

MINUTES OF THE COMMISSION MEETING HELD OCTOBER 16, 2018

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:05 a.m. on October 16, 2018 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Leslie S. Richards, Chair; William K. Lieberman, Vice Chair and John Wozniak, Commissioner. Available via telephone was Pasquale T. Deon, Sr., Commissioner.

Also in attendance for the meeting were Mark P. Compton, Chief Executive Officer; Steve Barber, Michael Baker, Inc.; 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; 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; Eric Halin, Engineering Project Manager 3; Kelly Horvath, Executive Administrative Assistant; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Shawn Laudenslager, End User Support Technician; Jeffrey A. Naugle, Manager of Treasury Operations; Jesse Ream, Sr. Network Engineer; Timothy M. Scanlon, Director of Traffic Engineering & Operations; Louis Van Gorder, Attorney 3; Christopher Will, Investment Manager; Paul McNamee, KCI; Mike Gross, Wallace Montgomery; Karl Schreiter; WSP; Kristi Reichard, AMT; Eric Madden, JMT; David Woman, Blaylock Van; Michael Sydlik, Earth; David Azzato, TPD; Jennifer Hendricks, CCJM; Apryle Davis, Markowsky; Michael Houser, Markowsky; Ronald Spacht, Cherry Weber; Louis Cortelazzi, Jr., McMahon; Jon Livingston, Jacobs; and Allison DeFoor, The Temple Group.



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 a reorganization, new hires, promotions, terminations, vacancies and request to post and fill a position in the Fare Collection Department.

The Commissioners also 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 October 2, 2018 be approved and filed as submitted - was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



COMMUNICATIONS

Motion-That the Commission approves the memos received from the Chief Counsel and the Director of Procurement & Logistics -was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



NEW BUSINESS
INVOICE PAYMENT

Motion-That the Commission payment of the 2018 Notice of Assessment from the Bureau of Workers' Compensation for the Supersedeas and Subsequent Injury Funds, in the amount of \$27,275.00 -was made by Commissioner Wozniak, seconded by Commissioner Deon, and approved unanimously.



AGREEMENTS

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

- a. Reimbursement Agreement with the Pennsylvania Department of Transportation (PennDOT), for PennDOT to reimburse the Commission for construction of an additional northbound travel lane on I-79 (as part of the construction of the Southern Beltway, Section 55C2-1 project); at an estimated cost of \$15,624,716.50;
- b. Reimbursement Agreement with Peoples Natural Gas Company, LLC (PNG) to reimburse PNG the cost for the engineering and utility relocation work necessary for construction of the Southern Beltway, Section 55C2-1; at a not-to-exceed amount of \$670,660.76;
- c. Reimbursement Agreement with the Municipal Authority of the Borough of Oakmont, to reimburse the Authority the cost for the engineering and utility relocation work necessary for the total reconstruction project from MP 49.00 to MP 53.00 (Bridge WB-452, MP 52.36); at a not-to-exceed amount of \$276,726.43;
- d. Reimbursement Agreement with the Municipal Authority of the Borough of Oakmont, to reimburse the Authority the cost for the engineering and utility relocation work necessary for the total reconstruction project from MP 49.00 to MP 53.00 (Bridge WB-446A, MP 49.53); at a not-to-exceed amount of \$491,401.98;
- e. Amendment to our agreement with Stantec for administration and support services of the Project Collaboration System; exercising the option to renew the agreement for an additional year; at a not-to-exceed amount of \$735,767.54;
- f. Amendment to our agreement with PFM Financial Advisors, LLC for financial advisory services, to broaden the scope of financial advisory services for various Structured Investment Agreements that may be provided by PFM's affiliate PFM Asset Management; permit the use of Investment Agreements within any appropriate and applicable indenture held account of the Commission, as determined by the CFO in consultation with its Financial Advisor and Investment Advisor; and increase the not-to-exceed amount to \$199,000.00;

- g. Settlement Agreement and Release in the case, Gregory & Leslie Littman v. PTC; and receipt of payment of the settled amount in exchange for full and final release of all claims;
- h. Assignment Agreement with Interstate Acquisition Services, to assign active contracts to Century Engineering, Inc., due to its acquisition of Interstate Acquisition Services;
- i. Amendment to our agreement with ComPsych Corporation for Employee Assistant Program (EAP) services; exercising the option to renew the agreement for an additional year (January 1, 2019 – December 31, 2019); at an approximate cost of \$40,000.00;
- j. Software Development Agreement with Google Play and Apple; and authorize the Director of ETC or the Manager of ETC Customer Service Operations to execute the agreements as negotiated and approved by the Legal Department.

