CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY

I, John M. Keller, hereby certify that I am the Executive Director of the New Jersey Turnpike Authority and as such, certify that the attached copy of PROCEEDINGS OF THE NEW JERSEY TURNPIKE AUTHORITY is a true and correct copy of the Minutes of the November 20th, 2018 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 20th day of November, 2018.**

ATTEST:

Kim Schurman
Secretary to the Authority

John M. Keller
Executive Director

Corporate Seal

Date: **November 20, 2018**

Received in the Governor's Office November 20, 2018
(hand delivered)

Received by: Tina Leaver
Print Name

Tina Leaver
Signature

Veto Period Ends: December 5, 2018
(Write in the date the veto period ends)

PROCEEDINGS OF MEETING OF NEW JERSEY TURNPIKE AUTHORITY
BOARD OF COMMISSIONERS
Tuesday, November 20, 2018
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Chair Diane Gutierrez-Scaccetti called the meeting of the Authority's Board of Commissioners (the Board) into session in the Executive Boardroom of the Authority's Headquarters Building at 1 Turnpike Plaza in Woodbridge, New Jersey, at 9:04 A.M.

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PLEDGE OF ALLEGIANCE

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PRESENT

Present were Chair Diane Gutierrez-Scaccetti, Vice Chairman Ronald Gravino, Treasurer Michael DuPont, Commissioner Raymond Pocino, Commissioner Ulises Diaz and Commissioner John Minella and Commissioner Raphael Salermo (Absent). The meeting commenced at 9:04 A.M.

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ALSO PRESENT

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

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

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NOTICE OF MEETING

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

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

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1. Chair Gutierrez-Scaccetti
2. Vice Chairman Gravino
3. Treasurer DuPont
4. Commissioner Pocino
5. Commissioner Diaz
6. Commissioner Minella (arrived 9:09 a.m.)
7. Commissioner Salermo (Absent)

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EXECUTIVE SESSION

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

- Pending or Anticipated Litigation or Contract Negotiations
- Personnel

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

Executive Session was adjourned at 9:50 a.m. Chair Gutierrez-Scaccetti resumed the public portion of the meeting at 9:54 a.m.

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

1. Chair Gutierrez-Scaccetti
2. Vice Chairman Gravino
3. Treasurer DuPont
4. Commissioner Pocino
5. Commissioner Diaz
6. Commissioner Minella
7. Commissioner Salermo (Absent)

The Secretary to the Authority reported that ten days, excluding Saturdays, Sundays and holidays, have elapsed since Governor Philip D. Murphy received the proceedings of the regular meeting of October 23, 2018; he did not exercise his power to veto any items in those minutes.

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

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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RECUSALS

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

- Commissioner Pocino is recused on items 244 through 253

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PUBLIC COMMENT

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Murray Bodin, Concerned Grandparents

Bodin credited Chair Gutierrez-Scaccetti with her extraordinary leadership. Bodin commented that Chair Gutierrez-Scaccetti started the change and he thanked her for that.

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CHAIR COMMENTS

Chair Gutierrez-Scaccetti commented that her leadership is secondary and the extraordinary staff at the Authority are empowered to do their jobs. Chair Gutierrez-Scaccetti thanked Bodin for recognizing the staff.

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EXECUTIVE DIRECTOR'S COMMENTS

Executive Director Keller announced that Agenda Item 243-11-2018 has been pulled from the agenda. Keller thanked all of the Authority staff for "Going the Extra Mile" by participating in the Lieutenant Zilinski Run/Walk on November 4, 2018. Keller also thanked everyone who contributed to the Thanksgiving food drive. Moving forward the Authority will be participating in the annual Toys for Tots program. Keller also spoke about the important of safety and referenced our Director of Operations Kevin Dunn who was involved in a serious car accident on Thursday while assisting another patron during the storm. Dunn was brought to the hospital and released with minor injuries. Keller stated safety is very important and we are always looking for ways to make our employees and patrons safer.

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CHAIR COMMENTS

Chair Gutierrez-Scaccetti commented that we do our best to keep our motorists safe. Gutierrez-Scaccetti said we support the NJ State Police and the "Move Over Law". Our Media Relations Coordinator Tom Feeney has been tasked with working on our Social Media campaign for safety. Chair Gutierrez-Scaccetti thanked Dunn for his help with the motorist and Dunn thanked everyone who reached out to him over the weekend.

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HUMAN RESOURCES

Director of Human Resources Mary-Elizabeth Garrity requested approval of item number

237-11-2018. Moved is the item as follows:

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237-11-2018

Human Resources Director Mary Elizabeth Garrity submitted the **Personnel Agenda**, dated November 20, 2018, and requested confirmation of the personnel matters contained therein. The Executive Director certified the recommendations for consideration.

