

**CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY**

I, Veronique Hakim, hereby certify that I am the Executive Director of the New Jersey Turnpike Authority and as such **Executive Director** certify that the attached copy of PROCEEDINGS OF THE NEW JERSEY TURNPIKE AUTHORITY is a true and correct copy of the Minutes of the **February 25, 2014** Regular Meeting of the Authority.

IN WITNESS THEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Turnpike Authority **this 26th day of February, 2014.**

ATTEST:


Sheri Ann Czajkowski
Secretary to the Authority


Veronique Hakim,
Executive Director

Corporate Seal

Date: February 26, 2014

**Received in the Governor's Office on February 26, 2014
(hand delivered)**

Received by:

Alyson Grouleff Alyson Grouleff
Print Name Signature

FEB 26 2014

Veto Period Ends:

March 12, 2014
(Write in the date the veto period ends)

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY
BOARD MEETING**

Tuesday, February 25, 2014

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

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PRESENT

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

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ALSO PRESENT

Executive Director Veronique Hakim; Chief Operating Officer John O'Hern; Chief Engineer – Robert Fischer; General Counsel Bruce Harris; Chief Financial Officer Donna Manuelli; Director of Human Resources Mary-Elizabeth Garrity; Director of Internal Audit James Carone; Director of Maintenance Joseph Lentini; Director of Operations Henry Eibel; Director of Procurement and Materials Management Andrea Ward; Chief Information Officer Barry Pelletteri; Deputy Director of Tolls James Roberts; Troop Commander Eric Heitmann, State Police Troop D; and Secretary to the Authority Sheri Ann Czajkowski.

Also present were: Governors' Authorities Unit Representatives Amy Herbold; Ryan Feeney State Treasurer's Office; additional individuals consisting of other NJTA employees; interested organizations; the general public; and from the media: Press of Atlantic City, Star Ledger, Asbury Park Press, and Chasing Jersey (Channel 9).

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NOTICE OF MEETING

This is a regular meeting of the New Jersey Turnpike Authority. Adequate notice of this meeting has been provided in accordance with Chapter 231, P.L. 1975 in that notice has been given to two newspapers and notice has been forwarded to the Secretary of State, Trenton, New Jersey. In addition, notice of said meeting has been and is being displayed in the main lobby of the Authority's Administration Headquarters in Woodbridge.

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ACTION ON MINUTES

The Executive Director reported that ten days, excluding Saturdays, Sundays and holidays, have elapsed since Governor Chris Christie received the proceedings of the regular meeting of January 28, 2014; he did not exercise his power to veto any items in those minutes.

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

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RECUSALS

The Executive Director reported recusals or abstentions submitted for the record:

- **Chairman Simpson:** 038-02-2014, 040-02-2014, and 077-02-2014
- **Commissioner Pocino:** 036-02-2014 through 046-02-2014, and 077-02-2014
- **Commissioner Hodes:** 045-02-2014, 060-02-2014, and 068-02-2014

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EXECUTIVE SESSION

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

- A. Personnel;
- B. Purchase, Lease or Acquisition of Real Property;
- C. Pending or Anticipated Litigation; and/or
- D. Contract Negotiations.

The motion was made by Commissioner Hodes and Vice Chairman Gravino, and, after the voice vote, the motion was duly adopted by the Board of Commissioners of the New Jersey Turnpike Authority.

Executive Session was adjourned at 10:12 a.m.; Chairman Simpson resumed the public portion of the meeting.

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PUBLIC COMMENT

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Murray Bodin,

Concerned Grandparents

Mr. Bodin advised that he just returned from the Middle East. Mr. Bodin stated change is difficult but we need to make changes if we are to create jobs, improve traffic, and educate our children. Mr. Bodin stated that the leadership of the Authority is good.

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Kevin McCarty,

President of Local 194

Mr. McCarthy stated that toll collectors are one month closer to tolls privatization and employees are feeling the stress and anxiety of losing their jobs. Mr. McCarthy stated that soon to be departed ED Hakim has said that toll collectors were unskilled workers. McCarthy took offense to this comment by stating that ED Hakim has never worked in a toll booth in the heat, cold, threat of robberies and oncoming traffic. Mr. McCarthy challenged the Board to work for

one day as a toll collector at a busy interchange such as Interchange 14 or 16E/18E to feel what it is like to be a toll collector.

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Senator Bob Gordon,

38th Legislative District

Senator Gordon extended his support to Local 194 and stated his opposition to privatization. Senator Gordon stated that the State tried privatization in the 1990's and it not only failed to save money it actually cost the State more money.

Local 194 has performed an analysis of this privatization and it shows that the Authority may save only a few million dollars per year. Should a \$1.5 billion toll road destroy the quality of life for working families by privatizing these jobs? The South Jersey Transportation Authority ("SJTA") recently privatized its toll collectors and the SJTA is now paying more for these services than it had without privatization.

Privatization will put people out of work which results in higher costs for the State. More people will be collecting unemployment insurance, and more will retire sooner than they wanted putting unnecessary stress on the pension fund. In addition, more subsidized healthcare and social services will be needed. There is a potential for homes to be foreclosed on and people are thrown into bankruptcy.

Working class families will suffer, is this worth a savings at best of a few million dollars? Senator Gordon felt it was imperative to highlight that the toll collectors have already made significant concessions, which total more than \$22 million per year. Local 194 clearly understands the current financial pressures of the State with its willingness to negotiate and make major economic concessions. Toll collectors' lives should not be dismantled for meager savings. Please stop this privatization initiative.

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Assemblyman Gordon Johnson,

37th Legislative District

Assemblyman Gordon supports Local 194s efforts to not privatize toll collection at the Authority. The toll collectors have made considerable concessions for their job security. Toll collectors agreed to reduce their salaries by about 20%. Privatization is not in the best interest of New Jersey. A private company is not subject to OPRA requests and its foremost concern is its bottom line, not safety or the employees or the motorists. Why would the Authority eliminate jobs when the State is doing its best to save jobs? Private contractors will pay a poor wage, which could mean an increase of people on public assistance. A lot of money has been saved through concessions and salary reductions. Privatization is not worth the minimal savings that would be realized. Why destroy the quality of life of these hard working people? Gordon asked that we please stop this privatization initiative.

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Marie Blisten,

Vice President of NJEA

Ms. Blisten supports the toll collectors and is in opposition to any plan that will privatize or fire toll collectors. Why does the NJEA care? Ms. Blisten stated that these men and women are the parents and grandparents of students, and former students as well. They were taught that if they work hard and stay loyal to their employer they will be able to raise and support their families. This State has the 7th highest unemployment in the United States. The toll collectors have given back 20% of their salaries already. Ms. Blisten implored the Board that this is not the time to fire employees. Keep families in this great State. History teaches us lessons. The SJTA privatization has not saved money. Rather it has increased toll collection costs at SJTA. Learn from this mistake, maintain the jobs for our citizens in this State and keep the toll collectors.

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Tom Tigye,

President of Middlesex, Somerset Labor Counsel

Mr. Tigye stated that his organization is opposed to privatization. The toll collectors built the Authority and their dedication made these the best roadways in the country and the safest on the eastern corridor. Tigye stated, "Please do not walk away from the people that built you."

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Barry Kushnir, Local 194

Mr. Kushnir stated that he was one of the lucky toll collectors who transferred to the maintenance department before the pay cuts were instituted. Local 194 provided the Board with a report of the actual costs of salary and benefits, which shows that the Authority has already saved \$22 million to date. Most full-time Local 194 toll collectors are making between \$12 and \$16 per hour, and all new toll collectors start at \$12 per hour. The Authority can look to SJTA to see that there are no savings from privatization. Fanuiel is charging SJTA \$25 per hour per collector. A toll collector's total cost at NJTA is less than \$25 per hour. The Authority is treating the employees poorly after they agreed to concessions to save their jobs. Mr. Kushnir asked that the Board reconsider its position and save these employee's jobs.

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Analilia Mejia,

Executive Director of the NJ Working Families Alliance

Ms. Mejia asked the Board to reconsider privatization of toll collectors. Privatization does not instantly result in cost saving or greater efficiencies. The workers have families and depend on these jobs. The Authority made a commitment to the toll collectors that if they take a pay cut they can preserve their jobs. The Authority needs to uphold its commitment to its employees.

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Tatina Marte, Toll Collector 15X

Ms. Marte has been a toll collector since 2002. She works at Interchange 15X. Ms. Marte is a single mother who also support her parents. Toll collectors made a lot of concessions to keep their jobs. Ms. Marte stated that she needs to keep my job.

Chairman Simpson stated that the Authority's goal is not to lose good people and the Authority hopes to find a place for toll collectors.

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Audrey Samuels, Toll Collector Exit 15

Ms. Samuels has been a toll collector for 19 years. Samuels is a single parent with two children. The first pay cut was hard and put a great strain on her. Samuels must work hard to make ends meet. Privatization will make it difficult for her and her fellow workers to survive. Samuels asked the board to think about the employees before it privatizes.

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Frank Forst, Local 194

Mr. Forst stressed the loyalty toll collectors have to the Authority. During this bad winter the employees come to work in the snow. They would like for some loyalty back. They do not deserve to be fired for their cooperation and enthusiasm. Mr. Forst noted that Mr. Kushnir is a college graduate and therefore toll collectors should not be considered unskilled. Forst asked that the Board pass on the idea of privatization.

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Commissioner's Comments

Treasurer DuPont came to the Board Meeting to congratulate Ronnie Hakim and her new endeavors. DuPont felt that the attacks Mr. McCarthy made on ED Hakim were uncalled for. ED Hakim is ethical and one of the most compassionate people he knows. Attack the numbers related to privatization, but do not attack the Authority staff.

DuPont told McCarthy that he will take him up on his offer to work in a toll booth and spend time in a toll collector's shoes.

DuPont stood up for the toll collectors the last time privatization arose in 2011. He said that the Board of Commissioners care about the employees, and the employees should not vilify management or the Board. The Board is not immune to the human sacrifices. Management is just trying to do their jobs.

Commissioner Walden stated that this is the end of black history month. The Board is working with staff to make sure that the Authority takes the moral high ground on this issue.

Commissioner Pocino stated that he agreed with what the other Commissioners had said. Pocino stated that it is acceptable for employees to speak about themselves and the jobs

they do, but it is inappropriate to make personal attacks on staff. The Board cares about Authority employees. It will evaluate this matter thoroughly and will make the right decision for everyone.

Chairman Simpson stated that the Board extends its best wishes to Mrs. DuPont who is having surgery today.

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HUMAN RESOURCES

Director of Human Resources Mary-Elizabeth Garrity requested approval of item number 028-02-2014.

Chairman Simpson stated that the personnel agenda included Joseph Mrozek, the new Executive Director for the Authority. Mrozek has built organizations and projects with an in-depth and thorough understanding of construction. Chairman Simpson stated that Mrozek is a dedicated employee with an old fashioned work ethic and believes that the transition will be seamless.

Treasurer DuPont stated that Mrozek has large shoes to fill. And Ronnie wore those shoes with elegance and grace so it will be a challenge to replace her. Our blessings to ED Hakim who is going to New Jersey Transit. Mrozek's knowledge of the DOT and his experience working with the Authority will make him a great asset to this Authority.

ED Hakim recognized Bernadette Rehberger for her 42 years of outstanding service. Hakim stated that Bernadette has processed in and retired out more employees than anyone in Authority history. Attendees gave Ms. Rehberger a standing ovation.

Moved is the item as follows:

028-02-2014

Human Resources Director Garrity submitted the **Personnel Agenda**, dated February 25, 2014, and requested confirmation of the personnel matters contained therein. The Executive Director certified the recommendations for consideration.

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

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LAW

General Counsel Bruce Harris requested approval of item numbers 029-02-2014 through 035-02-2014, and 077-02-2014 and 078-02-2014. Moved as a group those items are as follows:

029-02-2014

In a memorandum dated February 11, 2014, **Ratification of Action Taken and Authorization for the Acquisition of Property Interests Necessary for the Interchange 88/89 Improvements Project, Garden State Parkway, Township of Lakewood, County of Ocean, in an amount of \$294,351.26 (\$172,000 previously authorized)**, was approved.

