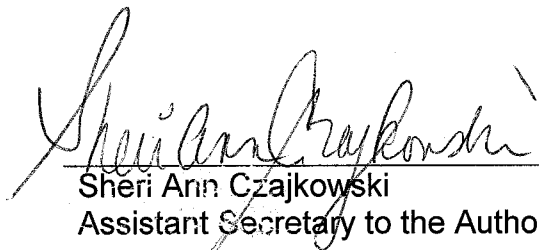


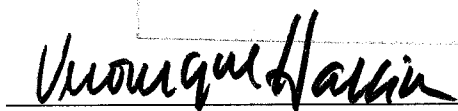
**CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY**

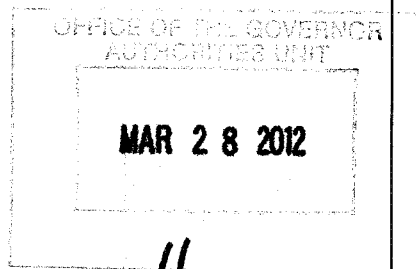
I, Veronique Hakim, hereby certify that I am the Executive Director of the New Jersey Turnpike Authority and as such Executive Director certify that the attached copy of PROCEEDINGS OF THE NEW JERSEY TURNPIKE AUTHORITY is a true and correct copy of the Minutes of the March 27, 2012 Regular Meeting of the Authority.

IN WITNESS THEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Turnpike Authority this 28th day of March, 2012.

ATTEST:


Sheri Ann Czajkowski
Assistant Secretary to the Authority


Veronique Hakim,
Executive Director

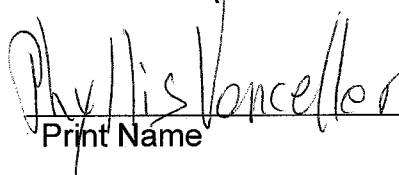


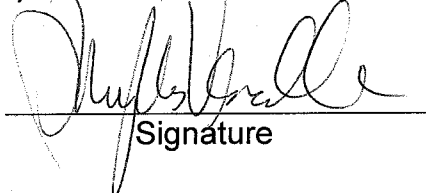
Corporate Seal

Date: March 28, 2012

**Received in the Governor's Office on March 28, 2012
(hand delivered)**

Received by:


Print Name


Signature

Time: 3:21 pm

Veto Period Ends: June 12, 2012
(Write in the date the veto period ends)

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY
COMMISSION MEETING
TUESDAY, MARCH 27, 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 Brett Tanzman; 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, Bergen Record 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 February 28, 2012; he did not exercise his power to veto any items in those minutes.

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:

Chairman Simpson: 121-03-2012

Commissioner Pocino: 081-03-2012 through 093-03-2012

Commissioner Hodes: 087-03-2012

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EXECUTIVE DIRECTOR'S REMARKS

ED Hakim discussed two items being recommended that relate to the Authority's debt portfolio. The first is the 2012 Series Bond Resolution that creates the opportunity to achieve debt service savings by refunding a portion of fixed rate debt with the goal of producing long-term financial savings based on refunding NJTA debt at current tax exempt market rates, which are near historical lows. The Authority also has an opportunity to effectuate savings on a portion of its variable rate debt by replacing letter of credit providers. The net effect is to capture debt service savings by pursuing refundings in this low-rate market and new letter of credit providers. Although the 2012 Series Resolution authorizes up to \$1.25 billion in refunding, there are currently two recommended transactions – refunding the Series 2003A Bonds and Series 2004C-1 Bonds -- which will be executed only if market conditions will yield long-term savings.

The second related item is the recommendation to approve two (2) underwriting teams to manage the refunding of the Series 2003A Bonds and Series 2004C-1 Bonds. The underwriting teams were selected as part of a formal, competitive procurement and the recommendations represents great work by John O'Hern, Donna Manuelli, Maura Tully, Andrea Ward and our Financial Advisor – First Southwest's Steve Kantor and his team. The procurement process will keep the cost of these transactions extremely competitive, again, and if the market conditions favor moving forward on the two (2) refundings, we will have solid teams of underwriters ready.

ED Hakim indicated that members of our Engineering Department were honored earlier this month by The American Council of Engineering Companies NJ Chapter at their 41st Annual Engineering Excellence Awards banquet. The Authority received the Grand Honor Award for Engineering Project of the Year for the Garden State Parkway Interchange 142 project. Moreover, the Authority was also recognized for the Interchange 67 and Mullica River Bridge projects. The Mullica River Bridge Project was also acknowledged by ACECNY this past weekend.

ED Hakim thanked Brandon Minde, who has been the GAU liaison for more than one (1) year, and welcomed Brett Tanzman as his replacement.

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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 had comments relating to Director of Operations Sean Hill. Mr. Bodin, however, commended Hill for always responding to his inquiries. Mr. Bodin said that although he does not agree with Mr. Hill's positions relative to roadway safety, they respect each other and communicate regularly. Bodin indicated that communication is key to resolving the issues in front of us.

Mr. Bodin stated that Chairman Simpson is the best leader he has encountered. Chairman Simpson remains flexible and is a problem solver. Mr. Bodin thanked the Board for always listening to his concerns.

Chairman Simpson stated to Mr. Bodin that Sean Hill is an outstanding employee. Chairman Simpson respectfully requested Mr. Bodin not to disparage Authority employees by name. If Mr. Bodin has a criticism, he should make it in a general, not personal manner. Chairman Simpson noted that the Authority allows Mr. Bodin direct access to staff, unlike other agencies and that Mr. Bodin should refrain from direct attacks on Authority employees.

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Ross Lewin with Drinker, Biddle and Reath, LLP (for Ahern Painting)

Today's agenda has an item which will authorize rebidding a contract to paint the Driscoll Bridge. Mr. Lewin represents Ahern Painting and requested that the Authority not rebid the contract. Rather, the Authority should award the contract to his client. Lewin stated that the low bidder submitted two (2) bids and should be disqualified. The award therefore should be given to the next low bidder -- Ahern Painting. Mr. Lewin also stated that there is a reference in the agenda item relating to ambiguity in the bid specifications. Mr. Lewin stated that if a bidder has an objection to bid specifications, it must object before submitting a bid, not after. The Authority cannot simply rebid without a valid reason and it does not have one.

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Kevin McCarthy, Local 194

Mr. McCarthy noted that at Board Meetings Chairman Simpson regularly stresses the importance of safety. Mr. McCarthy wanted to let Chairman Simpson and the Board know that Turnpike Maintenance employees place safety first when they are working on the roadways. McCarthy said that Authority staff has pride in their jobs and they work to keep the road safe for motorists.

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COMMISSIONER'S COMMENTS

No additional Commissioner's comments were made today.

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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 Hodes and seconded by Vice Chairman Gravino, 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 10:05 a.m.; Chairman Simpson resumed the public portion of the meeting.

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HUMAN RESOURCES

Director of Human Resources Mary-Elizabeth Garrity requested approval of item 074-03-2012. Moved is the item as follows:

074-03-2012

Human Resources Director Garrity submitted the **Personnel Agenda**, dated March 27, 2012, and requested confirmation of the personnel matters contained therein. The Executive Director certified the recommendations for consideration.

On motion by Vice Chairman Gravino and seconded by Commissioner Hodes 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 075-03-2012 through 077-03-2012. Moved as a group those items are as follows:

075-03-2012

In a memorandum dated March 15, 2012, a **Request for Ratification of Action Taken and Authorization for the Acquisition of Property Interests Required for the New Jersey Turnpike Authority for Interchange 6-9 Widening Program for Acquisition of three (3) Properties, 2009 Capital Construction Program, in the amount of Amount: \$ 723,500 (\$488,200 was previously approved, an additional \$235,300 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 for which condemnation actions were filed, but which have subsequently been settled, as well as ratify final action taken as to other property interests as follows:

I. Settled Eminent Domain Proceedings. The Authority has determined that the three (3) properties listed herein are 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 each. With respect to the below parcels, the Authority had contacted the respective property owners and entered into good faith negotiations with said owners 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 were filed as a last resort. The following is a description of a property acquisitions that have been settled after the filing of a condemnation proceeding.

- 1) Turnpike Design Section 1, ROW Section 3D
Parcel Series 199, Block 33.01, Lots 10.01, 11 & 12.06 (**Partial Taking**)
271 Mill Lane, Mansfield Township, Burlington County
Owner: Grace D. Coleman and Robert M. Matanovsky
Amount: \$230,000 (\$82,200 was previously approved, an additional \$147,800 is required to settle the condemnation action)

The Authority's Commissioners previously approved the acquisition of the required property interests by condemnation under Agenda Item No. 267-09. A Commissioners' Hearing was held and an award was entered. After further negotiations and prior to trial, the parties were able to reach a settlement of this matter in the amount of \$230,000.

- 2) Turnpike Design Section 8, ROW Section 4L
Parcel Series 1220, Block 3, Lot 1.01 (**Partial Taking**)
257 Prospect Plains Road, Township of Cranbury, Middlesex County
Owner: Keystone Cranbury East, LLC
Amount: \$71,550 (\$56,000 was previously approved, an additional \$15,550 is required to settle the condemnation action)

The Authority's Commissioners previously approved the acquisition of the required property interests by condemnation under Agenda Item No. 93-10. After further negotiations, the parties were able to reach a settlement of this matter in the amount of \$71,550.

- 3) Turnpike Design Section 7, ROW Section 4K
Parcel Series 1165, Block 10, Lot 19 (**Partial Taking**)
61 Station Road, Township of Cranbury, Middlesex County
Owner: Keystone New Jersey Associates, LLC
Amount: \$421,950 (\$350,000 was previously approved, an additional \$71,950 is required to settle the condemnation action)

The Authority's Commissioners previously approved the acquisition of the required property interests by condemnation under Agenda Item No. 235-07-2011. After further negotiations, the parties were able to reach a settlement of this matter in the amount of \$421,950.

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 Agricultural 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.

076-03-2012

In a memorandum dated March 15, 2012, **a Recommendation to Deem Certain Property Necessary for the Interchange 9 Improvements Project and Authorization to Take Steps Necessary to Acquire the Necessary Property, New Jersey Turnpike Section 4A, Township of East Brunswick, County of Middlesex, Project No. 39003035**, was approved.

The New Jersey Turnpike Authority ("Authority") is proceeding with its plans for the construction of the Interchange 9 Improvements Project (the "Project") in the Township of East Brunswick, Middlesex County. The Project is in the final design stage, and the Engineering Department is preparing to advertise the construction contract in June, 2012. This Project includes improvements to the Turnpike ramps at Interchange 9 and also along the Route 18 corridor in the vicinity of the interchange. Interchange 9 will be improved to better accommodate existing and future projected traffic volumes utilizing the interchange and along Route 18. These improvements will help improve traffic operations at the interchange as well as address safety concerns.

The Project will require the acquisition of property located in the Township of East Brunswick from 2 property owners, one of which is a municipality, and which acquisitions are more specifically described in the chart attached hereto as Exhibit A. To that end, the Law Department will have to obtain both title work and an appraisal in order to begin the acquisition process.

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 acquisition of property required for the project as listed in Exhibit A attached hereto 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 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.

