

MINUTES OF THE COMMISSION MEETING HELD JULY 19, 2022

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:05 a.m. on Tuesday, July 19, 2022 at the Central Office located in Middletown, Pennsylvania. Present for the meeting were Wadud Ahmad, Chair and Sean Logan, Secretary Treasurer. Available via telephone were William K. Lieberman, Commissioner, Pasquale T. Deon, Sr., Commissioner and Yassmin Gramian, Commissioner.

Also available for the meeting were Mark P. Compton, Chief Executive Officer; Craig R. Shuey, Chief Operating Officer; Bradley J. Heigel, P.E., Chief Engineer; Carl DeFebo, Jr.; Director of Communication and Customer Experience; Charles Duncan III, Chief Compliance, Legislative & Cultural Affairs; Doreen McCall, Chief Counsel; John DelRicci, Director of Maintenance; Kelli Roberts, Director of Policy and External Affairs; Rick Dreher, Chief Financial Officer (via telephone); Robert Brady, Director of Operations/Projects-East; 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 Don Klingensmith, Asst. CFO-Financial Administration; Cory Campbell, Senior Network Engineer (in person); Daniel Russel, Consultant (in person); Jeffrey Naugle, Manager of Treasury Operations (in person); Kelly Horvath, Executive Administrative Assistant (in person); Sean Laudenslager, End User Support Supervisor (in person); Steve Barber, Michael Baker Int'l. (in person); Timothy Scanlon, Director of Traffic Engineering & Ops.; Alexandre Habran; Camille Evans, Virtus, LLP; Clarence Roberts; Ed Blazina, Pittsburgh Post-Gazette; Ed Reese, GPD Group; Eric Epstein, Rock the Capital (in person); Eric Madden, JMT; Eyan Buxton, Rock the Capital (in person); Francisco Javier Arrebola; Jeff Davis, TranSystems (in person); Jim Brady, STV; Jock P. Rowe, Teamsters Local 77; Joe DiFiore, Wallace Panther; Kimberlee Waiwada, HNTB; Mark Rowe, Teamsters Local 77; Michele Donaghy, T.Y. Lin; Mike Houser, Markosky; Patty Smith, Rock the Capital (in person); Paul McNamee, KCI; Samantha Osbourne, Virtus; and Seemon Georges, Volkert.



Chair Gramian 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 promotion, performance incentive, new hires, reclassifications, 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 discussed his concerns of the toll increase and asked that the item be postponed.



REORGANIZATION

MRS. EDWARDS: The first item of business on the agenda is the election of Officers. We will begin with the election of a temporary Chair; the duties of the temporary Chair will be to accept nominations for Chair. Do I have a nomination for a temporary Chair?

COMMISSIONER GRAMIAN: I nominate Sean Logan for temporary Chair.

MRS. EDWARDS: Are there any other nominations?

MRS. EDWARDS: Hearing none, may I have a motion to close the nominations?

COMMISSIONER DEON: I move to close the nominations.

MRS. EDWARDS: May I have a second?

COMMISSIONER AHMAD: I second the motion.

MRS. EDWARDS: All those in favor of closing the nominations say I, opposed? Motion carries. We will now vote for Temporary Chair. All those in favor of Commissioner Logan for temporary Chair say I, opposed? Motion carries.

MRS. EDWARDS: Temporary Chair Logan will now accept nominations for Chair.

TEMPORARY CHAIR: May I have a nomination for Chair?

COMMISSIONER GRAMIAN: I nominate Wadud Ahmad for Chair.

TEMPORARY CHAIR: Are there any other nominations?

TEMPORARY CHAIR: Hearing none, may I have a motion to close the nominations?

COMMISSIONER DEON: I move to close the nominations.

TEMPORARY CHAIR: May I have a second?

COMMISSIONER LOGAN: I second the motion.

TEMPORARY CHAIR: Any discussion. Hearing none, I call for the vote.

MRS. EDWARDS: We will now have a roll call vote for the election of Chair.

Commissioner Ahmad

Commissioner Deon

Commissioner Gramian

Commissioner Lieberman

Commissioner Logan

The vote is unanimous. Commissioner Ahmad has been elected Chair.

MRS. EDWARDS: The newly elected Chair will now accept nominations for the following officers:

Vice Chair

Secretary Treasurer

Two Assistant Secretary Treasurer's

CHAIR AHMAD: May I have nominations for Vice Chair.

COMMISSIONER DEON: I nominate Commissioner Lieberman for Vice Chair.

CHAIR AHMAD: Are there any other nominations for Vice Chair?

CHAIR AHMAD: Hearing none, may I have nominations for Secretary Treasurer.

COMMISSIONER DEON: I nominate Commissioner Logan for Secretary Treasurer.

CHAIR AHMAD: Are there any other nominations for Secretary Treasurer?

CHAIR AHMAD: Hearing none, may I have nominations for Assistant Secretary Treasurer.

COMMISSIONER LOGAN: I nominate Ann Louise Edwards and Jeff Naugle for Assistant Secretary Treasurer.

CHAIR AHMAD: Are there any other nominations for Assistant Secretary Treasurer?

CHAIR AHMAD: Hearing none, may I have motion to close the nominations.

COMMISSIONER LOGAN: I move to close the nominations.

CHAIR AHMAD: May I have a second?

COMMISSIONER DEON: I second the motion.

CHAIR AHMAD: Any discussion, Hearing none, I call for the vote. All those in favor of closing the nominations say I, opposed? "

CHAIR AHMAD: Motion carries.