-was made by Commissioner Wozniak, seconded by Commissioner Deon, 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 “s”:

- a. Acquisition of Right-of-Way #6051-D1 (Paul V. Matsiras), a partial take parcel necessary for the total reconstruction project from MP 311.00 to MP 319.00 by authorizing an exchange of equal square footage of land owned by Paul Matsiras and land owned by the Commission; authorize Mr. Matsiras payment to the Commission of \$7,620.90 representing the difference in fair market value; authorize the appropriate Commission officials to execute the Agreement of Sale, deeds and other documents that may be required for closing; and the exchange of land is contingent upon the delivery of a deed as prepared by the Legal Department;
- b. Acquisition of Right-of-Way #6049-H (4 Seasons Arborscapes, LLC), a total take parcel necessary for the total reconstruction project from MP 312.00 to MP 319.00 by authorizing payment of \$6,120.89 representing fair market value and pro-rated taxes to 4 Seasons Arborscapes, LLC; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- c. Acquisition of Right-of-Way #14S026 (Estate of Kenneth J. Black), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$11,237.41 representing fair market value, pro-rated taxes and recording fees to Closure Settlement LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;

- d. Acquisition of Right-of-Way #14S349 (Renee Cochran), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$48,829.58 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement, LLC, escrow agent; also authorize payment of \$38,608.10 representing replacement housing supplement and closing costs to Renee Cochran; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- e. Acquisition of Right-of-Way #14S393 (Andrea L. Haeffner), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$77,602.95 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- f. Acquisition of Right-of-Way #14S323 (Louis E. Cristallini), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$149,686.42 representing fair market value, pro-rated taxes, recording fees and down payment supplement to Fee Simple Settlement, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- g. Acquisition of Right-of-Way #14S303 (Michael J. Urbaniak), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$71,633.28 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;

- h. Acquisition of Right-of-Way #17628 (Michael A. Gigliotti), a total take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79, by authorizing payment of \$216,843.00 representing fair market value, pro-rated taxes and deed recording to Tri-State Paralegal Service, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- i. Acquisition of Right-of-Way #14S295 (Lawrence G. Holtzman), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$181,678.59 representing fair market value, pro-rated taxes, recording fees, housing supplement and closing costs to Fee Simple Settlement, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- j. Acquisition of Right-of-Way #14S395 (Lawrence E. & Jeanne M. Hoffman), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$94,461.72 representing fair market value, pro-rated taxes and recording fees to Tri-State Paralegal Service, LLC, escrow agent; also authorize payment of \$65,825.00 representing replacement housing supplement and Section 710 damages to Lawrence E. & Jeanne M. Hoffman; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- k. Acquisition of Right-of-Way #17983 (Frank B. & Maria L. Bungard), a total take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79, by authorizing payment of \$4,268.29 representing fair market value, pro-rated taxes and deed recording to Tri-State Paralegal Service, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- l. Acquisition of Right-of-Way #17994 (Michael S. Kramer, Jr.), a total take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79, by authorizing payment of \$92,471.72 representing fair market value, pro-rated taxes and recording fees to Tri-State Paralegal Service, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;

- m. Acquisition of Right-of-Way #17294 (JoAnn & William R. Andrews), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79, by authorizing payment of \$1,207.50 representing fair market value and pro-rated taxes to JoAnn & William R. Andrews; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- n. Acquisition of Right-of-Way #14230-RB (David A. & Janis Dortenzo), a partial take parcel necessary for the total reconstruction project from MP 49.00 to MP 53.00 by authorizing payment of \$2,300.00 representing fair market value to David A. & Janis Dortenzo; authorize the appropriate Commission officials to execute the Temporary Construction Easement and other documents that may be required for closing; authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel; and payment to the property owners is contingent upon their delivery of an executed Temporary Construction Easement as prepared by the Legal Department;
- o. Acquisition of Right-of-Way #14S307 (Joseph F. & Jan Parsyck, Jr.), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$86,773.43 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 the delivery of a deed as prepared by the Legal Department;
- p. Acquisition of Right-of-Way #14S613 (Steven & Ashley Ketterman), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$88,958.19 representing fair market value, pro-rated taxes and recording fees to Closure Settlement, LLC, escrow agent; also authorize payment of \$65,825.00 representing replacement housing supplement and Section 710 damages to Lawrence E. & Jeanne M. Hoffman; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 the delivery of a deed as prepared by the Legal Department;
- q. Acquisition of Right-of-Way #14S233 (Allen M. & Lori A. Close), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$65,253.10 representing fair market value, pro-rated taxes and recording fees to Universal Settlement Services of PA, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 the delivery of a deed as prepared by the Legal Department;

