

PENNSYLVANIA TURNPIKE COMMISSION

HIGHSPIRE, PENNSYLVANIA

FORMAL MEETING

MAY 3, 2022

11:00 A.M.

AGENDA

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

- B. Minutes-April 19, 2022**

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

- D. Personnel**

- E. Unfinished Business**

F. NEW BUSINESS

1. **Approve Change Order #1 and Final Payment for Contract #T-049.00T001-3-04 for construction of SR 2058 (Hulton Road) at MP 49.53 with A. Liberoni, Inc., for an increase of \$16,961.99 to balance items to actual work completed and changes due to utility delays and abutment transitions; for a final contract value of \$1,118,395.24 and final amount due to the contractor of \$113,747.75.**

2. **Approve the negotiation and execution of the Agreements for the items listed in memos “a” through “c”:**
 - a. **Reimbursement Agreement with South Whitehall Township (Township) to reimburse the Township partial cost for the engineering and utility relocation work necessary for the total reconstruction project from MP A53.00 to MP A57.00; at a not-to-exceed amount of \$172,782.50;**

 - b. **Interagency Agreement with the Pennsylvania Department of General Services (DGS) to permit Commonwealth Media Services to enter Commission property to provide multimedia and marketing services (including aerial photos and video utilizing unmanned aircraft system);**

 - c. **Drainage Easement Agreement with Pine Township (Township) to accommodate the Township’s current repair work adjacent to MP 33.61 (T-554, Logan Road), and to allow for future maintenance of that area.**

3. **Approve the Right-of-Way Requests for the items listed in memos “a” through “f”:**
 - a. **Settlement of Right-of-Way #14S204 (1125 Camp Partners, LLC), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$4,000.00 representing compensation for additional costs; and payment of additional damages to the property owner will be based upon the Legal Department’s receipt of paid invoices for services rendered;**

 - b. **Acquisition of Right-of-Way #6038-C2 (Pickering Station Homeowners’ Association), a partial take parcel necessary for the total reconstruction project from MP 312.00 to MP 316.00 by authorizing payment of \$14,275.00 representing fair market value, pro-rated taxes and Section 710 damages; 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 the delivery of a deed as prepared by the Legal Department;**

 - c. **Acquisition of Right-of-Way #14S705 (Richard J. & Davina J. Carswell), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of up to \$4,000.00 for reimbursement of attorney fees; also authorize payment of \$1,731.00 representing Section 710 damages to Vorys, Sater, Seymour and Pease, LLP;**

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- d. **Approve the transfer title of the relocated Nebraska Street right-of-way to Bristol Township, necessary for the I-95 Interchange project, by authorizing the appropriate Commission officials to execute a deed, and other documents and plans that may be necessary, as drafted, reviewed and approved by the Legal Department;**
 - e. **Acquisition of Right-of-Way #14217-A1 (Myoma Family Limited Partnership), a partial take parcel necessary to electrify the access gate at MP 44.90 WB by authorizing payment of \$20,288.00 representing fair market value and pro-rated taxes to Myoma Family Limited Partnership; also authorize payment of \$181.75 representing recording fees to Allegheny County Department of Real Estate; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents that may be required for closing; 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 the deliver of a Deed of Easement as drafted by the Legal Department;**
 - f. **Acquisition of Right-of-Way #17627 (S5 Realty Group, LLC), a partial take parcel necessary for construction of the Southern Beltway by authorizing payment of \$23,730.00 representing payment of cost to cure damages for the sewer line relocation payable to S5 Realty Group, LLC; and authorize the payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel.**
4. **Approve advertising for the items listed in memos “a” and “b”:**
 - a. **Small Business Enterprise engineering or construction management firm to perform open-end construction inspection services between MP 0.00 and MP 200.00, I-376, Turnpike 576, Turnpike 66 and Turnpike 43;**
 - b. **Small Business Enterprise engineering firm to perform open-end design services.**
 5. **Approve the Issuance of a Purchase Order for inspection, testing, and maintenance of the fire alarm and sprinkler systems in the eastern region of the Turnpike (May 2022 – April 2024), utilizing the Commonwealth’s contract with Kistler O’Brien Fire Protection/George W. Kistler, Inc.; at a cost of \$255,000.00.**
 6. **Approve the Award of Contract #A-054.40R001-3-02 for asphalt resurfacing between MP A54.50 and MP A61.00, to the lowest responsive and responsible bidder Allan Myers, L.P.; at a not-to-exceed amount of \$20,325,555.00 and a contingency of \$800,000.00.**

