

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY  
FRIDAY, OCTOBER 31, 2008**

Commissioner DuPont called the Authority into session in the Executive Boardroom of the Authority's Administration Offices, Woodbridge, New Jersey, at 12:03 P.M.

**PRESENT**

Commissioner Michael DuPont; Commissioner Harold Hodes; Commissioner Clive Cummis; NJDOT Commissioner Designee Patricia Snyder; and participating via telephone: Commissioner David Evans; Commissioner Raymond Pocino.

Executive Director Diane Gutierrez-Scaccetti; Deputy Executive Director John O'Hern; Chief Engineer Richard Raczynski; Finance Director Benjamin Hayllar; Human Resources Assistant Director Harris Galary; Internal Audit Director James Carone; Law Director George Caceres; Maintenance Director John Cifelli; Operations Director Sean Hill; Purchasing Director Andrea Ward; Strategic Policy & Planning Director Marilyn Lennon; Technology and Administrative Services Assistant Director Steve Ehrmann; Tolls Director Robert Quirk; Chief of Staff Joseph Orlando; New Jersey State Police Troop D Deputy Commander, Major Matthew Walker; and Secretary Rose Stanko.

Also present were: General Counsel John Hoffman; Co-General Counsel Judy Verrone; General Consultant James Beattie; Sonia Frontera, Governor's Authorities Unit; additional individuals consisting of other NJTA employees; interested organizations; general public; and from the media: Bloomberg Business News.

**NOTICE OF MEETING**

This is a rescheduled meeting of the New Jersey Turnpike Authority. 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.

**APPROVAL OF MINUTES**

The Secretary reported that ten days (excluding Saturdays, Sundays and holidays) have elapsed since Governor Jon S. Corzine received the proceedings of the October 3<sup>rd</sup> rescheduled meeting and the October 10<sup>th</sup> special meeting; he has not exercised his power to veto any items in those minutes.

Upon motion made by Commissioner Hodes, seconded by Commissioner Pocino, the minutes of the October 3 and October 10, 2008 meetings were unanimously approved.

**RECUSALS**

The Secretary reported that advisement of recusal has been submitted regarding agenda item 206-08 for Commissioner DuPont and Commissioner Pocino and that the Director of Law has advised that no conflicts exist with respect to this agenda. She then asked for any further recusals or abstentions to be placed on the record for this meeting. There was no response.

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At this juncture, it was determined that a separate Executive Session was not required and Commission DuPont opened the floor for comment pertaining to the public items being presented for Board approval. There was no response.

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

## **HUMAN RESOURCES**

### **193-08**

Human Resources Assistant Director Galary submitted the **Personnel Agenda**, dated October 31, 2008, and requested confirmation of the personnel matters contained therein.

The Executive Director certified the recommendations for consideration.

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

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## **LAW**

Law Director Caceres requested approval of item numbers 194-08 through 199-08 and 214-08. Of those items, all moved as a group, numbers 194-08 through 199-08 follow immediately as:

### **194-08**

In the memorandum dated September 25, 2008, concerning the recommendation to **Ratify Payment of Judgment and Approve Attorney Fee Reimbursement in the Matter of Dugan Construction Co., Inc. v. New Jersey Turnpike Authority, et al.**, New Jersey Superior Court, Burlington County, Docket No. BUR-L-2185-02, Account No. 065-156013-06510006.

At the May 4, 2006 Commission Meeting, the Commissioners authorized bifurcation of the **Dugan Construction Co., Inc. v. New Jersey Turnpike Authority, et. al.** litigation. Upon advice of the Law Department and General Counsel, the excavation claim was settled and payment to Dugan Construction Co., Inc. ("Dugan") in the amount of \$452,000 was authorized. Litigation continued on the water remediation claim of over \$9.6 Million.

Summary Judgment on the water remediation claim was granted in its entirety in February 2007 by the Honorable Marc M. Baldwin in Burlington County who found that Dugan was entitled to no compensation whatsoever for the extra water remediation work because Dugan had a duty to bring the Authority's grossly underestimated quantities for water remediation in the specifications to the Authority's attention prior to bidding. Dugan appealed.

In a 29-page unanimous opinion, dated February 29, 2008, the Appellate Division upheld the Authority's position with respect to Dugan's claim for compensation based on its bid price. However, the appellate panel found that the issue should have been more properly characterized as a mutual mistake entitling Dugan to the reasonable value of its work rather than a violation of Dugan's duty to make a prebid inquiry that would entitle Dugan to nothing. It therefore reversed

the trial court only to the extent it had denied Dugan the \$52,330 that the Authority's expert Frank Renda had concluded the extra work was actually worth (Dugan presented no proofs on the actual value of the work, instead relying solely on its bid price argument). Accordingly, the court ordered the trial court to enter judgment in Dugan's favor in the amount of \$52,330 – but was so unimpressed with Dugan's conduct under the contract that it made it a point to deny Dugan any prejudgment interest despite the fact that Dugan's claim went back over seven years.

General Counsel recommended against an appeal from the Appellate Division's decision because, even though it technically required judgment to be entered against the Authority, the amount of the judgment represents a net benefit of over \$9.6 million.

Dugan filed a Petition for Certification to the New Jersey Supreme Court which was denied. In accordance with the Appellate Division's decision and timetable, the Authority issued a check in the amount of \$52,330 to the Trust Account of Heine Associates, Dugan's Counsel.

The only remaining issue in this litigation was the Authority's claim for reimbursement of its counsel fees from Camp, Dresser & McKee, Inc. ("CDM"), a defendant and the Authority's design consultant who was responsible for preparing the Authority's bid documents for Contract No. R-1377 and, specifically, the gross underestimate of water remediation quantities. The complexities of the case led to General Counsel's advice, which proved successful, to forego initially the counsel fee cross-claim at trial against CDM (and allow an order to be entered to permit the Authority to reinstate this claim in the event of a remand upon appeal) in order to allow a more appeal-proof summary judgment in the Authority's favor. Consequently, without CDM defending against the Authority's cross-claim, the Appellate Division was able to affirm Judge Baldwin's denial of Dugan's \$9.6 million claim and reverse and remand only to the extent of the \$52,330 judgment to be paid to Dugan for the overage water remediation. Upon such limited remand, Judge Baldwin then ordered a settlement conference on the issue of the Authority's counsel fee claim against CDM. Counsel to the Authority and CDM recognized that further litigation of this issue at the trial level, with rights of appeal, was both risky and costly. CDM's exposure on the water remediation issue could exceed \$100,000 and, therefore, upon Judge Baldwin's suggestion, CDM was willing to offer \$25,000 to settle the Authority's counsel fee reimbursement claim. General Counsel agrees and recommends acceptance by the Commission of this settlement offer.

Accordingly, the Commissioners are hereby requested to: (1) ratify the payment of the Appellate Division's judgment of \$52,330 to Dugan Construction Co. Inc. through its attorneys, Heine Associates; and (2) accept from Camp Dresser & McKee Inc., its offer of \$25,000 toward reimbursement of counsel fees in full and final resolution of Dugan Construction Co., Inc. v. New Jersey Turnpike Authority, et al. The judgment of \$52,330 will be charged to Fund 065, Account No. 156013, Project No. 06510006.

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In the memorandum dated October 22, 2008, concerning the recommendation to **Accept Judgment and Approve Settlement in the Matter of Michael Heusser v. New Jersey Highway Authority**, State of New Jersey, Division of Civil Rights (On Appeal), OAL Docket No. CRT 6830-93, DCR Docket No. EB23HB-33396; EB27HL-33396; App. Div. Docket Nos. A-622-05T3; A-700-05T3; Account No. 04008022.

Michael Heusser, a former employee of the New Jersey Highway Authority, filed a complaint of discrimination against the Highway Authority in 1992, with the Division of Civil Rights ("DCR"). He claimed that the Authority discriminated against him by demoting him from a Maintenance Person I position to a Utility Person position, because of his disability, cerebral palsy. His complaint sought reinstatement and monetary damages. The Highway Authority admitted reassigning the Plaintiff because of his disability, but asserted that it did so because Plaintiff's disability precluded him from performing the essential function of the Maintenance Person I position. The Authority further asserted that even if Plaintiff could perform the duties of that position, he could not do so safely.

