

MINUTES OF THE COMMISSION MEETING HELD NOVEMBER 21, 2023

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:00 a.m. on Tuesday, November 7, 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 Lephart, Secretary Treasurer; Sean Logan, Commissioner; and Pasquale T. Deon, Commissioner.

Also available for the meeting were Mark Compton, Chief Executive Officer; Craig Shuey, Chief Operating Officer; Brad Heigel, Chief Engineer; Doreen McCall, Chief Counsel; Kelli Roberts, Chief Strategy and Communications Officer; Rick Dreher, Chief Financial Officer; Robert Brady, Director of Operations/Projects-East (via telephone); Robert Taylor, Chief Technology Officer; Stacia Ritter, Esq., Asst. Chief Operating Officer/Toll Collection; Tom Porter, Michael Baker Engineering, and Ann Louise Edwards, Asst. Secretary Treasurer.

Others available via telephone were Anna Marcella, Executive Administrative Assistant (in person); Daniel Russell, Consultant (in person); Don Klingensmith, Asst. CFO-Financial Administration (in person); Fawn Cassel, Contract Management Services Manager; Gina Murray, Manager of Professional Services Procurement; Holly Herdman, Debt & Derivatives Manager; Jason Falchek, Unified Technology Solutions Architect (in person); Jeffrey Naugle, Manager of Treasury Operations/Assistant Secretary Treasurer (in person); Jeanmarie McLaughlin (in person); Johnathan Harmon, Consultant (in person); Kelly Horvath, Executive Administrative Assistant; Kevin Scheurich, Asst. Chief Engineer/Design (in person); Nerma Peco, Finance Trainee (in person); Stephanie Newbury, Senior Procurement Specialist; Steve Barber, Michael Baker Engineering (in person); Steve Marroni, Communications Specialist (in person);

Adam Miller, SAI; Brian Kimmett, RTC (in person); Crystalann Deardorff, Susquehanna Civil; Dan O'Brien, RBC; Don Killmeyer, ms consultants; Doug George, HW Lochner; Erin Brennehan, M&M: Eric Meyer, WRA; Gary Graham, Bowman; George Settellaier, KSE; Hannah Kolmansberger, Navarro & Wright; Jeff Davis, TranSystems; Jennie Louwerse, WSP; Karen Gabel, Erdman Anthony; Ken Olup, Hill Int'l; Lou Cortelazzi, Bowman; Mark Callihan; Matthew Mitchell, Hilltop Securities, Inc.; Mike House, M&M; Michele Donaghy, TY Lin; Michele Girolami, Gibson-Thomas; Nicki Jacobs, GPI; Roger Eaton, HDR; and Seemon Georges, GPI



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 promotion, 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.

We had no requests to address the Commission.

Rock the Capital live streamed the meeting.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held November 7, 2023, 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 approve personnel as submitted-was made by Commissioner Logan, seconded by Commissioner Deon, and passed unanimously.



UNFINISHED BUSINESS

No Unfinished Business to consider.



OPEB

Motion-That the Commission approve reappointment of the following individuals as Trustees for the PTC Retiree Medical Trust, for the term January 3, 2024 through January 3, 2026:

- *Commissioner Pasquale T. Deon, Sr.
- *Chief Counsel - Doreen McCall
- *Chief Financial Officer - Rick Dreher
- *Asst. CFO/Accounting & Budget – Anthony Maun

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



AGREEMENTS

Motion-That the Commission approve the negotiation and execution of the Amendments for the items listed in memos “a” and “b”:

- a. Amendment to our agreement with Orange Tree Employment Screening, LLC d/b/a Hire Image, LLC for pre-employment screening services, to renew the agreement for an additional year (February 2024 – January 2025); at an approximate cost of \$25,000.00;
- b. Amendment to our agreement with Bloomberg for hardware and software for financial investments and for managing the Commission’s investment portfolio, exercising the option to renew the agreement for an additional two-years (through January 2026); at a cost of approximately \$106,320.00 for the two years.

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



RIGHT-OF-WAY REQUEST

Motion-That the Commission approve the Right-of-Way #12035-K3 (ALM Leasing, LLC), a partial take parcel necessary for the replacement of the Beaver River Bridge by authorizing payment of \$530,000.00 representing settlement funds to ALM Leasing, LLC; also authorize payment of \$4,000.00 representing Section 710 damages to Leymarie Clark Long, P.C.; authorize the appropriate Commission officials to execute the full and final Settlement Agreement, as reviewed and approved by the Legal Department; and payment of the settlement funds is contingent upon Condemnee’s execution of the full and final Settlement Agreement-was made by Commissioner Logan, seconded by Commissioner Lieberman, and passed unanimously.