077-03-2012

In a memorandum dated March 15, 2012, Authorization for the Executive Director to Execute Any And All Documents Required for the Acquisition of a Temporary Construction Easement (Parcel No. C260) Required for the Interchange 2 Improvements Project, New Jersey Turnpike Section 1, Township of Woolwich, County of Gloucester, Project No. 39009036, in an amount of \$7,500.00, was approved.

On May 24 2011, under Agenda Item No. 160-05-2011, the Authority's Commissioners granted the Executive Director authority to take any and all steps necessary to prepare for the acquisition of property required for the Interchange 2 Improvements Project ("Project"). In that agenda item, one of the parcels identified as being required for the Project is Parcel C260, which is a temporary construction easement, owned by AJD & Associates and impacting 0.418 acres for a period of nine (9) months (the "Parcel"). Consistent with applicable Eminent Domain Law, the Authority had an appraisal prepared and extended a written offer to the property owner for the fair market value for the Parcel. After engaging in good faith negotiations with the property owner, the Authority was able to reach an agreement to purchase the Parcel for the appraised fair market value in the amount of \$7,500.00.

Based on the foregoing, it is recommended that the Authority's Commissioners authorize the Executive Director to take any and all steps to acquire the above property for the amount above and to ratify all actions taken by the Executive Director in furtherance of same.

078-03-2012, 079-03-2012 AND 080-03-2012

NOT USED

On motion by Commissioner Pocino and seconded by Commissioner Becht, the Authority unanimously approved item number 075-03-2012 through 077-03-2012; 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 081-03-2012 through 091-03-2012. Chairman Simpson requested information regarding item 087-03-2012 to explain the three (3) supplements issued to HNTB as part of its contract to be program manager for the Turnpike Widening Project. Raczynski indicated that Supplement A was in the early stage of the widening project. This supplement captured the work related to the need to perform an additional 500-600 borings. This additional work could not have been predicted until the environmental requirements evolved from the permitting process. Supplement B was a product

of pipeline relocation and property acquisitions. Pipeline relocation was complicated but it had to be expedited. The Authority had to purchase or acquire access to more than 300 parcels of property. Managing the property acquisition process was far more complicated and time-consuming than anticipated. Supplement C is related to continued property acquisitions, design issues, and the addition of two (2) contracts at the end of this project to pave the entire existing roadway in the area of the Turnpike widening. The installation of the Intelligent Transportation System ("ITS") equipment is also included in this supplement. Finally, Supplement C incorporates the installation of LED lighting, which the Authority has already begun the design process of installing LED lighting in northern areas of the Turnpike. Raczynski indicated that adding additional contracts will not affect the overall project completion date of the end of 2014. Raczynski said he was hopeful that the Turnpike widening could be completed by July 4, 2014, but he could not guarantee that.

Chairman Simpson indicated that the Board reviews all contract supplements to ensure that all additional costs are justified. This Board will not rubber stamp supplements.

Moved are the items as follows:

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AWARD OF CONTRACTS

081-03-2012

In a document dated March 19, 2012, **Authorize Rejection of All Bids, Immediate Readvertisement and Delegated Authority to Executive Director to Award to Lowest Responsible Bidder Upon Readvertisement, Contract No. P100.185, Garden State Parkway Repainting of Structural Steel and Miscellaneous Improvements to GSP NB Bridge over Raritan River and Smith Street, Structure No. 127.2N, Ten Year Capital Program Fund No. 39001008**, was approved.

On March 8, 2012 the New Jersey Turnpike Authority publicly opened seven bid proposals for Contract No. P100.185, which consists of blast cleaning and painting of structural steel; cleaning of bridge drainage systems; structural steel repairs; catwalk improvement and other incidental work on Structure No. 1272.N.

Of the seven bids received, six were below the Engineer's Estimate of \$28, 153, 625.30 and two were apparent low bids from one bidder but contained two different quotations.

N.J.A.C. 19:9-2.2(c) 6, promulgated pursuant to N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation, and Subsection 102.11 of the Authority's Standard Specifications, Sixth Edition, 2004, under which this contract was advertised, permit the Authority to reject all bids and rebid the contract when deemed to be in its best interests. Such is the recommended course of action here. Two protests have been filed since the bid opening. One protests the different amounts quoted by the same bidder. The second protest challenges certain specifications which, upon further examination, the Engineering Department believes should be revised and clarified. In addition, the current vigorous economic bidding climate for public improvement contracts favors the Authority. Given these circumstances, the Authority believes rebidding would result in more efficient and competitive bids.

It is, therefore, recommended that the bid proposals received be rejected, that Contract P100.185 be readvertised and all firms that submitted bids for Contract No. P100.185, or any other interested and otherwise qualified firms, be allowed to submit bids. It is further recommended, given the time constraints and the need to complete the project before the 2013-2014 winter season, that authority be delegated to the Executive Director to award this contract to the lowest responsible bidder following the readvertisement and submission of new bids, with subsequent ratification of the award by the Commission at the next Commission meeting following the award.

The Law Department concurs with this recommendation.

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FINAL ACCEPTANCE

082-03-2012

In a document dated March 5, 2012, **a Recommendation for Final Acceptance, Contract P100.118 to Agate Construction Co., Inc. for GSP Substructure Repairs at Milepost 28.0 to 158.2, Ten Year Capital Program Fund No. 39021020, in the amount due to contractor of \$736,923.23**, was approved.

This contract involved substructure repairs on twelve bridges from Milepost 28.0 to 158.2 along the Garden State Parkway, Cape May, Atlantic, Burlington, Ocean, Monmouth, Middlesex, Union, Passaic and Bergen Counties, New Jersey. The contract was awarded June 2009 to the low bidder, Agate Construction Company, Inc., 1030 Route 83, Clermont, NJ in the total amount of \$8,092,699.00.

During the course of the contract, there were five Change Orders for a total increase of \$863,995.47, adjusting the final total amount of this contract to \$8,956,694.47.

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 (24F) 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 P100.118 be accepted, and that final payment in the amount of \$736,923.23 be made to the Contractor.

083-03-2012

In a document dated March 12, 2012, **a Recommendation for Final Acceptance, Contract A600.143 to Conti Enterprises, Inc. for Advanced Fabrication for Cantilever and Overhead VMS Structures Garden State Parkway and New Jersey Turnpike Sign Improvements, 2009 Subordinated Notes No. 30300003, in an amount due to the contractor of \$67,557.00**, was approved.

This contract involved the fabrication and delivery of 32 cantilever and overhead span VMS support structures as shown on the New Jersey Turnpike Authority Standard Drawings VM-1 to VM-8 and VM-10 to VM-13. These structures are to be as fully assembled as is practicable within the Contractor's facility or yard and shipped to the storage yard as described in Subsection 101.02 of the Supplementary Specifications. The Contractor will be responsible for all loading, unloading, and associated transportation costs associated with delivering the structures to the Authority storage yard in Middlesex County. The contract was awarded on September 2009 to the low bidder, Conti Enterprises, Inc., 160 Oakwood Drive, Murray Hill, NJ in the total amount of \$2,284,397.00.

During the course of the contract, there were two Change Orders for a total increase of \$181,175.00, adjusting the final total amount of this contract to \$2,465,572.00.

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 (11F) 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 A600.143 be accepted, and that final payment in the amount of \$67,557.00 be made to the Contractor.

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ORDER FOR PROFESSIONAL SERVICES (OPS)

084-03-2012

In a document dated March 16, 2012, **a Recommendation to Issue Order for Professional Services No. P3410 for the Garden State Parkway to Stantec Consulting Services, Inc. for Design Services for Contract No. P300.253, GSP Interchange Improvements, Milepost 35 to 38, Ten Year Capital Program Fund No. 39028031, in an amount of \$8,550,000.00,** was approved.

The work to be performed under the referenced Order for Professional Services will consist of professional services required for comprehensive preliminary and final engineering services, and environmental permitting services as necessary to improve operations and safety associated with the existing Garden State Parkway Interchange network from Milepost 35 to 38, and other related work defined in the RFEI's 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 32 engineering firms were prequalified and eligible under Profile Codes: A250 – Fully Controlled Access Highways; A252 – Complex Interchanges; C190 – Preparation of EIS and EA's; and D491 – Transportation Planning: Alternative Analyses. Eleven firms submitted EOIs by the closing date of December 12, 2011.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking: 1) Gannett Fleming, Inc.; 2) Stantec Consulting Services, Inc.; and 3) Taylor, Wiseman & Taylor. 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 Stantec Consulting Services, Inc. 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. P3410 be issued to the firm of Stantec Consulting Services, Inc. of Rochelle Park, New Jersey, not to exceed the amount of \$8,550,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.8, based on a 10% allowance for profit and an overhead rate of 154.5% 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).

085-03-2012**NOT USED**

086-03-2012

In a document dated March 8, 2012, **a Recommendation to Issue Order for Professional Services No. A3435 for the Garden State Parkway and New Jersey Turnpike to Parsons Brinckerhoff, Inc. for Supervision of Construction Services for Contract No. A100.196, Construction Management / General Consulting Services for the New Jersey Turnpike Authority Security Program, Ten Year Capital Program Fund No. 39011012, in an**

amount of \$6,995,000.00, was approved.

The referenced Order for Professional Services (OPS) will provide construction supervision and monitoring services for Contract No. A100.196. This contract provides for the development, procurement and administration of construction services performed by subcontractors associated with multiple construction work orders currently being developed under the Authority's Security Program valued at approximately \$70 million. These security improvements are scheduled for Authority facilities located along the Turnpike and Garden State Parkway roadways. Contract No. A100.196 is expected to extend from November 1, 2011 (underway with design consultation and constructability reviews) through December 31, 2015 for a period of approximately four years.

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 68 engineering firms were prequalified and eligible under Profile Code B155 – Bridges: Construction Inspection. Five firms submitted EOIs by the closing date of February 7, 2012.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking: 1) Ammann & Whitney Consulting Engineers; 2) Parsons Brinckerhoff, Inc.; 3) Jacobs Engineering Group, Inc.; and 4) Greenman-Pedersen, Inc. These four 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 Parsons Brinckerhoff, Inc. 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. A3435 be issued to the firm of Parsons Brinckerhoff, Inc. of Lawrenceville, New Jersey, not to exceed the amount of \$6,995,000.00. 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).

087-03-2012

In a document dated March 8, 2012, **a Recommendation to Issue Supplement C to Order for Professional Services No. T3102 for the New Jersey Turnpike to HNTB Corporation for the Interchange 6 to 9 Widening Program, Program Manager, Burlington, Mercer and Middlesex Counties, Ten Year Capital Program No. 39018001, in an amount of \$1,400,000.00**, was approved.

The Order for Professional Services was issued at the December 2006 Commission Meeting, in the amount of \$17,650,000.00, and provided for Program Management oversight coordination and reporting of activities during the design phase of the Widening Program. Supplement A was authorized in December 2008 in the amount of \$5,550,000.00 and provided compensation for additional subsurface investigations and utility relocation engineering. Supplement B was authorized in December 2009 in the amount of 2,225,000.00 and provided compensation for unanticipated work, additional in-scope services and the extension of post-design services.