On motion by Treasurer DuPont and seconded by Commissioner Diaz 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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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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LAW

Director of Law Robert Carroll requested approval of item numbers 238-11-2018 through 242-11-2018. Moved are the items as follows:

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238-11-2018

In a memorandum dated November 9, 2018, **Authorization to renew the Authority's Professional Liability Program: Architects and Engineers Professional Liability Insurance (AEPL) (December 31, 2018 - December 31, 2020); and Owners Protective Professional Liability Insurance (OPPI) (December 31, 2018 - December 31, 2021); and to pay additional premiums for current term, based on audit. RM-145193, Budget Code: 00-390-850-156555, Various 10-year Capital Programs, Amount: not to exceed $1,606,017.00 for the Renewal Term (Based on Audit),** was approved.

The Authority maintains Architects and Engineers (Errors and Omissions) Professional Liability Insurance ("AEPL") for the benefit of its consultants and to protect itself from liability. This coverage, brokered by Aon Risk Services Northeast, Inc. ("Aon"), has been in place for the benefit of consultants who perform work on projects located on the Parkway since 1988; after consolidation of the roadways in 2003, the coverage was expanded to include consultants performing work on the Turnpike as well. In 2012, the Authority ceased providing this insurance and instead required each consultant to provide the primary layer of professional insurance, above which the Authority would provide an Owners Protective Professional Liability ("OPPI") coverage solely for itself. Pursuant to agenda items 459-11-2015 the Authority renewed both the

AEPL and the OPPI policies for an additional three (3) years. Both such coverages will expire on December 31, 2018.

The coverages for both the AEPL and the OPPI policies are based upon the date of the issuance of the design contract from which the construction ensued; as a result, both programs are still in force, since there still remain several projects with open construction contracts and open construction supervision contracts. It is anticipated, however, that the proposed renewal for the AEPL program will be the final renewal of this coverage; it is believed that all construction covered by the AEPL program is anticipated to be completed by December 2020. The OPPI program will then cover all Authority construction. The current policy limit for each of the AEPL and OPPI programs is $20 million per claim and in the aggregate, subject to varying deductibles on some, but not all claims, based on the construction value ("CV") of each contract as noted below:

AEPL

(1) $100,000 deductible for projects with a CV of $50 million or less;

(2) $250,000 deductible for projects with a CV greater than $50 million.

OPPI

(1) $100,000 deductible for projects with a CV of $50 million or less;

(2) $250,000 deductible for projects with a CV between $50 million and $250 million;

(3) $500,000 deductible for projects with a CV over $250 million.

The final cost of the current policies is subject to audit at the end of the policy terms, based on actual CV.

Aon, the broker of record for this program, was requested to approach the professional liability insurance market for renewal quotations for each of the AEPL and the OPPI programs, for the same coverage as the expiring policies, and to provide a few options for higher limits. As to the AEPL program, Aon provided two (2) responsive quotations, based on a CV of $59,013,422: Zurich provided an extension for the current policy for an additional two (2) years with the same $20 million limit to cover the entire five (5) years; and Steadfast Insurance Company provided a quotation for the full two years, but with a separate $20 million for the 2019 to 2020 renewal term. Since additional analysis is required to determine the better option for the Authority, it is requested that the Commissioners delegate authority to the Executive Director to determine which coverage best meets the Authority's needs, after review and recommendation from the Law department and the Authority's risk management consultant, Hanover Stone Partners, LLC ("Hanover Stone"), with a premium not to exceed $612,069 for the two (2) year term.

As to the OPPI program, Aon approached a number of markets and received quotations based on a CV of $587,150,000, for a $20 million limit, which has been the current limit for ten years, a $25 million limit and a $30 million limit, from Axa XL and Swiss Re in various combinations. Aon reviewed all quotations in detail with the Law Department and Hanover Stone.

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Hanover Stone and Aon recommend increasing the current limit from $20 million to $25 million, and placing the primary coverage with Axa/XL for a renewal premium of $614,950, reflecting a decrease from the current premium of $722,277. With respect to the first excess layer, placement of this $10 million layer is recommended with Swiss Re, for a total premium of $289,451, also reflecting a decrease from the current premium of $340,547. With respect to the second excess layer, placement of this $5 million layer is recommended with Axa/XL, for a total premium of $89,547. The OPPI program combined total premium for the 2018 through 2021 renewal term is $993,948, which is subject to audit, based on CV. In addition, a preliminary audit estimate that was performed for the three (3) year term from 2016 through 2018 to date for this program shows a preliminary indication of no additional premium due for the current term, which is subject to change if the estimated contracts awarded change.

