

MINUTES OF THE COMMISSION MEETING HELD DECEMBER 6, 2022

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:27 a.m. on Tuesday, December 6, 2022 at the Central Office located in Middletown, Pennsylvania. Available via telephone were Wadud Ahmad, Chair; William K. Lieberman, Vice Chair; Sean Logan, Secretary Treasurer; Pasquale T. Deon, Sr., Commissioner; and Mike Keiser, Deputy Secretary for Highway Administration.

Also available for the meeting were Mark Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Bradley J. Heigel, P.E., Chief Engineer; Carl DeFebo, Director of Communications and Customer Experience; Charles Duncan III, Chief Compliance, Legislative & Cultural Affairs; Doreen McCall, Chief Counsel; 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 A. Ritter, Esq., Asst. Chief Operating Officer/Toll Collection; Tom Porter, Michael Baker Int'l.; and Ann Louise Edwards, Assistant Secretary Treasurer.

Others available via telephone were Cynthia Smith, ETC Programs Supervisor (In person); Don Klingensmith, Asst. CFO-Financial Administration (in person); Daniel Russell, Consultant (in person); Gina Murray, Manager of Professional Services Procurement; Holly Herdman, Business Improvement & Analytics Manager (in person); Jeff Naugle, Manager of Treasury Operations (in person); Kelly Horvath, Executive Administrative Assistant (in person); Kevin Scheurich, Asst. Chief Engineer/Design (in person); Lara Brenckle, Strategic Programs Manager (in person); Sean Laudenslager, End User Support Supervisor (in person); Evan Van Gorder, Attorney 4; Mark Caruso, Procurement Specialist; Amy Lewis; Bernie Bydlon, Navarro & Wright; Blair Elliott; Camille Evans, Virtus; Cody Schneider, Crystalann Deardorf, Susquehanna Civil; David Lowdermilk, WSP; Dean Mackin, Mackin Engineers; David Thomas, Hill Intl.; Derek Rogers; Don Killmeyer, MS Consultants; Eric Epstein, Rock The Capital (in person); Eric Madden, JMT; George Settelmaier, KSE; Glenn Depport, Arora; Jason Gagen; Jeff Davis, TranSystems; Jeff Hans; Mark Karolski, Buchart-Horn; Michael Judge; Wells Fargo Bank; Michele Donaghy, T.Y. Lin; Michele Girolami, Gibson Thomas; Mike Houser; Pat McCabe, GPI; Robert Maschke; Roger Eaton; Ronald Huey; Seemon Georges, Volkert; Steven Doughty; Stephanie St. Louis; Tom Smith; Tom Rowader, GPI; Jennie Louwerse, WSP; Brian Kimmett, RTL; Mike Poletti, ATCS; and Kirk Katchen, Computershare.



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



The Assistant 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, termination, department reorganization, new hires, promotions, and vacancies.

The Commissioners also 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. Mr. Epstein expressed his concern regarding his RTK requests, procurement of electric vehicles, Policy Letter 7.14, PHMC agenda item; utility services, BREC agreement and the PSPC items.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held November 15, 2022 be approved and filed as submitted-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



COMMUNICATION

Motion-That the Commission approves the memo received from the Chief Counsel-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



WORKERS' COMPENSATION

Motion-That the Commission approve payment of the 2022 Notice of Assessment from the Bureau of Workers' Compensation for the Workers' Compensation Administration Fund, in the amount of \$62,077.00-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



AGREEMENTS

Motion-That the Commission approves the negotiation and execution of the Agreements, an Amendment and an MOU for the items listed in memos "a" through "g":

- a. Agreement with the Pennsylvania Historical and Museum Commission for the Commission to donate historic artifacts to the Pennsylvania State Museum as part of the Mariner East Pipeline Project's environmental and archeological studies in Chester County; and to authorize the Chief Counsel or designee to execute all necessary agreements as approved by the Legal Department;
- b. Amend the agreement with Bucks County through the Bucks County District Attorney's Office exercising our option to renew the agreement for an additional year to prosecute theft of services and fare evasion crimes (occurring on the Turnpike) in Bucks and Montgomery counties at a cost of \$156,300.00; this requested action amends and restates the previously approved agenda item (September 20, 2022, Item F-2);
- c. Supplemental Agreement with SmartDocs for automating the utility invoice process and enhancing the vendor portal; for an additional \$3,911,250.00 to further improve business processes and provide continual annual maintenance and support; and exercising the option to renew the agreement through May 16, 2026;
- d. Supplemental Reimbursement Agreement with Bedford Rural Electric Cooperative (BREC) for the total reconstruction project between MP 126.00 and MP 131.00, for higher labor and material costs and unforeseen changes during BREC's physical work requiring additional pole replacements; for an additional \$118,504.97;
- e. Agreement with Held's Shop 'n Save to distribute E-ZPass GoPaks at its location;
- f. Memorandum of Understanding (MOU) with the U.S. Department of Homeland Security (DHS) to enroll in the DHS's E-Verify program that electronically confirms an employee's eligibility to work in the United States; and authorize the appropriate Commission officials to execute the MOU as prepared by DHS and the Legal Department;
- g. Agreement with Safran Brothers, Inc. d/b/a Ambridge Shop 'n Save to distribute E-Pass GoPacks at its location.

