

PENNSYLVANIA TURNPIKE COMMISSION

HIGHSPIRE, PENNSYLVANIA

FORMAL MEETING

MAY 7, 2024

11:00 A.M.

AGENDA

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

- B. Minutes-April 16, 2024**

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

- D. Personnel**

- E. Unfinished Business**

F. NEW BUSINESS

1. **Approve the Bond Resolutions for the items listed in memos “a” and “b”:**
 - a. **Approve the issuance of the Pennsylvania Turnpike Commission’s tax-exempt fixed rate Turnpike Revenue Bonds in an aggregate principal amount not to exceed \$90,000,000 in one or more series or sub-series, for the purpose of financing the costs of (a) refinancing the third and fourth tranches of loans extended by DVRC Pennsylvania Turnpike II limited partnership to the Pennsylvania Turnpike Commission; and (b) the funding of the costs of issuance of such Turnpike Revenue Bonds; and authorizing the execution, delivery and distribution of the following: (1) one or more supplemental trust indentures for the bonds; (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) one or more continuing disclosure agreements; (6) one or more interest rate swaps or other derivatives, or amendments to or terminations of existing interest rate swaps; and (7) any other necessary or appropriate documents or certificates; confirming, among other things, certain officials of the Pennsylvania Turnpike Commission as “authorized officers” for purposes of this bond resolution and authorizing the taking of further action; repealing inconsistent resolutions; and declaring that this resolution shall be liberally construed;**
 - b. **Provide for the appointment of bond counsel (Stradley Ronon Stevens & Young, LLP), disclosure counsel (Stradley Ronon Stevens & Young, LLP) and the appointment of certain advisors (co-financial advisors-Public Resources Advisory Group and Phoenix Capital Partners, LLP) (swap advisor-Mohanty Gargiulo 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 Fixed Rate Turnpike Revenue Bonds approved by resolution of the Pennsylvania Turnpike Commission adopted this day (the “bond resolution”), which resolution provided for issuance from time to time of Senior Indenture Turnpike Revenue Bonds in an aggregate principal amount not to exceed \$90,000,000 to finance, among other things, the costs of refinancing the third and fourth tranches of loans extended by DVRC Pennsylvania Turnpike II limited partnership to the Pennsylvania Turnpike Commission.**
2. **Approve the negotiation and execution of Amendments and Agreements for the items listed in memos “a” through “g”:**
 - a. **License Agreement with the Monroeville Police Department (Police) to permit the Police Department to install and operate a license plate reader on the Commission’s overhead sign structures at the Monroeville Interchange;**
 - b. **Amendment to our Agreement with The Gordian Group, Inc. for software used to process the Job Order Contracting (JOC) programs; exercising the option to renew the agreement for an additional four (4) years (November 2024 – October 2028); at no additional cost;**

F. NEW BUSINESS

- c. **Amendment to our Agreement with Hexagon Safety & Infrastructure d/b/a Intergraph for the Computer Aided Dispatch System (CADS) software maintenance; to extend the agreement for an additional five (5) months (July 2024 - November 2024) for the transition period to the new SmartCop CADS system; at a cost of \$110,815.84;**
 - d. **Amendment to our Agreement with Drivewise for the truck parking management system at 10 service plazas; to extend the agreement for an additional two (2) years (June 1, 2024 – June 1, 2026) to support ongoing maintenance, operations and technology upgrades for potential expansion at additional service plazas; at no additional cost;**
 - e. **Amendment to our Agreement with Blink Charging, Co. f/k/a CCGI/PAT, LLC (Blink) for operation and maintenance of its existing charging stations at several service plazas; exercising the option to renew the agreement for an additional year (August 2024 – August 2025); at no additional cost;**
 - f. **Escrow Agreement between the Commission, Arcadis Professional Services (USA), Inc. (formerly IBI Group Professional Services USA, Inc.) and NCC Group Software Resilience, LLC to manage access to certain deposit materials (i.e. software source codes) and delivery methods (file transfer, USB disk, etc.) for the Advanced Traffic Management Systems (ATMS) in a secure controlled storage environment for one (1) year with five automatic annually renewals; at a not-to-exceed cost for the six years of \$82,500.00;**
 - g. **Amendment to our Agreement with AFLAC and its subconsultants for voluntary supplemental benefits (through our broker Alliant, Inc.); exercising the option to renew the agreement for an additional three (3) years (January 2025 – December 2027).**
- 3. Approve the Right-of-Way requests for the items listed in memos “a” and “b”:**
- a. **Acquisition of Right-of-Way #13015-B (Penguin Properties, LLC; Principals-Christopher P. Harper, Levonne Anne Spadafora, Casey Ann Harper Shealer), a total take parcel necessary for the total reconstruction and widening project from MP 26.00 to MP 28.00, by authorizing payment of \$1,130,338.81 representing fair market value, pro-rated taxes and recording fees to Fee Simple Settlement, LLC, as 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 the delivery of a deed as prepared by the Legal Department;**
 - b. **Approve the Substitute Rights-of-Way for Pennsylvania American Water Company and West Mifflin Sanitary Sewer Authority over and across Right-of-Way #14S366 (formerly Majik Property 3, LLC), necessary for the Mon-Fayette Expressway, Rt. 51 to I-376 project; and**

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authorize the appropriate Commission officials to execute the necessary documents as prepared by the Legal Department.

4. Approve advertising for the items listed in memos “a” and “b”:

- a. Approve an RFI for Inductive Charging to provide a forum for wireless charging manufacturers to showcase their interoperability and functionality;
- b. Towing and road services provider coverage from MP 0.00 to MP 24.80 and MP B14.60 to MP B32.00.

5. Approve the Issuance of Purchase Orders for the items listed in memos “a” and “b”:

- a. IT Staff Augmentation resources, exercising the option to renew the agreement through May 2025 with Optimal Solutions & Technologies, Inc.; at a cost of \$12,100,000.00;
- b. Goodyear tire contracts; exercising the option to renew the agreements from May 7, 2024 – February 28, 2025:

Good Tire Service	\$ 70,000.00
Service Tire Truck Center, Inc.	30,000.00
Contingency	<u>10,000.00</u>
TOTAL AWARD & CONTINGENCY	\$110,000.00

6. Approve the Award of Contracts for the items listed in memos “a” and “b”:

- a. Contract #T-215.00R002-3-02 for asphalt resurfacing between MP 215.17 and MP 220.30, to the lowest responsive and responsible bidder, New Enterprise Stone & Lime Co., Inc.; at a not-to-exceed amount of \$14,400,256.25 and a contingency of \$700,000.00;
- b. Contract #EN-00115-03-26 for construction of tolling facilities between MP 236.00 and MP 286.00, to the lowest responsive and responsible bidder, Road-Con, Inc.; at a not-to-exceed amount of \$13,844,160.15 and a contingency of \$800,000.00.

7. Adopt revisions to policies and adopt a new policy for the items listed in memos “a” through “c”:

- a. Revisions to Policy Letter 1.01, Administration of PTC Policies, to change the responsibilities for establishing, maintaining and reviewing the approving process of all PTC policies from the Chief Executive Officer to the Chief Operating Officer;