The total renewal premium for the proposed AEPL (2 year renewal) and OPPI (3 year renewal) program as set forth above is $1,606,017. While most such programs require the total premium for the term to be paid upon inception, Aon has negotiated a premium payment installment plan, which will allow payments to be made over the two (2) year and three (3) year term, respectively. Neither the AEPL policy or the OPPI program contain a terrorism exclusion and the premiums include all applicable taxes and mandatory surcharges and are subject to audit based on actual CV.

Accordingly, authorization is requested to renew the AEPL program for a two (2) year term and the OPPI program for a three (3) year term as set forth above, upon the terms, conditions and at the premiums indicated above, subject to a final premium audit based on actual CV. Authorization is further requested to make payment for the prior renewal term (2016-2018) additional premium, if any, in an amount which will ultimately become due, after final audit of the program, after review and approval by the Authority's Law Department and Hanover Stone. It is further recommended that the Executive Director be authorized to take all such actions and execute all such documents which are deemed necessary or appropriate, after consultation with the Law Department and Hanover Stone, to effect the authorizations set forth above.

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239-11-2018

In a document dated November 7, 2018, **Authorization to Approve a Second Amendment to the Amended and Restated New Jersey Turnpike Authority Employees' Deferred Compensation Plan,** was approved.

The New Jersey Turnpike Authority (the "Authority") maintains a tax deferred savings plan for the benefit of employees and retirees ("Participants") in accordance with Internal Revenue Code Section 457(b) known as the New Jersey Turnpike Authority Employees' Deferred Compensation Plan (the "Plan"). Two other agencies also participate in the Plan, namely, the Burlington County Bridge Commission and the South Jersey Transportation Agency. The Plan

was amended and restated in 2016 via agenda item 403-12-2016. In October 2017, agenda item 256-10-2017 authorized the adoption of a new service contract with Voya, and authorized various amendments to the Plan to accommodate a new computer platform and provided the option of a self-directed brokerage account component for each Participant. The Plan is administered by Voya Financial ("Voya"), with the assistance of a Plan Administrator, currently the Authority's Director of Human Resources, Mary-Elizabeth Garrity, and an Administrative Committee, consisting of employees of the Authority (the "Administrative Committee").

In updating Voya's services and transitioning the Participants to a new computer platform, it became apparent that additional amendments to the Plan were necessary to accommodate the new options available to the Participants. Authorization is requested to amend the Plan to, among other things, restrict Participant loans to only one (1) payroll-deducted loan at a time; allow deferrals to be described as a percentage of a Participant's compensation or a dollar amount; require any future outstanding loan balances to become due and payable upon a Participant's severance from employment; require updated beneficiary designation to be provided to aid in recordkeeping; clarify that an employee may elect to receive a distribution after age 70-1/2 prior to retirement; clarify that there is not a limitation on the number of distributions a Participant can receive due to an unforeseeable emergency; and clarify various areas that are within the Plan Administrator's sole discretionary authority, notwithstanding the delegation of various administrative duties to Voya. All changes to the Plan have been reviewed by Authority Counsel and approved by the Administrative Committee.

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

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240-11-2018

In a document dated November 9, 2018, **Request for Authorization to Enter into an Amended and Restated Sponsorship Agreement with PNC Bank, National Association and Live Nation Worldwide. Inc.**, was approved.

The New Jersey Turnpike Authority ("Authority") is a party to a Sponsorship Agreement with PNC Bank, National Association ("PNC") and LiveNation Worldwide, Inc. ("LiveNation") whereby the Garden State Arts Center was re-named the PNC Bank Arts Center. In exchange, PNC pays to the Authority an annual Sponsorship Fee (currently $922,708.00 per year), plus an additional $75,000.00 per year to the Garden State Arts Foundation, Inc. (the "Foundation") in support of the various free Classic/Cultural Performances offered to the public by the Foundation each season. The Sponsorship Fee is shared equally with Live Nation under a separate Sharing Agreement. Live Nation is the current operator of the PNC Bank Arts Center pursuant to and in

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accordance with the terms and conditions of a twenty-five (25) year lease agreement by and between the Authority and LiveNation.

The Sponsorship Agreement currently expires on December 31, 2018; however, negotiations to renew the Sponsorship Agreement have been on hold pending the outcome of negotiations to renew the Arts Center lease with LiveNation. Given the recent conclusion of those negotiations, PNC has proposed to amend and extend the Sponsorship Agreement for twenty-two (22) months, until October 31, 2020, upon the following terms:

- PNC pays an additional Sponsorship Fee of $922,708.00 per year on or before July 26, 2019 and July 26, 2020.
- PNC shall pay the full $75,000 per year Classical/Cultural Performances Contribution to the Foundation on or before July 26, 2019 and July 26, 2020.
- Beginning on November 1, 2019, PNC Bank and the Authority shall commence a 180-day exclusivity period to negotiate a new Sponsorship Agreement, in accordance with the current renewal terms of the Sponsorship Agreement.

