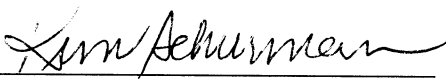


**CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY**

I, John M. Keller, hereby certify that I am the Executive Director of the New Jersey Turnpike Authority and as such, certify that the attached copy of PROCEEDINGS OF THE NEW JERSEY TURNPIKE AUTHORITY is a true and correct copy of the Minutes of the November 19th, 2019 Meeting of the Authority.

IN WITNESS THEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Turnpike Authority **this 19th day of November 2019.**

ATTEST:



Kim Schurman
Secretary to the Authority



John M. Keller
Executive Director

Corporate Seal

Date: November 19th, 2019

**Received in the Governor's Office November 19th, 2019
(hand delivered)**

Received by:

William Connor
Print Name


Signature

Veto Period Ends:

December 4, 2019
(Write in the date the veto period ends)

PROCEEDINGS OF MEETING OF NEW JERSEY TURNPIKE AUTHORITY

BOARD OF COMMISSIONERS

Tuesday, November 19, 2019

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Chair Diane Gutierrez-Scaccetti called the meeting of the Authority's Board of Commissioners (the Board) into session in the Executive Boardroom of the Authority's Headquarters Building at 1 Turnpike Plaza in Woodbridge, New Jersey, at 9:00 A.M.

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PLEDGE OF ALLEGIANCE

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PRESENT

Present were Chair Diane Gutierrez-Scaccetti (by phone until 9:25 a.m.), Vice Chairman Ronald Gravino, Treasurer Michael DuPont, Commissioner Raymond Pocino, Commissioner Ulises Diaz (by phone), Commissioner John Minella and Commissioner Raphael Salermo (Absent). The meeting commenced at 9:01 A.M.

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ALSO PRESENT

Executive Director John Keller, Deputy Executive Director James Carone (Absent), Chief Financial Officer Donna Manuelli; Chief Engineer Robert Fischer, Chief Information Officer Jose Dios; Director of Law Robert Carroll; Director of Human Resources Mary-Elizabeth Garrity; Director of Internal Audit Donna Wilser, Director of Maintenance Ken McGoldrick, Director of Operations Kevin Dunn; Acting Procurement and Materials Management Director Dale Barnfield, Director of Tolls John Pagliarulo; Director of Community and Government Relations Shawn Taylor; New Jersey State Police Major Ernie Giampietro, State Police Troop D; and Secretary to the Authority Kim Schurman.

Also present were: Outside Counsel, Judy Verrone, Esq., of DeCotiis, FitzPatrick, Cole & Giblin, LLP, Governors' Authorities Unit Representative Lauren LaRusso, additional individuals consisting of other NJTA employees; interested organizations; the general public and no media was present.

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NOTICE OF MEETING

This is a regular meeting of the New Jersey Turnpike Authority. Adequate notice of this meeting has been provided in accordance with Chapter 231, P.L. 1975 in that notice has been given to at least 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.

Secretary to the Authority Schurman takes Roll Call and the Following Were Present:

1. Chair Gutierrez-Scaccetti (by phone)

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2. Vice Chairman Gravino
3. Treasurer DuPont
4. Commissioner Pocino
5. Commissioner Diaz (by Phone)
6. Commissioner Minella
7. Commissioner Salerno (Absent)

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EXECUTIVE SESSION

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

- Contract Negotiations
- Personnel Matters

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

Executive Session was adjourned at 9:25 a.m. Vice Chairman Gravino resumed the public portion of the meeting at 9:28 a.m.

Secretary to the Authority Schurman takes Roll Call and the Following Were Present:

1. Chair Gutierrez-Scaccetti (Absent) left meeting at 9:25 a.m.
2. Vice Chairman Gravino
3. Treasurer DuPont
4. Commissioner Pocino
5. Commissioner Diaz
6. Commissioner Minella
7. Commissioner Salerno (Absent)
8. NJDOT Deputy Commissioner Joseph Bertoni (designee for Chair Gutierrez-Scaccetti)

The Secretary to the Authority reported that ten days, excluding Saturdays, Sundays and holidays, have elapsed since Governor Philip D. Murphy received the proceedings of the regular meeting of October 22, 2019; he did not exercise his power to veto any items in those minutes.

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

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RECUSALS

The Secretary to the Authority reported recusals or abstentions submitted for the record:

- Commissioner Pocino is recused on items 272 through 283

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PUBLIC COMMENT

Murray Bodin

Murray Bodin commented that the lines on the Turnpike are longer than anywhere else in the world. Bodin further noted that the arrows on the Authority's overhead signs should be pointing up not down, as is the Authority's standard. Bodin suggests his generation need to get off the stage and younger people have to take over. Bodin thanked everyone for his education over the years.

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EXECUTIVE DIRECTOR COMMENTS

Executive Director Keller said that on Thursday, November 14 from 6 a.m. to 10 a.m. at Interchange 11 and 7A the State Police in coordination with Tolls, Operations, Communications and Internal Audit participated in a slow-down in the toll lanes, 15 miles per hour means 15 miles per hour. Keller stated the intent of this campaign was to educate our patrons to slow down to 15 miles per hour, it was not to write tickets. Keller said to that fact, we lit up our overhead signs and placed portable message boards alerting the motorists to slow down that there was a speed enforcement ahead. Keller said nevertheless, there were 150 stops made and the vast majority were for speeding. Keller said they viewed this safety detail as being highly successful and plan to perform additional similar events in the coming months. Keller said we talk a lot of about safety and family here at the Authority and he believes this type of campaign speaks directly to that. Keller said keeping our family members safe and in this case, it was our Toll Collectors.

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COMMISSIONERS COMMENTS

Treasurer DuPont responded to Murray Bodin and said he appreciates his wisdom. DuPont takes exception to the age requirement to get off the stage. DuPont said age brings wisdom and institutional knowledge and that has taught me over the years.

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HUMAN RESOURCES

Director of Human Resources Mary-Elizabeth Garrity requested approval of item number 267-11-2019. Moved is the item as follows:

267-11-2019

Human Resources Director Mary Elizabeth Garrity submitted the **Personnel Agenda**, dated November 19, 2019, and requested confirmation of the personnel matters contained therein. The Executive Director certified the recommendations for consideration.

On motion by Treasurer DuPont and seconded by Commissioner Pocino 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.

032687

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ROLL CALL

GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	YES	YES	YES	ABSENT	YES

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LAW

Director of Law, Robert Carroll, requested approval of item numbers 268-11-2019 and 271-11-2019. Moved are the items as follows:

268-11-2019

In a memorandum dated November 14, 2019, Authorization to Execute an Amendment to the Post-Closing Remediation Obligation Agreement with the Village of Ridgefield Park to extend the time to perform remediation for an additional six (6) months, was approved.

In 2015, via agenda item 093-03-2015, the New Jersey Turnpike Authority (the "Authority") authorized, among other things, the sale of an +/- 18.32 acre parcel of surplus property located in Ridgefield Park (the "Property") to the Village of Ridgefield Park ("Ridgefield Park"). Upon closing in December 2017, the parties entered into Post-Closing Remediation Obligation Agreement (the "Remediation Agreement"), whereby Ridgefield Park assumed all risk and responsibility for remediation obligations related to the Property. Ridgefield Park also posted a two-million-dollar (\$2,000,000) Performance Bond and agreed to complete its remediation obligations by December of 2019. At the time of the closing, it was understood that the remediation efforts would be undertaken by Ridgefield Park's designated redeveloper for the site.

