

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY
TUESDAY, JANUARY 26, 2010**

Acting Chairman Simpson called the Authority into session in the Executive Boardroom of the Authority's Administration Offices, Woodbridge, New Jersey, at 9:32 A.M.

PRESENT

Acting Chairman James Simpson; Commissioner/Treasurer Michael DuPont; Commissioner Harold Hodes; Commissioner David Evans; Commissioner Raymond Pocino; Commissioner Troy Singleton; and Commissioner Ulises Diaz.

Executive Director Diane Gutierrez-Scaccetti; Deputy Executive Director John O'Hern; Chief Engineer Richard Raczynski; Electronic Toll Collection Director Dennis Switaj; Finance Comptrollers Donna Manuelli, Pamela Varga and Tracey Walters; Human Resources Director Mary-Elizabeth Garrity; Internal Audit Director James Carone; Law Director George Caceres; Deputy Law Director Linda Cavanaugh; Maintenance Director John Cifelli; Operations Director Sean Hill; Purchasing Director Andrea Ward; Strategic Policy and Planning Director Marilyn Lennon; Technology and Administrative Services Director Brian Gorman; Tolls Director Robert Quirk; Commanders Matthew Walker and Kevin Burke, New Jersey State Police Troop D and Troop E; Garden State Art Center Foundation Director of Development Mary Ruotolo; Chief of Staff Joe Orlando; and Secretary Rose Stanko.

Also present were: General Counsel Judy Verrone; General Consultant James Beattie; Governors' Authorities Unit Director Deborah Gramiccione; NJDOT Policy and Authorities Coordination Representatives Ben Neville and Debra Firman; former NJTA Chairman Stephen Dilts; additional individuals consisting of other NJTA employees; interested organizations; the general public; and from the media: the Asbury Park Press; the Star Ledger; and The Bergen Record.

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.

ACTION ON MINUTES

The Secretary reported that ten days, excluding Saturdays, Sundays and holidays, have elapsed since former Governor Jon S. Corzine received the proceedings of the regular meeting of December 16, 2009 and the special meeting of December 21, 2009; he did not exercise his power to veto any items in those minutes.

Upon motion made by Commissioner DuPont, seconded by Commissioner Singleton, the minutes of the December 16 and December 21, 2009 meetings were approved.

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RECUSALS

The Secretary 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 items: 9-10, 10-10, 12-10 14-10, 15-10, 16-10, 21A-10, 21B-10, 21C-10, 21D-10 for Commissioner Pocino; 9-10, 10-10, 15-10, 16-10, 21A-10, 21B-10, 21C-10 for Commissioner Singleton; and 7-10 for Commissioner Hodes and Commissioner Diaz.

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, seconded by Commissioner Pocino, and, after a voice vote, the motion was duly adopted by the Board of Commissioners of the New Jersey Turnpike Authority. Minutes of the deliberations conducted in closed Executive Session will be disclosed to the public once the Commissioners determine that the public interest will no longer be served by keeping these deliberations confidential.

When Executive Session was adjourned at 10:13 AM, the Acting Chairman resumed the public portion of the meeting. Acting Chairman Simpson opened the floor for comment pertaining to the public items being presented for Board approval. There was no response.

The Members of the Authority then moved on the following agenda matters presented for consideration:

PERSONNEL

1-10

Human Resources Director Garrity submitted the **Personnel Agenda**, dated January 26, 2010, and requested confirmation of the personnel matters contained therein.

The Executive Director certified the recommendations for consideration.

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

LAW

Law Director Caceres requested approval of items 2-10 through 6-10; moved together, those items are as follows:

2-10

In a memorandum dated January 6, 2010, concerning a recommendation to **Settle Formal Workers' Compensation Matter of Andrew Donegan vs. New Jersey Turnpike Authority**, Account No. 10-870-405070.

Andrew Donegan, a Turnpike Division Toll Collector was hired in September 1984 and retired effective February 28, 2002 with an Accidental Disability pension. On December 2, 1996 Mr. Donegan was crossing the toll plaza and was struck by a tractor trailer rendering him unconscious. He was taken to Robert Wood Johnson Hospital with multiple sprains, contusions and a concussion. MRIs revealed herniated discs at C5-6 and C6-7, spinal stenosis and disc protrusions at L3-4 and L4-5, AC joint hypertrophy and probable impingement syndrome. Orthopedic surgeon Dr. Rosenblum performed cervical spine surgery by way of anterior cervical discectomy and fusion at C5-6. The petitioner also underwent left shoulder surgery and arthroscopic surgery of the right hip, two low back surgeries, the last one being in July 2006, and thoracic back surgery. The petitioner has been found totally disabled by Social Security and is receiving Social Security disability benefits in addition to his accidental disability pension.

The petitioner is represented by Michael Kirby, Esq. of Toms River, NJ. The Authority is defended by Special Counsel Brian Yesalonis, Esq. of Billek & Yesalonis, located in Edison, NJ. The matter is venued in the district office of Toms River before Judge Bradley Henson.

Permanency evaluation on behalf of the petitioner was conducted by Dr. Martin Riss who opined 100% total orthopedic disability. Also on behalf of the petitioner, Dr. Lawrence Eisentein opined 100% total neurological and psychiatric disability. Permanency evaluation on behalf of the respondent was performed by Dr. Francis DeLuca, who opined 5% permanent partial total for the neck, 5% for the low back and 5% for the left shoulder. In addition, Dr. Jeffrey Pollock evaluated the petitioner on behalf of the respondent and found no evidence of permanent neurological or neuropsychiatric injury.

There was a third party settlement in this matter of \$500,000.00, from which the Authority is entitled to receive a Section 40 lien credit. In addition, the Authority will also receive an offset from the petitioner's social security disability benefits. After applying the Social Security offset and Section 40 lien credit, the Authority's share of the settlement amounts to \$72,000.00. Given the extent of the injuries, multiple surgical interventions, finding of permanent total disability by Social Security - combined with the significant offsets to the Authority's portion of the settlement - this settlement represents the best possible outcome for the Authority.

The Law Department has reviewed this matter and agrees with the recommendation of the Special Counsel, the Authority's third party workers' compensation administrator and the Assistant Director, HR, Safety & Benefits. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of \$72,000.00.

3-10

In a memorandum dated January 19, 2010, concerning **Ratification of Action Taken to Acquire Property Required for the New Jersey Turnpike Authority Interchange 6 to Interchange 9 Widening Program**, Acquisition of Twenty-eight (28) Property Interests, 2009 Capital Construction Program, Amount: \$ 10,794,660.00.

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 easements or other property rights needed to begin Phase 1 construction of the Widening Program with final action being brought to the Commissioners for ratification.

Since that time, the Authority has taken final action with respect to the following properties.

I. New Acquisitions: The Authority has determined that the nineteen (19) properties listed below 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. The Authority then entered into good faith negotiations with the owners and their respective counsel as appropriate for the purchase of same based on this appraised value and in compliance with the laws governing its powers of eminent domain. Negotiations continued and a settlement of all terms was agreed upon. The following is a description of each property for which the parties have finalized negotiated terms of sale:

- 1) Turnpike Design Section 1, Turnpike Right-of-Way (ROW) Section 3D
Parcel No. C208C, Block 51.01, Lot 2.03 (Partial Taking)
1444 Hedding Road, Mansfield Township, Burlington County
Owner: Raymond Michal, Jr.
Amount: \$500.00

The property currently consists of 3.683 acres of land improved with a two-story dwelling. The Authority must acquire the following interest in the aforesaid property: (1) a temporary construction easement consisting of the right to perform construction related activity for use during the construction of a proposed driveway, impacting 0.014 acres of the Property to be designated as Parcel C208C.

- 2) Turnpike Design Section 3, Turnpike ROW Section 3F
Parcel No. UE349, Block 2734, Lot 1.02 (Partial Taking)
40 Burke Road, Hamilton Township, Mercer County
Owner: Wesley David Penrose
Amount: \$6,810 (\$810 + \$6,000 for trees)

The property currently consists of 2.417 acres of land improved with a 2,176 square foot one-story ranch style single-family house. The Authority must acquire the following interest in the aforesaid property: (1) a utility easement consisting of the right to construct and maintain a subsurface utility pipeline for Colonial Gas Company, impacting 0.043 acres of the Property to be designated as Parcel UE349.

- 3) Turnpike Design Section 4, Turnpike ROW Section 4G
Parcel Series 976A and 976B, Block 40, Lot 5 (Partial Taking)
80 West Manor Way, Robbinsville Township, Mercer County
Owner: KTR Northeast
Amount: \$2,559,900.00

The property currently consists of 23.977 acres of vacant land that represents part of a two-phase, fully approved "big-box" warehouse development plan. The Authority must acquire the following interests in the aforesaid property: (1) a fee simple interest in 12.993 acres of the Property to be designated as Parcel 976A; (2) a fee simple interest in 10.984 acres of the Property to be designated as Parcel 976B; and (3) a conservation easement for the benefit of the Delaware & Raritan Canal Commission, impacting 3.987 acres of the Property to be designated as Parcel CE976B.

- 4) Turnpike Design Section 4, Turnpike ROW Section 4G
Parcel Series 975, Block 41, Lot 8 (Partial Taking)
153 West Manor Way, Robbinsville Township, Mercer County
Owner: Christopher Vernon
Amount: \$31,800.00

The property currently consists of 7.38 acres of land improved with a 61,500 square feet indoor sports facility known as the Robbinsville Fieldhouse. The Authority must acquire the following interests in the Property: (1) a drainage easement impacting 0.010 acres of the Property to be designated as Parcel D975; (2) a slope easement consisting of the right to form and maintain slopes on land for grading, drainage, and support of West Manor Way, impacting 0.011 acres of the Property to be designated as Parcel E975; (3) a slope easement consisting of the right to form and maintain slopes on land for grading, drainage, and support of West Manor Way, impacting 0.001 acres of the Property to be designated as Parcel 2E975; (4) a utility easement impacting 0.169 acres of the Property to be designated as Parcel UE975; and (5) a temporary construction easement relating to the construction of the Colonial Pipeline, impacting 0.216 acres of the Property to be designated as C975.

- 5) Turnpike Design Section 5, Turnpike ROW Section 4H
Parcel Series 1031, Block 22, Lot 5 (Partial Taking)
Bresnahan Road, Robbinsville Township, Mercer County
Owner: Irving and Jane Brown Foundation
Amount: \$30,000.00

The property currently consists of 10.23 acres of vacant land. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.892 acres of the Property to be designated as Parcel 1031; (2) a slope easement consisting of the right to form and maintain slopes for grading and draining of Bresnahan Road, impacting 0.110 acres of the Property to be designated as Parcel E1031; and (3) a drainage easement consisting of the right to construct and maintain a drainage ditch, drainage pipe, headwall, conduit outlet protection, and appurtenances, impacting 0.155 acres of the Property to be designated as Parcel D1031.

- 6) Turnpike Design Section 4, Turnpike ROW Section 4G
Parcel Series 981, Block 30, Lot 8.15 (Partial Taking)
23 Hickory Way, Robbinsville Township, Mercer County
Owner: Marie Thadal
Amount: \$36,300.00

The property currently consists of 1.204 acres of land improved with a two-story, single-family residence with an attached garage. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.167 acres of the Property to be designated as Parcel 981; and (2) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of a noise wall and appurtenances, impacting 0.051 acres of the Property to be designated as Parcel C981.

- 7) Turnpike Design Section 8, Turnpike ROW Section 4L
Parcel Series 1207, Block 7, Lots 10 & 12 (Partial Taking)
332-340 Half Acre Road, Cranbury Township, Middlesex County
Owner: Alfieri-Half Acre Road, LLC
Amount: \$6,493,440.00

The property currently consists of 103.351 acres of vacant land. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 12.145 acres of the Property to be designated as Parcel 1207; and (2) a drainage easement consisting of the right to construct and maintain a drainage ditch within the Proposed Drainage Easement, and also the right to construct

and maintain subsurface drains to maintain the flow of surface drainage from subsurface drains along Half-Acre Road and discharge water on lands of the owner on the northerly side of Half-Acre Road, impacting 0.162 acres of the Property to be designated as Parcel D1207.

- 8) Turnpike Design Section 8, Turnpike ROW Section 4L
Parcel Series 1209, Block 5, Lot 9 (Partial Taking)
341 Half Acre Road, Cranbury Township, Middlesex County
Owner: Alfieri-Half Acre Road, LLC
Amount: \$62,360.00

The property currently consists of 117.74 acres of industrially zoned land. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.040 acres of the Property to be designated as Parcel 1209; (2) a slope easement consisting of the right to form and maintain slopes for grading, drainage and support of Half-Acre Road, impacting 0.396 acres of the Property to be designated as Parcel E1209; and (3) a drainage easement consisting of the right to construct and maintain a drainage ditch within the Proposed Drainage Easement Line, and also the right to construct and maintain subsurface drains to maintain the flow of surface drainage from subsurface drains along Half-Acre Road and discharge water on lands of the owner on the northerly side of Half-Acre Road, impacting 0.369 acres of the Property to be designated as Parcel D1209.

- 9) Turnpike Design Section 8, Turnpike ROW Section 4L
Parcel No. C1219, Block 5, Lot 2.07 (Partial Taking)
280 Prospect Plains Road, Cranbury Township, Middlesex County
Owner: Cranbury Sixty, LLC
Amount: \$500.00

The property currently consists of 59.989 acres of land improved with a 299,568 square foot warehouse distribution facility. The Authority must acquire the following interest in the Property: (1) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the re-grading of the driveway to meet new roadway grades, impacting 0.065 acres of the Property to be designated as Parcel C1219.

