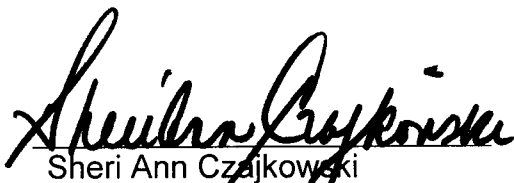


**CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY**

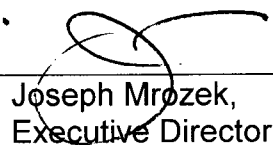
I, Joseph Mrozek, hereby certify that I am the Executive Director of the New Jersey Turnpike Authority and as such **Executive Director** certify that the attached copy of PROCEEDINGS OF THE NEW JERSEY TURNPIKE AUTHORITY is a true and correct copy of the Minutes of the November 18, 2014 Regular Meeting of the Authority.

IN WITNESS THEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Turnpike Authority this 18th day of November, 2014.

ATTEST:



Sheri Ann Czajkowski
Secretary to the Authority



Joseph Mrozek,
Executive Director

Corporate Seal

Date: November 18, 2014

**Received in the Governor's Office on November 18, 2014
(hand delivered)**

Received by:

Lashawn Kirk

Print Name



Signature

Veto Period Ends:

December 3, 2014

(Write in the date the veto period ends)

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY
BOARD MEETING**

Tuesday, November 18, 2014

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Chairman Jamie Fox called the Authority into session in the Executive Boardroom of the Authority's Administration Offices, Woodbridge, New Jersey, at 9:00 A.M.

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PRESENT

Present were Chairman Jamie Fox, Chairman Ronald Gravino, Treasurer Michael DuPont, Commissioner Raymond Pocino, Commissioner Harold Hodes, Commissioner Ulises Diaz, Commissioner Daniel Becht, and Commissioner John Minella. The meeting commenced at 9:00 a.m.

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ALSO PRESENT

Executive Director Joseph Mrozek; Chief Operating Officer John O'Hern; Chief Engineer Robert Fischer; General Counsel Bruce Harris; Chief Financial Officer Donna Manuelli; Director of Human Resources Mary-Elizabeth Garrity; Director of Internal Audit James Carone; Acting Director of Maintenance Kenneth McGoldrick; Director of Operations Henry Eibel; Director of Procurement and Materials Management Andrea Ward; Chief Information Officer Barry Pelletteri; Director of Tolls Robert Quirk; Troop Commander Eric Heitmann, State Police Troop D; and Secretary to the Authority Sheri Ann Czajkowski.

Also present were: Governors' Authorities Unit Representatives Chris Howard; additional individuals consisting of other NJTA employees; interested organizations; the general public; and from the media: The Star Ledger.

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NOTICE OF MEETING

This is a regular meeting of the New Jersey Turnpike Authority. Adequate notice of this meeting has been provided in accordance with Chapter 231, P.L. 1975 in that notice has been given to two newspapers and notice has been forwarded to the Secretary of State, Trenton, New Jersey. In addition, notice of said meeting has been and is being displayed in the main lobby of the Authority's Administration Headquarters in Woodbridge.

030403

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EXECUTIVE SESSION

A motion to enter into Executive Session, not open to the public in accordance with the Open Public Meetings Act, N.J.S.A. 10:4-12(b), to discuss matters pertaining to:

- A. Personnel;
- B. Purchase, Lease or Acquisition of Real Property;
- C. Pending or Anticipated Litigation; and/or
- D. Contract Negotiations.

The motion was made by Commissioner Pocino and seconded by Commissioner Becht, and, after the voice vote, the motion was duly adopted by the Board of Commissioners of the New Jersey Turnpike Authority.

Executive Session was adjourned at 09:26 a.m.; Chairman Fox resumed the public portion of the meeting.

Executive Director Mrozek takes Roll Call:

- Chairman Fox
- Vice Chairman Gravino
- Treasurer DuPont
- Commissioner Hodes
- Commissioner Pocino
- Commissioner Diaz
- Commissioner Becht
- Commissioner Minella

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ACTION ON MINUTES

The Executive Director reported that ten days, excluding Saturdays, Sundays and holidays, have elapsed since Governor Chris Christie received the proceedings of the regular meeting of October 21, 2014; he did not exercise his power to veto any items in those minutes.

Upon motion made by Treasurer DuPont seconded by Commissioner Hodes the minutes of the meeting was unanimously approved.

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RECUSALS

The Executive Director reported recusals or abstentions submitted for the record:

- **Treasurer DuPont:** Items 415 and 416
- **Commissioner Pocino:** Items 425 thru 441
- **Commissioner Hodes:** Item 428
- **Commissioner Becht:** Item 417, 418, and 427
- **Commissioner Minella:** Item 417, 418, and 427

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Chief Engineer Robert Fischer requested approval of item number 427-11-2014. Moved are the items as follows:

427-11-2014

In a document dated November 5, 2014, **a Recommendation to Award Contract No. T300.311 for the New Jersey Turnpike to Union Paving & Construction Co., Inc. for Interchange 14A Toll Plaza and Ramps Improvements, Milepost N0.0 to N4.0, Cities of Bayonne and Jersey City, Hudson County, Ten Year Capital Program No. 39013027, Amount: \$159,931,514.89**, was approved.

This contract involves improvements to New Jersey Turnpike Interchange 14A toll plaza and ramps to improve operations between the New Jersey Turnpike and State Route 440, as well as local connections in the Cities of Bayonne and Jersey City. The proposed work includes the construction of two addition toll lanes to create a 13 lane plaza, toll plaza rehabilitation and renovations, replacement of the existing two-lane Connector Road Bridge with a four-lane structure, and various other ramp and roadway improvements.

Seven bid proposals were received on November 5, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$159,931,514.89 may be compared to the second low bid proposal in the amount of \$160,382,482.00. The low bidder, Union Paving & Construction Co., Inc., has performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T300.311 be awarded to the low bidder, Union Paving & Construction Co., Inc., of Mountainside, New Jersey, in the amount of \$159,931,514.89. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine 2006).

The General Consultant, HNTB Corporation, concurs with this recommendation.

On motion by Treasurer DuPont and seconded by Commissioner Hodes, the Authority unanimously approved item number 427-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

Commissioner Hodes left the meeting after approval of item 427-11-2014 at 9:30 a.m.

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EXECUTIVE DIRECTOR'S COMMENTS

ED Mrozek stated that the Authority has successfully reached concluded negotiations with the two (2) tolls supervisors unions -- Local 193 and Local 200 -- and the memberships of both unions have ratified those agreements. Those agreements will provide the Authority with economic savings, which will grow over time. The concessions are satisfactory to the Board. Mrozek stated that the agreements represent a win-win outcome as the Toll Supervisors will retain their positions with the Authority and the Authority received needed financial concessions. The Authority will now take steps to terminate the existing toll services RFP. Near the end of the year, the Authority will issue a new RFP for only electronic toll services.

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PUBLIC COMMENT

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Murray Bodin

Mr. Bodin stated that he recently attended MTA board meetings in Manhattan. He asked the MTA to stripe its roads correctly, just at the NJTA and NY Thruway do. He feels MTA ignored his request.

Bodin also plans to ask the Port Authority of New York and New Jersey's Traffic Engineer to line stripe its facilities stripe consistent with MUTCD.

Bodin stated that the New Jersey Turnpike Authority has been a leader in making the roads safer and others need to follow the example. Bodin thanked NJTA staff for cooperating with him and stated that this Authority realizes the world is changing and has become a leader of change.

Chairman Fox thanked Mr. Bodin for his kind words.

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PRESENTATION, CAPITAL PROGRAM

Chief Engineer Fischer gave a presentation on the status of the balance of the capital program. Fischer stated that the Turnpike 6-9 Widening opened a few weeks ago and the event received a lot of press coverage. Fischer stated that the Turnpike 6-9 Widening is only one-third of the Authority's \$7 billion capital program.

Thereafter, Fischer briefed the Board of Commissioners on the status so the Parkway 80-35 widening. Fischer said that 80-52 is open on the Parkway. Fischer advised of all of the bridge repair work that has been done on the Turnpike and Parkway. He advised that the Parkway 100-83 should improvement project should be completed next year, as should the removal of the traffic signals at Exits 9, 10, and 11.

Finally, Fisher told the Board of Commissioners about some of the upcoming projects

such as the improvements to 14A and 8A on the Turnpike and improvements to Exits 163, 125, 109, and 105 on the Parkway.

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COMMISSIONER'S COMMENTS

Chairman Fox stated that he has received many compliments from motorists who have been travelling the improved Parkway.

Treasurer DuPont stated that the \$7 billion capital program has been a true team effort among all of the employees at the Authority. Treasurer DuPont noted that the money saved on the Turnpike widening has been effectively used to continue to the Parkway widening. DuPont stated that the improvements provide safer roads for EMS, State Police, and motorists.

Commissioner Pocino stated that work done under the capital program is great. And the improvements are making the roadways safer for all motorists. Pocino asked that Engineering review whether the Turnpike can be widened from two (2) lanes in each direction to three (3) lanes in each direction between intersections 1 and 4.

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General Counsel Bruce Harris requested approval of item numbers 415-11-2014 and 416-11-2014. Moved as a group those items are as follows:

415-11-2014

In a memorandum dated November 5, 2014, a Recommendation to Deem Certain Property Necessary for the Interchange 125 Improvements Project and Authorization to Take Steps to Acquire the Necessary Property, Garden State Parkway, Borough of Sayreville, County of Middlesex, was approved.

The New Jersey Turnpike Authority ("Authority") is proceeding with its plans for the construction of the Interchange 125 Improvements Project (the "Project") in the Borough of Sayreville, County of Middlesex. The Project will provide for a full northbound/southbound interchange at Interchange 125 of the Garden State Parkway and will include: a new southbound exit ramp with a toll plaza; the relocation of the existing southbound entrance ramp; a new northbound entrance ramp; and the lengthening/replacement of the Parkway mainline bridges over Chevalier Avenue to accommodate the widening of Chevalier Avenue.

The Project will require real estate acquisitions from various public and private entities for direct use in the Project. The details of the property interests required for the Project are described in Exhibit A attached hereto. In furtherance of the acquisition process, the Law Department has been in the process of obtaining both title work and appraisals of the necessary parcels.

The acquisitions as proposed above do not involve property designated as "Preserved Farmland" pursuant to and as required by the Agriculture Development and Retention Act

N.J.S.A. 4:1C-11 et seq., and State Agricultural Development Committee Rules N.J.A.C. 2:76-1.1, the Act's implementing regulations. Nor have the above referenced properties been designated or encumbered as Green Acres Properties pursuant to N.J.S.A. 13:1D-52 et seq. and N.J.A.C. 7:35-26.1 et seq.

Accordingly, it is requested that the Authority's Commissioners deem the property set forth in Exhibit A necessary for the construction of the Project. In addition, authorization by the Authority's Commissioners is requested to permit the Executive Director, with the assistance of the Law Department, Engineering Department, outside General Counsel and other Authority consultants, to take all steps necessary to acquire the property set forth in Exhibit A. This authorization would include, but not be limited to, arranging for appraisals and entering into negotiations to acquire the necessary property interests, and when such negotiations have reached an impasse, commencing Eminent Domain proceedings, including but not limited to depositing the appraised value into court and filing a Declaration of Taking. The final purchase price will be submitted for approval to the Authority's Commissioners in a separate agenda item.

Accordingly, it is requested that the Authority's Commissioners authorize the Executive Director to take such steps to acquire the necessary property as set forth above. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

Exhibit A
Properties to be Acquired

Parcel	Municipality	Block	Lot	Owner
4670	Sayreville	275.02	1	Sayreville Seaport Associates
4671	Sayreville	326.01	6	First Industrial, LP
4672A, 4672B	Sayreville	326.01	5	C&K International, LLC
4673A, 4673B	Sayreville	274	1	NJDOT

416-11-2014

In a memorandum dated November 5, 2014, **Ratification of Cost Sharing Agreement with Sayreville Seaport Associates, L.P. for the Payment of Costs and Expenses Related to the Design and Construction of Local Road Improvements Associated with the Garden State Parkway Interchange 125 Improvements Project, Borough of Sayreville, County of Middlesex**, was approved.

Under Agenda Item No. 213-06-2014, the Board of Commissioners authorized the Executive Director to execute a cost sharing agreement ("Agreement") with Sayreville Seaport Associates, L.P. ("SSA") for the funding of improvements related to the Interchange 125 Improvements Project (the "Project"), which includes local road improvements to Main Street Extension and Chevalier Avenue in Sayreville.

The Project will provide for a full northbound/southbound interchange at Interchange 125 of the Garden State Parkway. SSA is currently developing a mixed use project in the Borough of Sayreville off Main Street and Chevalier Avenue (the "Development"), which is in close proximity to the Parkway at Interchange 125 and which will likely result in a significant increase in traffic volumes entering and exiting the Parkway. As a result of the Development, SSA has requested modifications to the Project design.

Under the terms of the Agreement as finally negotiated between the parties, SSA will contribute \$15,000,000 toward the construction of Project, which will be placed in escrow and paid to the Authority upon the occurrence of specific Project milestones, as follows:

- 1) \$7,500,000 upon the later of (i) execution by the Authority of a contract for the construction of the Project, and (ii) the completion of the approval process for that construction contract (e.g., Authority Board of Commissioners' approval and expiration of the Governor's 10-day veto period, without the veto power being executed).
- 2) \$2,500,000 upon the opening to the motoring public of the Southbound Exit Ramp at the Interchange.
- 3) \$2,500,000 upon the opening to the motoring public of the Northbound Entrance Ramp at the Interchange.
- 4) \$2,500,000 upon the opening to the motoring public of all Interchange entrance and exit ramps, the bridge improvements, and signalization at the Interchange as deemed necessary by NJTA in its sole discretion.

