

MINUTES OF THE COMMISSION MEETING HELD DECEMBER 21, 2010

A formal meeting of the Pennsylvania Turnpike Commission convened at 12:02 p.m., December 21, 2010 at the Central Office located in Highspire, Pennsylvania. Present for the meeting were Allen D. Biehler, P.E., Chairman/Secretary of Transportation; William K. Lieberman, Vice Chairman; J. William Lincoln, Secretary Treasurer; Pasquale T. Deon, Sr., Commissioner and A. Michael Pratt, Commissioner.

Others present for the meeting were Joseph G. Brimmeier, Chief Executive Officer; George M. Hatalowich, Chief Operating Officer; Robert F. Brady, Director of Operations/Projects-East; Richard S. DiPiero, Director of Fare Collection; Jeffrey L. Garrett, Chief Engineer, Michael Baker, Jr., Inc.; Todd S. Garrison, Director of Maintenance; Nikolaus Grieshaber, Chief Financial Officer; Jeffrey L. Hess, Director of Operations/Projects-West; Frank J. Kempf, Jr., Chief Engineer; Doreen McCall, Chief Counsel; Craig Shuey, Director of Government Affairs; Joe Suess, Acting Chief Informational Officer and Ann Louise Edmunds, Assistant Secretary Treasurer.

Also in attendance were William J. Capone, Director of Communications/Public Relations; John Christensen, Manager of Facilities & Energy Management Operations; Carl L. DeFebo, Jr., Manager of Public Information-East; Derek S. Hansel, Assistant Chief Financial Officer; Captain Martin L. Henry, Commanding Officer, Troop T, PSP; Donald S. Klingensmith, P.E., Manager of Contracts Administration; Donna Lapano, Executive Assistant; Anthony L. Maniscola, Special Investigator; Anthony Q. Maun, Director of Accounting; Jeffrey A. Naugle, Manager of Treasury Operations; Cathy Sabo, Senior General Accountant; Patricia Schlegel, Director of Human Resources; Mark Strause, Technician of PC/LAN; Brenda Szeles-Bratina, Director of Toll Revenue Audit; Marsha Wagner, Executive Secretary; Mike Ryan, Michael Baker, Jr., Inc.; Ken Zawacki, Teamsters; Jim Link, PFM and Winnie Hynes, Auditor General.

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Ms. Edmunds led the Commissioners and staff in the Pledge of Allegiance.

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The Assistant Secretary Treasurer, Ann Louise Edmunds, called the roll and declared a quorum present.

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SUNSHINE ANNOUNCEMENT

MS. EDMUNDS: THE COMMISSIONERS MET IN EXECUTIVE SESSION PRIOR TO TODAY'S FORMAL AGENDA SESSION TO CONSIDER MATTERS OF PERSONNEL, WHICH INCLUDED PROMOTIONS, VACANCIES AND A NEW HIRE.

THE COMMISSIONERS ALSO DISCUSSED DOCKET NO. 09-0400 (UNITED STATES WESTERN DISTRICT), ARBITRATION NO. 11680, PROPERTY CLAIM NO. DC-1542 AND ENGAGED IN NON-DELIBERATIVE INFORMATIONAL DISCUSSIONS REGARDING VARIOUS ACTIONS AND MATTERS, WHICH HAVE BEEN APPROVED AT PREVIOUS PUBLIC MEETINGS.

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PUBLIC COMMENT

MS. EDMUNDS: THE PUBLIC IS WELCOME AT THIS TIME 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, EFFICIENT, EFFECTIVE AND DIGNIFIED MEETING, ALL PERSONS WISHING TO ADDRESS THE COMMISSION SHOULD HAVE SIGNED IN AND REQUESTED TIME TO SPEAK. IF YOU HAVE NOT DONE SO, YOU ARE INVITED TO DO SO.

COMMISSIONERS, WE HAVE NO REQUEST TO ADDRESS THE COMMISSION. AT THIS TIME WE ASK ALL VISITORS TO STAND AND INTRODUCE YOURSELF.

