

MINUTES OF THE COMMISSION MEETING HELD NOVEMBER 7, 2017

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 11:17 a.m. on November 7, 2017 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Barry Drew, Secretary Treasurer and John Wozniak, Commissioner. Available via telephone were Leslie Richards, Chair; William K. Lieberman, Vice Chair and Pasquale T. Deon, Sr., Commissioner.

Also in attendance for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Chief Engineer, Michael Baker, Inc.; Carl E. DeFebo, Jr., Director of Public Relations & Marketing; Nikolaus Grieshaber, Chief Financial Officer; Bradley J. Heigel, P.E., Chief Engineer; Jeffrey L. Hess, Assistant Director of Toll Collection-Fares; 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 External Affairs; Robert Taylor, Chief Technology Officer and Ann Louise Edmunds, Assistant Secretary Treasurer.

Others present were Jack Christensen, Director of FEMO; Kelly Horvath, Executive Administrative Assistant; Donald S. Klingensmith, P.E., Director of Procurement & Logistics; Gina M. Murray, Engineering Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Michael Schultz-Strategic Planning & Program Manager; Cindy Smith, ETC Customer Service Operations Analyst; Mark Strause, Technician of PC/Lan Systems; Eric Madden, JMT; Jeff Hans, HDR; Paul McNamee, KCI; Jon Perrego WBCM; Chris Messner, GPI; Mahmood Shehata, RKK and Lou Cortalazzi, McCahon.



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 promotion, demotion, reclassifications, terminations, new hires,

vacancies, Complement Report, Summer Employment program, incentive award and Military stipend adjustment.

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 17, 2017 be approved and filed as submitted - were made by Commissioner Drew, seconded by Commissioner Deon, and passed unanimously.



COMMUNICATIONS

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



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



NEW BUSINESS
PAYMENTS

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

- a. Invoice from Travelers Insurance Company, through our broker, Conner Strong & Buckelew, for a total amount of \$1,784,564.00, which represents the annual premium for property and mobile equipment insurance coverage (\$1,774,664.00) and boiler and machinery insurance coverage (\$9,900.00) for the period October 1, 2017 – September 30, 2018;
- b. Chubb Cyber Liability insurance, through our broker, Conner Strong & Buckelew, for a limit of \$5,000,000.00 for each claim, at an annual not-to-exceed premium of \$65,000.00.

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



AGREEMENTS

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

- a. Perpetual Drainage Easement Agreement with Swatara Township for the installation, operation, maintenance and/or repair of pipes and associated structures, and the conveyance of water, over and across Commission owned property at 300 East Park Drive, Swatara Township, Dauphin County;
- b. Amendment to our agreement with Giant Eagle, Inc. for distribution of E-ZPass in its locations, exercising the option to renew the agreement for an additional year;
- c. Amendment to our agreement with PFM Asset Management for arbitrage advisory services, exercising the option to renew the agreement for an additional year, at a not-to-exceed amount of \$100,000.00; and approval to advertise for arbitrage advisory services;
- d. Amendment to our agreement with Conduent State and Local Solutions, Inc. for maintenance and support of the tolling solution on the Findlay Connector, extending the agreement for an additional 6 months; at a not-to-exceed amount of \$193,800.00;
- e. Agreement with Runkles, Inc. for distribution of E-ZPass in its Pennsylvania locations;
- f. Amendment to our agreement with Red House Communications for marketing services, for an additional \$100,000.00 to support the efforts for the remaining fourteen months of the contract; for a revised not-to-exceed amount of \$400,000.00;
- g. Memorandum of Understanding with the PA Department of Health (PADOH), for the Commission to provide temporary space for up to 25 PADOH employees at the Central Office Building during PADOH’s Continuity of Operations Plan activation;

- h. Settlement Agreement and Release with Outfront Media for back rent owed to the Commission for a billboard located on Commission owned surplus property;
- i. Agreement with Cecil Township to document the obligations of both parties for the Commission's improvement of several existing roadways that will be turned back to the Township after construction as part of the Southern Beltway, US 22 to I-79 project;
- j. Settlement Agreement and Release with Patricia Lovelace, and authorize issuance of the workers' compensation settlement payment;
- k. Agreement with First Pennsylvania Resources, LLC to supply the necessary stream and wetland mitigation credits for the wetland and stream impacts (as required by State and Federal agencies) for the total reconstruction project from MP 28.00 to MP 31.00; at a not-to-exceed amount of \$165,000.00;
- l. Settlement Agreement and related documents with Dick Harris & Son Trucking Co., Inc.;
- m. Reimbursement Agreement with Peoples Natural Gas (PNG) to reimburse PNG the cost for the required engineering and utility work necessary for construction of the Southern Beltway, Section 55-C1-2; at a not-to-exceed amount of \$762,500.00;
- n. Two (2) Reimbursement Agreements with West Penn Power Company (WPPC) to reimburse WPPC the cost for the required engineering and utility work necessary for construction of the Southern Beltway, Section 55-C1-2; at a combined not-to-exceed amount of \$285,000.00.

