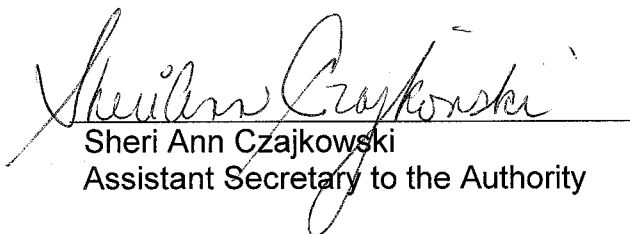


**CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY**

I, Veronique Hakim, 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 February 28, 2012 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 1st 29th day of ~~March~~, 2012.
February

ATTEST:


Sheri Ann Czajkowski
Assistant Secretary to the Authority

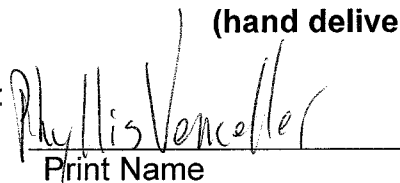

Veronique Hakim,
Executive Director

Corporate Seal

Date: 2/29/2012
March 1, 2012

Feb. 29
Received in the Governor's Office on March 1, 2012
(hand delivered)

Received by:


Print Name


Signature

Time:

2:35 pm 2/29/12

Veto Period Ends:

March 14, 2012
(Write in the date the veto period ends)

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY
COMMISSION MEETING
TUESDAY, FEBRUARY 28, 2012**

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Chairman James S. Simpson called the Authority into session in the Executive Boardroom of the Authority's Administration Offices, Woodbridge, New Jersey, at 9:30 A.M.

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PRESENT

Present were Chairman James S. Simpson, Vice Chairman Ronald Gravino, Treasurer Michael DuPont, Commissioner Harold Hodes, Commissioner Raymond Pocino, Commissioner Ulises Diaz and Commissioner Daniel Becht. The meeting commenced at 9:30 a.m.

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ALSO PRESENT

Executive Director Veronique Hakim; Deputy Executive Director John O'Hern; Chief Engineer Richard Raczynski; Acting Director of Law Phillip Espinosa; Electronic Toll Collection Director Dennis Switaj; Chief Financial Officer Donna Manuelli; Human Resources Director Mary-Elizabeth Garrity; Director of Internal Audit James Carone; Assistant Director of Maintenance Joseph Lentini; Director of Operations Sean Hill; Purchasing Director Andrea Ward; Chief Information Officer Barry Pelletteri; Director of Tolls Robert Quirk; NJ State Police Troop D Major Pamela Elliott, and Assistant Secretary to the Authority Sheri Ann Czajkowski.

Also present were: Governors' Authorities Unit Representative Brandon Minde; Ryan Feeney, Manager of Public Finance State Treasurer's Office; additional individuals consisting of other NJTA employees; interested organizations; the general public; and from the media: The Star Ledger and The Asbury Park Press.

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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.

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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 January 31, 2012; he did not exercise his power to veto any items in those minutes.

There was a typographical error on Agenda Item No. 020-02-2012. The third paragraph talks about the "Emergency Evaluation Route", and that should say "Emergency Evacuation Route". This error has been fixed in the official Minutes.

There was a typographical error in the January Minutes for item 011-02-2012 in regards to the funding. The "blue" agenda book reflects the Maintenance Reserve Fund No. 03010002, and the final meeting minutes reflect the Ten Year Capital Program Fund No. 39005013. The Maintenance Reserve fund No. 03010002 is correct.

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

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RECUSALS

The Executive Director reported that advisements of recusal had been submitted and asked for any further recusals or abstentions to be placed on record for this meeting. Those results are regarding the following items:

Commissioner Pocino: 053-02-2012 through 061-02-2012

Treasurer DuPont: 047-02-2012

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EXECUTIVE DIRECTOR'S REMARKS

ED Hakim welcomed back Director of Tolls Robert Quirk after returning from hip surgery and thanked Assistant Director of Tolls James Roberts for his serving as Acting Director while Quirk was absent.

The toll increases went into effect on January 1, 2012. As anticipated, car traffic diverted after the toll increase. There is a concern that truck traffic on the Turnpike is diverting more than anticipated. CFO Manuelli will report on this in greater detail in her financial summary.

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PUBLIC COMMENT

Chairman Simpson opened the floor to public comment on matters relating to the current agenda and all other matters.

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Murray Bodin

Mr. Bodin advised that he will be making the same presentation here that he has been making at transportation agencies in the metropolitan area. Bodin showed his iPad. He stated that all of the Commissioners should have an iPad or laptop in front of them and the Authority should stop using paper. If the Commissioners begin using electronic devices at Board Meetings, then Authority employees will follow suit. Technology is the future and the Authority needs to embrace it.

Mr. Bodin's still has concerns about line-striping. Bodin would like consistent line striping patterns on NJTA roadways so that motorists will have the maximum amount of time to make decisions regarding the lanes they use.

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COMMISSIONER'S COMMENTS

Treasurer DuPont concurred with Mr. Bodin's thoughts that the Authority should explore the use of electronic devices to reduce the amount of paper the Authority uses.

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HUMAN RESOURCES

Director of Human Resources Mary-Elizabeth Garrity requested approval of item 046-02-2012. Moved is the item as follows:

046-02-2012

Human Resources Director Garrity submitted the **Personnel Agenda**, dated February 28, 2012, and requested confirmation of the personnel matters contained therein. The Executive Director certified the recommendations for consideration.

On motion by Commissioner Hodes and seconded by Treasurer DuPont 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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LAW

Acting Director of Law Philip Espinosa requested approval of items 047-02-2012 through 052-02-2012. Moved as a group those items are as follows:

047-02-2012

In a memorandum dated February 15, 2012, **a Recommendation for the Ratification of Action Taken and Authorization for the Acquisition of Property Interests Required for the New Jersey Turnpike Authority Interchange 6-9 Widening Program, Acquisition of Two (2) Properties, Payment of Damages to One (1) Property Owner and Relocation Expenses to One (1) Property Owner, 2009 Capital Construction Program, Amount: \$ 1,543,688.76 (\$ 1,081,270.66 was previously approved, an additional \$ 462,418.10 is required)**, was approved.

The New Jersey Turnpike Authority (the "Authority") is proceeding with its plans to widen the Turnpike between Interchange 6 in Mansfield Township, Burlington County and Interchange 9 in East Brunswick Township, Middlesex County (the "Widening Program"). The roadway will be widened to 12 lanes with major modifications constructed at four interchanges. Final design is currently underway and construction is proceeding.

The acquisition of the necessary property interests is critical to the success of the Widening Program. In light of same, the Commissioners of the New Jersey Turnpike Authority authorized the Executive Director to take all steps necessary to prepare for the acquisition of property rights needed through final construction of the Widening Program with final action being brought to the Commissioners for ratification under Agenda Item No. 315-09-2011.

