

MINUTES OF THE COMMISSION MEETING HELD DECEMBER 4, 2018

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 10:19 a.m. on December 4, 2018 at the Central Office located in Highspire, Pennsylvania. Present for the meeting was John Wozniak, Commissioner. Available via telephone were Leslie S. Richards, Chair; William K. Lieberman, Vice Chair; Barry Drew, Secretary Treasurer 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, 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; 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 Susan Carson-Casoni, Cash Manager; 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; Cindy Smith, ETC Customer Service Operations Analyst; Paul McNamee, KCI; Mike Gross, Wallace Montgomery; Ronald Spacht, Cherry Weber; Steve Barber, Michael Baker Int'l; H.D. Cessna, Michael Baker Int'l; 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 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, reclassification, new hires, terminations and vacancies.

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 November 20, 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 memo received from the Chief Counsel -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

PAYMENT

Motion-That the Commission approves payment of the PA Department of Labor and Industry invoice for the 2018 Notice of Assessment from the Bureau of Workers' Compensation, in the amount of \$60,542.00, for the Workers' Compensation Administration Fund-was made by Commissioner Wozniak, seconded by Commissioner Deon, and approved unanimously.



AGREEMENTS

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

- a. Reimbursement Agreement with Metropolitan Edison Company (Met-Ed), to reimburse Met-Ed the cost for the engineering and utility relocation work necessary for the auxiliary truck parking project at the Lawn Service Plaza; at a not-to-exceed amount of \$35,454.81;
- b. Settlement Agreement and Release for Docket No 2:15-CV-6501, and approve the settled amount;
- c. Agreements for open-end drilling contracts to the lowest responsive and responsible bidders, at a not-to-exceed amount of \$900,000.00 each or a term of 3-years, whichever occurs first:
 - Terracon Consultants, Inc. – MP 0.00 to MP 247.30, the Amos K. Hutchison Bypass, Beaver Valley Expressway, Mon/Fayette Expressway and the Southern Beltway;
 - Navarro & Wright Consulting Engineers, Inc.-MP 247.30 through the Delaware River Bridge and the Northeast Extension.

-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 "f":

- a. Settlement of Right-of-Way #6514-A (Michael S. & Clare Harris), a total take parcel necessary for the total reconstruction from MP A31.00 to MP A38.00 by authorizing payment of \$75,000.00 representing balance due of the Board of View Award to Michael S. & Clare Harris; and authorize payment of statutory delay damages as calculated by counsel and approved by the Chief Counsel;
- b. Acquisition of Right-of-Way #14S228-1 (Joseph Ioli, Inc.; Lori Johnston), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$19,320.00 representing down payment supplement to Lori Johnston; authorize the appropriate Commission officials to execute all required documents; 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 down payment supplement is contingent upon the receipt of the executed Agreement of Sale for the replacement dwelling;
- c. Acquisition of Right-of-Way #14S056 (Christine Koett), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$69,972.02 representing fair market value, pro-rated taxes, recording fees, housing supplement and closing costs to ARROW Land Solutions 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 her delivery of a deed as prepared by the Legal Department;

- d. Acquisition of Right-of-Way #14S015 (Pamela R. Amicarella, f/k/a Pamela L. Roudenbush), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$131,785.47 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 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 as prepared by the Legal Department;
- e. Acquisition of Right-of-Way #14S406-1 (Joseph Ioli, Inc., Matthew & Carol Vellky), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$12,978.00 representing down payment supplement; authorize the appropriate Commission officials to execute all required documents; 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 down payment supplement is contingent upon the receipt of the executed Agreement of Sale for the replacement dwelling;
- f. Acquisition of Right-of-Way #7247 (Univest Corp. of PA), a partial take parcel necessary for the ITS DMS installation from MP A20.00 to MP A131.00 by authorizing payment of \$3,211.10 representing fair market value and pro-rated taxes to Univest Corporation of Pennsylvania; 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 a 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 Wozniak, seconded by Commissioner Deon, and passed unanimously.



ADVERTISING

Motion-That the Commission advertising for the items listed in memos "a" and "b":

- a. Three (3) engineering firms to perform engineering design related services;
- b. Two (2) open-end sinkhole repair contracts.