The matter was then transmitted to the Office of Administrative Law ("OAL"). The hearing commenced in January 1995 and concluded on June 21, 1996. On August 6, 1997, the Administrative Law Judge ("ALJ") issued an Initial Decision, dismissing Heusser's complaint. In February 1998, the Director of the DCR rejected the ALJ's Initial Decision and determined that the Authority did, in fact, violate Heusser's rights. As part of his decision, the Director remanded the case back to the ALJ for a hearing on damages. Such a hearing has two components: (1) damages alleged to have been suffered by Heusser; and (2) counsel fees incurred by Heusser.

In or about 1998, Heusser advised the Authority that he was no longer seeking reinstatement of his former position, the primary relief sought in his complaint. He nevertheless continued to pursue litigation. Every subsequent attempt at settlement failed in large part because Heusser was seeking attorneys' fees in excess of \$800,000. Litigation in this matter has been continuing since that time.

On September 9, 2008, the Supreme Court denied Michael Heusser's Petition for Certification and the New Jersey Turnpike Authority's Cross-Petition for Certification. The Authority must now satisfy the previously entered judgments, i.e. the award to Heusser by the Division on Civil Rights of \$97,198.00 in damages plus interest in the amount of \$21,950.55 and \$456,082.22 in counsel fees plus interest in the amount of \$49,788.97. The Appellate Division also awarded Heusser \$25,000 in counsel fees plus interest in the amount of \$687.50.

The Law Department along with the Authority's General Counsel and Special Counsel in this matter, Schwartz, Simon, Edelstein, Celso & Kessler, LLC, recommend that the New Jersey Turnpike Authority's Commissioners ratify the Judgment of \$650,707.24 in this matter.

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**196-08**

In the memorandum dated October 16, 2008, concerning the recommendation to **Settle the Formal Workers' Compensation Matter of Leon Valentino v. New Jersey Turnpike Authority**, Account No. 10-870-405070.

Leon Valentino, a Parkway Maintenance Person hired in June 1987, suffered injuries to his lumbar and cervical spine when he struck a fallen tree while riding a mower on September 13, 2006. After a conservative regimen of treatment by the Medical Section failed to alleviate his pain, Mr. Valentino was referred for a surgical consultation on January 18, 2007 with Dr. James Lowe, who diagnosed exacerbation of pre-existing low back pain, disc disease and exacerbation of complex pain syndrome in right proximal hip and lower extremity. Surgery was recommended. Mr. Valentino presented for a second surgical opinion on August 13, 2007 with Dr. Delasotta, who ordered a myelogram. The myelogram revealed multiple areas of disc disease, however Dr. Delasotta opined that surgery would not provide any "functional benefit" to Mr. Valentino. The last report is from Dr. Lowe who still recommended surgery after reviewing the myelogram. Mr. Valentino opted not to have the surgery, citing the conflicting medical opinions. Mr. Valentino did not lose any time from work.

The Petitioner is represented by Petro Cohen Petro Matarazzo, Cape May Courthouse Office. The Authority is defended by Special Counsel Curt Cox of Kamensky Cohen of Pennington. The matter is venued in the district office of Atlantic City before Judge Aubrey Kernan.

Permanency findings on behalf of the Petitioner opined more than 95% (\$393,870.00) orthopedic partial total disability and 15% neuropsychiatric partial total disability. Permanency findings on behalf of the respondent opined 15% partial total disability, apportioning 7.5% to this accident. In conference with the Judge, 75% partial total disability was recommended. Given the Judge's stated demeanor, we cannot hope for a better outcome if tried. 75% partial total disability amounts to \$310,950.00. Subtracting the credit for the previous 65% (\$233,610.00), leaves a net award of \$77,340.00.

The Law Department has reviewed this matter and agrees with the recommendation of the Special Counsel, the Authority's third party workers' compensation administrator and the Assistant Director, HR, Safety & Benefits. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of \$77,340.00.

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**197-08**

In the memorandum dated October 17, 2008, concerning the recommendation to **Purchase Property Necessary for the New Jersey Turnpike Interchange 6 to 9 Widening Program**, Turnpike Section 3E; Design Section 2; Parcel No. 248, Block 129, Lot 7.01 – Partial Taking, 50 Georgetown Road, Bordentown Township, Burlington County, Current Owner: Milton and Sylvia Weisberg; Project No. 06510057.

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 with construction scheduled to commence during 2009.

In order to complete the Widening Program, the Authority must acquire certain property located adjacent to the Turnpike for the purpose of facilitating construction as well as for potential environmental purposes. The Authority has determined that a portion of the above referenced property is necessary for the Widening Program. To that end, the Authority had an appraisal prepared and reviewed by Value Research Group, LLC, which set a value for this portion of the Block 129, Lot 7.01 (the "Property") in the amount of One Hundred Twenty Five Thousand (\$125,000.00) Dollars. The Authority then entered into good faith negotiations for the purchase of same based on this appraised value. The property is approximately 13.10 acres in total and is improved with two retail buildings that are unaffected by the acquisition of the parcel by the Authority. The Authority must acquire a portion of this total, specifically 1.61 acres. As this is a negotiated sale and the buildings are unaffected, relocation benefits are not involved. Said negotiations resulted in the parties agreeing to a purchase price of One Hundred Forty Five Thousand (\$145,000.00) Dollars. The Authority's Law Department in consultation with General Counsel and its Real Estate Manager/Consultant recommend that the Authority acquire the Property owned by Milton and Sylvia Weisberg under the terms and conditions as set forth above.

Based on the foregoing, it is requested that the Authority Commissioners authorize the Executive Director and Director of Law to take all steps necessary to purchase a portion of the property located at 50 Georgetown Road, Bordentown Township for the amount set forth above and to satisfy those other costs required to be paid at closing, said costs not to exceed Five Thousand (\$5,000.00). It is further recommended that the Executive Director be authorized to take any other steps necessary for the acquisition of the property upon review and approval of such action by the Law Department and General Counsel.

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**198-08**

In the memorandum dated October 23, 2008, concerning the recommendation to **Acquire Portions of Additional Properties Deemed Necessary in Connection with the Parkway Milepost 30 to Milepost 80 Widening Program**, Parkway Section 10: Block 5.59, Lot 1; Block 5.61, Lot 4; and Block 5.62, Lot 1; (Parcel Numbers to be Assigned Later), Beachwood Borough, Ocean County, Account No. 20260001.

By Agenda Item 96-07 at the July 23, 2007 Commission Meeting, the Commissioners approved and authorized the acquisition of a number of properties identified at the time as necessary for Interchange 30-80 Widening Project based upon preliminary design. Upon further review and further design of the project, portions of the following additional properties are

deemed necessary for the project: Block 5.59, Lot 1; Block 5.61, Lot 4; and Block 5.62, Lot 1. All are located in Beachwood Borough and are owned by Beachwood Borough. The approximate area of the portions which need to be acquired is less than one acre.

Accordingly, it is requested that the Authority's Commissioners deem the properties set forth above necessary for the Interchange 30-80 Widening Project. In addition, authorization by the Authority's Commissioners is required to permit the Executive Director, with the assistance of the Law Department, Engineering Department, Co-General Counsel and other Authority consultants, to take all steps necessary to prepare for and purchase by negotiated purchase or eminent domain, all property interests needed for the Project. This authorization includes, but is not limited to, those three (3) properties set forth above, and all additional property interests which may not be identified to date. The cumulative value of all additional property interests, including the three (3) properties set forth alone, is estimated not to exceed \$100,000 and is subject to ratification by the Board at a later date.

Based upon the forgoing, it is recommended that authorization be granted to the Executive Director to enter into agreements that substantially conform to the terms set forth above, after review and approval of the final documents by the Law Department. In addition, it is recommended that the Executive Director be authorized to execute any and all further documents in connection herewith that are advisable and agreed upon between the parties after review and approval by the Law Department. It is further recommended that the Commissioners ratify and approve in all respects all actions taken to date in furtherance of the purchase of these property interests.

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#### **199-08**

In the memorandum dated October 24, 2008, concerning the recommendation to **Authorize the Executive Director to Negotiate and Enter into Agreements with the Pinelands Commission in Connection with the Parkway Milepost 30 to Milepost 80 Widening Program**, Account No. 06560018.

