

PENNSYLVANIA TURNPIKE COMMISSION

Highspire, Pennsylvania

SPECIAL MEETING

AUGUST 10, 2010

10:00 A.M.

AGENDA

- A. ROLL CALL
SUNSHINE ANNOUNCEMENT
PUBLIC COMMENT**

- B. MINUTES-JULY 13, 2010**

- C. COMMUNICATIONS-
MEMO RECEIVED FROM THE CHIEF COUNSEL
MEMO RECEIVED FROM THE DIRECTOR OF OPERATIONS REVIEW
MEMO RECEIVED FROM THE MANAGER OF PROCUREMENT/MATERIALS MGMNT**

- D. PERSONNEL**

- E. UNFINISHED BUSINESS**

F. NEW BUSINESS

1. **Adopt the Resolution ratifying the reinvestments, liquidations and purchases of securities with available cash, as described in the memo from the Assistant Chief Financial Officer dated July 28, 2010.**

2. **Approve the negotiation and execution of the Work Order, Agreements, a Supplemental Agreement and a Lease for the items listed in memos “a” through “h”:**
 - a. **Work Order #22 with TransCore to provide system development, equipment and project management for the Violations Processing Center system upgrade; at a not-to-exceed amount of \$3,771,907.00;**

 - b. **Merchant Services Agreement with Wells Fargo for Wells Fargo to provide credit card acceptance processing for our Accounts Receivable invoices and payments; at a not-to-exceed amount of \$30,000.00 annually;**

 - c. **Reimbursement Agreement with Sun Pipe Line Company to reimburse them the costs to perform the required engineering and facility relocation work necessary for the replacement of Bridge B-553 at MP 155.14; at a not-to-exceed amount of \$205,625.00;**

 - d. **Reimbursement Agreement with PPL Electric Utilities Corporation to reimburse them the costs to perform the required engineering and facility relocation work necessary for the replacement of Bridge B-529 at MP 219.90; at a not-to-exceed amount of \$35,438.70;**

 - e. **Supplemental Agreement with PECO Energy Company for the required engineering and facility relocation work necessary for the total reconstruction project from MP A20.00 to MP A30.00; for an additional \$395,638.26, increasing the not-to-exceed amount to \$1,325,607.72;**

 - f. **Reimbursement Agreement with Duquesne Light to reimburse them the costs to perform the required engineering and facility relocation work necessary for the replacement of Bridge WB-423 at MP 42.20; at a not-to-exceed amount of \$100,000.00;**

 - g. **Lease Agreement with Clearwire to permit them to lease space and construct antennas and other related infrastructure on the Commission’s Highspire Service Plaza Tower; Clearwire will pay the Commission the initial tower lease rate of \$16,200.00 for the first year, with 3% increases every year after that; the term of the lease will be for a period of five (5) years, plus three (3) 5-year mutual renewal options;**

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property owners is contingent upon the delivery of a deed prepared by the Legal Department;

- e. Authorize the settlement of Right-of-Way #1A047-A, a partial take parcel, necessary for the total reconstruction project from MP 67.00 to MP 75.00, by issuing payment in the amount of \$9,614.69, payable to Hollinshead, Mendelson, Bresnahan & Nixon, P.C., Escrow Agent;**
- f. Authorize the settlement of Right-of-Way #6416-B, a partial take parcel, necessary for the total reconstruction project from MP A20.00 to MP A30.00, by issuing payment in the amount of \$312,607.00, payable to City Line Abstract Company, Escrow Agent; representing fair market value, recording fees and Section 710 fees; authorize the appropriate Commission officials to execute the agreement of sale, authorize payment of statutory damages as calculated by the Legal Department and approved by the Chief Executive Officer, and payment of the fair market value to the property owner is contingent upon the delivery of a deed prepared by the Legal Department;**
- g. Authorize the settlement of Right-of-Way #6416-D, a partial take parcel, necessary for the total reconstruction project from MP A20.00 to MP A30.00, by issuing payment in the amount of \$40,997.00, payable to City Line Abstract Company, Escrow Agent; representing fair market value, recording fees and Section 710 fees; authorize the appropriate Commission officials to execute the agreement of sale, authorize payment of statutory damages as calculated by the Legal Department and approved by the Chief Executive Officer, and payment of the fair market value to the property owner is contingent upon the delivery of a deed prepared by the Legal Department;**
- h. Authorize the settlement of Right-of-Way #6416-B, a partial take parcel, necessary for the total reconstruction project from MP A20.00 to MP A30.00, by issuing payment in the amount of \$116,197.00, payable to City Line Abstract Company, Escrow Agent; representing fair market value, recording fees and Section 710 fees; authorize the appropriate Commission officials to execute the agreement of sale, authorize payment of statutory damages as calculated by the Legal Department and approved by the Chief Executive Officer, and payment of the fair market value to the property owner is contingent upon the delivery of a deed prepared by the Legal Department;**
- i. Authorize the acquisition of Right-of-Way #17903, a total take parcel, necessary for construction of the Southern Beltway Project (US 22 to I-79), by issuing payment in the amount of \$201,641.78, payable to Urban Settlement Company, Escrow Agent; representing fair market value, prorated taxes and recording fees; also authorize payment in the amount of \$115,754.00, payable to Patrick Rudzinski D/B/A Technical Electrical Services, LLC, representing business personal property loss and dislocation damages; authorize the appropriate Commission officials to execute the agreement of sale, authorize the payment of additional statutory damages as**

