

PENNSYLVANIA TURNPIKE COMMISSION

HIGHSPIRE, PENNSYLVANIA

FORMAL TELEPHONE MEETING

JULY 21, 2020

9:00 A.M.

AGENDA

- A. Roll Call**
 - Sunshine Announcement**
 - Public Participation**

- B. Minutes-July 7, 2020**

- C. Communications-**
 - Memo received from the Chief Counsel**
 - Memo received from the Director of Procurement & Logistics**

- D. Personnel**

- E. Unfinished Business**

F. NEW BUSINESS

1. **Approve the proposed Fiscal Year 2020-2021 Annual Operating Budget and the Fiscal Year 2021 Ten Year Capital Plan as set forth in memos “a” and “b”:**
 - a. **Adopt the proposed Resolution and approve the Annual Operating Budget for the 2020-2021 Fiscal Year in the amount of \$426,196,745.00;**
 - b. **Approve the proposed Fiscal Year 2021 Ten Year Capital Plan and grant approval for staff to procure long lead equipment items and advertise for the use of consultants, contractors and other necessary professional services to advance all phases of projects within the first two years of the adopted plan.**

2. **Approve the negotiation and execution of the Agreements and Amendments for the items listed in memos “a” through “c”:**
 - a. **Assignment Agreement with Jared Hoffman d/b/a All-Points Towing, Recovery, and Service Center to assign its active contract to All Points Towing, Recovery, and Service Center, Inc.;**
 - b. **Approve terms and execution of the Separation Agreements with employees who have opted to participate in the Commission’s Voluntary Departure Program;**
 - c. **Amendments to our agreements with the firms currently included in the Supplemental Advisory Services Professional Pool, exercising the option to renew the agreements for an additional two (2) years; at an approximate cost of \$1,300,000.00.**

3. **Approve the Right-of-Way Requests for the items listed in memos “a” through “d”:**
 - a. **Settlement of Right-of-Way #14S649 (Frank P. and Cynthia L. Lee), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$5,500.00 representing settlement amount and Section 710 damages to Bresnahan & Finnegan, P.C., escrow agent; authorize the appropriate Commission officials to execute the Settlement Agreement and other documents that may be required, as reviewed and approved by the Legal Department; and payment of the settlement funds to the claimants is contingent upon the delivery of an executed Settlement Agreement;**
 - b. **Acquisition of Right-of-Way #14S262 (Robert J. & Tiffany Zelenznik; Jennifer L. Richmond Shoemaker & Eric Shoemaker; and The Zelenznik Family Trust, Camille Bruback, Trustee), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$41,042.92 representing fair market value, pro-rated taxes and recording fees to Arrow Land Solutions, LLC 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**

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market value to the property owners is contingent upon the delivery of a deed as prepared by the Legal Department;

- c. Settlement of Right-of-Way #14S014 (Richard O. Owens), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$35,418.00 representing replacement housing supplement and estimated closing costs to Goldberg, Kamin & Garvin, LLP, escrow agent; and authorize payment of additional statutory damages as calculated by the Right-of-Way Administrator and approved by the Chief Counsel;
 - d. Acquisition of Right-of-Way #14S001 (Walter J. Greenewald), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$507.50 representing fair market value and pro-rated taxes to Walter J. Greenewald; authorize payment of \$2,500.00 representing Section 710 damages for appraisal fees to Valbridge Property Advisors; and authorize payment of \$665.00 representing Section 710 damages for attorney fees to David C. Allison, Esquire; authorize the appropriate Commission officials to execute the Agreement 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 owners is contingent upon the delivery of a deed as prepared by the Legal Department.
4. Approve the appointment of counsel and finance team professionals for Bond Resolutions previously approved by the Commission, as listed in memos "a" and "b":
- a. Providing for the appointment of co-bond counsel (Cozen O'Conner and Zarwin Baum) and disclosure counsel (Dilworth Paxson), the ratification of the prior appointment of certain advisors, and the authorization of actions by certain authorized officers of the Pennsylvania Turnpike Commission for purposes of this resolution relating to the issuance of certain of the Pennsylvania Turnpike Commission's senior indenture variable rate and fixed rate Turnpike revenue bonds approved by resolution of the Pennsylvania Turnpike Commission adopted October 7, 2019 (the "October 2019 resolution"), which resolution provided for the issuance from time to time of senior indenture Turnpike revenue bonds in an aggregate principal amount not to exceed \$500,000,000 (based on par amount) to finance, among other things, the costs of various capital expenditures for the Pennsylvania Turnpike system; and confirming, among other things, certain officials of the Pennsylvania Turnpike Commission as "authorized officers" for purposes of the October 2019 resolution;
 - b. Providing for the appointment of one or more underwriters (Barclays Capital Inc, for the 2020 Variable Rate bonds; Citigroup Global Markets, Inc., Loop Capital Markets, LLC, PNC Capital Markets, LLC, BNY Mellon Capital Markets/Academy Securities, Inc., Backstrom McCarley Berry & Co., LLC/Stifel, Nicolaus & Company, Inc. & U.S. Bancorp Investments, Inc. for the 2020 Fixed Rate bonds), as applicable, the selection of a credit facility provider (Barclays Bank PLC for the 2020 Variable Rate bonds) and the authorization of actions by certain authorized officers of the Pennsylvania Turnpike Commission for purposes of this resolution relating to