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



RIGHT-OF-WAY REQUESTS

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

- a. Acquisition of Right-of-Way #14079-RK (Wilma L. Elicker & Charles G. Elicker), a total take parcel necessary for the total reconstruction project from MP 49.00 to MP 53.00 by authorizing payment of \$150,657.77 representing fair market value, pro-rated taxes, housing supplement and closing costs to ARROW Land 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 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 is contingent upon the delivery of a deed as prepared by the Legal Department;

- b. Acquisition of Right-of-Way #14083-RE (Lisa Lynn Sowers), a partial take parcel necessary for the total reconstruction project from MP 53.00 to MP 57.00 by authorizing payment of \$500.00 representing fair market value to Lisa Lynn Sowers; authorize the appropriate Commission officials to execute the Temporary Construction Easement and other documents as may be required; 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 the Temporary Construction Easement as approved by the Legal Department;
- c. Acquisition of Right-of-Way #14081-RF (Christine S. Monteith), a partial take parcel necessary for the total reconstruction project from MP 53.00 to MP 57.00 by authorizing payment of \$581.95 representing fair market value and pro-rated taxes to Christine S. Monteith; 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 her delivery of a deed prepared by the Legal Department;
- d. Acquisition of Right-of-Way #14083-RC (Jan A. Mikolaczyk and Nancy Varrato), a partial take parcel necessary for the total reconstruction project from MP 53.00 to MP 57.00 by authorizing payment of \$1,412.00 representing fair market value and pro-rated taxes to Nancy Varrato; 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 their delivery of a deed prepared by the Legal Department;
- e. Acquisition of Right-of-Way #14116 (Michael A. Ciaffoni; Pete J. Ciaffoni, Jr.; Elaine F. McVicker; John Kenneth Ciaffoni; Maribeth Miller; and Theresa LaFuente), a partial take parcel necessary for construction of the Southern Beltway, US 22 to I-79, by authorizing payment of \$201,045.80 representing fair market value and pro-rated taxes to Coon & 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; and payment of fair market value to the property owners is contingent upon their execution and delivery of a deed as prepared by the Legal Department;
- f. Acquisition of Right-of-Way #14117 (Helen Kelly, a/k/a Helen C. Kelly; Michael A. Ciaffoni; Pete J. Ciaffoni, Jr.; Elaine F. McVicker; John Kenneth Ciaffoni; Maribeth Miller; George L. Kelly, a/k/a George M. Kelly; and Theresa LaFuente), a partial take parcel necessary for construction of the Southern Beltway, US 22 to I-79, by authorizing payment of \$525,881.26 representing fair market value and pro-rated taxes to Coon & 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; and payment of fair market value to the property owners is contingent upon their execution and delivery of a deed as prepared by the Legal Department;

- g. Acquisition of Right-of-Way #6022-A (Milford Road Associates, L.P.), a partial take parcel necessary for the total reconstruction project from MP 308.00 to MP 312.00 by authorizing payment of \$6,902.00 representing fair market value and pro-rated taxes to Milford Road Associates, L.P.; 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;
- h. Adopt the proposed Property Acquisition Resolution for Right-of-Way #14120-A (MDJST, LLC), a partial take parcel necessary for construction of the Southern Beltway, US 22 to I-79; authorize the payment \$9,700.00 representing Estimated Just Compensation to counsel named at a later date; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel.

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



ADVERTISING

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

- a. Engineering firm to perform storage tank/environmental related service systemwide;
- b. Cell tower lease consultant to assist in evaluating the cell tower program to maximize the market competitiveness and future leasing opportunities;
- c. Contract S-006.00X002-3-12 for construction of the Southern Beltway, SR 576, Section 55C1-2 between MP S16.04 and MP S17.97;
- d. Engineering/construction management firm to perform open-end construction management and construction inspection services between MP 0.00 and MP 247.00, I-376, Turnpike 576, Turnpike 66 and Turnpike 43.

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



PURCHASE ORDERS

Motion-That the Commission approves the Issuance of Purchase Orders for the items listed in memos "a" through "d":

- a. Two (2) SS250 melters, utilizing the Commonwealth's contract with Crafcoc, Inc.; at a total award of \$100,288.80;

- b. Quakertown lighting replacement project, utilizing the Commonwealth's contract with Schaedler Yesco Distribution Inc.; at a total award of \$117,950.04;
- c. Fourteen (14) Chevrolet Equinox SUV's, utilizing the Commonwealth's contract with Hertrich Fleet Services, Inc.; at a total award of \$302,484.00;
- d. HVAC controls maintenance for Districts 3, 4 & 5, utilizing the Commonwealth's contract with Automated Logic Contracting Services, Inc.; at a total award of \$311,441.00.

