

## MINUTES OF THE COMMISSION MEETING HELD AUGUST 15, 2023

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:15 a.m. on Tuesday, August 15, 2023 at the Central Office located in Middletown, Pennsylvania. Present for the meeting was Michael Carroll, Chair. Available via telephone were William K. Lieberman, Vice Chair; Dr. Keith Leaphart, Secretary Treasurer; Pasquale T. Deon, Commissioner; and Sean Logan, Commissioner.

Also available for the meeting were Mark Compton, Chief Executive Officer; Craig Shuey, Chief Operating Officer; Brad Heigel, Chief Engineer; Carl DeFebo, Director of Communication and Customer Experience; Doreen McCall, Chief Counsel; John DelRicci, Director of Maintenance; Kelli Roberts, Director of Policy and External Affairs; Rick Dreher, Chief Financial Officer; Robert Brady, Director of Operations/Projects-East (via telephone); Robert Taylor, Chief Technology Officer; Stacia Ritter, Asst. Chief Operating Officer/Toll Collection; Tom Porter, Michael Baker Intl.; and Ann Louise Edwards, Asst. Secretary Treasurer.

Others available via telephone were Daniel Russell, Consultant (in person); Don Klingensmith, Asst. CFO-Financial Administration (in person); Fawn Cassel, Contract Management Services Manager (in person); Gina Murray, Manager of Professional Services Procurement; Holly Herdman, Debt & Derivatives Manager; Jeff Naugle, Manager of Treasury Operations (in person); Kathryn Hartzell, Director of Technology & Innovation (in person); Kelly Horvath, Executive Administrative Assistant (in person); Kevin Scheurich, Asst. Chief Engineer/Design (in person); Lara Brenckle, Strategic Programs Manager (in person); Matthew Burd, Asst. Chief Engineer/Construction (in person); Nerma Peco, Finance Trainee (in person); Sean Laudenslager, End User Support Supervisor (in person); Shanna Baranko, Executive Administrative Assistant; Stephanie Newbury, Senior Procurement Specialist; Steve Marroni, Communications Specialist (in person); Steve Barber, Michael Baker Int'l. (in person); Josh Easily, Michael Baker Int'l (in person); Tony Ricks, Manager of Training and Development (in person); Bernie Bydlon, Navarro Wright; Brad Milbrand, CAI; Brad McCullough, HDR Inc.; Brian Kimmet, Rock the Capital (in person); Camille Evans, Virtus LLP; Chris Messner, GPI; Daniel O'Brien, RBC Capital Markets; David Lowdermilk, HNTB (in person); Don Killmeyer, ms consultants; Ed Reese, GPD Group; Ellen McAlexander, WSP; Eric Epstein, Rock the Capital (in person); George Settelmaier, KSE; Hannah Kolmansberger, Navarro & Wright; Irene Eells, JMT; Jason Bono, HDR; Jason Gagen, GPI; Jennie Louwerse, WSP; Jock Rowe, Teamsters Local 77; Joe DiFiore, Wallace Pancher Group; Jordan Angel, Gartner; Justin Acosta; Kimberlee Waiwada, HNTB; Ken Olup, Hill Int'l; Luz Santana, Susquehanna Civil, Inc.; Matt Macey, CDR; Michele Donaghy, T.Y. Lin; Mike House, M&M; Nicki Jacobs, GPI; Paul McNamee, KCI; Seemon Georges, Volkert; Steve McGinley, Kimley Horn; and Zemin Luo, KPMG.



Chair Carroll led the Commissioners, staff and visitors in the Pledge of Allegiance.



The Asst. Secretary Treasurer, Ann Louise Edwards, called the roll and declared a quorum available. Mrs. Edwards welcomed the Commissioners, employees and guests on the WebEx and made the following statement:

With the lifting of the Commonwealth's mask and occupancy limitation related to the COVID-19 emergency, the Pennsylvania Turnpike Commission Meetings are being held in person. However, the Commission will also continue to post call-in/WebEx information for those who wish to attend the meeting via telephone/WebEx. The WebEx information was posted at least 48 hours in advance of the meeting. This meeting is being recorded and the Commission will post the recording on its website.