- r. Acquisition of Right-of-Way #3250 (Kirk W. & Vicki A. Weary, and John W. & Lois M. Weary), a partial take parcel necessary for the total reconstruction project from MP 199.00 to MP 227.00 by authorizing payment not-to-exceed \$20,000.00 for the reimbursement of costs to construct an agricultural field access; authorize the appropriate Commission officials to execute the Agreement of Sale providing for the reimbursement of actual costs (not-to-exceed \$20,000.00), the Conservation Easement Agreement and other documents that may be required; reimbursement of actual costs shall be based upon a construction estimate as approved by the Right-of-Way Administrator and Chief Counsel; and payment will be requested upon the receipt and approval of the construction estimate;

- s. Acquisition of Right-of-Way #14S402 (William S. Arnfield), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$64,711.40 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement Services, LLC, escrow agent; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; authorize 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 the delivery of a deed as prepared by the Legal Department.

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



ELSIP INVOICE

Motion-That the Commission approves to periodically solicit, through the Commission's financial advisor, bids or proposals for other forms of Structured Investment Agreements (to earn higher yields on indenture deposits); and authorize the execution of such contracts/agreements-was made by Commissioner Wozniak, seconded by Commissioner Deon 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. Seventeen (17) 2019 Jeep Cherokee Latitudes, utilizing the Commonwealth's contract with Apple Chevrolet; at a total award of \$378,709.00;

- b. BOARD budgeting software implementation services, utilizing the Commonwealth's contract with Neubrain LLC; at a total award of \$294,047.58;

- c. Tree clearing and pruning from MP 102.00 to MP 109.00, to the lowest responsive and responsible bidder, Richardson Tree & Landscape; at a total award of \$1,624,141.80;

- d. Pest control services for all facilities throughout the Turnpike system, exercising the option to renew the agreement with Ehrlich Pest Control for an additional 2-years (November 1, 2018 – October 31, 2020); at a cost of \$200,000.00;
- e. CISCO network equipment for P3 Fiber Broadband pilot program, utilizing the Commonwealth’s contract with ePlus Technology, Inc.; at a total award of \$513,619.38;
- f. Cloud-based HR solution (November 16, 2018 – November 15, 2021), utilizing the Commonwealth’s contract with Carahsoft Technology Corp.; at a total award of \$1,426,416.60 for the 5-year contract;
- g. Thirty-three (33) single & tandem axle dump trucks, exercising the option to renew the agreement with Legacy Truck Centers Inc.; at a total award of \$6,845,633.00

- h. Janitorial supplies contract (November 1, 2018 – September 30, 2019), to the lowest responsive and responsible bidders:

W Grainger, Inc.	\$ 25,000.00
Veritiv Operating Co.	160,000.00
DeSantis Solutions	60,000.00
Central Poly Bag Corp.	<u>50,000.00</u>
TOTAL AWARD	\$295,000.00

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



DAMAGE CLAIM

Motion-That the Commission authorizes the Engineering Department to issue a Damage Claim to reimburse a contractor for the costs to reestablish a drainage ditch and reinstall the right-of-way fence that were damaged as a result of the landslide at MP 36.70 WB, quotes for the work will be solicited by two contractors with current construction contracts in the area; estimated cost of the work is \$350,000.00-was made by Commissioner Wozniak, seconded by Commissioner Deon 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 #8 and Final Payment for Contract #A-076.09S001-3-02 for the replacement of Bridge NB-531 at MP A76.09 and Bridge NB-534 at MP A76.18 with New Enterprise Stone and Lime Co., Inc., for a decrease of \$454,830.27 to balance items to actual work completed and changes for asphalt and diesel price adjustments; for a final contract value of \$21,843,988.65 and a final amount due to the contractor of \$66,957.90;

- b. Change Order #2 and Final Payment for Contract #EN-00198-03-07 for roadway and miscellaneous repairs between MP A57.22 and MP A130.64 with Road-Con, Inc., for a decrease of \$792,797.64 to reflect the actual cost of the completed work authorizations; for a final contract value of \$2,907,202.36 and final amount due to the contractor of \$65,908.80;
- c. Change Order #4 and Final Payment for Contract #A-088.00R002-3-02 for bituminous resurfacing and median barrier replacement from MP A88.66 to MP A95.17 with New Enterprise Stone and Lime Co, Inc., for a decrease of \$69,114.36 to balance items to actual work completed and changes for pavement markings and patching; for a final contract value of \$18,538,529.89 and final amount due to the contractor of \$514,153.18.

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



PSPC ITEM

Motion-That the award of services and authorize the negotiation and execution of an agreement with the selected two firms for T00103/T00104, open-end traffic engineering design services:

- A. Morton Thomas-AWARDED
- Pennoni Associates, Inc.-AWARDED
- Drive Engineering Corp.
- Whitman, Requardt & Assoc., LLP

-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 a telephone meeting on Tuesday, November 6, 2018 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:14 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