Supplement C will compensate HNTB Corporation for additional services primarily attributed to three areas of work namely: Part A - continuation of Program Management services for additional out-of-scope services and greater involvement of in-scope services such as right-of-way acquisitions, utility relocations and resolving contractor related issues; Part B – for the preparation of contract bid documents for Contract Nos. T869.120.904 and T869.120.905 which include resurfacing of the existing Turnpike between the Mileposts 49 and 71 and installation of the Traffic Detection System; and Part C – development of LED Lighting Standards and implementation on the Widening Program.

HNTB Corporation submitted a proposal in the amount of \$1,400,000.00 to provide the required services. The proposal has been reviewed, negotiated, and is considered fair and reasonable for the services to be provided.

It is, therefore, recommended that Supplement C to Order for Professional Services No. T3102 be issued to HNTB Corporation, not to exceed the amount of \$1,400,000.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$25,425,000.00 to \$26,825,000.00. 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.

088-03-2012

NOT USED

089-03-2012

In a document dated March 1, 2012, **a Recommendation to Issue Supplement A to Order for Professional Services No. P3329 for the Garden State Parkway to The RBA Group, Inc. for Design Services for Contract No. P300.225, Improvements at Interchanges 41 and 44, Ten Year Capital Program Fund No. 39023006 and 39023009, in an amount of \$880,000.00,** was approved.

This Order for Professional Services was issued at the October 2010 Commission Meeting in the amount of \$3,390,000.00 to provide professional engineering services required for preliminary and final design, all environmental permitting, mitigation site investigation and post-design for Interchange improvements at Jimmie Leeds Road (proposed Interchange 41) and Pomona Road (existing Interchange 44) and other related work.

Supplement A will compensate RBA for additional design services requested by the Authority for integrating a 1.2-mile section of mainline widening into the Interchange 41 portion of the overall project. This additional design effort allows for the mainline widening construction within the limits of the interchange to be advanced ahead of the Phase 3 mainline widening contracts, eliminating the need for significant reconstruction of the interchange ramps, auxiliary lanes, and ancillary improvements to accommodate the forthcoming mainline widening. All roadway construction throughout the Interchange 41 limits of work would be performed by one contractor, limiting the coordination of construction activities with other planned improvements at this location and avoiding the need to close ramps at this new interchange to perform mainline widening in the future.

The RBA Group, Inc. submitted a proposal in the amount of \$880,000.00 to provide the required services. The proposal has been reviewed, negotiated, and is considered fair and reasonable for the services to be provided.

It is, therefore, recommended that Supplement A to Order for Professional Services No. P3329 be issued to The RBA Group, Inc., not to exceed the amount of \$880,000.00, with compensation on the same basis as the original Order for Professional Services, allocated as follows: Fund 39023006 - \$440,000.00 and 39023009 - \$440,000.00. The addition of this amount increases the total authorized fee from \$3,390,000.00 to \$4,270,000.00. 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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MISCELLANEOUS

090-03-2012

In a document dated March 14, 2012, **a Recommendation to Issue Supplement No. 3 to Utility Order No. 1195-T for the New Jersey Turnpike to G4S Technology, LLC (formerly Adesta LLC) for Milepost 48.7 to 72.8, Burlington, Mercer and Middlesex Counties, Ten Year Capital Program Fund No. 39018001, in an amount of \$1,500,000.00**, was approved.

Utility Order No. 1195-T was originally issued at the October 3, 2008 Commission Meeting, in the amount of \$10,950,000.00 to perform relocation of the existing New Jersey Turnpike Authority's fiber optic cable to accommodate the Interchange 6 to 9 Widening Program construction. The original scope of this utility order and the two previous supplements (\$1,350,000.00 in January 2010 and \$500,000.00 in December 2010) were for relocations necessary for the widening contracts primarily south of Interchange 8A. Minimal interferences were anticipated for the widening work north of Interchange 8A due to the original fiber optic installation having been constructed after the 85 to 90 widening program construction of the NSO roadway. As final design of the contract to construct improvements north of Interchange 8A developed, it has been determined the proposed construction of the drainage system and its appurtenances required to comply with current NJDEP regulations will have significant conflicts with the existing fiber optic line. Consequently, significant portions of the fiber optic line need to be relocated.

Supplement No. 3 will establish a lump sum draw down cost, in the amount of \$1,500,000.00, to provide reimbursement to G4S Technology, LLC on a cost-plus basis to perform additional unanticipated relocation work of the fiber optic cable between Milepost 70.6 and 82.6 that was discovered to be in conflict with the proposed construction of recently awarded Contract No. T869.120.803.

The cost of this Supplement was provided by G4S and is based on the final improvements and known conditions at this time. The cost proposal is in accordance with the terms of the original Utility Order. It was reviewed and negotiated by the Engineering Department and is considered reasonable for the services to be provided. Therefore, approval is recommended.

It is, therefore, recommended that the Executive Director be authorized to execute Supplement No. 3 to Utility Order No. 1195-T, not to exceed the amount of \$1,500,000.00, increasing the utility order from \$12,800,000.00 to \$14,300,000.00. This contract was procured under the sole source procurement authorization of N.J.A.C. 19:9-2.2(d)1, promulgated under N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation.

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ACKNOWLEDGE REPORTS OF
ENGINEERING EXPENDITURES UNDER DELEGATED AUTHORITY

091-03-2012

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 Diaz and seconded by Commissioner Becht, the Authority unanimously approved items numbered 081-02-2012 through 090-02-2012; 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 091-03-2012 and received same for file.

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MAINTENANCE

Assistant Director of Maintenance Joseph Lentini requested approval of item numbers 092-03-2012, 093-03-2012 and 124-03-2012. Moved is the items as follows:

092-03-2012

In a document dated March 12, 2012, **a Recommendation to Award Contract No. T500.232 to Alper Enterprises, Inc. for Roof Replacement at Turnpike District 4, Middlesex and Burlington Counties, General Reserve Fund No. 08007019, in the amount of \$171,000.00,** was approved.

This contract involves the construction of (1) building, at New Jersey Turnpike MP 101.7N (Old Service Area UN) to house a complete and fully functioning, Contractor supplied, automated vehicle wash system with a wash water reclamation / treatment system located in the City of Elizabeth in Union County, New Jersey.

Six (6) bid proposals were received on March 9, 2012 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal, in the amount of \$1,723,000.00, may be compared to the second low bid proposal in the amount of \$1,800,797.60. M & M Construction Company, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T500.241 be awarded to the low bidder, M & M Construction Company, Inc. of Union, New Jersey, in the amount of \$1,723,000.00. 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 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.

093-03-2012

In a document dated March 7, 2012, **a Recommendation to Award Contract No. A200.259 to J. Fletcher Creamer & Son, Inc. for Immediate Repair of Drainage Structures in Salem, Gloucester, Camden, Burlington, Mercer, Middlesex, Union, Hudson, Essex, Bergen, Cape May, Atlantic, Ocean, Monmouth and Passaic Counties, General Reserve Fund No. 08000012, in an amount of \$500,000.00 per year,** was approved.

This contract involves immediate repairs and scheduled improvements to drainage structures and all other related work including, but not limited to, erosion and sediment control and road stabilization within the Authority right of way between Mile 0 and Mile 122 including the Pearl Harbor Memorial Extension and the Newark Bay-Hudson County Extension along the New Jersey Turnpike and Mile 0 to Mile 172 along the Garden State Parkway. The immediate repairs will be as directed by the Engineer by work orders for a period of two (2) years with two (2), one (1) year options to renew at a cost not to exceed \$500,000 per year. Funds required in subsequent years will be subject to appropriation in future budgets.

Seven (7) bid proposals were received on March 7, 2012 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal of 5.42% may be compared to the second low bid proposal of 6.69%. These percentages represent a weighted average mark-up on the Contractor's time and materials cost of performing the work. J. Fletcher Creamer & Son, Inc. has previously performed similar work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. A200.259 be awarded to the lowest

bidder, J. Fletcher Creamer & Son's, Inc. of Hackensack, New Jersey, in an amount not to exceed \$500,000.00 per year. 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.

124-03-2012

In a document dated March 12, 2012, **a Recommendation to Award Contract No. T500.241 to M & M Construction Company, Inc. for a Vehicle Wash Facility on the New Jersey Turnpike at MP 101.7N (Old Service Area 11N), City of Elizabeth, Union County, in an amount of \$1,723,000.00,** was approved.

This contract involves the construction of (1) building, at New Jersey Turnpike MP 101.7N (Old Service Area 11N) to house a complete and fully functioning, Contractor supplied, automated vehicle wash system with a wash water reclamation / treatment system located in the City of Elizabeth in Union County, New Jersey.

Six (6) bid proposals were received on March 9, 2012 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal, in the amount of \$1,723,000.00, may be compared to the second low bid proposal in the amount of \$1,800,797.60. M & M Construction Company, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T500.241 be awarded to the low bidder, M & M Construction Company, Inc. of Union, New Jersey, in the amount of \$1,723,000.00. 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 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.

On motion by Vice Chairman Gravino and seconded by Commissioner Diaz, the Authority unanimously approved item numbers 092-03-2012, 093-03-2012 and 124-03-2012; 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 094-03-2012 through 114-03-2012. Moved as a group those items are as follows:

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PUBLIC BIDS SOLICITATIONS

094-03-2012

In a document dated March 20, 2012, **a request for Removal and Disposal of Solid Hazardous Waste and Emergency Spill Response to All State Power Vac, Inc., RM-90030, Budget Code 00040850650010 04010019, in an amount of \$109,181.05,** was approved.

Authorization is requested to award a contract for the Removal and Disposal of

Hazardous and Non-Hazardous Solid Waste Material, and Emergency Spill Response, on both Roadways. These services are required for compliance with State environmental laws. Bidders were required to quote on 21 Line Items of services, including disposal of contaminated soils (gasoline, kerosene, and mineral spirits), absorbent materials, and batteries, as well as mileage charges. The low bid amount is slightly above the Departmental estimate; however Engineering staff reviewed the bids and concluded that the low bid amount is competitive and acceptable. The bid was fully advertised and the four vendors listed in the Authority's database for the referenced services were notified of the procurement. On February 22, 2012, two bids were received. Unit prices were obtained for each of the required services. Total bid results are as follows:

	<u>Total Price</u>
Allstate Power Vac, Inc. Rahway, NJ	\$109,181.50
Cycle Chem, Inc. Elizabeth, NJ	\$121,072.25

Department Estimate: \$100,000.00

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 Allstate Power Vac, Inc., in a total amount not to exceed \$109,181.50, subject to availability of funding at the time of service.

095-03-2012

In a document dated March 15, 2012, a Recommendation for Solar-Powered Arrow Boards Trailers to Traffic Safety Service, Inc., R-90690, Budget Code: 00 040 540 04008033, in an amount of \$106,750.00, was approved.