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- calculated by the Legal Department and approved by the Chief Executive Officer, and payment of the fair market value to the property owner is contingent upon the delivery of a deed prepared by the Legal Department;
- j. **Authorize the acquisition of Right-of-Way #17395, a total take parcel, necessary for construction of the Southern Beltway Project (US 22 to I-79), by issuing payment in the amount of \$241,700.95, payable to Urban Settlement Company, Escrow Agent; representing fair market value, prorated taxes and recording fees; authorize the appropriate Commission officials to execute the agreement of sale, authorize the payment of additional statutory damages as calculated by the Legal Department and approved by the Chief Executive Officer, and payment of the fair market value to the property owners is contingent upon the delivery of a deed prepared by the Legal Department.**
4. **Approve advertising for a vendor to provide twenty-three (23) state-of-the-art Automatic External Defibrillators to be placed at each of the service plazas, CAB, TIP, ERO and WRO.**
5. **Approve the Award of Bids, the Cancellation, the Renewal and the Issuance of Purchase Orders for the items listed in memos “a” through “g”:**
- a. **Structural analysis for eight (8) Communication Towers, utilizing the Commonwealth’s contract with Alcatel Lucent USA Inc.; at a total award of \$104,000.00;**
- b. **Liquid calcium chloride, to the lowest responsive and responsible bidder, JMG Enterprises Inc.; at a total award of \$222,000.00, and a contingency amount of \$55,500.00;**
- c. **Cancellation of the purchase order approved at the July 13, 2010 Commission Meeting (item F-5h) for Network Connectivity for SNMP equipment, utilizing the Commonwealth’s contract with Eplus for a total award of \$118,550.40; and approved the new purchase order with Eplus for the correct parts, at a total award of \$166,038.40;**
- d. **One (1) 2011 Mack box truck, utilizing the Commonwealth’s contract with Mack Trucks Inc.; at a total award of \$103,312.82;**
- e. **Ten (10) extended cab pick-up trucks, utilizing the Commonwealth’s contract with Apple Chevrolet; at a total award of \$262,870.00;**
- f. **Fuel storage tank cleaning for two (2) years, to the lowest responsive and responsible bidder, Clean Fuels Associates, Inc.; at a total award of \$190,000.00;**

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8. **Approve the toll rates for Street Road Slip Ramp and the M15 Barrier as follows:**
 - **Street Road ENTRY toll rates will be the same as the current Bensalem fare schedule**
 - **Street Road EXIT toll rates will be the same as the current Delaware Valley fare schedule**
 - **M15 will be the same as the January 2, 2011 M18 fare schedule**

9. **Authorize the Commission to act as the host agency for the reimbursable payment of the IAG secretary/office manager's salary and benefits.**

ITEMS ADDED TO THE FORMAL AGENDA

FINAL SELECTION

- F-10 Approve the consultant selection recommendations from the Technical Review Committee and authorize the negotiation and execution of a contract with the first two (2) firms listed for the retention of two (2) engineering firms to provide engineering design services on an open-end basis, systemwide; at a not-to-exceed amount of \$850,000.00 each:**

Reference #3-209

Legion Design/Campbell & Associates

TIE

Traffic Planning Design, Inc.

Dewberry-Goodkind, Inc.

McMahon & Associates, Inc.

The EADS Group, Inc.

SUPPLEMENTS

- F-11 Approve the Supplemental Agreements as listed in memos "a" and "b":**
- a. **Supplemental Agreement #3 with Buchart Horn, Inc. for final design on the total reconstruction project from MP 214.00 to MP 227.00, for an increase of \$5,500,000.00; increasing the not-to-exceed amount to \$20,000,000.00;**

 - b. **Supplemental Agreement #1 with Century Engineering, Inc. for replacement design of Bridge EB-729 at MP 316.58, for an increase of \$700,000.00; increasing the not-to-exceed amount to \$1,200,000.00.**

CHANGE ORDERS

- F-12 Approve the Change Orders as listed in memos "a" and "b":**
- a. **Change Order #1 for Contract #A-125.00R001-3-02 with Locust Ridge Contractors for bituminous overlay between MP A125.10 and MP A130.61,**

