

MINUTES OF THE COMMISSION MEETING HELD AUGUST 5, 2014

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 11:02 a.m. August 5, 2014 at the Central Office located in Highspire, Pennsylvania. Available via telephone for the meeting were A. Michael Pratt, Esquire, Vice Chairman; Pasquale T. Deon, Sr., Secretary Treasurer; Sean Logan, Commissioner and R. Scott Christie, P.E., Deputy Secretary for Highway Administration.

Present for the meeting were Mark P. Compton, Chief Executive Officer; Larry Bankert, Chief Engineer Michael Baker Jr., Inc.; William J. Capone, Chief of Communications and Public Relations; Scott D. Fairholm, Chief Information Officer; Todd S. Garrison, Director of Maintenance; 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; Ray Morrow, Chief Compliance Officer and Jeffrey A. Naugle, Assistant Secretary Treasurer.

Others in attendance were Susan Carson-Casoni, Cash Manager; John Christensen, Director of FEMO; Richard C. Dreher, Assistant CFO; Kelly Horvath, Executive Administrative Assistant; Robert Kleimenhagen, Jr., Strategic Planning Coordinator; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Wanda Metzger, Contracts Supervisor; Robert H. Rosell, Technician of PC/LAN Systems; Patricia Schlegel, Director of Human Resources; Cindy Smith, General Accountant 2; Lynn Stakem, Senior General Accountant; Christopher Will, Investment Manager; Ashley Butz, Summer Intern; Paul McNamee, KCI Technologies; Kevin Clark, Cosmos; Peter Kuhne, Atkins and Tom Rowader, Dawood.

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Mr. Naugle led the Commissioners and staff in the Pledge of Allegiance.

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The Assistant Secretary Treasurer, Jeffrey Naugle, called the roll and declared a quorum available.

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SUNSHINE ANNOUNCEMENT

MR. NAUGLE: THE COMMISSIONERS MET IN EXECUTIVE SESSION PRIOR TO TODAY'S FORMAL AGENDA SESSION TO CONSIDER MATTERS OF PERSONNEL, WHICH INCLUDED A TITLE CHANGE, TERMINATIONS, RECLASSIFICATIONS, PROMOTIONS, NEW HIRES, VACANCIES AND REQUESTS TO RECLASS, POST AND FILL; TO POST AND FILL; AND TO ABOLISH POSITIONS IN THE EASTERN REGIONAL OFFICE AND HUMAN RESOURCES, COMPLIANCE, AND FARE COLLECTION DEPARTMENTS.

THE COMMISSIONERS ALSO DISCUSSED DOCKET NOS. 4501080005420, 2-13-CV-00612, 2013-1361 and 747 CD 2014 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

MR. NAUGLE: 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: PAUL MCNAMEE, KCI TECHNOLOGIES; KEVIN CLARK, COSMOS; PETER KUHNE, ATKINS AND TOM ROWADER, DAWOOD.

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MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held July 1, 2014 be approved and filed as submitted-was made by Commissioner Schoch, 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 Director of Procurement and Logistics -was made by Commissioner Schoch, seconded by Commissioner Deon, and passed unanimously.

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PERSONNEL

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

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NEW BUSINESS

RENEW QUALIFIED POOLS

Motion-That the Commission approves the option to renew the qualified pools for the items listed in memos "a" and "b":

- a. Real Estate Closing Services, Real Estate Appraisal Services and Machinery and Equipment Appraisal Services to provide professional and other specialized services for an additional year (through December 19, 2015);

- b. Supplemental Auditing Services for an additional year (through January 7, 2016).