This Agenda Item seeks Authorization to acquire certain property interests and pay certain expenses related to same, as well as ratify final action taken as to other property interests as follows:

I. Negotiated Acquisitions, Acquisition of a Right-of-Entry, and Payment of Relocation Expenses Related to the Acquisition of Required Property Interests: The Authority has determined that the properties listed below are necessary for the Widening Program. To that end, the Authority had an appraisal prepared by independent Appraisers and reviewed by Value Research Group, LLC, the Authority's Real Estate Manager/Consultant, which set a value for each. The Authority then entered into good faith negotiations with the owner and its 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. Negotiations continued and a settlement of all terms was agreed upon. The following is a description of the properties for which the parties have finalized negotiated terms of sale, payment for right-of-entry and payment of relocation expenses related to same:

- 1) Turnpike Design Section 3, ROW Section 3F

Parcel No. 343, Block 2733, Lot 4.01 (**Partial Taking**)

185 Merrick Road, Hamilton Township, Mercer County

Owners: Donald Giquinto and Kimberly Giquinto

Amount: \$ 690,870.66 **(\$681,270.66 previously approved for property acquisition and reimbursement of relocation expenses; an additional \$9,600.00 is required for reimbursement of relocation expenses)**

The Authority's Commissioners previously approved the acquisition of the above property in Agenda Item No. 223-10 and relocation expenses in Agenda Item No. 002-01-2012. This agenda item seeks authorization to reimburse the property owners for additional relocation expenses incurred as a result of the relocation and consistent with applicable relocation statutes and regulations in the amount of \$9,600.00.

2) Turnpike Section 2, Turnpike ROW Section 3E

Parcel Series 277, Block 203, Lot 2 (Entire Taking)

231 Bordentown-Crosswicks Road, Chesterfield Township, Burlington County

Owner: Jimmy R. Mitchell

Amount: \$ 433,218.10 **(\$400,000.00 was previously approved for settlement of the entire taking, an additional \$33,218.10 is need for the reimbursement of relocation expenses)**

The acquisition of the entire property was previously authorized under agenda item no. 198-06-2011. This agenda item seeks authorization to reimburse the owner for relocation expenses incurred as a result of the relocation and entire taking and consistent with applicable relocation statutes and regulations in the amount of \$23,180.30).

3) Turnpike Section 5, Turnpike ROW Section 4H

Parcel Series n/a, Block 45, Lot 13 (Right-of-Entry)

884 Old York Road, Township of East Windsor, Mercer County

Owners: Simeon Juricic and Laurie Juricic

Amount: \$ 4,600.00

As part of the construction of the Widening Program, the Authority requires access through Old York Road in order to access its right-of-way. After some investigation, it was determined that Old York Road is privately owned by several adjacent property owners, one of which is Mr. and Mrs. Juricic. Access to Old York Road for construction purposes would be required for 23 months.

II. Settled Eminent Domain Proceedings. The Authority has determined that the One (1) property listed herein is necessary for the Widening Program. To that end, 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 same. With respect to the below parcel, the Authority had contacted the respective property owner and entered into good faith negotiations with said owner and their respective counsel for the purchase of same based on the appraised value and in compliance with the laws governing its powers of eminent domain. Eminent Domain proceedings are being filed as the last resort. The following is a description of a property acquisition that has been settled after the filing of a condemnation proceeding.

- 1) Turnpike Design Section 6, ROW Section 4J
Parcel No. 1084, Block 25, Lot 3 (**Partial Taking**)
299 Ward Street, Township of East Windsor, Mercer County
Owner: New Jersey Credit Union League
Amount: \$415,000

This property currently consists of 2.298 acres of land improved with a 16,188 square foot office building with a 576 square foot detached garage. The Authority must acquire the following interest in the property: (1) a fee simple interest in 0.573 acres of the property designated as Parcel 1084. A complaint was filed, \$135,000 was deposited with the Court and a declaration of taking was filed. The construction of the Widening Program and above described taking also required the reconfiguration of the parking lot and the relocation of a sign located on the property. An amended declaration of taking was filed to include these amounts totaling \$174,508.95, a difference of \$39,508.95 was deposited with the Court. A Commissioner's Hearing was held and an award was entered, which award was appealed by both parties. After further negotiations and prior to trial, the parties were able to reach a settlement of this matter in the amount of \$415,000.

The acquisitions in Sections I and II above do not involve property designated as "Preserved Farmland" pursuant to and as regulated by the *Agriculture Development and Retention Act*, N.J.S.A. 4:1C-11, et seq., and *State Agriculture Development Committee Rules*, N.J.A.C. 2:76-1.1, the Act's implementing regulations, Nor has this property 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.

All actions taken by the Executive Director have been necessary for the purchase of the properties listed above including the satisfaction of certain other costs required by law to be paid at closing. All actions taken by the Executive Director have been reviewed and approved by the Law Department and General Counsel.

Based on the foregoing, it is requested that the Authority Commissioners ratify any and all actions taken by the Executive Director as outlined herein for the acquisition of the properties set forth above.

On motion by Commissioner Hodes and seconded by Vice Chairman Gravino, the Authority unanimously approved item number 047-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

048-02-2012

In a memorandum dated February 15, 2012, **Authorization to Execute a Memorandum of Agreement with the State Agriculture Development Committee (SADC) in Order to Reimburse the SADC for Surveying Costs in an Amount not to Exceed \$150,000 and to Resolve Several Acquisitions of Farmland Preserved Properties Related to the New Jersey Turnpike Interchange 6 to 9 Widening Program, Project No. 39018001**, was approved.

As has been previously submitted to the Authority's Commissioners, the construction of the New Jersey Turnpike Authority's (the "Authority") Interchange 6 to 9 Widening Program (the "Widening Program") requires the acquisition of several properties that are designated as "Preserved Farmland" pursuant to and as regulated by the *Agriculture Development and Retention Act*, N.J.S.A. 4:1C-11, et seq., and *State Agriculture Development Committee Rules*, N.J.A.C. 2:76-1.1, the Act's implementing regulations. In furtherance of the acquisitions, and in compliance with a Declaration issued by Governor Corzine authorizing the Authority to acquire preserved farmland in Burlington and Mercer Counties, as necessary, in furtherance of the

Widening Program; the Authority commenced condemnation proceedings for "Preserved Farmland" properties. This Memorandum of Agreement ("MOA") will serve to resolve the SADC's interest in eight of these condemnations for which the Authority has previously reached agreements with the property owners as to the amount of compensation for seven of the eight properties. These acquisitions have been or will be submitted to the Authority's Commissioners for approval or ratification under the regularly submitted Widening Program agenda item. The affected parcels are as follows:

1. 1289 Jacksonville Road, Mansfield (John F. and Eileen M. Hoefling); Block 47.01, Lot 4; Parcel Nos. 195 and E195;
2. Mansfield Road West, Mansfield (Lawrence H. & Carol A. Durr); Block 51.01, Lot 1; Parcel Nos.: 186A, 186B, C186A and E186B;
3. Hedding Road, Mansfield (Lawrence H. Durr and Carol A. Durr); Block 30, Lot 6.01; Parcel Nos. 186D, E186D, D186D, UE186D, 2UE186D, C186D, and 2C186D;
4. Old York Road, Mansfield (John, Jr. & Marguerite S. Winzinger); Block 5, Lot 2.01; Parcel Nos.: 191 and C191;
5. 702 Mansfield Road West, Mansfield (Anna Hoagland c/o S. Preidel); Block 30, Lot 7.01Q; Parcel Nos.: UE215, 2UE215, C215 and 2C215;
6. 619 Windsor-Perrineville Road, East Windsor (Randall and Laura Peck); Block 43, Lots 1, 4, 4.01, 6, 7 & 9; Parcel Nos. R1037H, F1037D, C1037E, C1037F and C1037G;
7. 603, 585 & 589 Windsor-Perrineville Road, East Windsor (Randall and Laura Peck); Block 43, Lots 10, 12 & 13; Parcel Nos. R1037A, 1037B, 1037C, E1037A, E1037B, RUE1037A, RUE1037B, 2UE1037B, UE1037C, 2UE1037C, 3UE1037C, RC1037B, C1037C, 2C1037C, F1037A, 2F1037A, F1037B, 2F1037B and F1037C;
8. 407 Gordon Road, Robbinsville (Dakota Realty, LLC); Block 43, Lot 1; Parcel Nos. UE1028C, E1028C, C1028C, 2C1028C & 2UE1028C.