Authorization is requested to award a contract for solar-powered flashing arrow board trailers used on Maintenance vehicles. (The arrow boards are used to provide warning information to the motoring public.) Bidders were required to quote unit and total prices for 25 trailers. The bid was fully advertised and the 39 vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On March 5, 2012, five bids were received as follows:

	<u>Total Price</u>
Traffic Safety Service, Inc., South Plainfield, NJ	\$106,750.00
Atlas Flasher & Supply Co., Inc., Mickleton, NJ	\$112,350.00
Trico Equipment Services, LLC, Vineland, NJ	\$114,625.00
H.A. DeHart & Son, Inc., Thorofare, NJ	\$134,750.00

Department Estimate: \$125,000.00

Non-Compliance

Garden State Highway Products, Inc. also submitted a bid for the arrow board trailers (in the amount of (\$103, 396.50). This bidder, however, listed several exceptions to the specifications. The Maintenance Department reviewed the technical proposals and deemed Garden State's exceptions as significant, material deviations. For examples, Garden State proposed a smaller width, height, and diameter tire; for a passenger vehicle ("P" 180 x 75R14) versus for a special trailer ("ST" 205 x 75R15) as specified. The ST tire is designed to handle a sustained load over a long period of time and a stiffer sidewall to reduce swaying during braking whereas the less costly "P" tire is not so designed. In addition, Garden State proposed batteries that total 210 amps versus the specified 225 amps, and a 10/2 amp battery charger instead of the specified 30 amp battery charger. These exceptions regarding the electrical capacity of Garden State's batteries will result in a less powerful unit than required. Therefore, the

Maintenance Department recommends that the bid submitted by Garden State Highway Products, Inc. be rejected. The second lowest bidder, Traffic Safety Service, LLC took no exceptions and its' proposed unit satisfactorily met the specifications. Moreover, Traffic Safety Service, LLC's bid is 14% less than the Departmental Estimate.

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 contract to Traffic Safety Services Inc. in total amount not to exceed \$106,750.00.

096-03-2012

In a document dated March 16, 2012, **a Recommendation for Auto Body Repairs for Authority and State Police Vehicles to Various Vendors, RM-89135, 89464, 89456, 89129, 89099, 90791, 90796, 90797, 90799, 90800, 90901, Budget Code: 02 010 541/542/460010 00 010 720 460010, in an amount of \$280,900.00,** was approved.

Authorization is requested to award several one-year contracts for body repair for the Authority's and New Jersey State Police (Troop D) vehicles both over and under 18,000 GVW. The bid was divided into 20 geographical sections to encompass all areas on both roadways. Vendors' facilities are required to be within 20 miles from the Maintenance Districts. Bidders were required to bid hourly labor rates and discounts off the Manufacturers' List Prices for parts. The bid was fully advertised and the 14 vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On March 13, 2012, nine bids were received covering 14 of the 20 locations. The bid results are:

Location 1: GSP MP 0-30 (Under 18,000 GVW) Contract Value \$4,800

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Rio Auto Body, Inc., Rio Grande, NJ	\$29.52	20%
Purdy Collision, Galloway, NJ.	\$40.00	5%

Location 2: GSP MP 30.1-60.5 (Under 18,000 GVW) Contract Value \$10,150

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Black Horse Pike Auto Body and Service Center, Inc.	\$29.52	20%
Egg Harbor Twp., NJ		
Purdy Collision, Galloway, NJ.	\$40.00	5%

Location 4: GSP MP90.2-117 (Under 18,000 GVW) Contract Value \$14,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Al's Auto Body, South Amboy, NJ	\$28.50	12%
Maaco Auto Painting/Trawinco LLC, Lakewood, NJ	\$39.00	10%

Location 5: GSP MP 117.1-140 (Under 18,000 GVW) Contract Value \$24,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Al's Auto Body, South Amboy, NJ	\$28.50	12%

Location 6: GSP MP 140.1-153.3 (Under 18,000 GVW) Contract Value \$23,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Colormycar, Inc., Newark, NJ	\$18.00	20%
A.Lembo Car & Truck Collision, Inc., Newark, NJ	\$19.00	15%

Location 8: GSP MP 0-30 (Over 18,000 GVW) Contract Value \$4,800

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Rio Auto Body, Inc. , Rio Grande, NJ	\$34.95	15%
Purdy Collision, Galloway, NJ.	\$55.00	5%

Location 9: GSP MP 30.1-61.5 (Over 18,000 GVW) Contract Value \$10,150

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Black Horse Pike Auto Body and Service Center, Inc.	\$34.95	15%
Egg Harbor Twp., NJ		
Purdy Collision, Galloway, NJ.	\$55.00	5%

Location 11: GSP MP 90.2-117 (Over 18,000 GVW) Contract Value \$14,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Maaco Auto Painting/Trawinco LLC, Lakewood, NJ	\$39.00	10%

Location 13: GSP MP 140.1-153.3 (Over 18,000 GVW) Contract Value \$8,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
A.Lembo Car & Truck Collision, Inc., Newark, NJ	\$35.00	15%

Location 16: Cranbury State Police (Under 18,000 GVW) Contract Value \$48,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Al's Auto Body, South Amboy, NJ	\$23.50	12%

Location 17: Bloomfield State Police (Under 18,000 GVW) Contract Value \$24,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Colormycar, Inc., Newark, NJ	\$18.00	20%
A.Lembo Car & Truck Collision, Inc., Newark, NJ	\$19.00	15%

Location 18: Newark State Police (Under 18,000 GVW) Contract Value \$24,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Colormycar, Inc., Newark, NJ	\$18.00	20%
A.Lembo Car & Truck Collision, Inc., Newark, NJ	\$19.00	15%
Al's Auto Body, South Amboy, NJ	\$28.50	12%

Location 19: Woodbridge/Holmdel Motor Pool State Police (Under 18,000 GVW) Contract Value \$48,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Al's Auto Body, South Amboy, NJ	\$23.50	15%

Location 20: Bass River State Police (Under 18,000 GVW) Contract Value \$24,000

<u>Bidder</u>	<u>Hourly Rate</u>	<u>Discount</u>
Black Horse Pike Auto Body and Service Center, Inc.	\$29.52	20%
Egg Harbor Twp., NJ		
Purdy Collision, Galloway, NJ.	\$40.00	5%

Non-Compliance

Bids were also received from G & J Auto, Weymouth, NJ, for Location Nos. 2, 9 and 20. However, this bidder failed to submit any form of bid guarantee which is a mandatory requirement. Paragraph No. 7(a) of the Bidder Guidelines Check List states that a bid bond and/or letter of Surety Instructions or Cashiers' Check are required or the bid will be rejected. In addition, bids were received from Mall Chevrolet, Cherry Hill, NJ for Location No. 15. This bidder also failed to submit any form of bid guarantee which is a mandatory requirement. Thus, it is recommended that the bids from G & J Auto and Mall Chevrolet be rejected.

No responsive bids were received for the following locations, and contract will be re-solicited:

Location 3: GSP MP 61.3-90.1	(Under 18,000 GVW)	Contract Value \$6,000
Location 7: GSP MP 153.4-172.2	(Under 18,000 GVW)	Contract Value \$48,000
Location 10: GSP MP 30.1-61.5	(Over 18,000 GVW)	Contract Value \$14,000
Location 12: GSP MP117.1-140	(Over 18,000 GVW)	Contract Value \$8,000
Location 14: GSP MP 153.4-172.2	(Over 18,000 GVW)	Contract Value \$8,000
Location 15: Moorestown State Police	(Under 18,000 GVW)	Contract Value \$24,000

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 contracts to the following six vendors at the Locations and for the amounts stated below, all subject to funding availability at the time of ordering:

<u>Vendor</u>	<u>Location</u>	<u>Contract Amount</u>
*Rio Auto Body, Inc.	1, 8	\$ 9,600.00
*Black Horse Pike Auto Body and Service Center, Inc.	2, 9, 20	\$ 44,300.00
*Al's Auto Body	4, 5, 16, 19	\$134,000.00
*Colormycar, Inc.	6, 17, 18	\$ 71,000.00
*Maaco Auto Painting/ Trawinco LLC	11	\$ 14,000.00
*A. Lembo Care Truck Collision	13	\$ 8,000.00

The total authorized amount will not exceed \$280,900.00. Given that the contract amounts for the Locations are estimates based on prior contracts, and given the uncertain nature of auto body repairs, authorization is also requested to adjust the individual contracts amounts, if needed, within the total authorized amount of \$280,900.00 per year for these Locations. This would reduce the efforts required to maintain the contracts and enable vendors to be paid on a timely basis.

097-03-2012

In a document dated March 19, 2012, **a Recommendation for Hot Asphalt Storage Units Trius, Inc., R-90935, Budget Code: 040 00 540 650080 04008033, in an amount of \$47,764.00 (\$23,882.00 each)**, was approved.

At the October 27, 2009 Board of Commissioners Meeting (Agenda Item #257C-09), the Authority awarded a contract to Trius, Inc. for the purchase of three 4-ton Diesel Fueled Hot Asphalt Storage Units. This equipment is used for roadway maintenance. This contract was publicly advertised and Trius, Inc. was the lowest responsive bidder. The contract included a 3-year open-end option to purchase additional units 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 units 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 two Hot Asphalt Storage Units to replace those which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price increase of \$506.00 (approximately 2.1%) due to increased cost of diesel fuel. The new cost per unit is \$23,882.00. 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 if available buyers are found.

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 Trius, Inc. to purchase two Hot Asphalt Storage Units in a total amount not to exceed \$47,764.00.

098-03-2012

In a document dated March 15, 2012, **a Recommendation for Diesel-Powered Trailer Mounted Brush Chippers, R.J. Sherman and Associates, Inc. dba Vermeer North Atlantic Sales and Services, R-90787, R-90806, Budget Code: 04000540650010 04008033, 04000540156999 08007021, in an amount of \$105,388.00,** was approved.

Authorization is requested to award a contract to purchase two diesel-powered trailer-mounted Brush Chippers used on Maintenance vehicles. The chippers are used for landscaping services. Bidders were required to quote prices for two units: 1) Vermeer 1200XL model or equivalent and 2) Vermeer Model 1800XL model or equivalent. 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 March 2, 2012, one bid was received as follows:

	<u>Vermeer 1200XL</u>	<u>Vermeer 1800XL</u>	<u>Total Price</u>
R.J. Sherman & Associates, Inc.			
dba Vermeer North Atlantic			
Sales & Service	\$43,567.00	\$61,821.00	\$105,388.00

Department Estimate: \$101,000.00

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 contract to Vermeer North Atlantic Sales & Service to purchase one Vermeer 1200XL Brush Chipper and one Vermeer 1800XL Brush Chipper in total amount not to exceed \$105,388.00.

099-03-2012

In a document dated March 21, 2012, **a Recommendation for Flex-Pipe, Couplings and Associated Parts to Campbell Foundry Company, R-90013, Budget Code: 010 01 520 428900, in an amount of \$75,139.00,** was approved.

Authorization is requested to award a one-year contract for flex-pipe, couplings and associated parts used in the maintenance of Authority facilities. Bidders were required to quote unit and total prices for 43 items including, but not limited to, polyethylene and aluminum pipes and couplings. The bid was fully advertised and the eight vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On March 1, 2012, four bids were received. Bid results are as follows:

	<u>Total Price</u>
Campbell Foundry Company, Harrison, NJ	\$75,139.00
Chemung Supply Corporation, Elmira, NY	\$90,215.56
Kennedy Culvert & Supply Company, Mount Laurel, NJ	\$95,137.00
Atlantic Plumbing Supply Corp., Long Branch, NJ	\$99,014.56

Department Estimate: \$94,676.00

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 Campbell Foundry Company in a total amount not to exceed \$75,139.00, subject to funding availability at the time of ordering.