- 10) Turnpike Design Section 5, Turnpike ROW Section 4H
Parcel Series 1036B, Block 43, Lot 11 (Partial Taking)
609 Windsor Perrineville Road, East Windsor Township, Mercer County
Owner: Jersey Central Power & Light
Amount: \$1,000.00

The property currently consists of 0.900 acres of vacant land. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.010 acres of the Property to be designated as Parcel 1036B; and (2) a temporary construction easement consisting of the right to enter upon remaining lands of the owner with personnel, materials and equipment in order to construct a petroleum pipeline and appurtenances, impacting 0.069 acres of the Property to be designated as Parcel C1036B.

- 11) Turnpike Design Section 5, Turnpike ROW Section 4H
Parcel No. 1036A, Block 44, Lot 5 (Partial Taking)
65 Woods Road, East Windsor Township, Mercer County
Owner: Jersey Central Power & Light
Amount: \$500.00

The property currently consists of 6.00 acres of vacant land. The Authority must acquire the following interest in the Property: (1) a fee simple interest in 0.089 acres of the Property to be designated as Parcel 1036A.

- 12) Turnpike Design Section 1, Turnpike ROW Section 3D
Parcel Series 218, Block 52, Lot 2.02 (Partial Taking)
820 Mansfield Road West, Mansfield Township, Burlington County
Owner: Frank Kirby
Amount: \$6,300.00 (\$4,800 + \$1,500 for trees)

The property currently consists of 1.469 acres of land improved with a two-story residential dwelling and garage. The Authority must acquire the following interests in the Property: (1) a slope easement consisting of the right to form and maintain slopes for grading and drainage of Mansfield Road West, impacting 0.097 acres of the Property to be designated as Parcel E218; (2) a temporary construction easement consisting of the right to perform construction related activity for use during the construction of a proposed driveway, impacting 0.041 acres of the Property to be designated as Parcel C218; and (3) a temporary construction easement consisting of the right to perform construction related activity for use during the construction of a proposed driveway, impacting 0.004 acres of the Property to be designated as Parcel 2C218.

- 13) Turnpike Design Section 2, Turnpike ROW Section 3E
Parcel Series 270, Block 203, Lot 1.01 (Partial Taking)
231 Bordentown-Crosswicks Road, Chesterfield Township, Burlington County
Owner: Carolina Gutierrez
Amount: \$21,500.00

The property currently consists of 1.363 acres of land improved with a cape-code style, single-family residence. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.102 acres of the Property to be designated as Parcel 270; (2) a slope easement consisting of the right to form and maintain slopes for grading and support of Bordentown

Chesterfield Road and Bordentown Crosswicks Road, impacting 0.167 acres of the Property to be designated as Parcel RE270; and (3) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the reconstruction of a driveway, impacting 0.026 acres of the Property to be designated as Parcel RC270.

14) Turnpike Design Section 2, Turnpike ROW Section 3E

Parcel Series 277, Block 203, Lot 2 (Partial Taking)
229 Bordentown-Crosswicks Road, Chesterfield Township, Burlington County
Owner: Jimmy R. Mitchell
Amount: \$2,400.00

The property currently consists of 2.219 acres of land improved with a single-family residence and detached garage. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.006 acres of the Property to be designated as Parcel 277; (2) a slope easement consisting of the right to construct and maintain slopes for grading and support of Bordentown-Crosswicks Road, impacting 0.049 acres of the Property to be designated as Parcel E277; (3) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of a proposed driveway, impacting 0.011 acres of the Property to be designated as Parcel C277; and (4) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of a proposed driveway, impacting 0.007 acres of the Property to be designated as Parcel 2C277.

15) Turnpike Design Section 3, Turnpike ROW Section 3F

Parcel Series 340A, Block 2714, Lot 26 (Partial Taking)
Westside of Merrick Road, Hamilton Township, Mercer County
Owner: Lanwin Development Corporation
Amount: \$542,000.00

The property currently consists of 73.747 acres of residentially zoned unimproved land. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 8.247 acres of the Property to be designated as Parcel 340A; (2) a slope easement consisting of the right to form and maintain slopes for grading, drainage and support of Merrick Road, impacting 0.163 acres of the Property to be designated as Parcel E340A; (3) a conservation easement for the benefit of the New Jersey Department of Environmental Protection as riparian zone protection, impacting 14.329 acres of the Property to be designated as Parcel CE340A; (4) a conservation easement for the benefit of the New Jersey Department of Environmental Protection as riparian zone protection, impacting 3.573 acres of the Property to be designated as Parcel 2CE340A; and (5) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of a slope easement and to construct a roadway and appurtenances, impacting 0.461 acres of the Property to be designated as Parcel C340A.

16) Turnpike Design Section 3, Turnpike ROW Section 3F

Parcel Series 340B, Block 2715, Lot 12 (Partial Taking)
Eastside of Merrick Road, Hamilton Township, Mercer County
Owner: Lanwin Development Corporation
Amount: \$575,000.00

The property currently consists of 43.493 acres of vacant land. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 9.909 acres of the Property to be designated as Parcel 340B; (2) a slope easement consisting of the right to form and maintain slopes for grading, drainage and support of Merrick Road, impacting 0.206 acres of the Property to be designated as Parcel E340B; (3) a conservation easement for the benefit of the New Jersey Department of Environmental Protection as riparian zone protection, impacting 17.297 acres of the Property to be designated as Parcel CE340B; (4) a conservation easement for the benefit of the New Jersey Department of Environmental Protection as riparian zone protection, impacting 0.027 acres of the Property to be designated as Parcel 2CE340B; and (5) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the formation of a roadway slope and to construct a roadway and appurtenances, impacting 0.404 acres of the Property to be designated as Parcel C340B.

17) Turnpike Design Section 1, Turnpike ROW Section 3D

Parcel Series 214, Block 30, Lot 6.04 (Partial Taking)
1206 Hedding Road, Mansfield Township, Burlington County
Owner: Charles M. Walsh, Sr. et ux
Amount: \$90,000.00

The property currently consists of 0.991 acres of vacant land. The Authority must acquire the following interests in the Property: (1) a utility easement consisting of the right to install and maintain a pipeline for Sunoco Incorporated, impacting 0.339 acres of the Property to be designated as Parcel UE214; (2) a utility easement consisting of the right to install and maintain a pipeline for Colonial Gas Company, impacting 0.338 acres of the Property to be designated as Parcel 2UE214; and (3) a temporary construction easement consisting of the right to perform construction related activity for use during the construction of the proposed pipeline, impacting 0.341 acres of the Property to be designated as Parcel C214.

18) Turnpike Design Section 6, Turnpike ROW Section 4J

Parcel No. 1111, Block 14.03, Lots 972 & 973 (Partial Taking)
Avon Drive, East Windsor Township, Mercer County (Twin Rivers Planned Unit Development)
Owner: American Way Association
Amount: \$72,000.00

The property currently consists of 7.760 acres of land. The Property is used for an existing planned unit development property containing 240 dwelling units. The Authority must acquire the following interest in the Property: (1) a fee simple interest in 0.087 acres of the Property to be designated as Parcel 1111.

19) Turnpike Design Section 4, Turnpike ROW Section 4G

Parcel Series 982, Block 30, Lot 8.16 (Partial Taking)
21 Hickory Way, Robbinsville Township, Mercer County
Owner: Rose M. Brignoni-Tran and Thuan M. Tran
Amount: \$17,400.00

The property currently consists of 0.850 acres of land improved with a two-story, single-family residence with an attached garage. The Authority must acquire the following interests in the Property: (1) a fee simple interest in 0.083 acres of the Property to be designated as Parcel 982; and (2) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of a noise wall and appurtenances, impacting 0.029 acres of the Property to be designated as Parcel C982.

II. New Eminent Domain Proceedings. The Authority has determined that the eight (8) 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 Block 31, Lot 12 (Mansfield) and Block 203, Lot 3.01 (Chesterfield), the Authority's numerous attempts to contact the property owner have been unsuccessful. The property owner has not responded to the initial offer letter or any subsequent correspondence including the last which outlined the need for initiation of a condemnation action. With respect to Block 2734, Lots 4 and 4Q (Hamilton), Block 100, Lot 2 (Chesterfield), Block 47.01, Lot 10.02 (Mansfield) and Block 38, Lot 1 (Robbinsville) the Authority had contacted the property owner and entered into good faith negotiations with the owners and their respective counsel for the purchase of same based on this appraised value and in compliance with the laws governing its powers of eminent domain. These negotiations have reached an impasse. With respect to Block 108, Lot 2.03 (Chesterfield), Block 108, Lot 2.05 (Chesterfield) and Block 2725, Lot 16 (Hamilton), the Authority had contacted the property owner and entered into good faith negotiations with the owners for the purchase of same based on this appraised value and in compliance with the laws governing its powers of eminent domain. Eminent Domain proceedings are being filed as the last resort. The following is a description of said property:

1) Turnpike Design Section 2, Turnpike ROW Section 3E

Parcel No. 279, Block 108, Lot 2.03 (Partial Taking)
42 Shanahan Lane, Chesterfield Township, Burlington County
Owner: Peter Fadejew
Amount: \$4,800.00

The property currently consists of 1.189 acres of land that is improved with a 2,212 square foot colonial style single-family house and a 2,048 square foot shed. The Authority must acquire the following interest in the Property: (1) a fee simple interest in 0.060 acres of the Property to be designated as Parcel 279.

2) Turnpike Design Section 2, Turnpike ROW Section 3E

Parcel No. 281B, Block 108, Lot 2.05 (Partial Taking)
Northwest Terminus of Shanahan Lane, Chesterfield Township, Burlington County
Owner: Mighty Mutts, Inc
Amount: \$1,400.00

The property currently consists of 0.031 acres of vacant land. The Authority must acquire the following interest in the Property: (1) a fee simple interest in 0.031 acres of the Property to be designated as Parcel 281B.

- 3) Turnpike Design Section 1, Turnpike ROW Section 3D
Parcel Series 203, Block 31, Lot 12 (Partial Taking)
270 Mill Lane, Mansfield Township, Burlington County
Owner: Ross and Barbara Weigand
Amount: \$1,450.00

The property currently consists of 14.499 acres of vacant land with the majority of the site being encumbered with freshwater wetlands and wetland buffers. The Authority must acquire the following interests in the aforesaid Property: (1) a utility easement consisting of the right to install and maintain a pipeline for Sunoco Incorporated, impacting 0.857 acres of the Property to be designated as Parcel UE203; (2) a utility easement consisting of the right to install and maintain a pipeline for Colonial Gas Company, impacting 0.876 acres of the Property to be designated as Parcel 2UE203; (3) a temporary construction easement consisting of the right to perform construction related activity for use during the construction of proposed pipelines, impacting 0.792 acres of the Property to be designated as Parcel C203; and (4) a temporary construction easement consisting of the right to perform construction related activity for use during the construction of proposed pipelines, impacting 0.908 acres of the Property to be designated as Parcel 2C203.

- 4) Turnpike Design Section 3, Turnpike ROW Section 3F
Parcel Series 327, Block 2725, Lot 16 (Partial Taking)
907 Yardville-Allentown Road, Hamilton Township, Mercer County
Owner: Antonio R. and Patricia A. Ucci
Amount: \$110,000.00

The property currently consists of 8.974 acres of land improved with a 1,670 square foot single-family residence and several outbuildings. The Authority must acquire the following interests in the aforesaid Property: (1) a fee simple interest in 3.163 acres of the Property to be designated as Parcel 327; (2) a drainage easement consisting of the right to construct and maintain drainage facilities within a drainage easement, containing subsurface drains and appurtenances, impacting 0.061 acres of the Property to be designated as Parcel D327; (3) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of driveways, a retaining wall, grading at the wall, and to construct a roadway and appurtenances, impacting 0.200 acres of the Property to be designated as Parcel C327; and (4) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of driveways, a retaining wall, grading at the wall, and to construct a roadway and appurtenances, impacting 0.141 acres of the Property to be designated as Parcel 2C327.

- 5) Turnpike Design Section 3, Turnpike ROW Section 3F
Parcel Series 350, Block 2734, Lots 4 and 4Q (Partial Taking)
60 Burke Road, Hamilton Township, Mercer County
Owner: Timothy and Theresa Bryan
Amount: \$40,300.00

The property currently consists of 7.387 acres of land improved with a 3,014 square foot single-family residential dwelling and a 2,400 square foot pole barn. The Authority must acquire the following interests in the aforesaid Property: (1) a fee simple interest in 0.946 acres of the Property to be designated as Parcel 350; (2) a utility easement consisting of the right to construct and maintain a subsurface utility pipeline for Colonial Gas Company, impacting 0.502 acres of the Property to be designated as Parcel UE350; and (3) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of subsurface pipelines and appurtenances, impacting 0.502 acres of the Property to be designated as Parcel C350.

- 6) Turnpike Design Section 2, Turnpike ROW Section 3E
Parcel Series 273, Block 203, Lot 3.01 (Partial Taking)
227 Bordentown-Crosswicks Road, Chesterfield Township, Burlington County
Owner: Harry Cummings
Amount: \$1,000.00

The property currently consists of 3.84 acres of land improved with a single-family residence. The Authority must acquire the following interests in the aforesaid Property: (1) a drainage easement consisting of the right to construct and maintain drainage improvements, impacting 0.009 acres of the Property to be designated as Parcel D273; and (2) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of a proposed roadway and driveway improvements, impacting 0.029 acres of the Property to be designated as Parcel C273.