Accordingly, it is requested that the Board of Commissioners authorize the Executive Director to execute an amended and restated Sponsorship Agreement with PNC and LiveNation, and a Sharing Agreement with LiveNation, 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.

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241-11-2018

In a document dated October 29, 2018, **Authorization to Extend License Agreement with Academy Express, LLC on a Month-to-Month Basis Not to Exceed Six (6) Months to Provide Commuter Bus Services from the Interchange 8A Park-And-Ride Lot,** was approved.

The New Jersey Turnpike Authority and Academy Express, LLC ("Academy") are parties to a License Agreement (the "Agreement") under which Academy provides commuter bus services from the Interchange 8A Park-And-Ride Lot on the New Jersey Turnpike and pays the Authority an annual license fee of $200,000.00. The original term of the Agreement was December 1, 2013 through November 30, 2016 with an option for two additional one-year renewal terms at the Authority's sole discretion. The Authority elected to exercise both renewals for 2016 and 2017. Consequently, the second renewal term will now expire on November 30, 2018.

A Request for Proposal ("RFP") for management services at the park-and-ride facility is in the process of being finalized for advertisement of proposals pending a cost breakdown for

needed facility improvements. In anticipation of the RFP, the Authority performed a Facility Condition Assessment of the park-and-ride lot in the summer of 2018. The report identified nine items that warrant attention. The highest priority items are associated with the pavement condition of the parking lots and deck boards on the pedestrian bridge that link the south parking lot to the north parking lot where the bus stop is located. The Authority is completing a cost breakdown of facility improvements for inclusion in the RFP document.

Accordingly, authorization is respectfully requested to delegate to the Executive Director the authority to extend the License Agreement with Academy Express, LLC on a month-to-month basis not to exceed six months based on the parameters set forth above. It is further recommended that the Board of 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.

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242-11-2018

In a document dated November 2, 2018, **Authorization to Settle Litigation in the Matter of Leonardo Hernandez, Jr. v. Alan Del Rio, John Does 1-5 (being a fictitious designation), NJTA/GSP, State of New Jersey and/or ABC Corps 1-5 (being a fictitious designation)**, was approved.

This matter is a personal injury claim arising from a motorcycle accident that occurred on the New Jersey Turnpike on December 4, 2015 involving Trooper Del Rio and Plaintiff. The collision between Del Rio's police vehicle and Plaintiff's motorcycle occurred shortly after Del Rio exited a construction area that was in the left lane of the Turnpike. The impact caused Plaintiff to be ejected from his motorcycle resulting in injuries to his left shoulder, left knee, and left ankle, including fractures. Plaintiff incurred $76,000 in medical expenses that has resulted in a $39,000 medical lien. Plaintiff also has a lost wages claim for $11,000.

As a result of recent settlement negotiations prior to a November 5, 2018 scheduled trial outside counsel recommends settlement in the amount of $122,000.00. Plaintiffs have agreed to this settlement amount. Outside counsel reviewed this matter and other similar matters that were previously adjudicated and confirms that this settlement value is reasonable given the facts of the case, Plaintiff's injuries and the predicted future cost of defense. The Law Department concurs with outside counsel's recommendation.

Therefore, it is recommended that the Authority's Commissioners approve the settlement of this matter pursuant to the terms set forth above. It is also recommended that the Authority's Commissioners authorize the Executive Director to execute any and all documents in furtherance of same.

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Board unanimously approved item numbers 238-11-2018 through 242-11-2018 and authorized or

ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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ENGINEERING

Chief Engineer Robert Fischer requested approval of item numbers 244-11-2018 through 250-11-2018. Moved are the items as follows:

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PUBLIC BID SOLICITATIONS – AWARD OF CONTRACTS

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243-11-2018

Item pulled

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ORDER FOR PROFESSIONAL SERVICES (OPS)

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244-11-2018

In a document dated November 1, 2018, **Recommendation to Issue Order for Professional Services Nos. T3668 and T3669, New Jersey Turnpike, Arora & Associates, P.C. - OPS No. T3668, ATANE (formerly HAKS Engineers, Architects & Land Surveyors, P.C.) OPS No. T3669,Engineering Services for the 2019 New Jersey Turnpike Authority Bridge Inspection Program, Order for Professional Services No. T3668, New Jersey Turnpike - Group 2, Milepost 67 to 99, RM-144576, Budget Code: 040E10018, Funding Allocation:$1,100,000.00 FY 2019, $ 175,000.00 FY 2020, Amount: $1,275,000.00, and, Order for Professional Services No. T3669, New Jersey Turnpike - Group 4, Milepost 99 to 122, RM- 144579, Budget Code: 040E10018, Funding Allocation: $1,100.000.00 FY 2019, $194,000.00, FY 2020, Amount: $1,294,000.00**, was approved.

