

MINUTES OF THE COMMISSION MEETING HELD NOVEMBER 19, 2013

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:57 a.m. November 17, 2013 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were William K. Lieberman, Chairman; A. Michael Pratt, Esquire, Vice Chairman; Pasquale T. Deon, Sr., Secretary Treasurer; Sean Logan, Commissioner and Barry J. Schoch, P.E., Secretary of Transportation.

Others present for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Larry Bankert, Chief Engineer Michael Baker Jr., Inc.; Robert F. Brady, Director of Operations/Projects-East; William J. Capone, Chief of Communications and Public Relations; Scott D. Fairholm, Chief Information Officer; Todd S. Garrison, Director of Maintenance; David Gentile, Chief Compliance Officer; 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; Myneca Y. Ojo, Director of Diversity and Inclusion; Stacey Ritter, Director of Government Affairs and Ann Louise Edmunds, Assistant Secretary Treasurer.

Others in attendance were Jack Christensen, Director of FEMO; Carl Defebo, Jr., Director of Public Relations & Marketing; Richard S. Dipiero, Senior Fare Collection Operations Manager; Richard C. Dreher, Assistant CFO; Donald S. Klingensmith, P.E., Director of Contracts Administration; Donna Lapano, Executive Office Assistant; Gina M. Murray, Engineering Contracts Supervisor; Jeffrey A. Naugle, Manager of Treasury Operations; Robert H. Rosell, Technician of PC/LAN Systems; Patricia F. Schlegel, Director of Human Relations; Alan Williamson, Senior Engineer Project Manager; Kristi Reichard, Raudenbush Engineering; Paul McNamee, KCI Technologies; Richard Welsh, Wells Fargo; Steve Barber, Michael Baker, Jr., Inc.; Martin Malone, P. Joseph Lehman, Inc.; David Williams, Michael Baker, Jr., Inc.; Cindy Bartus, Michael Baker, Jr., Inc.; Scott Shimok, Borton Lawson; Kurt Brungard, Larson Design Group; Tim Fahrney, Erdman Anthony and Blair Stocker, Hatch Mott MacDonald.

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Ms. Edmunds led the Commissioners and staff in the Pledge of Allegiance.

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The Assistant Secretary Treasurer, Ann Louise Edmunds, called the roll and declared a quorum available.

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SUNSHINE ANNOUNCEMENT

MS. EDMUNDS: THE COMMISSIONERS MET IN EXECUTIVE SESSION PRIOR TO TODAY'S FORMAL AGENDA SESSION TO CONSIDER MATTERS OF PERSONNEL, WHICH INCLUDED TERMINATIONS, PROMOTIONS, RECLASSIFICATIONS, NEW HIRES, VACANCIES AND REQUESTS TO ABOLISH; TO CREATE; TO POST AND FILL; AND TO CREATE AND FILL POSITIONS IN THE EASTERN REGIONAL OFFICE AND THE ENGINEERING, MAINTENANCE, HUMAN RELATIONS AND LEGAL DEPARTMENTS.

THE COMMISSIONERS ALSO DISCUSSED DOCKET NO. 2001-4104 (SMC) 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

MS. EDMUNDS: 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. THE FOLLOWING WERE VISTORS TO THE MEETING: KRISTI REICHARD, RAUDENBUSH ENGINEERING; PAUL MCNAMEE, KCI TECHNOLOGIES; RICHARD WELSH, WELLS FARGO; STEVE BARBER, MICHAEL BAKER, JR., INC.; MARTIN MALONE, P. JOSEPH LEHMAN, INC.; DAVID WILLIAMS, MICHAEL BAKER, JR., INC.; CINDY BARTUS; MICHAEL BAKER, JR., INC.; SCOTT SHIMOK, BORTON LAWSON; KURT BRUNGARD, LARSON DESIGN GROUP; TIM FAHRNEY, ERDMAN ANTHONY AND BLAIR STOCKER, HATCH MOTT MACDONALD.

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MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held November 5, 2013 be approved and filed as submitted-was made by Commissioner Deon, seconded by Commissioner Pratt, and passed unanimously.

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COMMUNICATIONS

Motion-That the Commission accepts and files the memos received from the Chief Counsel and the Manager of Strategic Sourcing and Asset Management -was made by Commissioner Pratt, 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 Deon, seconded by Commissioner Logan, and passed unanimously.

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NEW BUSINESS

IAG ANNUAL ASSESSMENT

Motion-That the Commission approves payment of the 2014 E-ZPass Interagency Group's annual assessment for our participation in the E-ZPass Interagency Group, in the amount of \$70,000.00-was made by Commissioner Deon, seconded by Commissioner Pratt, and passed unanimously.