Ridgefield Park is now seeking an amendment to the Remediation Agreement to extend the obligation to complete remediation. Ridgefield Park has since transferred the Property along with the responsibility for remediation, to its designated redeveloper, Eagle Nest. Due to various delays predicated by financial issues with other redevelopment properties owned by Eagle Nest to be developed with the Property, Eagle Nest and Ridgefield Park sought an extension to complete the remediation obligations. Subsequently, those other redevelopment properties were foreclosed upon and then transferred to a new entity, CHA Properties, who is now acting as Ridgefield Park's designated redeveloper, and assuming the remediation obligations for the Property.

The proposed time extension does not appear to negatively impact the Authority's interests, as Ridgefield Park and its designated redeveloper will continue to be responsible for the same remediation obligations and have represented that they are willing and able to complete the remediation, once the ancillary issues that are delaying the development are resolved. Accordingly, it is recommended that the Executive Director be authorized to execute an

amendment to the Remediation Agreement substantially as set forth above. It is further recommended that the Executive Director be authorized to grant further extensions of time for Ridgefield Park and their designated redeveloper to complete the remediation, and to take such further actions and execute such additional documents as are consistent with the authorizations granted herein.

269-11-2019

In a memorandum dated November 1, 2019, **Authorization to Deem Certain Properties Necessary and to Take Steps Necessary for the Implementation of the Garden State Parkway Superstructure Replacement and Widening of Bridge No. 158.2 and to Acquire the Necessary Property Interests, Borough of Elmwood Park, County of Bergen, Budget Code: 391R00001, Contract No. P100.476**, was approved.

The New Jersey Turnpike Authority (the "Authority") is proceeding with its plans for replacement and widening of the Garden State Parkway Bridge over the Passaic River (the "Bridge Project") in the Borough of Elmwood Park and County of Bergen. To facilitate the replacement and widening of the existing superstructure, a new temporary bridge will be built along the southbound side of the existing structure, and a temporary trestle will be utilized on the northbound side of the existing structure. The temporary bridge will carry three (3) lanes of southbound traffic. Final design is underway, and the NJTA plans to begin construction in late 2020 and complete the Bridge Project in early 2024. The Project will require real estate acquisitions from various private entities for direct use in the Project.

Based on the Preliminary Design, the Project will require the acquisition of three (3) property interests: one (1) full taking and two (2) easements, have currently been identified as necessary for the construction of the Bridge Project. One (1) residential relocation will be necessary. The acquisitions are more fully described on the chart attached hereto as Exhibit A.

The proposed acquisitions do not involve property designated as "Preserved Farmland" pursuant to and as required by the Agriculture Development and Retention Act, N.J.S.A. 4:1c-11, et. seq., and State Agricultural Development Committee Rules, N.J.A.C. 2:76-1.1, the Act's implementing regulations, nor have the above-referenced properties been designated or encumbered as Green Acres Properties pursuant to N.J.S.A. 13:1d-53, et. seq.

Accordingly, it is requested that the Authority's Commissioners deem the properties set forth on the attached Exhibit A necessary for the construction of the Project. In addition, authorization by the Authority's Commissioners is requested to permit the Executive Director, with the assistance of the Law Department, Engineering Department, outside General Counsel and other Authority consultants, to take all steps necessary to prepare for the acquisition of all property required for the Project, including those properties listed on Exhibit A attached hereto, and any other properties deemed necessary for acquisition during the final design process. This

includes but is not limited to entering into negotiations to acquire the property interests and when such negotiations have reached an impasse, that the Executive Director be authorized to commence eminent domain proceedings, including but not limited to, depositing the appraised value into court and filing a Declaration of Taking. The final purchase price will be submitted for approval to the Authority's Commissioners in a separate agenda item.

It is further recommended that the Authority's Commissioners authorize the Executive Director to execute any such other documents, take any such other actions as are deemed necessary to effectuate the intent of this authorization, and ratify all steps taken in furtherance of same.

Exhibit A							
Title Owner of Property	County	Municipality	Property Address	Block	Lot	Acreage	Parcel No.
Almog Yariv	Bergen	Elmwood Park	901 River Drive	1606	1	0.204	4711
Jack Kabous	Bergen	Elmwood Park	6 Garden Drive	1606	3	0.014	C4712
Lucio Calabrese, for the Estate of Maria Guiseppa Josephine Calabrese	Bergen	Elmwood Park	10 Garden Drive	1606	4	0.004	C4713

270-11-2019

In a memorandum dated November 1, 2019, Authorization to Deem Certain Properties Necessary and to Take Steps Necessary for the Implementation of the Kresson Road Bridge (Str. No. 30.75R) Milepost 30.75 Lengthening Project and to Acquire the Necessary Property Interests, Cherry Hill Township, County of Camden, Budget Code: 39200008, Contract No. T100.514, was approved.

The New Jersey Turnpike Authority (the "Authority") is proceeding with various stages of its plans for construction of the Kresson Road Bridge Lengthening Project (the "Project") in Cherry Hill Township, Camden County. The purpose of the Project is to reconstruct the bridge deck and provide for the lengthening of the Kresson Road (C.R. 7) bridge over the New Jersey Turnpike. Elimination of the structure's two (2) slope piers will allow for the potential future widening of the southern portion of the Turnpike at this crossing.

Based on the Preliminary Design, the Project will require the acquisition of six (6) temporary construction easements on seven (7) lots from various public and private entities for direct use in the Project. The acquisitions are more fully described on the chart attached hereto as Exhibit A. This list is based on Preliminary Design and is subject to change as the Project enters Final Design. To that end, the Law Department will have to obtain both title work and an appraisal in order to begin the acquisition process.

The proposed acquisitions do not involve property designated as "Preserved Farmland" pursuant to and as required by the Agriculture Development and Retention Act, N.J.S.A. 4:1c-11, *et. seq.*, and State Agricultural Development Committee Rules, N.J.A.C. 2:76-1.1, the Act's

implementing regulations, nor have the above-referenced properties been designated or encumbered as Green Acres Properties pursuant to N.J.S.A. 13:1d-53, et. seq.

Accordingly, it is requested that the Authority's Commissioners deem the property interests set forth on the attached Exhibit A necessary for the construction of the Project. In addition, authorization by the Authority's Commissioners is requested to permit the Executive Director, with the assistance of the Law Department, Engineering Department, outside General Counsel and other Authority consultants, to take all steps necessary to prepare for the acquisition of all property interests required for the Project, including those property interests listed on Exhibit A attached hereto, and any other property interests deemed necessary for acquisition during the final design process. This includes but is not limited to entering into negotiations to acquire the property interests and when such negotiations have reached an impasse, authorization for the Executive Director to commence eminent domain proceedings, including but not limited to, depositing the appraised value into court and filing a Declaration of Taking. The final purchase price will be submitted for approval to the Authority's Commissioners in a separate agenda item.

It is further recommended that the Authority's Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization, and ratify all actions taken in furtherance of same.