Accordingly, it is requested that the Authority's Commissioners ratify the terms of the Cost Sharing Agreement as set forth above and authorize the Executive Director to execute such Agreement. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

On motion by Commissioner Pocino and seconded by Vice Chairman Gravino, the Authority unanimously approved item numbers 415-11-2014 and 416-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Recused	Absent	Yes	Yes	Yes	Yes

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General Counsel Bruce Harris requested approval of item number 417-11-2014 and 418-11-2014. Moved as a group those items are as follows:

417-11-2014

In a memorandum dated November 5, 2014, **Ratification of Action Taken and Authorization for the Acquisition of Property Interests Necessary for the Interchange 14A Improvements Project, New Jersey Turnpike Section NB-HCE, City of Bayonne and City of Jersey City, County of Hudson, Project No.: 39013027, Amount: \$4,238,500.00 (\$1,050,000.00 previously authorized, an additional \$3,188,500.00 is needed)**, was approved.

The New Jersey Turnpike Authority ("Authority") is proceeding with its plans for the construction of the Interchange 14A Improvements Project (the "Project") in the Cities of Bayonne and Jersey City, Hudson County. This Project includes improvements to the ramp network connecting the Turnpike and local roadways at Interchange 14A, including connections to and from Route 440. The Engineering Department anticipates receiving bids on the construction contract for the Project in November 2014.

Under Agenda Item No. 394-10-2012, the Commissioners deemed various property interests necessary for the Project and authorized the Executive Director to take all steps necessary to prepare for the acquisition of those interests, including the filing of eminent domain proceedings, depositing the appraised value into court and filing a Declaration of Taking.

The Authority had appraisals prepared by independent appraisers and reviewed by Value Research Group, LLC, the Authority's Real Estate Manager/Consultant, which set a value for each necessary property interest. The Authority entered into good faith negotiations with the owners or their respective counsel as appropriate for the purchase of same or the settlement of any claims related to the acquisition based on this appraised value and in compliance with the laws governing its powers of eminent domain.

New Eminent Domain Proceedings

With respect to the below parcel, the Authority was not able to acquire the parcels through fair negotiation with the property owner, as despite the Authority's best efforts, the owner of the property could not be identified. Accordingly, an eminent domain proceeding was filed naming all potential owners.

1. Parcel 271

Owners: Unknown

Block 30305, Lot 6

City of Jersey City, Hudson County, New Jersey

Amount: \$165,000.00

The Authority must acquire (1) a portion of land containing approximately 0.002 acres;

and (2) a temporary construction easement over a portion of land containing approximately .004 acres

Negotiated Sales

For the following properties, the Authority has reached an agreement with the property owners as to the purchase price and terms of the Authority's purchase of the property.

1. Parcel 265

Owner: Daibes Gas 14, LLC

796-812 Avenue E

Block 393, Lots 19, 20, and a portion of 21

City of Bayonne, Hudson County, New Jersey

Amount: \$2,300,000.00

The Property is a 25,500 square foot site, which is encumbered by remnants of a dormant gas station. In furtherance of the Project the NJTA must acquire the entire Property.

The Property has certain pre-existing environmental issues that are being remediated by the former owner of the property, Motiva Enterprises, LLC ("Motiva"), under the auspices of its Licensed Site Remediation Professional ("LSRP"), as approved by the New Jersey Department of Environmental Protection. Motiva has agreed to continue to remediate the property following the Authority's purchase of the property, in accordance with the applicable environmental laws, and to indemnify the Authority for such environmental issues.

2. Parcel Nos. 264, E264 & C264

Owner: Bayonne Industries, Inc./I.M.T.T.

Block 30305, Part of Lot 5

City of Jersey City, Hudson County, New Jersey

Purchase Amount: \$368,500 (\$350,000.00 previously approved)

Damages Amount: \$1,405,000.00 (\$700,000.00 previously approved)

The Property consists of approximately 15.805 acres of land. In furtherance of the Project, the Authority must acquire (1) a 0.455 acre or 19,838 square foot taking in fee simple; (2) a 0.070 acre or 3,061 square foot easement; and (3) a 0.051 acre or 2,231 square foot temporary construction easement for a period of six (6) months.

Under Agenda Item No. 297-08-2014, the Board approved the purchase of the Property for the sum of \$350,000.00. During the drafting of the purchase and sale agreement, however, it became clear that there had been a miscommunication about whether the cost of the easements were included by the seller in the negotiated sale price. After further negotiations, the seller has agreed to accept \$368,500.00 in total for the sale of the Property, including the required easements. In exchange for the increased amount, the seller will grant the Authority the right to enter the Property prior to closing to perform certain work crucial to the Project and its timeline.

With respect to the damages issue, the Board approved, under Agenda Item No. 212-06-

2014, the payment of \$700,000.00 to the seller to reimburse the seller for the relocation of its existing pipeline facilities that will be impacted by the Project construction. This amount was an estimate, and did not include the full scope of the work necessary to remediate the damages caused by the Project. The seller has now obtained bids for the full scope of the work, which is anticipated not to exceed \$1,405,000.00. The Engineering Department and the Authority's outside design consultant for the Project have reviewed the full scope of work and the current estimate, and agree that it is reasonable and should be approved. Accordingly, authorization is requested for the Executive Director to enter into an agreement with Bayonne Industries/I.M.T.T. to reimburse it up to \$1,405,000.00 for the relocation of its existing pipeline facilities as necessary for the Project.

The acquisitions as proposed above do not involve property designated as "Preserved Farmland" pursuant to and as required by the Agriculture Development and Retention Act N.J.S.A. 4:1C-11 et seq., and State Agricultural Development Committee Rules N.J.A.C. 2:76-1.1, the Act's implementing regulations. Nor have the above-referenced properties been designated or encumbered as Green Acres Properties pursuant to N.J.S.A. 13:1D-52 et seq. and N.J.A.C. 7:35-26.1 et seq.

The Law Department, in consultation with the Authority's Real Estate Consultant and Authority Counsel, recommends that the Authority acquire these properties upon the terms and conditions as set forth above. Accordingly, it is requested that the Authority's Commissioners authorize the Executive Director to take all steps necessary to acquire the parcels set forth above for the amount set forth herein and to satisfy any those other costs required to be paid at closing, said costs not to exceed Ten Thousand Dollars (\$10,000).

418-11-2014

In a memorandum dated November 5, 2014, Authorization to Transfer Surplus Property to Texas Eastern Transmission, LP, New Jersey Turnpike, Parcel 2RX28Z, Portion of Block 15701, Lot 2, City of Jersey City, Hudson County, was approved.

Certain Authority property known as Parcel 2RX28Z, located in the City of Jersey City, consists of approximately 0.9 acres of vacant land situated between Grand Street, Merseles Street and Pacific Avenue (the "Property"). The Property is not being used by the Authority, but contains a gas pipeline and related equipment owned by Texas Eastern Transmission, LP ("Texas Eastern") installed pursuant to a License to Cross with the Authority.

Under Agenda Item No. 342-09-2014, the Authority's Board of Commissioners declared Parcel 2RX28Z surplus to the Authority's needs and approved the sale of the Property to Spectra Energy Corporation, the ultimate parent of Texas Eastern, for its appraised value of \$850,000. However, Texas Eastern has confirmed that the correct entity to take title of the Property, in accordance with the Authority's Surplus Property Policy, is Texas Eastern. Texas Eastern, as a

licensee of the Federal Energy Regulatory Commission with the legal authority to condemn property under eminent domain, may be considered a public utility under the Authority's Surplus Property Policy.

Accordingly, it is recommended that Agenda Item No. 342-09-2014 be clarified, and that the Executive Director be authorized to take any steps necessary to sell Parcel 2RX28Z to Texas Eastern Transmission, LP for the fair market value of \$850,000.00, in accordance with the Authority's Surplus Property Policy. This authorization is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by Spectra pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

On motion by Treasurer DuPont and seconded by Vice Chairman Gravino, the Authority unanimously approved item numbers 417-11-2014 and 418-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Yes	Yes	Recused	Recused

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Chief Engineer Robert Fischer requested approval of item number 428-11-2014. Moved are the items as follows:

428-11-2014

In a document dated October 22, 2014, **a Recommendation to Award Contract No. P600.337 for the Garden State Parkway to PFK – Mark III, Inc. for Guide Sign Improvements on the Garden State Parkway, Milepost 0–32 and Milepost 98–128, Ten Year Capital Program Fund No. 39006014, Amount: \$22,474,470.65**, was approved.

This contract involves replacement of the existing guide sign panels, fabrication and installation of sixty one (61) new sign structures, removal of twenty (20) existing sign structures and relocation of twelve (12) existing sign structures at new locations on the Garden State Parkway from Milepost 0 – 32 and Milepost 98 - 128. The proposed work includes removal of existing sign panels and sign structures, constructing foundations for new and relocated sign structures, installation of overhead sign support structures, installation of guide sign panels, installation of roadway safety features and associated electrical works.

Two bid proposals were received on September 24, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$22,474,470.65 may be compared to the second low bid proposal in the amount of \$24,869,632.70. The low bidder, PKF-Mark III, Inc., has performed work for the Authority and is

considered competent to complete this contract.

It is, therefore, recommended that Contract No. P600.337 be awarded to the low bidder, PKF-Mark III, Inc., of Newtown, Pennsylvania, in the amount of \$22,474,470.65. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine 2006).

The General Consultant, HNTB Corporation, concurs with this recommendation.

On motion by Commissioner Diaz and seconded by Treasurer DuPont, the Authority unanimously approved item number 428-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Recused	Yes	Yes	Yes

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ENGINEERING

Chief Engineer Robert Fischer requested approval of item numbers 425-11-2014, 426-11-2014, and 429-11-2014 through 440-11-2014. Moved are the items as follows:

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PUBLIC BID SOLICITATIONS – AWARD OF CONTRACTS

425-11-2014

In a document dated October 31, 2014, a Recommendation to Award Contract No. P100.233 for the Garden State Parkway to Ferreira Construction Co. Inc. for Bridge Deck Reconstruction, Milepost 143 to 159, Ten Year Capital Program Fund No. 39001033, Amount: \$45,279,000.00, was approved.

This contract will provide for the replacement of bridge decks, superstructure replacement, substructure repairs and other miscellaneous work on eight bridges within the contract limits.

Five bid proposals were received on October 31, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$45,279,000.00 may be compared to the second low bid proposal in the amount of \$46,160,397.21. The low bidder, Ferreira Construction Co. Inc., has performed work for the

Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P100.233 be awarded to the low bidder, Ferreira Construction Co. Inc., of Branchburg, New Jersey, in the amount of \$45,279,000.00. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine 2006).

The General Consultant, HNTB Corporation, concurs with this recommendation.

426-11-2014

In a document dated October 30, 2014, **a Recommendation to Award Contract No. T300.178 for the New Jersey Turnpike to J. Fletcher Creamer & Son, Inc. & Joseph M. Sanzari, Inc., A Joint Venture for Improvements at Interchanges 15W and 16W, Ten Year Capital Program Fund No. 39003035, Amount: \$12,636,318.60**, was approved.

This contract provides for operational and safety improvements at Interchanges 15W and 16W. The improvements include the widening of Ramp TSW over Berry's Creek Canal at Interchange 16W from one to two lanes to accommodate existing and projected traffic volumes. At Interchange 15W, the improvements involve ramp realignments, median barrier extensions and signing improvements.

Five bid proposals were received on October 28, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$12,636,318.60 may be compared to the second low bid proposal in the amount of \$12,672,580.00. The low bidder, J. Fletcher Creamer & Son, Inc. & Joseph M. Sanzari, Inc., A Joint Venture, has performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T300.178 be awarded to the low bidder, J. Fletcher Creamer & Son, Inc. & Joseph M. Sanzari, Inc., A Joint Venture, of Hackensack, New Jersey, in the amount of \$12,636,318.60. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine 2006).

The General Consultant, HNTB Corporation, concurs with this recommendation.

429-11-2014

In a document dated November 7, 2014, a Recommendation to Assign Contract No. T300.176 for the New Jersey Turnpike to Bishop Halmar, Joint Venture for Interchange 9 Improvements - Grading, Paving, Drainage and Structures, Milepost 83.0, Township of East Brunswick, Middlesex County, Ten Year Capital Program Fund No. 39003035, Amount: \$0, was approved.

This contract provides for improvements at Turnpike Interchange 9 located in East Brunswick, Middlesex County at Milepost 83.0. The work to be performed includes widening of the ramp from southbound Route 18 to the Turnpike, replacement of the Route 18 bridge over the Turnpike ramps, widening of the Naricon Place bridge over the ramp from the Turnpike to Route 18 North, and the realignment/reconstruction of Route 18 through the interchange. These improvements are being undertaken to alleviate severe daily traffic congestion in this high volume interchange, which is an important component of the overall Route 18 corridor improvements being performed by the New Jersey Department of Transportation.

Twelve bid proposals were received on August 30, 2012 for this publicly bid contract. The low bid proposal, in the amount of \$27,683,283.90 was submitted by Gardner M. Bishop, Inc. of White Plains, New York. Under Agenda Item No. 350-09-2012, the Board of Commissioners awarded this contract to Gardner M. Bishop, Inc. at the Authority's September 25, 2012 Board Meeting.

The Interchange 9 improvements are approximately 55% complete with an estimated completion date of October 31, 2015. Due to financial constraints, Gardner M. Bishop has contacted the Authority requesting permission to assign the contract to Bishop Halmar, Joint Venture to perform the remaining work under the same terms and conditions as the original contract. Halmar is a competent and capable construction firm able to perform the work. The Engineering Department has reviewed this request and determined that, because of the need to finish the construction of the improvements without delay, it is in the Authority's best interest to assign the contract to the Joint Venture. Without such assignment, the Authority would have no choice but to terminate the contract if Bishop failed to perform, and seek the remedies available to it under the contract terms, including negotiating with the bond surety company to recoup any costs and obtaining a new contractor to finish the job. This would cause significant delays and would only serve to increase the traffic congestion on the Route 18/Turnpike corridor while such remedies were taken.