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AGREEMENTS

Motion-That the Commission approves the Agreement and a Work Order for the items listed in memos "a" and "b":

- a. Agreement with Lenzi Service Station for authorized service provider coverage from MP M28.00 to MP M39.00; and an agreement with CT Auto Recyclers for authorized service provider coverage from MP M39.10 to MP M54.00;
- b. Work Order #32 with Transcore to integrate and install a weigh in motion classification system, violation enforcement system and electronic toll collection equipment for eight lane four ramp Diamond Interchange Open Road Toll solution at the new SR 903 All-Electronic Interchange; at a not-to-exceed amount of \$4,580,767.00.

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

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RIGHT-OF-WAY REQUEST

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

- a. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #14217-I1 (*Kinder Morgan Energy Partners, L.P. successor in Interest to Buckeye Refining Company, LLC*), a partial take parcel necessary for the total reconstruction project from MP 40.00 to MP 48.00; authorize payment of Estimate Just Compensation in the amount of \$58,000.00 to Babst Calland, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administration and approved by the Chief Counsel;
- b. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #14216-A1 (*Miller Family Holdings, L.P.*), a partial take parcel necessary for the total reconstruction project from MP 40.00 to MP 48.00; authorize payment of Estimate Just Compensation in the amount of \$10,100.00 to Babst Calland, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administration and approved by the Chief Counsel;

- c. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #14217-P (*Timothy J. and Mary Jo Schmitt*), a partial take parcel necessary for the total reconstruction project from MP 40.00 to MP 48.00; authorize payment of Estimate Just Compensation in the amount of \$36,900.00 to Babst Calland, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administration and approved by the Chief Counsel;
- d. Adopt the Proposed Property Acquisition Resolution 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; authorize payment of Estimate Just Compensation in the amount of \$149,000.00 to Babst Calland, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administration and approved by the Chief Counsel;
- e. Acquisition of Right-of-Way #2114-B (*Patricia J. Hockenberry*), 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 \$50,057.16 to David J. Puzak, Esq., escrow agent; authorize payment of housing supplement and closing costs of \$59,852.75 to Patricia J. Hockenberry; authorizing 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 Parcel 4 (*Murray A. Talenfeld Residuary Trust, Elizabeth G. and Gregory D. Talenfeld, Successor Trustees*), necessary for the roadway project from MP 28.00 to MP 31.00, by authorizing payment fair market value in the amount of \$1,300.00 to the Murray A. Talenfeld Residuary Trust; authorize the appropriate Commission officials to execute the required settlement documents; authorize 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 an executed temporary construction easement as prepared by the Legal Department;
- g. Acquisition of Right-of-Way #1031-R19 (*Thomas D. McClintock*), a total take parcel necessary for the replacement of SR 601 Bridge at MP 110.12, by authorizing payment of fair market value and recording fees of \$75,094.00 to David J. Puzak, Esquire, 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;
- h. Acquisition of Right-of-Way #1031-R21 (*Thomas D. McClintock and Tricia Gizienski*), a total take parcel necessary for the replacement of SR 601 Bridge at MP 110.12, by authorizing payment of fair market value and recording fees of \$2,125,094.00 to David J. Puzak, Esquire, 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.

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

ADVERTISING

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

- a. Two (2) engineering firms to perform open-end design engineering related services systemwide;
- b. Two (2) open-end drilling contracts for drilling services systemwide;
- c. Engineering or materials inspection firm to perform open-end materials inspection from MP 200.00 to MP 358.00 and the Northeast Extension;
- d. Administration of the Project Collaboration Systems.

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

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AWARD OF A BID AND ISSUANCE OF A PURCHASE ORDER

Motion-That the Commission approves the Award of a Bid and the Issuance of a Purchase Order for a Stop Loss Insurance provider, to the lowest responsive and responsible bidder, Avalon Insurance Co./Capital Blue Cross; at a total award of \$519,001.01;

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

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AWARD OF A CONTRACT

Motion-That the Commission approves the Award of Contract #A-031.00T001-3-03 for the replacement of Bridge NB-177 at MP A37.44, to the lowest responsive and responsible bidder, Road-Con, Inc.; at a not-to-exceed amount of \$5,918,803.70 and a contingency of \$250,000.00;

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

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SUPPLEMENTAL AGREEMENT

Motion-That the Commission approves negotiation and execution of Supplemental Agreement #1 with BAE Systems, Inc. for open-end aerial mapping, for an additional \$300,000.00 to complete aerial mapping services in support of several Capital Plan projects;

-was made by Commissioner Logan, 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 Change Order/Final Payment for the items listed in memos “a-e, g & h”:

- a. Change Order #2 and Final Payment for Contract #T-014.96S001-3-02 with Hercules Painting Company, Inc. for the rehabilitation of five bridges between MP 14.96 and MP 19.67, for an additional \$9,738.45 to balance items to actual work completed, repairs to the concrete curb and

concrete deck, and modification to expansion joints on Bridge WB-218 to accommodate a bituminous overlay; for a final contract value of \$2,349,573.34 and a final amount due to the contractor of \$149,418.98;