As part of the environmental permitting process to advance the Authority's 30 to 80 Widening Project on the Garden State Parkway, the Pinelands Commission ("Commission") requires that the New Jersey Turnpike Authority ("Authority") enter into an Intergovernmental Memorandum of Agreement ("MOA") which will authorize the Authority to undertake the Widening Project within the Pinelands Area and require the Authority to mitigate various adverse impacts resulting from the proposed widening of the Parkway from 2 to 3 lanes in each direction and the addition of full shoulders between Interchanges 30 and 80 as well as the rehabilitation of the existing Bass River and Mullica River bridges and construction of new parallel spans (the "Widening Project").

Specifically, in its proposed form, the MOA requires the Authority to agree to undertake certain mitigation efforts to address impacts associated with the Widening Project and reimburse

the Commission for its expenses associated with the review of the Widening Project and development of the MOA.

In addition, the Commission will require the Authority to execute a second agreement which will obviate the potential secondary impacts that the Commission has concluded could be associated with the Widening Project (the “Secondary Impacts Agreement”).

Based on the above, it is recommended that authorization be granted to the Executive Director to negotiate and enter into the MOA and the Secondary Impacts Agreement in a form substantially similar to that set forth above after review and approval of the final document by the Law Department and Co-General Counsel. In addition, it is recommended that the Executive Director be authorized to negotiate and execute any and all further documents and agreements in connection therewith, and necessary to effectuate the Widening Project, that are advisable and agreed upon between the parties after review and approval by the Law Department and Co-General Counsel.

Reviewed by the Human Resources Director and available funds certified by the Finance Director, where applicable; the Executive Director certified the recommendations for consideration.

On motion by Commissioner Hodes, seconded by NJDOT Designee Snyder, the Authority unanimously approved Items 194-08 through 199-08; and authorized, as presented, the recommendations contained therein; and received and filed the memoranda.

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The following matters were identified in the Public Session agenda:

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#### **ENGINEERING**

Chief Engineer Raczynski requested approval of item numbers 200-08 through 206-08.

At this time General Counsel Hoffman was called upon to address the Board regarding item 206-08. He advised that with only the current six (6) Authority Board Members, a conflict will always be present for this item. Therefore, he opined that for number 206-08, the conflict is lifted by “rule of necessity” and voting be permitted by Commissioner Pocino to complete the required quorum.

Moved as a group, those Engineering items are as follows:

#### **200-08**

In the memorandum dated October 24, 2008, concerning a recommendation to **Delegate Authority to the Executive Director to Issue Supplements to Various Orders for Professional Service**, Design Services, Infrastructure Improvements, New Jersey Turnpike and Garden State Parkway, Various Capital Program Funds.

In an effort to construct necessary infrastructure and safety improvements to the Turnpike and Parkway as quickly as possible, the Engineering Department has identified 37 construction contracts which could be awarded within the next 12 months. Of those contracts, 7 will require a fast track design effort in order to meet the schedule.

Due to the accelerated schedule to complete this work, it is requested that the Executive Director be authorized to issue supplements to the submitted list of active Orders for Professional Service (OPS) upon recommendation of the Chief Engineer after the October 2008 Commission Meeting. Each of these OPS' were procured through a competitive process.

It is, therefore, recommended that supplements to the OPS' identified be issued upon the recommendation of the Authority's Chief Engineer. The issuance of these supplements will be ratified at the December 9, 2008 Commission Meeting. The original contracts were procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.S.A. 19:9-2.8.

Delegated Authority Supplements

| OPS     | Consultant          | Description                                                                                                                                                                                                                                                                   | Estimated Supplement Amount |
|---------|---------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| A3053   | HNTB                | Prepare contract documents and provide post-design services for the widening and deck reconstruction of Structure E112.58A at Turnpike Interchange 16E to 18E. Construction is estimated at \$10,000,000.                                                                     | \$1,000,000                 |
| A3053   | HNTB                | Prepare contract documents and provide post-design services for the improvements to existing gusset plates on the Delaware River Bridge at Structure P0.00. Construction is estimated at \$7,000,000.                                                                         | \$ 500,000                  |
| P3151   | CMX                 | Prepare contract documents and provide post-design services for reconstruction of concrete parapets and partial deck replacement on various Parkway bridges. Construction is estimated at \$10,000,000.                                                                       | \$ 850,000                  |
| T3152   | Dewberry            | Prepare contract documents and provide post-design services for partial or full bridge deck reconstruction on several Turnpike Bridges. Construction is estimated at \$10 to \$15 Million.                                                                                    | \$1,000,000                 |
| P3045   | Chas. Sells         | Revise contract documents to conform with changes in Maintenance and Protection of Traffic (MPT) and construction staging plans from previous contract documents submitted. Construction is estimated at \$25,000,000.                                                        | \$ 100,000                  |
| P3054   | Boswell             | Modify existing contract documents and provide post-design services to coordinate the Parkway Interchange 88 / Interchange 89 sign improvement contract with the proposed shoulder improvement project. Construction is estimated at \$4,000,000.                             | \$ 50,000                   |
| 32-245D | Gannett Fleming Inc | Prepare contract documents and provide post-design services to modify existing 10-year old plans to conform with changed building codes and permit modifications for the Herbertsville Bus and Truck Inspection Facility, Parkway. Construction is estimated at \$12,000,000. | \$1,000,000                 |
|         |                     | TOTAL                                                                                                                                                                                                                                                                         | \$4,500,000                 |

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**201-08**

In the memorandum dated October 8, 2008, concerning a recommendation to **Issue Order for Professional Services No. T3085 – URS Corporation** – Design Services for Contract No. T100.034, Bridge Deck Reconstruction, Miscellaneous Structural, Roadway and Lighting Improvements, Newark Bay-Hudson County Extension, Milepost N0.00 to N3.00, 2008A Note Construction Fund No. 30000010.

This Order for Professional Services (OPS) will provide for field inspection, design, and preparation of contract documents for Bridge Deck Reconstruction and Miscellaneous Structural, Roadway and Lighting Improvements on the Newark Bay-Hudson County Extension, with the focus

of this first contract of redecking on the main span and approaches of the Newark Bay Bridge, Structure No. N2.01. The scope of services includes investigation and recommendation of bridge redecking systems; a seismic analysis and recommendations for retrofit; recommendations for truss gusset plate retrofits and miscellaneous structural repairs, and investigation and recommendation of main truss span tie chord redundancy improvements. The construction contract is anticipated to be awarded in January 2010.

This assignment is classified as a "Complex Project" because the fee exceeds \$1,000,000. Forty-one engineering consulting firms prequalified and eligible in Profile Code A095: Bridges – Deck Reconstruction and A097: Bridges – Seismic Retrofits were invited to submit Expressions of Interest (EOIs). Five EOIs were received by the closing date of August 14, 2008.

Subsequent to the scoring of EOIs by the Review Committee, four firms were requested to submit Technical and sealed Fee Proposals. The firms are: 1) URS Corporation; 2) Greenman-Pedersen, Inc.; 3) HNTB Corporation; and 4) Chas. H. Sells, Inc. The Review Committee reviewed and evaluated each firm's Technical Proposal and final scoring resulted in URS Corporation being the highest technically ranked firm. The fee submitted has been reviewed, negotiated and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that OPS No. T3085 be issued to the firm of URS Corporation of Wayne, New Jersey in the maximum amount of \$3,350,000. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.47, based on a 10% allowance for profit and an overhead rate of 124.4% or, the firm's overhead rate as determined by Federal Audit Regulation (FAR) procedure, whichever is less, plus authorized, direct non-salary expenses. The award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by this awardee pursuant to Public Law 2005, Chapter 51 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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#### **202-08**

In the memorandum dated October 16, 2008, concerning a recommendation to **Issue Order for Professional Services No. A3189 – The RBA Group Inc.; and Order for Professional Services No. A3190 – Langan Engineering & Environmental Services Inc.** – On Call General Environmental Consulting Services, Various Capital Program Funds.

Through this Order for Professional Services (OPS) single procurement process, the Authority is recommending two consultants to furnish on-call general environmental consulting services for a three-year term with an option for three one year extensions. The consultants will be required to review Authority projects for input regarding permitting requirements and/or strategies, prepare environmental permit applications, review environmental work performed by other

consultants, and perform other related work in accordance with current New Jersey Department of Environmental Protection regulations.