In addition, as the Widening Program has affected the overall acreage of farmland being preserved in the areas of the Widening Program, the SADC has requested that the Authority provide the SADC with a reimbursement of \$150,000 for the cost of re-surveying and re-monumenting the development easement boundaries on the affected properties. This amount is based on an estimate that was provided to the Authority by the SADC and reviewed by the Authority's Engineering and Law Departments in consultation with its Real Estate Consultant and Outside Counsel.

Based on the foregoing, it is requested that the Authority's Commissioners authorize and direct the Executive Director to execute a MOA that substantially conforms to the terms set forth herein, after review and approval by the Director of Law.

049-02-2012

In a memorandum dated February 15, 2012, **Authorization for the Executive Director to amend to Authority's General Liability Program so as to clarify the Uninsured and Underinsured Motorist Limits by (1) clarifying the Underinsured Motorist Limit and Uninsured Motorist Limit within the Authority's self-insured retention; and (2) removing an endorsement to the Authority's Excess Liability Insurance Policy which provides Underinsured and Uninsured coverage.** was approved.

The New Jersey Turnpike Authority (the "Authority") maintains \$100 million of excess "Umbrella" Liability insurance above its \$2 million self-insured retention for its General Liability and Automobile Liability Insurance Program. The excess Umbrella Liability insurance is structured in four (4) layers of \$25 million each. The Broker of Record for the renewal is Risk Strategies Company, Inc.

On September 7, 2011, the Authority Commissioners ratified the renewal of various insurance programs, including the first layer (\$25 million) of excess Umbrella Liability Insurance provided by Chartis (National Union Fire Insurance Company of Pittsburgh, PA) (the "Umbrella Policy"). That policy includes a boiler-plate endorsement, #24, providing excess uninsured

motorist ("UM") and underinsured motorist ("UIM") coverage "whether or not the Insured maintains applicable underlying insurance." The Authority does not pay any premium for this endorsement, which was never intended to establish the amount of any UM/UIM coverage within the Authority's \$2 million self-insured retention.

N.J.S.A. 17:28-1.1 requires every automobile liability insurance policy to include UM coverage of \$15,000 for each occurrence and \$30,000 on account of injury to or death of more than one person, and \$5,000 for property damage. There is no statutory requirement to provide UIM coverage.

Although it has been the Authority's policy to provide only the statutory minimum \$15,000/\$30,000 UM coverage and the same amount in UIM coverage in its self-insured retention, that policy has never been formalized; and the inclusion of the boilerplate Endorsement #24 in the Chartis Umbrella Policy has created confusion concerning the intended amount of UM and UIM coverage. At the same time, it is recommended that the UM and UIM coverage offered by the Authority in its self-insured retention be increased to an amount of \$250,000 each person and \$500,000 each accident for bodily injury to provide reasonable coverage to drivers of Authority vehicles who are involved in accidents when the other driver has little or no liability insurance. Further, it is additionally recommended that the property damage limit be set at \$100,000 each accident for property damage or \$500,000 single limit.

It is therefore recommended that the Commissioners authorize the Executive Director to clarify the Authority's UM and UIM coverage by explicitly establishing in its self-insured retention, coverage of \$250,000 each person \$500,000 each accident and \$100,000 each accident for property damage, for UM and UIM claims, and by arranging to have Chartis delete from its Umbrella Policy Amendatory Endorsement No. 24. It is further recommended that the Executive Director be authorized to execute all documents and to take all further actions to effectuate these changes.

050-02-2012

In a memorandum dated February 15, 2012, **a Request for Authorization to Enter into a Tri-Party Agreement among Monmouth County, Borough of Tinton Falls, and NJTA**, was approved.

This Agenda Item requests authorization to enter into a tri-party agreement with the County of Monmouth and the Borough of Tinton Falls for conveyances of land located near Garden State Parkway Interchange 102 in the Borough of Tinton Falls, Monmouth County, New Jersey for no consideration in connection with the County's and the Borough's joint "Essex Road re-alignment/relocation and intersection improvement project" including the following four (4) conveyances:

1. The dedication of Essex Road from NJTA to the Borough of Tinton Falls which New Jersey Highway Authority constructed in or about the 1950s, but which neither NJTA nor its predecessor, NJHA, dedicated to the Borough, but should have. The Borough maintains Essex Road as a local road and has assumed jurisdiction over it. The purpose is to eliminate NJTA's potential liability for a roadway which is a local road and not an NJTA highway. The roadway dedication will exclude a 3,704 sf+/- portion of Essex Road along County Route 16 (Asbury Avenue) which will be conveyed by NJTA to Monmouth County.

2. The conveyance of three (3) parcels of land (NJTA Parcels 4569B-1, 4569B-2, and 4569D) from NJTA to the Borough of Tinton Falls proximate to Essex Road to enable the Borough to re-align/relocate Essex Road.

3. The conveyance of NJTA Parcel 4569A from NJTA to Monmouth County for the re-alignment/relocation of Essex Road and the Essex Road-County Route 16 (Asbury Avenue)

intersection improvements.

4. The conveyance of NJTA Parcel 4568 from Monmouth County to NJTA. The land represents a portion of land which NJTA conveyed to Monmouth County by deed dated March 30, 2007 (recorded on April 24, 2007 in deed book 8646, page 7254 in the Monmouth County Clerk's office) which land Monmouth County has determined it no longer needs and, therefore, will convey back to NJTA.

All of the foregoing conveyances are:

(a) in contemplation of and required by paragraph 7 of the written agreement between New Jersey Highway Authority and Monmouth County dated April 4, 2002 (the "2002 Agreement") and

(b) required for the relocation of Essex Road and/or Pine Street at the intersection with Asbury Avenue and, therefore, required pursuant to the 2002 Agreement.

Due to the fact that:

(a) the contemplated conveyances never took place,

(b) New Jersey Highway Authority is now known as New Jersey Turnpike Authority,

(c) not all of the Authority property required to be conveyed to Monmouth County by the 2002 Agreement had been identified, and

(d) the 2002 Agreement is ten (10) years old, it is prudent to restate the relevant terms of the 2002 Agreement, identify the property to be conveyed, and incorporate the rights and obligations in a tri-party agreement among the County, the Borough, and NJTA.

Irrespective of the 2002 Agreement, NJTA should dedicate Essex Road to the Borough of Tinton Falls because Essex Road was designed to be a local, not NJTA, road.

051-02-2012

In a memorandum dated February 2, 2012, a Recommendation for Authorization to Settle Formal Workers' Compensation Matter regarding Josephine Lurig v. N.J. Turnpike Authority, was approved.

The petitioner, Josephine Lurig, was a Parkway Division Toll Collector hired in November 1988 and retired effective January 1, 2008. This recommended settlement will resolve two (2) formal Claim Petitions filed regarding job related injuries. The first claim was filed in 2007 and the second, an occupational claim, was filed in 2008.

The petitioner is represented by Frank S. Salzer, Esq. located in Toms River, NJ. The Authority is defended by Special Counsel Gary Price, Esq. of Buttafuoco, Arce & Price located in South Plainfield, NJ. The matter is venued in the district office of Toms River before Judge Bradley Henson.

Permanency evaluation on behalf of the petitioner was performed by Dr. Martin Riss who opined the petitioner is 100% disabled. Permanency evaluation on behalf of the respondent was performed by Dr. Kenneth Peacock who valued the disability broken down by body part: 7.5%, 7.5%, 5% and 5% of permanent partial total.