SUNSHINE ANNOUNCEMENT

The Commissioners met in Executive Session prior to today's Formal Agenda Session to consider matters of Personnel, which included a reclassification, position salary adjustment, merit increases, Human Resource Department reorganization, new hires, vacancies and requests to create, post and fill positions in the Engineering and IT Departments.

The Commissioners also discussed Local 30P collective bargaining and engaged in non-deliberative, informational discussions regarding various actions and matters, which have been approved at previous public meetings.



PUBLIC COMMENT

Mrs. Edwards: Copies of today's agenda are located in the Large Board Room for those attending in person. The agenda is also available on the Commission website at least 48 hours in advance of the meeting. The public is welcome 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 and effective meeting, all persons wishing to address the Commission should have requested time to speak at least 48 hours in advance of this meeting.

The Commission recognized Eric Epstein of Rock the Capital (RTC). Mr. Epstein made the Commission aware that the Security and Exchange Commission adopted a new rule regarding the prevention or fraud manipulation of SWAP transitions and suggested that we be aware of the SEC provisions. Mr. Epstein also proposed that the Commission should partner with a book mobile at the service plazas.

Rock the Capital live streamed the meeting.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held July 18, 2023, be approved and filed as submitted-was made by Commissioner Deon, seconded by Commissioner Logan, and passed unanimously.



COMMUNICATION

Motion-That the Commission approve the memos received from the Chief Counsel and the Asst. CFO/Financial Administration-was made by Commissioner Deon, seconded by Commissioner Leaphart, and passed unanimously.



PERSONNEL

Motion-That the Commission approve personnel as submitted-was made by Commissioner Deon, seconded by Commissioner Leaphart, and passed unanimously.



UNFINISHED BUSINESS

No Unfinished Business to consider.



ADVISORY SERVICES POOL

Motion-That the Commission approve amending the pool of qualified firms to perform audits, forensic audits, compliance assessments and specialized security and investigation services (Advisory Services Pool) to include AdMechanics-was made by Commissioner Deon, seconded by Commissioner Logan, and passed unanimously.



AGREEMENTS

Motion-That the Commission approve the negotiation and execution of the Amendment for the item listed in memo "c":

- c. Amendment to our agreement with UPMC Workpartners for the Turnpike Employee Assistance program; exercising the option to renew the agreement for an additional two (2) years (January 2024-December 2025)

-was made by Commissioner Deon, seconded by Commissioner Lieberman; Commissioner Logan abstained.

COMMISSIONER LOGAN: I abstain on this item because I have a business relationship with UPCM Workpartners. Motion passed.

Motion-That the Commission approve the negotiation and execution of the Agreements for the items listed in memos "a" and "b" and "d" through "g":

- a. Terminate the current fire provider service contract with Citizens Fire Co #1 of Highspire (Citizens) for services from MP 241.80 to MP 249.70, and approve a contract with Lower Swatara Fire Department for the same service area as Citizens has been unable to perform fire provider services;

- b. Agreement with the Borough of Jefferson Hills to establish the rights and obligations for the installation of a destination sign within the Borough's sewer easement for the Mon/Fayette Expressway, Rt. 51 to I-376;
- d. Approve the terms of the Tentative Agreement with Teamsters Local Union 30P and authorize preparation of the Collective Bargaining Agreement in accordance with such terms and authorize the appropriate Commission official to execute it;
- e. Reimbursement Agreement with West Penn Power Company (WPP) to reimburse WPP the cost for the engineering and utility relocation work necessary for construction of the Southern Beltway, Section 55-C1-2; at a not-to-exceed amount of \$109,836.25;
- f. Reimbursement Agreement with Norfolk Southern Railway Company (railroad) to reimburse the railroad the cost for the engineering work necessary for the total reconstruction project from MP 65.00 to MP 67.00; at a not-to-exceed amount of \$30,390.00;
- g. Agreement with Hampton Township, Allegheny County, for the planting of trees by the township that were removed during the total reconstruction project from MP 40.00 to MP 48.00; at a cost of \$20,000.00.