The New Jersey Turnpike Authority ("Authority") is in the process of construction of the Interchange 88/89 Improvements Project (the "Project") in the Township of Lakewood, Ocean County. The Project will complete Interchange 88 to allow for full northbound and southbound access to Route 70 and will consolidate Interchanges 88 and 89 through the construction of service roads along the Parkway. Construction necessary for the Project is being performed under Contract P300.198, which was awarded under Agenda Item No. 307-08-2012.

The acquisition of property interests necessary for the Project in a timely manner is critical to the success of the Project. In light of this, under Agenda Item No. 052-02-2012, the Commissioners deemed various property interests necessary for the Project and authorized the Executive Director to take all steps necessary to prepare for the acquisition of those interests, with the final purchase price being submitted to the Commissioners for approval.

The Authority had appraisals prepared by independent appraisers and reviewed by Value Research Group, LLC, the Authority's Real Estate Manager/Consultant, which set a value for each necessary property interest. The Authority has entered into good faith negotiations with the owners or their respective counsel as appropriate for the purchase of same or the settlement of any claims related to the acquisition based on this appraised value and in compliance with the laws governing its powers of eminent domain.

Settled Eminent Domain Proceeding

The following is a description of a property acquisition that has been settled after the filing of a condemnation proceeding:

Parcel No. 4614

Owner: Anthony and Diane Iannarone

1650 Route 70

Block 1248, Lot 20

Lakewood Township, Ocean County

Amount: \$294,351.26 (\$172,000 previously authorized)

This property consists of approximately 2.225 acres of land improved by a free-standing gasoline and service station with a Dunkin Donuts. The Authority must acquire a fee simple interest in an area containing approximately 34,077 square feet as necessary for the Project. The acquisition of this property through condemnation was previously authorized under Agenda Item No. 338-09-2012 for the purchase price of \$172,000. After further negotiations following the

owner's appraisal in the amount of \$408,000, the parties agreed to a purchase price of \$290,000, with an additional \$4,351.26 in prejudgment interest through February 28, 2014, and an additional \$6.63 per day thereafter until payment is made.

The acquisitions proposed above do not involve property designated as "Preserved Farmland" pursuant to and as required by the Agriculture Development and Retention Act N.J.S.A. 4:1C-11 et seq., and State Agricultural Development Committee Rules N.J.A.C. 2:76-1.1, the Act's implementing regulations. Nor have the above referenced properties been designated or encumbered as Green Acres Properties pursuant to N.J.S.A. 13:1D-52 et seq. and N.J.A.C. 7:35-26.1 et seq.

The Law Department, in consultation with the Authority's Real Estate Manager/Consultant and outside General Counsel, recommends that the Authority acquire this property upon the terms and conditions as set forth above.

Accordingly, it is requested that the Authority's Commissioners authorize 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 settle the eminent domain proceeding for the amount set forth herein and to satisfy any additional prejudgment interest due until payment is made, said interest not to exceed One Thousand Dollars (\$1,000).

030-02-2014

In a memorandum dated February 20, 2014, **Authorization to renew Public Officials and Employment Practices insurance policy (March 15, 2014 - March 14, 2015), Account No.: 10893-441040**, was approved.

The Authority maintains Public Officials and Employment Practices Insurance policies providing total limits of \$30,000,000 with a \$500,000 deductible. Coverage is provided by National Union Fire Insurance Company ("AIG") (\$20,000,000 aggregate, defense costs in addition) and National Specialty Insurance Company ("Ironshore") (\$10,000,000 excess of \$20,000,000). These policies will expire on March 15, 2014.

Willis of New Jersey ("Willis"), the broker of record for this line of insurance, was requested to seek renewal quotations for this coverage. Willis was requested to market the renewal of the coverage as expiring. The results of the marketing were reviewed by staff and with the Authority's Risk Management consultant, Hanover Stone Partners ("Hanover Stone").

AIG provided a renewal quotation of \$241,200, for the primary \$20,000,000 layer of coverage, not including the New Jersey Property Liability Insurance Guaranty Association (PLIGA) mandatory surcharge of \$2,171, for a total premium of \$243,371, an increase of approximately \$1200 from the prior year's premium, which was the lowest quotation for renewal of this coverage, as expiring. Ironshore provided a renewal quotation of \$90,068 for the excess \$10,000,000 layer of insurance, not including the mandatory PLIGA surcharge of \$811, for a total

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premium of \$90,879, a decrease of less than \$1000 from the expiring total premium.

Based on the quotations received, it is recommended that the Commissioners approve the renewal of the primary policy with AIG for a total premium not to exceed \$243,371, including the mandatory PLIGA surcharge, for coverage as expiring. It is further recommended that the Commissioners approve the placement of excess coverage as described above with Ironshore, for a total premium not to exceed \$90,879, including the mandatory PLIGA surcharge for coverage as expiring. It is further requested that the Executive Director be authorized to take all such actions and to execute all such documents, after review by Hanover Stone, and with the recommendation of the Law Department, to effectuate the actions set forth above.

031-02-2014

In a memorandum dated February 19, 2014, **Authorization to renew Commercial Crime insurance policy (March 15, 2014 - March 14, 2015), Account No.: 10893-441040**, was approved.

The Authority has maintained Commercial Crime insurance providing total limits of \$5,000,000 with a \$35,000 deductible. Coverage is provided by the Westchester Fire Insurance Company ("ACE"). Consistent with our approach to provide a more advantageous timing for our insurance policy renewals, coverage, which was to have expired February 1, 2014, was extended an additional forty five (45) days, and is due to expire on March 15, 2014.

Willis of New Jersey ("Willis"), the broker of record for this line of insurance, enlisted the assistance of the Massey Agency ("Massey"), a small business enterprise (SBE), to seek renewal quotations for this coverage. Willis and Massey were requested to market the renewal of this line of insurance to continue coverage as expiring. Willis reported that it was unable to secure a quotation from an underwriter at the current \$35,000 level, and that the market required a deductible no less than \$50,000. The results of the marketing were reviewed by staff and with the Authority's Risk Management consultant, Hanover Stone Partners ("Hanover Stone").

The incumbent provided a renewal quotation for the extended term of \$38,944, plus New Jersey Property Liability Insurance Guaranty Association surcharge of no more than \$351, for a total amount of \$39,295, which was the lowest quotation for renewal with the adjusted deductible.

Based on the quotations received, it is recommended that the Commissioners approve the extension and renewal of the policy with ACE for a total premium not to exceed \$39,295, including the mandatory New Jersey Property Liability Insurance Guaranty Association (PLIGA) surcharge for coverage as expiring, and with an increase in the deductible to \$50,000. It is further requested that the Executive Director be authorized to take all such actions and to execute all such documents, after review by Hanover Stone, and with the recommendation of the Law Department to effectuate the actions set forth above.

032-02-2014

In a memorandum dated February 11, 2014, Authorization to Authorize Settlement of Liquidated and Unliquidated Claims in the Bankruptcy Matter of In Re Getty Petroleum Marketing Inc., was approved.

The Authority entered into a lease agreement (the "Lease") with Mobil Oil Corp. in 1987 for the lease of nine service areas on the Garden State Parkway in order to provide fuel and other services to motorists. The Lease was subsequently modified and assigned to various other fuel service providers with the consent of the Authority. In 2004, ConocoPhillips Company ("Conoco") assigned the Lease to Getty Petroleum Marketing, Inc. ("GPMI").

In the course of its operations, GPMI caused discharges of hazardous substances, thereby triggering a responsibility to investigate and remediate the affected service areas. With the Authority's consent, GPMI performed environmental investigation and remediation at these sites. GPMI filed for bankruptcy in 2011 and the operation of the service areas was transferred to Sunoco. After negotiation, Conoco agreed to assume the responsibility for the ongoing investigation and remediation activities, and is in fact conducting such activities currently.

The Authority filed a Proof of Claim in the GPMI bankruptcy proceeding, asserting a liquidated claim in the amount of approximately \$48,000 for the costs of retaining its own environmental consultant to oversee GPMI's activities. GPMI had agreed to reimburse the Authority for these costs. In addition, the Authority asserted unliquidated claims for projected environmental remediation and monitoring expenses.

The bankruptcy trustee has asserted that the unliquidated claims should be disallowed and expunged because there is not sufficient information available to quantify the claims in a non-disputed amount. However, the trustee has offered to confirm the liquidated claim if the Authority agrees to withdraw the unliquidated claims.

GluckWalrath LLP, the Authority's outside counsel handling the bankruptcy, has recommended that the Authority accept the trustee's offer since Conoco has agreed to handle the ongoing investigation and remediation expenses and is a substantial company that, in all likelihood, will fulfill its commitments. Moreover, it would not be cost-effective to pursue the claim in bankruptcy against the trustee given Conoco's involvement.

Accordingly, the Law Department recommends that the Commissioners authorize the full and final settlement of this matter as set forth above. Authorization is also recommended to allow the Executive Director to take all such actions and to execute any and all documents, after review and approval by the Law Department and outside counsel, necessary to effect this settlement.

033-02-2014

In a memorandum dated February 4, 2014, **Authorization to Settle Formal Workers' Compensation Matter - Denise Shanahan v. N.J. Turnpike Authority , Account No. 10-870-405070, in an amount of \$109,020.00,** was approved.

Petitioner Denise Shanahan was a Parkway Division Toll Collector hired in June 1988 and retired under an Ordinary Disability Retirement, effective June 1, 2011. This recommended settlement will resolve a formal Claim Petition filed in 2009 for an injury which occurred on or about July 18, 2009.

The petitioner is represented by David Lande of Gill and Chamas, located in Woodbridge, NJ. The Authority is defended by Special Counsel Curt Cox of Kamensky, Cohen & Riechelson, located in Pennington, NJ. The matter is venued in the district office of Freehold before Judge Eugene Mulvaney.

Permanency evaluations on behalf of the petitioner were performed by Dr. Martin Riss. Permanency evaluation on behalf of the respondent was performed by Dr. Kenneth Peacock. The negotiated settlement award is \$109,020.00.

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 Benefits Manager. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of \$109,020.00.

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

034-02-2014

In a memorandum dated February 4, 2014, **Authorization to Settle Formal Workers' Compensation Matter - Chris Menconi v. N.J. Turnpike Authority, Account No. 10-870-405070, in an amount of \$41,187.00,** was approved.

Petitioner Chris Menconi is a Parkway Division Mechanic 2 hired in November 1985. This recommended settlement will resolve a formal Claim Petition filed in 2012 for an injury which occurred on or about June 6, 2011.

The petitioner is represented by Paul Kennedy Esq., located in Brielle, NJ. The Authority is defended by Special Counsel Anne M. Hammill-Pasqua of Capehart Scatchard, located in Mount Laurel, NJ. The matter is venued in the district office of Freehold before Judge Patrick J. Roche.

Permanency evaluations on behalf of the petitioner were performed by Dr. Martin-Riss. Permanency evaluation on behalf of the respondent was performed by Dr. Kenneth Peacock. The negotiated settlement award is \$41,187.00.

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 Benefits Manager. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of \$41,187.00.

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

035-02-2014

In a memorandum dated February 4, 2014, **Authorization to Settle Formal Workers' Compensation Matter - Kathleen Sweeney v. N.J. Turnpike Authority, Account No. 10-870-405070, in an amount of \$56,300.75**, was approved.

Petitioner Kathleen Sweeney is a Parkway Division Maintenance Person 1 hired in March 1990. This recommended settlement will resolve a formal Claim Petition filed in 2011 for an injury which occurred on or about October 31, 2010.

The petitioner is represented by Robert Olkowitz, located in Red Bank, NJ. The Authority is defended by Special Counsel John H. Geaney of Capehart Scatchard, located in Mount Laurel, NJ. The matter is venued in the district office of Freehold before Judge Patrick J. Roche.

Permanency evaluations on behalf of the petitioner were performed by Dr. Krengel. Permanency evaluation on behalf of the respondent was performed by Dr. Kenneth Peacock. The negotiated settlement award is \$56,300.75.

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 Benefits Manager. Authorization is, therefore, requested to allow Special Counsel to settle this matter for the sum of \$56,300.75.