The petitioner's attorney made an initial demand of 100% total disability. After lengthy discussions with the court, all parties agreed that the case could be resolved for 65% of partial total (\$240,240.00 at 2007 rates), with the Authority taking an Abdullah credit of 50% (\$142,200.00) for prior awards paid. This equates to a total award of new money in the amount of \$98,040.00. Special Counsel and our third party administrator believe this to be an appropriate

settlement request.

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 Assistant Director, HR, Safety & Benefits. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of \$98,040.00.

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

052-02-2012

In a memorandum dated February 17, 2012, **a Recommendation to Deem Certain Property Necessary for the Interchange 88/89 Improvements Project and Authorization to Take Steps Necessary to Acquire the Necessary Property along the Garden State Parkway, Township of Lakewood, County of Ocean**, was approved.

The New Jersey Turnpike Authority ("Authority") is proceeding with its plans for the construction of the Interchange 88/89 Improvements Project (the "Project") in the Township of Lakewood, Ocean County. The Project is in the final design stage and the Engineering Department is preparing to advertise the construction contract in Spring 2012.

This Project includes improvements to Interchange 88, which is currently only accessible by traffic to and from the north. The Project will complete the interchange to allow for full access to Route 70 and will consolidate Interchanges 88 and 89 through the construction of service roads along northbound and southbound roadways. The estimated cost of this project is \$50 million. In March 2010, the Board of Commissioners approved a cooperative agreement with the County of Ocean regarding this Project, pursuant to which the County agreed to be responsible for preliminary design and permitting for the project, to be reimbursed by the Authority up to \$850,000 upon receipt of environmental permits, and to commit up to \$2 million for construction of ancillary ramps within the Interchange that will strictly benefit the County's roadway network.

This Project will require acquisition of several parcels of property from the New Jersey Department of Transportation, the Township of Lakewood, the Lakewood Industrial Commission, and several private property owners. In addition, certain parcels necessary for the Project are subject to easements held by Jersey Central Power and Light Co. ("JCPL"), and will require modifications to JCPL's existing easements and facilities. The details of the above transfers are described in Exhibit 1 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 above 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, General Counsel and other Authority consultants, to take all steps necessary to prepare for the property transfers described above and to ratify all steps taken in furtherance of same. This includes but is not limited to entering into negotiations to acquire the property interest and when such negotiations have reached an impasse, that the Executive Director be authorized to commence Eminent Domain proceedings, including but not

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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.

On motion by Commissioner Becht and seconded by Vice Chairman Gravino, the Authority unanimously approved item number 048-02-2012 through 052-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ENGINEERING

Chief Engineer Richard Raczynski requested approval of item numbers 053-02-2012 through 061-02-2012. Raczynski indicated that agenda item 055-02-2012 is the final construction contract to be awarded for the Turnpike widening project. This contract will eliminate the existing merge between 8 and 8A. Raczynski noted that but for the holiday week in December the contractors have been able to work regularly this winter because of the favorable weather conditions. Moved are the items as follows:

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AWARD OF CONTRACTS

053-02-2012

In a document dated February 13, 2012, **a Recommendation to Award Contract No. P200.214 for the Garden State Parkway to Gardner M. Bishop, Inc. for the Rehabilitation of Concrete Median Barrier at Milepost 141 to 150, Ten Year Capital Program Fund No. 39002017, in an amount of \$23,595,530.82,** was approved.

This contract will provide for the removal and replacement of damaged, misaligned and deteriorated concrete median barrier along with other incidental work on the Garden State Parkway between Milepost 141 and 150.

Four bid proposals were received on February 9, 2012 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal, in the amount of \$23,595,530.82, may be compared to the Engineer's Estimate in the amount of \$25,685,359.70. Gardner M. Bishop, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P200.214 be awarded to the low bidder, Gardner M. Bishop, Inc. of White Plains, New York, in the amount of \$23,595,530.82. 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 were procured and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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

054-02-2012

In a document dated February 13, 2012, **a Recommendation to Award Contract No. P200.260 for the Garden State Parkway to C. J. Hesse, Inc. for Central Pavement Restoration and Miscellaneous Improvements, Milepost 80 to 143, Maintenance Reserve Fund No. 03020005, in an amount of \$7,970,560.00**, was approved.

This contract will provide for the restoration of asphalt concrete surface course pavement along the Northbound and Southbound mainline roadways, ramps, service areas and toll plazas at various locations on the Garden State Parkway along with other incidental work between Milepost 80 and 143. All work is expected to be completed in 2012.

Seven bid proposals were received on February 10, 2012 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal, in the amount of \$7,970,560.00, may be compared to the second low bid proposal in the amount of \$8,130,495.00. C. J. Hesse, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P200.260 be awarded to the low bidder, C. J. Hesse, Inc. of Atlantic Highlands, New Jersey, in the amount of \$7,970,560.00. 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 were procured and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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

055-02-2012

In a document dated February 23, 2012, **a Recommendation to Award Contract No. T869.120.803 for the New Jersey Turnpike to Tetra Tech Construction, Inc. for Interchange 6 to 9 Widening Program Grading, Drainage, Paving, Structures and Lighting NSO / NSI / SNO Roadways and Service Area 7S Ramps, Milepost 70.6 to 82.6, Ten Year Capital Program No. 39018001, in an amount of \$118,341,667.52**, was approved.

This contract provides for the construction of approximately three miles of the proposed Turnpike inner and outer roadways south of Interchange 8A. This contract will eliminate the existing merge/diverge, which will require a significant amount of construction staging. The contract also includes the construction of two Service Area flyover ramps, one culvert extension and two mainline structures over Cranbury Brook, and the reconstruction of four ramps at Interchange 8A. Additionally, 30 sign structures, eight stormwater management basins, 22 retaining walls, and the third lane on the NSO roadway between Interchange 8A and Interchange 9 will be constructed. Construction is anticipated to commence in the second quarter of 2012 and be completed in the second quarter of 2014.

Eight bid proposals were received on February 23, 2012 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal, in the amount of \$118,341,667.52, may be compared to the Engineer's Estimate in the amount of \$125,679,953.80. Tetra Tech Construction, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T869.120.803 be awarded to the low bidder, Tetra Tech Construction, Inc. of Gloversville, New York, in the amount of \$118,341,667.52. 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

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Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids were procured and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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

056-02-2012

In a document dated February 16, 2012, a Recommendation to Award Price Agreement ITS2011 for the New Jersey Turnpike to DAKTRONICS, Inc. for Fabrication of Hybrid Changeable Message Sign System, Ten Year Capital Program Fund No. 39018001, in an amount of \$5,982,817.00, was approved.

The services to be performed under Price Agreement ITS2011 will consist of the fabrication of Hybrid Changeable Message Sign (HCMS) systems for installation and use along the length of the New Jersey Turnpike Interchange 6 to 9 Widening Program. The intent of this Price Agreement is to provide for the fabrication and delivery of four mainline type HCMS, 31 ramp type HCMS, 20 controller cabinets, and one prototype of the mainline type of HCMS. These signs and cabinets are to be fully assembled in the proposer's factory, tested as a complete system and shipped to locations as directed by the Authority for installation under Turnpike Widening Program contracts. Funds are expected to be expended over a two year period from September, 2012 to August, 2014. The Agreement is structured to allow the Authority to procure, as necessary, additional HCMS systems for other projects, subject to funding. These procurements will be made through one year extensions at the same unit cost through September 2017.

Prequalification packages were requested by the Authority on October 26, 2011 from all interested vendors. Two vendors, namely Swarco Americas, Inc. and DAKTRONICS, Inc. submitted financial and corporate information by the December 22, 2011 deadline. The submitted information was reviewed by the Authority and determined to be acceptable.

