

MINUTES OF THE COMMISSION MEETING HELD DECEMBER 11, 2012

A formal meeting of the Pennsylvania Turnpike Commission convened at 10:38 a.m., December 11, 2012 at the Eastern Regional Office located in King-of-Prussia, Pennsylvania. Present for the meeting were William K. Lieberman, Chairman; J. William Lincoln, Secretary Treasurer; Pasquale T. Deon, Sr., Commissioner and Barry J. Schoch, P.E., Secretary of Transportation.

Others present for the meeting were 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, Director of Communications/Public Relations; Scott 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; Stacia A. Ritter, Director of Government Affairs and Inclusion and Ann Louise Edmunds, Assistant Secretary Treasurer.

Also in attendance were Allen W. Baldwin, Director of Operations, Safety & Incident Response; Christine J. Baker, Public Information/Photo Specialist; Elyse Bernstein, Concession Services/Business Representative; Lou Calabrese, Assistant Building Superintendent; John Christensen, Director of Facilities & Energy Management Operations; Renee Colborn, Manager of Media and Public Relations; Ronald Duckett, District Four Fare Collection Manager; Christina Hampton, Public Information Manager-East; Cheryl Kenney, Safety Compliance Field Representative; Connie Kreischer-Slingbaum, Administrative Officer; Donna Lapano, Executive Office Assistant; Lauren Lepzinger, Concession Services/Business Representative; Anthony L. Maniscola, Inspector General; Kurt Montz, Assistant Chief Compliance Officer; Carl Risoldi, Information Officer; Denise Serpentine, Executive Secretary; Mark A. Strause, Technician of PC/LAN Systems; Dan Savage, PSP; Mark Healey, PSP; Mark Compton; Pete Shelly, Shelly Comm; Steve Barber, Michael Baker, Jr., Inc.; Jock Rowe, Teamsters; Mark Rowe, Teamsters; Stephen W. Kline; Craig, Nowacki; Glenn Deppert, Arora & Associates; Tom Brady, RK&K and Brian Stover, JBC.

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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 present.

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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 A TERMINATION, REORGANIZATION, EQUITY ADJUSTMENT, PROMOTIONS, RECLASSIFICATIONS, VACANCIES, NEW HIRES, AND REQUESTS TO CREATE, POST AND FILL AND TO POST AND FILL POSITIONS IN THE COMPLIANCE, FACILITIES AND ENERGY MANAGEMENT OPERATIONS, AND COMMUNICATIONS AND PUBLIC RELATIONS DEPARTMENTS.

THE COMMISSIONERS ALSO DISCUSSED Frascella v. PTC, Docket No. 00200605115 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 TWO REQUESTS TO ADDRESS THE COMMISSION.

MR. CRAIG NOWACKI DISCUSSED PROPOSED EXPANSION FROM MP 320-326.

MR. STEPHEN KLINE DISCUSSED STORMWATER ISSUE IN TREDYFFIN TOWNSHIP.

AT THIS TIME WE ASK ALL VISITORS TO STAND AND INTRODUCE YOURSELF; PETE SHELLY, SHELLY COMM; STEVE BARBER, MICHAEL BAKER, JR., INC.; JOCK ROWE, TEAMSTERS; MARK ROWE, TEAMSTERS; GLENN DEPERT, ARORA & ASSOCIATES; TOM BRADY, RK&K AND BRIAN STOVER, JBC.

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MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held November 20, 2012 be approved and filed as submitted-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously. The Chairman, William K. Lieberman, asked the Minutes of the meeting reflect that Commissioner Deon was the first one here for the meeting.

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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 Lincoln, 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 Schoch, seconded by Commissioner Lincoln; and passed unanimously.

The Chairman introduced Mark Compton. Mr. Compton will be the Chief Executive Officer of the Turnpike effective February 1, 2013.