- 7) Turnpike Design Section 2, Turnpike ROW Section 3E
Parcel No. E266, Block 100, Lot 2 (Partial Taking)
4 Daniel Avenue, Chesterfield Township, Burlington County
Owner: Mark and Jennifer Russello
Amount: \$500.00

The property currently consists of 0.703 acres of land improved with a two-story, single-family residence with a two car garage. The Authority must acquire the following interest in the aforesaid Property: (1) a slope easement consisting of the right to form and maintain slopes for grading and draining Bordentown-Chesterfield Road and Daniel Avenue, impacting 0.011 acres (500 square feet) of the Property to be designated as Parcel E266.

- 8) Turnpike Design Section 4, Turnpike ROW Section 4G
Parcel Series 960, Block 38, Lot 1 (Partial Taking)
Circle Drive, Robbinsville Township, Mercer County
Owner: EpiCenter
Amount: \$85,000.00

The property currently consists of 75.89 acres of vacant, unimproved land. The Authority must acquire the following interests in the aforesaid Property: (1) a fee simple interest in 2.016 acres of the Property to be designated as Parcel 960;(2) a utility easement consisting of the right to install and maintain the Colonial Pipeline, impacting 1.837 acres of the Property to be designated as Parcel 2RUE960; (3) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of the subsurface Colonial Pipeline and appurtenances, impacting 1.259 acres of the Property to be designated as Parcel 2RC960; (4) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of the subsurface Colonial Pipeline and appurtenances, impacting 2.879 acres of the Property to be designated as Parcel 4C960; (5) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of the subsurface Colonial Pipeline and appurtenances, impacting 0.065 acres of the Property to be designated as Parcel 5C960; (6) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of the south abutment and embankment of the proposed Ramp TN Bridge over New Jersey State Highway I-195 and the construction of the subsurface Colonial Pipeline and appurtenances, impacting 2.053 acres of the Property to be designated as Parcel 2R2C960; and (7) a temporary construction easement consisting of the right to access land and area with vehicles and equipment for use during the construction of the south abutment and embankment of the proposed Ramp TN Bridge over New Jersey State Highway I-195 and the construction of the subsurface Colonial Pipeline and appurtenances, impacting 0.349 acres of the Property to be designated as Parcel R3C960.

III. Acquisition of Existing Right of Way: The Authority has determined that the property listed below is a land locked parcel in the existing Authority ROW that is part of the Widening Program.

The property was formerly designated as Parcel X28A1 on the Parcel Property Map of the “New Jersey Turnpike Authority, New Jersey Turnpike Pennsylvania Extension” dated November 18, 1956. It abuts the Authority ROW. While this property is not technically part of the Widening Program, upon review, Authority staff determined that it should have been purchased by the Authority previously. The Authority then entered into good faith negotiations with the owners for the purchase of same. A settlement of all terms was agreed upon. The following is a description of said property and the terms of the sale:

- 1) Turnpike Design Section 3, Turnpike ROW Section 3D
Parcel No. X28AI, Block 49, Lot 2 (Full Taking)
East Sharp Road, Township of Mansfield, Burlington County
Owner: Jane Guttell and Beverlee Bradin
Amount: \$500.00

The property currently consists of 2340 square feet of vacant land. The Authority must acquire the following interest in the aforesaid Property: (1) a fee simple interest in the entirety of the 2,340 square feet will remain designated as Parcel No. X28A1.

The acquisitions as proposed above do not involve properties 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 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.

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 and Director of Law as outlined herein for the acquisition of the properties set forth above.

4-10

In a memorandum dated January 19, 2010, concerning **Ratification of Action Taken to Acquire of Property Interests Required for the New Jersey Turnpike Authority Interchange 6 to Interchange 9 Widening Program**, Acquisition of eight (8) Property Interests from Public Service Electric & Gas Company (PSEG), 2009 Capital Construction Program, Amount: \$ 45,820.00

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 easements or other property rights needed to begin Phase 1 construction of the Widening Program with final action being brought to the Commissioners for ratification.

Since that time, the Authority has taken final action with respect to the following properties:

I. New Acquisitions: The Authority has determined that the eight (8) properties listed below 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. The Authority then entered into good faith negotiations with the owners and their respective counsel as appropriate for the purchase of same based on this appraised value and in compliance with the laws governing its powers of eminent domain. Negotiations continued and a settlement of all terms was agreed upon. The following is a description of each property for which the parties have finalized negotiated terms of sale:

- 1) Turnpike Design Section 2, Turnpike ROW Section 3E
Parcel No. 265G, Block 93, Lot 5 (Partial Taking)
Georgetown Road (County Route 545)
Township of Bordentown, Mercer County
Owner: Public Service Electric & Gas Company
Amount: \$3,400.00

The property is a parcel of vacant land containing an area of 2.076 acres, or 90,430 square feet zoned P, Public Uses, which permits public playgrounds, public conservation areas, public parks, public open space; township, state and federal government offices; and public and private day schools; billboards in areas abutting the New Jersey Turnpike south of Georgetown Road (only as a Conditional Use). The Authority must acquire the following interest in the aforesaid property: (1) a partial acquisition in fee of a 0.526+ acre, or 22,932 square foot portion of the site to be designated as Parcel No. 265G. The acquisition area is located along the west portion of the subject.

2) Turnpike Design Section 2, Turnpike ROW Section 3E

Parcel Series 265, Block 93, Lot 6 (Partial Taking)
Georgetown Road (County Route 545)
Township of Bordentown, Burlington County
Owner: Public Service Electric & Gas Company
Amount: \$4,650.00

The property is a 3.715 acre, mainly cleared, vacant tract located in the Public Uses Zone. The site does not contain any road frontage and access is via Lot 5. The Authority must acquire the following interests in the aforesaid property: (1) a fee simple interest in 0.562 acre (24,495 sq. ft.) section of land located in the western section of the Property to be designated as Parcel No. 265H); (2) a 0.171 acre (7,448 sq. ft) permanent utility easement located in the southern central portion of the Property to be designated as Parcel UE265H; and (3) a 0.171 acre (7,448 sq. ft.) temporary construction easement located in the southern, central portion of the Property to be designated as Parcel No. C265H.

3) Turnpike Design Section 2, Turnpike ROW Section 3E

Parcel No. 265I, Block 93, Lot 7 (Partial Taking)
Georgetown Road (County Route 545)
Township of Bordentown, Burlington County
Owner: Public Service Electric & Gas Company
Amount: \$ 5,850.00

The property currently consists of a 5.383 acre vacant tract located in the Public Zone encumbered with an overhead PSE&G power line, two electric utility towers and a gas pipeline easement. The Authority must acquire the following interest in the aforesaid property: (1) a fee simple interest in 0.823 acres (35,841 sq. ft.) located along the western boundary line to be designated as Parcel No. 265I; and (2) a 0.775 acre (32,869 sq. ft.) permanent access easement in the north central portion of the subject site to be designated as Parcel No. 265IAE.

4) Turnpike Design Section 2, Turnpike ROW 3E

Parcel Series 265C, Block 203, Lot 1.02 (Partial Taking)
North Side of Bordentown-Chesterfield Road
Township of Chesterfield, Burlington County
Owner: Public Service Electric & Gas Company
Amount: \$2,000.00

The property currently consists of a 0.941 acre vacant tract located in the Office Park Zone utilized for electric power transmission. The Authority must acquire the following interests in the aforesaid property: (1) a fee simple interest in 0.008 acres (351 sq. ft.) of the site in the southwestern area to be designated as Parcel No. 265C; and (2) a proposed 0.2140 acre (9,313 sq. ft.) utility easement to be designated as Parcel Nos.UE265C and 2UE265C; and (3) a 0.014 acre (596 sq. ft.) drainage easement to be designated as Parcel No. D265C; and (4) a 0.3060 (13,318 sq. ft.) acre temporary construction easement to be designated as Parcel Nos. C265C and 2C265C.

5) Turnpike Design Section 2, Turnpike ROW 3E

Parcel Series 265B Block 204, Lot 2 (Partial Taking)
Bordentown-Chesterfield Road
Township of Chesterfield, Burlington County
Owner: Public Service Electric & Gas Company
Amount: \$ 1,520.00

The property currently consists of a 1.72 acre tract located in the Office Park Zone utilized for electric power transmission. The Authority must acquire the following interests in the aforesaid property: (1) a fee simple interest in 0.08 acre (3,485 sq. ft.) to be designated as Parcel No. 265B; (2) a utility easement in 0.1770 acres (7,710 sq. ft.) to be designated as UE265B and 2UE265B; and (3) a temporary construction easement in 0.3090 acre (13,460 sq. ft.) to be designated as Parcel No. C265B.

6) Turnpike Design Section 3, Turnpike ROW 3F

Parcel Series 301, Block 2726, Lots 1, 2 and 3 (Partial Taking)
South Broad Street, Hamilton Township, Mercer County
Owner: Public Service Electric & Gas
Amount: \$20,000.00

The property currently consists of a total of an 8.353 acre residentially zoned unimproved lot presently utilized for the transmission of public utilities. The Authority must acquire the following interests in the aforesaid property: (1) a fee simple interest in 0.258 acres of the Property to be designated as Parcel 301; (2) a permanent access easement on 0.543 acres consisting of permanent and exclusive right of ingress and egress for the owner of Colonial Pipeline to be designated as Parcel PA301; (3) a slope easement consisting of the right to form and maintain slopes for grading, drainage and support of South Broad Street impacting 0.044 acres to be designated as Parcel E301; and (4) a temporary construction easement consisting of the right to store construction equipment, materials and stockpile excavated material for use during the construction of a retaining wall, grading at the wall and to construct a roadway and appurtenances, impacting 0.294 acres to be designated as Parcel No. C301.

- 7) Turnpike Design Section 3, Turnpike ROW 3F
Parcel No. 320, Block 2732, Lot 2 (Entire Taking)
Off of Crosswicks Hamilton Square Road
Township of Hamilton, County of Mercer
Owner: Public Service Electric and Gas Company
Amount: \$5,000.00

The property currently consists of 3,969 square feet or 0.091 acres. The Authority must acquire the following interest in the aforesaid property: (1) a fee simple interest in the entirety of the Property to be designated as Parcel No. 320.

- 8) Turnpike Design Section 5, Turnpike ROW 4H
Parcel Series 1033G, Block 47, Lot 5 (Partial Taking)
Allens Road, Township of Robbinsville, Mercer County
Owner: Public Service Electric and Gas Company
Amount: \$3,400.00

The property currently consists of a 4.23 acre, vacant tract with an irregular configuration located in the Rural Residential Zone. The Authority must acquire the following interests in the aforesaid property: (1) a fee simple interest in a 0.05 acre strip of land from the frontage along Allens Road and Perrineville Road to be designated as Parcel No. 1033G; (2) a slope easement of a 0.067 acre parcel from the frontage along Allens Road and Perrineville Road to be designated as Parcel No. E1033G; (3) a utility easement of a 0.003 acre parcel from the frontage along Perrineville Road to be designated as Parcel No. UE1033G; and (4) an aerial easement of a 0.007 acre parcel from the frontage along Perrineville Road to be designated as Parcel No. AE1033G.

The acquisitions as proposed above do not involve properties 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 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.

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 and Director of Law on the terms substantially set forth herein, for the acquisition of the properties set forth above.

5-10

In a memorandum dated January 19, 2010, concerning the recommendation to **Declare Certain Property Surplus and Authorize Executive Director to Enter into a Property Exchange Agreement with Fairfield Properties L.L.C.**, Installation of Salt Dome Building and Drainage Easement, Garden State Parkway Off Ramp, Interchange 125, Chevalier Avenue Connection, Sayreville Borough, Middlesex County.

Transfer To Fairfield Properties LLC: Parkway Section 7, Old Parcel 500F (+/- .05 acres);

Transfer From Fairfield Properties LLC: a portion of Block 275.1, Lots 3 and 5 (+/- .05 acres).

By Agenda Item 218-08 approved at the December 9, 2008 Commission Meeting, the Commissioners authorized the Executive Director to enter into an agreement with Fairfield Properties, L.L.C. (“Fairfield”) to transfer a portion of certain Authority property (+/- .05 acres) of Parkway Section 7, old Parcel 500F, in exchange for a parcel of equal square footage in order to allow the construction of a salt building and improve access to and from the property.

The parties have now identified a drainage easement which also needs to be transferred to the Authority and is necessary for the construction of the salt building. This easement interest is also a portion of Block 275.1, Lots 3 and 5. In accordance with the Authority's Surplus Property Policy, the property interests to be transferred to Fairfield have been reviewed and staff recommends that they be declared surplus. As indicated in Agenda item 218-08, no consideration will be exchanged between the parties for this exchange of property.

Based on the foregoing, it is requested that the Commissioners declare the Authority property as surplus and be transferred to Fairfield Properties, L.L.C. It is additionally requested that the Commissioners authorize the Executive Director to execute an agreement and any and all additional documents, and to take all such steps necessary to effectuate the property transfers as set forth above. It is further requested that the Commissioners ratify and approve, in all respects, all actions taken to date with respect to the transfer of the property interests as set forth above in connection with the construction of a new salt building to be built on the Garden State Parkway off ramp located on Chevalier Avenue Connection in Sayreville Borough, Middlesex County.

6-10

In a memorandum dated January 20, 2010, concerning a recommendation to **Authorize the Executive Director to Enter into a Memorandum of Understanding (MOU) with the Township of Woodbridge for the Dedication and Transfer of Certain Properties**

Over the years, the New Jersey Turnpike Authority (the "Authority") and the Township of Woodbridge (the "Township") have entered into agreements to effectuate the transfer of properties necessary for the original construction of the New Jersey Turnpike and the Garden State Parkway (collectively, the "Roadways") as well as the 1969 Widening of the Turnpike and other subsequent construction along the Roadways necessary for their safe and efficient operation. These acquisitions and transfers have resulted in various alterations, modifications and improvements of structures, parks, sewers, roads, drainage, bridges and other facilities located in the Township of Woodbridge (the "Facilities"). The Township and the Authority (collectively, the "Parties") have recognized the need to finalize certain acquisitions and transfers as well as define their respective duties, obligations and liabilities with respect to the Facilities in order to avoid any future issues, confusion or problems that would arise from or relate to jurisdiction, liability, control and/or maintenance of same.