The Authority requested Technical and Fee Proposals on January 17, 2012 from Swarco Americas, Inc. and DAKTRONICS, Inc. Both firms submitted Technical and Fee Proposals on January 26, 2012. Upon review, the Review Committee determined that the Technical Proposal submitted by Swarco Americas, Inc. did not meet the Authority's specified criteria, and therefore was deemed non-compliant. DAKTRONICS, Inc.'s Technical Proposal was reviewed by the Review Committee and deemed acceptable. The DAKTRONICS, Inc. Fee Proposal was opened and reviewed. The DAKTRONICS, Inc. total cost of \$5,982,817.00 for the specified systems compared favorably to the Authority's \$7,000,000 Engineer's Estimate.

DAKTRONICS, Inc. has previously provided similar products and services for the Authority and is considered competent to complete this contract. DAKTRONICS, Inc. Fee Proposal is considered to be fair and reasonable for the services to be provided.

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FINAL ACCEPTANCE

057-02-2012

In a document dated February 2, 2012, a Recommendation for Final Acceptance, Contract T200.221 to the Crisdel Group, Inc. for Resurfacing Milepost 0 to 74, Maintenance Reserve Fund No. 03010002, in an amount due to the contractor of \$215,114.80, was approved.

This contract involved pavement removal and resurfacing with Superpave Hot Mix Asphalt

Surface Course Pavement along Turnpike mainline roadways, ramps, shoulders and toll plazas and other incidental work at various locations from Milepost 0 to 74 in Salem, Gloucester, Camden, Burlington, Mercer and Middlesex Counties, New Jersey. The contract was awarded on April 18, 2011 to the low bidder, Crisdel Group, Inc., 240 Ryan Street, South Plainfield, NJ in the total amount of \$5,286,000.00.

During the course of the contract, there was one Change Order for a total decrease of \$41,607.39, adjusting the final total amount of this contract to \$5,244,392.61.

The Certification and Recommendation for Final Acceptance has been executed by the Engineers, the General Consultants and the Chief Engineer.

All required contract documents including the Engineer's Final Certification, Maintenance Bond, Affidavit of Prevailing Wage and the Final Payment Certificate (8F) have been submitted to the Law Department and approved as to correctness of form. Furthermore, the Law Department advises that there are no liens outstanding against the Contractor.

We concur and recommend that Contract T200.221 be accepted, and that final payment in the amount of \$215,114.80 be made to the Contractor.

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ORDER FOR PROFESSIONAL SERVICES (OPS)

058-02-2012

In a document dated February 9, 2012, a **Recommendation to Issue Order for Professional Services No. P3407 for the Garden State Parkway to Hardesty & Hanover, LLP for Design Services for Contract No. P100.251, Final Design and Permitting for the Replacement of the Southbound Great Egg Harbor Bay and Drag Channel Bridges, Structure Nos. 28.0S and 28.5S, Ten Year Capital Program Fund No. 39021036, in an amount of \$8,780,000.00,** was approved.

The work to be performed under the referenced Order for Professional Services (OPS) will consist of the final design and environmental permitting and preparation of contract documents for the replacement of the southbound Great Egg Harbor (28.0S) and Drag Channel (28.5S) Bridges, the removal of the existing southbound structures, removal of the Beesley's Point Bridge, the replacement of the superstructure of Structure No. 28.9 Garden State Parkway under U.S. Route 9 and other related work defined in the Scope of Services.

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 66 engineering firms were prequalified and eligible under Profile Code A090 – Bridges: New. Five firms submitted EOIs by the closing date of November 29, 2011.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking: 1) Hardesty & Hanover, LLP; 2) Arora and Associates, P.C.; and 3) Michael Baker Jr., Inc. These three firms were requested to submit Technical and sealed Fee Proposals. The Committee reviewed and evaluated each firm's Technical Proposal and final scoring resulted in Hardesty & Hanover, LLP being the highest technically ranked firm. The fee submitted 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. P3407 be issued to the firm of Hardesty & Hanover, LLP of Hoboken, New Jersey, not to exceed the amount of \$8,780,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.76, based on a 10% allowance for profit and an overhead rate of 151.0% or, the firm's overhead rate as determined by Federal Audit Regulation (FAR) procedure, whichever is less, plus authorized, direct non-salary expenses. The award is contingent upon the Treasurer of the State

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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).

059-02-2012

In a document dated February 9, 2012, **a Recommendation to Issue Order for Professional Services No. T3416 to LS Engineering Associates Corporation for the 2012 New Jersey Turnpike Bridge Inspection Program, Turnpike Main Bridge Inspection – Part C, Special Project Reserve Fund No. 04010018, Small Business Enterprise Set Aside, in an amount of \$417,000.00**, was approved.

This OPS provides for the inspection of the Authority's sign structures and culverts in accordance with the requirements of the 2012 New Jersey Turnpike Main Bridge Inspection Program – Part C. This segment of the program includes inspection of 98 sign structures and 60 culverts on the Turnpike, and 11 sign structures on the Garden State Parkway; on-call special assignments; and submittal of inspection reports.

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 nine engineering firms were prequalified and eligible under Profile Code D280R – Bridges: NBIS Program, Routine and registered as an SBE by the Division of Minority and Women Business Development, Department of the Treasury. Six firms submitted EOIs by the closing date of January 18, 2012.

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) LS Engineering Associates Corporation; 2) PKB Engineering Corporation; and 3) S&R Engineers, P.C., Inc. The fee submitted by LS Engineering Associates Corporation 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. T3416 be issued to the firm of LS Engineering Associates Corporation of Montville, New Jersey, not to exceed the amount of \$417,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.54, based on a 10% allowance for profit and an overhead rate of 131.4% or, the firm's overhead rate as determined by Federal Audit Regulation (FAR) procedure, whichever is less, 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).

060-02-2012

In a document dated February 2, 2012, **a Recommendation to Issue Order for Professional Services No. P3429 for the Garden State Parkway to Boswell Engineering for**

the Supervision of Construction Services for Contract No. P200.214, Rehabilitation of Concrete Median Barrier, Milepost 141 to 150, Ten Year Capital Program Fund No. 39002017 and Contract No. P200.260, Central Pavement Restoration and Miscellaneous Improvements, Milepost 80 to 143, Maintenance Reserve Fund No. 03020005, in an amount of \$2,675,000.00, was approved.

The work to be performed under the referenced Order for Professional Services (OPS) will consist of construction supervision of the referenced contracts. Contract No. P200.214 will provide for the removal and replacement of damaged, misaligned and deteriorated concrete median barrier along with other incidental work on the Parkway between Milepost 141 and 150. Contract No. P200.260 will provide for the restoration of asphalt concrete surface course pavement along the Northbound and Southbound mainline roadways, ramps, service areas and toll plazas at various locations on the Parkway along with other incidental work between Milepost 80 and 143.

This assignment is classified as a "Complex Project" since the cost exceeds \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 54 engineering firms were prequalified and eligible under Profile Codes: B153 – Roadway Construction Inspection and B154 – Roadway Resurfacing Inspection. Seven firms submitted EOIs by the closing date of December 29, 2011.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking: 1) Boswell Engineering; 2) Dewberry-Goodkind, Inc.; and 3) KS Engineers, P.C. These three firms were requested to submit Technical and sealed Fee Proposals. The Committee reviewed and evaluated each firm's Technical Proposal and final scoring resulted in Boswell Engineering being the highest technically ranked firm. The fee submitted 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. P3429 be issued to the firm of Boswell Engineering of South Hackensack, New Jersey not to exceed the amount of \$2,675,000.00, allocated as follows: Fund 39002017 - \$1,915,000.00, and Fund 03020005 - \$760,000.00 in 2012. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.35 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).