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NEW BUSINESS

CHANGE ORDER AND CHANGE ORDERS/FINAL PAYMENTS

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

- a. Change Order #14 and Final Payment for Contract #T-067.00T003-3-02 with New Enterprise Stone and Lime, Inc. for roadway and bridge reconstruction from MP 67.59 to MP 74.59, for a decrease of \$157,850.63 for normal quantity adjustments to balance items to actual work completed and additional changes for drainage and fencing; for a final contract value of \$94,369,368.83 and final amount due to the contractor of \$603,323.05;
- b. Change Order #2 for Contract #T-222.00R001-3-02 with Hempt Bros., Inc. for bituminous resurfacing between MP 221.40 and MP 235.52, for a 201-day time extension necessary to complete weather sensitive contract items along with the application of triple drop epoxy painted traffic lines;
- c. Change Order #3 and Final Payment for Contract #T-099.00T002-3-02 with Mosites Construction Company for the replacement of Bridge B-409, for a decrease of \$37,963.14 for normal quantity adjustments to balance items to the actual work completed and additional costs for eastbound shoulder repair; for a final contract value of \$3,300,739.27 and final amount due to the contractor of \$87,559.23;
- d. Change Order #2 and Final Payment for Contract #EN-00028-03-04 with Hempt Bros., Inc. for construction of the access ramp at MP 250.30WB, for an additional \$83,530.72 for normal quantity adjustments to balance items to the actual work completed, additional changes incurred for excavation, patching, fencing, erosion and sediment control, call box foundations, milling, R-4 rock, drainage and selective tree trimming; for a final contract value of \$583,530.71 and final amount due to the contractor of \$219,864.18;
- e. Change Order #3 for Contract #T-247.38F004-3-02 with Clark Contractors, Inc. for the TIP site improvements, for an additional \$195,033.54 for additional work to re-grade and taper the South Parking Lot for proper storm water runoff and additional undercuts for East and Northwest parking lots for suitable conditions for the parking lot.

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

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AGREEMENT

Motion-That the Commission approves the negotiation and execution of the Memorandum of Understanding with the Oakmont Country Club (OCC) to provide limited access to and from OCC via the Turnpike for various professional golf tournaments-was made by Commissioner Lincoln, seconded by Commissioner Deon; 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 “s”:

- a. Acquisition of Right-of-Way #7087-A, a partial take parcel, necessary for the I-95 Interchange Project, by authorizing payment of fair market value of \$7,300.00 to Christian Life Center of the Assemblies of God, Inc.; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- b. Acquisition of Right-of-Way #7081-E, a total take parcel, necessary for the I-95 Interchange Project, by authorizing payment of fair market value of \$210,400.00 to The Commonwealth of Pennsylvania; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- c. Acquisition of Right-of-Way #12067-R1, a partial take parcel, necessary for the replacement of Bridge WB-228, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$3,104.00 to TRG Closing Services, escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- d. Acquisition of Right-of-Way #17659, a partial take parcel, necessary for construction of the Southern Beltway, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$15,267.00 to Fayette Professional Services, Inc., escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the owners' delivery of a deed as prepared by the Legal Department;
- e. Acquisition of Right-of-Way #17407, a partial take parcel, necessary for construction of the Southern Beltway, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$7,765.00 to Fayette Professional Services, Inc., escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;

- f. Acquisition of Right-of-Way #17662, a partial take parcel, necessary for construction of the Southern Beltway, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$242,304.41 to Fayette Professional Services, Inc., escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- g. Acquisition of Right-of-Way #17410, a total take parcel, necessary for construction of the Southern Beltway, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$22,071.80 to Karen Coon & Company, escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the owners' delivery of a deed as prepared by the Legal Department;
- h. Acquisition of Right-of-Way #14120, a partial take parcel, necessary for construction of the Southern Beltway, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$34,814.76 to Nathan J. Zarichnak & Associates, LLC, escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- i. Approve the execution of an easement with Verizon to confirm Verizon's rights within the area acquired as a substitute right-of-way for Verizon in connection with the Rt. 903 Slip Ramp project at MP 87.07; and authorize the appropriate Commission officials to execute the easement document as prepared and approved by the Legal Department;
- j. Approve execution of a Declaration of Restrictive Covenants with the Army Corps of Engineers for 3.25 acres of property acquired for Right-of-Way #2042-C, a total take parcel, necessary for the replacement of the Swatara Creek Bridge;
- k. Approve the execution of a Traffic Signal Easement Agreement with the PA Department of Transportation for the traffic signal that was moved onto Commission property during the replacement project for Bridge WB-506 at the Intersection of SR 130 and Pleasant Valley Road in Westmoreland County;
- l. Approve plans entitled, "Drawings for Establishing and Reestablishing Limited Access Highway and Authorizing Acquisition of Right-of-Way for Replacement of Bridge WB-207 and WB-208 at MP T-012.60 over Mainline in Beaver County, Contract #T-013.21S001-4-11, PUC Docket # A-00000000, Limit of PUC Jurisdiction Sta. 236+47.00 to Sta. 247+04.00, contains Plat for Norfolk Southern Railway Company.", as prepared by the Engineering Department for the replacement of Bridge WB-207 and Bridge WB-208;