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

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AGREEMENTS

Motion-That the Commission approves the negotiation and execution of the Agreements, Amendments and Work Orders for the items listed in memos “b-f”, “h-m” and “o through r”:

- b. Agreement with Valley Forge Asset Management Corporation for investment management services, for six months; at a not-to-exceed amount of \$90,000.00;
- c. Agreement with the Pennsylvania State Police (PSP) to permit the PSP to use properties acquired for the New Baltimore Slide Remediation project and scheduled for demolition, for police training exercises;
- d. Amendment to our agreement with SAP for implementation services of its Syclo Mobile Work Force Management software; at a not-to-exceed amount of \$1,340,000.00;
- e. Agreement with the PA Game Commission to provide deer found along the roadway between MP 138.00 and MP 168.40 to the Game Commission to test the deer for Chronic Wasting Disease in hopes of containing the spread of the disease;
- f. Four (4) agreements for fabricated structural steel inspections systemwide for calendar years 2015 – 2019, with the same selected consultants negotiated by PennDOT; for a total combined not-to-exceed amount of \$6,000,000.00;
- h. Amendment to our agreement with PNC Merchant Services for E-ZPass credit card processing services, to reduce the “per item” fee from \$0.065 to \$0.060 for each authorization and credit processed; and authorize the CFO to execute the Amendment;
- i. Amendment to our agreement with Paramount Management Group, LLC for ATM services, to install and operate an ATM at the Turnpike Industrial Park (TIP) building; and authorize the CEO/CFO to approve the addition of future ATM locations;
- j. Right of Entry Agreement with the Township of Conewago to permit the Township to enter Commission property to perform guiderail modifications along T-602 (Old Hershey Road) which passes over the Turnpike at MP 256.37, in accordance with the plans reviewed and approved by the Engineering Department;
- k. Work Order #37 with TransCore to integrate, install and make operable a new Video Image Toll System (VITS) to replace the existing obsolete conventional exit Violation Enforcement System (VES); at a not-to-exceed amount of \$16,030,762.00;

- l. Work Order #34 with TransCore to design, develop and integrate a new Maintenance Tracking System (MTS) into the existing Integrated Toll Management System (ITMS) application; at a not-to-exceed amount of \$892,960.00;
- m. Amendment to our Lease Agreement with HMSHost Family Restaurants, LLC for food services at the service plazas, to address changes with regard to the New Stanton Service Plaza for CNG services and maintenance responsibilities;
- o. Settlement Agreement for Frank J. and Judith Barie Cservak v PTC et. al; and authorize payment of the settlement amount;
- p. Amendment to our agreement with Keystone Acquisition Services Corporation for right-of-way acquisition services for the Southern Beltway, Route 22 to I-70 project; to extend the term of the agreement for two (2) years with a one (1) year option to renew, at a not-to-exceed amount of \$600,000.00;
- q. Settlement Agreement and Release with Mark Brunetti and authorize the payment of the settlement amount;
- r. Amendment to our agreement with Michael Baker, Jr. Inc. for ongoing design/construction management services in connection with the Service Plaza Development project; to extend the term of the agreement for two (2) years.

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

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

- a. Amendment to our agreements with Aetna and Highmark for the Medicare Advantage plans, exercising our option to renew the agreements for an additional year (January 1, 2015 – December 31, 2015);
- g. Reimbursement Agreement with PECO Energy to reimburse PECO the costs to perform the required engineering and new gas line services to the toll plaza at the I-95/I-276 Connector; at a not-to-exceed amount of \$52,016.00;
- n. Amendment to our Lease Agreement with Sunoco, Inc. (R&M) for fuel services at the service plazas, to address changes with regard to the New Stanton Service Plaza for CNG services, operational responsibilities, tax assessments and maintenance responsibilities;

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

VICE CHAIRMAN PRATT: I ABSTAIN ON THESE ITEMS BECAUSE HIGHMARK, PECO AND SUNOCO ARE CLIENTS OF MY FIRM.

The motion passed.