On motion by Commissioner Diaz and seconded by Vice Chairman Gravino, the Authority unanimously approved items numbered 053-02-2012 through 060-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ACKNOWLEDGE REPORTS OF
ENGINEERING EXPENDITURES UNDER DELEGATED AUTHORITY

061-02-2012

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

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

On motion by Commissioner Becht and seconded by Treasurer DuPont, the Authority unanimously accepted the reports contained in item 061-02-2012 and received same for file.

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MAINTENANCE

Assistant Director of Maintenance Joseph Lentini requested approval of item number 062-02-2012. Moved is the items as follows:

062-02-2012

In a document dated February 16, 2012, a Recommendation to Issue Supplement A to Agreement – #1-09 to Rutgers University-Center for Advanced Information Processing Laboratory for On-Call Technical Support Services for the New Jersey Turnpike Authority to Design and Implementation of a Database Management and Decision Support System (DMDS) for Maintenance Operations, Special Project Reserve Fund No. 04008087, in an amount of \$200,000.00, was approved.

On-Call Technical Support Services Agreement (#1-09) was issued to Rutgers University at the August 25, 2009 Commission Meeting, (Agenda item 196-09) to provide On-Call Technical Support Services for the New Jersey Turnpike Authority over a five-year term, for a total authorized amount not to exceed 2,500,000. At this time an additional \$200,000.00 is being requested as described herein. Each individual project assignment will follow the WRAF procedure.

The New Jersey Turnpike Authority's Building Maintenance Division is in need of the Rutgers CAIP Laboratory's Intelligent Transportation Systems Division services. This is needed to assist in the design and implementation of a Database Management and Decision Support System (DMDS) for Maintenance Operations which includes the development of a web-based interactive software application to automate and modernize maintenance and snow operations. This supplement will also provide for the enhancement and maintenance of existing interactive lane closing applications.

Rutgers University CAIP Lab submitted a proposal for these additional services in the total amount of \$200,000, which is considered fair and reasonable for the additional services to be provided.

It is, therefore, recommended that Supplement A to Agreement #1-09 be issued to Rutgers University in the amount of \$200,000, with compensation on the same basis as the original Agreement. The addition of this amount increases the total authorized fee for this Agreement from \$2,500,000 to \$2,700,000.

On motion by Vice Chairman Gravino and seconded by Commissioner Diaz, the Authority unanimously approved item number 062-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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PURCHASING

Director of Purchasing Andrea Ward requested approval of item numbers 063-02-2012 through 069-02-2012. Moved as a group those items are as follows:

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PUBLIC BIDS SOLICITATIONS

063-02-2012

In a document dated February 17, 2012, **a Recommendation for Hot Asphalt Concrete and Tack Oil to Trap Rock Industries, Inc., Tilcon New York, Inc., and Brick Wall Corp., RM-89432 and RM (TBD), Budget Code: 010 02 521 431010, in an amount of \$308,220.00,** was approved.

Authorization is requested to award three one-year contracts for the supply of Hot Asphalt Concrete and Tack Oil for roadway maintenance. To ensure delivery of heated concrete material to the Maintenance Districts, the bid was divided by mileposts into 18 Areas, eight on the New Jersey Turnpike and 10 on the Garden State Parkway. (The vendors' facilities must be located within 25 miles of the Maintenance Districts.) Bidders were permitted to bid on one or multiple Areas, and were required to quote per ton prices for specified quantities of hot asphalt and per gallon prices for specified quantities of tack oil. Awards are based on the total bid amount per Area, based on usage estimates. The bid was fully advertised and the four vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On January 10, 2012, four bids were received. Bid results (Total amounts per Area) are attached. Unit prices can be obtained from the Purchasing Department.

Bids were procured, and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). The awards are 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 one-year contracts to supply Hot Asphalt Concrete and Tack Oil to 1) Tilton New York, Inc. in an amount not to exceed \$157,105.00; 2) Trap Rock Industries, Inc. in an amount not to exceed \$137,875.00 and 3) Brickwall Corporation in an amount not to exceed \$13,240.00, all subject to availability of funding at the time of ordering. No bids were received for three Areas on the Parkway: MP 0-27; 27-48 and 48-55. These Areas will be rebid.

064-02-2012

In a document dated February 16, 2012, **a Recommendation for Environmental Lab Services for Remediation Projects, TestAmerica Laboratories Inc., RM-90028, Budget Code: 040 00 850 650010 04010019, in an amount of \$156,192.00,** was approved.

Authorization is requested to award a one-year contract for lab and field services for environmental remediation projects. The Authority conducts environmental remediation projects at its Toll Plazas, maintenance Districts, and Service Areas. Bidders were required to quote unit prices for 103 items including, but not limited to, analyzing samples from soil, water, air and asbestos, sampling equipment, and an hourly rate for a field technician. The bid was fully advertised and the eight vendors listed in the Authority's database for the referenced commodity were notified of the procurement. Interested bidders were first pre-qualified based on compliance with technical requirements. On February 1, 2012, four bids were received. Bid results are as follows:

	<u>Total Price</u>
TestAmerica Laboratories, Inc., Edison, NJ	\$156,192.00
Chemtech Consulting Group, Inc., Mountainside NJ	\$161,966.00
Aqua Pro-Tech Laboratories, Inc., Fairfield, NJ	\$164,288.00
Analytical Laboratories Services Inc. d/b/a ALS Environmental, Middletown, PA	\$173,112.00

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Department Estimate: \$225,000.00

Bids were procured, and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of 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 one year contract to TestAmerica Laboratories, Inc., Edison, NJ in a total amount not to exceed \$156,192.00.

065-02-2012

In a document dated February 21, 2012, a Recommendation for Heavy Duty Truck Brakes and Associated Equipment and Parts to Air Brake and Equipment and Transaxle LLC, RM-89168, Budget Code: 010 01 540 428020, with an anticipated annual expenditure of \$100,000.00, was approved.

Authorization is requested to award one-year contracts for Heavy-duty Truck Brakes and Highway Maintenance Equipment and Associated Parts for use on the Authority's maintenance vehicles. The bid was divided into four regional Areas. A) Northern (Bergen, Passaic, Morris, Essex, Hudson, Middlesex and Union) B) South Eastern (Cape May, Atlantic and Ocean); C) Central (Middlesex, Mercer and Monmouth); and D) South Western (Burlington, Camden and Gloucester). Bidders could bid on one or multiple Areas, and the anticipated annual expenditure for each Area is \$25,000.00. In addition, Bidders were required to quote discounts off of Manufacturers' List Prices for two main brands: 1) Euclid, 2) Meritor, and 3) Other Brands. The bid was fully advertised and the seven vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On January 24, 2012, seven bids were received as follows:

<u>Bidder</u>	<u>Area A</u> (Discount)	<u>Area B</u> (Discount)	<u>Area C</u> (Discount)	<u>Area D</u> (Discount)
Air Brake & Equipment	\$10,562.50 (57%)	\$10,562.50 (57%)	\$10,562.50 (57%)	No Bid
Transaxle, LLC	\$14,000.00 (48%)	\$13,000.00 (48%)	No Bid	\$13,000.00(48%)
Quality Star Trucks, Inc.				
Monroe, NJ	No Bid	No Bid	\$19,062.50 (25%)	\$19,062.50 (25%)
Johnson & Towers, Inc.				
Mt. Laurel, NJ	No Bid	\$19,250.00 (23%)	\$19,250.00 (23%)	\$19,250.00 (23%)

Non-Compliance:

Ransome International, LLC, Hammonton, NJ ("Ransome") submitted bids for Areas B, C and D. Ransome did not quote discounts on the Euclid Brand. The Bid Sheet Instructions (Page 5 of the Bid) states that "[b]idders must supply a price for every items listed in each Area. Therefore, Ransome's bids for Areas B, C, and D were deemed incomplete and rejected. Beyer Bros, Corp., Fairview, NJ submitted bids for Areas A, B and D, but did not quote discounts for the Euclid Brand and thus, these bids were deemed incomplete and rejected. Mid-Atlantic Truck Centre, Linden, NJ submitted bids for Areas A, B, C and D but did not quote discounts on the Euclid Brand, and thus these bids were deemed incomplete and rejected.

