

MINUTES OF THE COMMISSION MEETING HELD OCTOBER 2, 2018

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 11:08 a.m. on October 2, 2018 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Leslie S. Richards, Chair; Pasquale T. Deon, Sr., Commissioner and John Wozniak, Commissioner. Available via telephone were William K. Lieberman, Vice Chair and Barry Drew, Secretary Treasurer.

Also in attendance for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Michael Baker, Inc.; Robert F. Brady, Director of Operations/Projects-East; Carl E. DeFebo, Jr., Director of Public Relations & Marketing; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Doreen McCall, Chief Counsel; Ray Morrow, Chief Compliance Officer; Myneca Y. Ojo, Director of Diversity and Inclusion; Stacia A. Ritter, Esquire, Director of Policy and Fare Collection; Robert Taylor, Chief Technology Officer and Ann Louise Edmunds, Assistant Secretary Treasurer.

Others present were Richard S. DiPiero, Senior Fare Collection Operations Manager; Richard C. Dreher, Asst. CFO/Financial Management; Kelly Horvath, Executive Administrative Assistant; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Shawn Laudenslager, End User Support Technician; Shanna Letcher, Administrative Officer; Wanda Metzger, Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Sheri Norris, Director of Human Resources; Cindy Smith, ETC Customer Service Operations Analyst; Laura Hedman; Paul McNamee, KCI; Mike Gross, Wallace Montgomery; Karl Schreiter; WSP; and Harry Sigley, CMTS.



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 present.



SUNSHINE ANNOUNCEMENT

The Commissioners met in Executive Session prior to today's Formal Agenda Session to consider matters of Personnel, which included new hires, promotions, vacancies and a request to post and fill a position in the maintenance department.

The Commissioners also discussed Claim No. DC-18023-LC-18-023 and Docket No. 2:15-CV-06501-RDM, 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 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 September 4, 2018 be approved and filed as submitted - was made by Commissioner Wozniak, seconded by Commissioner Drew, and passed unanimously.



COMMUNICATIONS

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



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



NEW BUSINESS
POLICY LETTERS

Motion-That the Commission approves revisions to the Policies listed in memos “a” through “c”:

- a. Revision to Policy 7.03, Debt Management, to update references to the centralized repository and adding debt service coverage ratios;
- b. Revisions to Policy 7.05, Internal Audit Services, to update responsibilities for the performance of internal audit services;
- c. Revisions to Policy 7.07, Interest Rate Swap Management, to update language and adherences to the International Swaps and Derivatives Association, Inc. protocols.

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



AGREEMENTS

Motion-That the Commission approves negotiation and execution of the Agreements, an Amendment, a Supplement and a Memorandum of Understanding, and approve a revision to an award for the items listed in memos “a” through “h”:

- a. Reimbursement Agreement with Aqua PA for Aqua PA to reimburse the Commission the cost for the installation of a water line as part of the I-95/I-276 Interchange (DB-242, MP 355.63); at an approximate reimbursement of \$250,000.00;
- b. Amendment to our agreement with Notary & Copy Stop, Inc. for E-ZPass distribution; exercising the option to renew the agreement for an additional year (November 2018 – November 2019);
- c. Supplemental Agreement with Peoples Natural Gas Company (PNGC), to reimburse PNGC the cost for the engineering and utility relocation work necessary for the replacement of Bridge WB-454 at MP 53.66, for an increase of \$27,403.21 due to a re-design of the proposed gas line relocation increasing the overall length to avoid mine voids; for a revised not-to-exceed amount of \$167,346.62;
- d. Reimbursement Agreement with the Pennsylvania Game Commission to reimburse the Game Commission for its expenses to cultivate Willow Oak trees from seed for three (3) years (for future planting) to fulfill mitigation commitments as part of the I-276/I-95 project; at a not-to-exceed amount of \$25,000.00;
- e. Agreement with PA American Water (PAW), for PAW to install approximately 3,000 linear feet of water main (including valves, services and appurtenance), and for temporary road restoration along Cecil-Sturgeon Road necessary for the maintenance facility along the Southern Beltway; at a not-to-exceed amount of \$473,395.00; the Commission will be responsible for final road restoration of Cecil-Sturgeon Road after installation of the water main;