- m. Acquisition of Right-of-Way #6078-F, a partial take parcel, necessary for the total reconstruction project from MP 320.00 to MP 326.00, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$25,915.50 to Diversified Settlement Services, escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 statutory damages is contingent upon the delivery of a deed as prepared by the Legal Department;
- n. Acquisition of Right-of-Way #17072, a partial take parcel, necessary for construction of the Southern Beltway, by authorizing payment of fair market value, pro-rated taxes and recording fees of \$89,768.80 to Karen Coon & Company, escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- o. Acquisition of Right-of-Way #7081-F, a partial take parcel, necessary for the I-95 Interchange project, by authorizing payment of fair market value of \$35,000.00 to The Township of Bensalem; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- p. Acquisition of Right-of-Way #7088-C, a partial take parcel, necessary for the I-95 Interchange project, by authorizing payment of fair market value of \$32,500.00 to The Township of Bensalem; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- q. Acquisition of Right-of-Way #7085-A, a partial take parcel, necessary for the I-95 Interchange project, by authorizing payment of fair market value and pro-rated taxes of \$998,236.46 to City Line Abstract Co., escrow agent; authorize the appropriate Commission officials to execute the agreement of sale and other documents as 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 is contingent upon the delivery of a deed as prepared by the Legal Department;
- r. Approve the temporary construction crossing over the Lehigh Canal to remain in effect after construction, to allow for improved access to the adjoining land owners property (Rock Hill Materials, Co., and Rock Hill Concrete, Inc.) and improved water flow in the Lehigh Canal; and authorize the execution of the necessary agreement as drafted and approved by the Legal Department;
- s. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #7085-B, a partial take parcel, necessary for the I-95 Interchange project, authorize payment of the Estimated Just

Compensation in the amount of \$73,400.00 payable to outside counsel to be assigned 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 Lincoln, seconded by Commissioner Deon; and passed unanimously.

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ADVERTISING

Motion-That the Commission approves advertising for SAP ERP System and Information Security program assessments-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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AWARD OF BIDS AND ISSUANCE OF PURCHASE ORDERS

Motion-That the Commission approves the Award of Bids and the Issuance of Purchase Orders for the items listed in memos "a" through "f":

- a. Toll collector uniforms, exercising our option to renew the agreement for an additional year (January 1, 2013 – December 31, 2013) with Unitec Distribution Systems, for an additional \$94,000.00;
- b. Telephone system enhancements for the CAB, TIP, ERO and WRO, utilizing the Commonwealth's contract with ePlus; at a total award of \$236,825.58;
- c. Snap-On scanner tools and scanner updates, to Snap-On Industrial; at a total award of \$100,507.50;
- d. Four (4) Ford Fusion Hybrid sedans and four (4) Ford Fusion sedans, utilizing the Commonwealth's contract with Apple Automotive Group; at a total award of \$174,164.00;
- e. Six (6) Dodge Grand Caravans, utilizing the Commonwealth's contract with Beans Class Ford Mercury, Inc.; at a total award of \$126,840.00;
- f. Six (6) Chevrolet Equinox AWD, utilizing the Commonwealth's contract with Apple Automotive Group; at a total award of \$130,409.00.

