

MINUTES OF THE COMMISSION MEETING HELD MARCH 16, 2021

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 10:18 a.m. on Tuesday, March 16, 2021 at the Central Office located in Highspire, Pennsylvania. Available via telephone for the meeting were Melissa Batula, Deputy Secretary of Transportation; William K. Lieberman, Vice Chair; Pasquale T. Deon, Sr., Commissioner and Wadud Ahmad, Commissioner. Present for the meeting was John Wozniak, Secretary Treasurer.

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 Public Relations & Marketing (via telephone); Doreen McCall, Chief Counsel; Myneca Ojo, Director of Diversity and Inclusion (via telephone); Ray Morrow, Chief Compliance Officer (via telephone); Rick Dreher, Chief Financial Officer (via telephone); Robert Brady, Director of Operations/Projects-East (via telephone); Robert Taylor, Chief Technology Officer (via telephone); Stacia Ritter, Asst. Chief Operating Officer/Toll Collection (via telephone); and Ann Louise Edwards, Assistant Secretary Treasurer.

Others available via telephone were Don Klingensmith, Asst. Chief Fin. Officer for Financial Administration; Jeff Naugle, Manager of Treasury Operations; Jesse Ream, Communication Systems Program Manager (in person); Kelly Horvath, Executive Administrative Assistant; Shawn Laudenslager, End User Support Supervisor (in person); Stephen Thompson, Maintenance Utility Worker; Wanda Metzger, Manager of Professional Services Procurement; Camille Evans, Virtus, LLP; Craig Beissel, Volkert; Dan Laird, Hill International; Dan O'Brien, RBC Capital Markets; David Lowdermilk, WSP; David Thomas, Hill International; Derek McNeil, Siebert Williams Shank & Co.; Ed Blazina, Pittsburgh Post-Gazette; Ed Reese, GPD Group; Eric Epstein, Rock The Capital; Eric Madden, JMT; Eric Meyer, WRA, LLP; George Settelmaier, KSE; Jeff Hans, HDR; J. Frank; Jill Bolt, TY Lin; Jon Livingston, Jacobs; Joseph DiFiore, Wallace Panther Group; J.T. Lincoln, GAI; Karen Gabel, Erdman Anthony; Mark Karolski, Buchart Horn; Matt Shinton, Kimley-Horn; Patrick Kane, GPI; Paul McNamee, KCI; Rachel Perrego, Susquehanna Civil; Robert Horr, Atkins; Roger Eaton, HDR; Valeria Cappucci; Vince LoBianco, Harris & Harris; Samantha Osbourne, Virtus, LLP; and Steve Barber, Michael Baker (in person).



Vice Chair Lieberman 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:

Due to COVID-19, the Pennsylvania Turnpike Commission Administration Building remains closed to visitors. Accordingly, the Commission Meetings will be held via telephone (through June 2020 or until further notice). The Commission will continue to post call-in/WebEx information for those who wish to attend the meeting via telephone/WebEx. WebEx information should be posted at least 48 hours in advance of the meeting. The Commission will continue to closely monitor the CDC's and other government websites for up-to-date information regarding COVID-19, risk assessment and guidance to business. 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 termination, reorganization, general salary request and a request to create positions in the Maintenance Department.

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: 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 Stephen Thompson. Mr. Thompson is employed with the Pennsylvania Turnpike Commission and works in the Maintenance Department. Mr. Thompson wanted to thank the Commission for the extra money that employees working through COVID-19 received.



MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held March 2, 2021 be approved and filed as submitted-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



COMMUNICATIONS

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



PERSONNEL

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



UNFINISHED BUSINESS

No Unfinished Business to consider.



POLICY LETTERS

Motion-That the Commission approve the revisions to a Policy and rescind a Policy for the items listed in memos "a" and "b"

- a. Revisions to Policy 3.07, Workplace Violence, to update operational and procedural changes;
- b. Rescind Policy 5.08, Terroristic Threats, as it is now covered in Policy 3.07, Workplace Violence.