- f. Memorandum of Understanding with the PA Department of Conservation and Natural Resources (DCNR) for DCNR to transfer right-of-way to the Commission for the replacement of the bridge at MP A130.30 (Edella Road Bridge); in exchange for the right-of-way, the Commission will install an emergency access gate at MP A130.30 SB for emergency use by DCNR;
- g. Revision to the award for property management services for the Mon/Fayette Expressway, Rt. 51 to I-376, that was awarded to Interstate Acquisition Services (August 21, 2018, item F-10f); to award to Century Engineering, Inc., due to Century's acquisition of Interstate Acquisition Services;
- h. Agreement with BOARD Americas for software and cloud hosting services to manage the development of the operating budget and for reporting and forecasting analyses; at a not-to-exceed amount of \$1,371,006.00 for 5-years.

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



RIGHT-OF-WAY REQUEST

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 #14S386 (Marion Paul Hathaway), a total take parcel necessary for construction of the Mon/Fayette Expressway by authorizing payment of \$97,858.63 representing fair market value, pro-rated taxes and recording fees to Closure Settlement LLC, escrow agent; also authorize payment of \$31,839.00 representing a housing supplement and closing costs to Marion Paul Hathaway; 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. Settlement of Right-of-Way #7086 (Lewis and Louise Ann Tarlini), a total take parcel necessary for construction of the I-95 Interchange by authorizing payment of \$1,450,000.00 to Fox Rothschild LLP, escrow agent; authorize payment of \$4,000.00 representing Section 710 damages; and payment of statutory delay damages as approved by the Chief Counsel;
- c. Acquisition of Right-of-Way #14080-A (Timothy & Sarah Godak), a total take parcel necessary for the total reconstruction project from MP 49.00 to MP 53.00 by authorizing payment of \$148,399.66 representing fair market value, pro-rated taxes, recording fees and mortgage satisfaction to Tri-State Paralegal Services, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that might 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;

- d. Settlement of Right-of-Way #7135-RB-1 (Kert Wagner & Christine Carroll), a partial take parcel necessary for construction of the I-95 Interchange by authorizing payment of \$32,887.55 representing fair market value and pro-rated taxes to Kert Wagner & Christine Carroll; 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- e. Acquisition of Right-of-Way #14S387 (Antoinetta E. Hathaway), a total take parcel necessary for construction of the Mon/Fayette Expressway by authorizing payment of \$159,081.35 representing fair market value, pro-rated taxes, recording fees and housing supplement to Closure Settlements, LLC, 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;
- f. Acquisition of Right-of-Way #9085 (MUY Properties-NE, LTD), a partial take parcel necessary for the Pre-Entry ITS from MP A20.00 to MP A131.00 by authorizing payment of \$2,100.00 representing fair market value to MUY Properties-NE, LTD; 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;
- g. Acquisition of Right-of-Way #14093-A (Nancy L. Matheys), a total take parcel necessary for the total reconstruction project from MP 53.00 to MP 57.00 by authorizing payment of \$141,600.48 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement LLC, escrow agent; authorizing additional payment of \$350.00 representing Section 710 statutory damages to Nancy L. Matheys; 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 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.