These assignments are classified as "Simple Projects" based on the scope of work being clearly defined and not likely to change during the term of the services, and the cost not exceeding \$1,000,000. Solicitations for Expressions of Interest (EOIs) were sent to environmental engineering firms prequalified and eligible under Profile Codes: C-070, Asbestos Abatement: Surveys, Design and Inspections; C-190 - Preparation of EIS and EA's; C-191 - Wetland Delineations; C-192 - Archaeological/Cultural Resource Studies; C-193 - Air Quality Analysis/Noise Studies; C-194 - Site Investigations (incl. Hazardous Waste Screening); C-423 - Wastewater Collection, Treatment and Disposal; C-441 - Soil Management and Reuse Plans; or C-442 - Health and Safety Plans. Six firms submitted EOIs by the closing date of October 1, 2008. As a result of a detailed review of the EOIs, The RBA Group, Inc. and Langan Engineering & Environmental Services, Inc. were determined to be the most technically qualified firms to provide the necessary services.

Each OPS will be issued in the maximum amount of \$750,000 for a three year period, with an option for the Executive Director to approve three one-year extensions, provided the fee ceiling is not exceeded in the prior three years. If the extensions require additional funding, a supplement will be recommended at that time. Funding for these assignments will be provided through the project budgets for which environmental services are required utilizing the Authority's Work Request Authorization Form process. The maximum allowable initial value of an individual work task assignment is \$100,000.

It is, therefore, recommended that OPS Nos. A3189 and A3190 be issued to the firms of The RBA Group Inc. of Parsippany, New Jersey and Langan Engineering & Environmental Services Inc. of Elmwood Park, New Jersey, respectively, for a three-year duration in the maximum amount of \$750,000 each, with three one-year extension options. The multipliers for all work performed will be 2.50 and 2.79, respectively. These awards are contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by these awardees pursuant to Public Law 2005, Chapter 51 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 37 (Corzine).

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**203-08**

In the memorandum dated October 9, 2008, concerning a recommendation to **Issue Supplement No. 3 to GSP Order for Professional Services No. 133-773D – Gannett Fleming Inc.** – Cultural Resource Services, Parkway Widening, Interchange 30 to Interchange 80, Atlantic, Burlington and Ocean Counties, 2005 Bond Issue Fund No. 20260001.

GSP Order for Professional Services (OPS) No. 133-773D was issued at the March 2002 New Jersey Highway Authority Commission Meeting in the amount of \$124,755.84 to provide cultural resources/historic services associated with the permitting process for the widening of the

Parkway between Milepost 30 and 80. Supplement Nos. 1 and 2, in the combined amount of \$213,588.62, provided for: preparation of separate eligibility, base survey and attachment forms for all cultural and historic features as required by the State Historic Preservation Office; additional document research and field verification of the identified features; inventory of all drainage features of the preliminary plan and adjustments to the stormwater drainage design initially approved by the NJ Department of Environmental Protection; investigation of a public access site as part of the CAFRA and US Army Corps of Engineers permit; attendance at weekly and special coordination meetings; and review for Section 106 compliance.

This supplement will compensate Gannett Fleming for additional services that include: meeting coordination; final plan consultation; programmatic agreement and development of permit conditions through the spring of 2009. The original scope and subsequent supplements provided for these tasks since August 2007. Due to the delays and difficulties in obtaining the environmental permits, the permit team was required to continue their efforts beyond the permitting period allowed for in the original scope of work. In addition, and as a result of permit conditions, Gannett Fleming will provide historical cultural recordation and archiving of 81 existing structures between Interchange 30 and Interchange 80 and coordinate publication of a book and pamphlet on the history of the Garden State Parkway.

The fee of \$272,000.00 submitted by Gannett Fleming, Inc. for these additional services has been reviewed, negotiated, and is considered fair and reasonable for the additional services to be provided.

It is, therefore, recommended that Supplement No. 3 to GSP OPS No. 133-773D be issued to Gannett Fleming, Inc. in the amount of \$272,000.00 with compensation on the same basis as the original OPS. The addition of this amount increases the total authorized fee from \$338,344.46 to \$610,344.46. The original contract was procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.S.A. 19:9-2.8.

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#### **204-08**

In the memorandum dated October 16, 2008, concerning a recommendation to **Issue Supplement No. A to Order for Professional Services No. T3043 – Stone & Webster Inc.** – Construction Supervision Services for: TPK Contract No. R-1393B, Bridge Deck Reconstruction and Miscellaneous Structural and Roadway Improvements, Turnpike Structure Nos. E107.88 and E109.02, 2004 Bond Issue Fund No. 07810004; and Contract No. P100.098, Emergency Repair Contract, Parkway Structure No. 75.3, Lacey Road Over Garden State Parkway, Special Project Fund No. 04028037.

This Order for Professional Services (OPS) was originally issued in July 2005 to provide supervision of construction services for TPK Contract No. R-1393B. Stone & Webster was requested to provide immediate supervision of construction services for Contract No. P100.098, which was ratified at the July 22, 2008 Commission Meeting, to undertake immediate repairs of

GSP Structure No. 75.3, Lacey Road over the Garden State Parkway that was impacted by a tractor trailer. This Supplement will compensate Stone & Webster to provide the unanticipated additional construction supervision services for Contract No. P100.098 and the additional material testing costs incurred. The Authority will pursue reimbursement from third parties for all costs incurred by the Authority resulting from the damage to the structure.

The fee of \$200,000 submitted by Stone & Webster, Inc. for these additional services has been reviewed, negotiated, and is considered fair and reasonable for the additional services to be provided.

It is, therefore, recommended that OPS No. T3043A be issued to Stone & Webster, Inc. in the amount of \$200,000 (Special Project Fund No. 04028037) with compensation on the same basis as the original OPS. The addition of this amount increases the total authorized fee from \$4,900,000 to \$5,100,000. The original contract was procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.S.A. 19:9-2.8.

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#### **205-08**

In the memorandum dated October 29, 2008, concerning a recommendation to **Issue Supplement B to Order for Professional Services No. A3087 – Greenman-Pedersen Inc.;** and **Issue Supplement A to Order for Professional Services No. A3088 – Stantec Consulting Services Inc.** – On-Call Engineering, 10 Year Capital Program.

At the June 6, 2006 Commission Meeting, OPS A3087 and OPS A3088 were issued to Greenman-Pedersen, Inc. (GPI) and Stantec Consulting Services, Inc. (Stantec) to furnish on-call engineering services for a two-year period with an option for a one-year extension. The consultants are required to provide a variety of task-oriented work assignments of various length and scope during the term of the contract, subject to available funding.

Since the authorization of the original OPS to GPI and Stantec, it has become necessary to engage the services of these firms to provide engineering services to prepare contract documents to fast-track the award of three repair projects on the Parkway and Turnpike. Therefore, it is recommended that Supplement B be issued to GPI in the amount of \$600,000 to provide evaluation, contract documents and post-design services for painting a major structure on the Turnpike/Parkway. In addition, it is recommended that Supplement A be issued to Stantec in the amount of \$650,000 to provide contract documents and post-design services for substructure repairs to several major Parkway bridges and drainage repairs on the Turnpike. Funding will be provided within the Ten Year Capital Improvement Program.

It is, therefore, recommended that OPS No. A3087B, in the amount of \$600,000, be issued to Greenman Pedersen Inc.; and OPS A3088A, in the amount of \$650,000, be issued to Stantec Consulting Services Inc, with compensation of the same basis as the original OPS. It is further recommended that the individual work task assignment limit of \$100,000 be waived, only as to the fast-track assignments described herein. All other task assignments will remain capped

at \$100,000. The addition of \$600,000 increases the total authorized fee for Greenman-Pedersen Inc. to \$2,100,000. The addition of \$650,000 increases the total authorized fee for Stantec Consulting Services Inc. to \$1,650,000. The original contracts were procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.S.A. 19:9-2.8.