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the issuance of certain of the Pennsylvania Turnpike Commission's senior indenture variable rate and fixed rate turnpike revenue bonds approved by resolution of the Pennsylvania Turnpike Commission adopted October 7, 2019, which resolution provided for the issuance from time to time of senior indenture Turnpike revenue bonds in an aggregate principal amount not to exceed \$500,000,000 (based on par amount) to finance, among other things, the costs of various capital expenditures for the Pennsylvania Turnpike system.

5. Approve the Issuance of Purchase Orders for the items listed in memos "a" through "d":
 - a. Environmental Systems Research Institute (ESRI) GIS software maintenance and support, exercising the option to renew the agreement for an additional year (July 2020 - June 2021) with ESRI; at a cost of \$174,960.55;
 - b. Kahua license agreement (March 1, 2021 – February 28, 2031), utilizing the Commonwealth's contract with Kahua, Inc.; at a cost of \$3,371,815.00 for the 10-year contract; contract will be renewed annually;
 - c. Contact Center modernization, Nuance hosted voice-cloud IVR hosting services and licensing for three (3) years (July 2020 – July 2023), utilizing the Commonwealth's contract with Carahsoft Technology Corp., at a cost of \$1,001,160.00;
 - d. Managed print contract, exercising the option to renew the agreement for an additional year (thru June 2021) with Fraser Advanced Information Systems; at a cost of \$314,137.28.

6. Approve the Change Orders and Final Payments for the items listed in memos "a" through "c":
 - a. Change Order #2 and Final Payment for Contract #EN-00233-03-04 for roadway and miscellaneous repairs between MP 122.18 and MP 201.58 with New Enterprise Stone & Lime Co., Inc., for a decrease of \$1,210,007.28 to reflect the actual cost of the completed work authorizations; for a final contract value of \$7,039,992.72 and final amount due to the contractor of \$140,799.85;
 - b. Change Order #4 and Final Payment for Contract #EN-00115-03-07 for construction of ORT Cashless Tolling facility between MP A123.29 and MP A123.51 with J.D. Eckman, Inc., for an increase of \$7,030.21 to balance items to actual work completed and changes for topsoil, touch up paint and power riser modifications, for a final contract value of \$2,690,233.59 and final amount due to the contractor of \$88,363.07;
 - c. Final Payment for Contract #T-099.00T002-3-04 for roadway reconstruction between MP 99.05 and MP 101.70 with New Enterprise Stone & Lime Co., Inc., for a final contract value of \$33,002,361.54 and final amount due to the contractor of \$168,635.71.

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7. **Approve the appointment of Richard Dreher, Acting Chief Financial Officer, as a Trustee for the Pennsylvania Turnpike Commission Retiree Medical Trust for a term of July 21, 2020 to January 3, 2022.**

8. **Approve the proposed 2021 annual toll increase of 6% for E-ZPass, Toll-By-Plate (TBP) and commercial vehicles systemwide effective January 2021; and an additional 45% increase on the TBP rate schedule on the ticket system and the Mon/Fayette Expressway to cover the cost of TBP collections.**

9. **Approve the award of services and authorize the negotiations and execution of an agreement with the selected firm for the items listed in memos “a” and “b”:**
 - a. **T00146, design services for the replacement of Bridge DB-203 at MP 346.82; the highly recommended firms in alphabetical order:**
 - **WSP USA, Inc.-AWARDED**
 - **SAI Consulting Engineers, Inc.**
 - **Whitney, Baily, Cox & Magnani, LLC**

 - b. **RFP 8981, insurance consulting services; the highly recommended firms in alphabetical order:**
 - **Acrisure, LLC d/b/a North American Insurance Management (NAIMC)-AWARDED**

ITEM ADDED TO THE FORMAL AGENDA

- F-10. **Approve the issuance of a purchase order for the upgrade and replacement of Storage Area Network and components at the E-ZPass Customer Service Center, utilizing the Commonwealth’s contract with Presidio Networked Solutions, LLC; at a cost of \$1,000,000.00.**