The Parties have agreed to resolve these issues in a mutually beneficial manner. Terms have been agreed upon and are set forth in a Memorandum of Understanding (MOU), a copy of which was submitted to the Authority Commissioners for review. The MOU identifies several different parcels of property owned by the Authority presently being used by the Township for roadway and public purposes. The Township performs the necessary maintenance of these parcels as well. At this time, the Township has agreed to accept the dedication and/or ownership of these properties for the said purposes as allowed by law. Full compliance with the Authority's Surplus Property Disposition Policy is necessary before the MOU can become effective and the compliance

process has started. The Commissioners will have the opportunity to ratify all steps taken under the policy at a future Commission Meeting.

The transfers as proposed do not involve properties 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 the above referenced property been designated or encumbered as Green Acres properties pursuant to N.J.S.A. 12:1D-52, et seq. and N.J.A.C. 7:35-26.1

Based on the foregoing, it is requested that the Authority’s Commissioners authorize the Executive Director and the Director of Law to take any and all steps necessary to execute the MOU in substantially the form submitted, with the understanding that the MOU will not become effective until full compliance with the Authority’s Surplus Property Disposition Policy occurs, including Commission ratification. It is further recommended that the Executive Director be authorized to take any other steps necessary to effectuate the terms of the MOU in substantially the form submitted upon the review and approval of such actions by the Law Department and General Counsel.

Reviewed by the Law Director, available funds certified by the Comptroller as appropriate, the Executive Director certified the recommendations for consideration.

On motion by Commissioner Evans, seconded by Commissioner DuPont, the Authority unanimously approved the five (5) Law items; and authorized and/or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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The following matters constitute the Public Session agenda:

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ENGINEERING

Chief Engineer Raczynski first identified item number 20-10 as being withdrawn from the agenda and then requested approval of item numbers 7-10 through 19-10 and 21A through 21D-10. Moved as a group, those Engineering items are as follows:

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7-10

In a memorandum dated January 7, 2010, concerning the recommendation to **Execute Utility Order No. 1249-T – Verizon, Inc.** – New Jersey Turnpike, Contract No. T869.120.802 Interchange 6 - 9 Widening Program, Townships of Cranbury, Monroe, South Brunswick and East Brunswick and Borough of Milltown, Middlesex County, 2009 Capital Construction Program No. 31018001 and Future Bond Issue.

A Utility Order is required to perform utility relocations of existing Verizon facilities that will be directly impacted by the construction of the referenced contract. The Authority will reimburse Verizon, Inc. for the installation and removal of an overhead and underground communication cable system at Cranbury Half Acre Road (MP 71.3), Prospect Plains Road (MP 72.1), and Corporate Drive adjacent to the Turnpike at MP 72.6. Work is to include all cable installation, splicing, testing,

overhead line work, and inspection of underground conduit and manholes. The Authority's contractor will be responsible for installing the conduits and manholes.

The cost of this Utility Order was provided by Verizon, Inc. and is based on the final improvements and known conditions at this time. The cost proposal was reviewed by the Engineering Department and Law Department and is considered reasonable and approval is recommended.

It is, therefore, recommended that the Executive Director be authorized to execute Utility Order No. 1249-T, in an amount not to exceed \$2,050,000.

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8-10

In a memorandum dated January 19, 2010, concerning the recommendation **to Issue Supplement No. 1 to Utility Order No. 1195-T – Adesta, LLC** – New Jersey Turnpike, Interchanges 6 to 9 Widening Program, Townships of Burlington, Mercer and Middlesex Counties, 2009 Capital Construction Program No. 31018001.

Utility Order No. 1195-T was issued in October 2008 to facilitate the early relocation of over 24 miles of existing fiber optics cabling that would be adversely impacted by the construction of the New Jersey Turnpike Interchange 6 to 9 Widening Program (Program) between Milepost 48.7 and 72.8 (24.1 miles). Design and construction of the new fiber optic system proceeded concurrent with the overall program design, enabling coordinated final designs while protecting the integrity of the existing fiber optic cable system.

As relocation construction progressed, Program design requirements and unanticipated field conditions necessitated changes to the new fiber optic cable installation and introduced additional work to the original scope. Final design requirements resulted in a portion of the proposed roadway alignment requiring relocation of the new fiber optic cable from the originally proposed grassed areas into existing pavements, which was not originally anticipated during the preliminary design phase. This single change represents the majority of this Supplement, as additional manholes, directional drilling, asphalt trenching and reconstruction were not included in the original Utility Order. This additional cost is partially offset by reducing the quantity of fiber optic cable installed in the grass. In addition, the presence of existing roadway drainage structures within the pavement areas also resulted in several unanticipated work items being required to avoid interference with existing drainage crossings. To minimize the impact on these structures, additional depth of directional drilling and installation of steel casings were employed as the Designers required installation of the new fiber optic cable at substantially greater depths.

Subsequent to issuing Utility Order No. 1195-T, the Authority introduced Program sign structures requiring fiber optic manholes for connections to future variable message signs and a Telecom Room in the existing Central Shops Building. These items were not accounted for in the preliminary design, which further added to the overall scope of work. Finally, this Supplement will provide for removal of the old fiber optic cable. The original plan was to abandon the old fiber

optic cable rather than remove it after the new cables were put in service. This, however, creates difficulty during construction and in the future if the old cable is impacted. In order to avoid confusion, and in the best interest of the Authority, it was determined that the old cable should be removed, thereby leaving only the active cable.

Upon completion of the new fiber optic cable installation, the Authority's consultant assembled the documentation and summarized the additional costs and reductions, taking into account all additional work directed by the Authority, which results in an increase to the Utility Order of \$1,350,000. The Engineering Department has reviewed this information and finds it reasonable for the additional services provided. The Law Department has also reviewed this Supplemental Utility Order.

It is, therefore, recommended that Supplement No. 1 to Utility Order No. 1195-T be issued to Adesta, LLC in the amount of \$1,350,000 allocated from the 2009 Capital Construction Program. The addition of this amount increases the total authorized fee from \$10,950,000 to \$12,300,000.

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9-10

In a memorandum dated December 29, 2009, concerning the recommendation to **Award Contract No. T100.107 – D'Annunzio & Sons, Inc.** – New Jersey Turnpike, Bridge Repairs and Resurfacing, Milepost 0 to 122, the Newark Bay-Hudson County Extension and the Pearl Harbor Memorial Turnpike Extension, Maintenance Reserve Fund No. 03010001.

This is the second of two bridge repair contracts for 2010, with bridge deck repairs concentrated in the southern sector of the Turnpike between Interchanges 1 and 9 and the Pearl Harbor Memorial Turnpike Extension. The work will also include substructure and steel repairs Turnpike wide. The work generally involves selective replacement of complete deck panels, concrete spall repairs, joint repairs, and replacement of existing asphalt wearing surface, substructure concrete spall repairs, reconstruction of bearing areas, bearing replacements, substructure waterproofing and related incidental items

Seven bid proposals were received on December 22, 2009 for the above publicly advertised contract. The low bid proposal, in the amount of \$7,618,700.00, may be compared to the second low bid proposal in the amount of \$7,758,497.50. The low bidder, D'Annunzio & Sons, Inc., has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T100.107 be awarded to the low bidder, D'Annunzio & Sons, Inc. of Clark, New Jersey, in the amount of \$7,618,700.00, allocated as follows: \$7,300,000.00 in 2010 and \$318,700.00 in 2011. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the

authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine). The General Consultant, HNTB Corporation, concurs with this recommendation.

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10-10

In a memorandum dated December 18, 2009, concerning the recommendation to **Award Contract No. P100.108 – Joseph M. Sanzari Inc.** – Garden State Parkway, Bridge Repairs and Resurfacing, Milepost 126 to 172, Maintenance Reserve Fund No. 03020001.

This is the second of two Parkway bridge repair contracts to be awarded for the 2010 construction season, concentrated in the northern sector of the Parkway between Milepost 126 to 172. The work generally involves selective replacement of complete deck panels, parapet replacement, concrete spall repairs, joint repairs, replacement of existing asphalt wearing surface and miscellaneous substructure repairs.

Five bid proposals were received on December 17, 2009 for the above publicly advertised contract. The low bid proposal, in the amount of \$5,570,118.80, may be compared to the second low bid proposal in the amount of \$5,572,000.00. The low bidder, Joseph M. Sanzari, Inc., has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P100.108 be awarded to the low bidder, Joseph M. Sanzari, Inc. of Hackensack, New Jersey, in the amount of \$5,570,118.80, allocated as follows: \$5,400,000.00 in 2010 and \$170,118.80 in 2011. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine). The General Consultant, HNTB Corporation, concurs with this recommendation.

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11-10

In a memorandum dated January 7, 2010, concerning the recommendation to Issue **Order for Professional Service No. P3323 – Greenman-Pedersen Inc.**, Garden State Parkway, for Contract No. P100.108, Milepost (MP) 126 to MP 172, Maintenance Reserve Fund No. 03020001; and **Order for Professional Service No. T3325 – Jacobs Engineering Group Inc.**, New Jersey Turnpike, for Contract T100.107, MP 0 to MP 122 and the Pearl Harbor Memorial Turnpike Extension, Maintenance Reserve Fund No. 03010001 – Bridge Repairs and Resurfacing.

Through this single Order for Professional Services (OPS) procurement process the Authority will select three consultants to furnish construction supervision for three separate bridge deck repair contracts. The first assignment, OPS No. P3324, was awarded at the December 16, 2009 Commission Meeting.

These assignments are classified as "Simple Projects" based on the scope of work being clearly defined and not likely to change during the course of the projects, and the estimated cost not exceeding \$1,000,000. Solicitations for Expressions of Interest (EOIs) were sent to 45 engineering firms prequalified and eligible under Profile Codes: B156 - Bridge Repair Inspection or B157 – Bridges: Deck Repair/Replacement Inspection. Seven firms submitted EOIs by the closing date of October 16, 2009.

Subsequent to the scoring of EOIs, Fee Proposals were requested from the top four firms. The firms are: 1) Jacobs Engineering Group, Inc.; 2) Gannett Fleming, Inc.; 3) Greenman-Pedersen, Inc.; and 4) HAKS Engineers. Each firm had been assigned to one of the three OPS' based on their EOI and the Review Committee's recommendations, which determined that Gannett Fleming was the most qualified firm for OPS No. P3324. The fees submitted by Greenman-Pedersen Inc. and Jacobs Engineering Group Inc. have been reviewed, negotiated and are considered to be fair and reasonable for the services to be provided under OPS Nos. P3323 and T3325, respectively.

It is, therefore, recommended that OPS No. P3323 be issued to the firm of Greenman-Pedersen, Inc. of Lebanon, New Jersey in the maximum amount of \$1,142,000, allocated as follows: \$950,000 in 2010 and \$192,000 in 2011. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.5 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. It is also recommended that OPS No. T3325 be issued to the firm of Jacobs Engineering Group, Inc. of Morristown, New Jersey in the maximum amount of \$1,084,000, allocated as follows: \$900,000 in 2010 and \$184,000 in 2011. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.5 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses.

These awards are 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. and N.J.A.C. 19:9-2.8, and Executive Order No. 37 (Corzine).

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12-10

In a memorandum dated December 18, 2009, concerning a recommendation to **Award Contract No. T100.147 – Allied Painting Inc.** – New Jersey Turnpike, Repainting Structural Steel, Structure Nos. 84.24N and 84.24S, Basilone Memorial Raritan River Bridge, 2009 Capital Construction Program No. 31001008 and Future Bond Issue.

This contract will provide for the blast cleaning and painting of structural steel on Structure Nos. 84.24N and 84.24S, including all existing painted steel and zone painting of weathering steel.

Six bid proposals were received on December 8, 2009 for the above publicly advertised contract. The low bid proposal, in the amount of \$5,550,607, may be compared to the Engineer's Estimate in the amount of \$5,912,825. The low bidder, Allied Painting, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T100.147 be awarded to the low bidder, Allied Painting, Inc. of Franklinville, New Jersey, in the amount of \$5,550,607. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine). The General Consultant, HNTB Corporation, concurs with this recommendation.

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13-10

In a memorandum dated January 7, 2010, concerning the recommendation to **Issue Order for Professional Services No. T3327 – STV Inc.** – New Jersey Turnpike, Supervision of Construction Services for Contract No. T100.147, Repainting Structural Steel, Structure Nos. 84.24N and 84.24S, Basilone Memorial Raritan River Bridge, 2009 Capital Construction Program No. 31001008 and Future Bond Issue.

This Order for Professional Services (OPS) will provide supervision of construction services for the referenced contract, which includes blast cleaning and painting of all previously painted structural steel surfaces and zone painting of weathering steel on Structure Nos. 84.24N and 84.24S, which is a major Turnpike bridge crossing.

This assignment is classified as a "Simple Project" based on the scope of work being clearly defined and not likely to change during the course of the project, and the cost not exceeding \$1,000,000. Solicitations for Expressions of Interest (EOIs) were sent to 28 engineering firms prequalified and eligible under Profile Codes B158 - Bridge Inspection/Painting. Three firms submitted EOIs by the closing date of December 16, 2009.