Bids were procured, and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). The awards are 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 one-year contracts to Air Brake & Equipment for Areas A, B, and C in a total amount not to exceed \$75,000.00 and to Transaxle, LLC for Area D in a total amount not to exceed \$25,000.00.

066-02-2012

In a document dated February 17, 2012, **a Recommendation for Stainless Steel Body 7-yard Dump Trucks to Ransome International, LLC, R-90762, Budget Code: 080 00 540 156999 08007021, in an amount of \$3,923,036.60 (\$140,108.45 per unit)**, was approved.

At the August 31, 2010 Board of Commissioners Meeting (Agenda Item #214-06), the Authority awarded a contract to Ransome International, LLC for the purchase of (30) stainless steel body 7-yard dump trucks. This contract was publicly advertised and Ransome International, LLC was the lowest responsive bidder. The contract included a 3-year option to purchase additional trucks which conform to the original specifications for three additional model years. For the final two years of the option, the vendor was permitted to request a price increase from the Authority if there had been an overall price increase of the trucks in those latter model years, provided that the vendor justified the price increase in writing to the Director of Purchasing.

Authorization is requested to purchase (28) stainless steel body 7-yard dump trucks to replace trucks which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price increase of 4.5% due to increased costs for raw materials, including but not limited to, carbon steel, stainless steel, rubber and hydraulics. The new cost per vehicle is \$140,108.45. Both the Purchasing Department and the Maintenance Department have deemed the increase acceptable, in line with current industry pricing. In addition, the replaced vehicles will be sold at a public surplus sale.

Bids were procured, and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). This contract is in compliance with Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008).

Accordingly, authorization is requested to award a contract to Ransome International, LLC in a total amount not to exceed \$3,923,036.60.

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STATE CONTRACTS

067-02-2012

In a document dated February 17, 2012, **a Recommendation for 4-Wheel Drive SUV's from Flemington Buick Chevrolet Pontiac GMC LLC, R-90740, Budget Code: 040 00 540 650010 04008033, State Contract No. 78760, expiration date 3/22/12, in an amount of \$107,190.00 (\$21,438.00 each)**, was approved.

The Maintenance Department requisitioned five Ford four-wheel drive "Escape" utility vehicles as part of the Authority's Vehicle replacement program to replace old high mileage vehicles which have become very expensive to maintain. These high mileage vehicles have greater than average maintenance or repair costs, and thus replacement becomes more effective. The vehicles being replaced will be salvaged and sold at a public surplus auction.

These vehicles are available at a cost of \$21,438.00 each through New Jersey State

Contract No. 78760, from Ditschman/Flemington Ford of Flemington, New Jersey.

This contract was procured 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). Accordingly, authorization is requested to award the referenced State Contract to Ditschman/Flemington Ford, in the amount not to exceed \$107,190.00.

068-02-2012

In a document dated February 28, 2012, a Recommendation for Traffic Paint and Related Supplies, Budget Code: 01 010 540 428020, State Contract Nos. 73149/53/55, expiration date 5/31/12, to Morton Paint Center, RM-90316, Contract #420 in an amount of \$10,000.00, Sherwin Williams Co., Inc., RM-90303, Contract #1063 in an amount of \$10,000.00 and Ricciardi Brothers Inc., RM-90276, Contract #1064 in an amount of \$5,000.00, was approved.

In January 2009, the Authority awarded contracts to Morton Paint Center, Sherwin Williams Co Inc. and Ricciardi Brothers, Inc., respectively, to supply paint and related supplies, including but not limited to, paint brushes, rollers, aerosol paints, thinners, and, drop cloths. The Maintenance Department has requested the above-referenced increases to continue the supply of paint and related supplies essential to the maintenance and operation of the Authority's buildings and facilities. The referenced State Contracts have been extended through May 31, 2012 and the authorized amounts are near depletion.

These contracts were procured 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).

Accordingly, approval is requested to increase the authorized amount of Contract No. 420 with Morton Paint Center by \$10,000.00 for a new authorized amount of \$55,000.00, Contract No 1063 with Sherwin Williams Co. Inc. by \$10,000.00 for a new authorized amount of \$110,000.00 and Contract No. 1064 Ricciardi Brothers, Inc. by \$5,000.00 for a new authorized amount of \$105,000.00.

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SOLE SOURCE

069-02-2012

In a document dated February 21, 2012, a Recommendation for Video Transaction Data Multiplexing (VTDM) Integration Project Upgrades to Agilence, Inc., R-90928, Budget Code: 040 00 826 653010 04008085, in an amount of \$422,400.00, was approved.

Authorization is requested to award a contract to Agilence, Inc., Mt. Laurel, New Jersey for the upgrade of the Authority's Video Transaction Data Multiplexing ("VTDM") System.

At the November 2003 Commission Meeting (Agenda Item 386-03), the Board authorized the installation of the VTDM System. This System is an auditing tool, consisting of video cameras, which record transactions at all Parkway plazas and Turnpike exit plazas. The VTDM is an invaluable tool used by the Finance, Internal Audit and Law Departments to monitor live and recorded video of all transactions occurring in a toll lane. In addition, the VTDM is used for traffic surveillance by the Tolls Collection and Operations Departments, as well as lane troubleshooting by the ETC Department. Subsequently in 2011, the VTDM System was upgraded to seamlessly integrate the Authority's Toll Audit System, thereby allowing auditors to quickly and efficiently discern irregularities and discrepancies in a toll collection audit.

For this contract, the Electronic Toll Collection Department requests to further upgrade the VTDM System to the current standard for video compression (H.264 version). Benefits include but are not limited to: 1) higher quality video without costly camera upgrades that will markedly improve the clarity and visibility of live and recorded video. This benefit will significantly improve the ease of use, accuracy and timeliness of the VTDM System; 2) more efficient network utilization, providing higher quality and higher frame rates without requiring investment in additional network bandwidth capacity; 3) significantly lower storage requirements that will allow for longer VTDM data retention using the same amount of total disk storage; and 4) seamless integration to the "MyETC Passport" web portal. This benefit reduces the number of simultaneous video streams that can be sourced from a single plaza server.

The overall contract is estimated at \$422,400.00. The ETC Department proposes to divide the project into two phases. Phase 1 is designed as a prototype to test whether the upgrade functions per expectations. The cost for Phase 1 is \$105,600.00. The remaining 41 plazas will be upgraded during Phase 2. The cost for Phase 2 is \$316,800.00. The entire project is scheduled to be completed within 12 weeks from date of commencement.

The VTDM System is proprietary to Agilence, Inc. and its software codes are protected by four (4) existing and seven (7) pending patents. Agilence, Inc. is the only vendor which has access to the source code needed to debug, improve, maintain and solve the integrated VTDM software problems. Thus, no other vendor is capable of providing the services required under the upgrade. In addition, the upgrade is an exceptional circumstance as the services are essential to the Authority toll audit operations. Thus, it is recommended that the VTDM System Upgrade be procured without advertisement as a sole source exception to the public bidding laws and consistent with Executive Order No. 37. The total cost for both Phases of the VTDM System Upgrade will be in an amount not to exceed \$422,400.00. The ETC Department reviewed Agilence, Inc.'s proposal to perform the services outlined in the Authority's Proposed Plan and conclude that the prices are acceptable.