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



#### RIGHT-OF-WAY REQUESTS

Motion-That the Commission approve the Right-of-Way requests for the items listed in memos "a" through "d":

- a. Acquisition of Right-of-Way #7077-B (Trevose Corporate Center Associates; Verizon PA, LLC; Noah Julius; Christy K Reyes), a partial take parcel necessary for construction of the I-95 Interchange, Section A2, by authorizing payment of \$51,758.22 representing fair market value and pro-rated taxes to Verizon PA, LLC; also authorize payment of \$70.50 representing recording fees to the Bucks County Recorder of Deeds; 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 Verizon is contingent upon the delivery of a Partial Release of Easement as approved by the Legal Department;
- b. Acquisition of Right-of-Way #5120-RB (WIKO-USA, Inc. n/k/a RPC Bramlage, Inc.; Barry Global; Jason K Greene; Glenn Gehr; Thomas E. Salmon; Mark W. Miles), a partial take parcel necessary for the total reconstruction from MP 298.00 to MP 302.00 by authorizing payment of \$19,368.50 representing fair market value and pro-rated taxes to RPC Bramlage, Inc.; 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 owners is contingent upon the delivery of a deed as prepared by the Legal Department;

- c. Acquisition of Right-of-Way #5120-RC (Estate of Henrietta Hankin), a partial take parcel necessary for the total reconstruction from MP 298.00 to MP 302.00 by authorizing payment of \$2,030.00 representing fair market value and pro-rated taxes to the Estate of Henrietta Hankin; 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 delivery of a deed as prepared by the Legal Department;
- d. Three (3) year extension of the Temporary Construction Easement for Right-of-Way #12035-M1 (Norfolk Southern Railway Company) necessary for the Beaver River Bridge replacement project, by authorizing payment of \$12,000.00 representing fair market value to Norfolk Southern Railway Company; authorize the appropriate Commission officials to execute the required Temporary Construction Easement Agreement, 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 is contingent upon the delivery of a Temporary Construction Easement Agreement as approved by the Legal Department.

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



ADVERTISING

Motion-That the Commission approve advertising for an authorized service provider for coverage on Toll 43, MP M0.00 to MP M7.84 and MP M13.40 to MP M27.90-was made by Commissioner Deon, seconded by Commissioner Logan, and passed unanimously.



PURCHASE ORDERS

Motion-That the Commission approve an Award of Bid and the Issuance of a Purchase Order for the item listed in memo "g":

- g. Bituminous material (September 2023 – August 2024), to the lowest responsive and responsible bidders; and approval for staff movement of funds between contracts as needed during the contract term:

Lindy Paving, Inc.	\$20,000.00
Hei-Way, LLC	10,000.00
New Enterprise Stone & Lime Co., Inc.	60,000.00
H&K Group	20,000.00
Naceville Materials	10,000.00
American Asphalt	5,000.00

Contingency	<u>25,000.00</u>
TOTAL AWARD & CONTINGENCY:	\$150,000.00

-was made by Commissioner Deon, seconded by Commissioner Logan; Commissioner Lieberman abstained.

COMMISSIONER LIEBERMAN: I abstain on this item because Lindy Paving, Inc. is a client of my firm. Motion passed.

Motion-That the Commission approve an Award of Bid, a Change Order and the Issuance of Purchase Orders for the items listed in memos “a” through “f” and “h” through “n”:

- a. Sodium Chloride (August 2023 – July 2024), to the lowest responsive and responsible bidders; and approval for staff movement of funds between contracts as needed during the contract term:

Cargill, Inc.	\$1,000,000.00
Riverside Construction Materials	600,000.00
American Rock Salt Co., LLC	1,400,000.00
Morton Salt, Inc.	4,100,000.00
Contingency	<u>1,775,000.00</u>
TOTAL AWARD & CONTINGENCY	\$ 8,875,000.00

- b. Turnpike Industrial Park refresh for network segmentation, utilizing the Commonwealth’s contract with ePlus Technology, Inc.; at an award of \$1,291,912.16;
- c. Western Regional Office data generator with Lima Company, to cover the CHP panel installation and the addition of neutral wiring from the generator to the CHP panel, at a cost of \$131,940.00;
- d. First Aid supplies, exercising the option to renew the agreement for an additional year (October 2023 – September 2024) with ITU AbsorbTech, Inc.; at a cost of \$120,000.00;
- e. Rubrick Enterprise edition software and initial hardware (for cyber security), utilizing the Commonwealth’s contract with ePlus Technology, Inc.; at a cost of \$1,953,685.16;
- f. Five (5) Ford F150 hybrid trucks; utilizing the Commonwealth’s contract with Apple Ford of Red Lion/Apple Automotive Group, Inc.; at a cost of \$240,934.25;
- h. Fourteen (14) Chevrolet Silverado 2500 HD (12 gasoline & 2 diesel), utilizing the Commonwealth’s contract with Apple Chevrolet; at a cost of \$967,974.00;
- i. Twenty (20) Chevrolet stakebody trucks, utilizing the Commonwealth’s contract with Apple Chevrolet; at a cost of \$1,235,889.40;
- j. Twelve (12) Chevrolet Silverado 1500, utilizing the Commonwealth’s contract with Apple Chevrolet; at a cost of \$573,732.00;