Subsequent to the scoring of EOIs, Fee Proposals were requested from the three firms. The firms in order of ranking are: 1) STV, Inc.; 2) Kupper, LLC; and 3) LiRo Engineers, Inc.. The fee submitted by STV, Inc. has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that OPS No. T3327 be issued to the firm of STV, Inc. of Trenton, New Jersey, in the maximum amount of \$911,419. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.5 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. This award is 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 (formerly Executive Order 134) and Executive

Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firms were selected, in accordance with N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8 and Executive Order No. 37 (Corzine).

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14-10

In a memorandum dated January 11, 2010, concerning the recommendation to **Award Contract No. T869.120.002 – Central Jersey Landscaping Inc.** – New Jersey Turnpike, Interchange 6 to Interchange 9 Widening Program, Laurel Run Reforestation, Milepost 54.2, Township of Bordentown, Burlington County, 2009 Capital Construction Program No. 31018001.

This contract involves the reforestation of approximately 18 acres in Bordentown Township. Approximately 6,700 trees will be planted. Construction is anticipated to begin in the first quarter of 2010 and be completed in the Summer of 2010.

Five bid proposals were received on January 6, 2010 for the above publicly advertised contract. The low bid proposal, in the amount of \$797,230.66, may be compared to the second low bid proposal in the amount of \$810,972.00. The low bidder, Central Jersey Landscaping, Inc., has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T869.120.002 be awarded to the low bidder, Central Jersey Landscaping, Inc. of Chesterfield, New Jersey, in the amount of \$797,230.66. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine). The General Consultant, HNTB Corporation, concurs with this recommendation.

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15-10

In a memorandum dated January 11, 2010, concerning the recommendation to **Award Contract No. T869.120.101 – IEW Construction Group Inc.** – New Jersey Turnpike, Interchanges 6 to 9 Widening Program, Grading, Drainage, Paving, Structures, Lighting, & Signing, NSO/SNO Roadways, Milepost 51.5 to 52.3, Township of Mansfield, Burlington, 2009 Capital Construction Program and Future Bond Issue.

This contract includes the construction of the mainline outer roadways from just north of Mansfield Road West to the northern limits of Section 1. This contract also includes the construction of a culvert extension, two stormwater basins, numerous sign structures and retaining walls. Construction is anticipated to commence in the first quarter of 2010 and be completed in the third quarter of 2011.

Six bid proposals were received on January 8, 2010 for the above publicly advertised contract. The low bid proposal, in the amount of \$24,835,079.91, may be compared to the second low bid proposal in the amount of \$25,619,164.00. The low bidder, IEW Construction Group, Inc., has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T869.120.101 be awarded to the low bidder, IEW Construction Group, Inc. of Trenton, New Jersey, in the amount of \$24,835,079.91. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine). The General Consultant, HNTB Corporation, concurs with this recommendation.

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16-10

In a memorandum dated January 12, 2010, concerning the recommendation to **Award Contract No. T869.120.801 – D’Annunzio & Sons Inc.** – New Jersey Turnpike, Interchange 6 to Interchange 9 Widening Program, SNO Roadway and Service Area 8N Ramps, Grading, Drainage, Paving, Structures and Lighting, Milepost 74.3 to 82.3, Townships of Monroe, South Brunswick, East Brunswick and Borough of Milltown, Middlesex County, 2009 Capital Construction Program No. 31018001 and Future Bond Issue.

This Contract extends for approximately eight miles from Milepost 74.3 to 82.3; adds a third lane to the SNO roadway; modifies the deceleration and acceleration lanes at Service Area 8N; and includes pavement, guiderail, drainage and lighting. Additionally, the contract includes the construction of a noise barrier and four overhead VMS structures. Construction is anticipated to begin in the first quarter of 2010 and be completed during the summer of 2011.

Eleven bid proposals were received on January 12, 2010 for the above publicly advertised contract. The low bid proposal, in the amount of \$14,397,000.00, may be compared to the second low bid proposal in the amount of \$14,617,247.00. The low bidder, D’Annunzio & Sons, Inc., has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T869.120.801 be awarded to the low bidder, D’Annunzio & Sons, Inc. of Clark, New Jersey, in the amount of \$14,397,000.00. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the

lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine). The General Consultant, HNTB Corporation, concurs with this recommendation.

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17-10

In a memorandum dated December 22, 2009, concerning the recommendation to **Issue Order for Professional Services No. T3211 – Gannett Fleming Inc.** – New Jersey Turnpike, Design Services, Condition Assessment and Prioritization of Repair for Turnpike Toll Utility Buildings, 2009 Capital Construction Program No. 31005013.

The work to be performed under the referenced Order for Professional Services (OPS) consists of building inspections and condition assessments to prioritize repairs for Turnpike Toll Utility Buildings. The consultant will prepare a report of their findings and make recommendations for planned implementation of rehabilitation or replacement and other related work as defined in the OPS' Scope of Services.

This assignment is classified as "Simple Project" based on the scope of work being clearly defined and not likely to change during the course of the projects, and the cost not exceeding \$1,000,000. Solicitations for Expressions of Interest (EOIs) were sent to 13 engineering firms prequalified and eligible under Profile Codes: A060 - Architecture: New; A061 - Architecture: Renovations; A062 - Building Mechanical Systems; A063 - Building Electrical Systems; A064 - Building Structural Systems; A130 - Communications Systems:Tel/Radio/Microwave/Fiber; and A210 - Building Fire Suppression. Five firms submitted EOIs by the closing date of November 20, 2009.

Subsequent to the scoring of EOIs, Fee Proposals were requested from the top three firms. The firms are: 1) Gannett Fleming, Inc.; 2) The Louis Berger Group, Inc.; and 3) STV Incorporated. The fee submitted by Gannett Fleming, Inc. has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that OPS No. T3211 be issued to the firm of Gannett Fleming, Inc. of South Plainfield, New Jersey, in the maximum amount of \$350,000. 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. This award is 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 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firms were selected, in accordance with N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8 and Executive Order No. 37 (Corzine).

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18-10

In a memorandum dated January 8, 2010, concerning the recommendation to **Issue Order for Professional Services No. T3288 – Greenman-Pedersen Inc.** – New Jersey Turnpike, 2010 New Jersey Turnpike Bridge Inspection Program, Turnpike Main Bridge Inspection–Part B, Special Project Reserve Fund No. 04010018.

This Order for Professional Services (OPS) will provide for the inspection of the Authority's bridge structures in accordance with the requirements of the 2010 New Jersey Turnpike Bridge Inspection Program, Turnpike – Part B. This segment of the program includes inspection of 192 bridges located in Turnpike Maintenance Districts 1, 2, 3, 6, and 7, FHWA Structure Inventory and Appraisal Form Updates; New Jersey Turnpike Authority Bridge Management System inspection/data collection; on-call special inspection and related design assignments; and submittal of inspection and risk carrier reports.

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 \$1,000,000. Solicitations for Expressions of Interest (EOIs) were sent to twenty-nine (29) engineering firms prequalified and eligible in Profile Code D280C – Bridges: NBIS Program, Complex. Eight (8) firms submitted EOIs by the closing date of November 12, 2009.

Subsequent to the scoring of EOIs by the Review Committee, the top three firms were requested to submit Technical and sealed Fee Proposals. The firms are: 1) Greenman-Pedersen, Inc.; 2) WSP-Sells, Inc.; and 3) Arora and Associates, P.C. The Review Committee reviewed and evaluated each firm's Technical Proposal and held interviews with the top two firms on January 4, 2010. Final scoring resulted in Greenman-Pedersen, Inc. being the highest technically ranked firm. The fee submitted by Greenman-Pedersen, Inc. has been reviewed, negotiated, and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that OPS No. T3288 be issued to the firm of Greenman-Pedersen, Inc. of Lebanon, New Jersey in the maximum amount of \$1,205,000, allocated as follows: \$1,000,000 in 2010 and \$205,000 in 2011. 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. and N.J.A.C. 19:9-2.8, and Executive Order No. 37 (Corzine).

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19-10

In a memorandum dated January 11, 2010, concerning the recommendation to **Issue Order for Professional Services No. T3312 – Medina Consultants**, New Jersey Turnpike; and **Order for Professional Services No. P3296 – Arora and Associates P.C.**, Garden State Parkway – Design Services for Installation of Variable Message Signs at New and Existing Locations, 2009 Capital Construction Program No. 31006019 and Future Bond Issue.

Through this single Order for Professional Services (OPS) procurement process two consultants will be selected to perform the following services: OPS No. T3312 – Preparation of design services for VMS installation at 90 locations including field survey, investigation for electrical power, communications, sign visibility, ITS equipments, coordination with utility companies for power upgrades, soil borings and geotechnical explorations, sign foundation design, removal of the Turnpike's existing Emergency Speed Warning/Speed Limit (ESW / SL) signs and its associated control systems and ancillary equipment facilities on the Turnpike. Three construction contracts are scheduled to be awarded at the December, 2010, April, 2011 and August, 2011 Commission Meetings. OPS No. P3296 – Preparation of design services for VMS installation at 75 locations including field survey, investigation for electrical power, communications, sign visibility, ITS equipments, coordination with utility companies for power upgrades, soil borings and geotechnical explorations, sign foundation design, removal of the Turnpike's existing Glo-Cube or LED Variable Message Signs and its associated control systems and ancillary equipment facilities on the Parkway. Two construction contracts are scheduled to be awarded at the December, 2010 and April, 2011 Commission Meetings

These assignments are classified as "Complex Projects" since the scope of work is not clearly defined and likely to change during the course of the project, and the cost exceeds \$1,000,000. Solicitations for Expressions of Interest (EOIs) were sent to 29 engineering firms prequalified and eligible in Profile Codes A250 – Fully Controlled Access Highways and A500 – Traffic Control Systems. Five firms submitted EOIs by the closing date of October 29, 2009.

Subsequent to the scoring of EOIs by the Review Committee, the top three firms were requested to submit Technical and sealed Fee Proposals. The firms are: 1) Medina Consultants; 2) Arora and Associates, P.C.; and 3) HNTB Corporation. The Review Committee reviewed and evaluated each firm's Technical Proposal and final scoring resulted in Medina Consultants and Arora and Associates, P.C. being the highest technically ranked firms. The fees submitted by Medina Consultants and Arora and Associates, P.C. have been reviewed and are considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that OPS No. T3312 be issued to the firm of Medina Consultants of Hackettstown, New Jersey in the maximum amount of \$5,295,000. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.69, based on a 10% allowance for profit and an overhead rate of 1.45% or, the firm's overhead rate as determined by

Federal Audit Regulation (FAR) procedure, whichever is less, plus authorized, direct non-salary expenses.

It is also recommended that OPS No. P3296 be issued to the firm of Arora and Associates, P.C. of Lawrenceville, New Jersey in the maximum amount of \$4,190,000. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.80, 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

These awards are 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. and N.J.A.C. 19:9-2.8, and Executive Order No. 37 (Corzine).

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20-10

ITEM WITHDRAWN

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21A-10 through 21D-10

Numbered respectively, the following are **Contracts for Formal Acceptance and Final**

Payment:

<u>CONTRACT NO.</u>	<u>CONTRACTOR</u>	<u>AMOUNT</u>
<u>Contract T100.048</u>	RML Construction, Inc. New Jersey Turnpike Interim Catwalk Safety Improvements Structure N2.01 (Casciano Memorial Newark Bay Bridge) Essex and Hudson Counties 2008A Note Construction Fund No. 30000007	\$ 40,047.46
<u>Contract P100.053</u>	Kyle Conti Construction, LLC Garden State Parkway Bridge Deck Repairs and Resurfacing Milepost 104 to Milepost 127 Monmouth and Middlesex Counties Maintenance Reserve Fund No. 03020001	\$178,128.90
<u>Contract A500.029C</u>	Joseph M. Sanzari, Inc. New Jersey Turnpike and Garden State Parkway Woodbridge Traffic Management Center Site Grading, Drainage, Paving and Lighting Woodbridge Township, Middlesex County Construction Fund No. 31065702	\$227,612.84
<u>Contract T900.091</u>	Griffin Sign Inc. New Jersey Turnpike Toll Booth Modification and E-Z Pass Flip-Sign Installation Various Interchanges Salem, Burlington, Middlesex, Union, Essex, Hudson and Bergen Counties 2008A Note Construction Fund No. 30065162	\$ 39,487.17

The Authority accepted the certifications of the Engineers, General Consultants and Chief Engineer as to inspection and completion of the foregoing contracts; the certification of the

Authority's Law Department as to liens, claims, surety bonds and Final Payment Certificate, in the amounts shown, due to the contractors for completion of the above contracts.

Reviewed by the Law Director; available funds certified by the Comptroller; the Executive Director certified the recommendations for consideration.

On motion by Commissioner DuPont, seconded by Commissioner Evans, the Authority approved the seventeen (17) item engineering agenda; and ratified and/or authorized, as presented, the recommendations contained therein; and received and filed the memoranda.

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STRATEGIC POLICY AND PLANNING

22-10

Strategic Policy and Planning Director Lennon presented a memorandum dated January 20, 2010, concerning recommendation to **Issue Order for Professional Services No. A3322 – Wilbur Smith Associates** – New Jersey Turnpike and Garden State Parkway, General Traffic Engineering Services, Fund 010 Department 890 Account 445900 and Future Bond Issue.

This Order for Professional Services (OPS) will provide for General Traffic Engineering Consultant services including expert traffic engineering consultation, traffic studies and analyses for the New Jersey Turnpike and the Garden State Parkway, and all other related services required of the Traffic Engineers by the Turnpike Authority's General Bond resolution. The term of the contract agreement will be for a period of three years, with the option for the Authority's Executive Director to execute up to three one-year extensions.

This assignment is classified as a "Complex Project" because the fee exceeds \$1,000,000. Nine Consultants prequalified and eligible for this assignment under Profile Codes D492 – Traffic Engineering: Data Collection & Demand Modeling; and D493 – Traffic Engineering: Toll Revenue & Sensitivity Analysis, were invited to submit Expressions of Interest (EOI). Three EOI's were received.