100-03-2012

In a document dated March 20, 2012, **a Recommendation for Repair Services and Parts for Aerial Trucks and Digger-Derrick to Versalift East, LLC., R-91143 - Re-bid, Budget Code: 010 01 585 466010, in an amount of \$58,686.00**, was approved

Authorization is requested to award a one-year contract for repair services and parts for aerial trucks and digger-derrick units. This equipment is used for maintenance of the Authority's facilities. Bidders were required to quote unit and total prices for labor charges for the repair services (360 hours) as well as flat rate trip charges (39 trips) for the regional service calls. Bidders were also required to bid a discount off manufacturer's list prices for additional parts. The bid was fully advertised, and the vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On March 13, 2012, two bids were received. Bid results are as follows:

	<u>Hourly Charge</u>	<u>Trip Charge</u>	<u>Discount</u>	<u>Total Price</u>
Versalift East LLC, Bethlehem, PA	\$96.00	\$234.00	0%	\$58,686.00
Altec Industries, Birmingham AL	\$97.50	\$292.50	0%	\$61,507.50

Department Estimate: \$80,000.00

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 Versalift East LLC in a total amount not to exceed \$58,686.00, subject to funding availability at the time of ordering.

101-03-2012

In a document dated March 21, 2012, **a Recommendation for Rotary Mowers to Rodio Tractor Sales Inc., R-90978, Budget Code: 040 00 540 650080 04008033, in an amount of \$289,360.00 (\$18,085.00 each)**, was approved.

At the August 31, 2010 Board of Commissioners Meeting (Agenda Item #214D-10), the Authority awarded a contract to Rodio Tractor Sales, Inc. for the purchase of (8) 72" rotary rear discharge riding mowers at a cost of \$17,625.00 each. The contract included a 3-year option to purchase additional mowers 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 mowers 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 (16) rotary rear discharge riding units to replace mowers which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price increase of 2.6% due to increased costs of steel and fuel. The new cost per vehicle is \$18,085.00. Both the Purchasing Department and the Maintenance Department have deemed the increase acceptable, and in line with current industry pricing. These are replacements for older model equipment that have outlived their useful life. In addition, the replaced mowers will be sold at public surplus sale if available buyers are found.

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 Rodio Tractor Sales, Inc. in a total amount not to exceed \$289,360.00.

102-03-2012

In a document dated March 20, 2012, **a Recommendation for 4-Wheel Drive Front-End Loaders to Jesco Inc., R- 90725. Budget Code: 080 00 540 156999 08007021, in an amount of \$697,108.00,** was approved.

Authorization is requested to award a contract for the purchase of four 4-wheel drive, front-end high lift loaders with accessories. The loaders are used in roadway maintenance operations, primarily to load salt during the winter season. The bid was fully advertised and the six vendors listed in the Authority's database for the referenced commodity were notified of the procurement. The contract included a 3-year open-end option to purchase additional loaders at the same price, terms and conditions. On March 5, 2012, one bid was received as follows.

Jesco, Inc., South Plainfield, NJ	<u>Unit Price</u> \$174,277	<u>Total Price</u> \$697,108.00
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Department Estimate: \$700,000.00

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 contract to Jesco, Inc. in a total amount not to exceed \$697,108.00.

103-03-2012

In a document dated March 15, 2012, **a Recommendation for Janitorial Supplies to All Clean Janitorial Supply Co., Inc., Contract No. 1090-2, 3-Month Extension, at no cost,** was approved.

At the January 28, 2009 Meeting of the Board of Commissioners (Agenda Item 19B-09) the Authority awarded a contract to All Clean Janitorial Supply Company for Janitorial Supplies in an amount not to exceed \$85,428.90. These supplies include such items as garbage bags, disinfectant, brooms, all-purpose cleaners and mop buckets and are stored in the Authority's inventory for departmental use. Contract No. 1090 was authorized for a term of one-year with the option to extend for two additional one-year terms at the discretion of the Authority. The parties opted to extend the Contract for the two, additional one-year terms. Contract No. 1090 expired on February 29, 2012. In recognition of the contract expiration, staff publicly bid a new contract for Janitorial Supplies. The Maintenance Department requests that Contract No. 1092 be extended for three months pending establishment of the new contract. No additional funds are requested.

The public bid contract was awarded 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).

Accordingly, authorization is requested to extend Contract No. 1090 with All Clean Janitorial Supply Company, Inc. for the period March 1, 2012 through May 31, 2012.

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STATE CONTRACTS

104-03-2012

In a document dated March 15, 2012, **a Recommendation for GMC Canyon 4-Wheel Drive Pickup Trucks to Flemington Buick Chevrolet Pontiac GMC LLC, R-90739, Budget Code: 040 00 540 650010 04008033, State Contract No. 78847, Expiring 4/13/12, in an amount of \$348,560.00 (\$21,785.00 each)**, was approved.

The Maintenance Department requisitioned 16 GMC Canyon Extended Cab 4-Wheel Drive Work Trucks. These vehicles are part of the Authority's Vehicle 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 cost effective. The vehicles being replaced will be salvaged and sold at surplus auction if feasible.

These vehicles are available to be purchased from Flemington Chevrolet. Buick GMC Cadillac LLC under New Jersey State Contract No. 78847 at a unit price of \$21,785.00. This contract will be 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 Flemington Chevrolet. Buick GMC Cadillac LLC in the amount not to exceed \$348,560.00.

105-03-2012

In a document dated March 15, 2012, **a Recommendation for GMC Sierra 2500 4-Wheel Drive Pickup Trucks to Flemington Buick Chevrolet Pontiac GMC LLC, R-91413, Budget Code: 040 00 540 650010 04008033, State Contract No. 78847, Expiring 4/13/12, in an amount of \$236,943.00 (\$26,327.00 each)**, was approved.

The Maintenance Department requisitioned nine (9) 2012 "GMC Sierra 2500HD" 4-Wheel Drive Pick-up Trucks. These vehicles are part of the Authority's Vehicle 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 cost effective. The vehicles being replaced will be salvaged and sold at surplus auction if feasible.

These vehicles are available to be purchased from Flemington Chevrolet. Buick GMC Cadillac LLC under New Jersey State Contract No. 78847 at a unit price of \$26,327.00. This contract will be 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 Flemington Chevrolet Buick GMC Cadillac LLC in the amount not to exceed \$236,943.00.

106-03-2012

In a document dated March 14, 2012, **a Recommendation for Ford Focus Sedans to Malouf Ford Inc., R-90726, Budget Code: 040 00 540 650010 04008033, State Contract No. 78757, Expiring 3/22/12, in an amount of \$91,497.00 (\$13,071.00 each)**, was approved.

The Maintenance Department requisitioned seven (7) Ford "Focus" 4-door sedans. These vehicles are 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 cost effective. The vehicles being replaced will be salvaged and sold at surplus auction.

These vehicles are available to be purchased from Malouf Ford, Inc. under New Jersey

State Contract No. 78757 at a unit price of \$13,071.00. This contract will be 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 Malouf Ford, Inc. in the amount not to exceed \$91,497.00.

107-03-2012

In a document dated March 20, 2012, **a Recommendation for Demolition of Boilers and Asbestos Abatement to Jupiter Environmental Services, Inc., R-90883, Budget Code: 080 01 500 650010 08017027, State Contract 79142 Expiring 6/28/14, in an amount of \$135,800.00**, was approved.

The Engineering Department requisitioned the demolition of two boilers and accompanying asbestos abatement at two facilities on the New Jersey Turnpike, namely, the Clara Barton and John Fenwick Service Area. More specifically, the contractor will be required to remove and dispose of asbestos insulation from the boiler rooms at both facilities and demolish and remove the boilers. Staff reviewed the services and prices proposed by the NJ State Contract determined that the Authority's requirements for the projects will be met by using the referenced State Contract. The proposed work will be performed by Jupiter Environmental Services Inc. in accordance with New Jersey State Contract No. 79142. The cost for services at each facility is \$67,900.00.

This contract will be 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 Jupiter Environmental Service Inc. in the amount not to exceed \$135,800.00.

108-03-2012

In a document dated March 20, 2012, **a Recommendation for Heating, Ventilation, Air Conditioning (HVAC) Repair Parts to Madison Supply Company, Contract No. 1432, RM-91649, Budget Code: 010 01 585 428050, State Contract 74876 Expiring 8/31/12, in an amount of \$10,000.00**, was approved.

At the January 25, 2011 Board of Commissioners Meeting (Agenda item 027-01), the Authority awarded a contract to Madison Plumbing Supply to supply Heating, Ventilation and Air Conditioning (HVAC) repair parts. These repair parts are used throughout all Authority buildings to repair and maintain HVAC systems. The contract was procured under a New Jersey State Contract which is due to expire August 31, 2012. Funds have been depleted and the Maintenance Department is requesting the authorized contract amount be increased by \$10,000.00 to purchase materials through the expiration of the contract.

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, approval is requested to increase the authorized amount of Contract No. 1432 by \$10,000.00 for a new authorized amount of \$110,000.00, subject to funding availability at the time of order.

109-03-2012

In a document dated March 20, 2012, **a Recommendation for Vehicle Safety Warning Lights to East Coast Emergency Lighting, Contract No. 1189, RM-91080, Budget Code: 01 0 10 540 428020, State Contract 74184 Expiring 4/30/12, in an amount of \$30,000.00**, was approved.

At the September 7, 2011 Board of Commissioners Meeting (Agenda item 298-08), the Authority awarded a contract to East Coast Emergency Lighting to provide vehicle safety lighting for various departments, including Roadway Maintenance, Motor Pool and New Jersey State Police (Troop D). The contract was procured via the New Jersey State Contract system. Funds have been depleted and the Maintenance Department has requested that this contract be increased by \$30,000.00 to supply additional safety warning lights for the incoming Authority vehicles, such as pickup trucks and cargo vans.

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, approval is requested to increase the authorized amount of Contract No. 1189 by \$30,000.00 for a new authorized amount of \$305,000.00, subject to funding availability at the time or order.

110-03-2012

In a document dated March 27, 2012, **a Recommendation for Heavy Duty Truck Spring Repairs to Air Brake and Equipment and General Spring and Alignment Service Inc., Contract No. 833 and Contract No. 747, RM-91580 and RM-91577, Budget Code: 010 01 540 460010 and Budget Code: 010 01 540 460010, State Contract 73847 Expiring 2/28/13 and State Contract 73491 Expiring 2/28/13, in a total amount of \$40,000.00,** was approved.

In January 2008, the Authority awarded contracts to Air Brake and Equipment and General Spring and Alignment Service, Inc., to provide major and minor repair work, as well as maintenance, to Authority trucks over 15,000 lbs. (GVW). The Maintenance Department has requested the above-referenced increases to continue repairs which are essential to the maintenance and operation of the Authority's equipment. The referenced State Contracts have been extended through February 28, 2013 and the authorized amounts have been depleted.

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. 833 (Air Brake and Equipment) by \$20,000.00 for a new authorized amount of \$135,000.00 and Contract No. 747 (General Spring and Alignment Service, Inc.) by \$20,000.00 for a new authorized amount of \$50,000.00, subject to funding availability at the time of order.

