

**PENNSYLVANIA TURNPIKE COMMISSION**

**HIGHSPIRE, PENNSYLVANIA**

**FORMAL MEETING**

**DECEMBER 7, 2010**

**10:00 A.M.**

**A G E N D A**

- A. Roll Call  
Sunshine Announcement  
Public Participation**
  
- B. Minutes-November 16, 2010**
  
- C. Communications-  
Memo received from the Chief Counsel  
Memo received from the Director of Fare Collection**
  
- D. Personnel**
  
- E. Unfinished Business**

NEW BUSINESS

1. **Adopt the Resolution ratifying the reinvestments, liquidations and purchases of securities with available cash, as described in the memo from the Assistant Chief Financial Officer dated November 24, 2010.**
  
2. **Approve the negotiation and execution of the Amendments, Agreements, a Supplemental Agreement and a Lease for the items listed in memos “a” through “g”:**
  - a. **Amendment to our agreements with Emergency Response Spill contractors to ensure the contractors will respond immediately to an incident and be permitted to remove the contained spill, clean-up and disposal materials; and reimburse the contractors for the costs they cannot recoup from the responsible party;**
  
  - b. **Assignment Agreement with DMJM+Harris, Inc. to assign all active contracts to AECOM Technical Services, Inc. (DMJM+Harris’s parent company) due to integrating their North American operations;**
  
  - c. **Supplemental agreement with Norfolk Southern Railroad for railroad protective services, temporary grade crossing construction and removal to accommodate the construction of Bridge MF-202A at MP M26.92; for an additional \$589,500.00, increasing the not-to-exceed amount to \$1,147,500.00;**
  
  - d. **Amendment to our agreement with CompServices, Inc. for Third Party Administrator; to exercise our option to extend the contract until June 30, 2011 or until a revised RFP has been completed and the contract has been awarded;**
  
  - e. **Lease Agreement with Nextel Communications to permit them to lease space and construct antennas and other related infrastructure on the Commission’s New Thompson Run Radio Tower; Nextel Communications will pay the Commission the initial tower lease rate of \$16,200.00 for the first year, with 3% increases every year after that; the term of the lease will be for a period of ten (10) years, plus three (3) 5-year mutual renewal options;**
  
  - f. **Amendment to our agreement with Henkels and McCoy’s for infrastructure cabling, to provide wireless network services to the Engineering trailers at the Everett District 2 Fares Warehouse; for an additional \$3,898.68, increasing the not-to-exceed amount to \$86,587.51;**
  
  - g. **Assignment Agreement with L. Robert Kimball & Associates, Inc. to assign all active contracts to CDI-Infrastructure, LLC d/b/a L.R. Kimball due to CDI-Infrastructure’s acquisition of L. Robert Kimball & Associates.**

NEW BUSINESS

3. **Approve the Right-of-Way Requests for the items listed in memos “a” and “b”:**
  - a. **Authorize settlement of Right-of-Way #6441-B, a partial take parcel, necessary for the total reconstruction project from MP A20.00 to MP A30.00, by issuing payment in the amount of \$8,900.00 payable to Steven & Lee, P.C., Escrow Agent; representing the balance due; authorize the Commission officials to execute any required settlement documents; authorize the payment of statutory damages as calculated by the Legal Department and approved by the Chief Executive Officer; and payment of settlement funds to the property owner is contingent upon its execution of a full and final satisfaction and release;**
  - b. **Authorize the acquisition of Right-of-Way #8995-R30, a partial take parcel, necessary for the Rt. 903 Slip Ramp project, by issuing payment in the amount of \$80,300.00 payable to Consumers Land Abstract, Inc., Escrow Agent, representing fair market value; authorize the appropriate Commission officials to execute the agreement of sale; authorize the payment of additional statutory damages as calculated by the Legal Department and approved by the Chief Executive Officer; and payment of the fair market value to the property owners is contingent upon their delivery of a deed prepared by the Legal Department.**
  