-was made by Commissioner Logan, seconded by Commissioner Deon, 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 “e”:

- a. Acquisition of Right-of-Way #14S702 (School District of the City of Duquesne), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$6,750.00 representing fair market value to the Duquesne City School District; 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. Acquisition of Right-of-Way #14S423 (Toshia Hall), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$500.00 representing fair market value to Toshia Hall; authorize the appropriate Commission officials to execute the Temporary Construction Easement 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 the Temporary Construction Easement as prepared by the Legal Department;
- c. Settlement of Right-of-Way #6045-A (Nicholas and Melissa Biondi), a partial take parcel necessary for the total reconstruction project from MP 312.00 to MP 316.00, by authorizing payment of \$20,000.00 representing the balance of settlement funds to Begley, Carlin & Mandio, LLP, as Escrow Agent); authorize the appropriate Commission officials to execute the Settlement and Release Agreement as approved by the Legal Department; and payment of settlement funds is contingent upon the receipt of an executed Settlement and Release Agreement;
- d. Acquisition of Right-of-Way #14S338 (James C. Baker), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$876,026.96 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 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;
- e. Acquisition of Right-of-Way #3360-C (FJ Ventures, LLC, Principal-Jason C. Osterlund; Frank R. Coleman), a partial take parcel necessary for the access ramps project at MP 238.25, by authorizing payment of \$22,717.50 representing fair market value and pro-rated taxes to FJ Ventures, LLC; 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 is contingent upon the delivery of a deed as prepared by the Legal Department.

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



ADVERTISING

Motion-That the Commission approve advertising for four (4) Open-End Design Engineering Services Contracts-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



PURCHASE ORDERS

Motion-That the Commission approve the Award of Bids and the Issuance of Purchase Orders for the items listed in memos “a” through “i”:

- a. BeOn Radios-FirstNet, utilizing the Commonwealth’s contract with Harris Corp.; at a cost of \$10,741,461.58;
- b. Ten (10) Ford Edge 2023 SUVs, utilizing the Commonwealth’s contract with Apple Ford of Red Lion/Apple Automotive Group, Inc.; at a cost of \$353,980.00;
- c. Six (6) Eager Beaver 20T trailers, utilizing the Commonwealth’s contract with Best Line Equipment/Best Line Leasing, Inc.; at a cost of \$180,825.84;
- d. Eight (8) 2023 Chevrolet Malibus, utilizing the Commonwealth’s contract with Apple Chevrolet/Westgate Chevrolet, Inc; at a cost of \$175,808.00;
- e. Six (6) Chrysler Pacifica minivans, utilizing the Commonwealth’s contract with Apple Chrysler Dodge Jeep Ram of Hanover/Apple 200 Eisenhower, Inc.; at a cost of \$229,398.00;
- f. Automotive and equipment filters, exercising the option to renew the agreements for an additional year (January 2023-December 2023):

Cumberland Truck Equipment Co.	\$100,000.00
Messicks	\$ 10,000.00
Sunbury Motors Co.	\$135,000.00
Wheeler Bros. Inc.	\$ 12,000.00
Auto Plus Auto Parts	\$ 0.00
Contingency	<u>\$ 28,000.00</u>
TOTAL RENEWAL/CONTINGENCY	\$285,000.00
- g. Nine (9) LaneBlade upfits, utilizing the Commonwealth’s contract with J-Tech/Betts Platinum Group LLC; at a cost of \$349,717.50;

- h. Diesel motor fuel and heating/emergency generator fuel (January 2023 through April 2024) to the lowest responsive and responsible bidders; and approval for staff movement of funds between vendor contracts as needed:

Glassmere Fuels	\$ 1,860,000.00
Petroleum Traders Corp.	\$ 120,000.00
Gladieux Energy	\$ 1,570,000.00
Riggins, Inc.	\$ 990,000.00
Mansfield Oil Co. of Gainesville, Inc.	\$ 4,400,000.00
Guttman Energy	\$ 100,000.00
CONTINGENCY	<u>\$ 1,808,000.00</u>
TOTAL AWARD	\$10,848,000.00

- i. BeOn Console Interface for BeOn radios, utilizing the Commonwealth’s contract with InterTalk Critical Information Systems; at a cost of \$606,441.93.