Exhibit A

Owner	County	Municipality	Property Address	Block	Lot	Acreage	Parcel
603 Kresson Road, LLC	Camden	Cherry Hill	1005 Owl Lane	411.01	3	0.020	C6
CERO JIBO B	Camden	Cherry Hill	703 Kresson Road	411.05	32	0.062	C5
CERO JIBO B	Camden	Marlton	100 Conestoga Drive, #133	411.05	33	0.018	C5
Chung, Shin Kuei & May	Camden	Cherry Hill	499 Browning Lane	433.01	5	0.063	C4
Love Gas, LLC	Camden	Voorhees	37 Country Lane	433.02	2	0.014	C1
N.J. Water Co. c/o American Water	Camden	Cherry Hill	P.O. Box 5627	433.02	3	0.085	C2
Roll CH, LLC	Camden	Cherry Hill	650 Kresson Road	433.02	4	0.030	C3

271-11-2019

In a memorandum dated November 1, 2019, Request for Authorization to Appoint a Replacement Committee Member to the New Jersey Turnpike Authority Employees' Deferred Compensation Plan Administrative Committee, was approved.

By Agenda Item 403-12-2016, the Commissioners of the Authority authorized the adoption of a restated New Jersey Turnpike Authority Employees' Deferred Compensation Plan

(the “Deferred Compensation Plan”), which became effective January 1, 2017. Section 8.01 of the Deferred Compensation Plan provides that the Board appoint a Plan Administrator (currently the Authority’s Director of Human Resources, Mary Elizabeth Garrity) and an Administrative Committee consisting of five (5) members. Pursuant to the terms of the Deferred Compensation Plan, the Administrative Committee is responsible for selecting and monitoring the investment options available under the Deferred Compensation Plan and adopting ministerial amendments thereto. Additionally, subject to Board approval, the Administrative Committee may recommend a third-party administrator to perform certain administrative services and may recommend a service provider to provide investment options for the Deferred Compensation Plan.

One of the members of the Administrative Committee needs to be replaced, due to an employee reassignment. The Administrative Committee currently consists of the Authority’s Director of Human Resources, the Senior Benefits Manager, the Chief Financial Officer, and a Law Department attorney. To fill the vacancy created by the employee’s reassignment and comply with the Deferred Compensation Plan, it is requested that the Authority’s Deputy Director of Human Resources, Robert Weakley, be appointed to the Administrative Committee to replace the Senior Benefits Manager who has been reassigned to another department.

Therefore, authorization is requested to appoint the Deputy Director of Human Resources to the Administrative Committee, as set forth above. It is further recommended that the Executive Director be authorized to take such actions, execute such documents, and do all things necessary to effectuate the intent of this recommendation.

On motion by Commissioner Pocino and seconded by Treasurer DuPont the Board unanimously approved item numbers 268-11-2019 through 271-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	YES	YES	YES	ABSENT	YES

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ENGINEERING

Chief Engineer, Robert Fischer, requested approval of item numbers 272-11-2019 through 277-11-2019. Moved are the items as follows:

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PUBLIC BID-AWARD OF CONTRACTS

272-11-2019

In a document dated November 7, 2019, Recommendation to Award Contract No. T100.513, New Jersey Turnpike, Ferreira Construction Co., Inc., Bridge Deck Reconstruction Structure No. 87.27S, Mainline (NSI) over Main Street (CR 531), R-153575, Budget Code: 39200006, Amount: \$3,387,269.00, was approved.

This contract will perform work on Turnpike Str. No. 87.27S on the NSI roadway portion of the bridge in the Township of Edison, New Jersey. The work generally includes reconstruction of the concrete bridge deck and joints, and shoulder reconstruction on the NSI roadway.

Six bid proposals were received on October 9, 2019 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$3,387,269.00 may be compared to the second low bidder in the amount of \$3,539,993.40. The bids were significantly lower than the Engineer's Estimate in the amount of \$4,360,510.50 and may be due to the bidder's recent direct experience and current presence within this section of the Turnpike. The low bidder, Ferreira Construction Co. Inc. has performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T100.513 be awarded to the low bidder, Ferreira Construction Co. Inc.

of Branchburg, New Jersey, in the amount of \$3,387,269.00. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine 2006).

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

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ORDER FOR PROFESSIONAL SERVICES

273-11-2019

In a document dated October 23, 2019, Recommendation to Issue Order for Professional Services Nos. T3726 and T3727, New Jersey Turnpike, Van Cleef Engineering Associates, LLC - OPS No. T3726, ATANE Engineers, Architects and Land Surveyors, P.C. - OPS No. T3727, Engineering Services for the 2020 New Jersey Turnpike Authority Bridge Inspection Program, Order for Professional Services No. T3726, New Jersey Turnpike - Group 1, Milepost 0 to 67 and on the Pearl Harbor Memorial Turnpike Extension, R-153576, Budget Code: 040E10018, Funding Allocation: \$ 820,000.00 FY 2020, \$ 141,000.00 FY 2021, Amount: \$ 961,000.00, and, Order for Professional Services No. T3727, New Jersey Turnpike - Group 3, Milepost 105 to E118 and on the Newark-Bay Hudson County

Extension, R-153578, Budget Code: 040E10018, Funding Allocation:\$ 990,000.00 FY 2020, \$179,000.00 FY 2021, Amount: \$1,169,000.00, was approved.

Through this single procurement process the Authority will select two consultants to furnish engineering services for bridge inspections on the New Jersey Turnpike.

The engineering services associated with OPS No. T3726 will include inspection of 165 bridges located in the southern portion and Pearl Harbor Memorial Turnpike Extension of the New Jersey Turnpike and OPS No. T3727 will include inspection of 63 bridges located along the Easterly alignment and Newark-Bay Hudson County Extension of the New Jersey Turnpike. Both OPS' include FHWA Structure Inventory and Appraisal (SI&A) form updates, FHWA Element Level Inspection data collection, and preparation of bridge inspection reports.

These assignments are classified as "Simple Projects" since the scopes of work are clearly defined and not likely to change during the course of the project, and the cost of each is less than \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 28 engineering firms were prequalified and eligible under Profile Code: D280C – Bridges, NBIS Program, Complex. Eight firms submitted EOIs by the closing date of September 12, 2019.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking of the top three firms: 1) Van Cleef Engineering Associates, LLC; 2) ATANE Engineers, Architects and Land Surveyors, P.C.; and 3) Arora and Associates, P.C. These three firms were requested to submit sealed Fee Proposals, which were received and have been reviewed. A review of the fee proposal of the highest technically ranked firm, Van Cleef Engineering Associates, LLC, for OPS No. T3726 (their preferred OPS) resulted in acceptance of their original fee proposal. Subsequently, a review of the fee proposal of the second highest technically ranked firm, ATANE Engineers, Architects and Land Surveyors, P.C. for OPS No. T3727 was negotiated, which resulted in a reduction in their fee proposal. Both fees are considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. T3726 be issued to the firm of Van Cleef Engineering Associates, LLC, of Freehold, NJ, not to exceed the amount of \$961,000.00 allocated as follows: \$820,000.00 in FY 2020 and \$141,000.00 in FY 2021. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.59 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses.