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- 7. Approve the proposed Fiscal Year 2022-2023 Annual Operating Budget and the Fiscal Year 2023 Ten Year Capital Plan as set forth in memos “a” and “b”:**
 - a. Adopt the proposed Resolution and approve the Annual Operating Budget for the 2022-2023 Fiscal Year in the amount of \$425,219,263.00;**
 - b. Approve the proposed Fiscal Year 2023 Ten Year Capital Plan and grant approval for staff to procure long lead equipment items and advertise for the use of consultants, contractors and other necessary professional services to advance all phases of projects within the first two years of the adopted plan.**

- 8. Approve the Bond Resolutions for the items listed in memos “a” through “c”:**
 - a. Issuance of the Pennsylvania Turnpike Commission’s (i) senior indenture bonds or notes, including bond anticipation notes, and (ii) subordinate indenture bonds or notes, including subordinate revenue bonds, bond anticipation notes and special revenue bonds, each in one or more series or sub-series, fixed rate, multi-modal or variable rate, taxable and/or tax-exempt, in an aggregate initial principal amount not to exceed \$1,500,000,000 (based on par amount), to finance the costs of (a) current or advance refunding all or a portion of any bond anticipation notes, other short-term indebtedness, senior indenture bonds or subordinate indenture bonds, including special revenue bonds, previously issued by the Pennsylvania Turnpike Commission, (b) any debt service reserve or similar funds or credit facility costs related to such bonds, and (c) issuance of such bonds; authorizing the issuance of any bonds on a forward delivery basis; authorizing a tender and exchange program with respect to the refunding of any such prior bonds issued by the Pennsylvania Turnpike Commission and providing for the appointment of professionals and authorizing documents with respect thereto; authorizing the execution, delivery and distribution of the following: (1) one or more supplemental trust indentures, (2) one or more preliminary official statements or preliminary private placement memoranda, (3) one or more official statements or private placement memoranda, (4) one or more purchase contracts or private placement agreements, (5) agreements for the provision of one or more letters of credit, standby bond purchase agreements, other credit facilities or similar forms of credit enhancement and/or debt service reserve fund credit facilities and any related agreements, (6) one or more remarketing agreements, (7) one or more continuing disclosure agreements, (8) one or more escrow deposit agreements, (9) one or more interest rate swaps or other derivatives, (10) documents related to the pledge of motor license fund monies for special revenue refunding bonds, and (11) any other necessary or appropriate documents or certificates; authorizing the taking of further action; repealing inconsistent resolutions; appointing financial advisor, swap advisor, escrow agents and verification agent; providing for the appointment of remarketing agents, if any, and other professionals; authorizing the taking of further action and declaring that this resolution shall be liberally construed;**

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further action; repealing inconsistent resolutions; and declaring that this resolution shall be liberally construed;

- b. Providing for the appointment of co-bond counsel (Cozen O'Connor; Zarwin Baum DeVito Kaplan Schaer Toddy P.C.) and disclosure counsel (Virtus, LLC), the appointment of certain advisors (Public Resources Advisory Group; Phoenix Capital Partners, LLP), 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 senior indenture variable rate and fixed rate Turnpike Revenue Bonds approved by resolution of the Pennsylvania Turnpike Commission adopted May 3, 2022 (the "bond resolution"), which resolution provided for the issuance from time to time of senior indenture turnpike revenue bonds in an aggregate principal amount not to exceed \$400,000,000 to finance, among other things, the costs of various capital expenditures for the Pennsylvania Turnpike system;**

- c. Providing for the appointment of one or more underwriters (Siebert Williams Shank & Co., LLC; Citigroup Global Markets, Inc.; Raymond James & Associates, Inc.; WauBank Securities, LLC; Stifel, Nicolaus & Co, Inc./Backstrom McCarley Berry & Co., LLC; Bancroft 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 senior indenture variable rate and fixed rate Turnpike Revenue Bonds approved by resolution of the Pennsylvania Turnpike Commission adopted May 3, 2022, which resolution provided for the issuance from time to time of senior indenture turnpike revenue bonds in an aggregate principal amount not to exceed \$400,000,000 to finance, among other things, the costs of various capital expenditures for the Pennsylvania Turnpike system and the refunding of outstanding Turnpike Revenue bonds.**