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

The engineering services associated with OPS No. T3668 will include inspection of 194 bridges located between Interchange 8 and Interchange 13 of the New Jersey Turnpike and OPS No. T3669 will include inspection of 175 bridges between Interchange 13 and the northern terminus of the New Jersey Turnpike. Both OPS' include FHWA Structure Inventory and Appraisal (SI&A) form updates, FHWA Element Level Inspection data collection, and preparation

of bridge inspection reports.

These assignments are classified as "Simple Projects" since the scopes of work are clearly defined and not likely to change during the course of the project, and the cost of each is less than $2,000,000.00. The Solicitation for Expressions of Interest (EOIs) was posted on the Authority's website and 31 engineering firms were prequalified and eligible under Profile Code: D280C – Bridges, NBIS Program, Complex. Six firms submitted EOIs by the closing date of September 19, 2018.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking: 1) ATANE (formerly HAKS Engineers, Architects and Land Surveyors; 2) Arora and Associates, P.C. and 3) Michael Baker International, Inc. These firms were requested to submit sealed Fee Proposals. Fee Proposals submitted by the three firms have been reviewed. A review of the fee proposal of the highest technically ranked firm, ATANE, for OPS No. T3669 (their preferred OPS) was negotiated, which resulted in a reduction in their fee proposal. Subsequently, a review of the fee proposal of the second highest technically ranked firm, Arora and Associates, P.C., for OPS No. T3668 was also negotiated, which resulted in a reduction in their fee proposal. Both fees are considered to be fair and reasonable for the services to be provided.

It is, therefore, recommended that Order for Professional Services No. T3668 be issued to the firm of Arora and Associates, P.C., of Lawrenceville, NJ, not to exceed the amount of $1,275,000.00 allocated as follows: $1,100,000.00 in FY 2019 and $175,000.00 in FY 2020. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.77 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses.

It is further recommended that Order for Professional Services No. T3669 be issued to the firm of ATANE of Iselin, NJ, not to exceed the amount of $1,294,000.00 allocated as follows: $1,100,000.00 in FY 2019 and $194,000.00 in FY 2020. This amount includes reimbursement of direct salaries times a maximum multiplier of 2.80 to cover the cost of fringe benefits, overhead and profit, plus authorized direct non-salary expenses.

The issuance of these OPS' are contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected awardee, pursuant to Public Law 2005, Chapter 51 (formerly Executive Order 134) and Executive Order 117 (Corzine 2008), and having no objection to same. These professional services were procured, and the recommended firm was selected, in accordance with N.J.S.A. 52:34-9.1, et seq., N.J.S.A. 27:23-6.1 of the Authority's enabling legislation, N.J.A.C. 19:9-2.8, promulgated pursuant thereto, and Executive Order No. 37 (Corzine 2006).

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245-11-2018

In a document dated October 30, 2018, **Recommendation to Issue Supplement A to**

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Order for Professional Services No. T3604, New Jersey Turnpike, Greenman-Pedersen, Inc., Design Services for Contract No. T100.411, Bridge Repairs and Resurfacing, Mileposts 92 to 122 and the Newark Bay-Hudson County Extension (2019), RM-145186, Budget Code: 080C00040, Original OPS Amount: $1,660,000.00, Amount of Supplement A: $3,000,000.00, Revised OPS Amount: $4,660,000.00, was approved.

This Order for Professional Services was approved at the November 2017 Commission Meeting, in the amount of $1,660,000.00, to provide for bridge inspection, condition evaluation and preparation of documents for Contract No. T100.411, Bridge Deck Repairs, Resurfacing and Miscellaneous Structural Repairs on the northern portion of the Turnpike. The OPS was funded through budget code no. 030C10001E.

Supplement A will provide for fast track design and post-design services for Contract No. T100.512, Deck Reconstruction of Turnpike Structure Nos. E106.68 and E106.92B on the northern portion of the Turnpike. The fast track services are necessary to meet the required design completion date of December 2019 for projects included in the recently allocated funds to address necessary infrastructure deterioration and safety improvements to the Turnpike and Parkway as quickly as possible. The supplement is funded through budget code no. 080C00040.