It is further recommended that Order for Professional Services No. T3727 be issued to the firm of ATANE Engineers, Architects and Land Surveyors, P.C. of Iselin, NJ, not to exceed the amount of \$1,169,000.00 allocated as follows: \$990,000.00 in FY 2020 and \$179,000.00 in FY 2021. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.69 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses.

The issuance of these OPS' are contingent upon the Treasurer of the State of New

Jersey completing the review of all documents submitted by the selected awardees, pursuant to Public Law 2005, Chapter 51 (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., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

274-11-2019

In a document dated November 7, 2019, **Recommendation to Issue Order for Professional Services No. T3736, New Jersey Turnpike, Dewberry Engineers Inc., Design Services for Contract No. T100.523, Rehabilitation of New Jersey Turnpike Passaic and Raritan River Bridges, Structure Nos. W107.87, E107.88 and 84.24, R-153580, Budget Code: 39200015, Amount: \$3,253,000.00**, was approved.

This Order for Professional Services will provide for final design services of steel superstructure repairs on the following three (3) New Jersey Turnpike major bridges:

1. Structure No. W107.87, Laderman Memorial Passaic River Bridge
2. Structure No. E107.88, Chaplain Washington Memorial Passaic River Bridge
3. Structure No. 84.24, Basilone Memorial Raritan River Bridge

The primary objective of this OPS is to design repairs to address fatigue damage and corrosion, and to strengthen low rating superstructure steel members, on Structure No. 84.24. A secondary objective is to perform fatigue and conventional steel repairs on Structure Nos. W107.87 and E107.88 as a continuation of ongoing work on these structures and to perform inspection access repairs and upgrades on all three bridges. The work to be performed under this OPS consists of detailed inspections, load ratings, final design, preparation of construction contract documents, post-design services, and other related incidental work to perform the subject steel superstructure repairs.

This assignment is classified as a "Complex Project" since the scope of work is not clearly defined and likely to change during the course of the project, and the cost exceeds \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and fifty-one (51) engineering firms were prequalified and eligible under Profile Code: A092 - Bridges: Miscellaneous Repairs. Four firms submitted EOIs by the closing date of August 29, 2019.

In accordance with the regulations, for Complex Projects, "If only three or four EOIs have been deemed complete by the Authority, these firms shall receive the RFP and the Review Committee will not conduct an evaluation of the EOIs..." [19:9-2.8.3]. The Review Committee recommended that we proceed directly to the RFP phase of the procurement and solicit Technical and Fee Proposals from the four firms which submitted complete EOIs: AECOM, Arora

and Associates, P.C., Dewberry Engineers Inc., and WSP USA. The Review Committee reviewed and evaluated each firm's Technical Proposal and it was determined that oral presentations would not be required. Final scoring resulted in Dewberry Engineers Inc. being the highest technically ranked firm. The fee submitted by Dewberry Engineers Inc. has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. T3736 be issued to the firm of Dewberry Engineers Inc. of Bloomfield, New Jersey, in an amount not to exceed \$3,253,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.68 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

275-11-2019

In a document dated November 7, 2019, **Recommendation to Issue Order for Professional Services No. T3738, New Jersey Turnpike, Greenman-Pedersen, Inc., Supervision of Construction Services for Contract No. T100.513, Bridge Deck Reconstruction, Structure No. 87.27S, Mainline (NSI) over Main Street (CR 531), R-153583, Budget Code: 39200006, Amount: \$700,000.00,** was approved.

This Order for Professional Services will provide supervision of construction services for Contract No. T100.513, Bridge Deck Reconstruction, Structure No. 87.27S, Mainline (NSI) over Main Street (CR 531). These services include construction inspection, material testing, record keeping, preparation of payment estimates and other services required to ensure compliance with the contract documents.

This assignment is classified as a "Simple Project" based on the scope of work being clearly defined and not likely to change during the course of the project, and the cost not exceeding \$2,000,000.00. The solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and forty-one (41) engineering firms were prequalified and eligible under Profile Code: B157, Bridge Deck Repairs / Replacement. Five firms submitted EOIs by the closing date of September 30, 2019.

Subsequent to the scoring of EOIs by the Review Committee, Fee Proposals were requested from the top three technically ranked firms. The firms in the order of ranking are: 1)

Greenman-Pedersen, Inc.; 2) ATANE Engineers, Architects and Land Surveyors, P.C., and 3) M&J Engineering, P.C. The fee submitted by Greenman-Pedersen, Inc. has been reviewed and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. T3738 be issued to the firm of Greenman-Pedersen, Inc. of Lebanon, New Jersey, in an amount not to exceed \$700,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.20 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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FINAL ACCEPTANCES

276-11-2019

In a document dated October 31, 2019, **All work performed on each of the construction contracts listed below have been completed in accordance with the contract documents and to the satisfaction of the Engineering Department. Accordingly, it is recommended that these contracts be deemed complete and approved for Final Acceptance. The table below lists each contract and includes pertinent Change Order and financial information including the final payment amount due the Contractor upon Final Acceptance,** was approved.

Contract No.	Contractor	Award Total Amount	No. of Change Orders	Additions/ Reductions	Final Total Contract Amount	Final Payment Amount
P200.418	Earle Asphalt Company	\$11,492,113.13	1	(\$290,525.02)	\$11,201,588.11	\$307,436.96
P200.255	South State, Inc.	\$36,179,132.76	8	\$7,435,542.92	\$43,614,675.68	\$436,146.76
Total						\$743,583.72

The Certification and Recommendation for Final Acceptance has been executed by the Engineers, the General Consultant and the Chief Engineer. All required contract documents including the Engineer's Final Certifications, Maintenance Bonds, Affidavit of Prevailing Wage and the Final Payment certificates have been submitted to the Law Department and approved as to

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correctness of form. Furthermore, the Contractors have certified that there are no liens outstanding against the Contractors. Accordingly, it is recommended that each contract listed above be accepted and final payment in the amounts shown above be made to the Contractors.

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ACKNOWLEDGE REPORTS OF
ENGINEERING EXPENDITURES UNDER DELEGATED AUTHORITY

277-11-2019

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

- Construction Contract Progress Summary
- Change Order Summary

On motion by Treasurer DuPont and seconded by Commissioner Minella the Board unanimously approved item nos. 272-11-2019 through 276-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda. The Authority unanimously accepted the reports contained in item number 277-11-2019 and received same for file.

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ROLL CALL

GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	RECUSED	YES	YES	ABSENT	YES

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MAINTENANCE

Director of Maintenance Kenneth McGoldrick requested approval of item numbers 278-11-2019 through 283-11-2019. Moved is the items as follows:

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PUBLIC BID-AWARD OF CONTRACTS

278-11-2019

In a document dated November 1, 2019, **Recommendation to Award Contract No. P200.532, Garden State Parkway, H.B.C. Company, Inc., Lighting Improvements at Garden State Parkway Interchange 114 in Monmouth County, RM-153029, Budget Code: 030-C00-003M, Amount: \$2,991,830.00**, was approved.

This contract consists of furnishing the required labor, equipment and materials necessary to install a new Roadway Lighting System on the Garden State Parkway at Milepost 114. The wood utility owned street lights will be replaced with a complete LED roadway lighting system.