JIM LINK, PFM
KEN ZAWACKI, TEAMSTERS
WINNIE HYNES, AUDITOR GENERAL

MS. EDMUNDS: THIS CONCLUDES THE PUBLIC COMMENT SECTION OF THE MEETING.

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MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held December 7, 2010 be approved and filed-was made by Commissioner Lieberman, seconded by Commissioner Lincoln; and passed unanimously.

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COMMUNICATIONS

Motion-That the Commission accepts and files the memos received from the Chief Counsel and the Manager of Procurement and Materials Management-was made by Commissioner Lincoln, seconded by Commissioner Lieberman; and passed unanimously.

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PERSONNEL

Motion-That the Commission approves the Personnel as amended-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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NEW BUSINESS

Reinvestments, Liquidations and Purchase of Securities

Upon the motion by Commissioner Lincoln seconded by Commissioners Pratt, the following Resolution was presented for adoption:

RESOLUTION

BE IT RESOLVED that The Pennsylvania Turnpike Commission hereby ratifies the action of the Assistance Chief Financial Officer, with the approval of the Chief Executive Officer and the Consulting Engineer, in directing the Trustee to make the foregoing reinvestments, liquidations and purchases; and

BE IT FURTHER RESOLVED that copies of the Resolution certified by the Assistant Secretary Treasurer shall be forwarded to the Trustee as required in Article VI, Section 602 of the 2001 Amended and Restated Trust Indenture.

The following members voted yea: Commissioners Biehler, Lieberman, Lincoln, Deon and Pratt. The motion passed unanimously.

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AGREEMENTS

Motion-That the Commission approves the negotiation and execution of the Amendments, a Supplement and the Agreements for the items listed in memos "a" through "f":

- a. Amendment to our agreements with The Pennsylvania State Police for patrolling the Turnpike; to adjust the reimbursement for patrol of the Findlay Connector to a new monthly rate of \$12,934.58 effective through June 30, 2011;
- b. Reimbursement Agreement with the PA Fish and Boat Commission (PFBC) to reimburse the PFBC for the removal of the Norristown Farm Dam and for habitat improvements; at a not-to-exceed amount of \$425,000.00;
- c. Approve the sale of the former Antoon property in Uniontown pursuant to Section 2D of the Land Use Policy, by listing the property for sale with Continental Realty; and authorize the execution of the listing agreement, sales agreement and deed;
- d. Approve the sale of the former O'Donnell property in Arona pursuant to Section 2D of the Land Use Policy, by listing the property for sale with Continental Realty; and authorize the execution of the listing agreement, sales agreement and deed;
- e. Agreement with Continental Realty for continued land use consulting services for two years; a Settlement Agreement with Continental Realty for the amount due for services rendered from June 11, 2010 until the new agreement has been fully executed; and authorize the issuance of a check in the settlement amount;

- f. Amendment to our agreement with AAA East Central for the distribution of E-ZPass in their branch offices; to enable their offices to participate in the E-ZPass Go-Pak retail program;

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

Item F-2g is being removed from the agenda

- g. Supplemental Agreement #5 with McCormick Taylor, Inc. for Act 44 Public Relations and Communications Services, for a supplement of \$500,000.00; increasing the not-to-exceed amount to \$27,500,000.00.

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RIGHT-OF-WAY REQUESTS

Motion-That the Commission approves the Right-of-Way Requests for the items listed in memos "a" through "c":

- a. Approve an Easement Agreement and a water line transfer from the Commission to Exeter Peter Lane I, L.P. for our water line at the Norristown Interchange;
- b. Relinquish the condemnation of Right-of-Way #17964, a total take parcel, that was to be necessary for the Southern Beltway project; and authorize payment of cost, expenses and damages, if any, suffered by reason of the condemnation;
- c. Approve a Sales Agreement with Timothy J. and Sherri L. Maret for a conservation easement, as deemed necessary by the DEP, as part of the Susquehanna River Bridge project and approve the issuance of payment to the Maret's in the amount of \$47,925.00.

-was made by Commissioner Lincoln, seconded by Commissioner Pratt; and passed unanimously.