Accordingly, it is requested that the Board of Commissioners authorize the Executive Director to assign Contract T300.176 to Bishop Halmar, Joint Venture, in accordance with the terms set forth above. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

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ORDER FOR PROFESSIONAL SERVICES (OPS)

430-11-2014

In a document dated October 31, 2014, **a Recommendation to Issue Order for Professional Services No. P3497 for the Garden State Parkway to Greenman-Pedersen, Inc. for Supervision of Construction Services for Contract Nos. P100.233 & P100.297 - Bridge Deck Reconstruction, Parkway Milepost 121 to 159, Ten Year Capital Program Fund No. 39001033, Amount: \$12,730,000.00**, was approved.

This Order for Professional Services will provide supervision of construction services for Contract Nos. P100.233 and P100.297, Bridge Deck Reconstruction, Parkway Milepost 121 to 159.

This assignment is classified as a "Complex Project" since the scope of work is not clearly defined and likely to change during the course of the project, and the cost exceeds \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 47 engineering firms were prequalified and eligible under Profile Codes: B155, Bridges: Construction Inspection and B157, Bridge Deck Repair/Replacement. Six firms submitted EOIs by the closing date of March 12, 2014. Subsequent to the scoring of EOIs by the Review Committee, Technical and Fee Proposals were requested from the top three firms.

On March 31, 2014 Technical and Fee Proposals were received from the three firms. The Review Committee reviewed and scored the Technical Proposals. The firms in the order of ranking are: 1) Greenman-Pedersen, Inc.; 2) Jacobs Engineering Group, Inc.; and 3) HAKS. The fee submitted by Greenman-Pedersen, Inc. has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. P3497 be issued to the firm of Greenman-Pedersen, Inc. of Lebanon, New Jersey, not to exceed the amount of \$12,730,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.33 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

431-11-2014

In a document dated October 30, 2014, **a Recommendation to Issue Order for Professional Services No. T3538 for the New Jersey Turnpike to IH Engineers for Supervision of Construction Services for Contract No. T300.178 - Improvements at Interchange 15W & 16W. Milepost 108.7 to 112.8, Ten Year Capital Program Fund No. 39003035, Amount: \$1,516,000.00,** was approved.

This Order for Professional Services will provide supervision of construction services for Contract No. T300.178, Improvements at Interchanges 15W & 16W, Milepost 108.7 to 112.8.

This assignment is classified as a "Simple Project" based on the scope of work being clearly defined and not likely to change during the course of the project, and the cost not exceeding \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 48 engineering firms were prequalified and eligible under Profile Codes: B156, Bridge Repair Inspection and B157, Bridge Deck Repair/Replacement Inspection. Eleven firms submitted EOIs by the closing date of July 8, 2014.

Subsequent to the scoring of EOIs by the Review Committee, Fee Proposals were requested from the top three firms. The firms in the order of ranking are: 1) AECOM Technical Services; 2) IH Engineers, P.C.; and 3) KS Engineers, P.C. Subsequent to requesting Fee Proposals, the first ranked firm, AECOM Technical Services, voluntarily withdrew their proposal from consideration. The fee submitted by the second ranked firm, IH Engineers, P.C. has been reviewed and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. T3538 be issued to the firm of IH Engineers, P.C. of Princeton, New Jersey, not to exceed the amount of \$1,516,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.5 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

432-11-2014

In a document dated October 30, 2014, **a Recommendation to Issue Order for Professional Services No. P3553 for the Garden State Parkway to Dewberry Engineers, Inc. for Supervision of Construction Services for Contract No. P600.337 - Guide Sign**

Improvements on the Garden State Parkway, Milepost 0 to 32 and Milepost 98 to 128, Ten Year Capital Program Fund No. 39006014, Amount: \$3,610,000.00, was approved.

This Order for Professional Services will provide supervision of construction services for Contract No. P600.337, Guide Sign Improvements on the Garden State Parkway, Milepost 0 to 32 and Milepost 98 to 128 to ensure this contract is constructed in accordance with the contract plans and specifications.

This assignment is classified as a "Complex Project" since the scope of work is not clearly defined and likely to change during the course of the project, and the cost exceeds \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 58 engineering firms were prequalified and eligible under Profile Code: B-153, Roadway Construction Inspection. Six firms submitted EOIs by the closing date of September 19, 2014. Subsequent to the scoring of EOIs by the Review Committee, Technical and Fee Proposals were requested from the top three firms.

On August 18, 2014 Technical and Fee Proposals were received from the three firms. The Review Committee reviewed and scored the Technical Proposals. The firms in the order of ranking are: 1) Dewberry Engineers Inc.; 2) STV/JMT, A Joint Venture; and 3) KS Engineers, P.C. The fee submitted by Dewberry Engineers Inc. has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. P3553 be issued to the firm of Dewberry Engineers Inc. of Bloomfield, New Jersey, not to exceed the amount of \$3,610,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.4 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

433-11-2014

In a document dated October 31, 2014, **a Recommendation to Issue Order for Professional Services No. T3557 for the New Jersey Turnpike to AECOM Technical Services, Inc. for Supervision of Construction Services for Contract No. T300.311 - Interchange 14A Improvements, Milepost N0.00 to N4.00, Ten Year Capital Program Fund No. 39013027, Amount: \$27,990,000.00, was approved.**

This Order for Professional Services will provide supervision of construction services for

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Contract No. T300.311, Interchange 14A Improvements, Milepost N0.00 to N4.00.

This assignment is classified as a "Complex Project" since the scope of work is not clearly defined and likely to change during the course of the project, and the cost exceeds \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 40 engineering firms were prequalified and eligible under Profile Codes: B151 - Construction Management, B152 - Project Management (Scheduling), B153 - Roadway Construction Inspection, and B155 - Bridges Construction Inspection. Five firms submitted EOIs by the closing date of August 15, 2014. Subsequent to the scoring of EOIs by the Review Committee, Technical and Fee Proposals were requested from the top four firms.

On September 19, 2014 Technical and Fee Proposals were received from these four firms. The Review Committee reviewed and scored the Technical Proposals. The firms in the order of ranking are: 1) AECOM Technical Services, Inc.; 2) HNTB Corporation; 3) CB&I; Stone & Webster, Inc.; and 4) Parsons Brinckerhoff, Inc. The fee submitted by AECOM Technical Services, Inc. has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. T3557 be issued to the firm of AECOM Technical Services, Inc. of Piscataway, New Jersey, not to exceed the amount of \$27,990,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.3 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

434-11-2014

In a document dated October 27, 2014, **a Recommendation to Issue Supplement A to Order for Professional Services No. A3305-1 for the New Jersey Turnpike and Garden State Parkway to T.Y.LIN International for Design Services for Guide Sign Improvements for Contract Nos. A600.277, A600.278, P600.320, P600.337, and T600.319, Ten Year Capital Program Fund No.: 39006014, Original Amount of OPS: \$11,850,000.00, Amount of Supplement A: \$521,000.00, for a Revised Amount of OPS: \$12,371,000.00**, was approved.

This Order for Professional Services was approved at the January 31, 2012 Commission Meeting in the amount of \$11,850,000.00. Under the referenced OPS, T.Y.LIN International is providing design services for guide sign improvements. Work under this OPS includes field

surveys, coordination with utility companies, soil borings and geotechnical reports, sign foundation design, design new guide signs (panel and structures), the Programmatic replacement/removal of existing guide sign panels, replacement of aluminum sign structures (deemed structurally deficient), removal of existing sign structures and where necessary, its associated lighting systems, and other related work defined in the RFEOI's Scope of Services. During the course of the design and plan preparation, it was determined that the contracts were too large and broad based to implement and manage effectively. As a result, the consultant was directed to prepare two additional contracts to regionalize the work that could be implemented and managed in a more efficient manner.

Supplement A will compensate T.Y.LIN International for additional design services required to split the originally scoped two (2) construction/installation contracts into four (4) construction/installation contracts, accommodate additional shop drawing review and post design services related to the additional two (2) construction/installation contracts, fabrication of the Authority's Standard sign structures, design of non-standard butterfly type sign structures on the Parkway, and additional efforts that were not included within their original scope of work. T.Y.LIN International has submitted detailed backup documentation relative to the additional work performed. The Engineering Department has reviewed T.Y.LIN International's submittal and has negotiated a fee of \$521,000.00 which is considered fair and reasonable for the additional services being provided.

It is, therefore, recommended that Supplement A to Order for Professional Services No. A3305-1 be issued to T.Y.LIN International not to exceed the amount of \$521,000.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$11,850,000.00 to \$12,371,000.00. The original contract was procured pursuant N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

435-11-2014

In a document dated October 31, 2014, **a Recommendation to Issue Supplement A to Order for Professional Services No. A3353 for the New Jersey Turnpike and Garden State Parkway to HNTB Corporation for 2011 – 2015 Main Bridge Inspection Program – Part A, Maintenance Reserve Fund No. 03010005, Original OPS Amount: \$11,800,000.00, Amount of Supplement: \$236,000.00, for a Revised OPS Amount: \$12,036,000.00**, was approved.

This Order for Professional Services was approved at the December 2010 Commission Meeting in the amount of \$11,800,000.00. Under the referenced OPS, HNTB Corporation is providing for professional engineering services associated with the 2011 – 2015 Main Bridge Inspection Program – Part A.

In addition to key bridge inspection and quality overview tasks, the scope of services includes managing the Authority's InspectTech bridge inspection and management system, a

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customized web-based software system which is used to manage inspection data and maintain the entire structures inventory on the New Jersey Turnpike and Garden State Parkway. InspectTech also serves the critical role of submitting bridge inventory and inspection data to NJDOT on an annual basis to maintain compliance with the federally mandated National Bridge Inspection Standards (NBIS). This InspectTech system was created in 2008, and since then it has been enhanced and populated with the Authority's rapidly growing and changing structures inventory.

Supplement A will provide additional funds for InspectTech software upgrades to be performed by HNTB's vendor, Bentley Systems, which were unanticipated and outside the scope of the original OPS. These software upgrades are required for the Authority to submit their inventory and inspection data to NJDOT's County Minor Bridge Inspection System (CoMBIS). NJDOT is currently upgrading their CoMBIS system through their vendor, also Bentley Systems, and in August 2014 they eliminated the Pontis Data Exchange (PDI) import tool which has been used extensively by the Authority to submit the federally-mandated NBIS data. It is therefore necessary for the Authority to develop a new data exchange tool now in order to maintain timely compliance with NBIS.

It is, therefore, recommended that Supplement A to Order for Professional Services No. A3353 be issued to HNTB Corporation not to exceed the amount of \$236,000.00, with compensation on the same basis as the original Order for Professional Services. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization. The addition of this amount increases the total authorized fee from \$11,800,000.00 to \$12,036,000.00. The original contract was procured pursuant N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

436-11-2014

In a document dated October 29, 2014, **a Recommendation to Issue Supplement A to Order for Professional Services No. P3399 for the Garden State Parkway to Green Vest, LLC for Garden State Parkway Shoulder Restoration and Improvement Program Milepost 83 to 100, Wetland and Riparian Zone Mitigation, Ten Year Capital Program Fund No. 39022023, Original OPS Amount: \$7,669,952.00, Amount of Supplement A: \$2,868,464.00, for a Revised OPS Amount: \$10,538,416.00**, was approved.

This Order for Professional Services was approved at the June 28, 2011 Commission Meeting in the amount of \$7,669,952.00. Under the referenced OPS, GreenVest, LLC provides professional services necessary to provide wetland and riparian zone mitigation services.

Supplement A enables the Authority the right to exercise the option to purchase additional wetland and / or riparian zone mitigation credits from GreenVest, LLC. In November

2011, the Authority and GreenVest, LLC executed the OPS agreement in which the Authority purchased mitigation credits based on a maximum of \$450,725.00 per wetland credit and a maximum of \$124,240.00 per riparian zone credit, for a total amount of \$7,669,952.00. Supplement A would allow the Authority to purchase additional credits, as needed, up to an amount not to exceed an additional \$2,868,464.00 at the same cost per credit amounts as specified in Section 6.1.3 of the executed OPS agreement. Exercising this option to purchase additional mitigation credits at these cost per credit amounts is the most cost effective method for the Authority on future projects within the same Watershed Management Area.

It is, therefore, recommended that Supplement A to Order for Professional Services No. P3399 be issued to GreenVest, LLC not to exceed the amount of \$2,868,464.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$7,669,952.00 to \$10,538,416.00. The original contract was procured pursuant N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

437-11-2014

In a document dated October 31, 2014, **a Recommendation to Issue Supplement B to Order for Professional Services No. T3200 for the New Jersey Turnpike Authority to AECOM/GPI/PB, a Joint Venture for Construction Management and Inspection Services Mainline, Interchange 6 to 9 Widening Program, Ten Year Capital Program Fund No. 39018001, Original OPS Amount: \$164,200,000.00, Amount of Previous Supplements: \$18,500,000.00, Amount of Supplement B: \$8,500,000.00, for a Revised OPS Amount: \$191,200,000.00**, was approved.

This Order for Professional Services was issued at the March 2009 Commission Meeting in the amount of \$164,200,000.00 to provide construction management and a portion of the inspection services (six of the eight Sections) for the Interchange 6 to 9 Widening Program (Program).

Supplement A was issued at the August 2013 Commission Meeting in the amount of \$18,500,000.00 to address changes that had occurred during the course of the Program and to provide funds for future additional services known at that time. This Supplement was comprised of three components: 1) out-of-scope work; 2) increased construction management and inspection services for two additional rehabilitation construction contracts; and 3) construction claims support services.

Construction began in the spring of 2009. Over the past five years, a number of items have arisen that are beyond the original scope of services defined in the OPS when issued in March 2009. Since the Program began, a great deal of out of scope work was addressed in Supplement A. However, a number of issues have occurred over the past year, which now requires a second supplement. In addition, since August 2013, it has become apparent that

there will be an increased effort necessary to resolve outstanding requests for additional compensation by the contractors in order to amicably close out the remaining construction contracts and to finalize the Program.