- k. Veracode application source code scanning program, exercising the option to renew the agreement for an additional year (September 18, 2023 – September 27, 2024) with Carahsoft Technology, Corp.; at a total cost of \$113,948.00;
- l. ProjectReady software (August 18, 2023 – August 17, 2024), utilizing the Omnia Partners cooperative purchasing agreement with Insight Public Sector, Inc.; at a cost of \$153,414.00;
- m. GeoAmps software subscription (September 2023-August 2024), utilizing the Omnia Partners cooperative purchasing agreement with Insight Public Sector, Inc.; at a cost of \$231,896.00;
- n. Water quality, inspection, cleaning and maintenance services (September 2023 – August 2025), to the lowest responsive and responsible bidder, Your Quality Solutions, Inc.; at a cost of \$456,000.00.

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



#### AWARD OF CONTRACT

Motion-That the Commission approve the Award of Contract #T-355.00P002-3-09 for roadway and bridge reconstruction between MP 354.67 and MP 356.26, I-276/I-95, Section D30, to the lowest responsive and responsible bidder, James D. Morrissey, Inc.; at a not-to-exceed amount of \$64,283,300.04 and a contingency of \$3,200,000.00-was made by Commissioner Deon, seconded by Commissioner Logan, and passed unanimously.



#### AWARD OF SERVICE

Motion-That the Commission approve the award of services and authorize the negotiations and execution of an agreement with the selected firm for the items listed in memos "a" and "b":

- a. RFP 10567, Swap advisory services; the highly recommended firms in alphabetical order:
  - Mohanty Gargiulo, LLC-AWARDEDStaff briefing by Rick Dreher.  
COMMISSIONER LIEBERMAN: How long has this firm been a Swap Advisor for the PTC?  
RICK DREHER: For the past ten years.  
COMMISSIONER DEON: How often do they review these documents/proposals?  
RICK DREHER: It is an ongoing process. Anytime there is a new announcement with the SEC, they review and provide feedback to the Commission. We receive about 10 to 15 SWAP proposals a year and they are conducting oversight on a monthly basis.  
The Commission has selected firm Mohnanty Gargiulo, LLC for award based on the Commission's determination that the firms' proposal is the most advantageous to the Commission as determined by the Commission based on its review of all materials submitted. The firm demonstrated the ability to meet all of the requirements for these services and has performed well as the Commission's current Swap Advisor for the past 10 years.

- a motion was made by Commissioner Deon; seconded by Commissioner Logan, passed unanimously.

CHAIR CARROLL: I will remind the Commission that this is not approving a Swap, but the engagement of a firm to help guide the Commission on potential future swaps.

b. RFP 9737, Advisory, Strategy and Independent Verification and Validation Work Order services; the highly recommended firms in alphabetical order:

- Deloitte Consulting, LLP-AWARDED
- Gartner, Inc.-AWARDED
- The North Highland Co., LLC-AWARDED
- Guidehouse, Inc.

Staff briefing by Robert Taylor.

The Commission has selected the firms Deloitte Consulting, LLP, Gartner, Inc. and The North Highland Company, LLC for award based on the Commission's determination that the firms' proposals are the most advantageous to the Commission as determined by the Commission based on its review of all material submitted.

- a motion was made by Commissioner Deon; seconded by Commissioner Logan, passed unanimously.



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, September 5, 2023 beginning at 11:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:34 a.m. -was made by Commissioner Deon, seconded by Commissioner Lieberman, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edwards  
Asst. Secretary Treasurer

Dr. Keith Leaphart  
Secretary Treasurer

ATTACHMENTS:

- Memo received from the Chief Counsel
- Memo received from the Asst. CFO/Financial Administration
- Memo received from Eric Epstein