

PENNSYLVANIA TURNPIKE COMMISSION

HIGHSPIRE, PENNSYLVANIA

FORMAL MEETING

MARCH 5, 2024

11:00 A.M.

AGENDA

- A. Roll Call**
 - Sunshine Announcement**
 - Public Participation**

- B. Minutes-February 20, 2024**

- C. Communication-Memo received from the Chief Counsel**

- D. Personnel**

- E. Unfinished Business**

F. NEW BUSINESS

1. **Approve amending the pool of Bond Counsel and Qualified Professionals for the items listed in memos “a” and “b”:**
 - a. **Amend the pool of qualified bond, special, underwriters and disclosure counsel services to include Steptoe and Johnson PLLC in the bond counsel pool;**
 - b. **Amend the pool of qualified professionals to provide real estate appraisal services to include David Cosklo.**

2. **Approve the negotiation and execution of Amendments and Agreements for the items listed in memos “a” through “e”:**
 - a. **Amendment to our Agreement with I.B. Abel, Inc. for communications systems infrastructure cabling installation, maintenance and repair services; exercising the option to renew the agreement for an additional two years; at a cost of \$3,467,000.00;**
 - b. **Amendment to our Agreement with TransCore for the Customer Service Center (CSC) operations; exercising the option to renew the agreement for an additional five years (June 1, 2024 – May 31, 2029) and changes to operations based on the current Open-Road Tolling (ORT) conversion and the Unified Back Office System (UBOS) conversion estimated for June 2025; and authorize the Assistant COO/Toll Collection to approve costs as submitted; at an approximate cost of \$224,000,000.00;**
 - c. **Amendment to our Agreement with TransCore for Intelligent Transportation Systems (ITS) Communication, and Technology Operations and Maintenance services; exercising the option to renew the agreement for an additional two years (May 2024 - May 2026); at a cost of \$17,633,140.52;**
 - d. **Amendment to our agreement with the Pennsylvania Department of Environmental Protection (PA DEP) for a dedicated position for enhanced consultation and prioritization of reviews for Commission permit applications to PA DEP; exercising the option to renew the agreement for an additional five years (June 2024 – June 2029); at a total additional cost of \$1,895,653.00;**
 - e. **Agreement with TransUnion for FraudForce software to more effectively identify devices and associated fraudulent activity; at an implementation cost of \$5,000 and an annual cost of \$36,000.00.**

F. NEW BUSINESS

- 3. Settlement of Right-of-Way #14S353-11 and #14S353-5 (Jennifer Paul Pearce, a/k/a Jennifer P. Pearce) and Right-of-Way #14S353-12 and #14S353-6 (Lisa Denison), a partial take parcel necessary for the construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$39,250.00 representing royalty interest in Gas Well #2 for ROW #14S353-11 and Gas Well #3 for ROW #14S353-5 to Jennifer Pearce; and also authorize payment of \$39,250.00 representing royalty interest in Gas Well #2 for ROW #14S353-12 and Gas Well #3 for ROW #14S353-6 to Lisa Denison; authorize the appropriate Commission officials to execute the Settlement Agreements and other documents that may be required for closing; authorize the payment of statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel; and payment of damages is contingent upon the delivery of executed Settlement Agreements as prepared by the Legal Department.**

- 4. Adopt the revisions to Policy Letters for the items listed in memos “a” and “b”:**

 - a. Revisions to Policy 7.12, Job Order Contracting (JOC), the Chief Engineer must determine whether JOC is the proper procurement method if the estimated cost of the job order exceeds \$500,000.00 and if so, approve the procurement prior to obtaining any formal cost estimate; further, if the job order exceeds \$500,000.00, an independent cost estimate needs to be obtained for review and approval by the Chief Engineer and COO; and to provide for an independent cost estimate and approval by the CEO and COO to proceed with any job order in excess of \$1,000,000.00;**
 - b. Revisions to Policy 10.06, Innovation Council, to identify the new Steering Committee structure effective in CY 2024; clarify the purpose of the Council; and simplify definitions of the Council composition to allow for future changes in department organizations and names.**

- 5. Approve the Change Orders and the Issuance of Purchase Orders for the items listed in memos “a” through “e”:**

 - a. Amazon Web (cloud) services, exercising the option to renew the agreement for an additional year (April 2024 - April 2025) with Carahsoft Technology Corporation; at a cost of \$76,047.00;**
 - b. VBrick Video System software and support, utilizing the Omnia Partners cooperative purchasing agreement with Insight Public Sector, Inc. for three years (March 2024-March 2027); at a cost of \$207,155.00;**
 - c. OnBase document management software maintenance and support, exercising the option to renew the agreement through January 31, 2025 with KeyMark IMR, Inc.; at a cost of \$111,305.86;**
 - d. Turnpike Industrial Park (TIP) and Eastern Regional Office (ERO) network segmentation routers; utilizing the Commonwealth’s contract with ePlus Technology, Inc.; at a cost of \$209,702.82;**

F. NEW BUSINESS

- e. **Palto Alto suite products and services with ePlus Technology (originally procured via Federal GSA contract) to provide Prisma cloud software and additional Cortex XDR licenses for UBOS; at a cost of \$3,103,182.37.**

6. **Approve Award of Contract #EN-00313-03-06 for the durable pavement markings between MP A31.34 and MP A130.64, to the lowest responsive and responsible bidder, Guidemark, Inc.; at a not-to-exceed amount of \$5,750,000.00.**