Supplement B is recommended at this time to address changes that have occurred since issuance of Supplement A and to provide funds for future professional services that will be necessary to address various items as the work is completed and the Authority closes out this significant project. This Supplement will compensate AECOM/GPI/PB, a Joint Venture for these additional services which include: unanticipated services for winter related construction; reforestation; additional maintenance and protection of traffic coordination; cost estimating; change order and extra work; additional material testing costs and other miscellaneous items.

The Widening Program milestone of May 16, 2014 for opening the new outer roadways was achieved in accordance with the original construction schedule established in the early phases of the Program. The harsh winter of 2013-14 significantly impacted the ability to perform construction during the winter months which resulted in the need to accelerate construction in the spring of 2014. Similarly, it was necessary to retain construction management staff levels during the winter months to perform inspection when possible and staff was subsequently increased during the spring to oversee the accelerated construction work required to achieve the May 16, 2014 milestone. This date had to be met in order to place traffic on the new outer roadways so the existing inner roadways could be closed to traffic. This allowed for the inner roadway rehabilitation work to commence as scheduled so that it can be completed and the inner roadways opened to traffic by Thanksgiving 2014. Added to the two Inner roadway rehabilitation construction contracts was a planting component necessary for reforestation to meet the State's no net loss requirements. This work was not envisioned previously and the effort associated with the construction management element required for the tagging of trees, planting inspections and coordination with the NJDEP was added to the Joint Venture's scope of services.

Throughout the course of the Program, but especially over the past year, AECOM/GPI/PB, a Joint Venture has performed additional work to develop Maintenance and Protection of Traffic plans to address field changes in real-time by providing engineering and CADD support. This effort allowed for timely changes necessary to the contract documents to maintain critical construction schedules and avoided the need to require the Design Engineers of Record to perform this work. This was invaluable in progressing the work in order to achieve the May 16, 2014 milestone date. Similarly, the effort to assist with cost estimating and Change Orders has increased over the past year as the Authority continues to negotiate with contractors regarding their requests for additional compensation and the performance of cost-plus work.

With the opening of the new outer roadways in May 2014 and the completion of the rehabilitation of the inner roadways in November 2014, the Authority will complete the Interchange 6 to 9 Widening Program construction as scheduled. Although the roadway

construction will be complete, a substantial effort remains in negotiating with contractors to finalize the construction contracts and then ultimately, closes out the Program. This Supplement includes funds to compensate AECOM/GPI/PB, a Joint Venture for these services as well.

It is, therefore, recommended that Supplement B to Order for Professional Services No. T3200 be issued to AECOM/GPI/PB, a Joint Venture not to exceed the amount of \$8,500,000.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$182,700,000.00 to \$191,200,000.00. The original contract was procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

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NON-COMPETITIVE

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MISCELLANEOUS

438-11-2014

In a document dated October 28, 2014, **Authorization to Pay NJDEP the NJTA Obligations under the “No Net Loss Reforestation Act” for the Garden State Parkway to the New Jersey Department of Environmental Protection (“NJDEP”) for (1) Reforestation Plan for Forest Impacts Associated with Garden State Parkway Interchange 30 to 80 Widening Program, Milepost 30 to 38, Somers Point and Egg Harbor Township, Atlantic County, Ten Year Capital Program Fund No. 39028031; (2) Reforestation Plan for Forest Impacts Associated with Garden State Parkway Interchange 36, 37 and 38 Improvements, Milepost 34.5 to 38, Egg Harbor Township, Atlantic County, Ten Year Capital Program Fund No. 39028031; and (3) Reforestation Plan for Forest Impacts Associated with Garden State Parkway Facilities Improvement Plan for the Herbertsville Maintenance District, Milepost 94.3, Wall Township, Atlantic County, Ten Year Capital Program Fund No. 39005013, Amount: \$2,985,000.00,** was approved.

The New Jersey Turnpike Authority (the “Authority”) has undertaken three substantial projects on the Garden State Parkway that have resulted in unavoidable impacts to forested areas. In accordance with the New Jersey No Net Loss Reforestation Act (N.J.S.A. 13:1L-14.2 et seq.), the Authority is required to provide compensation to the NJDEP State Forestry Services as mitigation for the deforestation. The ongoing projects that fall under the jurisdiction of the Reforestation Act include: (1) the Authority’s Garden State Parkway 30 to 80 Widening Program which requires unavoidable impacts to forested areas between Milepost 30 to 38; (2) the Authority’s Garden State Parkway Interchange improvements to be completed as part of the overall Parkway Widening from Milepost 35 to 38; and (3) the Authority’s Garden State Parkway Facilities Improvements Plan for the Herbertsville Maintenance District.

In 2011, the Authority submitted the reforestation plan for the entire Widening Program limits and after substantial review and analysis, the Authority and NJDEP have agreed to compensation for the area between Milepost 30 to 38 in an amount not to exceed \$2,275,000.00.

In September 2014, the Authority submitted the reforestation plan for the Interchange 36, 37 and 38 Improvements and after substantial review and analysis, the Authority and NJDEP have agreed to compensation for the Interchange Improvements in an amount not to exceed \$600,000.00.

In August 2014, the Authority submitted the reforestation plan for the Herbertsville Maintenance District Improvements and after substantial review and analysis, the Authority and NJDEP have agreed to compensation for the Facility Improvements in an amount not to exceed \$110,000.00.

It is, therefore, recommended, that the Executive Director be authorized to execute any and all documents necessary to effectuate the payment to NJDEP not to exceed the amount of \$2,985,000.00 for the purposes set forth above, allocated as follows: \$2,875,000.00 for Fund No. 39028031 and \$110,000.00 for Fund No. 39005013. It is further recommended that the Executive Director be authorized to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

439-11-2014

In a document dated November 3, 2014, **a Recommendation to Increase the Amount for Agreement No. 88-13 for the New Jersey Turnpike to National Railroad Passenger Corporation (AMTRAK) for Contract No. T100.216 - Repainting of Structural Steel, Seismic Retrofit, Catwalk, Lighting and Miscellaneous Improvements to the Delaware River Turnpike Bridge, Str. No. P0.00, Ten Year Capital Program Fund No. 39001034, Amount: \$450,000.00**, was approved.

Agreement No. 88-13 was issued at the January 28, 2014 Commission Meeting. The Agreement, Agenda Item No. 012-01-2014, provided authorization for the Executive Director to enter into a Force Account Agreement which provided for reimbursement to AMTRAK for their field services (track outages, flagmen and signaling modifications) and shop drawing reviews, in an amount of \$400,000.00 during construction of Contract No. T100.216. The final negotiated amount exceeded the previously authorized amount, but shall not exceed \$450,000.00

It is, therefore, recommended that the Executive Director be authorized to enter into a Force Account Agreement pursuant to the terms above and a not to exceed amount of \$450,000.00. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

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ACKNOWLEDGE REPORTS OF
ENGINEERING EXPENDITURES UNDER DELEGATED AUTHORITY

440-11-2014

The Board acknowledges the reports of Engineering Expenditures Under Delegated Authority as indicated below:

- Construction Contract Progress Report
- Change Order Summary
- Utility Order Report

On motion by Vice Chairman Gravino and seconded by Treasurer DuPont, the Authority unanimously approved item nos. 425-11-2014, 426-11-2014, and 429-11-2014 through 439-11-2014, and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda. The Authority unanimously accepted the reports contained in item number 440-11-2014 and received same for file.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Recused	Yes	Yes	Yes

Vice Chairman Gravino left the room.

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MAINTENANCE

Acting Deputy Director of Maintenance Parkway Kenneth McGoldrick requested approval of item number 441-11-2014. Moved as a group those items are as follows:

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ACKNOWLEDGE REPORTS OF
MAINTENANCE EXPENDITURES UNDER DELEGATED AUTHORITY

441-11-2014

The Board acknowledges the reports of Maintenance Expenditures Under Delegated Authority as indicated below:

- Construction Contract Progress Report

On motion by Treasurer DuPont and seconded by Commissioner Becht, the Authority unanimously accepted the reports contained in item number 441-11-2014 and received same for file.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Not Present	Yes	Absent	Recused	Yes	Yes	Yes

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HUMAN RESOURCES

Director of Human Resources Mary-Elizabeth Garrity requested approval of item number 414-11-2014. Moved is the item as follows:

414-11-2014

Human Resources Director Garrity submitted the Personnel Agenda, dated November 18, 2014, and requested confirmation of the personnel matters contained therein. The Executive Director certified the recommendations for consideration.

On motion by Commissioner Pocino and seconded by Commissioner Diaz employment of those named to serve at the pleasure of the Authority and other recommended personnel actions, were approved, ratified and confirmed, to become effective as of the dates specified and at the salaries listed.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Not Present	Yes	Absent	Yes	Yes	Yes	Yes

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LAW

General Counsel Bruce Harris requested approval of item numbers 419-11-2014 through 424-11-2014. Moved as a group those items are as follows:

419-11-2014

In a memorandum dated November 5, 2014, Ratification of Action Taken and Authorization for the Acquisition of Property Interests Necessary for the Interchange 88/89 Improvements Project, Garden State Parkway, Township of Lakewood, County of Ocean, Amount: \$575,000 (\$345,000 previously authorized, an additional \$230,000 is needed), was approved.

The New Jersey Turnpike Authority ("Authority") is in the process of construction of the Interchange 88/89 Improvements Project (the "Project") in the Township of Lakewood, Ocean County. The Project will complete Interchange 88 to allow for full northbound and southbound access to Route 70 and will consolidate Interchanges 88 and 89 through the construction of

service roads along the Parkway. Construction necessary for the Project is being performed under Contract P300.198, which was awarded under Agenda Item No. 307-08-2012.

The acquisition of property interests necessary for the Project in a timely manner is critical to the success of the Project. In light of this, under Agenda Item No. 052-02-2012, the Commissioners deemed various property interests necessary for the Project and authorized the Executive Director to take all steps necessary to prepare for the acquisition of those interests, with the final purchase price being submitted to the Commissioners for approval.

The Authority had appraisals prepared by independent appraisers and reviewed by Value Research Group, LLC, the Authority's Real Estate Manager/Consultant, which set a value for each necessary property interest. The Authority has entered into good faith negotiations with the owners or their respective counsel as appropriate for the purchase of same or the settlement of any claims related to the acquisition based on this appraised value and in compliance with the laws governing its powers of eminent domain.

Settled Eminent Domain Proceedings

The following is a description of property acquisitions that have been settled after the filing of condemnation proceedings:

1. Parcel No. 4615

Owner: Seibel, Mr. JNO/G Siebel

Block 1235, Lot 26

Lakewood Township, Ocean County

Amount: \$75,000 (\$34,000 previously authorized)

The Property to be acquired consists of 0.184 acres of vacant land in Lakewood Township. The property owner of record is deceased and the Property is held in fee simple by the estate of the property owner. As such, negotiations could not be commenced and eminent domain proceedings were filed. Following a commissioners' hearing at which the heirs of the owner argued the Authority had undervalued the Property at \$34,000, the commissioners valued the Property at \$48,000. The heir appealed and the trial court has recommended that this matter be settled for \$75,000. The Authority's outside counsel, Wolff & Samson, and the Authority's Real Estate Consultant concur in this recommendation.

2. Parcel No. 4619A, B, C, UE4619 & C4619

Owner: JSM at Brick, LLC

465-515 Route 70 and Shorrock Street

Block 446, Lot 1 (Brick Township)

Block 1262, Lot 3 and Block 1252, Lot 1 (Lakewood Township)

Ocean County

Amount: \$500,000 (\$311,000 previously authorized)

This Property consists of approximately 39.64 acres of land and a retail center. The

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Authority must acquire a fee simple interest in three separate portions of the property totaling 1.5784 acres, a utility easement and a temporary construction easement. The Authority engaged in negotiations with the owner, which were not successful and eminent domain proceedings were filed. A commissioners' hearing was held at which the commissioners accepted the Authority's valuation of the Property at \$311,000, and the owner appealed. In preparation for trial, the owner has presented an appraisal valuing the property at \$2,000,000, and was granted leave to present an expert to show that Lakewood would likely grant a variance to allow the Property to be commercially developed. In light of this, the Authority's Real Estate Consultant recommends settlement in this matter in the amount of \$500,000.

The acquisitions proposed above do not involve property designated as "Preserved Farmland" pursuant to and as required by the Agriculture Development and Retention Act N.J.S.A. 4:1C-11 et seq., and State Agricultural Development Committee Rules N.J.A.C. 2:76-1.1, the Act's implementing regulations. Nor have the above referenced properties been designated or encumbered as Green Acres Properties pursuant to N.J.S.A. 13:1D-52 et seq. and N.J.A.C. 7:35-26.1 et seq.

The Law Department, in consultation with the Authority's Real Estate Manager/Consultant and General Counsel, recommends that the Authority acquire these properties upon the terms and conditions as set forth above. Accordingly, it is requested that the Authority's Commissioners authorize the Executive Director, with the assistance of the Law Department, Engineering Department, General Counsel and other Authority consultants, to take all steps necessary to settle the eminent domain proceedings above for the amounts set forth herein.

420-11-2014

In a memorandum dated November 5, 2014, **Authorization for the Sale of Surplus Property, Parcels 343X, 344X, and 345X, 32-38 Atlantic Street, City of Elizabeth, County of Union, Amount: \$120,000.00**, was approved.

New Jersey Turnpike Authority Surplus Property Parcels 343X, 344X, 345X (the "Property") is located at 32-38 Atlantic Street in Elizabeth, New Jersey, and consists of approximately 10,000 square feet of vacant land separated into three tax lots. The Board of Commissioners declared the Property surplus to the Authority's needs on April 12, 1977 and it was recertified as surplus by the Authority Departments in April 2013. In accordance with the Authority's Surplus Property Policy (the "Policy"), the property was offered for sale through a public bid process in November 2013 with an advertised minimum bid price of \$105,000.00, but no bids were received.

In accordance with the Policy, the property was thereafter listed with the Authority's real estate broker, who has presented a favorable offer from Dumas Martinez and Monica Mayan-

Martinez, in the amount of \$120,000.00. The Law Department and the Authority's Real Estate Consultant have reviewed this offer and determined that it provides fair market value for the Property.