111-03-2012

In a document dated March 15, 2012, **a Recommendation for Electrical Supplies to Keer Electrical Supply, Contract No. 1232, RM-91644, Budget Code: 010 01 585 432010, State Contract 75180 Expiring 9/3/12, in an amount of \$30,000.00,** was approved.

On October 6, 2009, the Authority awarded a contract to Keer Electric Supply Company, Inc. for the supply of Electrical Equipment and Supplies. The contract was authorized in an amount not to exceed \$300,000 and was procured through NJ State Contract No. 75180. These electrical parts are necessary for constructing and maintaining the Authority's facilities. The State Contract will expire in September 2012 and funds have been depleted. The Maintenance Department has requested an increase of \$30,000.00 in order to purchase electrical supplies through the term of the State Contract.

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, approval is requested to increase the authorized amount of Contract No. 1232 by \$30,000.00 for a new authorized amount of \$330,000.00, subject to funding availability at the time of order.

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SOLE SOURCE

112-03-2012

In a document dated March 15, 2012, **a Recommendation for Estimator® Software for Electronic Bidding to American Association of State Highway and Transportation Officials (AASHTO), R-91466, Budget Code: 00 040 850 650050 04018044, in an amount of \$224,000.00,** was approved.

Authorization is requested to award a contract to the American Association of State Highway and Transportation Officials ("AASHTO") for the AASHTOWare Trns@port Estimator®, Preconstruction® and Expedite® Software (collectively, the "Software") for purposes of Internet e-bidding of public construction contracts. The sole source contract will include: (1) the initial annual license fees for the Software modules together with (2) the one-time implementation cost of the Estimator® and Preconstruction® modules. (The Authority had previously installed the Expedite® module.) The Estimator® module will create the Engineer's Estimate. It is an interactive, PC-based cost estimation system for transportation construction projects. The Estimator® module is integrated with the other Trns@port modules. The Preconstruction® module will create the required e-bidding files. It is an online system for managing project information. The Preconstruction® module will automate processes such as proposal preparation, estimation and addendums. In addition, the Preconstruction® module will produce the necessary files to upload to the Expedite® module which is on the internet (the "Bid Express® Website"). Thus, the Software in conjunction with Bid Express® Website will produce a singly work flow in one interconnected system.

The Bid Express® Website is owned and operated by Bidx.com, Inc., a subsidiary of Info Tech, Inc. Bidx.com, Inc. which has installed a dedicated link to the Authority's public bid construction projects on the Bid Express® Website and allows contractors to submit e-bids using Expedite®. The Bid Express® Website will also offer the necessary and complimentary software that will allow the Authority to unlock and retrieve the contractor e-bids at the moment of bid opening. Each Software module work in tandem and are each essential in order to allow complete 100% electronic bid submission.

RESOLUTION FOR SOLE SOURCE PROCUREMENT

AASHTOWare Trns.port Estimator®, Preconstruction® and Expedite® Software

WHEREAS, the Engineering Department requisitioned award of a sole source to the American Association of State Highway & Transportation Officials ("AASHTO") for AASHTOWare Trns.port Estimator®, Preconstruction® and Expedite® software modules and Implementation Services (collectively the "Software");

WHEREAS, the Software allows contractors to submit 100% electronic bids on the internet at the www.bidx.com domain name in conjunction with software owned by Bidx.com, Inc. that will allow the New Jersey Turnpike Authority to retrieve the contractors' electronic bids (the "Bid Express® Software");

WHEREAS, the Software is used by sister agencies such as the State of New Jersey Department of Transportation and over thirty-five state and local agencies in the East; and has proven to be efficient and cost effective;

WHEREAS, AASHTO is the owner of the AASHTOWare® products which includes the Software; a product proprietary to AASHTO;

WHEREAS, through a contractual arrangement with Bidx.com, Inc., the Software will be set up at Bidx.com, Inc.'s website, www.bidx.com (The "Bid Express® Website"), by Bidx.com, Inc. for electronic bidding of New Jersey Turnpike Authority construction contracts by contractors;

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WHEREAS, AASHTO is the sole means of providing a complete 100% electronic bid platform as a result of such contractual arrangement because of the use and interdependence of the Software and Bid Express® Software;

WHEREAS, the New Jersey Turnpike Authority's regulations pursuant to N.J.A.C. 19:9-2.2(d)1 promulgated under N.J.S.A. 27:23-1 permits sole source procurement when only one source of the required goods or service exists;

NOW THEREFORE, BE IT RESOLVED that the New Jersey Turnpike Authority's Commissioners hereby authorize and approve award of a contract for AASHTOWare Trns.port Software and Implementation Services in an amount not to exceed \$224,000.00, as a sole source exception to procurement by public advertisement permitted by N.J.A.C. 19:9-2.2(d)1 promulgated under the New Jersey Turnpike Authority's enabling legislation, N.J.S.A. 27:23-6.1.

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PROFESSIONAL SERVICES

113-03-2012

In a document dated March 15, 2012, **a Recommendation for Weather Forecasting Services to Telvent DTN Inc., Contract No. 1025, RM-91565, Budget Code: 010-00-710-445900, in an amount of \$7,512.50 (Extended for 5 months)**, was approved.

At the October 3, 2008 Board of Commissioners Meeting (Agenda Item #186-08), the Authority awarded a contract to DTN Meteorlogix Inc. (name changed to Telvent DTN, Inc.) to provide weather forecasting services on the Authority's roadways. This contract expires on April 24, 2012. Weather forecasting services are crucial to the operations of the Authority's roadways especially during the winter season and inclement weather conditions. The New Jersey Department of Transportation also utilizes weather forecasting services on the State's other roadways. Staff at the two sister agencies determined that, given the similar scope of services, it would be more efficient to conduct a joint procurement for the new contract. The State's procurement process has commenced and it is anticipated that a new contract will be awarded by summer 2012.

In order to allow sufficient time to award a new contract, the Operations Department recommends extending Contract No. 1025 with Telvent DTN, Inc. for an additional five months. The vendor has agreed to the extension. The cost will remain at \$1,502.50 per month and is in accordance with all terms, and conditions of the original contract.

Accordingly, authorization is requested to extend the term of Contract No. 1025 with Telvent DTN, Inc. through September 24, 2012 and increase the authorized amount by \$7,512.50. This will bring the total authorized amount to \$69,054.50, subject to funding availability at the time of service.

114-03-2012

In a document dated March 20, 2012, **a Recommendation for Insurance and Risk Management Consulting Services to Hanover Stone Partners, LLC., RM-91989, Budget Code: 010-890-445900, in an amount of \$230,000.00**, was approved.

The New Jersey Turnpike Authority (the "Authority") issued a request for proposal ("RFP") for a firm to provide insurance and risk management services (the "Consultant"). The Consultant will advise the Executive Director, senior management and the Authority's Risk Management Committee as to insurance and risk management issues for the Authority. After a thorough analysis of the Authority's risk management and insurance program, the Consultant will make recommendations for a comprehensive enterprise risk management program for the Authority; assist in the development of a customized Risk Management Manual; and perform other risk management related projects. In addition, the Consultant is expected to assess and provide ongoing advice with respect to the Authority's insurance programs, and assist the

Authority in a number of specific areas relating to the Authority's valuation of its fixed assets, review various Authority documents to verify accuracy and adequacy of coverage requirements and other related risk management activities. The initial term of the contract is two years. There will be an option to extend the contract under the same terms and conditions, for two (2) additional one-year terms at the sole discretion of the Authority.

The RFP was advertised on December 22, 2011 in the Star Ledger, and the Times and posted on the State's and Authority's websites and distributed to twenty four (24) firms. On February 3, 2012, the Authority received proposals from the following three (3) firms:

1. Business and Governmental Insurance Agency, Woodbridge, New Jersey ("BGIA")
2. Hanover Stone Partners, L.L.C., Jersey City, New Jersey ("Hanover Stone")
3. Rand, Feuer & Klein, L.L.C., Fairfield, New Jersey ("RFK")

The 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). An Evaluation Committee (the "Committee"), which was approved by the Executive Director, consisted of personnel from the Authority's Human Resources, Finance and Law Departments. There was also a non-voting member from the Purchasing Department serving on the Committee.

The Committee reviewed the proposals based on the criteria set forth in the RFP. The Committee invited all three (3) firms to make oral presentations, which were held on February 14, 2012. The Committee then compiled a report which details the evaluation process and sets forth its findings and recommendations. The Report recommends, after a thorough and complete review of the three proposals, that Hanover Stone be awarded a contract for Insurance and Risk Management Services. While all three candidates indicated they could perform the services, the Committee was impressed with Hanover Stone's vast breadth of experience in many areas of risk management as well as their ability to provide the services outlined in the RFP. The combination of experience with similar public entities as the Authority, their demonstrated understanding of the Authority and its risk management needs, along with their focused approach outlining tangible suggestions and clear goals, made Hanover Stone a superior candidate for this contract. The contract is for an initial term of two (2) years, with two (2) one-year options to renew at the sole discretion of the Authority. Hanover Stone proposed a Fixed Annual Fee of \$40,000 for certain services and a blended hourly rate of \$250.00 (based on an estimated 200 hours of additional services per year), resulting in a proposed contract amount of \$90,000.00 per year. Given the fact that this is the first time the Authority is outsourcing these combined insurance and risk management services, the actual volume of work to be performed is uncertain and the billable hours stated in the RFP were an estimate for comparative purposes, the Committee recommends that the contract be awarded for an amount not to exceed \$230,000.00 (which would include an additional \$25,000.00 per year, to account for the uncertainties outlined herein).

Accordingly, authorization is requested to award a two-year contract for Insurance and Risk Management Services to Hanover Stone, LLC in an amount not to exceed \$230,000.00 subject to availability of funding at the time of services. Hanover Stone is in compliance with Public Law 2005, Chapter 51, and Executive Order No. 11 (Corzine 2008).

On motion by Commissioner Pocino and seconded by Commissioner Diaz, the Authority unanimously approved items numbered 094-03-2012 through 114-03-2012; 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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FINANCE

Chief Financial Officer Donna Manuelli requested approval of item numbers 115-03-2012 through 117-03-2012. Manuelli reported that the Audit Committee approved the financial statements as well. Treasurer DuPont commended KPMG, Donna Manuelli, Pamela Varga, Jim Carone and Ronnie Hakim for their considerable efforts in preparing the audit. This effort is further proof that under the Chairman's leadership things are done well. Vice Chairman Gravino commended Paul Merrill of KPMG, CFO Manuelli and Comptroller Varga for their fine efforts on the audit.

CFO Manuelli noted a typographical error in the recommendation memorandum for the 2012 Series Bond Resolution agenda item, which mistakenly states that the Bank of Nova Scotia Letter of Credit expires in February 2012. The Bank of Nova Scotia Letter of Credit expires in February 2013.

Moved is the item as follows:

115-03-2012

In a memorandum dated march 13, 2012, **a Recommendation to Formally Accept the NJTA December 31, 2011 Audited Financial Statements**, was approved.

The Authority's external auditors, KPMG LLP, have completed their audit of the December 31, 2011 financial statements of the New Jersey Turnpike Authority. In accordance with Executive Orders 122 (McGreevy, 2004) and 37 (Corzine, 2006), the annual audit must be submitted to the Board of Commissioners for review and approval.

The December 31, 2011 audited financial statements as presented have been approved by the Authority's Audit Committee.