4. **Approve the Award of Contracts for the items listed in memos “a” through “d”:**
  - a. **Contract #T-215.00T001-3-04 for roadway and bridge reconstruction from MP 215.29 to MP 220.30, to the lowest responsive and responsible bidder, Hempt Bros., Inc.; at a total award of \$50,977,247.43 and a contingency amount of \$2,500,000.00;**
  - b. **Contract #T-319.00T001-3-03 for the replacement of Bridge EB-735 at MP 322.51, to the lowest responsive and responsible bidder, G.A. & F.C. Wagman, Inc.; at a total award of \$4,206,651.46 and a contingency amount of \$250,000.00;**
  - c. **Contract #A-078.00R001-3-02 for bituminous resurfacing and median barrier replacement between MP A77.99 and MP A88.52, to the lowest responsive and responsible bidder, Pikes Creek Site Contractors; at a total award of \$14,466,397.00 and a contingency amount of \$500,000.00;**
  - d. **Contract #T-099.00T002-3-02 for the replacement of Bridge B-409 at MP 104.92, to the lowest responsive and responsible bidder, Mosites Construction Company; at a total award of \$3,277,375.95 and a contingency amount of \$150,000.00.**

**NEW BUSINESS**

- 5. Approve the Award of Bids, the Renewal of an Agreement and the Issuance of Purchase Orders for the items listed in memos “a” through “d”:**
- a. Five (5) 2011 Chevrolet Express Cargo Vans (teller vans), utilizing the Commonwealth’s contract with Apple Automotive Group; for a total award of \$136,815.00;**
  - b. Five (5) 2011 Ford Explorers, utilizing the Commonwealth’s contract with Apple Automotive Group; for a total award of \$135,200.00;**
  - c. Delineation road markers and adhesive, exercising our option to renew the agreement for an additional year (December 1, 2010 through November 30, 2011):**

<b>Ennis Paint, Inc.</b>	<b>\$ 75,000.00</b>
<b>Artuk Corporation</b>	<b><u>\$100,000.00</u></b>
<b>Total Renewal</b>	<b><u>\$175,000.00</u></b>
  - d. Diesel motor fuel and heating and emergency generator fuel, to the lowest responsive and responsible bidders:**

<b>Mansfield Oil Company</b>	<b>\$2,080,000.00</b>
<b>Petroleum Traders Corp</b>	<b>525,000.00</b>
<b>Glassmere Fuel Service</b>	<b>45,000.00</b>
<b>Export Fuel Co.</b>	<b>15,000.00</b>
<b>Talley Petroleum</b>	<b>65,000.00</b>
<b>Naughton Energy Corp</b>	<b>55,000.00</b>
<b>Leffler Energy</b>	<b>30,000.00</b>
<b>Bedford Valley Petroleum</b>	<b><u>565,000.00</u></b>
<b>Total Bid:</b>	<b>\$3,380,000.00</b>
<b>Plus 25% contingency</b>	<b><u>845,000.00</u></b>
<b>TOTAL AWARD</b>	<b><u>\$4,225,000.00</u></b>

**ITEMS ADDED TO THE FORMAL AGENDA**

**CHANGE ORDERS AND FINAL PAYMENTS**

- F-6 Approve the Change Orders and Final Payments for the items listed in memos “a” through “d”:**
- a. Change Order #2 and Final Payment for Contract #A-125.00R001-3-02 with Locust Ridge Contractors for bituminous overlay between MP A125.10 and MP A130.61; for a decrease of \$242,509.88, making the final contract value \$5,314,456.84 and the final amount due of \$266,888.54;**
  - b. Change Order #6 and Final Payment for Contract #05-022-RCA8 with Mashuda Corporation for grading and bridge reconstruction from MP 70.41 to MP 72.14; for an increase of \$15,218.22; making the final contract value \$22,609,304.61 and the final amount due of \$467,099.95;**

NEW BUSINESS

- c. **Change Order #1 and Final Payment for Contract #EN-00088-03-12 with New Enterprise Stone and Lime, Inc. for milling and paving between MP 187.31 and MP 187.80; for a decrease of \$37,604.25, making the final contract value \$311,299.75 and the final amount due of \$16,202.68;**
- d. **Change Order #2 and Final Payment for Contract #T-199.00T005-3-02 with Susquehanna Valley Construction Corporation for the replacement of Bridge B-486 at MP 204.25 and the elimination of Bridge B-494 at MP 204.91; for a decrease of \$327,852.97, making the final contract value \$3,565,377.95 and the final amount due of \$104,172.40.**