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

077-02-2014

In a memorandum dated February 21, 2014, **Request for Authorization to Extend the Current Contracts with Outside General Counsel and Special Counsel for Litigation, Employment Law and Collections**, was approved.

Following a competitive procurement in accordance with the applicable laws and regulations, in February 2011, the Authority's Board of Commissioners appointed various law firms as outside General Counsel and Special Counsel for Litigation, Employment Law and Collections under Agenda Item No. 043-02-2011. The Authority's contract with each firm was for a two year term with two one-year options to extend, at the discretion of the Authority. Each contract's initial two-year term expired on February 28, 2013 and, in 2013, Agenda Item No. 050-02-2013 authorized the Executive Director to exercise the option to extend each contract for one year. These contracts currently expire on February 28, 2014, and the Authority has the option to exercise the final extension.

The Law Department, with the assistance of the Procurement and Materials Management Departments, is in the process of competitively procuring new contracts for replacement legal services as soon as possible. As the appointed firms continue to provide outstanding legal services to the Authority, the Law Department recommends that these contracts be extended for up to 4 months to prevent any gaps in service until new legal services contracts can be procured, which is anticipated to take approximately three to four months. Thus, the Law Department recommends that the contracts with the following firms be extended up to 4 months until new legal services contracts can be procured:

Outside General Counsel:	Wolff & Samson PC
Outside General Counsel (Conflict):	McElroy, Deutsch, Mulvaney & Carpenter
Special Counsel for Litigation:	Gilmore & Monahan, PA
	GluckWalrath LLP
Special Counsel for Employment Law:	McElroy, Deutsch, Mulvaney & Carpenter
Special Counsel for Collections:	Schachter Portnoy, LLC

Accordingly, authorization is requested for the Executive Director to extend each of the legal services contracts with the firms listed above until new legal services contracts are procured, or within the next 4 months, whichever is earlier. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

078-02-2014

In a memorandum dated February 21, 2014, **Authorization for the Sale of Surplus Property Parcel 92-330C to 4315 Route One, LLC for the Sum of \$958,000**, was approved.

New Jersey Turnpike Authority Surplus Property Parcel 92-330C (the "Property") is located at 4315 Route 1 South in South Brunswick, New Jersey, and consists of approximately 7.0 ± acres of land and a vacant building. The Board of Commissioners declared the Property surplus to the Authority's needs on May 20, 2008. In accordance with the Authority's Surplus Property Policy (the "Policy"), the property was offered for sale through a public bid process in September 2013, but no bids were received. Pursuant to the Policy, Authority staff thereafter negotiated directly with prospective purchasers.

Under Agenda Item No. 442-12-2013, the Board approved the sale of the Property to 4315 Route One, LLC, a New Jersey limited liability company whose address is 33 Anderson Way, Monmouth Junction, New Jersey 08852 ("Buyer"), for the sum of \$1,100,000. However, this sale was contingent upon a 30-day inspection period during which time if an inspection of the property revealed conditions not acceptable to the Buyer, the contract for sale may be terminated and the Authority must refund the ten percent deposit.

The Buyer's inspection has revealed certain issues with the Property, including plumbing issues and environmental concerns. In lieu of termination of the contract, the Buyer has offered to go forward with the purchase of the Property for a reduced price of \$958,000. In consultation with the Authority's Real Estate Consultant, the Law Department recommends acceptance of this reduced offer.

Accordingly, it is recommended that the Authority accept the offer of \$958,000 submitted by 4315 Route One, LLC for the Property. The Treasurer of the State of New Jersey has completed the review of the documents submitted by the Buyer pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008) and has no objection to same. Furthermore, it is recommended that authorization be given to the Executive Director, in consultation with the Law Department, to execute all documents and take any steps necessary for the conveyance of Parcel 92-330C to the 4315 Route One, LLC, in accordance with the terms set forth above.

On motion by Commissioner Becht and seconded by Commissioner Hodes, the Authority unanimously approved item number 029-02-2014 through 035-02-2014, and 078-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

On motion by Commissioner Becht and seconded by Treasurer DuPont, the Authority unanimously approved item number 077-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ENGINEERING

Chief Engineer Robert Fischer requested approval of item numbers 036-02-2014 through 045-02-2014. Moved are the items as follows:

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PUBLIC BID SOLICITATIONS – AWARD OF CONTRACTS

036-02-2014

In a document dated February 11, 2014, a Recommendation to Award Contract No. T200.313 for the New Jersey Turnpike to Crisdel Group, Inc. for Resurfacing, Mileposts 74 to 122, Middlesex, Union, Essex, Hudson and Bergen Counties, Maintenance Reserve Fund No. 03010002, Amount: \$9,677,000.00, was approved.

This contract involves pavement removal and resurfacing with Hot Mix Asphalt Surface Course Pavement along Turnpike mainline roadways, ramps, shoulders and toll plazas along with other incidental work at various locations from Mileposts 74 to 122 in Middlesex, Union, Essex, Hudson and Bergen Counties, New Jersey. All work is expected to be completed in 2014.

Five bid proposals were received on February 11, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$9,677,000.00 may be compared to the second low bid proposal in the amount of \$9,853,077.50. The low bidder, Crisdel Group, Inc. has performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. T200.313 be awarded to the low bidder, Crisdel Group, Inc. of South Plainfield, New Jersey, in the amount of \$9,677,000.00. This award is contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. Bids for this work were procured, and the authorization being sought is to award this contract to the lowest responsible bidder, in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2, and Executive Order No. 37 (Corzine 2006).

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

037-02-2014

In a document dated February 3, 2014, a **Recommendation to Award Contract P300.264 for the Garden State Parkway to C.J. Hesse, Inc. for the Reconstruction of Interchange 105 at Hope Road and NJ Route 36, Monmouth County, Ten Year Capital Program Fund No. 39003035, Amount: \$9,972,628.07**, was approved.

This contract includes the reconstruction of the Interchange 105 terminus at the Hope Road and NJ Route 36 intersection. The improvements will provide a new off-ramp for northbound exiting traffic south of the intersection to separate the southbound exiting traffic from the northbound exiting traffic. The contract includes improvements along NJ Route 36 and Hope Road, traffic signals, storm water management basins, utility relocations, maintenance and protection of traffic and other miscellaneous work necessary and incidental to the completion of the project.

13 bid proposals were received on January 29, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid proposal in the amount of \$9,972,628.07 may be compared to the second low bid proposal in the amount of \$10,178,561.08. The low bidder, C.J. Hesse, Inc. has performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P300.264 be awarded to the low bidder, C.J. Hesse, Inc. of Atlantic Highlands, New Jersey, in the amount of \$9,972,628.07 allocated as follows: \$7,978,100.00 in FY 2014 and \$1,994,528.07 in FY 2015. 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 (OPS)

038-02-2014

In a document dated February 7, 2014, a **Recommendation to Issue Order for Professional Services No. P3457 for the Garden State Parkway to HAKS Engineers, Architects & Land Surveyors, P.C. for the Supervision of Construction Services for Contract Nos.: P300.264, Reconstruction of Interchange 105 at Hope Road and NJ Route 36; and, P300.271, Improvements to Interchange 105-Wayside Road Connection, Ten Year Capital Program Fund No. 39003035, Amount: \$3,935,000.00,** was approved.

This Order for Professional Services will provide construction supervision services for the referenced contracts.

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 50 engineering firms were prequalified and eligible under Profile Codes B153 - Roadway Construction Inspection; B154 - Roadway Resurfacing Inspection; and B155 - Bridge Construction Inspection. Four firms submitted EOIs by the closing date of December 10, 2012.

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: Birdsall Services Group, Inc., Dewberry Engineers Inc., Greenman-Pedersen, Inc. and HAKS Engineers, Architects and Land Surveyors, PC. The Committee reviewed and evaluated each firm's Technical Proposal and final scoring resulted in HAKS Engineers, Architects and Land Surveyors, PC being the highest technically ranked firm. The fee submitted has been reviewed and is considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. P3457 be issued to the firm of HAKS Engineers, Architects and Land Surveyors, PC of Iselin, New Jersey in an amount not to exceed \$3,935,000.00. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.45 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 No. 134) and Executive Order No. 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).

039-02-2014

In a document dated February 6, 2014, a **Recommendation to Issue Order for Professional Services No. T3501 for the New Jersey Turnpike to LS Engineering Associates Corporation for Engineering Services for the 2014 New Jersey Turnpike Authority Bridge Inspection Program, Turnpike Main Bridge Inspection – Part C, Small Business Enterprise Set Aside, Maintenance Reserve Fund No. 03010005, Amount: \$448,046.73**, was approved.

This OPS provides for the inspection of the Authority's sign structures and microwave towers in accordance with the requirements of the 2014 New Jersey Turnpike Main Bridge Inspection Program – Part C. The work to be performed consists of inspections to 106 sign structures and 9 microwave towers along the entire length of the Turnpike; on-call special assignments; and submittal of inspection reports.

This assignment is classified as a "Simple Project" based on the scope of work being clearly defined and not likely to change during the course of the project, and the cost not exceeding \$2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 11 engineering firms were prequalified and eligible under Profile Codes: D281, Sign Bridge Inspection, and A130, Communication Systems - Tel/Radio/Microwave/Fiber Optic, and registered as an SBE by the Division of Minority and Women Business Development/Department of Treasury. Three firms submitted EOIs by the closing date of January 17, 2014.

Subsequent to the scoring of EOIs by the Review Committee, Fee Proposals were requested from the top three firms. The firms in the order of ranking are: 1) LS Engineering Associates Corporation; 2) PKB Engineering Corporation; and 3) M&J Engineering, P.C. The fee submitted by LS Engineering Associates Corporation 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. T3501 be issued to the firm of LS Engineering Associates Corporation of Montville, New Jersey, not to exceed the amount of \$448,046.73. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.53 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).

040-02-2014

In a document dated February 7, 2014, a **Recommendation to Issue Order for Professional Services No. T3512 for the New Jersey Turnpike to HAKS Engineers, Architects & Land Surveyors, P.C. for the Supervision of Construction Services for Contract Nos.: T200.313, Resurfacing, Mileposts 74 to 122; and, T200.314, Resurfacing, Mileposts 0 to 48 and PHMTE, Maintenance Reserve Fund No. 03010002, Funding Allocation: \$1,300,000.00 FY 2014, \$ 554,560.00 FY 2015, \$1,854,560.00, and T200.332, Beaverdam Brook Culvert, Maintenance Path And Embankment Stabilization, Special Project Reserve Fund No. 04018045, Funding allocation: \$100,000.00 FY 2014, for a Total Amount Requested of \$1,954,560.00**, was approved.

This OPS will provide for supervision of construction services for Contract Nos. T200.313, T200.314 and T200.332.

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 49 engineering firms were prequalified and eligible under Profile Codes: B-153, Roadway Construction Inspection and B-154, Roadway Resurfacing Inspection. Three firms submitted EOIs by the closing date of January 7, 2014.

Subsequent to the scoring of EOIs by the Review Committee, Fee Proposals were requested from the top three firms. The firms in the order of ranking are: 1) HAKS Engineers, Architects and Land Surveyors, P.C.; 2) KS Engineers, P.C.; and 3) Parsons Brinckerhoff, Inc. The fee submitted by HAKS Engineers, Architects and Land Surveyors, P.C. 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. T3512 be issued to the firm of HAKS Engineers, Architects and Land Surveyors, P.C. of Iselin, New Jersey, not to exceed the amount of \$1,954,560.00 allocated as follows: \$100,000.00 in FY 2014 to fund number 04018045 and \$1,300,000.00 in FY 2014 and \$554,560.00 in FY 2015 to fund number 03010002. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.32 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).

041-02-2014

In a document dated February 12, 2014, a **Recommendation to Issue Supplement A to Order for Professional Services No. A3226 for the New Jersey Turnpike and Garden State Parkway to Weidlinger Associates, Inc. for On-Call Security Design Services, Ten Year Capital Program Fund No. 39001011, Amount of Supplement A \$599,989.00**, was approved.