It is, therefore, recommended that Supplement A to Order for Professional Services No. T3604 be issued to Greenman-Pedersen, Inc. not to exceed the amount of $3,000,000.00 with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from $1,660,000.00 to $4,660,000.00. The original contract was procured pursuant N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

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246-11-2018

In a document dated November 1, 2018, **Recommendation to Issue Supplement A to Order for Professional Services No. T3605, New Jersey Turnpike, Michael Baker International, Inc., Design Services for Contract No. T100.412, Bridge Repairs and Resurfacing, Milepost 0 to 92, and the Pearl Harbor Memorial Turnpike Extension (2019), RM-145187, Budget Code: 080C00044, Original OPS Amount: $ 1,235,000.00, Amount of Supplement A: $ 2,000,000.00, Revised OPS Amount: $ 3,235,000.00**, was approved.

This Order for Professional Services was approved at the November 2017 Commission Meeting, in the amount of $1,235,000.00, to provide for bridge inspection, condition evaluation and preparation of documents for Contract No. T100.412, Bridge Deck Repairs, Resurfacing and Miscellaneous Structural Repairs on the southern portion of the Turnpike. The OPS was funded through budget code no. 030C10001E.

Supplement A will provide for fast track design and post-design services for Contract No. T100.514, Deck Reconstruction and Lengthening of Turnpike Str. Nos. 30.75 and 33.94 on the southern portion of the Turnpike. The fast track services are necessary to meet the required

design completion date of December 2019 for projects included in the recently allocated funds to address necessary infrastructure deterioration and safety improvements to the Turnpike and Parkway as quickly as possible. The supplement is funded through budget code no. 080C00044.

It is, therefore, recommended that Supplement A to Order for Professional Services No. T3605 be issued to Michael Baker International, Inc. not to exceed the amount of $2,000,000.00 with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from $1,235,000.00 to $3,235,000.00. The original contract was procured pursuant N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

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247-11-2018

In a document dated October 25, 2018, **Recommendation to Issue Supplement A to Order for Professional Services No. P3696, Garden State Parkway, McCormick Taylor, Design Services for Contract Nos. P200.491 and P200.492, Culvert Rehabilitation Milepost 111.5 and Milepost, 117.4, and Supervision of Construction Services for Contract No. P200.490, RM-145085, Budget Code: 030C00001E, Original OPS Amount: $1,980,000.00, Amount of Supplement A:$ 500,000.00, Funding Allocation: $ 415,000.00 FY2019, $ 85,000.00 FY2020, Revised OPS Amount: $ 2,480,000.00,** was approved.

This Order for Professional Services was approved at the June 2018 Commission Meeting, in the amount of $1,980,000.00, to provide preliminary and final design engineering and permitting services, as necessary, for the design of structural rehabilitation of the culverts located at Garden State Parkway (Parkway) Mileposts 111.5 and 117.4, design of repairs/replacement of adjacent drainage structures, non-NBIS culvert inspections, and post design services. These services also include Construction Supervision Services for Contract No. P200.490 Culvert Cleaning, Milepost 111.5.

Supplement A will provide for fast track design and post-design services for the structural rehabilitation of the corrugated metal pipe (CMP) culvert located at Parkway Milepost 158.1. The fast track services are necessary to meet the required design completion date of December 2019, for projects included in the recently allocated funds to address necessary infrastructure deterioration and safety improvements to the Turnpike and Parkway as quickly as possible.

It is, therefore, recommended that Supplement A to Order for Professional Services No. P3696 be issued to McCormick Taylor not to exceed the amount of $500,000.00 allocated as follows: $415,000.00 for FY 2019 and $85,000.00 for FY 2020 with compensation on the same basis as the original Order for Professional Services. The addition of this amount increases the total authorized fee from $1,980,000.00 to $2,480,000.00. The original contract was procured pursuant N.J.S.A. 52:34-9.1 et seq. and N.J.A.C. 19:9-2.8.

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NON-COMPETITIVE

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MISCELLANEOUS

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248-11-2018

In a document dated November 1, 2018, **Authorization to Purchase Riparian Mitigation Credits – Agreement #155-18, Garden State Parkway, Evergreen Environmental, LLC, Purchase Riparian Mitigation Credits for Contract No. P100.251 – Replacement of Structure Nos. 28.0S and 28.5S, Milepost 27.0 to 28.8 in the City of Somers Point and Egg Harbor Township, Atlantic County, and Upper Township, Cape May County, NJ, RM-144999, Budget Code: 39021036, Amount: $520,000.00**, was approved.

This Agreement will provide for the purchase of riparian mitigation credits to mitigate the vegetated riparian zone impacted by the project. The Flood Hazard Area Permit issued for the project requires compensation for the 1.30 acres of riparian zone impacts. The current Flood Hazard Area Control Act Rules allow for riparian zone compensation in the form of creation, enhancement, restoration, preservation, riparian credit purchase from an approved mitigation bank, or combination thereof. The purchase of riparian credits was found to be the most cost effective method of riparian zone mitigation for this project. The Great Egg Harbor Mitigation Bank owned and operated by Evergreen Environmental, LLC was verified by NJDEP to be the only bank within the project's watershed that offers riparian credits.

