

## MINUTES OF THE COMMISSION MEETING HELD JANUARY 19, 2021

A formal telephone meeting of the Pennsylvania Turnpike Commission convened at 10:36 a.m. on Tuesday, January 19, 2021 at the Central Office located in Highspire, Pennsylvania. Available via telephone for the meeting were Yassmin Gramian, P.E., Chair; 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 (via telephone); Bradley J. Heigel, P.E., Chief Engineer; Carl DeFebo, Jr., Director of Public Relations & Marketing (via telephone); Charles Duncan III, Esquire, Chief Compliance, Legis. & Cultural Affairs (via telephone); Doreen McCall, Chief Counsel; Myneca Ojo, Director of Diversity and Inclusion (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; Gina Murray, Senior Procurement Specialist; 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); Camille Evans, Virtus, LLP; Dan Laird, Hill Intl.; Dan O'Brien, RBC Capital Markets; Ed Reese, GPD Group; Eric Madden, JMT; Eric Meyer, WRA; Jeff Hans, HDR; Jill Bolt, TY Lin; Jim Brady, STV; Joe Platt, TPD; Joe Romano, LDG; Joseph DiFiore, Wallace Panther Group; Jon Livingston, Jacobs; J.T. Lincoln, GAI; Mark Karolski, Buchart Horn; Matt Shinton, Kimley-Horn; Michael Phillips, Navarro & Wright; Mike House, Modjeski & Masters; Pat Kane, GPI; Paul McNamee, KCI; Rachel Perrego, Susquehanna Civil; Robert Horr, Atkins; Roger Eaton, HDR; and Steve Barber, Michael Baker (in person).



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:

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 new hire, promotions, vacancies and postings in the IT 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. If you have not done so, you are invited to do so at this time.

We had no requests to address the Commission.



#### MINUTES OF THE MEETING

Motion-That the Minutes of the meeting held January 5, 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.



SWAPS

Motion – That the Commission approve and authorize the execution and delivery, from time to time, of one or more agreements and instruments to provide for the amendment, termination, extension, restructuring or novation of the Commission’s then existing financial documents (as defined herein) (including, without limitation, International Swaps and Derivatives Association (ISDA) protocol agreements, bi-lateral agreements and other similar agreements and instruments) in order to manage risks and address financial and other considerations with respect to the Commission’s swap and/or investment transactions (including, without limitation, considerations arising from the cessation, other unavailability, modification or earlier financial market departure from use, of one or more of the various tenors of the London Inter-Bank Offered rate (LIBOR) or other financial market interest rate indices); authorizing and approving any related formal or deemed amendments or terminations of financial documents or other swap and/or investment transactions, including, without limitation, the entering into of new transactions and those that may result from the Commission executing and delivering transition/restructuring documents (as defined herein); authorizing certain payments in connection with the foregoing; authorizing the solicitation of proposals and negotiations in connection with the foregoing; authorizing the execution and delivery, from time to time, of one or more supplemental indentures to the Commission’s bond indentures necessary or convenient in connection with the Commission’s entering into any transition/restructuring document; authorizing other documents and the taking of further action; ratifying prior actions taken in furtherance of the purposes of this Resolution; declaring that this Resolution shall be liberally construed; and repealing inconsistent Resolutions. -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 for the items listed in memos “a” and “b”:

- a. Settlement Agreement and Release with Dale Cooper; and authorize issuance of the workers’ compensation settlement payment;

- b. Settlement Agreement and Release with Alexander Lugin; and authorize issuance of the workers' compensation settlement payment.

