operational and procedural changes since inception of the policy in 2000;
- b. Revisions to Policy Letter 6.5, Utility Crossing License Agreement, to reflect procedural changes.

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



AGREEMENTS

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

- a. Work Order #36 with TransCore for hardware, software, development and support for known and defined tasks, new Commission user requests and tasks required to support Commission initiatives; for a not-to-exceed amount of \$319,583.00;
- b. Reimbursement Agreement with PPL Electric Utilities Corporation to reimburse PPL the costs to perform the required engineering and utility relocation work necessary for the replacement of Bridge NB-709 at MP A120.68; at a not-to-exceed amount of \$50,669.43;
- c. License Agreement with Maryland Road Realty Investors, L.P. to permit them to utilize (landscaping, maintenance and placement of a freestanding sign) Commission property, adjacent to Ramp E of the Willow Grove Interchange, to improve the viewshed for its proposed car dealership on the adjoining parcel, at an annual licensing fee payment of \$10,000.00 to the Commission;

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

Motion-That the Commission ratifies the Amendment for the items listed in memo "d":

- d. Ratify the Amendment to our agreement with The Bank of New York Mellon Trust Company N.A. for trustee services that was previously approved at the January 28, 2015 Commission Meeting (item F-2k), exercising our option to renew the agreement for an additional year; at an approximate cost of \$45,000.00;

-was made by Commissioner Deon, seconded by Commissioner Richards; Commissioner Lieberman abstained.

Vice Chairman Lieberman-I abstain on this item because of my association with the Bank of New York Mellon.

Motion-That the Commission approves the negotiation and execution of the Amendment for the item listed in memo "e":

- e. Amendment to our Visa Purchasing Card Agreement with PNC to include travel cards to the Purchasing Card program.

-was made by Commissioner Deon, seconded by Commissioner Richards; Commissioners Logan and Lieberman abstained. With these two abstentions, we cannot attain a majority vote on this motion and thus are unable to take action on this matter. In these circumstances, Section 1103(j) of the State Ethics Act permits those abstaining to vote so that action can be taken. With a second vote taken Commissioner Deon motioned and Commissioner Richards second.

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

VICE CHAIRMAN LIEBERMAN: I am abstaining on this item because of my association with the bank, both business and personal.

The vote passed.



RIGHT-OF-WAY REQUESTS

Motion-That the Commission approves the Right-of-Way Requests for the items listed in memos "a" through "g":

- a. Acquisition of Right-of-Way #3120-A (Charles E. Eberly), a partial take parcel necessary for the total reconstruction project from MP 202.00 to MP 206.00 by authorizing payment of fair market value, pro-rated taxes and cost to cure for replacement fencing of \$26,379.25; 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 #17681 (William J. Lewellyn), a partial take parcel necessary for construction of the Southern Beltway by authorizing payment of fair market value and pro-rated

taxes of \$3,449.50 to William J. Lewellyn; 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;

- c. Acquisition of Right-of-Way #17675 (Stanley N. Meriage), a partial take parcel necessary for construction of the Southern Beltway by authorizing payment of fair market value and pro-rated taxes of \$2,731.50 to Stanley N. Meriage; 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;
- d. Acquisition of Right-of-Way #6043-E (Chester A. Miller, Jr.), a total take parcel necessary for the total reconstruction project from MP 311.00 to MP 319.00 by authorizing payment of fair market value, pro-rated taxes and recording fees of \$265,608.20 to Diversified Settlement Services, Inc., 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 the delivery of a deed as prepared by the Legal Department;
- e. Acquisition of Right-of-Way #6510-A (John M. & Janet B. Alderfer), a partial take parcel necessary for the total reconstruction from MP A31.00 to MP A38.00 by authorizing payment of fair market value and pro-rated taxes of \$7,516.50 to John M. & Janet B. Alderfer; authorize the appropriate Commission officials to execute the Temporary Construction Easement 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;
- f. Acquisition of Right-of-Way #17726 (McDonald Sportsman's Association, Inc.), a partial take parcel necessary for construction of the Southern Beltway by authorizing payment of statutory damages for preliminary engineering to ensure safety of all parties due to the rifle and gun club; reimbursement will be based on the receipt of the paid invoices from McDonald Sportsman's Association, Inc.;
- g. Acquisition of Right-of-Way #2065-P (Clarence J. & Juanita J. Platt), a total take parcel necessary for the total reconstruction project from MP 149.50 to MP 155.50 by authorizing payment of fair market value and pro-rated taxes of \$125,315.85 to Clarence J. & Juanita J. Platt; 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 owners is contingent upon their delivery of a deed as prepared by the Legal Department.