It is therefore recommended that the Board of Commissioners approve the December 31, 2011 audited financial statements.

On motion by Treasurer DuPont and seconded by Vice Chairman Gravino the Authority unanimously approved item 115-03-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

116-03-2012

Chief Financial Officer Donna Manuelli presented the **Financial Summary** for the two (2) month ended February 29, 2012.

On motion by Treasurer DuPont and seconded by Commissioner Becht the Authority unanimously approved item 116-03-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

117-03-2012

In a memorandum dated March 16, 2012, **a Recommendation for the Series 2012 Bond Resolution - Authorize is requested for the refunding or substitute credit facility for the Series 1991D bonds, and the refunding of a portion of the Series 2003A bonds, the 2004C-1 bonds**, was approved.

Over the past several weeks, the Authority's staff and Financial Advisor have reviewed a number of proposals from bond underwriters concerning the potential refunding of a portion of the Authority's fixed rate debt portfolio which will produce long term financial savings to the Authority based on relatively low tax-exempt market rates. In addition, the Authority has the opportunity to achieve savings on a portion of its variable rate debt portfolio, and must replace the current Letter of Credit provider on certain variable rate bonds before year end. The Series 2012 Turnpike Revenue Bond Resolution authorizes the issuance of up to \$1,250,000,000 of refunding bonds if in the best interest of the Authority.

The Series 2003A bonds, Series 2004C-1 bonds, Series 2005C bonds and Series 2009E bonds are fixed rate bonds, portions which have the opportunity to produce present value savings in excess of 3% under current market rates. These bonds are at fixed rates of approximately 5% and mature through January 1, 2040. The refunding bonds issued could have fixed interest rates of approximately 4%, and the maturity would match the current maturity of each bond refunded.

An opportunity to produce savings exists with the Authority's \$371,000,000 Series 1991D variable rate bonds. These bonds pay a variable interest rate which is reset weekly, with rates set based upon the credit rating of the liquidity provider, who agrees to buy the bonds back from bondholders when tendered. The liquidity provider is Societe Generale (Soc Gen) and the current agreement expires on January 1, 2018. In September 2011, Soc Gen had its credit rating downgraded and is on continued watch for further downgrade based upon its exposure to Greece and other troubled Eurozone economies. Because of the perceived increase in credit risk, the interest rate on the bonds has reset as high as 2% and is currently at 1.35%, compared to interest rates of approximately .10% on the Authority's 2009 variable rate bonds. If interest rates continue in this range, the Authority will incur an additional \$4 million in interest expense in 2012. Based on these current high interest rates, the Authority may have the opportunity to reduce its all in costs on these bonds and can obtain a bank letter of credit to support these bonds, refund these bonds and issue either alternate form variable rate debt, convert these bonds to another interest rate mode which does not require a liquidity facility, terminate, amend or replace the existing Interest Rate Swap Agreements on these bonds, or issue fixed rate debt. The proposed resolution would allow the Authority to pursue the option that is in the best interest of the Authority.

The \$43,750,000 Series 2009C and \$43,750,000 Series 2009D variable rate bonds have a Letter Of Credit issued by Bank of Nova Scotia which expires in February 2013. We have been notified by the issuer that they are exiting the market and as such the Authority will need to find a replacement letter of credit provider prior to December 31, 2012. The Series 2012 Resolution authorizes the Authority to obtain a bank letter of credit to support these bonds, refund these bonds and issue either alternate form variable rate debt, convert these bonds to another interest rate mode which does not require a liquidity facility, terminate, amend or replace the existing Interest Rate Swap Agreements on these bonds, or issue fixed rate debt. The proposed resolution would allow the Authority to pursue the option that is in the best interest of the Authority.

In connection with the conversion of the Series 1991D bonds and/or the Series 2009C and 2009D bonds to another interest rate mode, the proposed resolution also authorizes the selection of remarketing agents, credit facility providers and liquidity facility providers for such converted bonds, as well as the selection of a liquidity provider to replace Soc Gen and/or Bank of Nova Scotia if the Series 1991D, Series 2009C and Series 2009D bonds remain in the weekly interest rate mode. The proposed resolution also authorizes the termination, amendment and entry into new swap agreements in connection with the refinancing or conversion of the Series 1991D, Series 2009C and Series 2009D bonds, and any other transaction authorized in connection therewith.

The proposed Series 2012 Turnpike Revenue Bond Resolution provides potential debt service savings through refinancing of fixed rate debt, refinancing or conversion of higher priced variable rate debt, as well as addresses the need to replace the current Letter of Credit provider on the Series 2009C and 2009D bonds. As such, it is recommended that the Board adopt the Series 2012 Turnpike Revenue 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 these transaction.

Your approval of this recommendation is respectfully requested.

On motion by Treasurer DuPont and seconded by Commissioner Hodes the Authority unanimously approved item number 117-03-2012; 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 numbers 118-03-2012 through 119-03-2012. Moved the item as follows:

118-03-2012

In a document dated March 27, 2012, a Recommendation to Issue Order for Professional Services No. A3436 to Michael Baker Jr., Inc. for On-Call Professional Traffic Engineering Consultant Services, Various SPRF Projects, in an amount Not to Exceed a Cost of \$1,000,000.00, was approved.

This OPS provides for on-call professional traffic engineering and transportation planning services to be utilized by the Operations Department. General consulting services will be required to provide a variety of task oriented work assignments of various lengths and scopes during the period of engagement. It is anticipated that work assignments related to traffic safety and roadway improvements, transportation planning and modeling, congestion management and intelligent transportation systems will be authorized. Contract services will be performed for a two-year term period with an option for a one-year extension as approved by the Executive Director. The authorized amount for this on-call professional service contract will be a not to exceed amount of \$1,000,000. The maximum value of an individual work assignment under the OPS will be \$250,000.

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 fee not exceeding \$2,000,000. The Solicitation for Expressions of Interest (EOI's) was posted on the Authority's website on February 17, 2012. Nine Engineering firms were prequalified and eligible under Profile Code A254 - Parking Facilities, Profile Code A257- Roadside Safety Features, Profile Code A500 – Traffic Control Systems, A501 Automatic Traffic Control & Surveillance Systems, Profile Code D491- Transportation Planning: Alternative Analysis and Profile Code D492 - Traffic Engineering: Data Collection & Traffic Modeling. Four firms submitted EOI's by the closing date of March 8, 2012.

The scoring of the EOI's by the Review Committee resulted in the following order of ranking: 1) Michael Baker, Jr. 2) Stantec Consulting 3) Louis Berger Group and 4) Jacobs Engineering Group.

It is, therefore recommended that Order for Professional Services No. A3436 be issued to the firm of Michael Baker, Jr. of Hamilton, New Jersey, in the not to exceed amount of \$1,000,000. The amount includes reimbursement of direct salaries times a multiplier of 2.8, based on a 10% allowance for profit and an overhead rate of 154.5%, the individual firm's overhead rate as determined by Federal Audit Regulation (FAR) procedures, 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).

119-03-2012

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 03/13/2012; both with 2011-2012 Yearly Comparisons through February, 2012.

On motion by Commissioner Pocino and seconded by Commissioner Diaz, the Authority unanimously accepted the reports contained in items 118-03-2012 and 119-03-2012 and received same for file.

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STATE POLICE

Major Pamela Elliott requested approval of item number 120-03-2012. Major Elliott indicated that accidents and fatalities are down and summonses and warnings are up. State Police have a strong partnership with the Authority on traffic safety. Moved is the item as follows:

120-03-2012

Major Elliott requested acceptance of the **New Jersey State Police Troop D Activity Reports**, For February, 2012, with 2011 – 2012 Yearly Comparisons.

On motion by Commissioner Diaz and seconded by Commissioner Pocino, the Authority unanimously accepted the reports contained in item 120-03-2012 and received same for file.

121-03-2012

In a document dated March 15, 2012, **a Recommendation for Long-Term Licenses Of Outdoor Advertising Locations on the New Jersey Turnpike to Clear Channel Outdoor, with a Minimum Revenue for 20 years - \$21,900,000.00**, was approved.

At the April 27, 2010 Board of Commissioners Meeting (Agenda Item # 103B-10), the Authority awarded a competitively procured contract to Allvision LLC ("Allvision") to manage its billboard portfolio. Pursuant to this contract award, the Authority and Allvision executed an Agreement for Outdoor Advertising Management Services effective April 14th 2011, for a term of five years, with the Authority's option to extend for an additional five-year term (the "Outdoor Advertising Agreement").

Under the Outdoor Advertising Agreement, Allvision will solicit and negotiate sublicense agreements with outdoor advertising operators for the placement of advertising on the Authority's billboard structures. These solicitations will be done publicly, through an RFP process, in accordance with Authority requirements and specifications, and the Authority has the sole discretion to review, approve and execute any sublicense agreements solicited and negotiated by Allvision.

The Authority currently has eight (8) existing billboard locations in its portfolio. In order to generate higher income for the Authority, Allvision has applied to the New Jersey Department of Transportation to upgrade all existing locations to digital formats. At the January 2012 Board of Commissioners' Meeting, the Authority authorized the award of contracts for two locations which did not qualify for digital formats. This Item relates to an additional five (5) locations for which NJDOT has approved permits to upgrade to digital formats. RFP 1002 solicited firms to operate eight digital billboard faces & two static billboard faces for these five locations.

On January 9, 2012, a Request for Proposals ("RFP") was advertised in the Star Ledger, The Trenton Times, and posted on the websites of the Authority and the State of New Jersey. Also, RFPs were mailed to fifty-five (55) firms. The Authority received a sole proposal from Clear Channel Outdoor ("Clear Channel") for all five locations.

The procurement of this professional services contract was conducted in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.1(b), and Executive Order No. 37 (Corzine 2006). The

Purchasing Department reviewed the proposal for compliance with administrative and legal requirements of the RFP. Then, Allvision reviewed the proposal with respect to operational and cost criteria. The proposal was evaluated based on the weighted criteria set forth in the RFP:

1. Present value of proposed Lump Sum Payments, 28%.
No deduction of construction costs from Lump Sum Payments was allowed.
2. Present value of Annual Base License Fees, 28%
3. Proposed Percentage Fee (percentage of Net Revenues, as defined in the Lease Agreement): 28%
4. Qualifications, based on the information required by Subsection C in RFP, 16%

Clear Channel is one of the largest and successful billboard companies in the United States and Allvision scored the firm from 91.1/100 to 97.1/100 for the respective locations Allvision recommends awarding a contract to Clear Channel for all five locations as follows:

1. E/S NJ Turnpike Eastern Spur Milepost 116.3

Currently, this location generates \$21,000 a year for the Authority. Clear Channel has proposed a lump sum payment of \$300,000 and an annual rent of \$125,000 in year one with \$5,000 increase in annual rent every five years. The total minimum anticipated gross revenue to the Authority from Clear Channel for Location 1 is at least \$2,950,000.00.

2. E/S NJ Turnpike Eastern Spur N/O Exit 16E Toll Plaza Milepost 112.8

Currently, this location generates \$30,000 a year for the Authority. Clear Channel has proposed a lump sum payment of \$350,000 and an annual rent of \$150,000 in year one with \$5,000 increase in annual rent every five years. The total minimum anticipated gross revenue to the Authority from Clear Channel for Location 2 is at least \$3,500,000.00.