Two (2) bid proposals were received on October 18, 2019 for the above publicly advertised contract, as shown on the attached bid summary sheet. The lowest bid proposal, submitted by H.B.C. Company, Inc., in the amount of \$2,991,830.00, meets all the terms and conditions and may be compared to the Engineer's Estimate in the amount of \$2,789,715.00. H.B.C. Company, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P200.532 be awarded to the low bidder, H.B.C. Company, Inc., Lodi, New Jersey, in the amount of \$2,991,830.00. 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 – McGreevey 2004) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids were procured and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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

279-11-2019

In a document dated November 1, 2019, **Recommendation to Award Contract No. A200.547, New Jersey Turnpike & Garden State Parkway, Jen Electric, Inc., Maintenance and Repair of Traffic Signals on the New Jersey Turnpike and Garden State Parkway, in Hudson, Middlesex, and Union Counties, RM-153078, Budget Code: 010-500-461070, Amount: \$350,580.00,** was approved.

This contract consists of furnishing the required labor, equipment and materials, on an on-call basis, necessary to maintain and repair traffic signals and other related items on the New Jersey Turnpike and Garden State Parkway. The maintenance and repairs will be as directed by the Engineer for a term of 2 years, with 2, 1-year options to renew.

One (1) bid proposal was received on October 22, 2019 for the above publicly advertised contract, as shown on the attached bid summary sheet. The lowest bid proposal, submitted by Jen Electric, Inc., in the amount of \$350,580.00, meets all the terms and conditions and may be compared to the Engineer's Estimate in the amount of \$709,180.00. Jen Electric, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. A200.547 be awarded to the low bidder, Jen Electric, Inc., Springfield, New Jersey, in the amount of \$350,580.00. 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 – McGreevey 2004) and Executive Order 117 (Corzine 2008), and having no objection

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

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

280-11-2019

In a document dated November 1, 2019, **Recommendation to Award Contract No. P200.540, Garden State Parkway, J. Fletcher Creamer and Son, Inc., Maintenance and Repair of Roadside Safety Features and Signs on the Garden State Parkway in Bergen, Essex, Union, Middlesex, Monmouth, Ocean, Burlington, Atlantic, and Cape May Counties, RM-153852, Budget Code: 010-500-461030, Amount: \$9,651,777.00**, was approved.

This contract consists of furnishing the required labor, equipment and materials, on an on-call basis, necessary to maintain and repair roadside features and signs along the Garden State Parkway. The maintenance and repairs will be as directed by the Engineer for a term of 2 years, with 2, 1-year options to renew.

One (1) bid proposal was received on October 18, 2019 for the above publicly advertised contract, as shown on the attached bid summary sheet. The lowest bid proposal, submitted by J. Fletcher Creamer & Son, Inc., in the amount of \$9,651,777.00, meets all the terms and conditions and may be compared to the Engineer's Estimate in the amount of \$9,845,712.50. J. Fletcher Creamer & Son, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P200.540 be awarded to the low bidder, J. Fletcher Creamer & Son, Inc., Hackensack, New Jersey in the amount of \$9,651,777.00. 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 – McGreevey 2004) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids were procured and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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

281-11-2019

In a document dated November 1, 2019, **Recommendation to Award Contract No. T200.541, New Jersey Turnpike, J. Fletcher Creamer and Son, Inc., Maintenance and Repair of Roadside Safety Features and Signs on the New Jersey Turnpike in Bergen, Hudson, Essex, Union, Middlesex, Mercer, Burlington, Camden and Gloucester Counties, RM-153851, Budget Code: 010-500-461030, Amount: \$8,899,777.00**, was approved.

This contract consists of furnishing the required labor, equipment and materials, on an on-call basis, necessary to maintain and repair roadside features and signs along the New Jersey Turnpike. The maintenance and repairs will be as directed by the Engineer for a term of 2 years, with 2, 1-year options to renew.

One (1) bid proposal was received on October 18, 2019 for the above publicly advertised contract, as shown on the attached bid summary sheet. The lowest bid proposal, submitted by J. Fletcher Creamer & Son, Inc., in the amount of \$8,899,777.00, meets all the terms and conditions and may be compared to the Engineer's Estimate in the amount of \$9,733,900.00. J. Fletcher Creamer & Son, Inc. has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T200.541 be awarded to the low bidder, J. Fletcher Creamer & Son, Inc., Hackensack, New Jersey in the amount of \$8,899,777.00. 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 – McGreevey 2004) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids were procured and authorization is being sought to award this contract in accordance with N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.2, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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

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FINAL ACCEPTANCES

282-11-2019

In a document dated November 1, 2019, **All work performed on each of the construction contracts listed below have been completed in accordance with the contract documents and to the satisfaction of the Maintenance Department. Accordingly, it is recommended that these contracts be deemed complete and approved for Final Acceptance. The table below lists each contract and includes pertinent Change Order and financial information including the final payment amount due the Contractor upon Final Acceptance,** was approved.

Contract No.	Contractor	Award Total Amount	Number of Change Orders	Additions/ Reductions	Final Total Contract Amount	Final Payment Amount
A500.406	Gaudelli Bros., Inc.	\$3,000,000.00	3	\$744,003.81	\$3,744,003.81	\$594.05
Total						\$594.05

The Certification and Recommendation for Final Acceptance has been executed by the

Engineers, the General Consultant and the Director of Maintenance. All required contract documents including the Engineer's Final Certifications, Maintenance Bonds, Affidavit of Prevailing Wage and the Final Payment certificates have been submitted to the Law Department and approved as to correctness of form. Furthermore, the Contractor has certified that there are no liens outstanding against the Contractor. Accordingly, it is recommended that the contract listed above be accepted and final payment in the amounts shown above be made to the Contractors.

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ACKNOWLEDGE REPORTS OF
MAINTENANCE EXPENDITURES UNDER DELEGATED AUTHORITY

283-11-2019

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

- Construction Contract Progress Summary
- Change Order Summary

On motion by Treasurer DuPont and seconded by Commissioner Minella the Board unanimously approved item nos. 278-11-2019 through 282-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda. The Authority unanimously accepted the reports contained in item number 283-11-2019 and received same for file.

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ROLL CALL

GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	RECUSED	YES	YES	ABSENT	YES

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PROCUREMENT AND MATERIALS MANAGEMENT ("PMM")

Acting Director of Procurement and Materials Management Dale Barnfield, requested approval of item numbers 284-11-2019 through 290-11-2019. Moved are the items as follows:

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PUBLIC BIDS

284-11-2019

In a document dated November 8, 2019, **Coarse Paper Products- SBE Set-Aside, Spruce Industries, Inc., RM-152678 (Inventory), Budget Code: Various, Amount: \$ 147,412.04,** was approved.