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**206-08**

A memorandum dated October 17, 2008, contains the recommendation of a **Contract for Formal Acceptance and Final Payment:**

| <u>CONTRACT NO.</u>             | <u>CONTRACTOR</u>                                                                                                                                                                               | <u>AMOUNT</u> |
|---------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|
| <b><u>Contract P200.057</u></b> | Stavola Contracting Co. Inc.<br>Pavement Rehabilitation and Rideability Improvements<br>Parkway Mile 48 to Mile 51<br>Atlantic and Burlington Counties<br>Maintenance Reserve Fund No. 03020005 | \$170,069.42  |

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

On motion by Commissioner Hodes, seconded by Commissioner Cummis, the Authority approved the seven (7) item engineering agenda; and authorized, as presented, the recommendations contained therein; and received and filed the memoranda.

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**PURCHASING**

Purchasing Director Ward distinguished item 207J-08 as a professional services contract; and identified the purchasing agenda items 207A-08 through 207I-08 as routine goods and services.

Moved as a group, items 207A-08 through 207J-08 are as follows:

**Results of Bidding** in response to public advertisement for the commodities requisitioned by various departments. Awards are contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardees pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and having no objection to same. Bids for these items were procured and authorization is sought to award contracts to the lowest responsible bidders, pursuant to N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2 and Executive Order 37.

Recommendations of contract awards to the low bidders meeting Authority specifications are as follows:

**207A-08**

| <u>BIDDERS</u> | <u>BIDS</u>  | <u>COMMODITY</u>                   | <u>VENDOR</u>                             | <u>AWARD</u> |
|----------------|--------------|------------------------------------|-------------------------------------------|--------------|
| <u>INVITED</u> | <u>REC'D</u> |                                    |                                           |              |
| 7              | 2            | Calcium Chloride<br>Spreader Parts | Norcia Corporation<br>North Brunswick, NJ | \$50,000.00  |

Price Agreement; Bids Received: October 17, 2008; Requisition Memorandum (RM)557 REBID Requisitioned by the Inventory Division, this One-year Price Agreement is for 11 Items of Calcium Chloride Spreader Parts (Reed Systems Brand or approved equivalent) in various quantities. Bidders were required to supply a price for every item listed, such as pumps, controls, tanks, hoses and fittings and a discount off the Manufacturer's List Price for \$10,000 worth of parts not listed. The award is based on the overall lowest quotation.

Review of the bid proposals found one bid as non-compliant which required mandatory rejection.

Therefore, recommendation is made to award to the lowest responsible bidder, Norcia Corporation. The anticipated annual expenditure will not exceed \$50,000, subject to funding availability at the time of service.

Original contract term may be extended for two additional one-year terms each under the same terms and conditions, in the sole discretion of the Authority.

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#### **207B-08**

| <u>BIDDERS</u><br><u>INVITED</u> | <u>BIDS</u><br><u>REC'D</u> | <u>COMMODITY</u>                                                               | <u>VENDOR</u>                                  | <u>AWARD</u> |
|----------------------------------|-----------------------------|--------------------------------------------------------------------------------|------------------------------------------------|--------------|
| 13                               | 5                           | Street Sweeper Services for Parkway Ramps and Mainline Roadway (Southern Area) | Total Center Maintenance Burlington, NJ        | \$47,000.00  |
|                                  |                             | (Northern Area)                                                                | Shauger Cleaning Services Inc. East Orange, NJ | \$78,000.00  |

Price Agreement; Bids Received: August 14, 2008; RM 599.

Requisitioned by the Maintenance Department this One-year Price Agreement is for street sweeper services on the ramps and mainline of the Garden State Parkway. Bidders were required to propose hourly rates for equipment and operators in the Northern and Southern Areas (500 hours Northern and 300 hours Southern) and an hourly rate for emergency services (8 hours Northern and Southern).

The Maintenance and Purchasing Departments reviewed the proposals and found that the apparent low bid proposal submitted does not comply with the technical bid specifications and was rejected.

Recommend award be made to the lowest responsible bidders: Total Center Maintenance for the Southern Area and Shauger Cleaning Services for the Northern Area, for a total anticipated annual expenditure of \$125,000, subject to funding availability at the time of service. Original contract terms may be extended for two additional one-year terms, each under the same terms and conditions, in the sole discretion of the Authority.

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#### **207C-08**

| <u>BIDDERS</u><br><u>INVITED</u> | <u>BIDS</u><br><u>REC'D</u> | <u>COMMODITY</u> | <u>VENDOR</u>                                   | <u>AWARD</u> |
|----------------------------------|-----------------------------|------------------|-------------------------------------------------|--------------|
| 3                                | 2                           | Office Supplies  | CMF Business Supplies Inc. South Plainfield, NJ | \$250,000    |

Small Business Enterprise Set-aside Award.

Bids Received: September 16, 2008; RM 606.

Requisitioned by the Office Services Division, this agreement is for the purchase of office supplies (including electronic, media, furniture, and miscellaneous items) stocked in inventory for use on both roadways. Bidders were required to quote a discount off of the list prices as stated in either the United Stationers or S.P. Richards 2009 catalog.

Recommend award be made to lowest responsible bidder, CMF Business Supplies Inc. The anticipated annual expenditure will not exceed \$250,000, subject to funding availability at the time of ordering. Original contract term may be extended for two additional one-year terms each under the same terms and conditions, at the sole discretion of the Authority.

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#### **207D-08**

| <u>BIDDERS</u><br><u>INVITED</u> | <u>BIDS</u><br><u>REC'D</u> | <u>COMMODITY</u>      | <u>VENDOR</u>                                 | <u>AWARD</u> |
|----------------------------------|-----------------------------|-----------------------|-----------------------------------------------|--------------|
| 6                                | 2                           | Magnetic Toll Tickets | Electronic Data Magnetics Inc. High Point, NC | \$317,470.00 |

Price Agreement; Bids Received: October 7, 2008; RM 610.

Requisitioned by the Office Services Department, this agreement is for approximately 53,000,000 magnetic toll tickets for the Toll Collection Department.

The Purchasing Department and the Technology & Administration Department reviewed the bid proposals and found that the proposal submitted by Electronic Data Magnetics, Inc. was fully compliant and within the anticipated annual expenditure budget of \$344,500. Therefore, it is recommended that their bid proposal be accepted in the amount not to exceed \$317,470, subject to funding availability at the time of ordering.

This One-Year Price Agreement is for the period of January 1, 2009 to December 31, 2009. Original contract term may be extended for two additional one-year terms each under the same prices, terms and conditions, in the sole discretion of the Authority.

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**207E-08**

| BIDDERS BIDS   |              | <u>COMMODITY</u>                                          | <u>VENDOR</u>                                                       | <u>AWARD</u> |
|----------------|--------------|-----------------------------------------------------------|---------------------------------------------------------------------|--------------|
| <u>INVITED</u> | <u>REC'D</u> |                                                           |                                                                     |              |
| 6              | 1            | Vac Con Truck Rental<br>for Catch Basin Sewer<br>Cleaning | Eagle Equipment Inc.<br>dba; Peirce Equipment Co.<br>Branchburg, NJ | \$40,000.00  |

Price Agreement; Bids Received: October 8, 2008; RM 615

Requisitioned by the Maintenance Department, this agreement is for on-call rental of a Vac-Con Truck for sewer cleaning on the Authority's roadways. Bidders were required to quote daily, weekly and monthly rates.

Recommend award be made to the lowest responsible bidder, Eagle Equipment Inc. The anticipated annual expenditure is not to exceed \$40,000, subject to funding availability at the time of ordering.

This is a one-year price agreement. Original contract term may be extended for two additional one-year terms each under the same prices, terms and conditions, in the sole discretion of the Authority.

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**207F-08**

| BIDDERS BIDS   |              | <u>COMMODITY</u>                                     | <u>VENDOR</u>                            | <u>AWARD</u> |
|----------------|--------------|------------------------------------------------------|------------------------------------------|--------------|
| <u>INVITED</u> | <u>REC'D</u> |                                                      |                                          |              |
| 13             | 2            | Closed Loop Vehicle<br>Washwater Treatment<br>System | Clearwater Technology Inc.<br>Newark, NJ | \$46,915.00  |

Purchase Order; Bids Received: October 14, 2008; PR 51779; Budget Code: 04028024

Requisitioned by the Engineering Department, this procurement of a Closed-Loop Vehicle Washwater Treatment System is used to recycle vehicle washwater as required by NJDEP Regulations. Bidders were required to supply a price for the System which would be installed in the Parkway's Clark Maintenance Yard.