**BOND RESOLUTIONS**

**F-7 AUTHORIZE THE APPROVAL OF THE ISSUANCE OF THE PENNSYLVANIA TURNPIKE COMMISSION'S SUBORDINATE REVENUE BONDS, INCLUDING BOND ANTICIPATION NOTES AND SPECIAL REVENUE BONDS, IN ONE OR MORE SERIES OR SUB-SERIES, FIXED RATE OR VARIABLE RATE, TAXABLE OR TAX-EXEMPT, IN AN AGGREGATE INITIAL PRINCIPAL AMOUNT NOT TO EXCEED \$300,000,000, TO FINANCE OR REFINANCE THE COSTS OF (A) MAKING LEASE, GRANT OR OTHER PAYMENTS TO THE PENNSYLVANIA DEPARTMENT OF TRANSPORTATION IN ACCORDANCE WITH ACT 44, (B) REFUNDING ANY BOND ANTICIPATION NOTES OR OTHER SHORT-TERM INDEBTEDNESS PREVIOUSLY ISSUED BY THE PENNSYLVANIA TURNPIKE COMMISSION FOR THE FOREGOING PURPOSES, (C) REIMBURSING THE PENNSYLVANIA TURNPIKE COMMISSION FOR PAYMENTS PREVIOUSLY MADE TO THE PENNSYLVANIA DEPARTMENT OF TRANSPORTATION IN ACCORDANCE WITH ACT 44, (D) ANY DEBT SERVICE RESERVE OR SIMILAR FUNDS, CREDIT FACILITY COSTS OR CAPITALIZED INTEREST RELATED TO SUCH BONDS, AND (E) ISSUANCE OF SUCH BONDS; AUTHORIZING THE EXECUTION, DELIVERY AND DISTRIBUTION OF ALL NECESSARY OR APPROPRIATE DOCUMENTS OR CERTIFICATES; AUTHORIZING THE ACQUISITION OF ONE OR MORE CREDIT FACILITIES AND THE EXECUTION AND DELIVERY OF ANY RELATED AGREEMENTS; AUTHORIZING THE TAKING OF FURTHER ACTION; REPEALING INCONSISTENT RESOLUTIONS; APPOINTING CO-BOND COUNSEL AND PROVIDING FOR THE APPOINTMENT OF ONE OR MORE UNDERWRITERS AND REMARKETING AGENTS; DECLARING THE PENNSYLVANIA TURNPIKE COMMISSION'S OFFICIAL INTENT THAT IT BE REIMBURSED FROM BOND PROCEEDS FOR CERTAIN EXPENDITURES PAID PRIOR TO THE ISSUANCE OF SUCH BONDS; AND DECLARING THAT THIS RESOLUTION SHALL BE LIBERALLY CONSTRUED.**

**F-8 AUTHORIZE THE ISSUANCE OF THE PENNSYLVANIA TURNPIKE COMMISSION'S FIXED RATE OR VARIABLE RATE TURNPIKE REVENUE**

NEW BUSINESS

**BONDS IN ONE OR MORE SERIES OR SUBSERIES, TAXABLE OR TAX-EXEMPT, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$500,000,000, TO REFUND ALL OR A PORTION OF THE COMMISSION'S OUTSTANDING TURNPIKE REVENUE BONDS, SERIES R OF 2001, TURNPIKE REVENUE REFUNDING BONDS, SERIES S OF 2001, TURNPIKE REVENUE BONDS, SERIES A OF 2004, AND VARIABLE RATE TURNPIKE REVENUE BONDS, SERIES C OF 2009; AUTHORIZING THE EXECUTION, DELIVERY AND DISTRIBUTION OF NECESSARY OR APPROPRIATE DOCUMENTS OR CERTIFICATES; APPOINTING CO-BOND COUNSEL AND A FINANCIAL ADVISOR AND PROVIDING FOR THE APPOINTMENT OF ONE OR MORE UNDERWRITERS, REMARKETING AGENTS AND OTHER PROFESSIONALS; AUTHORIZING CERTAIN INTERIM LOANS; AUTHORIZING THE TAKING OF FURTHER ACTION; RATIFYING PRIOR ACTIONS; REPEALING INCONSISTENT RESOLUTIONS; AND DECLARING THAT THIS RESOLUTION SHALL BE LIBERALLY CONSTRUED.**