Under this contract, Spruce Industries, Inc. will provide coarse paper and related

products to be held in inventory for use at Authority facilities. These items include but are not limited to paper towels, paper cups, toilet tissue and dispensers for the janitorial section. Bidders were required to bid unit and total prices for 19 line items included in the bid. This procurement was designated as a Small Business Enterprise (“SBE”) Set-Aside contract. The bid was fully advertised and the nine (9) vendors listed in the Authority’s database for the referenced commodity were notified of the procurement. On October 21, 2019, a sole compliant bid was received as follows (unit prices are available from the PMM Department):

<u>Vendor</u>	<u>Total Bid Price</u>
Spruce Industries, Inc., Rahway, NJ	\$147,412.04
Department Estimate: \$175,000.00	

Non-Compliance:

An additional bid was received from Scoles Floorshine Industries (“Scoles”) of Farmingdale, NJ (\$269,985.00). This bidder, however, did not acknowledge “Addendum No. 1 and Response to Inquiries” which was sent to all nine vendors that were originally notified of the procurement (Scoles was among those notified). In addition, The Addendum was posted to the Authority’s website. Addendum 1 materially revised and replaced Section E. Bid Quotation Sheet in its entirety. Scoles submitted its bid on the original Quotation Sheets, whereas the other two bidders utilized the revised Quotation Sheets. Thus, it is recommended that the bid submitted by Scoles be rejected.

An additional bid was also received from General Chemical & Supply (“General”) of Moorestown, NJ (\$202,957.00). General was not, however, registered with the State of New Jersey as a designated SBE business on the date of submission, as required in this Set-Aside solicitation. Section II, paragraph H of the Instructions to Bidders states: “When applicable the Authority will designate the contract as a SBE Set-Aside Contract. In such cases requests for bid proposals shall be confined to businesses registered with the Division of Revenue and Enterprise Services as an SBE in either Category 1, 2, or 3. Bid proposals from businesses not designated as an SBE, when applicable, will be rejected”. Thus, it is recommended that the bid submitted by General Chemical & Supply be rejected.

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

Accordingly, authorization is requested to award a contract to supply coarse paper and related products to Spruce Industries, Inc. for a total amount not to exceed \$147,412.04, subject to funding availability at the time of ordering. Authorization is further requested for the Executive Director to approve each of the two, one-year extensions upon satisfactory performance by the

vendor.

285-11-2019

In a document dated November 8, 2019, Crack Filler Material, Asphalt Care Equipment, Inc., RM-153499 (Inventory), Budget Code: Various, Amount: \$ 102,900.00, was approved.

Under this contract, Asphalt Care Equipment, Inc. will provide asphalt-based, hot-pour crack filler materials which will be stored in inventory and used to repair wide cracks and open seams on both Roadways. Bidders were required to quote unit and total prices for approximately 210,000 pounds of material used annually. The bid was fully advertised and the five (5) vendors listed in the Authority’s database for this service were notified of the procurement. On September 11, 2019 three (3) compliant bids were received as follows:

<u>Vendor</u>	<u>Unit Price</u>	<u>Total Bid Price</u>
Asphalt Care Equipment, Inc., Bensalem, PA	\$.49/lb	\$102,900.00
Maxwell Products, Inc., Salt Lake City, UT	\$.55/lb	\$115,500.00
Crafco, Inc., Chandler, AZ	\$.59/lb	\$123,900.00
Departmental Estimate: \$205,000.00*		

*The Departmental Estimate was based on pricing from previous solicitations that were significantly higher

Non-Compliance:

An Additional bid was received from Gem Asset Acquisition LLC dba GemSeal Pavement Products, LLC of Charlotte, NC (“GemSeal”) (\$113,400.00). This bidder, however, failed to include a form of Bid Security as required in the Instructions to Bidders, specifically Section IV, paragraph B. Bid Security. This provision requires a Bidder to submit either a: (1) Letter of Surety; or (2) Proposal Bond in the amount of 10% of its bid price; or (3) Cashier’s Check in the amount of 10% of the bid price. Thus, it is recommended that GemSeal’s bid be rejected.

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

Accordingly, authorization is requested to award a one-year contract to Asphalt Care Equipment, Inc for crack filler materials for a total amount not to exceed \$102,900.00, subject to funding availability at the time of ordering. Authorization is further requested for the Executive Director to approve each of the two, one-year extensions upon satisfactory performance by the vendor.

286-11-2019

In a document dated November 12, 2019, At prior Board of Commissioners Meetings, the Authority awarded contracts to the vendors listed herein for the referenced equipment. The contracts included a 3-year option to purchase additional equipment which conforms to the original specifications for three additional model years. For the final two years of the options, the vendors were permitted to request price increases from the Authority if there had been an overall price increase of the equipment in the later model years, provided that the vendors justified the price increases in writing to the Authority. The Maintenance and Procurement Departments have reviewed the following option exercises and have determined that any requested price increases are reasonable, was approved.

Original Award Meeting Date and Item No.	Description	Vendor Name	Requisition/ Budget Code	Quantity/ Price	Unit	Total Amount	% Model Year Increase
January 30, 2018 022-01-2018	7-Cubic Yard Dump Trucks	Hunter Truck Sales and Service, Inc. Swedesboro, NJ	RM-153753 (Maintenance) 040 00 500 156555 040C07021D (2020)	7	\$173,706.00	\$4,690,062.00	2.4%
January 30, 2018 023-01-2018	Multi-Use Truck and Components	Hunter Truck Sales and Service, Inc. Swedesboro, NJ	RM-153748 (Maintenance) 040 00 500 156555 040C07021D (2020)	1	\$243,130.00	\$243,130.00	1.9%

These contracts were originally bid and awarded in accordance with *N.J.S.A. 27:23-6.1* of the Authority's enabling legislation, *N.J.A.C. 19:9-2.2*, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006). The contracts are in compliance with Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008).

Accordingly, authorization is requested to exercise the contract options of each of these contracts in order to purchase the stated equipment not to exceed the stated total amounts for each contract.

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STATE/GOVERNMENT CONTRACTS

287-11-2019

In a document dated November 4, 2019, Tandem Dump Trucks, Beyer Bros Corp., RM-153648 (Maintenance), Budget Code: (2020) 040 00 500 156555 040C07021T, State Contract No. 83470 expiring 1/29/2020, Amount: \$1,919,016.00 (\$239,877.00 each), was approved.

Under this contract, Beyer Bros Corp. will provide eight (8) 2020 Volvo tandem axle cab and chassis dump trucks with conveyor body, wing plow assembly, snow plow hitch, de-icing

system and all other standard equipment listed per New Jersey State Contract. These trucks are replacing older models that have reached their life expectancy. The trucks being replaced will be sold as surplus if feasible. The dump trucks are available from NJ State Contract No. 83470 expiring 1/29/2020.

This procurement, under State Contract No. 83470, is in accordance with *N.J.A.C. 19:9-2.5(a)*, promulgated pursuant to *N.J.S.A. 27:23-1 et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, authorization is requested to award a contract under State Contract No. 83470 for eight (8) tandem axle dump trucks to Beyer Bros Corp. for a total amount not to exceed \$1,919,016.00.

288-11-2019

In a document dated November 4, 2019, **Aluminum Sign Material, Garden State Highway Products, Inc., R-153419 (Maintenance), Budget Code: 080 00 710 156555 080C00043, State Contract No. 86462 expiring 12/31/2019, Amount: \$101,939.00,** was approved.

Under this contract Garden State Highway Products, Inc. will supply approximately 1,450 aluminum sign blanks in various sizes. This material is used by the Maintenance Department sign shop to fabricate traffic signs on both Roadways. These products are covered under NJ State Contract No. 86462 expiring 4/30/17.