This Order for Professional Services (OPS) was issued at the May 27, 2009 Commission Meeting in the amount of \$4,000,000.00 to furnish on-call security design services through April 2014, with the option for two one-year extensions. The engineering services consisted of the performance of design services including prioritization of critical infrastructure, inspection of structures and facilities, preliminary and final design, system design and development, contract document preparation and post-design services.

This OPS Supplement A will provide additional funds to increase the OPS ceiling to allow for the uninterrupted completion of the construction support services for the ongoing arch hardening work at the Delaware Turnpike Bridge and for construction support services for the arch hardening work at the Newark Bay Hudson County Bridge. The supplement also provides for program support services to review ongoing security related designs that are to be constructed under other contracts in order to ensure that the designs are consistent with the recommendations in the Major Bridge Risk Assessment Summary Report.

The additional funds are necessary for various Work Orders to address the more than anticipated coordination efforts with other agencies (Pennsylvania Turnpike, Pennsylvania Game Commission, local municipalities) for the arch hardening design at the Delaware Turnpike Bridge. Also, additional monies were expended to re-package the security work at the Newark Bay Hudson County Bridge to accommodate the Pulaski Bridge Deck Reconstruction Project, which impacts work on the Newark Bay Extension.

It is, therefore, recommended that Supplement A to Order for Professional Services No. A3226 be issued to Weidlinger Associates, Inc. not to exceed the amount of \$599,989.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$4,000,000.00 to \$4,599,989.00. The original

contract was procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

It is further recommended that authorization be granted to the Executive Director to exercise the first one-year extension option for this OPS to provide design and construction support services for Work Orders scheduled under Contract No. A100.196, Construction Management/General Contracting Services for the NJTA Security Program. Authorization is further requested for the Executive Director to exercise any future options to extend this OPS using previously approved funds if, in her discretion, such extensions would be in the best interests of the Authority. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

042-02-2014

In a document dated February 19, 2014, a **Recommendation to Issue Supplement A to Order for Professional Services No. A3229 for the New Jersey Turnpike and Garden State Parkway to The Louis Berger Group for On-Call Security Design Services, Ten Year Capital Program Fund No. 39001011, Amount of Supplement A \$978,034.00**, was approved.

This Order for Professional Services (OPS) was issued at the May 27, 2009 Commission Meeting in the amount of \$4,000,000.00 to furnish on-call security design services through April 2014, with the option for two one-year extensions. The engineering services consisted of the performance of various design services including prioritization of critical infrastructure, inspection of structures and facilities, preliminary and final design, system design and development, contract document preparation and post-design services.

This OPS Supplement A will provide additional funds to increase the OPS ceiling to allow for the uninterrupted completion of the design for security camera installation at the Delaware Turnpike Bridge, Driscoll Bridge, Newark Bay Bridge, and the Laderman and Washington Memorial Bridges. The additional funds are required to address the more than anticipated coordination efforts with other agencies (Pennsylvania Turnpike, Conrail, local municipalities) and the Authority's ITS Department. In addition, the original cost to perform the camera work was based on having the Construction Manager/General Contractor perform the design and construction work based on parameters provided by the On-Call Security Consultant. Following input from the Authority's ITS Department, the design work would be more efficiently designed and managed by an On-Call Security Consultant with technical input provided by the ITS Department resulting in increased design costs. Also, the cost of the design for the camera program increased due to the increase in the number of camera locations from the original recommendation (from 100 to 182 cameras). Originally, the camera program design was distributed over all four On-Call Security OPS'. At the recommendation of the Engineering and ITS Departments, the design of the camera program is now included in this single OPS. The

Louis Berger Group is the only consultant which has been involved with the camera program and understands the ITS requirements. Approval of Supplement A will ensure the knowledge obtained while working on the camera program for the Delaware Turnpike Bridge will be fully utilized in developing the camera programs for the remaining structures, resulting in consistent and efficient designs.

It is, therefore, recommended that Supplement A to Order for Professional Services No. A3229 be issued to The Louis Berger Group not to exceed the amount of \$978,034.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$4,000,000.00 to \$4,978,034.00. The original contract was procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

It is further recommended that authorization be granted to the Executive Director to exercise the first one-year extension option for this OPS to provide design and construction support services for Work Orders scheduled under Contract No. A100.196, Construction Management/General Contracting Services for the NJTA Security Program. Authorization is further requested for the Executive Director to exercise any future options to extend this OPS using previously approved funds if, in her discretion, such extensions would be in the best interests of the Authority. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

043-02-2014

In a document dated February 11, 2014, a **Recommendation to Issue Supplement A to Order for Professional Services No. P3410 for the Garden State Parkway to Stantec Consulting Services, Inc. for Contract No. P300.253 - Design Services for Garden State Parkway Widening and Interchange Improvements, Mileposts 35 to 38, Ten Year Capital Program Fund No. 39028031, Amount of Supplement A: \$996,000.00**, was approved.

This Order for Professional Services was approved at the March 27, 2012 Commission Meeting in the amount of \$8,550,000.00. The work performed under the referenced OPS consists of professional services required for comprehensive preliminary and final engineering services, and environmental permitting services as necessary to improve operations and safety associated with the existing Garden State Parkway interchange network from Mileposts 35 to 38, and other related work defined in the RFEOL's Scope of Services.

Supplement A will compensate Stantec Consulting Services, Inc. for additional design services required to accommodate the preferred alignment to improve the weaving and mainline traffic queues occurring at interchanges 36, 37 and 38. This additional design effort was a result of modifications made to the original concept plan in order to address comments received from Atlantic County, Egg Harbor Township and NJDEP. Additional alternatives were prepared and

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the final alternative required a new bridge structure not included in the original scope of work. The new alternative had impacts to regulated areas not originally anticipated. In order to address these impacts two additional culverts, three additional retaining walls and additional hydrologic and hydraulic analysis was required for the final alternative. This new alternative will still satisfy the purpose and need of the improvement, and it will significantly reduce the involvement of private, local and State entities through confining most of the improvements to the Authority's jurisdiction. The additional services of this supplement are offset by the construction economies realized through the reduced involvement.

It is, therefore, recommended that Supplement A to Order for Professional Services No. P3410 be issued to Stantec Consulting Services, Inc. not to exceed the amount of \$996,000.00, with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from \$8,550,000.00 to \$9,546,000.00. The original contract was procured pursuant to N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

044-02-2014

In a document dated February 12, 2014, **Authorization to Purchase Wetlands Mitigation Bank Credits–NJTA Agreement #91-14 for the Garden State Parkway to Pequannock Properties Developers, L.P., to Purchase Wetland Mitigation Bank Credits for Contract No. P300.236, Interchange 163 Improvements, Mileposts 162.2 to 163.9, Borough of Paramus, Bergen County, Ten Year Capital Program Fund No. 39003035, Amount: \$1,250,000.00**, was approved.

This Agreement will provide for the purchase of up to 2.5 wetland mitigation bank credits to mitigate project impacts to wetlands associated with the Interchange 163 Improvements project. The Freshwater Wetland Permit issued by the New Jersey Department of Environmental Protection (NJDEP) for the project requires construction of a mitigation site or purchase of wetland credits from within the local watershed. The Engineering Department has determined that purchasing wetland credits is the most cost effective method of mitigation for this project. As advised by NJDEP, Pequannock Properties Developers, L.P. ("Pequannock") is the only firm in Watershed Management Area 4 with available credits approved by the regulatory agencies. Under the proposed Agreement, Pequannock will sell the required credits to the Authority at a cost of \$500,000 per credit.

It is, therefore, recommended that the Executive Director be authorized to execute Agreement No. 91-14 with Pequannock, pursuant to the terms outlined above. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

This contract was procured under the sole source procurement authorization of N.J.A.C.

19:9-2.2(d)(I), promulgated under N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation. A resolution, as required by N.J.A.C. 19:9-2.2(d)(I), is attached hereto.

RESOLUTION FOR SOLE SOURCE PROCUREMENT

WETLAND MITIGATION BANK CREDITS

WHEREAS, Construction Contract No. P300.236 Interchange 163 Improvements Milepost 162.2 to 163.9 ("Improvements") will impact wetlands in Watershed Management Area 4 and;

WHEREAS, the New Jersey Department of Environmental Protection Freshwater Wetland permit requires construction of a mitigation site or the purchase of wetland credits from a wetland mitigation bank within the local watershed to mitigate impacts to wetlands by the Improvements and;

WHEREAS, as of December 18, 2013, the Pio Costa Wetland Mitigation Bank operated by Pequannock Properties Developers, L.P., located in Lincoln Park, Morris County, is the only wetland mitigation bank in Watershed Management Area 4 approved by the New Jersey Department of Environmental Protection; and

WHEREAS, the Engineering Department has determined that the purchasing of wetland credits is the most cost effective method of mitigation and will allow for the Improvements to proceed on schedule; and

WHEREAS, the Authority's regulations pursuant to N.J.A.C. 19:9-2(d)1, promulgated under N.J.S.A. 27:23-6.1, permits sole source procurement when only one source for the required product exists.

NOW, THEREFORE, BE IT RESOLVED THAT the Authority's Commissioners hereby authorize and approve the award of a contract to Pequannock Properties Developers, L.P. for the purchase of wetland mitigation credits in an amount not to exceed \$1,250,000, 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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ACKNOWLEDGE REPORTS OF

ENGINEERING EXPENDITURES UNDER DELEGATED AUTHORITY

045-02-2014

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

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

On motion by Treasurer DuPont and seconded by Commissioner Becht, the Authority unanimously approved item nos. 036-02-2014, 037-02-2014, 039-02-2014, 041-02-2014 through 044-02-2014, and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

On motion by Commissioner Becht and seconded by Treasurer DuPont, the Authority unanimously approved item numbers 038-02-2014 and 040-02-2014, and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

On motion by Treasurer DuPont and seconded by Commissioner Walden, the Authority unanimously accepted the reports contained in item number 045-02-2014 and received same for file.

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MAINTENANCE

Director of Maintenance Joseph Lentini requested approval of item number 046-02-2014.

Moved as a group those items are as follows:

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PUBLIC BIDS SOLICITATIONS

046-02-2014

In a document dated February 15, 2014, a **Recommendation to Award Contract No. P500.333 for the Garden State Parkway to MTB LLC for Roof removal and replacement at Parkway Bergen Toll Utility Building (MP 160.5) and the Essex Toll Utility Building (MP 150.7) in Bergen and Essex Counties, Supplemental Capital Fund No. 08007019, Amount: \$45,850.00**, was approved.

This contract involves the roof removal and replacement at the Parkway Bergen Toll Utility Building (MP 160.5) and the Essex Toll Utility Building (MP 150.7) in Bergen and Essex Counties, New Jersey.

Four (4) bid proposals were received on January 8, 2014 for the above publicly advertised contract, as shown on the attached bid summary sheet. The low bid, submitted by MTB LLC for \$45,850.00 is approximately 50% lower than the Engineer's Estimate of \$93,000.00. After conferring with the President of MTB LLC, the Maintenance Department is satisfied that MTB LLC can perform the work at the price bid according to the specifications and, on time. MTB LLC has previously performed work for the Authority and is considered competent to complete this contract.

It is, therefore, recommended that Contract No. P500.333 be awarded to the low bidder, MTB LLC of Neptune City, New Jersey, in the amount of \$45,850.00. 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.

On motion by Treasurer DuPont and seconded by Commissioner Hodes, the Authority unanimously approved item number 046-02-2014, and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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PROCUREMENT (“PMM”)

Director of Procurement and Materials Management Andrea Ward requested approval of item numbers 047-02-2014 through 068-02-2014. Moved as a group those items are as follows:

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PUBLIC BIDS SOLICITATIONS

047-02-2014

In a document dated February 6, 2014, a Recommendation for Four-Door Hatchback Sedans to Hertrich Fleet Services, Inc., R-105577, Budget Codes: 010 00 500 480060, Amount: \$66,720.00, was approved.