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RIGHT-OF-WAY REQUESTS

Motion-That the Commission approves the Right-of-Way Requests for the items listed in memos "a-h" and "j-l":

- a. Acquisition of Right-of-Way #9065-Y (*Richard Kuchinski, Sr.*), a total take parcel necessary for the removal of Bridge NB-657 at MP A115.00, by authorizing payment of fair market value and pro-rated taxes of \$50,845.79 to Diversified Settlement Services, Inc., escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale; 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;
- b. Acquisition of Right-of-Way #6505-B (*John S. and Jen B. Fil*), a total take parcel necessary for the total reconstruction project from MP A31.00 to MP A38.00, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$212,871.21 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 the fair market value to the property owners is contingent upon their delivery of a deed as prepared by the Legal Department;
- c. Acquisition of Right-of-Way #2116-C (*Harry J. and Sydney M. Rose*), a total take parcel necessary for the total reconstruction project from MP 149.00 to MP 155.00, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$68,477.39 to David J. Puzak, Attorney At Law, escrow agent; authorizing payment of residential fixed move of \$2,200.00 to Harry J. and Sydney M. Rose; 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 deed prepared by the Legal Department;
- d. Aerial easement (*Estate of Clayton W. Ketterer*), a partial take parcel necessary for construction of an Intelligent Transportation Systems dynamic message sign at MP 6.80, by authorizing payment of fair market value and recording fees of \$507.50 to the Estate of Clayton W. Ketterer; 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 its delivery of a Deed of Easement as prepared by the Legal Department;
- e. Acquisition of Right-of-Way #6519-C (*Clyde L. and Rachel R. Beidler*), a total take parcel necessary for the total reconstruction project from MP A31.00 to MP A38.00, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$164,967.18 to Diversified Settlement Services, Inc., escrow agent; authorize the appropriate Commission officials to execute the agreement of sale; 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;

- f. Acquisition of Right-of-Way #3128-F (*Harold E. Grove and Charles W. Grove*), 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 and pro-rated taxes of \$507.50 as follows: \$253.75 to Harold E. Grove and \$253.75 to Charles W. Grove; 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 the delivery of a deed as prepared by the Legal Department;
- g. Acquisition of Right-of-Way #3123-B (*David F. Line and Richard H. Line*), 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 and pro-rated taxes of \$1,928.50 as follows: \$964.25 to David F. Line and \$964.25 to Richard H. Line; 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 the delivery of a deed as prepared by the Legal Department ;
- h. Acquisition of an uneconomic remnant for Right-of-Way #14217-A1 (*Edward L. and Margaret J. Vogel*), a partial take parcel necessary for the total reconstruction project from MP 40.00 to MP 48.00, by authorizing payment of fair market value and pro-rated taxes of \$23,469.85 to Edward L. and Margaret J. Vogel; 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;
- j. Acquisition of Right-of-Way #7135-C1 (*Edward L. and Susan M. Wimmersberger, Joanne Wimmersberger and Susanne W. Mellodge*), a total take parcel necessary for construction of the I-95/I-276 Interchange project, by authorizing payment of fair market value and pro-rated taxes of \$226,292.44 to City Line Abstract 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; payment of fair market value to the property owners is contingent upon the delivery of a deed as prepared by the Legal Department;
- k. Acquisition of Right-of-Way #1105-E (*Stephen P. Fochtman*), 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, recording fees, replacement housing supplement and closing costs of \$165,909.88 to David J. Puzak, Esquire, 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 drafted by the Legal Department;

- i. Condemnation of property Right-of-Way #8960 (*Gregory Duschak*), a partial take necessary for the bridge widening project NB-525 and NB-527 received Commission approval on February 7, 2006 in the amount of \$77,000.00. The Board of View awarded damages in the amount of \$334,000.00. A jury trial was held in which the Jury awarded a verdict in the amount of \$500,000.00. The Legal Department and Chief Counsel has reviewed the file and recommends payment of the balance of damages due in the amount of \$423,000.00, plus statutory delay damages as calculated by counsel and approved by the Legal Department.

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

Motion-That the Commission approves the Right-of-Way Request for the item listed in memo "i":

- i. Adopt the proposed Property Acquisition Resolution for Right-of-Way #7135-T (*2731 Bartram, LLC*), a partial take parcel necessary for the I-95/I-276 Interchange project; authorize payment of Estimated Just Compensation of \$132,000.00 to Wisler Pearlstein, LLC, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by Chief Counsel;

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

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

The motion passed.