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



#### RIGHT-OF-WAY REQUEST

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

- a. Acquisition of Right-of-Way #7227-A (Thomas W. & Janet J. Bonekemper), a partial take parcel necessary for the total reconstruction from MP A38.00 to MP A44.00 by authorizing payment of \$18,980.50 representing fair market value and pro-rated taxes to Thomas W. and Janet J. Bonekemper; 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 #14S347 (Westwood & Associates, LLC), a partial take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$964,733.11 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 #17632 (Gregory M. and Christina Chamberlin), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 22 to I-79, by authorizing payment of \$191,573.13 representing fair market value, pro-rated taxes and recording fees to Tri-State Paralegal Service, 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;
- d. Settlement of Right-of-Way #14S645 (Donald A. Kapolka and Dean C. Kapolka), a total take parcel necessary for construction of the Mon/Fayette Expressway, Rt. 51 to I-376, by authorizing payment of \$161,146.35 representing settlement funds, pro-rated taxes and recording fees to Tri-State Paralegal Service, LLC, escrow agent; and payment of the settlement funds to the property owners is contingent upon the delivery of a deed as prepared by the Legal Department;

- e. Settlement of Right-of-Ways #6424-A, 6425-A, & 6433-A (Whitpain Township), total take parcels necessary for the total reconstruction project from MP A20.00 to MP A30.00; the Commission will transfer fee simple title to the Township for the former Fallon property (Edmond J. Fallon, Jr and Lisa Stroup); authorize the appropriate Commission officials to execute the Settlement Agreement and other required documents as approved by the Legal Department; authorize payment of the settlement amount of \$100,000.00 to Whitpain Township; and payment of settlement funds and transfer of the former Fallon property are contingent upon the delivery of a deed as prepared by the Legal Department.

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



#### ADVERTISING

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

- a. Contract #T-123.00R002-3-02 for asphalt resurfacing between MP 121.84 and MP 131.50;
- b. Contract #A-051.30R001-3-02 for asphalt resurfacing between MP A51.37 and MP A54.50;
- b. Construction inspection services (open-end) from MP 200.00 to the Delaware River Bridge and on the Northeast Extension;
- d. Design services (open-end) systemwide.

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



#### PURCHASE ORDER

Motion – That the Commission approve the Issuance of a Purchase Order for ServiceNow subscription (January 2021 – January 2022), exercising the option to renew the agreement with CDW Government LLC/CDW LLC; at a cost of \$472,270.19-was made by Commissioner Wozniak, seconded by Commissioner Deon, and passed unanimously.



#### AWARD OF CONTRACT

Motion – That the Commission approve the Award of Contract #T-250.09S001-3-02 for the replacement of Bridge EB-311 at MP 250.09, to the lowest responsive and responsible bidder, Susquehanna Valley Construction Corporation; at a not-to-exceed amount of \$4,791,485.00 and a contingency of \$200,000.00- 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 #EN-00231-03-04 for bridge repairs between MP 236.22 and MP 358.11 with J.P.S. Construction Co., Inc., for a decrease of \$516,133.11 to reflect the actual cost of the completed work authorizations; for a final contract value of \$1,733,866.89 and final amount due to the contractor of \$86,693.34;
- b. Change Order #1 and Final Payment for Contract #EN-00231-03-03 for bridge repairs between MP 109.91 and MP 236.22 with J.P.S. Construction Co., Inc., for a decrease of \$406,850.08 to reflect the actual cost of the completed work authorizations; for a final contract value of \$1,093,149.92 and final amount due to the contractor of \$58,315.58;
- c. Change Order #2 and Final Payment for Contract #EN-00233-03-02 for roadway and miscellaneous repairs on Toll I-376, Turnpike 43, Turnpike 576 and Turnpike 66 with Gulisek Construction, LLC, for a decrease of \$1,180,267.29 to reflect the actual cost of the completed work authorizations; for a final contract value of \$3,819,732.71 and final amount due to the contractor of \$190,986.64.

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



E-ZPASS INTERAGENCY GROUP

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 January – October 2020, in the amount of \$6,209.10- 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 with the selected firm for T00163, in-depth inspection of the Allegheny, Tuscarora, Kittatinny, Blue Mountain and Lehigh Tunnels.

- Gannett Fleming - AWARDED
- Modjeski and Masters, Inc.

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



NEXT COMMISSION MEETING

The next meeting of the Pennsylvania Turnpike Commission will be a telephone meeting on Monday, February 1, 2021 beginning at 1:00 p.m.



ADJOURNMENT

Motion-That this meeting of the Pennsylvania Turnpike Commission be adjourned at 10:49 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