Accordingly, it is recommended that the Executive Director be authorized to take any steps necessary to sell Parcels 343X, 344X, 345X to Dumas Martinez and Monica Mayan-Martinez for the price of \$120,000.00, in accordance with the Authority's Surplus Property Policy. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization. This authorization is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by Dumas Martinez and Monica Mayan-Martinez pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

421-11-2014

In a memorandum dated November 5, 2014, **Authorization to Renew Lease for Parcels 2295, R2296, and R2297, Garden State Parkway, Grand Avenue West, Block 1902, Lot 5, Borough of Montvale, Bergen County, Amount: \$108,000.00**, was approved.

Certain Authority property known as Parcels 2295, R2296, and R2297 consists of a 12,197 square foot parcel of land located on Grand Avenue West in the Borough of Montvale, Bergen County (the "Property"). Since 1998, under a lease entered into by the former New Jersey Highway Authority, the Property has been leased to the neighboring property owner for use as a driveway.

The original lease expired in 2003, and has been continuing on a month-to-month basis since then. In November 2009, the lease was assumed by ARV at Montvale Grand, LLC, the current owner of the neighboring office building for which the Property serves as a driveway, at a rent of \$466.67 per month. According to the Engineering Department, the Property may have some future use for the Authority's transportation needs and therefore should not be declared surplus. However, given the length of time that the current lease has continued on a month-to-month basis, an update is warranted to reflect the current market value of the Property.

Authority staff have negotiated a lease renewal with the current tenant, ARV at Montvale Grand, LLC, for a ten-year term at a rate of \$900.00 per month, effective November 1, 2014, for a total of \$108,000 over the term of the lease. The lease shall be terminable by the Authority upon 180 days' notice if the Authority needs the Property for any reason for a highway or transportation project and, at the conclusion of the lease, the tenant shall restore the Property, at its sole cost and expense, to the condition that existed prior to the 1998 lease. The Law Department and the Authority's Real Estate Consultant have determined that these lease terms provide fair market value for the Property, and recommend approval.

Accordingly, it is recommended that authorization be given to renew the lease for Parcels 2295, R2296, and R2297 with ARV at Montvale Grand, LLC, pursuant to the terms set forth above. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization. This authorization is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by ARV at Montvale Grand, LLC pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

422-11-2014

In a memorandum dated November 5, 2014, **Authorization is requested to purchase three (3) properties in an amount not to exceed \$5,775,100 to comply with the Authority's current contractual obligations with the Pinelands Commission (the "Commission") which requires the Authority to obviate secondary impacts created by the Parkway's 30 through 80 Widening Program and to ratify actions taken to date in connection thereof**, was approved.

As part of the permitting process to advance the widening of the Garden State Parkway, (the "Parkway"), from Interchange 30 to Interchange 80, (the "Widening Program"), the New Jersey Turnpike Authority (the "Authority") was required to enter into an Intergovernmental Memorandum of Agreement ("MOA") with the New Jersey Pinelands Commission (the "Commission"). The Commission additionally required the Authority to execute a second agreement entitled "Agreement between the New Jersey Turnpike Authority and the New Jersey Pinelands Commission concerning the mechanism by which the Turnpike Authority will Obviate Secondary Impacts Associated with the New Jersey Turnpike Authority's Widening of the Garden State Parkway from Interchange 30 to Interchange 80" (the "Secondary Impacts Agreement").

The Commissioners, by Agenda Item 199-08, at the June 30, 2008 Authority meeting, authorized the Executive Director to negotiate and execute the MOA and the Secondary Impacts Agreement. Also pursuant to this authorization, an escrow agreement (the "Escrow Agreement") was executed, and an amount deemed to be sufficient funds (\$15,081,100) was deposited to purchase land as obligated by the MOA and the Secondary Impacts Agreement.

The Secondary Impacts Agreement required the Authority to obviate secondary impacts on 1,508.11 acres, and the Authority funded an escrow account with an amount equal to \$10,000 per acre. At \$10,000 per acre, the escrow account was initially funded with \$15,081,100. Since that time, the Authority has, with the Commission's approval, withdrawn \$7,743,000, plus any accrued interest, to reflect the 774.3 acres which were conserved by a third party. Additionally, the Authority is currently in the process of finalizing a Purchase and Sale Agreement for the acquisition of approximately 515.8 of the acres required by the Secondary Impacts Agreement

and in the final stages of negotiations for an additional 61.08 acres. Although the sale price for these acres has not been finalized for all of the acquisitions, the Authority will not exceed the \$5,775,100 which it has already placed in escrow.

It is recommended that the Executive Director be given the authority to execute any and all documents and agreements in connection with the purchase of three (3) properties, consisting of 575.51 acres required by the Secondary Impacts Agreement in an amount not to exceed \$5,775,100, as well as to negotiate and execute any additional documents and agreements in connection with the subsequent conveyance of any such properties to a non-profit or other suitable land steward for permanent conservation. It is further recommended that the Commissioners ratify, confirm and approve all actions taken to date in furtherance of these acts.

423-11-2014

In a memorandum dated November 6, 2014, **Authorization to extend the General Liability, Workers Compensation, Excess Liability, and Environmental insurance policies that comprise the Authority's Interchange 6-9 Widening, Owner Controlled Insurance Program (OCIP) for an additional three (3) months to expire on March 31, 2015 in an amount not to exceed \$693,970 and to increase the collateral held by the insurance company by \$1.2 million**, was approved.

By agenda item 137-09, at the May 27, 2009 Commission meeting, the Commissioners delegated the authority to the Executive Director to place and bind various insurance coverages with respect to the Authority's 6-9 Owner Controlled Insurance Program ("OCIP"). By agenda item 164-09, at the June 30, 2009 Authority meeting, the Commissioners ratified the placement of such coverages in connection with the OCIP Program, for a term to expire on December 31, 2014. The lines of insurance which were placed were General Liability; Excess Liability; Workers Compensation; Environmental Liability and Professional Liability. While much of the construction is complete, there still remains "punch list" work to be done, which the Authority's Engineering Department estimates will be completed no later than March 31, 2015. Since work will continue to be performed on Authority property, the Authority's risk management consultant, Hanover Stone Partners, LLC, has recommended that the OCIP be extended for a period of time sufficient to allow coverage to continue until all work is completed.

Additionally, as collateral for payment of claims under the Workers Compensation policy the Authority was authorized, also via agenda item 164-09, to provide an initial amount of \$4.5 million to secure the payment of such workers compensation claims (the "Collateral"). The Authority entered into a Trust Agreement with Old Republic General Insurance Corporation ("ORGIC") and the Bank of New York /Mellon (the "Bank"), and funded the Collateral held in trust. The Commissioners authorized increase of the Collateral, upon request of the Bank, via agenda item 384-10-2013, by an additional amount of \$4 million. In October 2014, since the project was

close to completion, ORGIC again requested that the Collateral be increased by an additional \$1.2 million, to be added to the amount currently in escrow and held by the Bank. The formula and calculation for the requested increase has been reviewed by the Authority's risk management consultant, Hanover Stone Partners, LLC, who supports the revised increase to the Collateral, having determined it to be reasonable, in accordance with industry standards and practice, and in accordance with the policy.

It is recommended that the Authority extend general liability, workers compensation, excess liability and environmental insurance policies relating to the 6-9 OCIP program for an additional three (3) months, to expire on March 31, 2015 to address liabilities which may arise during such time in connection with ongoing work, and authorize payment of such extensions, in an amount not to exceed \$693,970. It is further recommended that the Commissioners authorize the Executive Director to sign such documents and take such actions to provide additional Collateral in an amount not to exceed \$1.2 million. It is also recommended that the Executive Director, after consultation with the Authority's Law Department, be authorized to execute all documents and to take any and all further actions to effect the authorizations set forth above.

424-11-2014

In a memorandum dated October 30, 2014, **Authorization to Settle Formal Workers' Compensation Matter - Robert Hrunka v. N.J. Turnpike Authority, Account No. 10-870-405070, in the amount of \$41,187.00**, was approved.

Petitioner Robert Hrunka is a Parkway Division Landscaper hired in June 1987. This recommended settlement will resolve a Formal Claim Petition filed in 2011 for a work related injury which occurred on or about January 31, 2011.

The petitioner is represented by Robert A. Olkowitz, Esq., located in Red Bank, NJ. The Authority is defended by Special Counsel Denis P. Kelly, Esq. of Gilmore & Monahan located in Toms River, NJ. The matter is venued in the district office of Toms River before the Honorable Judge Ronald Allen.

Permanency evaluation on behalf of the petitioner was performed by Dr. Nicholas Diamond. Permanency evaluation on behalf of the respondent was performed by Dr. Robert Bachman.

After of the case and medical treatment, all parties agreed to a settlement award of 27.5% of partial total or \$41,187.00.

The Law Department has reviewed this matter and agrees with the recommendation of the Special Counsel, the Authority's third party workers' compensation administrator and the Authority's Benefits Manager. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of **\$41,187.00**.

This settlement will be payable under Account No. 10-870-405070.

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Authority unanimously approved item numbers 419-11-2014 through 424-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Not Present	Yes	Absent	Yes	Yes	Yes	Yes

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PROCUREMENT (“PMM”)

Director of Purchasing Andrea Ward requested approval of item numbers 442-11-2014 through 452-11-2014. Moved as a group those items are as follows:

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PUBLIC BIDS SOLICITATIONS

442-11-2014

In a document dated November 3, 2014, a Recommendation for Henderson Snow Plow Parts to Henderson Products Inc., RM-110243 (Re-Bid), Budget Code: Various, Amount: \$201,079.75, was approved.

Authorization is requested to award a contract for repair parts to fit “Henderson” brand plows used on snow equipment for both Roadways. Bidders were required to bid unit and total prices for 41 different plow parts, which includes but is not limited to Type J moldboards, mounting frames, lift arms, and auger motors. Bidders were also required to provide a discount off manufacturer’s list for miscellaneous parts. These plow parts are crucial to the Authority’s snow removal operations. The bid was fully advertised and 12 vendors listed in the Authority’s database for these products were notified of the procurement. A sole bid was received October 28, 2014 as follows:

<u>Vendor</u>	<u>Total Bid Price</u>
Henderson Products, Inc. Flanders, NJ	\$ 201,079.75

Departmental Estimate: \$235,000.00

Bids were procured, and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-1 et seq., the Authority’s enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). This award is also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee pursuant to Public Law 2005, Chapter 51 and Executive

Order No. 117 (Corzine 2008), and having no objection to same.

Accordingly, authorization is requested to award a contract for Henderson snow plow parts to Henderson Products, Inc. in an amount not to exceed \$201,079.75, subject to funding availability at the time of order. Authorization is further requested for the Executive Director to approve each of the two one-year options upon satisfactory performance by the vendor.

443-11-2014

In a document dated November 3, 2014, **a Recommendation for Snow Plow Blades and Shoes to Chemung Supply Corp., RM-111189, Budget Code: Various, Amount: \$101,502.00,** was approved.

Authorization is requested to award a contract for snow plow blades and shoes to outfit the Authority's fleet of Henderson snow plows used on both Roadways. These plow parts are crucial to the Authority's snow removal operations. Bidders were required to bid unit and total prices for 600 plow blades and 250 plow shoes, as well as a discount off manufacturer's list for miscellaneous parts. The bid was fully advertised and 12 vendors listed in the Authority's database for these products were notified of the procurement. Bids were received October 28, 2014 as follows:

<u>Vendor</u>	<u>Total Bid Price</u>
Chemung Supply Corp. Elmira NY	\$ 101,502.00
Henderson Products, Inc. Flanders, NJ	\$ 183,250.00

Departmental Estimate: \$130,000.00

Bids were procured, and authorization is being sought to award this contract in accordance with *N.J.S.A. 27:23-1 et seq.*, the Authority's enabling legislation, *N.J.A.C. 19:9-2.2*, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). This award is also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

Accordingly, authorization is requested to award a contract for snow plow blades and shoes to Chemung Supply Corp. in an amount not to exceed \$101,502.00, subject to funding availability at the time of order. Authorization is further requested for the Executive Director to approve each of the two one-year options upon satisfactory performance by the vendor.

444-11-2014

In a document dated November 3, 2014, **a Recommendation for 55 Gallon Clear Trash Bags to Central Poly Corp., RM-110677, Budget Code: Various, Amount: \$54,800.00,** was approved.

Authorization is requested to award a contract for 200,000, 55-gallon clear trash bags for inventory. The bags are used at all Authority, State Police and Rest Area facilities for both

Roadways. The bid was fully advertised and 12 vendors listed in the Authority's database for this item were notified of the procurement. Bids were received on November 28, 2014 as follows:

<u>Vendor</u>	<u>Unit Price</u>	<u>Total Bid Price</u>
Central Poly Corporation, Linden, NJ	.2740	\$ 54,800.00
Unipack Corporation, Brooklyn, NY	.2840	\$ 56,800.00
Calico Industries, Inc., Annapolis Junction, MD	.2844	\$ 56,880.00
All American Poly, Piscataway, NJ	.2877	\$ 57,540.00
Summit Paper Company, South Plainfield, NJ	.3471	\$ 69,420.00

Departmental Estimate: \$60,000.00

Non-Compliance:

An additional bid was received from Interboro Packaging Corporation, of Montgomery, NY in the amount of \$54,000.00. However, the sample bag submitted with the bid did not meet the minimum bid requirement of .002 mil gauge thickness as specified on the bid. Inventory personnel tested Interboro's bag with a micrometer, and found it to be .0015 mil. The Maintenance Department requires the minimum level of thickness to ensure the bags will not break if loaded with heavy trash items, enabling personnel to handle the trash in a safe and sanitary manner. Therefore, it is recommended that Interboro Packaging Corporation's bid be rejected.

445-11-2014

In a document dated November 12, 2014, **a Recommendation for 2014-2017 Snow Removal and Salting Services to Joe Carrelha Jr. Trucking Co., Inc. and DeFino Contracting Co., RM-109003, Budget Code: Various, Amount: \$340,200.00 (3-year)**, was approved.