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ADVERTISE

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

- a. Statements of Interest and Qualifications from firms to provide right-of-way acquisition services for the total reconstruction project from MP A31.00 to MP A38.00;
- b. Statements of Interest and Qualifications from firms to provide right-of-way acquisition services for the Southern Beltway, Route 22 to I-79 project, Sections 55A2, 55B, 55C1 and 55C2;
- c. Two (2) open-end drilling contracts to perform subsurface boring, sampling and testing services systemwide;
- d. Quality assurance inspection and testing laboratory services systemwide;

- e. Two (2) engineering or construction management firms for open-end construction inspection services between MP 0.00 and MP 247.00, I-376, Turnpike 576, Turnpike 66 and Turnpike 43.

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

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AWARD OF BIDS AND ISSUANCE OF PURCHASE ORDERS

Motion-That the Commission approves Award of Bids, Change Orders and the Issuance of Purchase Orders for the items listed in memos "a-c" and "e-j":

- a. Three (3) single-axle Mack dump trucks, utilizing the Commonwealth's contract with WW Engine Supply, Inc.; at a total award of \$493,863.00;
- b. Ten (10) trailer-mounted attenuators, utilizing the Commonwealth's contract with TrafFix Devices, Inc.; at a total award of \$159,810.00;
- c. HVAC controls contracts for Districts 3, 4 & 5, utilizing the Commonwealth's contract with Automated Logic Contracting Services, Inc.; at a total award of \$107,000.00;
- e. Asphalt sealant, to the lowest responsive and responsible bidder, Crafcro Inc.; at a total award of \$180,000.00;
- f. Delaware Valley toll plaza electronic message signs, with Daktronics Inc.; at a total award of \$139,095.00;
- g. Plow blades, hardware and accessories, exercising our option to renew the agreements for an additional year (October 1, 2014 – September 30, 2015):

Valk Manufacturing	\$150,000.00
Winter Equipment	<u>300,000.00</u>
RENEWAL VALUE	\$450,000.00
- h. Twenty (20) 2015 Ford Fusion vehicles, utilizing the Commonwealth's contract with Apple Automotive Group; at a total award of \$375,920.00;
- i. Two (2) Case 721F wheel loaders, utilizing the Commonwealth's contract with Groff Tractor & Equipment Inc.; at a total award of \$305,196.00;
- j. Delineation roadway markers, exercising our option to renew the agreement with Unique Source Products & Services (formerly PIBH); at a cost of \$200,000.00.

-was made by Commissioner Schoch, seconded by Commissioner Deon, 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. Replace the tunnel controls console and related equipment at the Lehigh Tunnel, with Honeywell, Inc.; at a total award of \$277,800.00;

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

VICE CHAIRMAN PRATT: I ABSTAIN ON THIS ITEM BECAUSE HONEYWELL, INC. IS A CLIENT OF MY FIRM.

The motion passed.

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AWARD OF CONTRACTS

Motion-That the Commission approves the Award of Contracts for the items listed in memos "a" through "d":

- a. Contract #T-355.00P001-3-13 for construction of the I-95/I-276 Interchange project, SR 95, Section D10, contingent upon receipt of approval from the Federal Highway Administration, to the lowest responsive and responsible bidder, PKF-Mark III, Inc.; at a not-to-exceed amount of \$142,883,817.14;
- b. Contract #T-201.00M001-3-02 for the installation of Roadway Weather Information Systems (RWIS) between MP 201.00 and MP 293.00, to the lowest responsive and responsible bidder, Carr & Duff, Inc.; at a not-to-exceed amount of \$482,230.00 and a contingency of \$20,000.00;
- c. Contract #T-220.00T001-3-04 for roadway and bridge reconstruction between MP 220.30 and MP 226.72, to the lowest responsive and responsible bidders, New Enterprise Stone & Lime Co., Inc.; at a not-to-exceed amount of \$110,078,553.06 and a contingency of \$5,000,000.00;
- d. Contract #T-187.00R002-3-02 for drainage and sinkhole repair at MP 187.30, to the lowest responsive and responsible bidder, Swank Construction Company, LLC; at a not-to-exceed amount of \$769,365.50 and a contingency of \$35,000.00.