- b. Change Order #1 for Contract #T-263.00R001-3-02 with Handwerk Site Contractors for bituminous resurfacing between MP 262.99 and MP 268.35, for an additional \$7,604.80 for changes to the shoulder sealing, epoxy paint pavement marking items and a 5-day time extension due to the accident that closed I-81 which didn't allow lane closures on the Turnpike;
- c. Change Order #1 and Final Payment for Contract #T-129.00T001-3-03 with New Enterprise Stone and Lime Company for the replacement of Bridge B-488 at MP 132.54, for a decrease of \$58,675.86 to balance items to actual work completed, changes for drainage, Hurricane Sandy MPT costs, costs to repair detour road due to increased traffic, mock up and painting of bridge substructure and seeding/mulching; for a final contract value of \$2,669,722.24 and a final amount due to the contractor of \$152,009.43;
- d. Change Order #4 and Final Payment for Contract #T-299.00R001-3-02 with Reading Site Contractors for bituminous resurfacing between MP 299.30 and MP 306.38, for a decrease of \$813,287.52 to balance items to actual work completed; for a final contract value of \$10,174,441.15 and a final amount due to the contractor of \$398,840.99;
- e. Change Order #1 and Final Payment for Contract #T-355.00P001-3-04 with Flyway Excavating, Inc. for the I-95 wetland mitigation, for a decrease of \$6,520.84 to balance items to actual work completed and stream modifications needed as directed by the Army Corps of Engineers; for a final contract value of \$331,509.16 and a final amount due to the contractor of \$12,790.54;
- g. Change Order #1 for Contract #EN-00118-03-04 with Road-Con, Inc. for roadway and miscellaneous repairs between MP A20.00 and MP A130.30, for an additional \$1,200,000.00 for additional work authorizations necessary to complete repairs to deteriorated roadway areas, additional milling, paving, patching, ramp resurfacing and pavement base drain;
- h. Change Order #3 and Final Payment for Contract T-063.06S001-3-02 with Plum Contracting, Inc. for the replacement of Bridge WB-506 at MP 63.06, for a decrease of \$152,577.96 to balance items to actual work completed and additional changes were necessary for the bridge diaphragm retrofitting and fencing; for a final contract value of \$6,051,986.36 and a final amount due to the contractor of \$365,492.18.

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

Motion-That the Commission approves the Change Order for the items listed in memos "f":

- f. Change Order #7 for Contract #A-020.00T002-3-05 with Walsh Construction for roadway and bridge reconstruction from MP A20.31 to MP A25.67, for an additional \$1,618,617.89 to balance items to actual work completed, additional costs for SEPTA access, drainage, electrical work, design standards changes for retaining walls, seeding, repair to the Dynamic Message Sign at MP 323.00 EB, partnering expenses and Hurricane Irene repairs;

-was made by Commissioner Schoch, seconded by Commission Logan; Commissioner's Pratt and Deon abstained.

VICE CHAIRMAN PRATT: MR. CHAIRMAN, I ABSTAIN ON THIS ITEM BECAUSE WALSH CONSTRUCTION MAY BE OR MAY HAVE BEEN A CLIENT OF MY FIRM.

SECRETARY TREASURER DEON: I ABSTAIN ON THIS ITEM BECAUSE I SERVE ON BOTH THE PENNSYLVANIA TURNPIKE COMMISSION AND BOARD OF SEPTA.

The motion passed.

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POLICY LETTER

REMOVED FROM THE AGENDA- Approve the revisions to Policy Letter 3.10, Code of Conduct, to expand the policy to create a more comprehensive Code of Conduct for Commission employees.

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PSPC AWARD

Motion-That the Commission approves the award of service and authorize the negotiation and execution of an agreement with the selected firm for Ref #2-094, Design services for the replacement of Bridge B-502 at MP 110.12:

1. P. Joseph Lehman, Inc.–AWARDED
2. L. Robert Kimball
3. The EADS Group, Inc.

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

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ITEM ADDED TO THE AGENDA

LEASE AGREEMENT

Motion-That the Commission approves the negotiation and execution of an Amendment to our lease agreement with HMSHost to modify certain terms and conditions as negotiated by the parties;

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

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NEXT COMMISSION MEETING

Ms. Edmunds: The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting held on Tuesday, December 3, 2013 beginning at 10:00 am.

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ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned was made at 12:08 p.m. -made by Commissioner Lieberman, seconded by Commissioner Deon, and passed unanimously.

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PREPARED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

APPROVED BY:

Pasquale T. Deon, Sr.
Secretary Treasurer

ATTACHMENT NUMBER 1

**COMMUNICATIONS: MEMOS RECEIVED FROM THE CHIEF COUNSEL AND
THE MANAGER OF STRATEGIC SOURCING AND ASSET MANAGEMENT**