ELSIP INVOICE

Motion-That the Commission payment of the Employee Liability Self-Insurance Program (ELSIP) invoice from the PA Department of General Services, which represents the annual premium due for the period July 1, 2018 - June 30, 2019, in the amount of \$90,752.40-was made by Commissioner Deon, seconded by Commissioner Wozniak 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 “f”:

- a. Asphalt sealant contract (October 2018 – September 2019), to the lowest responsive and responsible bidder, Crafcro, Inc.; at a total award of \$175,000.00;
- b. Change Order to the contracts for gate parts (through April 30, 2019) to cover requirements through the end of the contract:

Allegheny Fence Co.	\$ 50,000.00
Electronic Systems Integration, Inc.	<u>50,000.00</u>
TOTAL CHANGE ORDER AWARD:	\$100,000.00
- c. Automotive cleaners and protectors (October 2018 – September 2019), to the lowest responsive and responsible bidders; and approve staff movement of funds between contracts as needed during the contract term:

Rhomar Industries, Inc.	\$ 87,300.00
Enzo’s Cleaning Solutions LLC	10,000.00
Sosmetal Products, Inc.	2,000.00
State Chemical Solutions	<u>10,000.00</u>
TOTAL AWARDS:	\$109,300.00
- d. Five (5) 2019 Chevrolet Colorado extended cab pickup trucks, utilizing the Commonwealth’s contract with Apple Chevrolet; at a total award of \$146,116.00;
- e. Hewlett Packard Enterprise Services for COOP and Telework, utilizing the Commonwealth’s contract with Hewlett Packard Enterprise Co.; at a total award of \$153,000.00;
- f. Hewlett Packard Enterprise Storage System, utilizing the Commonwealth’s contract with Hewlett Packard Enterprise Co.; at a total award of \$130,386.71.

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



AWARD OF A CONTRACT

Motion-That the Commission approves the Award of Contract #T-308.00T001-3-04 for the replacement of Bridge EB-717 at MP 309.19, to the lowest responsive and responsible bidder, Deblin, Inc.; at a not-to-exceed amount of \$4,109,918.21 and a contingency of \$200,000.00-was made by Commissioner Deon, seconded by Commissioner Wozniak and passed unanimously.



CHANGE ORDERS & FINAL PAYMENTS

Motion-That the Commission approves the Change Orders and Final Payments for the items listed in memos “a” through “c”:

- a. Change Order #4 for Contract #T-057.00R002-3-03 for bituminous resurfacing between MP 61.80 and MP 67.59 with Derry Construction Company, Inc., for a 202-day time extension due to rock armor overrun; the not-to-exceed amount remains at \$14,548,138.33;
- b. Change Order #2 and Final Payment for Contract #A-037.50T001-3-05 for the replacement of Bridges NB-205 at MP A40.88 and Bridge NB-218 at MP A44.40 with Reading Site Contractors; for a decrease of \$77,323.76 to balance items to actual work completed, changes for superpave asphalt, crack sealing, milling, fencing, concrete barrier, seeding, mulching, E & S control, pavement marking removal, waste site, backfilling, traffic control and acceleration agreement; for a final contract value of \$7,301,292.75, and final amount due to the contractor of \$186,538.45;
- c. Change Order #1 for Contract #EN-00224-03-03 for roadway and miscellaneous repairs between MP 0.00 and MP 122.18 with Lane Construction Corp., for an increase of \$775,000.00 for repairs to additional deteriorated roadway, and slope repairs at MP 53.05 WB; for a revised not-to-exceed amount of \$5,775,000.00.

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



SUPPLEMENTAL AGREEMENT

Motion-That the Commission approves the negotiation and execution of Supplemental Agreement #1 for P3 Fiber Optic Broadband Network project support with Gannett Fleming, Inc., to include development of an alternative method of project delivery (if needed to maintain the project schedule)-was made by Commissioner Deon, seconded by Commissioner Wozniak and passed unanimously.



PSPC ITEM

Motion-That the Commission approves the award of service and authorizes the negotiation and execution of an agreement with the selected firm for arbitrage consulting services:

- Causey Demgen & Moore P.C.-AWARDED

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



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, October 16, 2018 beginning at 10:00 a.m.



ADJOURNMENT

Chair Richards and Commission Deon discussed the I-95 project and extended their gratitude to the I-95 team for a job well done. Chair Richards notes that it was the first project she worked on; the Commissioners noted the project was a significant achievement for all involved.

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:18 a.m. -was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Barry Drew
Secretary Treasurer