The three firms were requested to submit Technical Proposals. They are, in the order of ranking: 1) Wilbur Smith Associates; 2) Stantec Consulting and 3) Jacobs Engineering Group. The Review Committee reviewed and evaluated each firm's Technical Proposal and requested oral presentations from all three firms. Final scoring resulted in Wilbur Smith Associates being the top technically ranked firm. This recommendation is based upon Wilbur Smith's understanding of the Authority's needs, their approach to the project, and the experience of the firm with projects of this nature and magnitude.

The services anticipated to be rendered under this OPS include those as the Authority's General Traffic Engineer as required by the Authority's Bond Resolution, and other traffic engineering services as may be required. It is proposed that \$16,500 per month (\$594,000 for the three year period) inclusive of authorized out of pocket expenses be authorized for general traffic engineering based services funded out of the Authority's Operating Budget. This is contingent upon funding in each year's annual pending budget.

In addition, it is also recommended that the Executive Director be authorized to approve separately negotiated Work Request Authorization Forms (WRAF) for additional services, including a total not to exceed \$1,000,000 for the three year period, to directly support bond issuances to be paid through future bond proceeds.

It is, therefore, recommended that OPS No. A3322 be issued to the firm of Wilbur Smith Associates of New Haven, Connecticut in the maximum amount of \$1,594,000. 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 firms were selected, in accordance with N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8 and Executive Order No. 37 (Corzine).

Reviewed by the Law Director; available funds certified by the Comptroller; the Executive Director certified the recommendation for consideration.

On motion by Commissioner DuPont, seconded by Commissioner Hodes, the Authority unanimously approved the recommendation, as presented; and received and filed the memorandum.

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PURCHASING

Purchasing Director Ward identified the Purchasing agenda as routine goods and services; presented two recommendations contained in the General Business agenda; and requested approval. Moved as a group, Purchasing items 23A-10 through 23D-10 and General Business items 24-10 and 25-10 are as follows:

Results of Bidding: This item is in response to public advertisement for the commodity requisitioned. 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 and Executive Order 117 and having no objection to same. Bids for these items were procured and authorization is sought to award contracts to the lowest responsible bidder, pursuant to N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2 and Executive Order 37.

Recommendation of contract award to the low bidder meeting Authority specifications is as follows:

23A-10

<u>BIDDERS</u>	<u>BIDS</u>	<u>COMMODITY</u>	<u>VENDOR</u>	<u>AMOUNT</u>
<u>INVITED</u>	<u>REC'D</u>			
7	2	Sand, Stone and Gravel	LE-ED Construction Inc. Toms River, NJ	\$86,000

Requisition Memorandum (RM) 812, Bids Received January 5, 2010.

Requisitioned by the Maintenance Department, this is a one-year Price Agreement for the purchase of sand, gravel and varying sizes of stone to be delivered to Maintenance Districts 4 and 5 on the New Jersey Turnpike. Bidders were required to supply a price per ton for ten line items.

Recommend award be made to the lowest responsible bidder, LE-ED Construction Inc., in an amount not to exceed \$86,000, subject to funding availability at the time of ordering. The Authority will have the sole discretion of extending the price agreement for two additional one-year terms at the same terms and conditions.

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23B-10

In a memorandum dated January 12, 2010, concerning a recommendation to **Increase Amounts of Contract No. 1147 – Brown’s Hunterdon International LLC**; and **Contract No. 1157 – Del-Val International Trucking Inc.** – International OEM (Original Equipment Manufacturer) Truck Parts.

On April 28, 2009, pursuant to Agenda Item 110H-09, the Authority’s Board of Commissioners granted authorization to award two contracts for the supply of International OEM truck parts to: 1) Brown’s Hunterdon International LLC in an amount not to exceed \$150,000; and 2) Del-Val International Trucking, Inc in an amount not to exceed \$225,000. The term for each contract was from May 1, 2009 to May 18, 2010. The contracts were awarded to the lowest responsible bidders, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2 and Executive Order No. 37.

The Maintenance Department has used a larger than anticipated volume of International OEM parts under both contracts. Thus, the original authorized funds have been utilized and there are outstanding invoices for both contracts. Therefore, staff is requesting that Contract No. 1147 be increased by \$75,000 and Contract No. 1157 be increased by \$50,000.

Accordingly, authorization is requested to increase Contract No. 1147 with Brown’s Hunterdon International LLC, Bloomsbury, NJ by \$75,000 for a new authorized amount not to exceed \$300,000; and with Del-Val International Trucking Inc., Montgomery, PA. by \$50,000 for a new authorized amount not to exceed \$125,000, both for the period through May 18, 2010.

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23C-10

In a memorandum dated January 12, 2010, concerning **Ratification of Increase to Contract No. 600 – Waste Management of NJ** – Removal and Disposal of Solid Waste.

On December 12, 2006, pursuant to Agenda Item 265D-06, the Authority’s Board of Commissioners granted authorization to award a price agreement to Waste Management of NJ for the removal and disposal of solid waste from Authority facilities along both roadways in an amount not to exceed \$450,726.40. The agreement was publicly bid in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2 and Executive Order 37. The term of the contract was two years from January 1, 2007 through December 31, 2008 with an option to extend for two additional one year periods under the same terms and conditions. The Authority exercised its option to extend for the first one-year period through December 31, 2009 in an amount not to exceed \$216,300.

In December 2009, the Authority received invoices from Waste Management in excess of the authorized contract amount due to additional pickups during the year. Thus, the Maintenance Department requested that Contract No. 600 be increased by \$40,000 to pay outstanding invoices by the end of that year.

Accordingly, authorization is requested to ratify the increase of Contract No. 600 with Waste Management of NJ, Newark, NJ by \$40,000 for the period through December 31, 2009. This brought the total authorized amount of the Contract to \$256,300.

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23D-10

In a memorandum dated January 12, 2010, concerning the recommendation to **Establish 2010 Open Requirement Account – Newspaper Advertisements**, RM 821, Budget Codes: 010-00-824-447020, 010-00-890-447020 and Various Construction and Capital Projects.

Authorization is requested to establish an open account for the Authority’s newspaper publishing needs for 2010. These needs include, but are not limited to, notices of public meetings, auctions for disposal of vehicles, request for proposals, public bids, contract advertisements, public notices and employment advertising. The open account will be established for the period January 1, 2010 through December 31, 2010. Advertisements will be made on an “as needed basis” in one or more of the daily or weekly newspapers on the list. Based on the requirements of the departments, the combined authorized amount will not exceed \$100,000. The publishing of legal notices in newspapers, as required by law, is exempt, under State procurement laws, from public advertisement for bid proposals.

Therefore, authorization is requested to establish an open account for the period January 1, 2010 through December 31, 2010, for newspaper publishing needs in a total amount not to exceed \$100,000 for the newspapers listed below:

The Star Ledger	Home News Tribune	New Jersey Law Journal	Courier Post
Asbury Park Press	Jersey Journal	Today's Sunbeam (Salem City)	City News
Burlington Times	New York Times	Wilmington News Journal	The Times
Bergen Record	Princeton Packet	Philadelphia Inquirer	Trentonian
North Jersey News	Atlantic City Press	Cranbury Press	County Times

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GENERAL BUSINESS

24-10

In a memorandum dated January 13, 2010, concerning **Authorization to Clarify Broker Contract Awards – Risk Strategies Company; and NIA Group LLC** – Regarding Services in Renewal of: Major Bridge and Property Insurance for New Jersey Turnpike; Umbrella Liability Insurance – Self-Insured General Liability/Automobile Liability Insurance Program; and Public Officials and Employment Practices Liability Insurance

On August 25, 2009, pursuant to Agenda Item 206-09, the Authority’s Board of Commissioners granted authorization to award contracts to two brokers to service the renewals of the following insurance programs: 1) Umbrella Liability Insurance and the Public Officials and Employment Practices Liability Insurance to Risk Strategies Company, New York; and 2) Major Bridge and Property Insurance – New Jersey Turnpike to NIA Group, LLC, Mt. Laurel, NJ. The solicitation documents and responsive proposals for these insurance programs provided that the term for each broker’s contract is three (3) years, with the renewals to be paid annually. This

term, however, was not stated in Agenda Item 206-09. Because the term is material to the contract, staff requests that Agenda Item 206-09 be corrected to include that the term for each insurance broker's contract is 3 years from September 1, 2009 through August 31, 2012. Furthermore, this clarification will be required when staff needs to obtain quotes from the insurance carriers for renewals for the second and third years, respectively. Accordingly, authorization is requested to clarify the contract awards as outlined herein.

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25-10

In a memorandum dated January 19, 2010, concerning **Authorization to Renew Excess Workers Compensation and Employers Liability Insurance**, Program Effective: February 1, 2010, Operating Account No. 10890-441040.

The New Jersey Turnpike Authority ("Authority") maintains Excess Workers Compensation insurance (statutory) and Employers Liability insurance (\$2,000,000 each accident and each employee for disease) with a self-insured retention ("SIR") of \$750,000. The policy will expire on February 1, 2010. In preparation for renewal of this coverage, a Request for Proposals ("RFP") was advertised for broker's services. The RFP was mailed to twenty-one (21) firms; ten (10) firms received market assignments. On January 7, 2010, five (5) proposals were received. The successful Broker will service the Program for a period of three (3) years. Within thirty (30) days from the expiration of the first and second years' policies, the Broker will obtain quotes from at least three (3) insurance carriers and submit quotes to the Authority for selection for the ensuing year.

The professional services procurement process 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). The Executive Director appointed an Evaluation Committee (the "Committee") comprised of staff from the Finance, Human Resources and Law Departments to review the proposals in accordance with the criteria set forth in the RFP.

Proposals for placement of the coverage for the February 1, 2010 – 2011 policy period were received from the following firms: Fairview Insurance Agency Associates, Inc., Verona, NJ (participating with Arthur J. Gallagher Risk Management Services, Inc., Marlton, NJ, 75% and 25% respectively); Marsh USA, Inc., Morristown, NJ; NationAir Aviation Insurance, Butler, PA; Risk Strategies Company, New York, NY; and Wells Fargo Insurance Services USA, Inc., Summit, NJ.

Wells Fargo Insurance Services quoted a premium based upon a self-insured retention of \$1,000,000 rather than \$750,000 as required in the RFP; therefore, its proposal was deemed non-responsive. All other proposers met the requirements set forth in the RFP's Scope of Services. All proposed premiums were quoted subject to audit; all quotations include Terrorism Risk Insurance Act ("TRIA") coverage. Fairview Insurance Agency Associates, Inc., participating with Arthur J. Gallagher Risk Management Services, Inc., proposed placing the coverage with

Safety National Casualty Corporation for a premium of \$624,352. Marsh proposed placing the coverage with Liberty Mutual for a premium of \$595,175; NationAir Aviation Insurance proposed placing the coverage with Ace American Insurance Company for a premium of \$622,433. The incumbent broker, Risk Strategies Company, proposed renewing the coverage with Arch Insurance Company, the current insurer, for a premium of \$550,008.

The Committee unanimously recommends renewal of the Excess Workers Compensation Insurance with Arch Insurance Company as insurer and Risk Strategies Company as broker. Arch has proposed a renewal premium of \$550,008 for the February 1, 2010-2011 policy period. The expiring premium is \$701,088; therefore, the proposed price represents a savings of \$151,080 or approximately 21.55% reduction from the expiring premium. The premium is based upon a rate of \$0.3073 per \$100 of payroll, subject to audit.

It is therefore requested that the Executive Director be authorized to award the renewal of the insurance policy as outlined herein. It is further requested that the Executive Director be authorized to take all such actions and to execute all such documents to effectuate the authority set forth above.

Reviewed by the Law Director; available funds certified by the Comptroller as appropriate; the Executive Director certified the recommendations for consideration.

On motion by Commissioner DuPont, seconded by Commissioner Pocino, the Authority unanimously approved items 23A-10 through 25-10; and ratified and/or authorized, as presented, the recommendations contained therein; and received and filed the memoranda.

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26-10

Deputy Law Director Cavanaugh presented a memorandum dated January 20, 2010, concerning **Authorization to Extend Bridge Property and Non-Bridge Property Insurance including Boiler and Machinery Coverage for the Garden State Parkway.**

The Authority currently maintains Bridge Property insurance and Non-Bridge Property insurance which includes Boiler and Machinery coverage for property interests on the Garden State Parkway. These two (2) insurance policies are scheduled to expire on January 31, 2010. In preparation for the necessary renewal of coverage, a Request for Proposal is being prepared. The procurements of these coverages will be effectuated through open and competitive processes as required by state law and Authority regulations. However, due to the volume of information required and the complexity of the procurement process, additional time is required to insure that the estimates of property and other values provided to the market allow the Authority to obtain the most comprehensive coverage at the most competitive premium. Specifically, a portion of the bridge property premium is based on toll revenue loss figures, which in turn are based on the prior year's traffic counts, which are still being compiled and analyzed by the Authority's outside consultants. This three-month extension, through April 30, 2010, will allow sufficient time to analyze, estimate and project future traffic counts.

Risk Strategies Company is the Broker of Record for the Major Bridge Insurance. They have negotiated an extension of coverage through April 30, 2010 on the same terms and conditions and rate as the expiring policy at a cost not to exceed \$270,000 with the existing carriers Westchester Fire Insurance Co., Landmark American Ins. Co and Ironshore Specialty.

BGIA is the Authority's Broker of Record for All Other Non-Bridge Property Insurance including Boiler and Machinery Coverage on the Garden State Parkway. A three-month extension of this coverage has been negotiated with the Carrier, FM Global, on the same terms and conditions and rate as the expiring policy at a premium not to exceed \$75,000.