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



CONTRACT AWARDS

Motion-That the Commission approve the Award of Contracts for the items listed in memos “a” through “d”:

- a. Contract #T-263.00R002-3-02 for asphalt resurfacing from MP 262.99 to MP 268.35, to the lowest responsive and responsible bidder, New Enterprise Stone & Lime Co., Inc.; at a not-to-exceed amount of \$14,298,298.98 and a contingency of \$725,000.00;
- b. Contract #T-109.93S001-3-02 for the rehabilitation of Bridge B-348 at MP 109.93, to the lowest responsive and responsible bidder, Allison Park Contractors, Inc.; at a not-to-exceed amount of \$1,874,430.00 and a contingency of \$90,000.00;
- c. Contract #EN-00268-03-02 for the installation of the Intelligent Transportation Systems between MP 306.40 and MP 349.00 and MP A27.10 and MP A107.40, to the lowest responsive and responsible bidder, Bruce & Merrilees Electric Co.; at a not-to-exceed amount of \$3,147,073.03 and a contingency of \$150,000.00;
- d. Contract #EN-00232-03-05 for the design/build project for Optic Fiber Network installation between MP B-15.00 and MP B-30.95, MP G-0.55 and MP G-13.00 and MP 0.00 and MP 75.00, to the lowest responsive and responsible bidder, Swank Construction Company, LLC.; at a not-to-exceed amount of \$104,426,000.00 and a contingency of \$5,500,000.00.

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



CHANGE ORDERS

Motion-That the Commission approve Change Orders and Final Payments for the items listed in memos “a” through “c”:

- a. Change Order #3 and Final Payment for Contract #T-285.27S001-3-02 for painting and rehabilitation of four (4) bridges between MP 285.27 and MP 295.75 with Road-Con, Inc. for a decrease of \$22,473.86 for normal quantity adjustments to balance the contract items to the actual work completed; for a final contract value of \$2,431,716.60 and final amount due to the contractor of \$99,972.47;
- b. Change Order #1 and Final Payment for Contract #T-215.00R001-3-02 for micro-surfacing between MP 215.18 and MP 220.30 with Asphalt Paving Systems, Inc. for a decrease of \$24,145.41 for normal quantity adjustments to balance the contract items to the actual work completed; for a final contract value of \$3,490,760.27 and final amount due to the contractor of \$113,103.95;
- c. Change Order #3 and Final Payment for Contract #T-292.00R002-3-02 for asphalt resurfacing between MP 292.00 and MP 299.12 with Allan Myers, L.P. for an increase of \$340,335.11 for normal quantity adjustments, revised MPT cost, installation of rumble strips and payment adjustments for asphalt materials; for a final contract value of \$6,634,441.79 and final amount due to the contractor of \$355,969.26.

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



POLICY LETTER

Motion-That the Commission adopt revisions to Policy 7.14, Non-Revenue Program for PTC Employees, to reflect required changes due to All Electronic Tolling implementations-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



AWARD OF SERVICES

Motion-That the Commission approve the award of services and authorize the negotiations and execution of an agreement/agreements with the selected firm/firms for the items listed in memos “a” through “c”:

- a. RFP No. 6100008323, Trustee and Bond Services:
 - Computershare Trust Company, N.A.-AWARDED
 - U.S. Bank Trust Company, National Association-AWARDED

-after staff briefing and deliberation, a motion was made by Commissioner Deon, seconded by Commissioner Logan. The Commission has selected firms U.S. Bank Trust Company, National Association and U.S. Bank Trust Company, National Association for award based on the Commission’s determination that the firm’s Proposal is the most advantageous to the Commission

as determined by the Commission based on its review of all materials submitted. These firms have performed well as the Commission's current trustee and bond service providers.

b. T00214, In-Depth Inspection of the Allegheny, Tuscarora, Kittatinny, Blue Mountain and Lehigh Tunnels:

- Modjeski and Masters, Inc.-AWARDED
- WSP USA, Inc.

-after staff briefing and deliberation, a motion was made by Commissioner Deon, seconded by Commissioner Logan; and passed unanimously. The Commission has selected firm MODJESKI AND MASTERS, INC. for award based on the Commission's determination that the firm's Statement of Interest is the most advantageous to the Commission as determined by the Commission based on its review of all materials submitted. The firm has demonstrated it exceeds the requirements of this project and has performed very well on its past projects, with similar services, thus demonstrating the ability to deliver the required services.

c. T00216, Open-end aerial mapping services:

- T3 Global Strategies, Inc. – AWARDED
- Axis Geospatial LLC
- Woolpert, Inc.

-after staff briefing and deliberation, a motion was made by Commissioner Deon, seconded by Commissioner Logan; and passed unanimously. The Commission has selected firm T3 Global Strategies for award based on the Commission's determination that the firm's Statement of Interest is the most advantageous to the Commission as determined by the Commission based on its review of all materials submitted. T3 Global Strategies has experience with either PennDOT or the Commission on prior Aerial Mapping Service Agreements and is headquartered in Pennsylvania.



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, December 20, 2022 beginning at 11:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:45 a.m.-was made by Commissioner Deon, seconded by Commissioner Logan, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edwards
Assistant Secretary Treasurer

Sean Logan
Secretary Treasurer

ATTACHMENTS:

Memo received from the Chief Counsel

Memo received from Eric Epstein from Rock the Capital