

MINUTES OF THE COMMISSION MEETING HELD FEBRUARY 15, 2022

A formal meeting of the Pennsylvania Turnpike Commission convened at 11:00 a.m. on Tuesday, February 15, 2022 at the Central Office located in Middletown, Pennsylvania. Available via telephone for the meeting were Yassmin Gramian, Chair; William K. Lieberman, Vice Chair; Wadud Ahmad, Secretary Treasurer and Pasquale T. Deon, Sr., 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; Charles Duncan III, Chief Compliance, Legislative & Cultural Affairs (via telephone); Doreen McCall, Chief Counsel; 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 (via telephone); Thomas Porter, Michael Baker Int'l. and Ann Louise Edwards, Assistant Secretary Treasurer.

Others available via telephone were Cory Campbell, Senior Network Engineer (in person); Don Klingensmith, Asst. Chief Fin. Officer for Financial Administration; Jeffrey Naugle, Manager of Treasury Operations (in person); Kelly Horvath, Executive Administrative Assistant (in person); Sean Laudenslager, End User Support Supervisor (in person); Dan Russell, IT Consultant (in person); Camille Evans, Virtus, LLP; Craig Beissel, Volkert; Dave Snively, CDR; David Lowdermilk, WSP; Ed Reese, GPD Group; Eric Madden, JMT; Eric Meyer, WRA, LLP; George Hardy, DK Consulting; George Settelmaier, KSE; John Smith, Info. Matrix; Joseph DiFiore, Wallace Pancer Group; Mark Karolski, Buchart Horn; Michele Donaghy, T.Y. Lin; Mike Houser, Markosky; Paul McNamee, KCI; Samantha Osbourne, Virtus, LLP; Steve Pacchioli, Computer Aid and Rachel Perrego, Susquehanna Civil.



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 reclassification, performance incentive award, new hires 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.

No requests to address the Commission.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held February 1, 2022 be approved and filed as submitted-was made by Commissioner Deon, seconded by Commissioner Ahmad, 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 Deon, seconded by Commissioner Ahmad, and passed unanimously.



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.

DIRECT PLACEMENT FLOATING-RATE NOTES

Motion-That the Commission approve Direct Placement Floating-Rate Notes (FRNs) transaction with PNC Bank to refinance the existing 2017 Subordinate FRNs which mature June 1, 2022; adopt the Resolution approving the transaction and approve the legal (Bond Counsel: Clark Hill PLC, Virtus, LLP) and finance teams (Co-financial Advisors: Phoenix Capital Partners, LLP, Public Resources Advisory Group, Inc.; Swap Advisor: Mohanty Gargiulo LLC); PNC provided the best and lowest cost financing offer through an RFP issued by our Co-Financial Advisors -was made by Commissioner Deon, seconded by Commissioner Ahmad, and passed unanimously.



AGREEMENTS

Motion-That the Commission approves the negotiation and execution of Agreements for the items listed in memos “a” through “e”:

- a. Settlement Agreement and Release for the Estate of Cynthia Vance; and authorize payment of the settled amount;
- b. Consent Agreement with West Penn Power to permit the Commission to construct an emergency turnaround (under its utility line) on the Southern Beltway at MP S17.10;
- c. Reimbursement Agreement with Wheeling Lake Erie Railway (railroad) for the Commission to reimburse the railroad the cost for flagging and protective services during construction of structures MF-400 and MF-401 on the Mon/Fayette Expressway; at a not-to-exceed amount of \$219,780.00;
- d. Reimbursement Agreement with Pennsylvania American Water Company (PAWC) for PAWC to reimburse the Commission partial cost for the engineering and utility relocation work for the Mon/Fayette Expressway, Section 53-A1, near S.R. 885; at an approximate reimbursement of \$324,651.00;
- e. Reimbursement Agreement with Pennsylvania American Water Company (PAWC) to reimburse PAWC partial cost for the engineering and utility relocation work necessary for construction of the Mon/Fayette Expressway, Section 53-A1, near Rt. 51; at a not-to-exceed amount of \$117,500.00.

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



RIGHT-OF-WAY REQUESTS

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

- a. Acquisition of Right-of-Way #6047-D2 (John D. & Jennifer E. Stewart), a partial take parcel necessary for the total reconstruction project from MP 312.00 to MP 316.00 by authorizing payment of \$175,581.85 representing fair market value and pro-rated taxes to Dick Coon Real Estate Services, 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 the fair market value to the property owners is contingent upon the delivery of a deed as prepared by the Legal Department;
- b. Acquisition of Right-of-Way #17994-D (Washington County; McDonald Area Redevelopment Assoc.), a partial take parcel necessary for construction of the Southern Beltway, US 22 to I-79, by authorizing payment of \$4,100.00 representing fair market value to the County of Washington; also authorize payment of \$2,500.00 representing personal property loss damages to McDonald Area Redevelopment Assoc.; 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 the above damages to the property owners is contingent upon the delivery of deed prepared by the Legal Department;
- c. Acquisition of Right-of-Way #14S300 (Jane & Brian Dittman), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$6,066.00 representing fair market value and pro-rated taxes to Jane and Brian Dittman; authorize the appropriate Commission officials to execute the Agreement of Sale and other documents 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;
- d. Acquisition of Right-of-Way #8315-B (Adams Outdoor Advertising), a partial take parcel necessary for the total reconstruction project from MP A53.00 to MP A57.00 by authorizing payment of \$4,200.00 representing fair market value to Adams Outdoor Advertising Limited Partnership, d/b/a Adams Outdoor Advertising; 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 its delivery of a deed as approved by the Legal Department;
- e. Acquisition of Right-of-Way #8315-RC (Commerce Park, LP), a partial take parcel necessary for the total reconstruction project from MP A53.00 to MP A57.00 by authorizing payment of \$19,232.50 representing fair market value and pro-rated taxes to Commerce Park, LP; 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 its delivery of a deed as approved by the Legal Department;