This procurement, under State Contract No. 86462, is in accordance with *N.J.A.C. 19:9-2.5(a)*, promulgated pursuant to *N.J.S.A. 27:23-1 et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, authorization is requested to award a contract under State Contract No. 86462 for aluminum sign blank material to Garden State Highway Products, Inc. for an amount not to exceed \$101,939.00.

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SOLE SOURCE CONTRACTS

289-11-2019

In a document dated November 4, 2019, **WINK Hardware and Software Support Services, WINK Streaming, LLC, R-153770 (ITS), Budget Code: 010 00 830 121020, Amount: \$329,821.20 (3-year contract),** was approved.

Authorization is requested to award a "sole source" contract to WINK Streaming, LLC

("WINK") to support the Authority's WINK hardware and software. Under this contract, WINK will provide the Authority with three (3) years maintenance and support for all WINK hardware which includes WINK forge encoders and media routers as well as firmware, software and related applications. These products provide a platform that enables the Authority to stream video from roadway cameras for public distribution on the NJTA.com and 511NJ.org websites. All hardware, software, and support is provided by WINK, the sole proprietor of this intellectual property.

As the proprietary owner and developer of this hardware, software and supplemental applications, WINK is the only vendor which has access to the source codes needed to debug, upgrade and support the existing platform used for streaming video from cameras on both Roadways onto the NJTA.com and 511NJ.org websites. Thus, no other vendor is capable of providing the services required under this Agreement. In addition, the need for video streaming of roadway cameras represents an exceptional circumstance as the motoring public relies on these website feeds for real-time traffic information.

Thus, it is recommended that this award be made without public advertisement under the sole source procurement authorization of *N.J.A.C. 19:9-2.2(d)1* as promulgated under *N.J.S.A. 27:23-6.1* and consistent with Executive Order No. 37 (Corzine 2006). A resolution, as required by *N.J.A.C. 19:9-2.2(d)1*, is attached hereto.

Accordingly, authorization is requested to award a sole source contract to WINK Streaming, LLC to provide hardware and software support services for all Wink products for three years in an amount not to exceed \$329,821.20.

RESOLUTION FOR SOLE SOURCE PROCUREMENT

Automatic Vehicle Classification Replacement and Implementation Support

WHEREAS, the New Jersey Turnpike Authority's Information Technology Services Department has requested the award of a sole source contract to WINK Streaming, LLC ("WINK") to provide hardware, software and firmware support for all Wink products in use; and

WHEREAS, WINK is the proprietary owner of this hardware, software, firmware and associated applications and is the sole provider for all maintenance, support and upgrades to the Authority's video streaming system; and

WHEREAS, *N.J.A.C. 19:9-2.2(d)1* of the New Jersey Turnpike Authority's regulations, promulgated under *N.J.S.A. 27:23-6.1*, permits sole source procurement when only one source of the required goods or service exists;

NOW, THEREFORE, BE IT RESOLVED THAT the Authority's Board of Commissioners hereby authorizes and approves the award of a contract to WINK Streaming, LLC to provide the necessary maintenance and support for Wink products, in an amount not to exceed \$329,821.20, as a sole source exception to procurement by public advertisement permitted by *N.J.A.C. 19:9-2.2(d)1* promulgated under the Authority's enabling legislation, *N.J.S.A. 27:23-6.1*.

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PROFESSIONAL SERVICES CONTRACTS

290-11-2019

In a document dated November 4, 2019, **Deferred Compensation Consultant Services, MMA Securities-Centurion, RM-150907 (Human Resources), Budget Code: Various, Amount: \$142,500.00 (3-year contract)**, was approved.

The New Jersey Turnpike Authority ("Authority") issued a request for proposal ("RFP") to engage the services of a firm to provide deferred compensation consultant services related to its deferred compensation plan ("Plan"). Specifically, the selected consultant will provide the Authority with three primary components; review current plan structure, assist in the formulation and evaluation of a RFP to secure a plan recordkeeper, and meet with the Authority's Deferred Compensation Committee a minimum of three times per annum on the status of the plan, provide legislative updates, fund analysis and assist in the development of the Investment Policy.

The RFP was advertised on August 1, 2019 in the Star Ledger and the Asbury Park Press and posted on the Authority's and State of New Jersey websites. In addition, the 12 firms listed in the Authority's database for the referenced services were notified of the procurement. On September 18, 2019, proposals were received from the following eight firms:

1. Buck, New York, NY
2. Callan, LLC, Summit, NJ ("Callan")
3. Cammack Retirement Group, New York, NY
4. Dahab Associates, Inc., Bay Shore, NY
5. MMA Securities-Centurion, Plymouth Meeting, PA ("MMA")
6. NFP Retirement, Inc., Maitland, FL
7. Portfolio Evaluations, Inc., Warren, NJ ("PEI")
8. Segal Marco Advisors, Greenwood Village, CO ("Segal")

An Evaluation Committee (the "Committee"), established by the Executive Director, consisted of personnel from the Authority's Human Resources and Finance Departments. In addition, staff from the Law and Procurement and Materials Management Departments served as non-voting members of the Committee. The Committee reviewed the written proposals based on the criteria set forth in the RFP and scored each firm individually. Based on the Committee's review of the proposals, the Committee invited representatives from the four (4) top-ranked firms, namely: Callan, MMA, PEI and Segal to make oral presentations and provide best and final offers ("BAFOs"). Based upon the written and oral presentations, the Committee prepared a report that detailed the evaluation process and set forth its findings and recommendation.

The Committee found that all four firms were highly qualified and responsive to the Authority's Scope of Services. All four firms provided a professional and comprehensive oral presentation with experienced account management teams.

The Committee concluded that MMA Securities-Centurion was the most qualified firm and recommended that it be awarded the contract. The MMA team demonstrated a clear understanding of the Authority's needs along with extensive experience in assisting in the RFP

process for a new recordkeeper.

MMA proposed annual fees of \$40,000.00 for years 1-3, for a total three-year price of \$120,000.00. MMA proposed a fee of \$22,500.00 to assist the Authority in preparing an RFP for procuring an administrator for a deferred compensation program. MMA also quoted fees for the extension years should the Authority exercise these. The fees quoted for year 4 and year 5 are \$42,500.00 and \$45,000.00 respectively.

This professional services procurement was conducted in accordance with *N.J.S.A. 27:23-6.1*, *N.J.A.C. 19:9-2.1(b)*, Executive Order No. 37 (Corzine 2006), and Executive Order No. 26 (Whitman 1994). 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 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

Accordingly, authorization is requested to award a three (3) year contract to MMA Securities-Centurion for deferred compensation consultant services in an amount not to exceed \$142,500.00 for a three-year term. Authorization is further requested for the Executive Director to approve each of the two (2) optional one-year extensions at fees not to exceed \$42,500.00 and \$45,000.00 respectively upon satisfactory performance, subject to funding availability at the time of service. It is also requested that the Executive Director be authorized to take such actions and to execute any and all documents that may be deemed necessary and appropriate to further the intent and purpose of the authorizations stated herein.

On motion by Commissioner Pocino and seconded by Treasurer DuPont the Board unanimously approved item numbers 284-11-2019 through 290-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	YES	YES	YES	ABSENT	YES

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GENERAL BUSINESS

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OPERATIONS

Director of Operations Kevin Dunn requested acceptance of item number 291-11-2019.