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

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AWARD OF CONTRACTS

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

- a. Contract #T-142.00R001-3-02 for bituminous resurfacing between MP 142.00 and MP 149.23, to the lowest responsive and responsible bidder, New Enterprise Stone & Lime Co., Inc.; at a not-to-exceed amount of \$7,452,862.12 and a contingency of \$350,000.00;

- b. Contract #EN-00014-03-02 for the public sewer connection of the New Cumberland Maintenance Facility, to the lowest responsive and responsible bidder, Clark Contractors, Inc.; at a not-to-exceed amount of \$982,578.57 and a contingency of \$50,000.00;
- c. Contract #T-113.82F001-3-04 for general construction of the Somerset Maintenance Facility, to the lowest responsive and responsible bidder, Clark Contractors, Inc.; at a not-to-exceed amount of \$12,345,870.0 and a contingency of \$500,000.00;
- d. Contract #T-113.82F001-3-05 for plumbing work at the Somerset Maintenance Facility, to the lowest responsive and responsible bidder, A.J. Demor & Sons, Inc.; at a not-to-exceed amount of \$2,445,000.00 and a contingency of \$75,000.00;
- e. Contract #T-113.82F001-3-06 for electrical work at the Somerset Maintenance Facility, to the lowest responsive and responsible bidder, Schultheis Electric; at a not-to-exceed amount of \$3,767,700.00 and a contingency of \$150,000.00;
- f. Contract #T-113.82F001-3-07 for HVAC work at the Somerset Maintenance Facility, to the lowest responsive and responsible bidder, Marc-Service, Inc.; at a not-to-exceed amount of \$1,718,813.00 and a contingency of \$75,000.00;
- g. Contract #T-334.00R001-3-02 for bituminous overlay between MP 334.00 and MP 340.10, to the lowest responsive and responsible bidder, Allan A. Myers, LP; at a not-to-exceed amount of \$12,457,755.64 and a contingency of \$500,000.00;
- h. Contract #T-022.60S002-3-02 for the replacement of Bridge WB-228 at MP 22.60, to the lowest responsive and responsible bidder, Swank Construction Company, LLC; at a not-to-exceed amount of \$2,873,233.30 and a contingency of \$100,000.00;
- i. Contract #T-263.00R001-3-02 for bituminous resurfacing between MP 262.99 and MP 268.35, to the lowest responsive and responsible bidder, Handwerk Site Contractors, at a not-to-exceed amount of \$4,699,225.50 and a contingency of \$200,000.00;
- j. Contract #T-040.00T001-3-02 for the replacement of Bridge WB-433 at MP 44.32, to the lowest responsive and responsible bidder, Joseph B. Fay Co.; at a not-to-exceed amount of \$9,879,542.62 and a contingency of \$450,000.00.

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

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SUPPLEMENTAL AGREEMENTS

Motion-That the Commission approves the Supplemental Agreements for the items listed in memos "a" through "c":

- a. Supplemental Agreement #2 with JBC Associates, Inc. for construction management/inspection services for the Route 29 Interchange project, for an additional \$203,604.61 necessary for unanticipated geological conditions, revisions to toll plaza area and other unanticipated conditions that required additional review time;

- b. Supplemental Agreement #1 with Johnson, Mirmiran and Thompson, Inc. (JMT) for design services for the I-95 Interchange project, for an additional \$1,500,000.00 to complete final design for the Hulmeville Road and Bensalem Boulevard bridges and for consultation during construction (post design) services;
- c. Supplemental Agreement #1 with Greenhorne & O'Mara, Inc. for design services for the Southern Beltway project, US22 to I-79, for an additional \$1,500,000.00 to complete final design and for consultation during construction (post design) services.

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

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NEXT COMMISSION MEETING

Ms. Edmunds: The next meeting of The Pennsylvania Turnpike Commission will be a formal meeting on Tuesday, January 8, 2013 at Central Office in Highspire, beginning at 10:00 am.

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ADJOURNMENT

Motion-That this meeting of The Pennsylvania Turnpike Commission be adjourned at 11:00 .m. in memory of Mike SanFelice. Mr. SanFelice lost is life on October 22, 2012 while working on the Turnpike -was made by Commissioner Lieberman, seconded by Commissioner Lincoln; and passed unanimously.

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PREPARED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

12-11-12

APPROVED BY:

J. William Lincoln
Secretary Treasurer

ATTACHMENT NUMBER 1

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