3. W/S NJ Turnpike Eastern Spur S/O Exit 16E Toll Plaza Milepost 112.1

Currently, this location generates \$30,000 a year for the Authority. Clear Channel has proposed a lump sum payment of \$500,000 and an annual rent of \$225,000 in year one with \$5,000 increase every five years. The total minimum anticipated gross revenue to the Authority from Clear Channel for Location 3 is at least \$5,150,000.00.

4. E/S NJ Turnpike Western Spur Milepost 115.6

Currently, this location generates \$52,000 a year for the Authority. Clear Channel has proposed a lump sum payment of \$500,000 and an annual rent of \$225,000 in year one with \$5,000 increase every five years. The total minimum anticipated gross revenue to the Authority from Clear Channel for Location 4 is at least \$5,150,000.00.

5. E/S NJ Turnpike Milepost 101.3

Currently, this location generates \$30,000 a year for the Authority. Clear Channel has proposed a lump sum payment of \$500,000 and an annual rent of \$225,000 with \$5,000 increase every five years. The total minimum anticipated gross revenue to the Authority from Clear Channel for Location 5 is at least \$5,150,000.00.

The combined total minimum anticipated gross revenue to the Authority from Clear Channel for all five Locations is at least \$21,900,000.00 over the 20-year term of the contracts. Allvision will be compensated out of the Authority's gross revenue based on the terms of the Outdoor Advertising Agreement. The potential estimated advertising revenue to Clear Channel during that term is \$39,000,000.

The Authority has the sole discretion of extending each contract, under the same terms and conditions, for one additional fifteen (15) year term. If this option is exercised, the Authority will receive an additional lump sum of seven (7) times the highest yearly cash flow during the term of the agreement. Clear Channel is compliant with Public Law 2005, Chapter 51 and Executive Order No. 117.

Accordingly, authorization is requested to delegate to the Executive Director the authority to enter into agreements with Clear Channel Outdoor for the five Locations referenced herein pursuant to the terms outlined above, and 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 Treasurer DuPont and seconded by Commissioner Diaz the Authority unanimously approved item number 121-03-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

122-03-2012

In a document dated March 26, 2012, **a Recommendation to Award Professional Services Agreement for Investment Banking Services: Senior Manager, Co-Senior Manager, and Co-Manager**, was approved.

The New Jersey Turnpike Authority ("Authority") solicited proposals from firms to provide Investment Banking Services. Specifically, the Authority, by way of a Request for Proposals ("RFP"), sought to select an underwriting syndicate (consisting of Senior Manager, Co-Senior Manager and Co-Manager) for the refunding of its Series 2003A and Series 2004C-1 bonds. The par value of the Series 2003A bonds is \$788,815,000 and the par value of the Series 2004C-1 is \$154,270,000. The 2004C-1 bonds are currently refundable. The 2003A bonds, which are callable on July 1, 2013, have a portion which is advance refundable on a tax-exempt basis and a portion which is advance refundable on a taxable basis. Thus, the Series 2004C-1 transaction is anticipated to occur in April-May 2012. The Series 2003A transaction could occur any time in the next twenty-four (24) months. This professional services procurement was conducted in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:19-9-2.1(b), Executive Order 37 (Corzine 2006), and Executive Order No. 26 (Whitman 1995).

The RFP was advertised in the Star Ledger and the Times and posted on the websites of the Authority and State of New Jersey and distributed to 59 firms. On March 5, 2012, the Authority received 30 proposals; 18 firms seeking to be Senior Manager and 12 firms to be Co-Manager. The Executive Director approved the Evaluation Committee ("Committee") consisting of three voting Members: the Deputy Executive Director, Chief Financial Officer, and an Attorney from the Law Department. In addition, one (1) representative from First Southwest, the Authority's Financial Advisor, served as non-voting member of the Committee.

The Committee reviewed and scored the proposals. The RFP allowed the Committee to evaluate the proposals for the refunding of the Series 2004C-1 and 2003A bonds on either an individual or collective basis and award same. The Committee elected to score the proposals individually and to award individually. The Committee also agreed that all of the firms which responded to the RFP can be a member of the selling group for each bond issue. The Committee then prepared an Evaluation Report, which details the procurement process, and submitted the report to the Commissioners.

It was determined that the highest ranked firm for each bond series would be recommended as Senior Manager for that series. The Committee selected the Senior Manager for the Series 2003A Bonds first because its size – although it has a par value of \$788,815,000, if the 2003A bonds are advance refunded the entire par amount will not be advance refunded because of tax issues related to this series – is greater than that of the 2004C-1 Bonds – about \$150 million. One (1) Co-Senior Manager will be selected for the Series 2003A bonds due to the potential large size of the deal. The Committee also agreed that if a firm was selected to serve as a Senior Manager or Co-Senior Manager for one of the transactions, it could not also be selected to serve as a Senior Manager, Co-Senior Manager, or Co-Manager on the other bond transaction.

For each bond series, it is recommended that the Authority award contracts to five (5)

firms. The contracts for each bond series shall be for a period of two (2) years. Therefore, based upon the criteria established in the RFP, the Committee makes the following recommendations for the Investment Banking Services for the Authority's proposed refunding bond issuance as follows:

FINAL GROUP SELECTIONS - 2003A Bond Refunding

Senior Manager	Citigroup Global Markets, Inc.
Co-Senior Manager	Goldman Sachs & Co.
Co-Manager	Bank of America Merrill Lynch
Co-Manager	RBC Capital Markets
Co-Manager	Barclays Capital, Inc.

FINAL GROUP SELECTIONS - 2004C-1 Bond Refunding

Senior Manager	JP Morgan Securities, Inc.
Co-Manager	Bank of America Merrill Lynch
Co-Manager	Morgan Stanley & Co
Co-Manager	RBC Capital Markets
Co-Manager	Wells Fargo

It should be noted that JPMorgan Securities, Inc. was the fourth ranked firm for the Series 2003A Bonds but was ineligible to participate in that transaction because it was awarded Senior Manager on the Series 2004C-1 Bonds. Similarly, Citigroup Global Markets, Inc. was the second ranked firm and Goldman Sachs & Co. was the fourth ranked firm for the Series 2004C-1 Bonds but the firms were ineligible participate in that transaction because they were awarded Senior Manager and Co-Senior Manager on the Series 2003A Bonds. If these three firms wish to be a member of the selling group for the bond issue from which they were excluded to participate as a manager, they are free to do so.

No definite commitment is being made to pursue either of these refundings because a change in market conditions could result in them not being in the Authority's financial best interests. It is anticipated, however, that the Series 2004C-1 bonds will be refunded as soon as possible to take advantage of the substantial net present value savings that can be generated. The Series 2003A Bond refunding is a complicated transaction and the Authority needs to have a team in place to execute the refunding transaction quickly if market conditions make it in the Authority's financial best interests to do so. The Authority's financial advisor will assist with making the determination if and when to execute the Series 2003A Bond refunding.

Accordingly, authorization is requested to delegate to the Executive Director the authority to enter into bond purchase agreements with the firms listed in the "Final Group Selections" for the refundings of the Series 2003A bonds and Series 2004C-1 bonds, respectively, when needed. 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. No funds will be encumbered as payments to the underwriters will be made from the cost of issuance from bond proceeds. These awards are contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardees pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

On motion by Commissioner Hodes and seconded by Vice Chairman DuPont the Authority unanimously approved item 122-03-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

123-03-2012

In a memorandum dated March 23, 2012, a Recommendation to extend the Sunoco Contract to Provide Fuel Services at Garden State Parkway Rest Areas for One (1) Year, was approved.

The New Jersey Turnpike Authority ("Authority") owns nine (9) services areas on its property along the Garden State Parkway ("Parkway"). The most southern service area on the Parkway is as follows.

Service Area	Milepost	Year Facility Constructed	Services Offered	Fuel Operator	Food Service Operator
Oceanview	18.3	1955	Restrooms, Fuel, and NJ Visitor Center	Sunoco	n/a

The Authority owns the building at Oceanview and is responsible for capital repairs. The building, which was constructed in 1955, has exceeded its useful life and should be replaced. The Authority would like to replace the existing facility with a modern building, which will enhance the experience of our motorists and increase the revenue generated at the location. The Authority, however, has limited financial resources to construct a new building. Thus, staff approached the Authority's fuel operator, Sunoco, to determine whether they would be willing to make capital investments in this location.

As a residue of the 2003 consolidation of the Parkway with the Turnpike, the Authority has separate contracts for fuel services on each roadway. The below sets forth the contracts and their expiration dates:

Operator	Service Provided	Expiration Date of Contract to Operate Parkway	Expiration Date of Contract to Operate Turnpike
Sunoco	Fuel Services	December 31, 2016	December 31, 2017

The Authority would like to make the Sunoco contracts coterminous, that is, have both contracts expire on December 31, 2017. By having both Sunoco contracts expire on December 31, 2017, the Authority can do a single, competitive procurement for fuel services for both roads.

If the terms of the current contract remain unchanged, the Authority will be required to perform two (2) procurements. A single, competitive procurement for fuel services will save the Authority time and money relative to preparing the procurements, reviewing the proposals, and implementing new contracts. And more important, by bidding both fuel service contracts together, the Authority can leverage the larger value of the services on both roads and thereby receive more attractive bids from fuel service providers. In other words, if the Authority conducts only one (1) procurement it will not only reduce its costs of performing the procurements, but the Authority will also reap better proposals from vendors. And it must be noted that the length of the recommended extension is short – only 1-year.

With this desire to make the contracts coterminous, the Authority entered into informal negotiations with Sunoco to determine what capital improvements it would be willing to make in exchange for extending one (1) of its contracts to make it coterminous with the other. Sunoco was receptive to the Authority's entreaties and made the following offer:

Operator	Operator Receives	Authority Receives	Value of Operator's Capital Investment
Sunoco	Parkway Fuel Services contract extended from December 31, 2016 to December 31, 2017	At Oceanview, Sunoco demolishes current facility and replaces it with new building that includes a convenience store, public restrooms, and designated space for NJ Travel and Tourism staff and displays.	\$2.5M

The above deal will be beneficial to the State and the Authority for at least four (4) reasons. First, a new building will be constructed without the Authority having to make capital outlays. Second, the proposed building will provide dedicated space for NJ Travel and Tourism staff and displays. Third, the two (2) fuel services contracts will become coterminous allowing the Authority to reap the benefits of conducting a single procurement. Finally, a new facility will bolster the image of Cape May County as a tourist destination.

If no delays arise from permitting or other unanticipated issues, the Authority is hopeful that the existing facility could be razed in the Fall of 2012 and new facility could operating by the tourist season in the Summer of 2013.


Thus, authorization is respectfully requested to delegate to the Executive Director the authority to enter into agreements to extend the Sunoco contract to provide fuel services on the Parkway by one (1) year based on the parameters 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.

On motion by Commissioner Becht and seconded by Vice Chairman DuPont the Authority unanimously approved item 123-03-2012; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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The motion to adjourn was made by Chairman Simpson, Treasurer DuPont and seconded by Commissioner Pocino and, after the voice vote, the motion was duly adopted. The Authority adjourned at 10:32 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 28, 2012