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



AGREEMENTS

Motion-That the Commission approve the negotiation and execution of the Agreements, a Supplemental Agreement and Amendments for the items listed in memos "a" through "h":

- a. Interagency Agreement and all necessary documents with the Pennsylvania Department of Transportation (PennDOT), for the Commission to transfer property to PennDOT for its projects at SR 981 and SR 2026;
- b. Amendment to our agreement with Bravo Group, Inc. for public outreach and involvement services, exercising the option to renew the agreement through May 22, 2022, at a cost of \$550,000.00;

- c. Supplemental Agreement with SmartDocs for vendor portal services; for an additional \$1,800,000.00 for future enhancements to provide continuous business process improvements; and exercise the first option to renew the agreement through May 16, 2024;
- d. Amendment to our agreement with The Hartford for short-term disability services, exercising the option to renew the agreement for an additional two-years (through May 2023); at an approximate cost of \$1,310,000.00 annually;
- e. Contribution Agreement with the Pennsylvania Department of Transportation (PennDOT), to fulfill our Pollutant Reduction Plan (PRP) as required by our Municipal Separate Storm Sewer System (MS4) Permit; authorize contribution of funds to PennDOT at an approximate cost of \$2,500,000.00 for various PRP projects;
- f. Agreement with 7-Eleven, Inc. for the distribution of E-ZPass Go Paks at Commission Service Plazas;
- g. Agreements for open-end drilling services; to the lowest responsive and responsible bidders, at a not-to-exceed amount of \$750,000.00 each or three (3) years, whichever occurs first:
 - Navarro and Wright Consulting Engineers- MP 247.30 through the Delaware River Bridge and the Northeast Extension;
 - CDI L.R. Kimball-MP 0.00 through MP 247.30, Amos K. Hutchinson Bypass, Beaver Valley Expressway, Mon/Fayette Expressway and the Southern Beltway;
- h. Agreement with Bracey's Supermarkets d/b/a ShopRite of Daleville and ShopRite of Mount Pocono for the distribution of E-ZPass Go Paks.

-was made by Commissioner Wozniak, 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 "i":

- a. Acquisition of Right-of-Way #6047-E2 (Edward and Linda J. Caba), a partial take parcel necessary for the total reconstruction project from MP 312.00 to MP 316.00 by authorizing payment of \$30,300.00 representing fair market value and pro-rated taxes to Edward and Linda J. Caba; 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;

- b. Acquisition of Right-of-Way #14S346 (Dean Naccarato), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$80,457.36 representing fair market value, pro-rated taxes and recording fees to Universal Settlement Services of PA, LLC, escrow agent; 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;
- c. Acquisition of Right-of-Way #14S343 (Joan Naccarato and Dean Naccarato), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$32,589.74 representing fair market value, pro-rated taxes and recording fees to Universal Settlement Services of PA, LLC, escrow agent; 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;
- d. Easement Agreement with Jennifer Moninger, necessary for construction of the Southern Beltway, Rt. 22 to I-79; approve the transfer of a non-exclusive access easement, over and across the neighboring property for the benefit of the Moninger property; and authorize the execution of the necessary documents;
- e. Acquisition of Right-of-Way #14S006 (Port Vue Plumbing, Inc.), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$73,181.50 representing fair market value and pro-rated taxes to Port Vue Plumbing, Inc.; 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;
- f. Acquisition of Right-of-Way #7228-A (Rachael A. Flynn), a partial take parcel necessary for the total reconstruction and widening project from Milepost A38 to A44; by authorizing payment of \$10,133.50 representing fair market value and pro-rated taxes to Rachel A. Flynn; \$4,000.00 to Vorys, Sater, Seymour & Pease, LLC representing payment of statutory Section 710 damages; 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;

- g. Acquisition of Right-of-Way #14S371 (West Mifflin Area School District), a total take parcel necessary for construction of the Mon-Fayette Expressway, Rt. 51 to I-376 Project, by authorizing payment of \$826,481.75 representing fair market value and recording fees to Tri-State Paralegal Service, LLC; \$4,000.00 to West Mifflin Area School District representing payment of statutory Section 710 fees; 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;
- h. Acquisition of Right-of-Way #14S312 (Borough of Dravosburg), a total take parcel necessary for construction of the Mon-Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$49,000.00 representing fair market value to the Borough of Dravosburg; 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;
- i. Settlement of Right-of-Way 14102 (Dustin Lee and Lakayla Andreis), a partial take parcel necessary for construction of the Southern Beltway, Rt. 22 to I-79, by authorizing payment of \$18,000.00 representing settlement funds to Wratcher Law LLC, escrow agent; also authorize the transfer of 4.2 acres of Commission owned property to the Andreis; authorize the appropriate Commission officials to execute the Full and Final Release and Settlement Agreement as approved by the Legal Department; authorize the appropriate Commission officials to execute the deed and other documents required for the transfer of 4.2 acres; and payment of the settlement and transfer of the 4.2 acres is contingent upon the receipt of an executed Full and Final Release and Settlement Agreement as approved by the Legal Department.