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



ADVERTISING

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

- a. To supplement auditing services pool to include confidential investigative services;
- b. Vendor to collect the Commission’s outstanding receivables (violation notices, Certificates of Passage, Authorized Service and insufficient E-ZPass accounts).

-was made by Commissioner Deon, seconded by Commissioner Lieberman, 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 “h”:

- a. Sixty-three (63) Omron light curtains, with Omron Scientific Technologies; at a total award of \$286,740.00;
- b. Liquid calcium chloride, exercising the option to renew the agreements for an additional year
 - Calcium Chloride Sales \$ 35,000.00
 - Environmental Energy Solutions 150,000.00
 - TOTAL RENEWAL \$185,000.00
- c. Pittsburgh Interchange roof replacement project, to the lowest responsive and responsible bidder, Clark Contractors, Inc.; at a total award of \$153,900.00;
- d. Maintenance, replacement, testing, certifications and repairs to fuel pumps, dispensers, fuel storage tank systems and hydraulic lifts, exercising the option to renew the agreements for an additional year (August 1, 2015 – June 30, 2016):
 - Clark Contractors, Inc. \$374,000.00 Districts 1, 2, 3
 - Miniscalco Construction LLC 187,000.00 Districts 4, 5
 - TOTAL RENEWAL \$561,000.00
- e. Thirty (30) truck mounted attenuators and thirty (30) arrow boards, exercising the option to renew the agreement with Reading Equipment & Distribution, LLC; at a cost of \$999,510.00;
- f. Change Order for IT staff augmentation for an HCM Business Subject Matter Expert with Computer Aid, Inc., for an additional \$74,864.00 to extend the contract through December 31, 2015;

- g. Change Order for IT staff augmentation for an HCM Business Subject Matter Expert with Computer Aid, Inc., for an additional \$86,093.60 to extend the contract through December 31, 2015;
- h. Change Order to our agreement for service plaza promotions with Harmelin Media, for additional funding of \$100,000.00.

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



AMENDED & RESTATED FLEXIBLE BENEFIT PLAN

Motion-That the Commission approves the Amended and Restated Flexible Benefit Plan and Family Care Account Program for Commission employees-was made by Commissioner Deon, seconded by Commissioner Richards; Commissioner Lieberman abstained.

VICE CHAIRMAN LIEBERMAN: I abstain on this item because of my association with Aflac.



CHANGE ORDERS AND 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 #1 and Final Payment for Contract #EN-00148-03-03 for bridge repairs between MP 109.91 and MP 236.22 with J.P.S. Construction Co., Inc., for a decrease of \$1,163,998.89 to reflect the cost of the completed work authorizations; for a final contract value of \$836,001.11 and final amount due to the contractor of \$45,134.55;
- b. Change Order #1 and Final Payment for Contract #EN-00138-03-02 for roadway and miscellaneous repairs between MP 75.39 and MP 179.44 with New Enterprise Stone & Lime, Inc., for a decrease of \$841,193.94 to reflect the cost of the completed work authorizations; for a final contract value of \$1,158,806.06 and final amount due to the contractor of \$57,940.30.

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



E-ZPASS INTERAGENCY ASSESSMENT

Motion-That the Commission approves payment of the 2015 E-ZPass Interagency Group's annual assessment for our participation in the E-ZPass Interagency Group, in the amount of \$70,000.00-was made by Commissioner Deon, seconded by Commissioner Lieberman, and passed unanimously.



LETTER OF INTENT

Motion-That the Commission authorizes the negotiation and execution of a Letter of Intent with the Delaware Valley Regional Center (DVRC) to explore lower cost and innovative financing options to provide partial funding of the Commission's 10 Year Capital Plan -was made by Commissioner Deon, seconded by Commissioner Lieberman, and passed unanimously.



NEXT COMMISSION MEETING

Ms. Edmunds: The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, August 4, 2015 beginning at 10:00 a.m.



POST-FORMAL MEETING

Mark Compton introduced the CEO Intern Program and the nine CEO Interns introduced themselves to the Commission.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 10:18 a.m.- was made by Commissioner Deon and seconded by Commissioner Lieberman.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Pasquale T. Deon, Sr.
Secretary Treasurer