Moved is the item as follows:

291-11-2019

Director of Operations Kevin Dunn requested acceptance of Volumes and Crash Synopses for the Garden State Parkway and New Jersey Turnpike: Period 01/01/2019 through 10/31/2019; with 2018-2019 Yearly Comparisons through October 2019.

On motion by Treasurer DuPont and seconded by Commissioner Pocino, the Board unanimously accepted item number 291-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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STATE POLICE

Major Ernie Giampietro requested acceptance of item number 292-11-2019. Moved is the item as follows:

292-11-2019

Major Ernie Giampietro requested acceptance of the **New Jersey State Police Troop D Activity Reports**, for October 2019, with 2018 – 2019 Yearly Comparisons.

On motion by Treasurer DuPont and seconded by Commissioner Pocino the Authority unanimously accepted the reports contained in item number 292-11-2019 and received same for file.

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FINANCE

Chief Financial Officer Donna Manuelli requested acceptance of item number 293-11-2019. Moved is the item as follows:

293-11-2019

Chief Financial Officer Donna Manuelli presented the **Financial Summary for the Ten (10) months ended October 31, 2019**, was accepted.

On motion by Treasurer DuPont and seconded by Commissioner Pocino the Board unanimously accepted item number 293-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

Chief Financial Officer Donna Manuelli requested approval of item number 294-11-2019. Moved is the item as follows:

294-11-2019

In a memorandum dated November 12, 2019, **Authorization to Amend the Series 2015B Direct Purchase Bondholder Agreement with Citibank, N.A.**, was approved.

At its March 25, 2014 meeting, the Authority's Board of Commissioners adopted the Series 2014 Turnpike Revenue Bond Resolution. The Series 2014 Resolution authorized the Authority to refinance the then outstanding \$50,000,000 Series 2011 B Turnpike Revenue Bonds, which were variable rate bonds. Consistent with the resolution, the Authority completed a competitive procurement for \$50,000,000 in variable rate bonds to refinance the Series 2011 B Bonds. Citibank, N.A. (Citibank) was the successful low bidder, and on January 29, 2015, pursuant to the Series 2014 Resolution, the Authority entered into a Direct Purchase Bondholder Agreement for the Series 2015 B Bonds. The bondholder agreement terminates on 1/1/24, which is the final maturity date on the bonds.

Under the existing agreement, the Authority pays Citibank a variable interest rate of 75%

of 1-month LIBOR plus 45 basis points, which is currently equal to about 1.8%. While the agreement goes through 1/1/24, Citibank has the option to require a mandatory tender of the bonds on 1/1/20. On that date, the bonds will have a par value of only \$33,875,000, as the Authority will make a scheduled principal payment of \$16,125,000 on that same date. If Citibank exercises its mandatory tender option, the Authority will be required to pay the bonds in full. If the Authority does not repay the bonds on 1/1/20, the interest rate on the bonds will increase from 75% of 1-month LIBOR + 45 basis points (currently about 1.8%) to 9.2%.

Citibank has agreed to not exercise its mandatory tender option on 1/1/20, and to instead amend the mandatory tender date on the bonds to 4/1/20, as well as amend the interest rate to be paid by the Authority from 1/1/20 until 4/1/20 to 75% of 1-month LIBOR + 75 basis points (currently about 2.1%). This amendment will save the Authority about \$600,000 during the 3-month period, if the bonds remain outstanding, as compared to the interest it would pay if Citibank exercised its mandatory tender option on 1/1/20. In addition to the interest savings, this amendment will allow the Authority to pursue refunding opportunities for these bonds either combined with other potential fixed rate bond refinancing's in the public debt market, or on its own through a direct purchase bid. The Authority's financial advisor feels that the proposed amendment is reasonable based upon current market conditions.

Accordingly, authorization is requested to amend the Series 2015 B Direct Purchase Bondholder Agreement consistent with the terms described above.

Your approval of this recommendation is respectfully requested.

On motion by Treasurer DuPont and seconded by Commissioner Pocino the Board unanimously approved item number 294-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	YES	YES	YES	ABSENT	YES

Chief Engineer Robert Fischer requested approval of item number 295-11-2019. Moved is the item as follows:

295-11-2019

In a memorandum dated November 18, 2019, HMS Host and Sunoco - Authorization for Executive Director to Enter into a Memorandum of Understanding for Reimbursement associated with the Service Area Rehabilitation Program, Amount: \$22,000,000.00, was approved.

On September 12, 2017, the Authority entered into an agreement with HMS Host to reconstruct eight service area buildings and remodel seven service area buildings on the New Jersey Turnpike (Turnpike) & Garden State Parkway (Parkway). A similar agreement was

executed with Sunoco to reconstruct fuel facilities at 21 services areas including environmental remediation on the Turnpike and Parkway. Phase I improvements include the Monmouth and Brookdale North Service Area on the Parkway and the Thomas Edison and Alexander Hamilton Service Areas on the Turnpike. Under the 2017 HMS Host Agreement, the Authority is responsible for work outside the curb line, while HMS Host is responsible for work within the curb line along the perimeter of the buildings. The current Sunoco Agreement provides that Sunoco is responsible for work that includes the fuel islands and fuel storage tanks. The Authority is responsible for soil remediation at the Turnpike locations.

Having HMS Host and Sunoco contractors perform all the respective work associated with the Phase I Improvements will avoid conflicts and coordination issues with multiple contractors on site. Therefore, it is within the Authority’s interests to have this work performed by HMS Host and Sunoco contractors and, subject to verification of costs, reimburse HMS Host and Sunoco, respectively, for all costs incurred for work that is otherwise the Authority’s responsibility under the existing HMS Host and Sunoco Agreements.

This item will authorize the Executive Director to enter into a Memorandum of Understanding (MOU) memorializing the foregoing and permitting reimbursement to HMS Host and Sunoco for completing that portion of the Phase I improvements that are the Authority’s responsibility, in an amount not to exceed \$14,000,000 and \$8,000,000, respectively. The existing HMS Host and Sunoco agreements will be subsequently amended to incorporate the MOU.

On motion by Treasurer DuPont and seconded by Commissioner Pocino the Board unanimously approved item number 295-11-2019; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

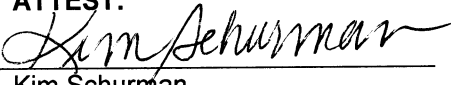
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ROLL CALL

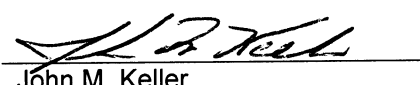
GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO	BERTONI
YES	YES	YES	YES	YES	ABSENT	YES

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The motion to adjourn was made by Commissioner Pocino and seconded by Treasurer DuPont, and, after the voice vote, the motion was duly adopted. The Board of Commissioners adjourned the meeting at 9:55 a.m., and advised that it will meet again on Tuesday, December 17, 2019 at 9:00 a.m., at the Authority’s headquarters building located at 1 Turnpike Plaza in Woodbridge, New Jersey.

ATTEST:


Kim Schurman
Secretary to the Authority


John M. Keller
Executive Director

Date: November 19, 2019