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



FINANCIAL RESOLUTION

Motion-That the Commission approve amending a resolution adopted by the Pennsylvania Turnpike Commission on March 3, 2020 authorizing the issuance of the Pennsylvania Turnpike Commission's (i) senior indenture bonds or notes, including bond anticipation notes, and (ii) subordinate indenture bonds or notes, including subordinate revenue bonds, bond anticipation notes and special revenue bonds, each in one or more series or sub-series, fixed rate, multi-modal or variable rate, taxable and/or tax-exempt, in an aggregate initial principal amount not to exceed \$1,000,000,000 (based on par amount), to finance the costs of (a) currently or advance refunding all or a portion of any bond anticipation notes, other short-term indebtedness, senior indenture bonds or subordinate indenture bonds, including special revenue bonds, previously issued by the Pennsylvania Turnpike Commission, (b) any debt service reserve or similar funds or credit facility costs related to such bonds, and (c) issuance of such bonds; appointing new financial advisors (Public Resources Advisory Group and

Phoenix Capital Partners, LLP); authorizing the issuance of any bonds on a forward delivery basis; authorizing a tender and exchange program with respect to the refunding of any prior bonds issued by the Pennsylvania Turnpike Commission and providing for the appointment of professionals, and authorizing documents with respect thereto; authorizing the taking of further action and declaring that this resolution shall be liberally construed-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



PURCHASE ORDERS

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

- a. Individual Job Order Contracts for general, electrical, plumbing and HVAC to extend through October 2021; at a not-to-exceed cost of \$9,300,000.00; and approval for staff movement of funds between individual vendors as needed during the life of the contract;
- b. Rental of catch basin cleaners and sweepers, to the lowest responsive and responsible bidders:

A&H Equipment	\$316,000.00
Stephenson Equipment Inc.	110,600.00
Vacuum Sales Inc.	71,400.00
Contingency funding	<u>52,000.00</u>
TOTAL AWARD/CONTINGENCY	\$550,000.00
- c. Microsoft Unified (Premier) Support services, exercising the option to renew the agreement through March 28, 2023 with Microsoft Corp; at a cost of \$929,000.00.

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



CHANGE ORDERS

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

- a. Change Order #3 and Final Payment for Contract #T-010.00M001-3-02 for the installation of Pre-entry Intelligent Transportation Systems between MP 10.00 and MP 189.00 with Power Contracting Company, for a decrease of \$50,751.92 to balance items to actual work completed; for a final contract value of \$1,574,535.58 and final amount due to the contractor of \$38,892.10;
- b. Change Order #3 for Contract #EN-00115-03-12 for the installation of signs between MP 28.25 and MP 75.70 with Allison Park Contractors, Inc., for an increase of \$13,608.65 for sign modifications; for a revised not-to-exceed amount of \$454,280.86;

- c. Final Contract Value for Contract #T-333.59F001-3-02 for construction of the Plymouth Meeting Maintenance facility relocation with High Construction Company; for a final contract value of \$14,282,714.14.

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



AWARD OF SERVICES

Motion-That the Commission approve the award of services and authorize the negotiation and execution of an agreement or agreements with the selected firm/firms for RFP #8784, debt collection services:

- Account Control Technology, Inc.-**AWARDED**
- Harris & Harris, Ltd.-**AWARDED**
- The CMI Group

-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously. The Commission has selected Account Control Technology, Inc. and Harris & Harris, Ltd 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 firms' price points are very fair. Account Control Technology utilizes smart debt segments and analysis tools and have processes relevant to seek revenue for the Turnpike. Harris & Harris has performed very well on a similar contract with Illinois Tollway and has strong customer and client web-access tools.



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Tuesday, April 6, 2021 beginning at 10:00 a.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 10:31 a.m.-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



PREPARED BY:

APPROVED BY:

Ann Louise Edwards
Assistant Secretary Treasurer

John Wozniak
Secretary Treasurer