It is, therefore, recommended that the Executive Director be authorized to execute Agreement No. 155-18 with Evergreen Environmental, LLC to purchase riparian mitigation credits at a cost not to exceed $520,000.00, 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)(l), 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)(l), is attached hereto.

RESOLUTION FOR SOLE SOURCE PROCUREMENT

RIPARIAN ZONE MITIGATION CREDITS

WHEREAS, Construction Contract No. P100.251 - Garden State Parkway Replacement of Structure Nos. 28.0S and 28.5S, Milepost 27.0 to 28.8 ("Project") impacted vegetated riparian zone in Watershed Management Area 15 and;

WHEREAS, the New Jersey Department of Environmental Protection Waterfront Development Permit (NJDEP File #0000-11-0001.2) issued for the Project required the construction of a mitigation site, site preservation, or the purchase of mitigation credits from a riparian zone bank

within the local watershed to mitigate impacts to the vegetated riparian zone by the Project and;

WHEREAS, such aforementioned Permit and subsequent correspondence from the NJDEP Division of Land Use Regulation will allow the Authority to purchase riparian zone mitigation credits from the Great Egg Harbor Mitigation Bank;

WHEREAS, as of October 16, 2018, the Great Egg Harbor Mitigation Bank operated by Evergreen Environmental LLC located in Williamstown, Gloucester County is the only riparian zone mitigation bank approved by the New Jersey Department of Environmental Protection servicing Watershed Management Area 15; and

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

WHEREAS, the Authority's regulations, pursuant to N.J.A.C. 19:9-2.2(d)1 promulgated under N.J.S.A. 27:23-6.1, permit 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 to Evergreen Environmental LLC for riparian zone mitigation credits in an amount not to exceed $520,000, 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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FINAL ACCEPTANCES

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249-11-2018

In a document dated November 1, 2018, **All work performed on the construction contract listed below has been completed in accordance with the contract documents and to the satisfaction of the Engineering Department. Accordingly, it is recommended that this contract be deemed complete and approved for Final Acceptance. The table below includes pertinent Change Order and financial information including the final payment amount due the Contractor upon Final Acceptance**, was approved.

Contractor / Contract No.	Description	Amount
Earle Asphalt Company / P200.396	Central Pavement Restoration and Miscellaneous Improvements (2016) Milepost 80 to 143	$610,990.34

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

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

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ACKNOWLEDGE REPORTS OF

ENGINEERING EXPENDITURES UNDER DELEGATED AUTHORITY

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250-11-2018

Acknowledge Reports of Engineering Expenditures Under Delegated Authority

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

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Board unanimously approved item nos. 244-11-2018 through 249-11-2018; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda. The Authority unanimously accepted the reports contained in item number 250-11-2018 and received same for file.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	RECUSED	YES	YES	ABSENT

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MAINTENANCE

Director of Maintenance, Kenneth McGoldrick requested approval of item number 251-11-2018 through 253-11-2018. Moved are the items as follows:

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ORDER FOR PROFESSIONAL SERVICES (OPS)

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251-11-2018

In a document dated November 2, 2018,**Recommendation to Issue Order for Professional Services Nos. A3710 & A3711, New Jersey Turnpike and Garden State Parkway, AECOM Technical Services - OPS No. A3710, Stantec Consulting Services, Inc.- OPS No. A3711, Order for Professional Services No. A3710, On-Call Engineering Services, RM-145118, Budget Code: Various, Funding Ceiling: $2,000,000.00, And, Order for Professional Services No. A3711, On-Call Engineering Services, RM-145119, Budget Code: Various, Funding Ceiling: $2,000,000.00**, was approved.

Through this single procurement process, the Authority will select two consultants to

assist the Maintenance Department on a variety of tasks on an as-needed basis. The services will generally consist of storm water collection systems, roadway lighting, roadway construction inspection, building construction inspection, construction management and landscaping.

The Order for Professional Services are each for a two (2) year term commencing on or about January 15, 2018, with an option for two (2), one (1) year extensions, provided the fee ceiling is not exceeded in the prior two (2) years. Each task will be authorized via the Work Request Authorization Form (WRAF) process. The total authorized fee for each OPS is $2,000,000.00 and each individual task order assignment but be less than $250,000. The Solicitation for Expressions of Interest (EOI) was posted on the Authority's website on August 31, 2018. Four (4) firms submitted an EOI by the closing date of September 28, 2018.