Authorization is requested to ratify the awards of contracts to Joe Carrelha Jr. Trucking Co., Inc. ("Carrelha") and DeFino Contracting Co. ("DeFino") for snow removal services ("Services") on the Garden State Parkway ("Parkway").

At the July 29, 2014 Commission Meeting, authorization was approved to immediately rebid two contracts for the Services on the Parkway: 1) SPNO-01-14 (Milepost 159 to Milepost 173); and 2) SPC-08-14 (Milepost 110.3 to Milepost 120). The re-solicitation process, however, was significantly delayed due to an on-going bid protest filed by another bidder. On October 20, 2014, the Executive Director issued the Authority's final decision ("Decision") resolving the bid protest. The Decision sustained the Authority's ability to immediately establish contracts for these two areas. Given that the October 15th deadline to establish all snow removal contracts had passed and, in accordance with the Authority's regulations, which permits an emergency exception to the public bidding rules, staff sought to establish the two contracts via direct negotiations with available contractors. PMM sought quotations from eight contractors located

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within the applicable areas. Only two bidders: Carrelha and DeFino responded and offered to provide the Services at competitive rates based on a three-year term. Due to the unpredictable nature of the Services and the costly capital expenditures required by the contractors, staff concluded that it was prudent to approve the contracts for this length of time. In addition, both Contractors had the necessary equipment to service the contracts and have satisfactorily performed snow removal services for the Authority in the past.

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STATE CONTRACTS AND FEDERAL CONTRACTS

446-11-2014

In a document dated November 3, 2014, **a Recommendation for Aftermarket Automotive & Truck Parts to Uni-Select USA, RM-112075 / State Contract No. 85996 expiring 02/25/2017, Budget Code: Various, Amount: \$1,500,000.00,** was approved.

Under this contract, Uni-select USA, Inc. will supply aftermarket automotive and truck parts for light-duty vehicles (under 15,000 lbs. gross vehicle weight), in the Authority's automotive fleet. This contract allows the Authority to purchase items including, but not limited to oil and air filters, sealed beam headlights, wiper blades, and other automotive parts for replenishment of the Authority's main warehouses, on both Roadways. The contract can be procured via the New Jersey State Contract No. 85996, which is valid until February 25, 2017.

This procurement, under State Contract No. 85996, is in accordance with *N.J.A.C. 19:9-2.5(a)*, promulgated pursuant to *N.J.S.A. 27:23-1 et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, authorization is requested to award a contract to Uni-Select USA, Inc., for a total authorized amount not to exceed \$1,500,000.00, subject to funding availability at the time of order.

447-11-2014

In a document dated November 6, 2014, **a Recommendation for Asbestos Abatement to Jupiter Environmental Service, Inc., R-111891/State Contract No. 79142 expiring 06/28/2015, Budget Code: 00 040 500 650010 04017027, Amount \$48,432.00,** was approved.

Under this contract, Jupiter Environmental Services, Inc. will perform asbestos abatement clean-up at Maintenance District 7U, Union NJ. The abatement will include, but is not limited to removal of carpet, floor tile and mastic throughout the building, complete cleaning of the main building walls, cleaning of equipment and furniture, as well as all duct work.

This procurement, under State Contract No. 79142 is in accordance with *N.J.A.C. 19:9-2.5(a)*, promulgated pursuant to *N.J.S.A. 27:23-1 et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, authorization is requested to award a contract for asbestos clean-up and removal to Jupiter Environmental Services, Inc. in an amount not to exceed \$48,432.00, subject to funding availability at the time of order.

448-11-2014

In a document dated November 3, 2014, **a Recommendation for Automotive Glass Repairs (Modification) to Quality Auto Glass, Inc., RM-112101 / Contract No. 1403, State Contract No. 77927, expiring 10/31/2015, Budget Code: Various, Current Authorized Amount: \$63,500.00, Requested Amount: \$15,000.00, New Authorized Amount: \$78,500.00; and Four Star Auto Glass of NJ, Inc., RM-112128/Contract No. 1400, State Contract No. 77928, expiring 10/31/2015, Budget Code: Various, Current Authorized Amount: \$40,000.00, Requested Amount: \$10,000.00, New Authorized Amount: \$50,000.00,** was approved.

On January 6, 2011, the Authority awarded Contract Nos. 1403 and 1400 to Quality Auto Glass, Inc. and Four Star Auto Glass, respectively, to provide automotive glass repair and replacement on Authority vehicles. The New Jersey State Contracts have been extended until October 31, 2015 and the Maintenance Department has requested additional funds to purchase this service through the remaining term of the contracts.

The original procurement, under State Contract Nos. 77927 and 77928, were in accordance with *N.J.A.C. 19:9-2.5(a)*, promulgated pursuant to *N.J.S.A. 27:23-1 et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, approval is requested to increase the authorized amount of Contract No. 1403 with Quality Auto Glass, Inc. by \$15,000.00, for a new total authorized amount of \$78,500.00, and Contract No. 1400 with Four Star Auto Glass by \$10,000.00 for a new authorized amount of \$50,000.00 through October 31, 2015, subject to funding availability at the time of order.

449-11-2014

In a document dated October 31, 2014, **a Recommendation for Hydraulic Hose and Fittings (Modification) to Norcia Corporation, RM-112067 / Contract No. 1979, State**

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Contract No. 85864, expiring 01/29/2017, Budget Code: Various, Current Authorized Amount: \$30,000.00, Requested Amount: \$150,000.00, New Authorized Amount: \$180,000.00, was approved.

Contract No. 1979 was awarded to Norcia Corporation to supply various hydraulic hose and fittings for Inventory stock as well as Maintenance Department vehicles. The New Jersey State Contract has been extended until January 29, 2017 and the Inventory Department has requested additional funds to purchase these goods through the remaining term of the contract. The requested amount is \$150,000.00.

The original procurement, under State Contract No. 85854, was in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 *et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, approval is requested to increase the authorized amount of Contract No. 1979 with Norcia Corporation by \$150,000.00, for a new total authorized amount of \$180,000.00, through January 29, 2017, subject to funding availability at the time of order.

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PROFESSIONAL SERVICES

450-11-2014

In a document dated November 4, 2014, a Recommendation for Insurance Broker Services to Marsh USA, Inc., RM-109927, Budget Code: Various, Amount: \$270,000.00 (2-year contract), was approved.

The New Jersey Turnpike Authority ("Authority") issued a request for proposal ("RFP") for a firm to provide brokerage and consulting services for the Authority's property insurance program ("Services").

The Services shall include, but are not limited to:

- Designing, marketing and implementing insurance coverage for major and minor bridges and all other property, including boiler and machinery on both Roadways;
- Assessing, developing and implementing risk management strategies;
- Establishing claim management services;
- Facilitating loss control and safety services; and
- Providing risk management information system services.

The contract will be for a term of two (2) years, with the option to extend for two (2) additional one-year terms at the Authority's sole discretion. The RFP was publicly advertised on July 25, 2014 and distributed to the 14 firms listed in the Authority's vendor database for these

Services. On August 15, 2014, proposals were received from the following five (5) firms:

1. AON Risk Strategies, Northeast, Inc., Morristown, NJ
2. Conner Strong & Buckelew, Marlton, NJ
3. Marsh USA, Inc., Morristown, NJ
4. Risk Strategies Company, New York, NY
5. Willis of New Jersey, Inc., Morristown, NJ

An evaluation committee (the "Committee") established by the Executive Director, consisted of personnel from the Authority's Law and Finance Departments. In addition, Procurement and Materials Management Department's staff as well as the Authority's Risk Management consultant served as non-voting members of the Committee.

Prior procurements for insurance brokerage services allowed both insurance brokers, which represent the insureds, and insurance agents, which represent insurance carriers, to submit proposals to perform the services required by the RFP. This RFP, however, allowed only insurance brokers to submit proposals. Consequently, the RFP specifications precluded the incumbent, Marsh & McLennan Agency ("Marsh Agency"), from submitting a proposal.

The Committee first reviewed the written proposals based on the criteria set forth in the RFP. Based on the Committee's review of the proposals, the Committee invited representatives from all five (5) firms to make oral presentations and provide best and final offers ("BAFO"s). The Committee's findings were presented in an Evaluation Report.

The Committee found all the proposals to be responsive to the RFP and the procurement was very competitive. Committee members were most impressed with the proposal submitted by Marsh USA, Inc.'s ("Marsh USA"). Marsh USA is distinguished from its affiliate, Marsh Agency, because it is a broker, it handles national and global accounts, and is a better fit with the Authority's insurance profile. Specifically, the Committee was impressed by Marsh USA's: approach to providing customized services and comprehensive knowledge of the industry and the Authority's business. Marsh USA demonstrated a keen understanding of the Authority's risk profile and clearly explained how its analytics could be applied to better forecast and address the Authority's risks. Marsh USA outlined its significant experience in providing similar services to other entities, including the State of New Jersey, and detailed the impressive credentials of the proposed team. In addition, Marsh USA's best and final offer of a 2-year \$270,000 fee represents a significant cost savings to the Authority when compared to the incumbent's annual fee of \$175,000. Marsh USA's proposal received 88.67 out of a potential 100 points, the highest of all proposals scored.

At its October 21, 2014 meeting, the Authority's Board of Commissioners rejected the Authority's recommendation to award a contract to Marsh USA to provide the services specified in the RFP. Subsequently, staff and outside counsel provided the Board of Commissioners with a clarification of the distinction between the incumbent, Marsh Agency, and the proposed service

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provider, Marsh USA. The Board of Commissioners was advised that not only do these affiliates have different headquarters and employ different professionals, but they also operate under different management teams. More important, they have different business strategies. Marsh Agency focuses primarily on middle market business in the United States through its string of quasi-independent local agencies around the country whereas Marsh USA handles national and global accounts. With that distinction having been made, the Authority now re-submits this matter to the Board of Commissioners requesting the approval of the award of a contract to Marsh USA.

The procurement process for this professional services contract was conducted in accordance with *N.J.S.A. 27:23-6.1* of the Authority's enabling legislation, *N.J.A.C. 19:9-2.1(b)* promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). This award is also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2006), and having no objection to same.

Accordingly, authorization is requested to award a two-year contract to Marsh USA, Inc., for property insurance brokerage services in an amount not to exceed \$270,000.00, subject to availability of funding at the time of service. Authorization is further requested for the Executive Director to approve each of the two, one-year extensions upon satisfactory performance by Marsh USA, Inc., subject to funding availability. It is also requested that the Executive Director be authorized to take such actions and to execute any and all documents as may be deemed necessary and appropriate to further the intent and purpose of the authorizations stated herein.

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SOLE SOURCE

451-11-2014

In a document dated October 31, 2014, **a Recommendation for John Deere OEM Replacement Parts and Repairs (Modification) to Jesco, Inc., RM-111237 / Contract No. 1966, Budget Code: Various, Current Authorized Amount: \$85,000.00, Requested Amount: \$40,000.00, New Authorized Amount: \$125,000.00**, was approved.

At the January 28, 2014 Commission Meeting (Agenda 020-01-2014), authorization was approved to award a sole source contract to Jesco, Inc. for Deere & Company, d/b/a John Deere, original equipment manufacturer parts ("John Deere OEM parts") and repairs to Authority-owned John Deere heavy-duty equipment. Jesco, Inc. is the sole distributor in the State of New Jersey for John Deere OEM parts and is authorized to provide service and repairs. This equipment is used for excavating as well as salt loading which must be readily available for the Authority's snow plow operations. The requested amount is \$40,000.00

This contract was procured under the sole source procurement authorization in

accordance with *N.J.A.C.* 19:9-2.2(d)1 as promulgated under *N.J.A.C.* 27:23-6.1 and Executive Order 37 (Corzine 2006).

Accordingly, approval is requested to increase the authorized amount of Contract No. 1966 with Jesco, Inc. by \$40,000.00, for a new total authorized amount of \$125,000.00, through February 18, 2015, subject to funding availability at the time of order.

452-11-2014

In a document dated November 10, 2014, **a Recommendation for Bridge Rating Software to AASHTO, R-111955, Budget Code: 010 00 830 427010, Amount: \$37,500.00,** was approved.

Authorization is requested to award a contract to the American Association of State Highway and Transportation Officials ("AASHTO") for annual licensing fee related to AASHTOWare Bridge Rating Software (formerly called Virtis). This software is required by the Engineering Department to perform load ratings which are tests that indicate a bridge's capacity to sustain live loads and allows the user to analyze bridge models for the multiple rating methods. On October 30, 2006, the Federal Highway Administration ("FHA") issued a Memorandum which mandated that load ratings for new and replacement bridges be performed using the Load and Resistance Factor Rating (LRFR) methodology. In 2009, the Authority embarked on a program to rate all bridges using LRFR methodology, primarily through the Bridge Inspection Program. The Authority currently has over 800 bridges rated using AASHTOWare Bridge Rating.

AASHTO is a nonprofit association that represents the member highway and transportation entities in the 50 states, the District of Columbia, and Puerto Rico. The AASHTOWare Bridge Rating Software is proprietary to AASHTO, which is the publisher and holder of all copyrights. In addition, the AASHTOWare Bridge Rating Software licenses and the associated technical support services are registered, trademarked and copyrighted by AASHTO. This is the only vendor which has access to the source codes needed to debug, upgrade and support the software. No other vendor is capable of providing the required modifications. Furthermore, this is an exceptional circumstance because the Authority relies solely on the AASHATOWare Bridge Rating Software to perform the critical FHA mandated bridge ratings on the Authority's Roadways.

Thus, it is recommended that the annual license renewal for the AASHTOWare Bridge Rating Software be procured through AASHTO without public advertisement as a sole source exception to the public bidding laws and consistent with Executive Order No. 37. The cost for the annual license for the AASHTOWare Bridge Rating Software is \$37,500.00.

Accordingly, authorization is requested to award a sole source contract to AASHTO for the renewal of the AASHTOWare Bridge Rating Software licenses in an amount not to exceed \$37,500.00. The award will be made under the sole source procurement authorization of

N.J.A.C. 19:9.2(d)1 as promulgated under N.J.S.A. 27:23-6.1. A resolution as required by N.J.A.C. 19:9-2.2(d)1 is attached hereto. This award is also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the awardee(s) pursuant to Public Law 2005, and Executive Order No. 117 and having no objections to the same.