Therefore, it is respectfully requested that the Commissioners approve the extensions of coverage as set forth above and ratify all actions taken to date to secure these extensions, including continuing the payment of premiums so as to prevent an interruption in coverage. It is further requested that the Executive Director be authorized to take any and all other actions necessary for the extension of this coverage for an additional three (3) month period through April 30, 2010.

Reviewed by the Law Director, available funds certified by the Comptroller, the Executive Director certified the recommendation for consideration.

On motion by Commissioner DuPont, seconded by Commissioner Evans, the Authority unanimously approved the recommendation, as presented; and received and filed the memorandum.

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27-10

Deputy Law Director Cavanaugh presented a memorandum dated January 20, 2010, concerning **Ratification of Change in Control of Risk Management Professional Services Contract – from Allied North American to AON Risk Services of Maryland Inc.** – Insurance Brokerage for Implementation and Administration of the Rolling Owner Controlled Insurance Program (OCIP).

By Agenda Item 49-09 at the February 24, 2009 Commission Meeting, authorization was granted to negotiate and enter into an agreement with Allied North America ("Allied") to provide brokerage and other services with respect to the Authority's proposed Rolling Owner Controlled Insurance Program ("ROCIP"). Allied subsequently placed the various insurance coverages which make up the Authority's ROCIP.

Allied has since notified the Authority that they have been acquired and have been merged into AON Risk Services of Maryland, Inc., an affiliate of AON Risk Services, Inc. ("AON"). This merger, while not a transfer of assets nor an assignment of contract that would require the Authority's consent and approval, is effectively a permissible change in control, permitted by the Authority's agreement with Allied.

The current agreement between the parties will remain intact. The Authority will continue to be serviced by the team which currently provides services to the Authority. Also, AON has

provided assurances that this change in control will not affect the services which they are obligated to provide, nor will it alter the services we are currently receiving. Payment for such services will now be invoiced and payable to AON Risk Services of Maryland Inc. or an affiliate of AON Risk Services Inc. Accordingly, it is requested that the Commissioners acknowledge and ratify the change in control as set forth above.

Reviewed by the Law Director, the Executive Director certified the recommendation for consideration.

Acting Chairman Simpson asked for confirmation as to whether this “change in control” could mean additional cost to the Authority. Ms. Cavanaugh confirmed that there will not be any additional cost to the Authority, the original contract agreement remains intact and that this action is a formality for our record to acknowledge the change in the name of the payee to AON.

On motion by Commissioner DuPont, seconded by Commissioner Hodes, the Authority unanimously ratified the recommendation, as presented; and received and filed the memorandum.

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28-10

Electronic Toll Collection Director Switaj presented a memorandum dated January 21, 2010, concerning the recommendation to **Provide Notice to Mark IV IVHS, Inc. of the New Jersey Turnpike Authority’s Intent to Exercise Its Option to Extend the Term of the Amended Irrevocable Offer (IO).**

For more than a decade, the New Jersey Turnpike Authority (“Authority”) has participated with other transportation agencies in the operation of an interoperable regional electronic toll collection system, known as E-ZPass, based on a common technology. This group, named the Interagency Group (“IAG”), includes twenty-four toll agencies across fourteen states and includes the Authority as one of its members.

In the early 1990’s, the IAG undertook a competitive selection process to procure the equipment needed to deploy the E-ZPass system. In 1994, the IAG selected Mark IV IVHS, Inc. (“Mark IV”) to supply the electronic toll collection lane readers, antennas, and patron tags. The IAG determined this read-write technology was the most beneficial for the toll road agencies involved. The IAG and Mark IV negotiated an agreement, commonly referred to as the Irrevocable Offer (“IO”). The IO sets forth the terms and conditions under which IAG members may purchase, use, and maintain the read-write electronic toll collection technology. Each toll road agency involved in the IAG, including the Authority, has entered into a separate IO with Mark IV containing identical terms and conditions. The IO, which initially was set to expire in August of 1999, has been extended twice based on negotiations between the IAG and Mark IV (collectively, the “Amended IO”), with the first extension through August 16, 2007 and the second extension through August 16, 2010, with a one-year extension option exercisable at each IAG member’s sole discretion, extending the term through August 16, 2011.

At its October 1996 public meeting, the Authority's Board of Commissioners ("Board") approved the IO. The Board approved the first extension at its August 1998 public meeting; and the Board approved the second extension at its October 2006 public meeting. If the Authority chooses to exercise the option to extend the term to August 16, 2011 (the "Option"), the Authority must provide notice of its intention to exercise the Option to Mark IV by no later than February 17, 2010.

In order to continue the operation of the E-ZPass system based on a common technology beyond the expiration of the Amended IO, the Executive Management Committee of the IAG voted to undertake a procurement effort. Consequently, on March 24, 2008, a Request for Proposals (RFP) was issued by the MTA Bridges and Tunnels (Triborough Bridge and Tunnel Authority) on behalf of the IAG Members for a Next Generation E-ZPass Technology as the successor to the technology obtained under the Amended IO. The RFP process is intended to result in a recommendation from the IAG that individual IAG Members enter into separate but substantially identical contracts with the proposer selected in accordance with the RFP. On December 2, 2008, proposals were received in response to the RFP. Evaluation of the proposals and testing of the Proposers' equipment by the IAG is currently underway.

Authority staff opines that execution of a contract between the Authority and the proposer selected through the RFP process is unlikely to be completed prior to the expiration of the current term of the Amended IO on August 16, 2010. Authority staff is concerned about its ability to procure the necessary equipment after such date without a procurement vehicle in place to do so. Because the timing for the execution of the contract for the successor technology is uncertain at this time, Authority staff has determined that it is in the best interests of the New Jersey E-ZPass Program and its customers for the Authority to exercise the Option in order to retain its ability to purchase equipment under the terms of the Amended IO during the completion of the procurement effort. Staff understands that other IAG Members have provided, or are in the process of providing, notice to Mark IV of their intention to exercise the option to extend the term of their respective agreements with Mark IV through August 16, 2011.

If the Authority exercises the Option, the Amended IO provides that through August 16, 2011, the Authority, in revenue collection activities, can deploy only equipment, parts, and software purchased from Mark IV or its duly licensed manufacturer. Staff, however, anticipates that the contract between the Authority and a proposer selected through the RFP process will be completed before August 16, 2011. If through the RFP process, the Authority enters into a new agreement with Mark IV or any of its affiliates before August 16, 2011, the Amended IO shall terminate and all terms of such new agreement shall supersede the provisions of the Amended IO. If another proposer is selected through the RFP process, the Authority, assuming it exercises the Option, shall remain bound by the terms of the Amended IO through August 16, 2011.

In conclusion it is recommended that the Board authorize the Executive Director to provide notice to Mark IV of the Authority's intention to exercise the Option by no later than February 17, 2010 to designate Mark IV as the sole source provider for lane readers, antennas, and patron tags

necessary for the continued operation of a regional electronic toll collection system in accordance with N.J.A.C. 19:9-2.2 (d) as promulgated under N.J.S.A. 27:23-6.1.

Reviewed by the Law Director, the Executive Director certified the recommendation for consideration.

On motion by Commissioner DuPont, seconded by Commissioner Diaz, the Authority unanimously approved the recommendation, as presented; and received and filed the memorandum.

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29-10

Electronic Toll Collection Director Switaj presented a memorandum dated January 15, 2010, concerning **Authorization to Pay Pennsylvania Turnpike Commission, as Treasurer, for 2010 Annual Membership Assessment in the E-ZPass Interagency Group (IAG); and Pay One-Time IAG Special Assessment Related to Next Generation Technology Procurement**, Electronic Toll Collection, Account 890-445900.

On December 19, 1991, the Authority's Board of Commissioners granted approval for the New Jersey Turnpike Authority ("Authority") to join with other regional toll agencies for the purpose of procuring an interoperable regional electronic toll collection system. This group, known as the Interagency Group ("IAG"), now includes twenty-four agencies from fourteen states.

Representatives from these agencies meet regularly to address ongoing operational and technological issues. Each year, the Executive Management Committee of the IAG approves a financial plan that includes member assessments. The Pennsylvania Turnpike Commission ("PTC") was designated as Treasurer to oversee the IAG budget. For 2010, the Authority's assessment is \$70,000.

In addition, the IAG Finance Committee has determined that expenses related to the Next Generation Technology Procurement, which will determine the next supplier of E-ZPass equipment, cannot be met without the imposition of a Special Assessment. Staff anticipates that such Special Assessment will be approved by the IAG Executive Management Committee in early 2010 and invoiced to the IAG Members shortly thereafter. Staff opines that the Special Assessment for the Authority will not exceed \$100,000.

Accordingly, it is recommended that the Authority's Board of Commissioners authorize the payment (upon invoice) of the IAG Annual Membership Assessment in the amount of \$70,000 to the PTC – E-ZPass Interagency Fund. It is further recommended that the Board authorize the payment (upon invoice) of the IAG Special Assessment in an amount not to exceed \$100,000 to the PTC – E-ZPass Interagency Fund.

Reviewed by the Law Director, available funds certified by the Comptroller, the Executive Director certified the recommendation for consideration.

On motion by Commissioner DuPont, seconded by Commissioner Pocino, the Authority unanimously approved the recommendation, as presented; and received and filed the memorandum.

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30-10

Finance Comptroller Manuelli presented the memorandum dated January 14, 2010, concerning recommendation to **Pay Annual Assessment for the Governor's Authorities Unit for Fiscal Year 2010**

The New Jersey Turnpike Authority has received an assessment from the Office of the Governor for an annual fee of \$48,641.04 for the Governor's Authorities Unit. The Governor's Authorities Unit provides advisory services to the State's authorities as statutory executor of policy implementation. The Authorities Unit is funded through annual assessment of all authorities.

Therefore it is requested that approval be granted to make payment in the amount of \$48,641.04 to the State of New Jersey, which amount represents an annual assessment for the fiscal year July 1, 2009 to June 30, 2010. Funds for this assessment are budgeted in Operating Budget Account 010-890-445030.

The Executive Director certified the recommendation for consideration.

On motion by Commissioner Pocino, seconded by Commissioner DuPont, the Authority unanimously approved the recommendation, as presented; and received and filed the memorandum.

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31-10

Finance Comptroller Manuelli presented the **Financial Summary** of the New Jersey Turnpike Authority for the Eleven Months ended November 30, 2009.

On motion by Commissioner DuPont, seconded by Commissioner Singleton, the Authority's financial report was unanimously accepted and received for file.

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32-10

Resume of All Fatal Accidents – Garden State Parkway and New Jersey Turnpike. Submitted by Operations Director Hill, they contain a descriptive summary for the Period 1/1/09 to 12/31/09, together with 2008 – 2009 Yearly Comparisons for the eleven months through November and the twelve months through December 2009.

On motion by Commissioner Evans, seconded by Commissioner DuPont, the Authority unanimously accepted the résumé's and received for file.

Acting Chairman Simpson said that "for the record" he has a commitment to safety and wants to take a hard look at reducing accidents. He instructed Director Hill to bring him up-to-date regarding what is presently being done.

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33-10

New Jersey State Police Troops D and E - Reports of Activities, submitted for the eleven months through November and twelve months through December 2009, including 2008 – 2009 Yearly Comparisons, were presented by Major Walker, New Jersey State Police Troop D Commander, with Commander Kevin Burke of Troop E also in attendance.

On motion by Commissioner Singleton, seconded by Commissioner Pocino, the Authority unanimously accepted the reports and received for file.

The Acting Chairman thanked the Commanders for all the good work of the State Police and advised that he wants to speak with them as well regarding the issue of traffic safety and accident reduction. He said that safety is his number one priority because even one accident/accident fatality is too many on our roads, and expressed that he will work closely with the NJ State Police and staff to work towards this goal.

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Addendum Item

34-10

At this juncture, Acting Chairman Simpson welcomed former Chairman Stephen Dilts to this meeting. He expressed his gratitude to the former NJTA Chairman for making a “seamless transition” during the change of administrations. He thanked Mr. Dilts for all the great things he has done for the State and on behalf of all the Commissioners offered best wishes to him on his future plans.

Next to speak; Executive Director Gutierrez-Scaccetti recalled his previous employment with the New Jersey Turnpike Authority which experience he would then utilize in the NJ State Department of Transportation (DOT). Including in her remarks that the former Chairman took his job very seriously, she relayed an observation that Steve had been bitten by the bug of public service and warmly wished him well.

Mr. Dilts responded by expressing his gratitude for his time spent at the Turnpike Authority as an employee and then for the privilege of being Chairman. He thanked all the “special people of the Turnpike and Parkway” for making the two roadways icons of the State of New Jersey and internationally known and respected.

On motion by Commissioner DuPont, seconded by Commissioner Hodes, the Authority adopted the following **Resolution 34-10**:

Resolution of the New Jersey Turnpike Authority
In Honor of Stephen Dilts
January 26, 2010

WHEREAS, Stephen Dilts was sworn in as Commissioner of the New Jersey Department of Transportation in December of 2008 and in doing so became Chairman of the New Jersey Turnpike Authority Board of Commissioners; and

WHEREAS, Stephen Dilts previously served as the Chief of Staff and later Deputy Executive Director - Operations, of the New Jersey Turnpike Authority and played a vital role in the consolidation of the New Jersey Turnpike and Garden State Parkway; and

WHEREAS, Stephen Dilts utilized his experience as a Turnpike employee while in his DOT role to implement new cooperative processes between the Turnpike Authority and DOT for the benefit of the general public; and

WHEREAS, Stephen Dilts also served as the Chairman of NJ Transit and the South Jersey Transportation Authority – managing to never let his various roles and responsibilities diminish his availability to help manage during critical times; and

WHEREAS, Stephen Dilts has clearly shown that he has never forgotten where he came from regardless of how far he has gone; and

WHEREAS, Stephen Dilts has now left his position as DOT Commissioner and Chairman of the New Jersey Turnpike Authority Board of Commissioners.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of the New Jersey Turnpike Authority recognize the many tangible achievements of Stephen Dilts, as well as his extraordinary friendship to all, during his tenure as Chairman of the Board from December, 2008 into January, 2010; thank him for his commitment and understanding and wish him continued success in his new endeavors.