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AUTHORIZE PAYMENT

Motion-That the Commission authorizes payment for the 2010 Notice of Assessment from the Bureau of Workers' Compensation, Department of Labor and Industry, for the Workers' Compensation Fund, in the amount of \$51,173.00-was made by Commissioner Lincoln, seconded by Commissioner Deon; and passed unanimously.

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AWARD OF BIDS, RENEWAL OF AN AGREEMENT AND THE ISSUANCE OF PURCHASE ORDERS

Motion-That the Commission Approves the Award of Bids, the Renewal of an Agreement and the Issuance of Purchase Orders for the items listed in memos "a" through "g":

- a. Janitorial supplies, exercising our final option to renew the agreement for an additional year (January 1, 2011-December 31, 2011):
XPEDX \$173,000.00

All American Poly	76,000.00
Grainger	24,000.00
PIBH	<u>20,000.00</u>
TOTAL RENEWAL	\$293,000.00

- b. Lease for Dell computers and laptops for four-years; utilizing the Commonwealth's contract with Dell Marketing; at a total award of \$1,576,636.00;
- c. Microwave radio interface at the Valley Forge Interchange, utilizing the Commonwealth's contract with Alcatel Lucent USA, Inc.; at a total award of \$198,045.00;
- d. Four (4) 2011 Chevrolet Express cargo vans; utilizing the Commonwealth's contract with Apple Automotive Group; at a total award of \$116,472.00;
- e. Microsoft Windows 7/Office 2010 Purchase with a 5-year software assurance; utilizing the Commonwealth's contract with CDW Inc.; at a total award of \$975,139.00;
- f. Modernization of the Reproduction print center with new digital printing equipment; utilizing the Commonwealth's contract with Océ North America, Inc.; at a total award of \$321,345.00;
- g. Trend Deep Security Software, utilizing the Commonwealth's contract with Dell Marketing; at a total award of \$133,173.65.

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

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AWARD OF CONTRACTS

Motion-That the Commission approves the Award of Contracts for the items listed in memos "a" and "b":

- a. Contract #T-292.00R001-3-02 for bituminous overlay between MP 292.00 and MP 299.30, to the lowest responsive and responsible bidder, Reading Site Contractors; at a total award of \$7,538,992.57 and a contingency amount of \$250,000.00;
- b. Contract #A-020.00T002-3-05 for roadway and bridge reconstruction from MP A20.31 to MP A25.67, to the lowest responsive and responsible bidder, Walsh Construction Company; at a total award of \$150,912,000.00 and a contingency amount of \$7,500,000.00.

-was made by Commissioner Lincoln, seconded by Commissioner Pratt; and passed unanimously.

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ITEMS ADDED TO THE FORMAL AGENDA

FINAL SELECTION

Motion-That the Commission approves the consultant selection recommendations from the Technical Review Committee and authorizes the negotiation and execution of a contract with the first firm listed for the items in memos "a" through "d":

- a. Firm to conduct a study and complete a feasibility report documenting the system requirements, estimated costs, traffic and revenue analysis and implementation schedule involved with conversion of the Turnpike toll collection system to an AET system; at a not-to-exceed amount of \$2,000,000.00:
Reference #3-215
McCormick Taylor, Inc.
Jacobs Engineering Group, Inc.
- b. Engineering or construction management firm to provide construction inspection project management services for the replacement of Bridge DB-155 at MP 342.75; at a not-to-exceed amount of \$1,400,000.00:
Reference #4-085
TRC Engineers, Inc.
Hill International, Inc.
Erdman Anthony
- c. Engineering or materials testing firm for an open-end construction materials inspection and testing services from MP 200.00 to MP 351.11 and the Northeast Extension; at a not-to-exceed amount of \$850,000.00:
Reference #5-073
ACA Engineering, Inc.
Solar Testing of Pennsylvania, LLC
Jeff Zell Consultants, Inc.
- d. Engineering or construction management firm to provide open-end construction inspection services from MP 247.00 to MP 358.00 and the Northeast Extension; at a not-to-exceed amount of \$850,000.00:
Reference #5-074
The Temple Group, Inc.
Erdman Anthony
Carroll Engineering Corporation

-was made by Commissioner Lincoln; seconded by Commissioner Pratt; and passed unanimously.