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



AWARD OF A CONTRACT

Motion-That the Commission approves the Award of Contract #T-355.00P001-3-18 for the Route 13 connector for the I-95/I-276 Interchange, to the lowest responsive and responsible bidder, James D. Morrissey, Inc.; at a not-to-exceed amount of \$17,993,117.52 and a contingency of \$800,000.00 -was made by Commissioner Drew, seconded by Commissioner Deon, and passed unanimously.



CHANGE ORDERS AND FINAL PAYMENT

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

- a. Change Order #1 for Contract #T-013.21S001-3-08 for the replacement of Bridge WB-206 at MP 12.58 with Allison Park Contractors, Inc.; for an increase of \$22,750.00 for demolition of a Commission purchased property associated with the future Beaver River Bridge and a 55-day time extension; for a revised not-to-exceed amount of \$8,956,723.64;
- b. Change Order #2 and Final Payment for Contract #T-333.59F001-3-03 for plumbing work at the Plymouth Meeting maintenance facility with Guy M. Cooper, Inc., for an additional \$89,322.26 for rock excavation, revision to the clean agent system, vent piping, salt brine/calcium chloride equipment, parts washer station, gas lines, insulation of condensate piping and fire sprinkler repair; for a final contract value of \$1,239,322.26 and final amount due to the contractor of \$146,822.26;
- c. Change Order #12 for Contract #A-020.00T002-3-05 for roadway and bridge reconstruction from MP A20.31 to MP A25.67 with Walsh Construction, for an additional \$630,051.69 to balance items to work completed, excavation, impact attenuator repairs, topsoil furnished and placed, seeding and soil supplements, mulching, E&S control, drilled caissons, M&P of railroad traffic, insurance, partnering, undercutting, material disposal, driveway repairs, sawcutting, drainage, emergency pull-off elimination, reflector replacement, local road repairs under mainline bridge, barrier removal, conduit and loop detector installations; for a revised not-to-exceed amount of \$163,917,921.28;

- d. Change Order #1 for Contract #A-120.68S001-3-02 for the replacement of Bridge NB-709 at MP A120.68 with Nyleve Bridge Corp., for an increase of \$29,449.81 for undercutting, replacement of existing power supply pole, premium pay due to utility delays needed to complete critical work items and drainage and a 28-day time extension due to delays in utility relocations; for a revised not-to-exceed amount of \$5,392,208.59.

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



SUPPLEMENTS

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

- a. Supplemental Agreement #2 for storage tank management services with GAI Consultants, for an additional \$250,000.00 to complete site characterization/soil and groundwater remediation required at the Homewood maintenance facility; for a revised not-to-exceed amount of \$2,500,000.00;
- b. Supplemental Agreement #1 for design services for Mon/Fayette Expressway, Rt. 51 to I-376, Section 53A with CDI-Infrastructure, Inc., for an additional \$10,000,000.00 for final design, post design construction consultation and shop drawing review; for a revised not-to-exceed amount of \$18,000,000.00;
- c. Supplemental Agreement #1 for design services for Mon/Fayette Expressway, Rt. 51 to I-376, Section 53B with Pennoni Associates, Inc., for an additional \$17,300,000.00 for final design, post design construction consultation and shop drawing review; for a revised not-to-exceed amount of \$26,300,000.00;
- d. Supplemental Agreement #1 for design services for Mon/Fayette Expressway, Rt. 51 to I-376, Section 53C with The EADS Group, Inc., for an additional \$6,500,000.00 to complete final design, post design construction consultation and shop drawing review; for a revised not-to-exceed amount of \$15,500,000.00.

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



SIGNATURE AUTHORITY

Motion-That the Commission grants signature authority for the items listed in memos "a" and "b":

- a. Chief Compliance Officer the authority to file and execute Private Criminal Complaints, on behalf of the Commission;

- b. Chief Counsel the authority to execute various procedural documents required for litigation or claim proceedings, such as Non-Disclosure Agreements, Confidentiality Agreements, Joint Defense Agreements, Stipulations and other similar documents.

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



PSPC AWARDS

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. T00058, open-end traffic and revenue services systemwide:

- CDM Smith, Inc.-AWARDED

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

- b. T00070, design services for cashless tolling in-place conversion of existing toll plaza facilities:

- Pennoni Associates-Incorporated-AWARDED
- Gannett Fleming, Inc.
- Whitney, Bailey, Cox & Magnani, LLC

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

- c. RFP #7782, mobile cashless tolling solution (**REMOVED FROM THE AGENDA**).



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, November 21, 2017 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:28 a.m. -was made by Commissioner Richards, seconded by Commissioner Deon, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

Barry Drew
Secretary Treasurer