The Engineering Department reviewed the bid proposals and found that the one submitted by the apparent low bidder did not meet or satisfy the technical specifications or biological treatment specifications and was rejected. The bid proposal submitted by Clearwater Technology, Inc. is fully compliant and award is recommended in the amount not to exceed \$46,915.

Original contract term may be extended for two additional one-year terms each under the same terms and conditions, in the sole discretion of the Authority.

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**207G-08**

In the memorandum dated October 15, 2008, concerning the recommendation to **Increase Authorized Amount of Contract No. 256 – Sodexho, Inc** – Cafeteria Services, New Jersey Turnpike Authority's Statewide Traffic Management and Technology Center (TMC), Woodbridge, Middlesex County.

At the time of the consolidation of the Garden State Parkway and the New Jersey Turnpike, the License Agreement between the Authority (formerly New Jersey Highway Authority) and Sodexho, Inc. was continued on a month-to-month basis until either the execution by the parties of a new license agreement or until termination of this agreement. Due to expanded usage of the cafeteria services, Commission authorization was granted to increase Contract No. 256 to an amount not to exceed \$204,500 for the period through September 30, 2008. According to the Patron Services Division, funds allocated for the operation of the cafeteria have been expended and the total authorized amount of the contract must be increased to pay for anticipated expenses for the period through February 28, 2009. The Patron Services Division has requested Contract No. 256 be increased by an additional \$31,000 to cover these payments and to allow appropriate time for the Authority to award a new contract.

Accordingly, authorization is requested to increase the authorized amount of Contract No.

256 with Sodexho, Inc., Trumbull, CT for cafeteria services at the Authority's TMC, for the period through February 28, 2009 in an amount not to exceed \$31,000. This will bring the total authorized amount of this Contract to \$235,500.

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**207H-08**

In the memorandum dated October 21, 2008, concerning a recommendation to **Extend and Increase Contract No. 775 – Seely Equipment** – Swenson and Monroe Spreader Parts.

In November 8, 2007, the Authority established a one-year Price Agreement with Seely Equipment for the supply of Swenson and Monroe spreader parts for roadway maintenance equipment in an amount not to exceed \$28,000. The Contract was procured via competitive informal solicitation in accordance with N.J.A.C. 19:9-2.3 and Executive Order 37. The funds in Contract No. 775 have been expended due to the significant increase in repairs of snow removal equipment needed for the upcoming winter season. Given outstanding invoices as well as continued ordering of the spreader parts, the Maintenance Department has requested that Contract No. 775 be increased by \$22,000 to meet the needs through year end. In light of the excessive use of this contract, Purchasing Staff has opted not to extend Contract No. 775 for a second year, but instead publicly advertise for a new contract with a much higher anticipated annual expenditure (contract amount). The Maintenance Department would also like to extend Contract No. 775 from November 8, 2008 to December 31, 2008 to accommodate the public bid solicitation process.

Accordingly, authorization is requested to increase the authorized amount of Contract No. 775 with Seely Equipment Supply Inc., Farmingdale, NJ by \$22,000 for Swenson and Monroe Spreader Parts and to extend the contract through December 31, 2008. This would bring the authorized amount to \$50,000, subject to funding availability at the time of ordering.

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**207I-08**

In the memorandum dated October 17, 2008, concerning a recommendation to **Amend the Memorandum Authorizing Increase to Contract 776 – Magnetic Ticket Label Corporation** – Magnetic Toll Tickets.

At the October 3, 2008 Commission Meeting, under agenda item 185F-08, the Authority authorized an increase of \$20,000 to Magnetic Ticket Label Corporation (“MTL”) for existing Contract No. 776.

However, in presenting the recommendation, although the authorized amounts are correct, certain statements in that memorandum require clarification and are now corrected for the record by virtue of this item.

First, the original award was authorized at the August 2007 Commission Meeting and granted a contract to MTL for 45,000,000 magnetic toll tickets in an amount not to exceed

\$292,500. The contract (No. 776) was for the period November 14, 2007 through November 13, 2008. This corrects errors both in the original award date, mistakenly advised as September and in the amount of tickets inadvertently shown as 45,000.

Second, under agenda item 185F-08, an increase of \$20,000 was granted which will increase the new total authorized amount to \$312,500. Restated here is what that authorization provides: Consistent with the original contract provisions, the Authority opted to exercise the first extension option covering November 14, 2008 through November 13, 2009 (Contract No. 776-1). This will provide for another 45,000,000 magnetic toll tickets during this period. The increase of \$20,000 will pay for proofs, printing plates and additional shipping costs during the new contract term.

Accordingly, authorization is requested to amend previous agenda item 185F-08, as regards the contract for Magnetic Ticket Label Corporation, with the clarifications set forth herein.

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**207J-08**

In the memorandum dated October 17, 2008, concerning a recommendation **to Extend the Professional Services Agreement – NW Financial Group, LLC** – Financial Advisory Services.

At the October 25, 2005 Commission Meeting, the Authority awarded a professional services agreement to NW Financial Group LLC, Jersey City, New Jersey for financial advisory services. This agreement was procured in accordance with N.J.A.C. 19:9-2.1(b). The agreement was for an annual amount not to exceed \$75,000, plus actual expenditures. The initial term was two years with an option to extend an additional one-year period at the Authority's discretion. Based upon the Authority's satisfaction with the services provided, the Authority exercised its one-year renewal option in November 2007. That renewal agreement is slated to expire on November 16, 2008.

NW Financial Group LLC has performed significant additional review and analysis work for the Authority in the current contract period in matters related to the Authority's auction rate debt, toll increase analysis, and analysis of proposed financing plans. The terms of the agreement provide that these additional transactions would be compensated subject to mutual agreement above the \$75,000 annual cap. Thus, an increase of \$17,010 was authorized at the February 26, 2008 Commission Meeting. This brought the total authorized amount to \$242,010, plus actual expenditures. The Finance Department has determined that an additional \$81,000 would be required given services performed to date as well as anticipated services through November 2008.

In addition, the Finance Department has requested a four-month extension to the current agreement with NW Financial Group LLC. Staff believes that given the current financial transactions that the Authority is involved in and given NW Financial Group's specific knowledge of these transactions, it would not be prudent to change financial advisors at this time. Moreover,

Staff needs the additional time to complete the solicitation (advertise a Request for Proposal (RFP) and award a contract) for a financial advisor. It is recommended that NW Financial Group LLC be compensated during the extension period for actual hours worked based on the current billing rates in the underlying agreement. The total authorized amount requested for the four-month extension period is not to exceed \$100,000, plus actual expenditures.

Accordingly, authorization is requested to extend the agreement with NW Financial Group LLC through March 16, 2009 as outlined herein. The increase in the authorized amount requested is \$181,000, bringing the total authorized amount since the inception of this contract to \$423,010 plus actual expenditures.

Reviewed by the Law Director; available funds certified by the Finance Director where applicable; the Executive Director certified the recommendations for consideration.

On motion by Commissioner Hodes, seconded by NJDOT Designee Snyder, the Authority unanimously approved the ten (10) item purchasing agenda; and authorized, as presented, the recommendations contained therein; and received and filed the memoranda.

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## **GENERAL BUSINESS**

### **208-08**

Internal Audit Director Carone requested approval of the recommendation contained in his memorandum dated October 21, 2008 concerning **Extending Agreement – Ernst & Young, LLP** – External Auditing Services.

At the October, 2005 Commission Meeting the Authority awarded a three (3) year agreement to Ernst & Young, LLP for external auditing services. This agreement also included the option for the Authority, at its discretion, to extend the agreement for two (2) one-year extensions.

In order to exercise this extension, Ernst & Young was requested and has submitted a proposal for 2008 and 2009 independent auditing services. The audit fees for the 2007 financial year were \$300,000. The 2008 proposed audit fees are \$325,000. The 2009 proposed fee is \$345,000.

This proposal has been reviewed and is considered to be fair and reasonable for the services to be provided. Accordingly, authorization is requested to extend this agreement for an additional one-year term with the option to extend the agreement for an additional year, thereafter, as outlined herein.