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SUPPLEMENTS

Motion-That the Commission approves the Supplemental Agreements as listed in memos “a” through “c”:

- a. Supplemental Agreement #3 with CECO Associates for final design of the Route 903 E-ZPass Only Interchange, for an additional \$460,000.00; increasing the not-to-exceed amount to \$2,910,000.00;
- b. Supplemental Agreement #2 with the Vitetta Group, Inc., for preliminary and final design services for the Trevoise Maintenance relocation project, for an increase of \$75,000.00; increasing the not-to-exceed amount to \$2,225,000.00;

- c. Supplemental Agreement #1 with the Vitetta Group, Inc. for preliminary and final design services for the Uniontown to Brownsville Maintenance facility and salt storage facilities at M15 and M18 on the Mon/Fayette Expressway, for an increase of \$600,000.00; increasing the not-to-exceed amount to \$2,100,000.00.

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

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CHANGE ORDERS

Motion-That the Commission approves the Change Orders for the items listed in memos "a" and "b":

- a. Change Order #6 for Contract #01-002-FCXH with Walsh Construction for construction of Section 51A1 of the Mon/Fayette Expressway, for an additional \$907,208.64 necessary for concrete repairs, shoulder work, super pave mixture pricing, "Old Pittsburgh Road" repairs, concrete pavement pricing, drainage, Park and Ride lot, construction, rebar and electrical work;
- b. Change Order #3 for Contract #A-020.00T002-3-02 with J.F. Shea Construction, Inc. for the replacement of Bridge NB-129 at MP A27.20, for an additional \$237,665.35 necessary for acceleration costs, satisfy the Penn DOT Highway Occupancy Permit for paving and barrier work and a 175-day time extension for weather sensitive contract work.

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

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CHANGE ORDER AND FINAL PAYMENT

Motion-That the Commission approves Change Order #4 and Final Payment for Contract #02-073-RCKX with Haines and Kibblehouse, Inc. for structural demolition and/or removal for the I-276/I-95 Interchange project, for a decrease of \$204,106.93; making the final contract amount \$523,078.07, with the final amount due of \$54,991.04-was made by Commissioner Lincoln, seconded by Commissioner Pratt; and passed unanimously.

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NEXT MEETING

MS. EDMUNDS: THE NEXT COMMISSION MEETING WILL BE HELD TUESDAY, JANUARY 11, 2011.

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MR. BRIMMEIER: FIRST, I WOULD LIKE TO WISH EVERYONE HAPPY HOLIDAYS AND I'M GOING TO MAKE IT A SPECIAL HAPPY HOLIDAY TO RICH, BRENDA, MIKE BEGLER AND NICK.

THE COMMISSIONERS HAVE DECIDED THAT WE SHOULD PUT THE FARE RATES BACK ON THE TICKETS AND WE WANT TO DO THAT OBVIOUSLY AS QUICKLY AS POSSIBLE. SO, IF WE CAN CONDENSE THE TIME PERIOD THAT WE'VE HEARD; ANYWHERE FROM 3 TO 4 MONTHS, LET'S DO IT.

MERRY CHRISTMAS AND ENJOY YOUR HOLIDAYS AND LET THINK HOW WE CAN CONDENSE THAT PERIOD. THANK YOU.

ADJOURNMENT

MS. EDMUNDS: COMMISSIONERS, I HAVE NO OTHER ITEMS FOR CONSIDERATION. IF YOU HAVE NOTHING FURTHER, I REQUEST A MOTION FOR ADJOURNMENT.

Motion-That this meeting of The Pennsylvania Turnpike Commission be adjourned at 12:08 p.m.-was made by Commissioner Pratt, seconded by Commissioner Deon; and passed unanimously.

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PREPARED BY:

Ann Louise Edmunds
Assistant Secretary Treasurer

01-11-11

APPROVED BY:

J. William Lincoln
Secretary Treasurer

ATTACHMENT NUMBER 1

COMMUNICATIONS: MEMO RECEIVED FROM THE CHIEF COUNSEL AND
MANAGER OF PROCUREMENT AND MATERIALS MANAGEMENT