Authorization is requested to award a contract for 4 Four-Door Hatchback Sedans. Bidders were required to quote unit and total prices for the vehicles. The bid was fully advertised and the eight vendors listed in the Authority’s database for the referenced commodity were notified of the procurement. On February 4, 2014, bids were received as follows:

<u>Vendor</u>	<u>Unit Price</u>	<u>Total Bid Price</u>
Hertrich Fleet Services, Inc. Milford, DE	\$16,680.00	\$66,720.00
Ditschman Flemington Ford/DFFLM LLC, Flemington, NJ	\$17,614.00	\$70,456.00

Departmental Estimate \$74,000.00

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 also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

Accordingly, authorization is requested to award a contract to Hertrich Fleet Services, Inc. of Milford, DE for a total amount not to exceed \$66,720.00.

048-02-2014

In a document dated February 10, 2014, a Recommendation for Four-Door Compact Sedans to Hertrich Fleet Services, Inc., R-105585, Budget Codes: 010 00 500 480060, Amount: \$45,588.00, was approved.

Authorization is requested to award a contract for 3 Four-Door Compact Sedans. Bidders were required to quote unit and total prices for the vehicles. The bid was fully advertised and the eight vendors listed in the Authority’s database for the referenced commodity were notified of the procurement. On February 4, 2014, bids were received as follows:

<u>Vendor</u>	<u>Unit Price</u>	<u>Total Bid Price</u>
Hertrich Fleet Services, Inc. Milford, DE	\$15,196.00	\$45,588.00
Ditschman Flemington Ford/DFFLM LLC, Flemington, NJ	\$16,072.00	\$48,216.00
Departmental Estimate \$49,500.00		

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 also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

Accordingly, authorization is requested to award a contract to Hertrich Fleet Services, Inc. of Milford, DE for a total amount not to exceed \$45,588.00.

049-02-2014

In a document dated February 12, 2014, **a Recommendation for 72" Rotary Riding Mowers to Cherry Valley Tractor Sales, R-105578, Budget Codes: 010 00 500 480060, Amount: \$180,347.00,** was approved.

Authorization is requested to award a contract for ten (10) 72" Rotary Rear Discharge Riding Mowers to replace older existing models that have exceeded their life expectancy. Bidders were required to quote unit and total prices for the vehicles. The bid was fully advertised and the 16 vendors listed in the Authority's database for the referenced commodity were notified of the procurement. On February 4, 2014 bids were received as follows:

<u>Vendor</u>	<u>Unit Price</u>	<u>Total Bid Price</u>
Cherry Valley Tractor Sales, Marlton, NJ	\$18,034.70	\$180,347.00
Rodio Tractor Sales, Inc. Hammonton, NJ	\$18,795.00	\$187,950.00
Harter Equipment Inc. Millstone Twp., NJ	\$18,995.00	\$189,950.00
Cammps Hardware & Lawn Products Inc., Belle Mead, NJ	\$20,300.00	\$203,000.00
Storr Tractor Company, Branchburg, NJ	\$22,984.00	\$229,840.00
Departmental Estimate \$240,000.00		

Non-Compliance

The lowest bidder, Central Jersey Equipment, LLC, Elmer, NJ, ("CJE") submitted a bid in the amount of \$169,900.00 (\$16,990.00 per unit). This bid, however, contained significant deficiencies to the specifications. Among the material deficiencies: 1) the radiator location of the proposed mower model is significantly different than the specifications. The specifications required a "mid-mount" radiator configuration which allows little to virtually no debris from rear

discharge grass clippings to enter the radiator fins. CJE proposed a rear-mounted radiator, where grass clippings will be discharged in a rear discharge mower design. 2) The proposed mower has a "dual-pedal" control design whereas the bid specified "single-pedal" control design. The Maintenance Department deemed this design difficult for operation; and 3) The proposed mower features a 1" cutter drive-spindle which is below the specified 1.25" cutter drive-spindle. Because of these deficiencies, it is recommended that the bid from CJE be rejected.

The bid submitted by Cherry Valley Tractor Sales complies with all the specifications, and although its bid amount is significantly below the \$240,000.00 Departmental Estimate, the amount is competitive when compared with all bids received.

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 also contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

Accordingly, authorization is requested to award a contract to Cherry Valley Tractor Sales, Marlton, NJ, for a total amount not to exceed \$180,347.00.

050-02-2014

In a document dated February 20, 2014, **a Recommendation for 4-Wheel Drive Pickup Trucks (3-Year Option) to Miller Ford Sales, R-106294, Budget Code: 010 00 500 480060, Amount: \$550,440.00 (\$30,580.00 each)**, was approved.

At the April 25, 2012 Board of Commissioners Meeting (Agenda Item 155-04), the Authority awarded a contract to Miller Ford Sales for the purchase of 24 extended cab 4-wheel drive pickup trucks. The contract included a 3-year option to purchase additional trucks which conform to the original specifications for three additional model years. For the final two years of the option, the vendor was permitted to request a price increase from the Authority if there had been an overall price increase of the trucks in those later model years, provided that the vendor justified the price increase in writing to the Authority. At the March 26, 2013 Board of Commissioners Meeting (Agenda Item 109-03-2013), the Authority exercised its option to procure 2013 model trucks. The vendor increased its price for the 2013 trucks by 1.8%.

Authorization is now requested to purchase 18 additional pickup trucks to replace older models which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price of \$30,580.00 which represents a 5.9% increase over 2013 prices due to new model-year manufacturer's pricing. Both the Procurement and Maintenance Departments have deemed the increase acceptable, in line with current industry pricing and therefore recommend authorization of the price increase. These vehicles are replacement vehicles and the older

models will be sold as surplus if feasible.

This contract was 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). This contract is in compliance with Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008).

Accordingly, authorization is requested to exercise the contract option to purchase additional 4-wheel drive pick-up trucks from Miller Ford Sales, in a total amount not to exceed \$550,440.00.

051-02-2014

In a document dated February 20, 2014, **a Recommendation for 2-Wheel Drive Pickup Trucks (3-Year Option) to Miller Ford Sales, R-106297, Budget Code: 010 00 500 480060, Amount: \$219,627.00 (\$24,403.00 each)**, was approved.

At the April 25, 2012 Board of Commissioners Meeting (Agenda Item 156-04), the Authority awarded a contract to Miller Ford Sales for the purchase of 10 conventional cab 2-wheel drive pickup trucks. The contract included a 3-year option to purchase additional trucks which conform to the original specifications for three additional model years. For the final two years of the option, the vendor was permitted to request a price increase from the Authority if there had been an overall price increase of the trucks in those later model years, provided that the vendor justified the price increase in writing to the Authority. At the March 26, 2013 Board of Commissioners Meeting (Agenda Item 108-03-2013), the Authority exercised its option to procure 2013 model trucks. The vendor increased its price for the 2013 trucks by 3.4%.

Authorization is now requested to purchase 9 additional pickup trucks to replace older models which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price of \$24,403.00 which represents a 3.7% increase over 2013 prices due to new model-year manufacturer's pricing. Both the Procurement and Maintenance Departments have deemed the increase acceptable, in line with current industry pricing and therefore recommend authorization of the price increase. These vehicles are replacement vehicles and the older models will be sold as surplus if feasible.

This contract was 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). This contract is in compliance with Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008).

Accordingly, authorization is requested to exercise the contract option to purchase additional 2-wheel drive pick-up trucks from Miller Ford Sales, in a total amount not to exceed \$219,627.00.

052-02-2014

In a document dated January 16, 2014, **a Recommendation for 1-Ton Cargo Vans 3-Year Option to Mall Chevrolet, Inc., R-106293, Budget Code: 010 00 500 480060, Amount: \$330,956.34 (\$30,086.94 each)**, was approved.

At the May 28, 2013 Board of Commissioners Meeting (Agenda Item 210-05-2013), the Authority awarded a contract to Mall Chevrolet, Inc. for the purchase of 1-ton cargo vans. The contract included a 3-year option to purchase additional cargo vans which conform to the original specifications for three additional model years. For the final two years of the option, the vendor was permitted to request a price increase from the Authority if there had been an overall price increase of the trucks in those later model years, provided that the vendor justified the price increase in writing to the Authority.

Authorization is requested to purchase 11 additional cargo vans to replace older models which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price of \$30,086.94 which represents a 1.0% increase due to new model-year manufacturer's pricing. Both the Procurement and Maintenance Departments have deemed the increase acceptable, in line with current industry pricing and therefore recommend authorization of the price increase. These vehicles are replacement vehicles and the older models will be sold as surplus if feasible.

This contract was 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). This contract is in compliance with Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008).

Accordingly, authorization is requested to exercise the contract option to purchase additional 1-ton cargo vans from Mall Chevrolet, Inc., in a total amount not to exceed \$330,956.34.

053-02-2014

In a document dated January 16, 2014, **a Recommendation for Utility Vans and Accessories (3-Year Option) to Mall Chevrolet, Inc., R-106290, Budget Code: 010 00 500 480060, Amount: \$135,960.00 (\$33,990.00 each)**, was approved.

At the May 28, 2013 Board of Commissioners Meeting (Agenda Item 204-05-2013), the Authority awarded a contract to Mall Chevrolet, Inc. for the purchase of one-ton utility vans and accessories. The contract included a 3-year option to purchase additional utility vans which conform to the original specifications for three additional model years. For the final two years of the option, the vendor was permitted to request a price increase from the Authority if there had been an overall price increase of the trucks in those later model years, provided that the vendor

justified the price increase in writing to the Authority.

Authorization is requested to purchase 4 additional utility vans to replace older models which are beyond their useful lives. Pursuant to the contract, the vendor has requested a unit price of \$33,990.00 which represents a 1.0% increase due to new model-year manufacturer's pricing. Both the Procurement and Maintenance Departments have deemed the increase acceptable, in line with current industry pricing and therefore recommend authorization of the price increase. These vehicles are replacement vehicles and the older models will be sold as surplus if feasible.

This contract was 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). This contract is in compliance with Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008).

Accordingly, authorization is requested to exercise the contract option to purchase additional one-ton utility vans from Mall Chevrolet, Inc., in a total amount not to exceed \$135,960.00.

054-02-2014

In a document dated February 18, 2014, **a Recommendation for Treated Rock Salt Modification to International Salt Company, LLC, RM-106268 / Contract No. 1748-1 expiring 10/21/2014, Budget Code: Various, Requested Amount \$5,107,343.00; and to Cargill Deicing Technology, RM-106270 / Contract No. 1750-1 expiring 10/21/2014, Budget Code: Various, Requested Amount: \$500,000.00**, was approved.

In September 2012, the Authority awarded contracts to International Salt Company, LLC and Cargill Deicing Technology for approximately 100,200 tons of granular sodium chloride (treated rock salt) for roadway de-icing maintenance during winter storm events. Due to excessive snow events this winter season, these funds allocated to these contracts have been depleted. The Maintenance Department has requested an increase of \$5,107,343.00 to pay for treated rock salt for roadway safety until the expiration of these contracts.

These contracts were publicly bid in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:9-2.2 and Executive Order 37 (Corzine 2006). The contracts will expire October 21, 2014 and have an option to extend for an additional one-year period under the same terms and conditions.

Accordingly, authorization is requested to increase Contract No. 1748-1 with International Salt Company by \$5,107,343.00 and Contract No. 1750-1 with Cargill Deicing Technology by \$500,000.00. This increase will bring the total authorized amount of Contract No. 1748-1 to \$12,000,000.00, and Contract No. 1750-1 to \$2,001,599.00, subject to funding availability at the time of ordering.

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STATE AND FEDERAL CONTRACTS

055-02-2014

In a document dated February 7, 2014, **a Recommendation for Truck Mounted Attenuators with Installation to Atlas Flasher & Supply Co., Inc., RM-105001, State Contract No. 84104 expiring 5/31/16, Budget Code: Various, Amount: \$300,000.00 (3-Year Term)**, was approved.

Under this contract, Atlas Flasher and Supply Co., Inc. will provide truck-mounted attenuators with installation which are used for traffic safety and control on both Roadways. The anticipated annual dollar expenditure is \$100,000.00 for a 3-year aggregate total of \$300,000.00.

This contract will be procured under State Contract No. 84104 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 to Atlas Flasher and Supply Co., Inc. for truck-mounted attenuators with installation in a total amount not to exceed \$300,000.00 through the term of the respective State Contract.