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

On motion by Commissioner Hodes, seconded by Commissioner Evans, the Authority unanimously approved the recommendation; authorized extending the External Auditing Agreement with Ernst & Young, as presented; and received and filed the memorandum.

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**209-08**

Electronic Toll Collection Director Switaj presented the recommendation contained in his memorandum dated October 22, 2008, concerning **Amending Supplement R to the Professional Services Agreement with ACS State and Local Solutions, Inc. (ACS)** – Purchase of Transponders from Mark IV IVHS, Inc, on Behalf of the New Jersey E-ZPass Program.

At its July 22, 2008 meeting, the Authority's Board of Commissioners approved Supplement R to the Professional Services Agreement with ACS State and Local Solutions Inc. to allow for a more efficient process in the ordering, inventorying, and paying for transponders needed by the New Jersey E-ZPass Program.

Consistent with the terms of Supplement R, the Authority has determined that the New Jersey E-ZPass Program requires an immediate purchase of 5,000 "Green" transponders for delivery prior to December 1, 2008 to implement the "Green-Pass" Off Peak E-ZPass Discount Plan, which was approved by the Board on October 10, 2008. In addition, projections show that approximately 256,000 Mark IV transponders, of various types, are required to service accounts for the New Jersey E-ZPass toll collection operations for the period January 1, 2009 through December 31, 2009. This action will allow for new enrollments into the New Jersey E-ZPass Program to continue without interruption through 2009. It will also allow the Authority to have sufficient replacement transponders on hand through 2009. The total cost of both purchases is estimated at \$6.1 million.

Therefore, it is recommended that Supplement R to the Professional Services Agreement with ACS State and Local Solutions Inc. be amended to authorize the immediate purchase of 5,000 "Green" transponders and to authorize the purchase of approximately 256,000 various transponder types for calendar year 2009. The total amount of the purchase shall not exceed \$6.1 million. These purchases should be charged to Account No. 10000-117920 and as transponders are drawn from inventory they will be charged to the operating fund.

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

On motion by Commissioner Hodes, seconded by NJDOT Designee Snyder, the Authority unanimously approved the recommendation; and authorized the Amendment to Supplement R to the Professional Services Agreement with ACS, as presented; and received and filed the memorandum.

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**210-08**

Deputy Executive Director O'Hern presented the recommendation contained in the memorandum dated October 20, 2008, concerning **Authorization to Publish Parking Rule Proposal Amending Parking Hours at Park & Ride Facilities along the Garden State Parkway.**

The Authority owns Park & Ride facilities at various locations along the Garden State Parkway for commuter parking for patrons who use commuter bus services that are offered at the facilities. Current regulations permit commuter parking at those facilities between the hours of 4AM and Midnight. NJ Transit intends to establish commuter bus service into New York City and to Newark Liberty International Airport from Park & Ride facilities along the Garden State Parkway. NJ Transit has indicated that it will require expanded commuter parking hours beyond midnight, due to their bus schedules.

Therefore, it is requested that the New Jersey Turnpike Authority Commissioners authorize and direct the Executive Director to publish a rule proposal to expand the hours of commuter parking at Park & Ride facilities on the Garden State Parkway to 4:00 AM to 2:00 AM.

The Executive Director certified the recommendation for consideration.

On motion by Commissioner Hodes, seconded by NJDOT Designee Snyder, the Authority unanimously approved the recommendation; authorized the Executive Director to publish Parking Rule Proposal Amending Park & Ride Facility Parking Hours, as presented; and received and filed the memorandum.

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**211-08**

Finance Director Hayllar presented the financial results of the New Jersey Turnpike Authority for the nine months ended September 30, 2008. On motion by Commissioner Hodes, seconded by Commissioner Pocino, the Authority's **Financial Summary** was unanimously accepted and received for file.

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**212-08**

**Résumé's of All Fatal Accidents** – Garden State Parkway and New Jersey Turnpike. Submitted by Operations Director Hill, they contain a descriptive account for the Period 1/1/08 to 10/14/08 and also include 2007 – 2008 Yearly Comparisons for the nine months through September 2008.

On motion by Commissioner Hodes, seconded by Commissioner Cummis, the Authority unanimously accepted the Résumé's and received for file.

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**213-08**

**New Jersey State Police Troops D and E - Reports of Activities** for the nine months through September, 2008, including 2007 – 2008 Yearly Comparisons, were submitted by Major Walker, New Jersey State Police Troop D Commander.

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

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## **214-08**

Law Director Caceres requested approval of item numbers 194-08 through 199-08 and 214-08; moved as part of that group, remaining Item 214-08 is as follows:

In the memorandum dated October 27, 2008, concerning the recommendation for

### **Appointment of Legal Counsel to the New Jersey Turnpike Authority**

On July 22, 2008, the New Jersey Turnpike Authority advertised a Request for Qualifications (the "RFQ") in compliance with N.J.S.A. 27:23-6.1 and Executive Order No. 37 seeking proposals from law firms within the State of New Jersey interested in being selected as legal counsel to the Authority. The RFQ was advertised in The Star Ledger, The Home News Tribune, The Trenton Times, The New Jersey Law Journal and The New Jersey Lawyer as well as on the websites of both the Authority and State of New Jersey. The RFQ was mailed to all law firms presently on the authorized list to represent the Authority as well as any law firm that requested or inquired about the RFQ. Thirty-six law firms submitted proposals for consideration. The State Treasurer deemed three proposals as ineligible due to non-compliance with Public Law 2005 Chapter 51, formerly Executive Order #134 (Corzine), which therefore were not evaluated. The RFQ consisted of ten areas of legal expertise. Within each area of expertise there were several weighted factors upon which the firms would be evaluated. The RFQ also stated that the firm that is appointed General Counsel is ineligible for an additional award in any other legal area.

The Executive Director appointed an Evaluation Committee comprised of representatives from the Executive, Law, Engineering and Internal Audit Departments. The Evaluation Committee reviewed and ranked the eligible proposals in accordance with weighted factors designed to ascertain those legal firms that best demonstrate expertise, experience, and compatibility with the needs of the Authority in each of the legal areas of expertise.

A list of the law firms being recommended to represent the Authority and receive legal assignment, according to each area of expertise advertised in the RFQ, is presented hereto as Exhibit A. Exhibit A identifies both lead counsel and conflicts counsel for most of the areas of expertise. Conflicts counsel will be utilized only in the event assigned counsel is unwilling or unable to represent the Authority for any reason. Included in this recommendation is authorization to appoint DeCotiis Fitzpatrick Cole & Wisler, LLP as General Counsel and McElroy Deutsch Mulvaney & Carpenter, LLP to act as Conflicts General Counsel. The recommendation reflects several firms new to the Authority. The initial term of service is two years with a one-year option to extend. The option is at the sole discretion of the Authority. However, pursuant to the terms of said agreement, the Authority may terminate same for any reason.

Accordingly, authorization is requested to appoint the law firms identified in Exhibit A as counsel to the New Jersey Turnpike Authority in accordance with the legal areas of expertise set forth in Exhibit A for two years effective upon Commission award and execution of an agreement between the parties. However, the appointments are contingent upon the Treasurer of the State

of New Jersey completing the review of all documents submitted by the selected appointees pursuant to Public Law 2005, Chapter 51 (formerly Executive Order #134) and having no objection to same.