Accordingly, authorization is requested to award a contract to Agilence, Inc. for the VTDM Upgrade as outlined herein, in an amount not to exceed \$422,400.00. The award will be made under the sole source procurement authorization of N.J.A.C. 19:9-2.2(d)1 as promulgated under N.J.S.A. 27:23-1 et seq., and Executive Order No. 37. 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 selected awardee pursuant to Public Law 2005, Chapter 51 and Executive Order 117 (Corzine 2008) and having no objection to same.

RESOLUTION

VIDEO AND TRANSACTION DATA MULTIPLEXING SYSTEM UPGRADE

WHEREAS, the Authority maintains a digital video and transaction data multiplexing system ("VTDM System") on all Parkway plazas and all Turnpike exit plazas; and

WHEREAS, the Electronic Toll Collection Department has requisitioned a contract to upgrade the VTDM System to the current H264 software version; and

WHEREAS, the VTDM upgrade will significantly benefit the Authority by creating a more efficient and accurate toll audit system; and

WHEREAS, the VTDM System is patented and proprietary to Agilence, Inc. and, therefore, is of a unique and confidential nature that will not permit a generic or standard specification for procurement through competitive solicitation by public advertisement; and

WHEREAS, the Authority may proceed with the procurement without public advertisement pursuant to N.J.A.C. 19:9-2.2(d)1 promulgated under N.J.S.A. 27:23-6.1 et seq.

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NOW, THEREFORE, BE IT RESOLVED that the Authority authorize the award of a contract to Agilence, Inc. for the VTDM Upgrade in an amount not to exceed \$422,400.00 without public advertisement, pursuant to N.J.A.C. 19:9-2.2(d)1 promulgated under the Authority's enabling legislation N.J.S.A. 27:23-1 et seq.

On motion by Treasurer DuPont and seconded by Commissioner Pocino, the Authority unanimously approved items numbered 063-02-2012 through 069-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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GENERAL BUSINESS

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EXECUTIVE

Deputy Executive Director John O'Hern requested approval of item number 070-02-2012. Moved is the item as follows:

070-02-2012

In a memorandum dated February 17, 2012, a Recommendation for the Authorization to increase not-to exceed amounts for Horizon Blue Cross Blue Shield of NJ Administrative and Stop Loss fees previously approved for provision of third party administration of the Authority's medical plans and insured Stop Loss coverage, was approved.

At its meeting of February 23, 2011, the Authority's Board of Commissioners approved the award of a contract to Horizon Blue Cross Blue Shield of NJ to administer the Authority's self-funded medical plans and provide insured Stop Loss coverage. The contract has a three (3) year term, with options for two (2) one-year extensions. For the Administrative Fee, Horizon agreed to a fixed \$33.50 per member, per month fee for the 3-year contract term. For the Stop Loss fee, Horizon agreed to a fixed \$22.50 per member, per month for the first 1-year of the contract, and the rates for the remaining two years would be subject to market conditions and negotiation.

As part of the award, the Board of Commissioners approved not-to exceed amounts for the Administrative and Stop Loss fees. The not-to exceed amounts were based on an estimated number of covered lives. Staff has determined the estimated number of covered lives was too low and staff therefore must now respectfully request to increase the not-to-exceed amounts.

Based upon current actual enrollment, staff determined that the previously approved amount not-to-exceed for Administrative Fees needs to be increased by \$198,000.00 to cover the initial three-year contract period of May 1, 2011 through April 30, 2014. Horizon's Administrative Fee shall remain fixed as quoted. Current enrollment also requires that the previously approved amount not-to-exceed for insured Stop Loss coverage be increased by \$300,000 to cover the period of May 1, 2011 through April 30, 2012. Horizon's insured Stop Loss fee shall remain as quoted through April 30, 2012.

Therefore, authorization is respectfully requested to increase the not-to-exceed amount for Administrative Fees for the initial three-year term by \$198,000, bringing revised 3-year total not-to-exceed amount to \$5,113,900. Staff also respectfully requests to increase the not-to-exceed Stop Loss Fee amount for first 1-year period by \$300,000.00, bringing revised 1-year not-to-exceed amount to \$1,193,243.00.

On motion by Treasurer DuPont and seconded by Commissioner Pocino the Authority unanimously approved item 070-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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FINANCE

Chief Financial Officer Donna Manuelli requested approval of item number 071-02-2012. Chairman Simpson asked CFO Manuelli if the reduction in traffic volume was due to diversion because of the toll increases. CFO Manuelli indicated that the sluggish economy, high gas prices, and the January 1, 2012 toll increase have combined to reduce the number of toll transactions. The aggregate diversion for both roads, however, has been slightly less than projected -- 4.1% vs. the projected 4.2%. ED Hakim indicated that the Authority is only two months into the toll increases and there is insufficient data to determine any trends. Moved is the item as follows:

071-02-2012

Chief Financial Officer Donna Manuelli presented the **Financial Summary** for the one (1) month ended January 31, 2012.

On motion by Treasurer DuPont and seconded by Commissioner Diaz the Authority unanimously approved item number 071-02-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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OPERATIONS

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Director of Operations Sean Hill requested approval of item number 072-02-2012. Major Elliott stated that the recent accident on the Parkway that fatally killed a motorist was due to a pick-up truck losing a tire and the tire impacting the vehicle in the other direction. State Police is looking into possible mechanical issues with the pick-up truck. Moved the item as follows:

072-02-2012

Director of Operations Sean Hill requested acceptance of the **Resume of All Fatal Accidents** for the Garden State Parkway and New Jersey Turnpike: Period 01/01/2012 through 01/31/2012; both with 2011-2012 Yearly Comparisons through January, 2012.

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Authority unanimously accepted the reports contained in item 072-02-2012 and received same for file.

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STATE POLICE

Major Pamela Elliott requested approval of item number 073-02-2012. Major Elliott indicated an amendment to the 2011 Aids to Motorists totals to change the number from 7,580 to 5,103. In addition, the 2011 Aids to Motorists for the Turnpike should be amended from 5,201 to 2,724. This was the result of a miscommunication between analysts.

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Major Elliott stated that State Police continue its high visibility initiative to influence motorists to drive more safely. Major Elliott indicated that although fatalities were up from last year – five (5) vs. three (3) -- the five (5) fatalities were the result of alcohol and/or non-use of seatbelts.

Chairman Simpson asked if the Authority was using the overhead VMS signs with safety messages to the motorists. ED Hakim indicated that the Authority regularly posts safety messages on the VMS signs as well as the large sign at the PNC Arts Center.

Moved is the item as follows:

073-02-2012

Captain McVey requested acceptance of the New Jersey State Police Troop D Activity Reports, For January, 2012, with 2011 – 2012 Yearly Comparisons.

On motion by Treasurer DuPont and seconded by Vice Chairman Gravino, the Authority unanimously accepted the reports contained in item 073-02-2012 and received same for file.

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EXECUTIVE SESSION

There was no Executive Session held.

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The motion to adjourn was made by Chairman Simpson, Commissioner Pocino and seconded by Commissioner Hodes and, after the voice vote, the motion was duly adopted. The Authority adjourned at 9:55 a.m., to meet on Tuesday, March 27, 2012, at 9:30 A.M.

ATTEST:


Sheri Ann Czajkowski,
Assistant Secretary to the Authority


Veronique Hakim, Executive Director

Corporate Seal

Date: March 1, 2012