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

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SUPPLEMENTAL AGREEMENT

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

- a. Supplemental Agreement #2 for Contract #EN-00040-02 with ms consultants, inc. for design management of the total reconstruction projects from MP 128-134, 149-155, 180-186, 242-245, for an additional \$7,000,000.00 due to increased efforts on the New Baltimore Slope Remediation Project, increased drilling costs, the addition of a third travel lane eastbound from MP 124.50-129.00, the extension of the contract to MP 124.50, significant stormwater management alternatives for the MP 149-155 project, final design of the MP 180-186 project

and to complete the MP 242-245 project; for a revised not-to-exceed amount of \$21,000,000.00;

- b. Supplemental Agreement #4 for Contract #EN-00040-02 with Urban Engineers, Inc. for design management of the total reconstruction projects from MP 0-10, 40-48, 99-109, 312-319, 320-326, for an additional \$5,000,000.00 for extensive ongoing coordination with DEP and Tredyffrin Township for the MP 320-326 project, final design for the MP 312-319 project and assistance in preparing the bid documents for the MP 40-48 and MP 99-109 projects; for a revised not-to-exceed amount of \$28,000,000.00;
- c. Supplemental Agreement #1 with Jeff Zell Consultants, Inc. for open-end material inspection testing from MP 0.00 to MP 200.00, James E. Ross Highway, Amos K. Hutchinson Bypass and the Mon/Fayette Expressway, for an additional \$350,000.00 to continue inspections through the 2014 construction season; for a revised not-to-exceed amount of \$1,300,000.00.

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

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CHANGE ORDERS AND FINAL PAYMENTS

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

- a. Change Order #1 for Contract #A-075.86R001-3-02 with Pikes Creek Site Contractors for resurfacing of the Mahoning Valley Interchange ramp at MP A75.68, for a 211 day time extension due to changes in the electrical scope of work and the 2013/2014 winter shut down;
- b. Change Order #2 and Final Payment for Contract #T-174.85S001-3-02 with Clearwater Construction, Inc. for the redecking of Bridge B-546 and Bridge B-412 at MP 174.85 and 175.39 respectively, for a decrease of \$5,759.12 to balance items to actual work completed and changes to the seeding and mulching requirements; for a final contract value of \$1,340,919.93 and final amount due to the contractor of \$7,650.00;
- c. Change Order #3 and Final Payment for Contract #T-355.00P001-3-06 with Driscoll Construction Co., Inc. for the replacement of Bridge DB-229 at MP 352.36, for a decrease of \$342,516.73 to balance items to actual work completed, changes for pavement markers, guide rail end treatments and loop detector installation, and credits for field office removal and non-removal of existing piles; for a final contract value of \$7,539,887.23 and final amount due to the contractor of \$197,577.06;
- d. Change Order #4 and Final Payment for Contract #T-122.00R001-3-02 with New Enterprise Stone & Lime Company, Inc. for bituminous overlay between MP 121.82 and MP 128.93, for a decrease of \$10,235.80 to balance items to actual work completed; for a final contract value of \$5,557,735.87 and final amount due to the contractor of \$116,800.89;

- e. Change Order #3 and Final Payment for Contract #EN-00014-03-02 with Clark Contractors, Inc. for the New Cumberland Maintenance facility public sewer connection at MP 243.84, for a decrease of \$91,755.62 to balance items to actual work completed; for a final contract value of \$935,746.28 and final amount due to the contractor of \$146,061.19;
- f. Change Order #1 and Final Payment for Contract #EN-00136-03-05 with J.P.S. Construction Co., Inc. for bridge repairs between MP A20.00 and MP A130.64, for an increase of \$89,170.22 for additional abutment wall and wing wall patches to repair a deteriorated structure (NB-709) and additional MPT for the repairs; for a final contract value of \$1,589,170.22 and final amount due to the contractor of \$164,170.22;
- g. Change Order #3 and Final Payment for Contract #T-263.00R001-3-02 with Handwerk Site Contractors for bituminous resurfacing between MP 262.99 and MP 268.35, for a decrease of \$10,387.13 to balance items to actual work completed and additional changes were necessary to assess 5-days of liquidated damages for work not completed on time; for a final contract value of \$4,707,465.46 and final amount due to the contractor of \$86,810.33.