ADVERTISING

Motion-That the Commission approve advertising for quality assurance inspection, auditing and laboratory testing services systemwide.-was made by Commissioner Logan, seconded by Commissioner Lieberman, and passed unanimously.



PURCHASE ORDERS

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

- a. Freightliner chassis to install a Swap loader body, utilizing the Commonwealth’s contract with Freightliner WS of Harrisburg/Transtec, Inc.; at a cost of \$100,209.00;
- b. Board Budget software license renewal and support, exercising the option to renew the agreement for an additional 3-years (November 29, 2023 – November 28, 2026) with Neubrain, LLC; at a cost of \$781,700.00.

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



AWARD OF CONTRACT

Motion-That the Commission approve the Award of Contract #A-083.88S001-3-02 for the replacement of Bridge No. NB-550 at MP A83.88, to the lowest responsive and responsible bidder, Road-Con, Inc.; at a not-to-exceed amount of \$5,454,932.90 and a contingency of \$270,000.00-was made by Commissioner Logan, seconded by Commissioner Lieberman, and passed unanimously.



CHANGE ORDERS

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

- a. Change Order #5 for Contract #A-048.00T001-3-03 for replacement of Bridge No. NB-314 at MP A49.67 with Terra Structures; for an increase of \$32,726.16 for normal quantity adjustments and a 35-day time extension due to unforeseen conditions; for a revised not to exceed amount of \$4,540,996.88;
- b. Change Order #3 for Contract #T-302.00T001-3-03 for replacement of Bridge No. EB-704 (S-35539) at MP 302.81 with Reading Site Contractors; for an increase of \$87,684.91 for concrete barrier, drainage and an 11-day time extension for additional work; for a revised not to exceed amount of \$9,892,171.85;
- c. Change Order #5 and Final Payment for Contract #A-120.40R002-3-02 for bituminous resurfacing between MP A120.40 and MP A128.05 with New Enterprise Stone and Lime Co., Inc.; for a

decrease of \$11,073.00 for normal quantity adjustments, drainage and guiderail work; for a final contract value of \$19,538,625.91 and final amount due to the contractor of \$365,496.38;

- d. Change Order #3 and Final Payment for Contract #A-044.00T001-3-03 for replacement of Bridge No. NB-300 at MP A45.94 with Susquehanna Valley Construction Corporation; for a decrease of \$16,217.41 for normal quantity adjustments, value engineering for temporary shoring and asphalt adjustments; for a final contract value of \$4,681,027.84 and final amount due to the contractor of \$99,475.74.

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



SUPPLEMENTS

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

- a. Supplemental Agreement #1 for Contract #A-105.11S001 for replacement of Bridge No. NB-637 at MP A105.11 and Bridge No. NB-638 at MP A105.33 with Mackin Engineering Company, for an increase of \$400,000.00 to provide construction consultation, construction submittal review, and shop drawing review for the project in construction which will be performed over two construction seasons (2024 & 2025); for a revised not-to-exceed amount of \$2,900,000.00;
- b. Supplemental Agreement #4 for Contract #M-052.50X002-2 for design services for the Mon/Fayette Expressway, Rt. 51 to I-376, Sections 53A2 and 53B1A, with Pennoni Associates, Inc., for an increase of \$6,700,000.00 to complete final design of Section 53B due to design changes throughout the final design including an addition of 3 noise walls requiring a shift in ramp alignment along with complete reconfiguration of a stormwater basin, Sandy Lake access alterations to avoid using deficient trolley bridge, addition of several geotechnical treatments based on the finalized GER, and a 10 foot shift in alignment of the MF-412 Pittsburgh McKeesport Blvd. structure due to foundation constructability issues; for a revised not-to-exceed amount of \$45,000,000.00.

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



AWARD OF SERVICE

Motion-That the Commission approve the award of services and authorize the negotiation and execution of an agreement with the selected firms for T00250, Open-End Right-of-Way Acquisition Services systemwide; the highly recommended firms in alphabetical order:

- Arrow Land Solutions, LLC-AWARDED
- Century Engineering, LLC

Staff Briefing by Jeanmarie McLaughlin

The Commission has selected firm ARROW LAND SOLUTIONS, 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 materials submitted. The firm has demonstrated it exceeds the requirements of this project. ARROW LAND SOLUTIONS, LLC is a Pennsylvania based firm with a low workload on Turnpike projects, and this will be its first opportunity as a prime firm for the Commission. - a motion was made by Commissioner Deon, seconded by Commissioner Logan, and passed unanimously.



NEXT COMMISSION MEETING

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



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:10 a.m.-was made by Commissioner Logan, 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