On motion by Treasurer DuPont and seconded by Commissioner Becht, the Authority unanimously approved of item numbers 442-11-2014 through 452-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Not Present	Yes	Absent	Yes	Yes	Yes	Yes

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GENERAL BUSINESS

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OPERATIONS

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Director of Operations Henry Eibel requested approval of item number 453-11-2014. Moved the item as follows:

453-11-2014

Director of Operations Henry Eibel requested acceptance of the Resume of All Fatal Accidents for the Garden State Parkway and New Jersey Turnpike: Period 01/01/2014 through 11/11/2014; both with 2013-2014 Yearly Comparisons through October, 2014.

On motion by Vice Chairman Gravino and seconded by Commissioner Pocino, the Authority unanimously approved item number 453-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Yes	Yes	Yes	No

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STATE POLICE

Troop Commander Eric Heitmann requested for approval of item number 454-11-2014.

Moved is the item as follows:

454-11-2014

Troop Commander Eric Heitmann requested acceptance of the New Jersey State Police Troop D Activity Reports, For October 2014, with 2013 – 2014 Yearly Comparisons.

On motion by Commissioner Diaz and seconded by Treasurer DuPont, the Authority unanimously accepted the reports contained in item number 454-11-2014 and received same for file.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Yes	Yes	Yes	Yes

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FINANCE

Chief Financial Officer ("CFO") Donna Manuelli requested approval of item number 455-11-2014 through 458-11-2014. Moved is the items as follows:

455-11-2014

In a memorandum dated October 28, 2014 a Recommendation for the Revenue Certification For the Years Ended December 31, 2014 and December 31, 2015, was approved.

Under the provisions of Section 713 (c) of the Turnpike Revenue Bond Resolution adopted by the Authority on August 20, 1991 as amended and supplemented (the "Resolution"), the Authority, on or before December 1 in each year, shall complete a review of its financial condition for the purpose of estimating whether the Net Revenues (as such term is defined in the Resolution) for such year and for the next succeeding year will be sufficient to comply with subsection (b) of Section 713 of the Resolution and shall by resolution make a determination with respect thereto. A copy of such resolution, certified by an Authorized Officer of the Authority, together with a certificate of such Authorized Officer setting forth a reasonably detailed statement of the actual and estimated receipts and the payments to be made there from for such year, shall be filed with the Trustees on or before December 20.

030445 If it fails to meet the requirements of Section 713 (b) of the Resolution, the Authority shall have its Traffic Engineers conduct a study for the purpose of recommending a schedule of tolls which will provide the necessary revenues to meet the requirements.

The undersigned has completed the review of the financial condition of the Authority for the years 2014 and 2015. The Authority is now in a position to make the determination showing that the requirements of Section 713 (b) of the Resolution will be met in the years 2014 and 2015.

As the basis for your review, I have prepared the following schedules relative to the two years under review, 2014 and 2015, which accompany this memorandum.

Schedule A

This schedule contains a Resolution which states that a review has been made of the Authority's financial condition for the purpose of estimating whether the tolls, revenues, fees, charges, rents and other income and receipts from the operation of the New Jersey Turnpike and the Garden State Parkway during 2014 and 2015, including investment income treated as revenues for each year, will be sufficient to provide all of the payments and meet all other requirements as specified in Section 713 (b) of the Resolution.

Schedules B and C

These schedules set forth calculations relative to 2014's revenue requirements. Specifically, the schedule provides actual revenue through September 30, 2014 and projected revenue for the balance of the year (October-December, 2014).

Schedules D and G

These schedules set forth figures to support the certification under Section 713(c) of the "Resolution" demonstrating that in each calendar year "Net Revenues shall at least equal the Net Revenue Requirement for such year" as required by Section 713(b) of the Resolution. Under Section 101 of said Resolution, Net Revenues are defined as "... for any calendar year or other period of time, the Pledged Revenues during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of

- (i) The Sum of the Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments, and payments, if any, to the Charges Fund for such period

or

- (ii) 1.20 Times the Aggregate Debt Service for such period (excluding, for purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."

Schedules E and F

These schedules set forth calculations relative to 2015's financial projections and estimated revenue provisions.

Based upon a review of the financial condition of the Authority, it is estimated that Net Revenues (as such term is defined in the Resolution) for 2014 and 2015 will be sufficient to comply with Section 713 (b) of the Resolution.

Schedule A

WHEREAS, the Authority, in accordance with subsection (c) of Section 713 of its Turnpike Revenue Bond Resolution adopted August 20, 1991 as amended and supplemented (the "Resolution"), has completed a review of its financial condition for the purpose of estimating whether the tolls, revenues, fees, charges, rents and other income and receipts from the operation of the New Jersey Turnpike and the Garden State Parkway during 2014 and 2015, including investment income treated as revenues for such year, will be sufficient to provide all of the payments and meet all other requirements as specified in subsection (b) of Section 713 of said Resolution.

NOW, THEREFORE, BE IT RESOLVED by the New Jersey Turnpike Authority as follows:

1. That it is determined based upon the review of the financial condition of the Authority as described in the recital hereof, the tolls, revenues, fees, charges, rents and other income and receipts from the operation of the New Jersey Turnpike and the Garden State Parkway during 2014 and 2015, including investment income treated as revenues for such year will be sufficient to comply with subsection (b) of Section 713 of the Resolution.
2. That a copy of this resolution certified by the Chief Financial Officer of the Authority, together with a certificate of said Chief Financial Officer setting forth a reasonably detailed statement of the actual and estimated receipts and payments to be made there from for 2014 and 2015 as shown in schedules which were utilized in said review, shall be filed in its entirety with The Bank of New York Mellon and U.S. Bank as Co-Trustees, under the Resolution, all in accordance with said Section 713 of said Resolution.

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Schedule B

NEW JERSEY TURNPIKE AUTHORITY
 Certificate required Under Section 713
 Turnpike Revenue Bond Resolution
 Fiscal Year Ending December 31, 2014

Operating Fund		\$ 473,800,000
Debt Service Requirements (1)		610,331,000
Charges Fund		1,150,000
Maintenance Reserve		74,814,000
Special Project Reserve		<u>28,800,000</u>
Total Requirements		1,188,895,000
Deduct Revenue:		
Actual Revenue Provision - January - September 2014 Revenue	\$ 1,221,757,800	
Estimated Revenue Provision October - December 2014 (Estimate per Schedule C)	<u>404,842,500</u>	<u>1,626,600,300</u>
Revenue Less Requirements (2)		<u>\$ 437,705,300</u>

(1) Net Debt Service Requirement is as follows:

Series 1991 C Debt Service Requirement	\$ 4,365,400
Series 2000 B-G Debt Service Requirement (2)	14,346,700
Series 2003 B Debt Service Requirement	174,163,600
Series 2004 C-2 Debt Service Requirement	7,306,800
Series 2005 A-D Debt Service Requirement	31,452,200
Series 2009 A-B Debt Service Requirement (2)(4)	4,516,400
Series 2009 E-I Debt Service Requirement	143,524,600
Series 2010 A Debt Service Requirement	131,387,000
Series 2011 A-B Debt Service Requirement (2)(3)	2,836,100
Series 2012 A-G Debt Service Requirement (2)(3)	48,409,500
Series 2013 A-G Debt Service Requirement (2)(3)(5)	43,726,400
Series 2014 A-C Debt Service Requirement (2)(3)(6)	4,296,300

Total Debt Service

\$ 610,331,000

- (2) Variable rate debt with an associated Interest Swap Agreement has interest included at the fixed swap rate.
 (3) Spreads over the index on variable rate debt are also included.
 (4) Interest on the \$5,000,000 unhedged portion is calculated at the maximum rate of 12%.
 (5) The Series 2013A bond funding included capitalized interest from the date of the bond issuance through January 1, 2015. Therefore, there is no interest payable from Revenues in 2014.
 (6) The Series 2014A bond funding included capitalized interest from the date of the bond issuance through May 2016. Therefore, there is no interest payable from Revenues in 2014.

Schedule C

NEW JERSEY TURNPIKE AUTHORITY
 Certificate required Under Section 713
 Turnpike Revenue Bond Resolution
 Fiscal Year Ending December 31, 2014

Month	Toll Revenue	E-ZPass Fees	Build America Bonds Subsidy	Concession Revenue	Income from Investments	Arts Center Revenue	Miscellaneous (1)	Total Revenue
October	\$ 125,627,000	\$ 4,674,000	\$ 6,315,400	\$ 2,694,000	\$ 1,000,000	\$ 38,400	\$ 835,000	\$ 141,183,800
November	117,734,000	4,899,000	6,315,400	2,542,000	900,000	38,400	835,000	133,263,800
December	115,033,000	4,565,000	6,315,400	2,608,000	1,000,000	38,500	835,000	130,394,900
	<u>\$ 358,394,000</u>	<u>\$ 14,138,000</u>	<u>\$ 18,946,200</u>	<u>\$ 7,844,000</u>	<u>\$ 2,900,000</u>	<u>\$ 115,300</u>	<u>\$ 2,505,000</u>	<u>\$ 404,842,500</u>

NOTE: (1) Miscellaneous Revenues include cellular tower rentals, park & ride facilities, rental income, towing fees, surplus property sales, billboard commissions, video feed licensing, and easements.

Schedule D

NEW JERSEY TURNPIKE AUTHORITY
Certificate required Under Section 713
Turnpike Revenue Bond Resolution
Fiscal Year Ending December 31, 2014

The following are the appropriate calculations which indicate that the Net Revenue Requirement will be satisfied.

Revenues		\$ 1,626,600,300
Operating Expenses		<u>473,800,000</u>
Net Revenues		<u>1,152,800,300</u>
(i) Debt Service Requirements	\$ 610,331,000	
(i) Charges Fund	1,150,000	
(i) Maintenance Reserve	74,814,000	
(i) Special Project Reserve	<u>28,800,000</u>	<u>715,095,000</u>
Excess Revenues		<u>\$ 437,705,300</u>
Net Revenues		\$ 1,152,800,300
(ii) "... 1.20 times Aggregate Debt Service"		
1.20 x \$ 610,331,000		<u>732,397,200</u>
Excess Revenues		<u>\$ 420,403,100</u>
Debt Service Coverage		<u>1.89</u>

The Revenue Requirement under section 713(b) of the Turnpike Revenue Bond Resolution states that in each calendar year Net Revenues shall at least equal the Net Revenue Requirements for such year. Under Section 101 of said Resolution, Net Revenues are defined as "... for any calendar year or other period of time, the Pledged Revenues during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of (i) the sum of Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments, and payments, if any, to the Charges Fund for such period or (ii) 1.20 times the Aggregate Debt Service for such period (excluding, for purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."

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Schedule E

NEW JERSEY TURNPIKE AUTHORITY

Certificate required Under Section 713

Turnpike Revenue Bond Resolution

Fiscal Year Ending December 31, 2015

Operating Fund	\$ 485,593,100
Debt Service Requirements (1)	687,820,300
Charges Fund	1,150,000
Maintenance Reserve	87,058,000
Special Project Reserve	<u>20,900,000</u>
Total Requirements	1,282,521,400
Deduct Revenue:	
Estimated Revenue Provision January/December 2014 (Estimate per Schedule F)	1,677,759,000
Revenue Less requirements (2)	<u>\$ 395,237,600</u>

(1) Net Debt Service Requirement is as follows:

Series 1991 C Debt Service Requirement	\$ 71,525,400
Series 2000 B-G Debt Service Requirement (2)	17,248,000
Series 2003 B Debt Service Requirement	72,981,600
Series 2004 B Debt Service Requirement	8,685,200
Series 2004 C-2 Debt Service Requirement	7,306,800
Series 2005 A-D Debt Service Requirement	21,638,500
Series 2009 A-B Debt Service Requirement (2)(4)	4,971,800
Series 2009 E-I Debt Service Requirement	143,524,600
Series 2010 A Debt Service Requirement	131,387,000
Series 2012 A-G Debt Service Requirement (2)(3)	48,411,300
Series 2013 A-G Debt Service Requirement (2)(3)	117,048,100
Series 2014 A-C Debt Service Requirement (2)(3)(5)	14,843,000
Series 2015 Debt Service Requirement (6)	28,249,000
Total Debt Service	<u>\$ 687,820,300</u>

- (2) Variable rate debt with an associated Interest Swap Agreement has interest included at the fixed swap rate.
 (3) Spreads over the index on variable rate debt are also included.
 (4) Interest on the \$5,000,000 unhedged portion is calculated at the maximum rate of 12%.
 (5) The Series 2014A bond funding included capitalized interest from the date of the bond issuance through May 2016. Therefore, there is no interest payable from Revenues in 2015.
 (6) Assumed new money issuance in 2015 of \$750 million to fund the \$7 billion capital program.