7. **Approve the Change Orders and Final Payments for the items listed in memos "a" through "c":**
 - a. **Change Order #4 and Final Payment for Contract #EN-00115-03-15 for construction of tolling facility between MP 30.63 and MP 32.16 with Allison Park Contractors, Inc.; for an increase of \$54,193.49 to reflect normal quantity adjustments, drainage corrections and concrete pads; for a final contract value of \$2,793,536.24 and final amount due to the contractor of \$113,561.85;**

 - b. **Change Order #4 and Final Payment for Contract #M-030.00R002-3-02 for asphalt resurfacing between MP M30.11 and MP M32.40 with Eurovia Atlantic Coast LLC; for an increase of \$134,881.96 to reflect normal quantity adjustments, excavation and drainage, concrete pavement joint rehab and price adjustments; for a final contract value of \$4,791,811.24 and final amount due to the contractor of \$189,881.96;**

 - c. **Change Order #1 and Final Payment for Contract #EN-00165-03-04 for installation of signs between MP 0.00 and MP 245.75, Toll I-376, Turnpike 66, Turnpike 43 and Turnpike 576 with Green Acres Contracting Co., Inc.; for a decrease of \$2,017,681.59 to reflect the actual cost of the completed work authorizations; for a final contract value of \$982,318.41 and final amount due to the contractor of \$84,152.91.**

8. **Approve the negotiation and execution of Supplemental Agreement #1 for Contract #M-052.50X004 with Century Engineering for property management consultant services for the Mon/Fayette Expressway, Rt. 51 to I-376; for an increase of \$2,000,000.00 to continue property management services through demolition of the properties and management of the vacant properties for additional time due to project schedule delays; for a revised not-to-exceed amount of \$7,000,000.00.**

F. NEW BUSINESS

9. **Approve amending the underwriters in prior approved bond resolutions for the items listed in memos "a" through "d":**
 - a. **Providing for the appointment of one or more financial institutions (underwriters-Raymond James, Ramirez & Col, LLC; WauBank Securities, LLC; Drexel Hamilton, LLC; Cabrera Capital Markets, LLC; and R. Seelaus & Co, LLC)and the authorization of actions by certain authorized officers of the Pennsylvania Turnpike Commission for purposes of this resolution relating to the issuance of certain of the Pennsylvania Turnpike Commission's variable rate and/or fixed rate Turnpike Revenue Refunding bonds approved by resolution of the Pennsylvania Turnpike Commission adopted October 3, 2023, which resolution provided for the issuance from time to time of Turnpike Revenue Refunding bonds in an aggregate principal amount not to exceed \$600,000,000 to finance, among other things the refunding of all or a portion of certain outstanding fixed rate and/or variable rate Turnpike Revenue bond designated by the Pennsylvania Turnpike Commission;**
 - b. **Providing for the appointment of one or more financial institutions (underwriters-Wells Fargo Corporate & Investment Banking; Siebert Williams Shank & Co., LLC; Huntington Capital Markets; Rockfleet Financial Services, Inc.; Quoin Capital, LLC; and Academy Securities, Inc.) and the authorization of actions by certain authorized officers of the Pennsylvania Turnpike Commission for purposes of this resolution relating to the issuance of certain of Pennsylvania Turnpike Commission's variable and/or fixed rate Turnpike Subordinate Revenue Refunding bonds in an aggregate principal amount not to exceed \$250,000,000 in one or more series or sub-series, taxable or tax-exempt, approved by resolution of the Pennsylvania Turnpike Commission adopted October 3, 2023, which resolution provided for the issuance from time to time of Turnpike Subordinate Revenue Refunding bonds in an aggregate principal amount not to exceed \$250,000,000 to finance the costs of the project;**
 - c. **Providing for the appointment of one or more financial institutions (underwriters-Loop Capital Markets, LLC; Stifel Financial Corp./Backstrom McCarley Berry & Co., LLC (acting together); Ramirez & Co., LLC; Robert W. Baird & Company, Inc.; JPMorgan Securities, LLC; and Quoin Capital, LLC) and the authorization of actions by certain authorized officers of the Pennsylvania Turnpike Commission for purposes of this resolution relating to the issuance of certain of the Pennsylvania Turnpike Commission's variable rate and/or fixed rate Turnpike Revenue bonds approved by resolution of the Pennsylvania Turnpike Commission adopted October 3, 2023, which resolution provided for the issuance from time to time of Turnpike Revenue bonds in an aggregate principal amount not to exceed \$500,000,000 to finance, among other things, the costs of various capital expenditures for the Pennsylvania Turnpike system and the refunding of outstanding Turnpike Revenue bonds;**
 - d. **Amendment to resolution providing for the appointment of co-bond counsel (Stephoe & Johnson, PLLC) relating to the issuance of certain of the Pennsylvania Turnpike Commission's variable rate and fixed rate Turnpike Revenue Refunding bonds approved by resolution of the Pennsylvania Turnpike Commission adopted October 3, 2023 (the "bond resolution"), which resolution provided for the issuance from time to time of Turnpike Revenue bonds in an**

F. NEW BUSINESS

aggregate principal amount not to exceed \$170,000,000 to finance, among other things, the costs of various capital expenditures for the Pennsylvania Turnpike system.