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for an increase of \$114,731.06; increasing the not-to-exceed amount to \$5,556,966.72;

- b. **Change Order #1 for Contract #EN-00049-03-10 with Bi State Construction Company, Inc. for sound barrier and collision damage repairs from MP 334.16 to MP 351.08; for an increase of \$127,499.75 and a 32-day time extension; increasing the not-to-exceed amount to \$783,986.75.**

CHANGE ORDERS AND FINAL PAYMENTS

F-13 Approve the Change Orders and Final Payments for the items listed in memos “a” through “c”:

- a. **Change Order #1 and Final Payment for Contract #EN-00084-03-04 with Bi State Construction Company, Inc. for bridge repairs between MP 236.22 and MP 358.11, for a decrease of \$67,846.81; making the final contract value \$432,153.19, and the final amount due of \$21,607.66;**
- b. **Change Order #1 and Final Payment for Contract #EN-00049-03-06 with Hempt Bros., Inc. for roadway and miscellaneous repairs between MP 179.44 and MP 241.87, for a decrease of \$166,655.74; making the final contract value \$833,344.26, and the final amount due of \$41,667.21;**
- c. **Change Order #1 and Final Payment for Contract #M-035.30X001-3-02 with Bruce & Merrilees Electric Company for M-52 mainline toll plaza signing and delineation between MP M50.00 and MP M52.64 on Turnpike 43, for a decrease of \$43,751.63; making the final contract value \$1,113,707.76, and the final amount due of \$71,690.11.**

SETTLEMENT AGREEMENT

F-14 Approve the Settlement Agreement for, *Ronald W. Wolff v. PTC and Smith & Johnson Construction Co* case, authorize the appropriate officers of the Commission to execute the Agreement, and approve the issuance of a check in the negotiated amount.

BOND RESOLUTION

F-15 AUTHORIZE THE APPROVAL OF THE ISSUANCE OF THE PENNSYLVANIA TURNPIKE COMMISSION’S PENNSYLVANIA TURNPIKE COMMISSION TURNPIKE SUBORDINATE REVENUE BONDS, INCLUDING BOND ANTICIPATION NOTES AND SPECIAL REVENUE BONDS, IN ONE OR MORE SERIES OR SUB-SERIES, FIXED RATE OR VARIABLE RATE, TAXABLE OR TAX-EXEMPT, IN AN AGGREGATE INITIAL PRINCIPAL AMOUNT NOT TO EXCEED \$500,000,000, TO FINANCE OR REFINANCE THE COSTS OF (A) MAKING LEASE, GRANT OR OTHER PAYMENTS TO THE PENNSYLVANIA DEPARTMENT OF TRANSPORTATION IN ACCORDANCE

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WITH ACT 44, (B) REFUNDING ANY BOND ANTICIPATION NOTES OR OTHER SHORT-TERM INDEBTEDNESS OR LONG-TERM BONDS PREVIOUSLY ISSUED BY THE PENNSYLVANIA TURNPIKE COMMISSION FOR THE FOREGOING PURPOSES, (C) REIMBURSING THE PENNSYLVANIA TURNPIKE COMMISSION FOR PAYMENTS PREVIOUSLY MADE TO THE PENNSYLVANIA DEPARTMENT OF TRANSPORTATION IN ACCORDANCE WITH ACT 44, (D) ANY DEBT SERVICE RESERVE OR SIMILAR FUNDS, CREDIT FACILITY COSTS OR CAPITALIZED INTEREST RELATED TO SUCH 2010 BONDS (AS DEFINED HEREIN), AND (E) ISSUANCE OF SUCH 2010 BONDS; AUTHORIZING THE EXECUTION, DELIVERY AND DISTRIBUTION OF NECESSARY AND APPROPRIATE DOCUMENTS OR CERTIFICATES; AUTHORIZING THE TAKING OF FURTHER ACTION; REPEALING INCONSISTENT RESOLUTIONS; AUTHORIZING THE APPOINTMENT OF LEGAL COUNSEL AND FINANCIAL ADVISORS AND PROVIDING FOR THE APPOINTMENT OF ONE OR MORE UNDERWRITERS; DECLARING THE PENNSYLVANIA TURNPIKE COMMISSION'S OFFICIAL INTENT THAT IT BE REIMBURSED FROM BOND PROCEEDS FOR CERTAIN EXPENDITURES PAID PRIOR TO THE ISSUANCE OF THE 2010 BONDS; AND DECLARING THAT THIS RESOLUTION SHALL BE LIBERALLY CONSTRUED

UNDERWRITING SERVICES

F-16 Authorize the establishment of 3 pools from which investment banking firms will be selected to provide underwriting and other professional services and approval to include the selected qualified firms in the pools. The firms will be grouped in the following pools.

- **Senior book-running manager**
- **Regional/minority book-running manager**
- **Co-manager**