MRS. EDWARDS: We will now have a roll call vote for the election of the nominated slate of officers.

Commissioner Ahmad

Commissioner Deon

Commissioner Gramian

Commissioner Lieberman

Commissioner Logan

The vote is unanimous. The Commission reorganization is complete. For the record:

Wadud Ahmad has been elected Chair

William K. Lieberman has been elected Vice Chair

Sean Logan has been elected Secretary Treasurer

Ann Louise Edwards and Jeff Naugle have been elected Assistant Secretary Treasurer's

MRS. EDWARDS: Congratulations. We will now proceed with the Formal Agenda.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held July 5, 2022 be approved and filed as submitted-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



COMMUNICATION

Motion-That the Commission approve the memos received from the Chief Counsel and Asst.

CFO/Financial Administration-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.



UNDERWRITERS

Motion-That the Commission approve amending the pool of qualified bond, special, underwriters and disclosure counsel services to include Gosfield Law, LLC in the bond counsel pool-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 and an Amendment for the items listed in memos "a" through "f":

- a. Reimbursement Agreement with UGI Utilities Inc. (UGI) for UGI to reimburse the Commission partial cost for the engineering and utility relocation work necessary for the total reconstruction project from MP A48.00 to MP A53.00 (Bridge NB-331 at MP 52.30); at an estimated reimbursement of \$37,575.00;
- b. Agreement with Sorbara & Son, LP d/b/a/ Heidelberg Shop 'N Save to distribute E-ZPass Go Paks at its location;
- c. Interagency Agreement with the Pennsylvania Department of Transportation (PennDOT), to transfer property for S.R. 0018 (Big Beaver Blvd) in Beaver County necessary for PennDOT's reconstruction project; also approve the right-of-way plans entitled "Re-establishing Limited Access Right-of-Way for Pennsylvania Turnpike Mainline in Beaver County From STA. 278+74.82 to STA. 279+16.14, Length 41.32 FT., 0.008 MI, MP T-013.29 to MP T-013.33; and, Authorizing Right-of-Way for S.R. 1001 (River Road) in Beaver County From STA. 129+50.00 to STA. 130+90.00, Length 140.00 FT., 0.027 MI."; and authorize the appropriate Commission officials to execute the plans, deeds and other documents that may be required;
- d. Amendment to our agreement with Keystone Acquisition Services, Inc. for right-of-way acquisition, exercising the option to renew the agreement for an additional year (January 2023 - December 2023) and to add an additional two years to the agreement (January 2024 - December 2025); at a cost of \$2,000,000.00;
- e. Settlement Agreement and Release with Tiger Style
- f. Settlement Agreement and Release with Speed 1.

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



RIGHT-OF-WAY REQUESTS

Motion-That the Commission approves the Right-of-Way Requests for the items listed in memos “a” and “b”:

- a. Acquisition of Right-of-Way #1A120-A (Estate of Patricia A. Werry; Tammie Povlik, Administratrix), a partial take parcel necessary for Pre-Entry ITS installation for the Western Gaps project by authorizing payment of \$507.50 representing fair market value and pro-rated taxes to the Estate of Patricia A. Werry; also authorize payment of \$81.25 representing recording fees to Westmoreland 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 the property owner is contingent upon the delivery of a deed as prepared by the Legal Department;
- b. Acquisition of Right-of-Way #1A114-A (Kurt L. Struble & Maria A. Walton-Struble), a partial take parcel necessary for Pre-Entry ITS installation for the Western Gaps project by authorizing payment of \$11,594.80 representing fair market value and pro-rated taxes to Kurt L. Struble & Maria A. Walton-Struble; also authorize payment of \$81.25 representing recording fees to Westmoreland 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 the property owners 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.



TOLL INCREASE

Removed from Agenda



PURCHASE ORDERS

Motion–That the Commission approve the Award of Bids, Change Orders and the Issuance of Purchase Orders for the items listed in memos “a” through “e”:

- a. Varonis software maintenance, exercising the option to renew the agreement for an additional 3-years (September 2022 - August 2025) with ePlus Technology, Inc.; at a cost of \$698,152.80;
- b. Oracle/Java license and support, exercising the option to renew the agreement for an additional year (August 7, 2022 - August 6, 2023) with CDW Government, LLC/CDW LLC; at a cost of \$64,858.83;

- c. Plow blades, parts, hardware and accessories, for additional funding to cover orders through October 2022:

Ironhawk	\$125,000.00
Winter Equip.	<u>75,000.00</u>
ADDITIONAL FUNDS	\$200,000.00

- d. Parts washer service (July 2022 – June 2026), to the lowest responsive and responsible bidder Heritage-Crystal Clean, LLC; at a cost of \$233,240.00 (which includes a \$25,000 contingency);

- e. Sodium Chloride (August 2022 – July 2023), to the lowest responsive and responsible bidders; and approve staff movement of funds between contracts as needed during the contract term:

Cargill, Inc.	\$1,164,000.00
Riverside Construction Materials, Inc.	1,337,000.00
Compass Minerals America, Inc.	1,465,000.00
Eastern Salt Co., Inc.	2,265,000.00
American Rock Salt Co., LLC	13,143,000.00
Contingency	<u>4,844,000.00</u> (to allow for weather fluctuations)
TOTAL AWARD/CONTINGENCY	\$24,218,000.00

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



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, August 2, 2022 beginning at 11:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:21 a.m.-was made by Commissioner Logan, seconded by Commissioner Deon, 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 the Asst. CFO-Financial Administrations

Memo received from Eric Epstein