#### EXHIBIT A

| <u>FIRM</u>                                                                   | <u>CATEGORY</u> |
|-------------------------------------------------------------------------------|-----------------|
| <u>General Counsel</u>                                                        |                 |
| DeCotiis FitzPatrick Cole & Wisler, LLP                                       | Counsel         |
| McElroy Deutsch Mulvaney & Carpenter, LLP                                     | Conflict        |
| <u>Special Counsel for General Litigation</u>                                 |                 |
| Wilentz, Goldman & Spitzer, PA                                                | Counsel         |
| Riker, Danzig, Scherer, Hyland, Perretti, LLP                                 | Conflict        |
| <u>Special Counsel for Real Estate Matters</u>                                |                 |
| McElroy Deutsch Mulvaney & Carpenter, LLP                                     | Counsel         |
| Riker, Danzig, Scherer, Hyland, Perretti, LLP                                 | Conflict        |
| <u>Special Counsel for Bond/Tax</u>                                           |                 |
| Wilentz, Goldman & Spitzer, PA                                                | Counsel         |
| <u>Special Counsel for Intellectual Property/Software/Trademark/Copyright</u> |                 |
| Wilentz, Goldman & Spitzer, PA                                                | Counsel         |
| <u>Special Counsel for State Police Misconduct</u>                            |                 |
| Morgan Melhuish Abrutyn                                                       | Counsel         |
| Wilentz, Goldman & Spitzer, PA                                                | Conflict        |
| <u>Special Counsel for Labor Relations Including Union Negotiations</u>       |                 |
| Genova Burns & Vernoia                                                        | Counsel         |
| Sedita Campisano & Campisano                                                  | Conflict        |
| <u>Special Counsel for Employment Litigation/EEOC</u>                         |                 |
| McElroy Deutsch Mulvaney & Carpenter, LLP                                     | #1 Counsel      |
| Jacobs Rosenberg, LLC                                                         | #2 Counsel      |
| <u>Special Counsel for Collections</u>                                        |                 |
| Schachter Portnoy, LLC                                                        | #1 Counsel      |
| Sedita Campisano & Campisano                                                  | #2 Counsel      |
| Berman, Sauter, Record & Jardim                                               | Conflict        |
| <u>Special Counsel for Workers Compensation</u>                               |                 |
| Kamensky Cohen and Associates                                                 | #1 Counsel      |
| Buttafuoco Arce & Price, LLC                                                  | #2 Counsel      |
| Hoagland Longo Moran Dunst & Doukas, LLP                                      | #3 Counsel      |

The Executive Director certified the recommendations for consideration.

On motion by Commissioner Hodes, seconded by NJDOT Designee Snyder, the Authority unanimously approved Item 214-08; and authorized, as presented, the recommendations contained therein; and received and filed the memoranda.

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Authority business being concluded at this juncture, Commissioner DuPont 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 Cummis, seconded by Commissioner Pocino and, after the voice vote, the motion was duly adopted. The Authority adjourned at 12:15 P.M., scheduled to meet on Tuesday, December 9, 2008, at 9:30 A.M.

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The Secretary acknowledges receipt of the following documents for file:

## COMMUNICATIONS

Letter – dated October 2, 2008, from NJDOT Commissioner Kris Kolluri, designating Kathy Diring to serve as NJDOT designee to vote and otherwise act on behalf of the ex officio DOT Commissioner for the New Jersey Turnpike Commission meetings.

## ADDITIONAL REPORTS:

Purchases – under Executive Directors Delegated Authority (EDDA) Resolution 40-95, for the Period: September 1, 2008 through September 30, 2008.

Utility Orders – under EDDA 117-05; Dated October 28, 2008.

Contract Change Order Summary, Type 1 and Type 2 – Period September 12, 2008 through October 9, 2008, Dated October 28, 2008.

Construction Progress – Period Ending October 10, 2008; Dated October 28, 2008.

## AGREEMENTS/CONTRACTS:

Insurance – Public Officials & Employees Liability – for New Jersey Turnpike Authority; Risk Strategies Company Inc. as Broker, Period 9/1/08 – 9/1/09; authorized 9/9/08.

Deed – To New Jersey Turnpike Authority; From Hans-Jorg and Cheryl Arzt, dated May 6, 2008 – Turnpike ROW Section (TBD); Turnpike Design Section 2: Parcels (TBD); Block 108, Lot 2.02, Township of Chesterfield, Burlington County; authorized 4/16/08.

Deed, Declaration of Taking – To New Jersey Turnpike Authority; From Laurel Hill LP; New Jersey Bank and Town of Secaucus – Turnpike Section 7: Parcels 614A, 614B, 614C, R614D, R614X-2, E614B, E614C, RE614D and UE614D; authorized 10/28/02.

Contract Agreement, dated 10/28/08, effective 11/1/07 – Wachovia Bank National Association – Money Counting, Banking and Armored Car Services; authorized 9/25/07.

Agreement – Inservco Insurance Services Inc., dated 8/26/08, effective 7/1/08 – Third Party Claims Administration, Self-Insured Commercial General Liability and Automobile Liability Program, Term 3-years; authorized 6/4/08.

Agreement – Meadowlands Mill/Mack-Cali Limited Partnership and New Jersey Sports & Exposition Authority, dated 2005; authorized 7/12/05.

Agreement, Jurisdictional and Maintenance, dated 10/7/08 – State of New Jersey, Department of Transportation (“Interagency Agreement No. 4475”) – Route 138 and Route 34, Parkway Interchange 98; authorized 9/27/05.

Contract No. T100.048 – RML Construction Inc.; authorized 7/22/08.

Contract No. P100.074 – Agate Construction Co. Inc.; authorized 6/4/08.

Contract No. T100.087 – Highway Safety Systems Inc.; authorized 6/4/08.

Contract No. T100.095 – RML Construction Inc.; authorized 7/22/08.

Contract No. T200.017 – Creamer-Sanzari, A Joint Venture; authorized 6/4/08.

Contract No. P200.021 – C.J. Hesse Inc.; authorized 6/4/08.

Contract No. P200.084 – Tilcon New York Inc.; authorized 7/22/08.

Contract No. P200.096 – Joseph DeFino Trucking Co. Inc. d/b/a DeFino Contracting Company; authorized 7/22/08.

Contract No. P300.043 – Midlantic Construction LLC; authorized 7/22/08.

Contract No. P300.041 – Kevco Electric Inc.; authorized 6/4/08.

Contract No. T300.064 – Ferreira Construction Co. Inc.; authorized 7/22/08.

Contract No. P700.047 – Spark Electric Service Inc. t/a Spark Contractors; authorized 7/22/08.

## ORDERS FOR PROFESSIONAL SERVICES:

OPS No. P3135 – Hatch Mott MacDonald – Supervision of Construction Services; authorized 7/22/08.

OPS No. P3137 – Stone & Webster Inc. – Supervision of Construction Services; authorized 7/22/08.

OPS No. T3167 – The RBA Group – Supervision of Construction Services; authorized 7/22/08.

OPS No. T3173 – DMJM Harris, Greenman-Pedersen Inc. and PB Americas Inc. , a Joint Venture (DMJM Harris/GPI/PB) – Constructability Consultant; authorized 4/16/08.

OPS No. A3174 – Yezzi Associates LLC – On-Call Architectural Services; authorized 4/16/08.

OPS No. P3175 – Greenman-Pedersen Inc. – Preliminary Design and Environmental Permitting; authorized 7/22/08.

OPS No. P3176 – Churchill Consulting Engineers – Bridge Inspection Program, Inspection of Parkway Microwave Towers; authorized 6/4/08.

OPS No. A3178 – Hatch Mott MacDonald – On-Call Environmental Engineering Consultants; authorized 7/22/08.

OPS No. P3180 – Dewberry-Goodkind Inc. – Supervision of Construction; authorized 7/22/08.

OPS No. T3181 – HAKS Engineers PC – Supervision of Construction; authorized 7/22/08.

Supplemental TPK OPS No. 2048C – HNTB Corp. – Design Services; authorized 6/4/08.

Supplemental OPS No. P3106A – Chas. H. Sells Inc. – Design Services; authorized 7/22/08.

Supplement Q to Professional Services Agreement – ACS State and Local Solutions Inc. (ACS) – E-ZPass Electronic Toll Collection System, Violation Enforcement System (VES) Cameras, Turnpike Roadway, dated 8/12/08; authorized 7/22/08.

Supplement R to Professional Services Agreement – ACS State and Local Solutions Inc. (ACS) – Regional E-ZPass Electronic Toll Collection System, Management of Annual Transponder Tag Purchase from Mark IV IVHS Inc., Various Transponder Tags, dated 8/12/08; authorized 7/22/08.

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Rose Stanko  
Secretary

APPROVED:

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Kris Kolluri, Chairman and NJ Department of Transportation Commissioner (ABSENT)

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Michael R. DuPont, Treasurer

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Harold L. Hodes, Commissioner

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David G. Evans, Commissioner

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Raymond M. Pocino, Commissioner

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Clive S. Cummis, Commissioner

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NJ Department of Transportation Commissioner Designee, ex officio