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

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BOND RESOLUTIONS

Motion-That the Commission authorizes the negotiation and execution of the financial resolutions for solicitation of proposals, Agreements, Amendments and the issuance of bonds for the items listed in memos "a" and "b":

- a. Solicitation of bids or proposals for Forward Delivery (FDA) and Forward Purchase (FPA) and Sale Agreements to invest the Commission's Indenture held funds; authorizing the entering into of such agreements; authorizing the taking of further action; repealing inconsistent resolutions; and declaring that this resolution shall be liberally construed;
- b. Issuance of the Pennsylvania Turnpike Commission's Special Obligation Bonds (the "2014 bonds"), in one or more taxable series or sub-series bearing a fixed rate of interest, in an aggregate principal amount not to exceed \$300,000,000, to finance the costs of (a) the current refunding of the Pennsylvania Turnpike Commission's Oil Franchise Tax Senior Revenue Bonds, Series A of 1998 (the "1998a bonds") (b) the current refunding of the Pennsylvania Turnpike Commission's Oil Franchise Tax Subordinate Revenue Bonds, Series B of 1998 (the "1998b Bonds" and together with the 1998A Bonds, the "Refunded Bonds"), and (c) certain capital improvements to the Mon-Fayette Expressway/ Southern Beltway; authorizing the termination of the escrow for the Refunded Bonds (the "Refunded Bonds Escrow Fund") and the transfer of the securities from the Refunded Bonds Escrow Fund to an Escrow Fund for the 2014 Bonds; authorizing the execution, delivery and distribution of the following: (1) one or more Trust Indentures, (2) one or more Preliminary Official Statements, (3) one or more Official Statements, (4) one or more Purchase contracts, (5) one or more Continuing Disclosure Agreements, (6) one or more Escrow Deposit Agreements; and (7) any other necessary or appropriate documents or certificates; authorizing the redemption of the Refunded Bonds;

authorizing the taking of further action; repealing inconsistent resolutions; appointing co-bond counsel, financial advisor, investment advisor, verification agent and underwriters; and declaring that this resolution shall be liberally construed. Also, authorize the negotiation and execution of an Amendment to our agreement with Public Financial Management, Inc. (PFM) for financial advisory services, for PFM Asset Management (an affiliate of PFM) to serve as an investment advisor for this and other highly specialized bond issuances; at a not-to-exceed amount of \$75,000.00 per transaction.

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

VICE CHAIRMAN PRATT: I ABSTAIN ON THESE ITEMS BECAUSE US BANK, WELLS FARGO, LOOP CAPITAL, JEFFRIES AND BANK OF NEW YORK MELLON ARE CLIENTS OF MY FIRM.

The motion passed.

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E-ZPASS (IAG) PAYMENT

Motion-that the Commission approves reimbursement to the E-ZPass Group (IAG) for expenses incurred in supporting the backup Virtual Private Network Connections, from September 2013 thru June 2014 in the amount of \$6,852.72-was made by Commissioner Schoch, seconded by Commissioner Deon, and passed unanimously.

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PSPC ITEMS

Motion-That the Commission approves the award of services and authorizes the negotiation and execution of an agreement with the selected firm for the items listed in memos "a" and "b":

a. RFP #4488. Supervisory leadership academy training;

- Dering Consulting Group, Inc. – AWARDED

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

b. RFP #4793. Broker services for insurances and COBRA administration.

- Sagewell Partners, an Alliant Company - AWARDED

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

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NEXT COMMISSION MEETING

Mr. Naugle: The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, August 19, 2014 beginning at 10:00 a.m.

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ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:16 a.m.
- made by Commissioner Schoch, seconded by Commissioner Deon, and passed unanimously.

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PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Pasquale T. Deon, Sr.
Secretary Treasurer