056-02-2014

In a document dated February 10, 2014, **a Recommendation for 2014 Chevrolet Caprice Unmarked State Police Vehicles to Day Chevrolet Inc., R-105965, Budget Code: 010 00 720 480060, State Contract No. 82926 expiring 10/24/14, Amount: \$157,396.50 (\$26,232.75 each)**, was approved.

New Jersey State Police requisitioned six (6) 2014 Chevrolet Caprice (unmarked) State Police patrol vehicles. These vehicles are part of the Authority's State Police Vehicle Program to replace old, high mileage vehicles which have become very expensive to maintain. These high mileage vehicles have greater than average maintenance or repair costs, and thus, replacement becomes more cost effective. The vehicles being replaced will be sold at surplus auction if feasible.

These vehicles are available to be purchased from Day Chevrolet Inc. at a unit price of \$26,232.75 under New Jersey State Contract No. 82926 which expires 10/24/14. This contract will be procured in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) 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 to Day Chevrolet Inc. in the amount not to exceed \$157,396.50.

057-02-2014

In a document dated February 10, 2014, **a Recommendation for 2014 Dodge Charger State Police Pursuit Vehicles to Carman Dodge Inc., R-105968, Budget Code: 010 00 720 480060, State Contract No. 82927 expiring 10/24/14, Amount: \$117,455.00 (\$23,491.00 each),** was approved.

New Jersey State Police requisitioned five (5) 2014 Dodge Charger (unmarked) pursuit vehicles. These vehicles are part of the Authority's State Police Vehicle Program to replace old, high mileage vehicles which have become very expensive to maintain. These high mileage vehicles have greater than average maintenance or repair costs, and thus, replacement becomes more cost effective. The vehicles being replaced will be sold at surplus auction if feasible.

These vehicles are available to be purchased from Carman Dodge Inc. at a unit price of \$23,491.00 under New Jersey State Contract No. 82927 which expires 10/24/14. This contract will be procured in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) 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 to Carman Dodge Inc. in the amount not to exceed \$117,455.00.

058-02-2014

In a document dated February 10, 2014, **a Recommendation for 2014 Chevrolet Tahoe 4-Wheel Drive State Police Patrol Vehicles to Day Chevrolet Inc., R-105969, Budget Code: 010 00 720 480060, State Contract No. 82926 expiring 10/24/14, Amount: \$151,270.45 (\$30,254.09 each),** was approved.

New Jersey State Police requisitioned five (5) 2014 Chevrolet Tahoe four-wheel drive patrol vehicles. These vehicles are part of the Authority's State Police Vehicle Program to replace old, high mileage vehicles which have become very expensive to maintain. These high mileage vehicles have greater than average maintenance or repair costs, and thus, replacement becomes more cost effective. The vehicles being replaced will be salvaged and sold at surplus auction if feasible.

These vehicles are available to be purchased from Day Chevrolet Inc. at a unit price of \$30,254.09 under New Jersey State Contract No. 82926 which expires 10/24/14. This contract will be procured in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006)

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 to Day Chevrolet Inc. in the amount not to exceed \$151,270.45.

059-02-2014

In a document dated February 10, 2014, **a Recommendation for 2014 Chevrolet Caprice Marked State Police Patrol Vehicles to Day Chevrolet Inc., R-105970, Budget Code: 010 00 720 480060, State Contract No. 82926 expiring 10/24/14, Amount: \$637,194.00 (\$25,199.00 each)**, was approved.

New Jersey State Police requisitioned twenty-four (24) 2014 Chevrolet Caprice (marked) patrol vehicles. These vehicles are part of the Authority's State Police Vehicle Program to replace old, high mileage vehicles which have become very expensive to maintain. These high mileage vehicles have greater than average maintenance or repair costs, and thus, replacement becomes more cost effective. The vehicles being replaced will be salvaged and sold at surplus auction if feasible.

These vehicles are available to be purchased from Day Chevrolet Inc. at a unit price of \$25,199.00 under New Jersey State Contract No. 82926 which expires 10/24/14. This contract will be procured in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) 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 the referenced State Contract to Day Chevrolet Inc. in the amount not to exceed \$637,194.00.

060-02-2014

In a document dated February 10, 2014, **a Recommendation for Annual Computer Hardware Refresh to Hewlett Packard Company, R-106281, Budget Code: 010 00 830 480030, State Contract No. 70262 expiring 8/31/14, Amount: \$202,077.34**, was approved.

The Integrated Technology Services Department ("ITS") has requisitioned a contract to purchase 100 thin client computers, 96 work stations, 24 monitors, 15 laptops and 30 printers that are required to support the Authority's end-user computer hardware refresh initiative. This project occurs on an annual basis and replaces approximately 15% of the Authority's end-user computer infrastructure. This systematic approach, enables ITS to provide the latest technologies while reducing expensive support costs related to end-of-life hardware.

This contract will be procured under State Contract No. 70262 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 to Hewlett Packard Company for an amount not to exceed \$202,077.34.

061-02-2014

In a document dated February 10, 2014, **a Recommendation for Plaza Computer Server Upgrade to ePlus Technology, Inc., R-106248, Budget Code: 040 00 830 650010 04008136, State Contract No. 70262 expiring 8/31/14, Amount: \$158,380.80**, was approved.

The Integrated Technology Services Department has requisitioned a contract to provide 32 plaza servers for processing of Electronic Toll Collection transactions at all of the Turnpike Interchanges. The new servers will replace existing end-of-life plaza servers which are no longer supported by the manufacturer. This will improve efficiency and provide more reliable data.

This contract will be procured under State Contract No. 70262 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 to ePlus Technology, Inc. in an amount not to exceed \$158,380.80.

062-02-2014

In a document dated February 10, 2014, **a Recommendation for Backup Software Annual Maintenance Renewal to EMC Corporation, R-106107, Budget Code: 010 00 830 121020, State Contract No. 75580 expiring 8/31/14, Amount: \$36,366.34**, was approved.

The Integrated Technology Services Department ("ITS") has requisitioned a maintenance contract to provide annual technical support and software upgrades to its software NetWorker. This backup software is utilized by ITS for backup and recovery management of the Electronic Toll Collection databases. This software allows ITS to restore data and is used for eDiscovery, in compliance with the Authority's document retention policies.

This contract will be procured under State Contract No. 75580 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 permit 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 to EMC Corporation for annual technical support and software upgrades to their software, NetWorker, in an amount not to exceed \$36,366.34.

063-02-2014

In a document dated February 12, 2014, **a Recommendation for Telephone System Annual Maintenance Renewal – Private branch Exchange (PBX) to NEC Corporation of America, RM-106239, Budget Code: Various, State Contract No. 80801 expiring 1/31/17, Amount: \$130,009.40**, was approved.

The Integrated Technology Services Department has requisitioned a one-year contract for the annual maintenance and support of the Authority's private branch exchange ("PBX") telephone and call accounting systems. This contract will provide the Authority with on-site personnel 2 days per week to perform daily administrative tasks, troubleshooting, patch installation, and PBX system updates. The maintenance coverage also provides 24/7 phone support.

This contract will be procured under State Contract No. 80801 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 to NEC Corporation of America, for one year, in an amount not to exceed \$130,009.40.

064-02-2014

In a document dated February 20, 2014, **a Recommendation for C-Cure Security System Upgrade to Tyco Integrated Security, LLC, RM-106280, Budget Code: Various, U.S. General Services Administration (GSA) Schedule 84, GSA Contract No. GS-07F-8854D expiring 1/31/16, Amount: \$ 527,500.00**, was approved.

The Internal Audit ("IA") and Integrated Technology Services ("ITS") Departments have requisitioned a contract that will provide necessary software upgrades and maintenance to the Authority's system-wide access control and alarm management system ("Security System"). The Security System is installed at several Authority facilities such as administration buildings, including the Statewide Traffic Management Center, maintenance buildings, toll plazas and State Police facilities. The upgrade will include installation of the most current version of the "C-Cure" Software available, as well as additional hardware and programming required to support the enhanced version. This contract will also provide for other critical components such as: 1) consolidation of all security video onto a single platform, which will be more cost effective than

the existing multiple platforms; and 2) a comprehensive annual service and support agreement to maintain and repair existing equipment as well as the new Security System.

The upgrade will greatly enhance reliability and improve performance to the Security System. The contract will include a three-year, 24/7 support and maintenance agreement.

The contract will be procured under the GSA/Federal IT Schedule, Contract No. GS-07F-8854D in accordance with N.J.A.C. 19:9-2.3(d)3 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 federal government. Only certain GSA contracts are available to the Authority, including the Federal IT 70 Schedule contracts. The Authority obtained proposals from the three vendors on the referenced GSA Schedule that service the C-Cure Security System, namely:

Diebold Incorporated, Elmsford, NY	\$480,375.00
Integrated Security Solutions, Herndon, VA	\$488,016.00
Tyco Integrated Security, Norristown, PA	\$492,234.00

Authority personnel from the IA, ITS and Procurement and Materials Management Departments reviewed the proposals and conducted oral interviews with representatives from each firm. In addition, the vendors were required to respond to an additional list of technical questions. Based on the written and oral presentations, staff concluded that Tyco Integrated Security ("Tyco") was the most qualified firm to perform the upgrade. Tyco submitted the most realistic project schedules and proposed an experienced project team, including their local maintenance support staff. Availability of local technicians to service the Security System was very important to the Authority. In addition, Tyco has performed in a satisfactory manner for the Authority on past projects. Authority staff further negotiated the contract pricing with Tyco and achieved optimum savings with respect to the three-year versus the original one-year support and maintenance agreement. Following final negotiations, Tyco's proposed a cost of \$423,264.13 which was very competitive and deemed favorable in light of current industry pricing.

The IA Department will also utilize Tyco for necessary and required out of scope work, where authorized, and has requested an amount not to exceed \$ 104,235.87 to cover additional charges over the three-year period. Accordingly, authorization is requested to award the referenced contract to Tyco Integrated Services for an upgrade of the Security System, in the amount not to exceed \$527,500.00, subject to funding availability at the time of order.

065-02-2014

In a document dated February 11, 2014, **a Recommendation for Toll Lane Image Servers Upgrade to ePlus Technology, Inc., R-106282, Budget Code: 080 00 830 156555 08007109, State Contract No. 70262 expiring 8/31/14, Amount: \$95,515.76**, was approved.

The Integrated Technology Services Department has requisitioned a contract for five new servers with components which will be used to store images for all toll collection transactions. The toll lane images are used in connection with various operational functions and violation enforcement. These replacement servers will enhance performance as they utilize redundant technology. In addition, the upgraded servers will be significantly less costly to maintain.

This contract will be procured under State Contract No. 70262 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 to ePlus Technology, Inc. in an amount not to exceed \$95,515.76.

066-02-2014

In a document dated February 11, 2014, **a Recommendation for Snow Plow Parts Modification to Greelco Inc., RM-105836 / Contract No. 1436 / State Contract No. 75717, expiring 1/19/15, Budget Code: Various, Requested Amount: \$250,000.00, and to Cliffside Body Corp., RM-105839 / Contract No.1282 / State Contract No.75724 expiring 1/19/15, Budget Code: Various, Requested Amount: \$ 20,000.00**, was approved.

On February 22, 2011, the Authority awarded Contract No. 1436, to Greelco, Inc. and Contract No. 1282 to Cliffside Body Corp. to supply various snow plow parts to the Authority's Maintenance and Inventory section. These parts are needed to repair or replace damaged or worn parts on the Authority's current snow plowing equipment. The New Jersey State Contract has been extended until January 19, 2015 and additional funds are needed to purchase necessary snow plow parts through the remaining term of the contract. The requested amount is \$270,000.00

The Inventory Section and Maintenance Department have therefore requested that Contract No. 1436 with Greelco be increased by \$250,000 and Contract No. 1282 with Cliffside Body be increased by \$20,000.00 to purchase necessary snow plow parts through the term of the respective State Contracts.

State Contract Nos.75717 (Greelco, Inc.), and 75724 (Cliffside Body Corp.), were procured in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 et

seq., the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permit the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, approval is requested to increase the authorized amount of Contract No. 1436 with Greelco, Inc. by \$250,000.00 for a new total authorized amount of \$1,275,000.00, and Contract No. 1282 with Cliffside Body Corp. by \$20,000.00 for a new total authorized amount of \$70,000.00 through January 19, 2015, subject to funding availability at the time of order.