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



BOND CONVERSION

Motion-That the Commission approves authorizing the conversion of the Pennsylvania Turnpike Commission's Registration Fee Revenue Refunding Bonds, Series B of 2005, Series C of 2005 and Series D of 2005 from a Libor based calculation to a SIFMA based calculation while such bonds are in an index rate mode, and upon such conversion, the remarketing of the Registration Fee Revenue Refunding Bonds, Series B of 2005, Series C of 2005 and Series D of 2005 to the direct purchaser; authorizing the execution, delivery and distribution of the following for the Registration Fee Revenue Refunding Bonds, Series B of 2005, Series C of 2005 and Series D of 2005: (1) an amendment to the existing trust indenture, (2) a bond purchase agreement, (3) an amendment to the existing continuing disclosure agreement, (4) amendments to the existing interest rate swaps and/or entering into new interest rate swaps and (5) any other necessary or appropriate documents or certificates; appointing and providing for the appointment of bond counsel-Squire Patton Boggs, financial advisor, swap advisor and other professionals including J.P. Morgan, McGuire Woods and US Bank; and the taking of any and all such other action as may be required or as may be deemed appropriate to carry out and consummate the transaction as contemplated by this Resolution or the supplemental trust indenture; and a declaration that this Resolution shall be liberally construed-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



AWARD OF CONTRACTS

Motion-That the Commission approves the Award of Contracts for the items listed in memos "a" and "b":

- a. Contract #T-102.00R002-3-02 for bituminous resurfacing between MP 101.70 and MP 108.95, to the lowest responsive and responsible bidder, New Enterprise Stone & Lime Co., Inc.; at a not-to-exceed amount of \$10,899,867.59 and a contingency of \$500,000.00;
- b. Contract #T-053.00T001-3-03 for the replacement of Bridge WB-454 at MP 53.66, to the lowest responsive and responsible bidder, Mosites Construction Company; at a not-to-exceed amount of \$7,224,422.00 and a contingency of \$300,000.00.

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



CHANGE ORDERS & FINAL PAYMENTS

Motion-That the Commission approves the Change Orders for the items listed in memos "a" and "b":

- a. Change Order #1 for Contract #T-210.00R001-3-02 for bituminous resurfacing between MP 210.92 and MP 215.14 with New Enterprise Stone & Lime Co., Inc., for a 13-day time extension to complete the stone matrix asphalt paving due to abnormally wet weather;
- b. Change Order #12 for Contract #S-006.00X002-3-08 for construction of the Southern Beltway, Section 55B from MP S11.17 to MP S14.31 with Joseph B. Fay Co., for an increase of \$389,115.40 for base course, trench and backfill, excavation, drainage items, guiderail, concrete barrier,

trenching, electrical items and concrete paving; for a revised not-to-exceed amount of \$96,994,056.15;

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

Motion-That the Commission approves the Change Order and Final Payment for the item listed in memo "c":

- c. Change Order #8 and Final Payment for Contract #A-068.53S002-3-02 for design/build for the replacement of Bridge NB-391 at MP A68.53 with Trumbull Corporation, for a decrease of \$598,041.79 to balance items to actual work completed, changes for crack sealing, asphalt mix credit, pot hole repair, paving joints, line painting, 1/10 mile marker signs, guiderail repair, swale repair and rebates for asphalt, diesel fuel and steel price adjustments; for a final contract value of \$34,376,708.70-was made by Commissioner Wozniak, seconded by Commissioner Deon; Commissioner Lieberman abstained.

VICE CHAIR LIEBERMAN: I abstain on this item because Trumbull Corporation is a client of my firm.



TOLL INCREASE

Motion-That the Commission approves increases to the rates for E-ZPass Class 1 and 2 vehicles, effective January 6, 2019, as follows:

- V-toll rate to \$10.00 (from \$5.00);
- Orphan exit toll rates to \$10.00 (from \$5.00); and
- Unauthorized U-turn toll rate to \$10.00 (from \$5.00)

-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 Monday, December 17, 2018 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 10:29 a.m. -was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.