BE IT FURTHER RESOLVED that this Resolution be presented to Stephen Dilts at the meeting on January 26, 2010, and a copy spread upon the minutes of that meeting.

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Upon conclusion of all agenda matters, Acting Chairman Simpson opened the floor to public comment on other matters. There was no response.

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The motion to adjourn was made by Commissioner DuPont, seconded by Commissioner Pocino and, after the voice vote, the motion was duly adopted. The Authority adjourned at 10:44 A.M., to meet on Tuesday, February 23, 2010, at 9:30 A.M.

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The Secretary acknowledges receipt of the following documents for file:
ADDITIONAL REPORTS:

REPORT OF PURCHASES – under Executive Directors Delegated Authority (EDDA) Resolution 40-95, for the one-month period: December 1 through December 31, 2009.

REPORT OF UTILITY ORDERS – under EDDA 117-05, modified by EDDA 150-09; Dated for January 26, 2010.

Utility Order No. NJFON-ADESTA-17 – Adesta LLC; authorized EDDA 150-09 of 6/30/09.

REPORT SUMMARY OF CONTRACT CHANGE ORDERS; only for Type 1 and Type 2 – Period November 25, 2009 through January 7, 2010; Dated for January 26, 2010.

Type 3, Change Order No. 1 – Contract No. T100.077 – Gardner M. Bishop Inc; authorized 7/29/09.

REPORT OF CONSTRUCTION PROGRESS – Period Ending January 8, 2010; Dated for January 26, 2010.

AGREEMENTS/CONTRACTS:

Jurisdictional Agreement, dated October 16, 2009 – Atlantic County, New Jersey – Jimmie Leeds Road Improvement Project, Garden State Parkway Service Road, Galloway Township; authorized 1/28/09.

Easement Agreement, dated November 10, 2009 – National Railroad Passenger Corporation (a.k.a. Amtrak) – Property for turnpike Secaucus Interchange 15X Project, Seaview Drive Extension Project and New County Road Grade Separation Project; authorized 5/27/09 for:
Turnpike ROW Section 7: Parcel RA603A; Portion of Block 7, Lot 1; Block 6, Lot 2; Block 2, Lot 2 Secaucus, Hudson County
Turnpike ROW Section 7C: Parcel E603A; Portion of Block 2, Lot 3; Block 13, Lot 1; Block 14, Lot 2 Parcel E603B; Portion of Block 2, Lot 4; Block 16, Lot 1; Block 16, Lot 4 and Parcel D603D; Block 17, Lot 2, Secaucus, Hudson County

Deed - Quit Claim, dated July 15, 2009 – from New Jersey Meadowlands Commission – Turnpike 16W Ramp Improvements, Wetlands Mitigation Site for: Turnpike Section 7B: Parcel 634; Block 137, Lot 5, (f.k.a. Block 152, Lot 144) Carlstadt, Bergen County; authorized 11/9/07.

Deed, dated November 25, 2008 – from Eden Acres Inc. – for Turnpike ROW Section 4J, Design Section 6: Parcel 1092; Block 22, Lot 59, East Windsor, Mercer County; authorized 7/22/08.

Deed, dated November 17, 2008 – from Ronald and Lorraine Labau – for Turnpike ROW Section 3E, Design Section 2: Parcel 258; Block 100, Lot 4, Chesterfield, Burlington County; authorized 7/22/08.

Deed, dated November 14, 2008 – from Milton and Sylvia Weisberg – for Turnpike ROW Section 3E, Design Section 2: Parcel 248; Part of Block 129, Lot 7.01, Bordentown, Burlington County; authorized

Deed, dated March 12, 2009 – from Ronald and Joanne Shekero – for Turnpike ROW Section 4J, Design Section 6: Parcel 1096; Block 17, Lot 12, East Windsor, Mercer County; authorized 12/9/08.

Deed, dated April 15, 2009 – from Dennis and Mary Ann Donovan – for Turnpike Section 3E, Design Section 2: Parcel 263, Block 101, Lot 3, Chesterfield, Burlington County; authorized 2/24/09.

Deed, dated August 29, 2009; Deed - Slope Easement, dated September 3, 2009; and Release of Mortgage, dated July 6, 2009 – Mannem Reddy – for Turnpike ROW Section 4G, Design Section 4: Parcel Series 969; Portion of Block 25, Lot 16.16, Robbinsville, Mercer County; authorized 3/31/09.

Deed, dated June 6, 2009; Deed - Temporary Construction Easement, dated June 16, 2009 – from Stephen Perestam – for Turnpike ROW Section 3E, Design Section 2: Parcel Series 256; Portion of Block 92.01, Lot 18, Bordentown, Burlington County; authorized 3/31/09.

Deed - Easement, dated October 15, 2009; Deed - Utility, dated October 15, 2009 – from Francis and Mary Lynn Morino – for Turnpike ROW Section 4G, Design Section 4: Parcels Series 970; Portion of Block 25, Lot 16.17, Robbinsville, Mercer County; authorized 3/31/09.

Sublease Agreement, dated October 29, 2009 – ACS State and Local Solutions – Crofton, Maryland, Test Site Facility, E-ZPass Next Generation Technology Procurement; authorized 1/28/09.

ARC Project Agreement, November 24, 2009 – New Jersey Transit Corporation – Access to Regions's Core (ARC Project), Railroad Tunnels; authorized Special 10/10/08.

Management Services at Turnpike Interchange 8A Park-n-Ride Facility, dated October 19, 2009 – Academy Express LLC – Operate, Maintain and Manage Park and Ride Facility, Term: 10/19/09 – 10/18/12; EDDA 3/31/09.

Escrow, Security and Control Agreement for Payment Obligations (a.k.a.: National Union 2009 Escrow), Effective December 17, 2009 – Wells Fargo Bank and National Union Fire Insurance Company – Escrow Agreement, New Jersey Turnpike Authority Rolling Owner Controlled Insurance Program (ROCIP); authorized 6/30/09.

Trust Agreement, dated November 6, 2009 – The Bank of New York Mellon and Old Republic General Insurance Corporation – Turnpike Interchange 6 – 9 Widening Owner Controlled Insurance Program (OCIP); authorized 6/30/09.

Fee Schedule for Trust Agreement, dated November 2, 2009 – The Bank of New York Mellon and Old Republic General Insurance Corporation – Turnpike Interchange 6 – 9 Widening Owner Controlled Insurance Program (OCIP); authorized 6/30/09.

Concession Agreement, dated October 30, 2009 – CabAire LLC and control Module Inc. – Truck Electrification Concession Services, Turnpike Vince Lombardi Service Area (Service Area 13), Term: 15 years; (terminate agreement with IdleAire); authorized 8/25/09.

Master License Agreement, dated 11/9/09 – MetroPCS New York LLC / Metro PCS Pennsylvania LLC (a.k.a Metro PCS Wireless) – to Construct, Install, Operate and Maintain Wireless Telephone and Communication Equipment along Roadways, Term: 30 years; ratified 12/16/09.

Snow Plowing Services – Silvi Concrete of Englishtown – Contract SPC-03-09, dated 11/2/09; authorized 8/25/09.

Snow Plowing Services – Haskell Site Work LLC – Contracts LS-03-09 and LC-6-09, dated 10/9/09 and 12/1/09; authorized 8/25/09 and 9/29/09, respectively.

Snow Plowing Services – A. Macchione Brothers Inc. – Contract SPN-4E-09, dated 11/2/09; authorized 8/25/09.

Snow Plowing Services – Stavola Contracting Company Inc. – Contract LC-7-09, dated 11/2/09; authorized 8/25/09.

Snow Plowing Services – A. Montone Construction Inc. – Contracts SPC-4E-09, dated 11/6/09; LC-05-09, dated 12/17/09; LN-11-09, dated 12/09; LN-11E-09, dated 12/17/09; authorized 8/25/09, 10/27/09, 10/27/09 and 10/27/09 respectively.

Snow Plowing Services – Joseph M. Sanzari inc. – Contracts LN-02-09, LN-03-09, LN-04-09, LN-05-09, LN-06-09, LN-07-09, LN-10-09; LN-12-09; authorized 10/27/09.

Contract No. T100.123 – Railroad Construction Co. Inc.; authorized 9/29/09.

Contract No. P200.005 – Mount Construction Co. Inc.; authorized 8/25/09.

Contract No. P500.101 – Mount Construction Co. Inc.; authorized 9/29/09.

Contract No. P500.109 – Hall Building Corporation; authorized 10/27/09.

Contract No. A600.139 – Daidone Electric Inc.; authorized 7/29/09.

Contract No. A600.143 – Conti Enterprises Inc.; authorized 9/29/09.

Contract No. T869.120.301 – J. Fletcher Creamer & Son Inc.; authorized 10/27/09.

Contract No. T869.120.901 – RCC Fabricators Inc.; authorized 9/29/09.

Contract No. T869.120.902 – RCC Fabricators Inc.; authorized 8/25/09.

ORDER FOR PROFESSIONAL SERVICES and/or PROFESSIONAL SERVICES AGREEMENTS

OPS No. T3200 – AECOM/GPI/PB a Joint Venture – Construction Management and Inspection Services; authorized 3/31/09.

OPS No. T3201 – Stone & Webster Inc. – Construction Supervision; authorized 5/27/09.

OPS No. T3202 – HNTB Corporation – Construction Supervision; authorized 5/27/09.

OPS No. T3224 – Greenman-Pedersen Inc. – Design Services; authorized 10/27/09.

OPS No. A3229 – The Louis Berger Group – On-Call Security Design Services; authorized 5/27/09.

OPS No. A3233 – CMX Inc. – Operation and Maintenance of Water and Wastewater Facilities; authorized 6/30/09.

OPS No. P3246 – Gannett Fleming Inc. – Design Services; authorized 9/29/09.

OPS No. P3247 – The RBA Group – Design Services; authorized 9/29/09.

OPS No. P3248 – Michael Baker Jr. Inc. – Design Services; authorized 9/29/09.

OPS No. T3252 – AECOM Technical Services Inc. – Design and Environmental Permitting; authorized 7/29/09.

OPS No. T3254 – Jacobs Engineering Group Inc. – Design and Environmental Permitting; authorized 8/25/09.

OPS No. A3255 – Boswell Engineering – Construction Supervision; authorized 10/27/09.

OPS No. P3256 – KS Engineers PC – Design Services; authorized 10/27/09.

OPS No. P3257 – McCormick Taylor Inc. – Design Services; authorized 10/27/09.

OPS No. T3258 – Medina Consultants – Design Services; authorized 10/27/09.

OPS No. A3259 – Michael Baker Jr. Inc. – Design Services; authorized 10/27/09.

OPS No. T3260 – Medina Consultants – Design and Environmental Permitting; authorized 10/27/09.

OPS No. A3261 – Dewberry-Goodkind Inc. – Construction Supervision; authorized 9/29/09.

OPS No. T3263 – Hatch Mott MacDonald – Operation, Maintenance and Monitoring of Remediation Systems; authorized 10/27/09.

OPS No. T3266 – Stone & Webster Inc. – Construction Supervision; authorized 9/29/09.

OPS No. T3267 – Dewberry-Goodkind Inc. – Design Services; authorized 10/27/09.

OPS No. T3268 – Michael Baker Jr. Inc. – Design Services; authorized 10/27/09.

OPS No. A3275 – Churchill Consulting Engineers – Design Services; authorized 10/27/09.

OPS No. P3283 – WSP Sells – Bridge Inspection Services; authorized 10/27/09.

OPS No. P3284 – Arora & Associates – Bridge Inspection Services; authorized 10/27/09.

Supplemental TPK OPS No.2049B – The RBA Group – Design and Environmental Permitting Services; authorized 8/25/09.

Supplemental TPK OPS No. 2073A – AECOM USA Inc. (formerly DMHM+Harris Inc/Urbitran Rosenbloom Architects Inc) – On-Call Architectural Services; authorized 6/30/09.

Supplemental OPS No. T3085A – URS Corporation – Design Services; authorized 9/29/09.

Supplemental OPS No. A3215A – Gannett Fleming Inc. – Design Services; authorized 9/29/09.

Supplemental OPS No. P3230A – Boswell Engineering – Design Services; authorized 10/27/09.

Professional Services Agreement: TrafficLand Inc. – Closed Circuit Television Camera Streams on Roadways, dated September 29, 2009; authorized 7/29/09.

Professional Services Agreement: Insurance Brokerage Services, dated September 29, 2009 – Risk Strategies Company – for Public Officials and Employment Practices Liability Insurance; and for Umbrella Liability Insurance – Self-Insured General Liability / Automobile Liability Insurance; Term: 3 years; authorized 8/25/09; term ratified 1/26/10.

Rose Stanko
Secretary

APPROVED:

James S. Simpson, Acting Chairman and NJ Department of Transportation Commissioner

Michael R. DuPont, Treasurer

Harold L. Hodes, Commissioner

David G. Evans, Commissioner

Raymond M. Pocino, Commissioner

Clive S. Cummis, Commissioner (ABSENT)

Troy Singleton, Commissioner

Ulises E. Diaz, Commissioner