Schedule F

NEW JERSEY TURNPIKE AUTHORITY

Estimated Revenue Provision

January 2015 through December 2015

Month	Toll Revenue	E-ZPass Fees	Build America Bond Subsidy	Concession Revenue	Income from Investments	Arts Center Revenue	Miscellaneous (1)	Total Revenue
January	\$ 110,051,000	\$ 4,330,000	\$ 6,315,000	\$ 2,781,000	\$ 1,500,000	\$ 415,000	\$ 1,019,000	\$ 126,411,000
February	104,260,000	4,320,000	6,316,000	2,197,000	1,200,000	415,000	1,019,000	119,727,000
March	118,057,000	4,320,000	6,315,000	2,251,000	1,500,000	416,000	1,020,000	133,879,000
April	122,484,000	4,420,000	6,316,000	2,747,000	1,300,000	321,000	1,018,000	138,606,000
May	129,892,000	4,425,000	6,315,000	3,314,000	1,500,000	321,000	1,019,000	146,786,000
June	129,204,000	4,485,000	6,315,000	3,546,000	1,200,000	321,000	1,020,000	146,091,000
July	136,087,000	4,660,000	6,316,000	3,669,000	1,400,000	321,000	1,019,000	153,472,000
August	140,691,000	4,660,000	6,315,000	4,185,000	1,400,000	321,000	1,018,000	158,590,000
September	124,584,000	4,650,000	6,315,000	3,791,000	1,200,000	321,000	1,020,000	141,881,000
October	128,066,000	4,510,000	6,316,000	2,855,000	1,300,000	39,000	1,019,000	144,105,000
November	119,993,000	4,358,000	6,315,000	2,702,000	1,000,000	38,000	1,019,000	135,425,000
December	117,240,000	4,310,000	6,316,000	2,762,000	1,100,000	39,000	1,019,000	132,786,000
	<u>\$ 1,480,609,000</u>	<u>\$ 53,448,000</u>	<u>\$ 75,785,000</u>	<u>\$ 36,800,000</u>	<u>\$ 15,600,000</u>	<u>\$ 3,280,000</u>	<u>\$ 12,229,000</u>	<u>\$ 1,677,759,000</u>

NOTE: (1) Miscellaneous Revenues include cellular tower rentals, park & ride facilities, rental income, towing fees, surplus property sales, billboard commissions, video feed licensing, and easements.

Schedule G

NEW JERSEY TURNPIKE AUTHORITY
Certificate required Under Section 713
Turnpike Revenue Bond Resolution
Fiscal Year Ending December 31, 2015

The following are the appropriate calculations which indicate that the Net Revenue Requirement will be satisfied.

Revenues		\$ 1,677,759,000
Operating Expenses		485,593,100
Net Revenues		<u>1,192,165,900</u>
(i) Debt Service Requirements	\$ 687,820,300	
(i) Charges Fund	1,150,000	
(i) Maintenance Reserve	87,058,000	
(i) Special Project Reserve	<u>20,900,000</u>	<u>796,928,300</u>
Excess Revenues		<u>\$ 395,237,600</u>
Net Revenues		\$ 1,192,165,900
(ii) "... 1.20 times Aggregate Debt Service"		
1.20 x \$ 687,820,300		<u>825,384,360</u>
Excess Revenues		<u>\$ 366,781,540</u>
Debt Service Coverage		<u>1.73</u>

The Revenue Requirement under section 713(b) of the Turnpike Revenue Bond Resolution states that in each calendar year Net Revenues shall at least equal the Net Revenue Requirements for such year. Under Section 101 of said Resolution, Net Revenues are defined as "...for any calendar year or other period of time, the Pledged Revenues during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of (i) the sum of Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments, and payments, if any, to the Charges Fund for such period or (ii) 1.20 times the Aggregate Debt Service for such period (excluding, for purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."

456-11-2014

In a memorandum dated November 18, 2014, Authorization to Adopt the 2015 Annual Budget, was approved.

Attached for your consideration is the 2015 Annual Budget, which includes the Authority's Revenue Budget, Operating Budget, Debt Service Fund Budget, Charges Fund Budget, Maintenance Reserve Fund Budget, Special Project Reserve Fund Budget, Supplemental Capital Budget, and General Reserve Budget. This year, management will submit the 2015 Annual Budget for consideration for the Government Finance Officer's Distinguished Budget Presentation Award and as such the presentation has changed from prior years to be in conformance with the program's awards criteria.

In 2015, the Authority will experience its first full year of operating the one hundred and seventy (170) lane miles that have been added to the roadway system as a result of the recent opening of the New Jersey Turnpike Interchanges 6-9 Widening project. In addition, more than

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sixty (60) lane miles have been added to the Garden State Parkway as the Parkway 80-35 Widening project is now complete from mileposts 80 to 52. These two projects combine to add more than two hundred and thirty (230) lane miles to the Authority's roadway system, an increase in roadway capacity of nearly 10%. The 2015 Annual Budget is driven by the anticipated increased revenue from greater demand for the expanded roadways and increased costs needed to operate and maintain the expanded roadways.

The Authority arrived at the 2015 Annual Budget proposal by engaging in a comprehensive budget preparation process, which directed departmental managers to think strategically and identify all opportunities to achieve operational efficiencies. With a critical eye, directors reviewed their respective departmental budgets and evaluated all positions and line item expenditures, as well as all proposed project budgets.

The proposed 2015 Annual Budget accomplishes the following:

- (1) Provides sufficient funding for operating expenses to service the increased capacity added by the Turnpike and Parkway widening projects while controlling operating expenses in all other functional areas;
- (2) Provides spending in excess of \$172 million on Maintenance Reserve, Special Project Reserve, and Supplemental Capital projects;
- (3) Maintains a minimum unencumbered General Reserve Fund balance in excess of \$75 million; and
- (4) Meets General Bond Resolution financial covenants and all other financial obligations without the need for a toll increase.

The proposed 2015 Revenue Budget of \$1,677,758,000 includes projected traffic increases of 3.7% on the New Jersey Turnpike and 2.6% on the Garden State Parkway. The federal Build America Bond Subsidy remains at \$75,785,000, which is 7.2% or \$5,880,000, lower than when the bonds were issued based upon the announced continuation of the automatic federal deficit reduction spending cuts in federal fiscal 2015.

The proposed 2015 Operating Budget of \$485,593,100 represents a \$9.4 million, or 2.0%, increase as compared to the 2014 Operating Budget after a decrease in 2011, flat budgets in 2012 and 2013, and a minor 0.4% increase in 2014. Key cost factors in the 2015 Operating Budget are as follows:

- Maintenance of roadway, buildings, and equipment is increasing by \$12.3 million due to:
 - Increased snow and severe weather costs of \$4.2 million based upon the five year average.
 - Increased personnel costs of \$1.5 million related to adding 21 positions to maintain the expanded roadways and \$1.7 million related to filling positions that were previously vacant.

- Increased roadway maintenance costs of \$2.6 million due to outsourcing of guiderail repair on the Turnpike. Existing staff will be redirected to maintain the widened roadways, thereby eliminating the need to increase staff beyond the 21 additional maintenance positions budgeted in 2015.
- Increased utility costs of \$500,000 based upon current trends.
- Increase in the premium for Property Insurance based upon the increased asset values created from the capital program.
- Contractual wage increases projected at \$1.5 million across all departments. Increase of \$2.4 million in State Police costs because of budgeting for an additional 22 troopers to be assigned to the roadways.
- Increase of \$1.8 million in software licensing costs required to maintain the new software investments made by the Authority over the past several years.

Although it must absorb these significant and necessary cost increases, the Authority is able to propose a 2015 Operating Budget with only a \$9.4 million increase primarily due to savings in electronic toll collection costs due to the renegotiated pricing terms from the Customer Service Center Operator's second contract extension. To a lesser extent there are savings in manual toll collection, outside legal, insurance (other than property), property taxes, and control of headcount and costs in all other areas. After eleven consecutive years of decline following the merger of the New Jersey Turnpike Authority and New Jersey Highway Authority, authorized headcount is increasing due to the need to add maintenance personnel to handle the increased capacity.

The 2015 Annual Budget also includes the 2015 Debt Service Fund budget of \$687,820,800, which includes principal and interest payments payable through revenues on the Authority's currently outstanding bonds. The anticipated new money borrowing in 2015 of approximately \$750 million is included in the 2015 Debt Service Fund budget at an assumed interest rate of 5.0%. The 2015 Charges Fund budget of \$1,150,000 includes contractual fee payments on the Series 2000B-G auction rate bonds and the Series 2009A-B bonds.

Also included is the 2015 Maintenance Reserve Fund budget totaling \$84,609,700, which includes spending for the maintenance and resurfacing of roadway and bridges on the New Jersey Turnpike and Garden State Parkway. The 2015 Maintenance Reserve Fund budget includes all 2014 carry-over projects as well as new work to be completed in 2015.

The 2015 Special Project Reserve Fund budget totaling \$38,155,000 is also included and provides spending for the Authority's scheduled major fleet augmentation, which is the Authority's existing scheduled fleet replacement program, as well as additional equipment purchases to service the Turnpike widening. The 2015 Supplemental Capital budget totaling \$50,000,000 is included. This budget includes funding to replace the Pinnacle 220mhz radio system and the

Statewide Traffic Management Center floor, console, and monitor project. Last, the 2015 General Reserve budget totals \$404,501,000 and includes the Authority’s contractual payments to the Transportation Trust Fund and Statewide Transportation Capital Plan, extraordinary severe weather costs, and reserves for self-insured liability claims and other postemployment benefit costs.

As part of the 2015 Annual Budget, the Authority is updating its non-bargaining salary scale, which was adopted as part of the 2014 Annual Budget, to reflect current authorized position titles. Also included in the 2015 Annual Budget is the Authority’s chart of senior staff.

The Authority’s proposed 2015 Annual Budget provides the necessary Operating Budget funds to maintain the widened roadways while reducing costs in all other functional areas and adequately funding the Authority’s other project and reserve accounts without the need for a toll increase. The proposed 2015 Annual Budget is consistent with the Authority’s Financial Management Principles and Guidelines. It is therefore recommended that the Authority adopt the attached 2015 Annual Budget, which includes the Revenue Budget, Operating Budget, the Debt Service Fund Budget, the Charges Fund Budget, the Maintenance Reserve Fund Budget, the Special Project Reserve Fund Budget, the Supplemental Capital Budget, and the General Reserve Fund Budget. The Authority’s General Consultant Engineer, HNTB Corporation, concurs with this recommendation.

Your approval of this recommendation is respectfully requested.

On motion by Treasurer DuPont and seconded by Commissioner Becht, the Authority unanimously approved of item numbers 455-11-2014 and 456-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Yes	Yes	Yes	Yes

Treasurer DuPont stated that the 2015 Annual Budget shows a tremendous effort and he thanked CFO Manuelli and the management staff. DuPont stated that the Authority is a model for fiscal responsibility with clear ideas on cost saving measures. After reducing headcount for 11 consecutive years, the Authority is now increasing headcount by only 18 positions to maintain the widened roadways. DuPont restated that the most valuable resource the Authority has is its employees.

Chairman Fox recognized COO O'Hern's father by stating that the Red Bank train station will be named after him the day after Thanksgiving.

457-11-2014

In a memorandum dated October 30, 2014, **Authorization to Adopt \$50 Million Second Series 2014 Turnpike Revenue Bond Resolution**, was approved.

At its February 25, 2014 meeting, the Authority's Board of Commissioners approved the adoption of the Series 2014 Turnpike Revenue Bond Resolution (Series 2014 Resolution).

The Series 2014 Resolution authorized the issuance of up to \$1.0 billion of Series 2014 Turnpike Revenue Bonds to provide funds to pay construction costs, make a deposit into the debt reserve fund, fund capitalized interest and pay costs of issuance. The Series 2014 Resolution also authorized the issuance of up to \$217.5 million of refunding bonds to refund the Series 2009A, Series 2011A, and Series 2011B bonds. To date, \$1 billion of new money bonds and \$125 million of refunding bonds have been issued. The remaining \$92.5 million of refunding bonds are expected to be issued prior to December 31, 2014.

The Second Series 2014 Turnpike Revenue Bond Resolution (Second Series Resolution) provides for the refunding of the \$50 million Series 2009B bonds. The Series 2009B bonds are variable rate demand obligations supported by a direct pay Letter of Credit. It was the Authority's intention to renew the Letter of Credit with the current Letter of Credit provider. However, the current Letter of Credit provider has informed staff that the costs to renew the facility in February 2015 may be higher than the costs of refinancing options and so the Authority will examine all options to refinance the bonds in the public or private market. The Second Series Resolution authorizes the Authority to refund the bonds through a direct placement of floating rate notes with a commercial bank, or refund the bonds through a public offering of floating rate notes. The Second Series Resolution also authorizes the Authority to procure a replacement Letter of Credit to support these bonds even though this option is unlikely to be pursued. In addition, the Authority could terminate, amend, or replace the existing Interest Rate Swap Agreement on these bonds, or issue fixed rate debt. The proposed Second Series Resolution would allow the Authority to pursue the option that is in the best long term financial interest of the Authority, as well as pay cost of issuance fees from the General Reserve Fund.

The proposed Second Series Resolution provides the ability to refund the \$50 million Series 2009B bonds to potentially eliminate the current Letter of Credit facility for savings. It is recommended that the Board adopt the Second Series Bond Resolution in substantially the form attached hereto, and authorize the Executive Director to execute any and all documents necessary to finalize this document, and others as may be necessary to complete this transaction.

Your approval of this recommendation is respectfully requested.

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On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Authority unanimously approved of item number 457-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Yes	Yes	Yes	Yes

458-11-2014

Chief Financial Officer Donna Manuelli presented the **Financial Summary for the ten (10) months ended October 31, 2014.**

On motion by Treasurer DuPont and seconded by Commissioner Pocino, the Authority unanimously approved of item number 458-11-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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Roll Call:

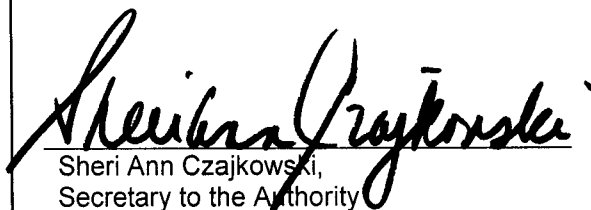
Fox	Gravino	DuPont	Hodes	Pocino	Diaz	Becht	Minella
Yes	Yes	Yes	Absent	Yes	Yes	Yes	Yes

Commissioner Pocino commended the Commissioners, Management, the Toll Supervisor Unions, and the union memberships for working diligently together for several months to reach an agreement on the MOAs, which were approved by the Board and ratified by union membership.

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The motion to adjourn was made by Treasurer DuPont and seconded by Commissioner Becht, and, after the voice vote, the motion was duly adopted. The Authority adjourned at 10:01 a.m., to meet on Tuesday, December 16, 2014, at 9:30 A.M.

ATTEST:


Sheri Ann Czajkowski,
Secretary to the Authority


Joseph Mrozek,
Executive Director

Date: November 18, 2014