- f. Adopt the Proposed Property Acquisition Resolution for Right-of-Way #14S606 (National Retail Properties, Inc.), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$158,200.00 representing estimated just compensation to counsel named at a later date; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
- g. Acquisition of Right-of-Way #8318-RB (Khan Partnership), a partial take parcel necessary for the total reconstruction project from MP A53.00 to MP A57.00 by authorizing payment of \$5,100.00 representing fair market value to Khan Partnership; authorize the appropriate Commission officials to execute the Temporary Construction Easement 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 its delivery of a Temporary Construction Easement as approved by the Legal Department.

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



ADVERTISING

Motion-That the Commission approves advertising for the items listed in memos “a” through “d”:

- a. Three (3) open-end geotechnical engineering services contracts;
- b. Early Action construction contract for the installation of three (3) Dynamic Message Signs on the Mon/Fayette Expressway;
- c. Four (4) open-end design engineering services contracts;
- d. Construction services for the S.R. 980 drainage improvements project.

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



PURCHASE ORDER

Motion-That the Commission approve an Issuance of a Purchase Order for a Safety Management System implementation, licensing and integration (February 2022 – February 2025), utilizing the Commonwealth’s contract with Cority/Cority Software, Inc.; at a cost of \$996,065.00-was made by Commissioner Deon, seconded by Commissioner Ahmad, and passed unanimously.



CONTRACT AWARD

Motion-That the Commission approves the Award of Contracts for the item listed in memos “a” and “b”:

- a. Contract #EN-00151-03-05 for durable pavement markings between MP 0.00 and MP 201.58, Toll I-376, Turnpike 66, Turnpike 43 and Turnpike 576, to the lowest responsive and responsible bidder, Parking Lot Painting Company; at a not-to-exceed amount of \$7,250,000.00;
- b. Contract #EN-00151-03-06 for durable pavement markings between MP 201.58 and MP 299.98, to the lowest responsive and responsible bidder, Parking Lot Painting Company; at a not-to-exceed amount of \$4,750,000.00.

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



CHANGE ORDERS

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

- a. Change Order #8 and Final Payment for Contract #T-282.00R002-3-02 for bituminous resurfacing between MP 282.02 and MP 292.02 with Allan Myers, L.P., for a decrease of \$520,745.88 for normal quantity adjustments and Toll-by-Plate reimbursements; for a final contract value of \$18,557,627.38 and final amount due to the contractor of \$11,713.64;
- b. Change Order #3 and Final Payment for Contract #EN-00233-03-06 for roadway and miscellaneous repairs between MP 299.98 and MP 356.42, MP H40.83 and MP H42.54, and MP A20.00 and MP A57.22 with New Enterprise Stone & Lime Co., Inc., for an increase of \$10,000.00 to rework the cross slope; for a final contract value of \$8,509,595.27 and final amount due to the contractor of \$10,000.00;
- c. Change Order #4 and Final Payment for Contract #EN-00165-03-03 for installation of signs between MP 245.75 and MP 359.00, and MP A20.00 and MP A131.00 with Allison Park Contractors, Inc., for a decrease of \$50,702.35 to reflect the actual cost of the completed work authorizations; for a final contract value of \$2,799,297.65 and final amount due to the contractor of \$55,985.95.

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



IAG PAYMENT

Motion-That the Commission approve payment of the E-ZPass Interagency Group’s (IAG) invoice for expenses incurred in supporting the backup virtual private network (VPN), from November 2020 – November 2021, in the amount of \$8,083.54. -was made by Commissioner Deon, seconded by Commissioner Ahmad, 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 RFP #6353, project management and business analysis work order services.

- Deloitte Consulting LLP-AWARDED
- Info-Matrix Corporation-AWARDED
- Domino Technologies, Inc.-AWARDED
- Momentum, Inc.
- The North Highland Company, LLC.

was made by Commissioner Deon, seconded by Commissioner Ahmad, and passed unanimously. The Commission has selected Deloitte Consulting, LLP; Info-Matrix Corporation; and Domino Technologies, Inc. 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. All three (3) met or exceeded the expectations set in the RFP. Deloitte Consulting, LLP has a deep bench of resources and has performed very well on past projects for the PTC. Info-Matrix performed very well on past work for the PTC, has significant experience and is a Diverse Business. Domino Technologies has relevant experience, is a Diverse Business and will give the PTC an opportunity to work with a new firm and access a different group of resources.



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be held on Tuesday, March 1, 2022 beginning at 11:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 11:10a.m.-was made by Commissioner Deon, seconded by Commissioner Ahmad, and passed unanimously.

PREPARED BY:

APPROVED BY:

Ann Louise Edwards  
Assistant Secretary Treasurer

Wadud Ahmad  
Secretary Treasurer