067-02-2014

In a document dated February 10, 2014, **a Recommendation for Safety Vests (Modification) to Aramsco, Inc., RM-106215, Contract-1749, State Contract No. 81352 expiring 4/30/15, Budget Code: Various, Requested Amount: \$ 30,000.00**, was approved.

On October 19, 2012, the Authority awarded Contract No. 1749, to Aramsco, Inc. to supply safety vests. These vests are required to be worn by all Maintenance and Tolls personnel. The New Jersey State Contract is valid until April 30, 2015, and additional funds are needed to purchase this required safety equipment through the remaining term of the contract. The safety vests are stocked in the Authority's inventory. The requested amount is \$30,000.00

State Contract No. 81352 (Aramco) was procured in accordance with N.J.A.C. 19:9-2.5(a), promulgated pursuant to N.J.S.A. 27:23-1 et seq., the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permit the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, approval is requested to increase the authorized amount of Contract No. 1749 with Aramsco, Inc. by \$30,000.00 for a new total authorized amount of \$63,000.00, through April 30, 2015, subject to funding availability at the time of order.

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PROFESSIONAL SERVICES

068-02-2014

In a document dated February 21, 2014, **a Recommendation for Investment Banking Services to Various Banks, RM-106071, Budget Code: 010 00 890 445020, Amount: \$1,550,000.00**, was approved.

The New Jersey Turnpike Authority ("Authority") solicited proposals from firms to provide Investment Banking Services. Specifically, the Authority, by way of a Request for Proposals ("RFP"), sought to select two (2) underwriting syndicates (consisting of Senior Manager, Co-Senior Manager(s), and Co-Manager(s)). One syndicate will be for the anticipated new-money transactions of up to \$1.0 billion in 2014. The second syndicate will be for the potential \$217.5 million refunding of the Series 2009A, Series 2011A, and Series 2011B bonds.

The RFP was advertised in the Star Ledger and the Times, posted on the websites of the Authority and State of New Jersey, and distributed to sixty (60) firms. On February 12, 2014, the Authority received sixteen (16) proposals for Senior Manager, Co-Senior Manager, and Co-Manager positions. The Executive Director approved the Evaluation Committee ("Committee") consisting of three (3) voting Members: the Chief Operating Officer, Chief Financial Officer, and Finance Manager. In addition, one (1) representative from First Southwest Company, the Authority's Financial Advisor, served as non-voting member of the Committee.

The Committee reviewed and scored the proposals. Under the RFP, Proposers could apply for only one (1) of the two (2) underwriting syndicates. Although it was anticipated that each syndicate will have a Senior Manager, at least one Co-Senior Manager, and at least one Co-Manager, only proposals for the position of Senior Manager for each underwriting syndicate were accepted. In addition, as specified in the RFP, Proposers which applied for the Senior Manager position but were not selected would be considered for Co-Senior Manager or Co-Manager for whichever syndicate they have requested. The Committee then prepared an Evaluation Report, which details the procurement process, and submitted the report to the Executive Director.

The Committee determined that the highest ranked firm from the new money Proposers would be recommended as Senior Manager for the new money syndicate and the highest ranked firm from the refunding Proposers would be recommended as Senior Manager for the refunding syndicate. The Committee also determined that the next highest ranked firms would be selected to the roles of Co-Senior Manager and Co-Manager for each syndicate based on the syndicate for which they applied. For the Series 2014 new money bond issue(s), it is recommended that the Authority award contracts to five (5) firms. For the Series 2014 refunding bond issue(s), it is recommended that the Authority award contracts to four (4) firms. The contracts for each bond series shall be for a period of two (2) years. Therefore, based upon the criteria established in the RFP, the Committee made the following recommendations for the Investment Banking Services for the Authority's proposed new money and refunding bond issuance as follows:

FINAL GROUP SELECTIONS – 2014 New Money Issuer(s)

Role	Firm	Score
Senior Manager	Goldman Sachs & Co.	93.0
Co-Senior Manager	J.P. Morgan Securities, LLC	89.8
Co-Senior Manager	Bank of America Merrill Lynch	82.2
Co-Senior Manager	Citi Group Global Markets ("Citi")	81.8
Co-Manager	Wells Fargo	74.8

FINAL GROUP SELECTIONS – 2014 Bond Refunding Issuer(s)

Role	Firm	Score
Senior Manager	RBC Capital Markets	94.5
Co-Senior Manager	Piper Jaffray	81.5
Co-Senior Manager	Barclays Capital, Inc. ("Barclays")	70.5
Co-Senior Manager	PNC Capital Markets, LLC	70.3

The RFP allowed firms which did not apply for the position of Senior Manager to apply to be included in a Co-Manager pool. Awards are expected to be made for a Co-Manager pool at the March 25, 2014 Board of Commissioners meeting. The RFP specified that a minimum of two (2) firms from the Co-Manager pool will be included in each syndicate above. Qualifying firms in the Co-Manager pool, which will remain in effect for two (2) years, will be ranked from highest score to lowest score. When the first transaction occurs, the two (2) highest ranked firms will be selected to be Co-Managers. When the second transaction occurs, the third and fourth ranked firm will be selected to be Co-managers. This selection process will continue down the rankings as transactions occur within the 2-year period.

The award for the up to \$1 billion 2014 new money issue(s) will be at Goldman Sachs & Co.'s proposed takedown of \$1.12 per thousand, plus underwriting expenses. The award for the \$217.5 million 2014 refunding issue(s) will be at RBC Capital Markets' proposed takedown of \$1.20 per thousand, plus underwriting expenses.

For the new money syndicate, Goldman Sachs & Co received the highest overall score, reflecting the firm's depth of transportation experience, strong project team, competitive fee proposal, and well thought out marketing strategy. The firm has provided the Authority with many helpful ideas in the past, including a debt refunding strategy in 2012 which saved the Authority significant interest costs. Goldman Sachs & Co also encouraged the Authority to adopt Financial Management Guidelines and Principles. The Authority did so and the guidelines and principles were well received by the rating agencies and investors. Above all, Goldman Sachs & Co scored the highest in approach to the project, as the firm's proposed bond structure not only meets the Authority's goal of achieving overall level debt service upon completion of the capital program financings, but resulted in the lowest anticipated true interest cost, highest projected debt service coverage, and largest amount of proceeds available for construction spending compared to all of the other proposals received. The next three highest ranked firms were J.P. Morgan Securities, LLC, Bank of America Merrill Lynch, and Citi, which also all have significant transportation experience and are well qualified to serve the Authority. What differentiated these firms from Goldman Sachs & Co. and each other was the proposed bond structure from each firm. The firms that scored higher had structures that resulted in the lowest anticipated true interest costs, highest projected debt service coverage, and largest amount of proceeds available for construction spending. Wells Fargo, also highly qualified, scored slightly lower than the other top ranked firms as it does not have as much transportation experience as the other firms. All firms selected have strong New Jersey presence, each employing thousands in the state.

For the refunding syndicate, RBC Capital Markets received the highest overall score, representing the firm's extremely strong experience not only in overall bond underwriting, but specifically with floating rate notes which are expected to be issued by the Authority. RBC Capital Markets provided a detailed marketing and rating agency strategy, and demonstrated a strong understanding of the Authority's needs. The firm also provided a very competitive fee

proposal, and a proposed structure which should result in cost savings for the Authority. Piper Jaffray was the second highest ranked firm and scored high for its understanding of the Authority's needs and approach to the project, proposing several creative financing ideas and ratings strategy. The firm also had a very aggressive fee proposal. Barclays Capital, Inc., was the third highest ranked firm. Although the firm has extensive experience and a very strong project team, Barclays scored lower than the higher ranked firms in its approach to the project as the Committee found Barclays proposal presented significant risk to the Authority and it also had a relatively high fee proposal. PNC Capital Markets, LLC was the fourth highest ranked proposer and although well qualified with a strong New Jersey presence, has less experience with transportation than the higher ranked firms.

Accordingly, authorization is requested to delegate to the Executive Director the authority to enter into bond purchase agreements with the firms listed under the "Final Group Selections" for the two underwriting syndicates as presented above. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization. No funds will be encumbered for the new money issue as payments to the underwriters will be made from the cost of issuance from bond proceeds. Fees payable to the underwriters for the refunding issue of approximately \$300,000 will be payable from the General Reserve Fund.

This professional services procurement was conducted in accordance with N.J.S.A. 27:23-6.1, N.J.A.C. 19:19-9-2.1(b), Executive Order 37 (Corzine 2006), and Executive Order No. 26 (Whitman 1995). These awards are contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardees pursuant to Public Law 2005, Chapter 51 and Executive Order No. 117 (Corzine 2008), and having no objection to same.

On motion by Commissioner Pocino and seconded by Vice Chairman Gravino, the Authority unanimously approved of item numbers 047-02-2014 through 059-02-2014, and 061-02-2014 through 067-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

On motion by Treasurer DuPont and seconded by Commissioner Becht, the Authority unanimously approved of item numbers 060-02-2014 and 068-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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GENERAL BUSINESS

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OPERATIONS

Director of Operations Henry Eibel requested approval of item numbers 069-02-2014 through 072-02-2014.

Director Eibel stated that the number of fatalities in January were higher compared to January of last year, however, it should be noted that snow was not a factor in any of these fatalities. Eibel indicated that not wearing a seat belt and being under the influence of alcohol were the primary causes for deaths.

Moved the item as follows:

069-02-2014

Director of Operations Henry Eibel requested acceptance of the **Resume of All Fatal Accidents** for the Garden State Parkway and New Jersey Turnpike: Period 01/01/2014 through 02/12/2014; both with 2013-2014 Yearly Comparisons through January, 2014.

070-02-2014

In a memorandum dated February 6, 2014, **a Recommendation to enter into a Multi-Year Agreement with Transportation Operations Coordinating Committee ("TRANSCOM") from 2014 to 2018; and a Recommendation to pay 2014 Annual Membership Dues, Budget Code: 10-890-445900, Amount: \$269,120.00,** was approved.

The Transportation Operations Coordinating Committee (TRANSCOM) is a coalition of 13 public transportation and public safety agencies in the New Jersey/New York/Connecticut metropolitan region, including the New Jersey Turnpike Authority, the New Jersey Department of Transportation and NJ Transit. The proposed agreement will allow the New Jersey Turnpike Authority to continue its partnership with Transcom for an additional five-year period through December 31, 2018.

Under the proposed agreement, each of the 13 signatory member agencies agree to fund the base operations activities of TRANSCOM by the payment of yearly dues, which are determined on a percent share of TRANSCOM's Annual Budget. The percentage share per agency varies from a high of 15.69% to a low of 1.96%. The Authority's share is 7.84% and the dollar amount of the dues is approved every year through separate Board action. For 2014, the Authority's 7.84% yearly dues share equals \$269,120.00.

Benefits provided by TRANSCOM include support for the operation of a regional Traffic Management Center which sends out traffic alerts to all affected transportation agencies when a regional incident occurs; a means of establishing a regional cooperative approach to transportation management including a forum for the coordination of operating procedures and construction projects which help minimize design and construction conflicts in the region; and the demonstration and implementation of various traffic management technologies to facilitate regional mobility across jurisdictional lines which provides information we use to monitor traffic

conditions on adjoining facilities.

Accordingly, authorization is requested for the Executive Director to enter into the proposed Multi-Year Agreement with TRANSCOM for the five-year period through December 31, 2018 pursuant to the terms set forth above. Authorization is further requested to pay the Authority's 2014 annual TRANSCOM membership dues in the amount of \$269,120.00. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization

071-02-2014

In a memorandum dated February 6, 2014, **a Recommendation to Authorize 2014 Assessments to First Aid Squads and Fire Departments Providing Services on the New Jersey Turnpike and Garden State Parkway, For the Period January 1, 2014 through December 31, 2014, Operating Budget Account No. 10-710-442060, in an amount of \$461,100.00,** was approved.

The New Jersey Turnpike Authority (the "Authority") utilizes the services of approximately 80 first aid squads and 80 fire departments that are on-call and provide emergency services to the Authority's patrons on the New Jersey Turnpike and the Garden State Parkway. These organizations are further supported by other organizations in a mutual aid capacity. It has been the policy of the Authority to financially assist these first aid squads and fire departments on a semi-annual basis because, as the owner and operator of these two roadways, the Authority itself does not have qualified emergency personnel and apparatus to provide these critical, life-saving services to its patrons.

Previously approved by the Board, the first aid squads are provided \$90 per call plus a \$500 semi-annual standby assessment and the fire departments are provided \$160 per piece of apparatus plus a \$300 semi-annual standby assessment. Organizations providing mutual aid are not provided an assessment for stand-by, but are provided an assessment of \$90 per call or \$160 per number of apparatus.

Accordingly, it is recommended that the Authority be authorized to work with the first aid squads and fire departments providing services on the New Jersey Turnpike and Garden State Parkway under the terms set forth above in an amount not to exceed \$461,100 for the year 2014.

072-02-2014

In a document dated February 11, 2014, **a Recommendation to Issue a One Year Extension to Order for Professional Services No. A3322 to CDM Smith, Inc. for General Traffic Engineering Services, Budget Code: 10-892-444030, Amount: \$198,000.00,** was approved.

Following a competitive procurement in accordance with the applicable laws and regulations, Order for Professional Services (OPS) No. A3322 was awarded to Wilbur Smith Associates (now known as CDM Smith, Inc. ("CDM Smith")) at the January 2010 Commission Meeting. Under this OPS, CDM Smith was to serve as the Authority's General Traffic Engineering Consultant for a period of three years, with three one-year extensions at the discretion of the Authority. The initial three –year period expired on March 22, 2013. At the February 2013 Commission Meeting, the Board approved the first one-year extension, which included increasing the authorized amount of the OPS from \$1,594,000 to \$1,792,000. The increase of \$198,000 accounts for a retainer (\$16,500 per month) for general traffic engineering base services funded out of the Authority's Operating Budget. The original authorized amount of the OPS included \$1,000,000 to directly support bond issuances to be paid through future bond proceeds. Of that initial \$1,000,000, there is a remaining \$512,166 balance unspent to date.

Staff recommends that the second one-year extension period for OPS A3322 be exercised. It is anticipated that the remaining authorized funds of \$512,166 are sufficient for CDM Smith to provide traffic engineering services to support future bond issuances, and therefore no additional funds are requested for that purpose. However, additional funds in the amount of \$198,000 are requested to pay the \$16,500 monthly retainer to CDM Smith for the second one-year extension period. These additional funds will increase the total authorized amount of OPS A3322 from \$1,792,000 to \$1,990,000.

Accordingly, authorization is requested to exercise the second one-year extension period for OPS A3322 from March 22, 2014 to March 22, 2015. Authorization is further requested to increase the amount of OPS A3322 from \$1,792,000 to \$1,990,000 and to authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

On motion by Commissioner Pocino and seconded by Commissioner Hodes, the Authority unanimously approved item numbers 069-02-2014 through 072-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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STATE POLICE

Troop Commander Eric Heitmann requested for approval of item number 073-02-2014. Moved is the item as follows:

073-02-2014

Troop Commander Eric Heitmann requested acceptance of the New Jersey State Police Troop D Activity Reports, For January 2014, with 2013 – 2014 Yearly Comparisons.

On motion by Commissioner Pocino and seconded by Treasurer DuPont, the Authority unanimously accepted the reports contained in item number 073-02-2014 and received same for file.

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FINANCE

Chief Financial Officer ("CFO") Donna Manuelli requested approval of item number 074-02-2014.

Manuelli reported that toll revenue in January 2014 was about \$6 million below projections because of the several weather events in January, which was coldest January in the State on record. The Authority budgeted approximately \$16 million for snow removal for the calendar year 2014. To date, the Authority has spent about \$32 million on snow removal. Manuelli stated that on a positive note E-ZPass usage by commercial vehicles on the Turnpike on a 24/7 basis reached 90.3% for the month, a record level.

Chairman Simpson indicated that the State has the same issues in its snow removal budget. Simpson stated that although there is not snow for each event, the salt spreaders remain on the road because the snow melts, the temperature drops, and the road freezes, which creates black ice. Simpson stated that there are a lot of pot holes on the roads around the State because of the extreme number for freeze thaw cycles. This seems to be one of the harshest winters on record and the roads are taking the abuse.

Moved is the items as follows:

074-02-2014

Chief Financial Officer Donna Manuelli presented the Financial Summary for the one (1) month ended January 31, 2014.

On motion by Treasurer DuPont and seconded by Commissioner Becht, the Authority unanimously approved of item number 074-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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EXECUTIVE

Chief Financial Officer ("CFO") requested approval of item number 076-02-2014. Moved is the items as follows:

076-02-2014

In a memorandum dated February 4, 2014, a Recommendation to enter into Payment and Release Agreement with Sunoco, Inc., Regarding the Grover Cleveland Service Area, was approved.

The New Jersey Turnpike Authority ("Authority") owns twelve (12) services areas on its

property along the New Jersey Turnpike ("Turnpike"). The Authority and Sunoco, Inc., ("Sunoco") are parties to an operating agreement whereby Sunoco supplies fuel, products, and operational services at these service areas. The Grover Cleveland Service Area, which is located on the Turnpike at milepost 92.9, in Woodbridge Township, is one of the service areas that Sunoco is responsible for operating under the agreement.

In October of 2012, the Grover Cleveland Service Area sustained significant damage as a result of Superstorm Sandy. Although the food service facility has been closed at Grover Cleveland Service Area since Superstorm Sandy, Sunoco has continued to operate its fuel service facility at the service area. Sunoco maintains that it has sustained extraordinary operating costs to keep its fueling facility operating since the storm. For example, Sunoco has had to use a diesel generator to power its fueling facility because Superstorm Sandy damaged the service area's electrical system.

Sunoco and the Authority desire to provide fuel services to the motoring public at this service area in the most efficient manner possible. To do so, the parties concur that major electrical repairs must be performed at the service area. Sunoco has agreed to repair the electrical system, but it has requested that the Authority contribute to the cost of the repairs.

Therefore, the parties seek to enter into an agreement whereby by the Authority shall remit to Sunoco a total of two hundred ninety thousand dollars (\$290,000) to contribute to the cost of the electrical repair work, which needs to be performed at the Grover Cleveland Service Area. In exchange for the payment, Sunoco agrees to release the Authority from any potential liability related to reimbursement of Sunoco's alleged extraordinary operating costs.

Thus, authorization is respectfully requested to delegate to the Executive Director the authority to enter into a Payment and Release agreement with Sunoco based on the parameters set forth above. It is further recommended that the Commissioners authorize the Executive Director to execute any such other documents and take any such other actions as are deemed necessary to effectuate the intent of this authorization.

On motion by Commissioner Becht and seconded by Commissioner Walden, the Authority unanimously approved of item number 076-02-2014; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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COMMISSIONER'S COMMENTS

Chairman Simpson thanked Vice Chairman Gravino for working with staff during the Super Bowl.

Vice Chairman Gravino stated that Chairman Simpson wore multiple hats and did an amazing job coordinating motor vehicle traffic on Super Bowl Sunday. Everyone at the Authority, especially Chip Eibel, did an incredible job in managing traffic on the roadways during the Super Bowl. Everyone's efforts resulted in the Turnpike looking like the outstanding agency that it is.

Vice Chairman Gravino recognized former Executive Director of the New Jersey Highway Authority, George Zilocchi.

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EXECUTIVE DIRECTOR'S COMMENTS

ED Hakim indicated her gratitude for the support everyone has showed her during her time at the Authority. Hakim stated that no person is successful by herself. Management and staff has worked hard to make this agency the best agency in New Jersey. Hakim indicated that one of her proudest accomplishments was to establish a sense of collaboration among staff and improve interdepartmental communication. She hopes that it will carry forward. Hakim thanked all of the employees for making sure that the roadways are safe and passable for the motorists. Hakim thanked everyone for the opportunity to have worked for the Authority and she stated that it has been a remarkably gratifying experience; stating, "This has been the best job I have ever had."

Commissioner Becht stated that ED Hakim is a consummate professional and she will be truly missed. She did a great job, congratulations, and good luck.

Treasurer DuPont stated that ED Hakim has a sign in her office that states, "walk calmly and carry on." DuPont stated that Hakim walked with grace and elegance and he thanked Hakim for her service and it is was a blessing and honor to serve with her.

Vice Chairman Gravino stated that he has worked closely with ED Hakim. She was incredible to work with, and he was impressed by her knowledge of engineering. Gravino stated that Hakim has a unique ability to deal with diverse constituencies as well as the technical side of issues. Hakim will be missed by everyone.

Commissioner Hodes thanked Hakim and stated that it has been a great experience to work with her. Hodes stated this agency is the best agency in this State because of Hakim's leadership.

Commissioner Pocino stated that Hakim has done a great job, is a professional, and has always gotten the job done.

Commissioner Walden stated that Hakim leaving is truly the Authority's loss and Transit's gain. Walden stated that Hakim is a seasoned professional and she wished her good luck.

Chairman Simpson stated that he has known Hakim for more than 20 years and it is a loss for the Authority and a gain for Transit. Simpson stated that Hakim has done great things for the people. She is ethical. Staff loves her and respects her. The members of the Board bring their own perspective to issues. Hakim was able to make the Board gel and make them even better.

**Resolution of the
New Jersey Turnpike Authority**

Veronique "Ronnie" Hakim, Executive Director
February 25, 2014

WHEREAS, Veronique "Ronnie" Hakim was hired as Executive Director in September 2010 after a distinguished, 23-year career at the New York MTA; and

WHEREAS, Ms. Hakim brought a strong commitment to professionalism in transportation to her position and thus helped burnish the reputation of the New Jersey Turnpike Authority as one of the nation's premier tolling agencies; and

WHEREAS, because of Ms. Hakim's dynamic leadership, work on the Turnpike Authority's ambitious 10-year, \$7 billion capital program continued without interruption upon her arrival, renewing and restoring the New Jersey Turnpike and the Garden State Parkway and supporting the New Jersey economy by creating or sustaining thousands of jobs during a lean period for the construction industry; and

WHEREAS, Ms. Hakim's careful stewardship of this agency resulted in a significant reduction in costs, and thus the Turnpike Authority today has an Operating Budget nearly \$10 million lower than it was when she arrived; and

WHEREAS, Ms. Hakim was a steady hand and calming presence in every storm and a skilled leader whose approachable demeanor and strong ethical compass earned her the respect and admiration of her employees; and

WHEREAS, Ms. Hakim has seen fit to leave her job at the New Jersey Turnpike Authority in order to tackle another challenge;

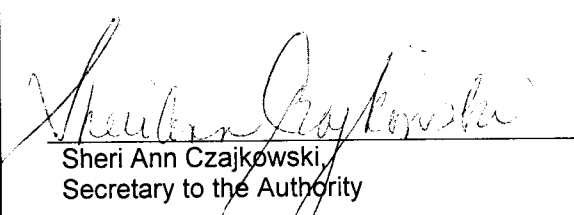
NOW, THEREFORE, BE IT RESOLVED, that the Commissioners of the New Jersey Turnpike Authority do hereby recognize and acknowledge the contributions of Veronique "Ronnie" Hakim, express their thanks and appreciation for her tireless service, and wish her happiness, health and good fortune in her new endeavor.

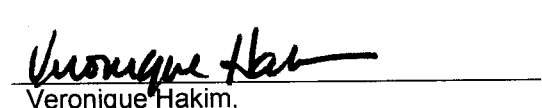
BE IT FURTHER RESOLVED that this Resolution shall be recorded in the minutes of the New Jersey Turnpike Authority and a copy shall be presented to Ms. Hakim.

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The motion to adjourn was made by Treasurer DuPont and seconded by Commissioner Hodes, and, after the voice vote, the motion was duly adopted. The Authority adjourned at 11:25 a.m., to meet on Tuesday, March 25, 2014, at 9:30 A.M.

ATTEST:


Sheri Ann Czajkowski,
Secretary to the Authority


Veronique Hakim,
Executive Director

Date: February 25, 2014