The scoring of the EOIs by the Review Committee resulted in the following order of ranking: 1) AECOM Technical Services; 2) Stantec Consulting Services, Inc.; 3) Michael Baker International, Inc.; and Gannett Fleming, Inc. The first three (3) firms were requested to submit sealed Fee Proposals. The rate sheet and multipliers submitted by the three (3) firms have been reviewed and considered to be fair and reasonable for the services to be provided, and the Review Committee concluded that AECOM Technical Services, and Stantec Consulting Services, Inc., being the two (2) highest ranked firms, should each be recommended for award.

It is, therefore, recommended that Order for Professional Services No. A3710 to provide On-Call Engineering Services be issued to the firm of AECOM Technical Services of Piscataway, NJ, not to exceed the amount of $2,000,000.00. It is further recommended that Order for Professional Services No. A3711 to provide On-Call Engineering Services be issued to the firm of Stantec Consulting Services, Inc. of Rochelle Park, NJ, not to exceed the amount of $2,000,000.00.

The issuance of these OPS' are contingent upon the Treasurer of the State of New Jersey completing the review of all documents submitted by the selected 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).

Authorization is further requested for the Executive Director to approve each of the two (2), one (1) year extensions, upon satisfactory performance by the vendor.

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FINAL ACCEPTANCES

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252-11-2018

In a document dated November 2, 2018, **All work performed on each of the**

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

Contractor / Contract No.	Description	Amount
Daidone Electric, Inc./ A200.393	Maintenance and Repair of the Roadway Lighting System along the New Jersey Turnpike and the Garden State Parkway	$62,808.85

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

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ACKNOWLEDGE REPORTS OF

MAINTENANCE EXPENDITURES UNDER DELEGATED AUTHORITY

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253-11-2018

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

- Construction Contract Progress Report
- Change Order Report

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Board unanimously approved item numbers 251-11-2018 and 252-11-2018; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda. The Authority unanimously accepted the reports contained in item number 253-11-2018 and received same for file.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	RECUSED	YES	YES	ABSENT

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PROCUREMENT ("PMM")

Director of Procurement and Materials Management Andrea Ward, requested approval of

item numbers 254-11-2018 through 262-11-2018. Moved are the items as follows:

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PUBLIC BIDS

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254-11-2018

In a document dated November 2, 2018, **Tree Trimming and Removal Services, Downes Tree Service Co., Inc., RM-143911 (Maintenance), Budget Code: Various, Amount: $1,012,824.00 (One-Year Contract),** was approved.

Under this contract, Downes Tree Service Co., Inc. will provide tree trimming and removal services on both Roadways ("Services"). The bid was divided into five (5) regions: 1) Parkway-South (Mileposts 0.0 to 106.0); 2) Parkway-Central (Mileposts 106.0 to 145); 3) Parkway-North (Mileposts 145.0 to 172.3); 4) Turnpike-South (Mileposts 0.0 to 75.5); and 5) Turnpike-North (Mileposts 75.5to 122). The Services are required to maintain clear zones along the Authority's rights-of-way and to provide hazard-free unobstructed traversable roadside areas. Bidders were required to bid hourly rates for eight types of services by region: 1) Tree trimming/removal - Standard Crew Hours; 2) Tree trimming/removal - Emergency Crew Hours; 3) Log Truck with Operator; 4) Crane with Operator; 5) Stump Grinding; 6) Skid Steer Unit; 7) Additional Laborers; 8) Additional Chip Truck. The award is based on the lowest total cost per region. The bid was fully advertised and the ten (10) vendors listed in the Authority's database for this service were notified of the procurement. On October 22, 2018, two (2) bids were received as follows (unit prices are available from the PMM Department):

Vendor	Total Bid Price Parkway South	Total Bid Price Parkwy Central	Total Bid Price Parkway North	Total Bid Price Turnpike South	Total Bid Price Turnpike North	Total for all Regions Bid:
Downes Tree Service Co., Inc. Hawthorne, NJ	**$232,520.00**	**$178,080.00**	**182,200.00**	**$260,944.00**	**$159,080.00**	**$1,012,824.00**
Asplundh Tree Expert,LLC Willow Grove, PA	$233,496.88	$213,371.92	247,194.80	$262,087.04	$ 199,472.32	$1,155,622.96

Departmental Estimate: $989,440.00 (All Five Regions)

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

Accordingly, authorization is requested to award a contract to Downes Tree Service Co., Inc. for tree trimming and removal services for five regions in the amount not to exceed $1,012,824.00, subject to funding availability at the time of service. Authorization is further

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requested for the Executive Director to approve each of the two, one-year extensions upon satisfactory performance by the vendor.

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255-11-2018

In a document dated November 2, 2018, **Violation Enforcement System (VES) Camera System, JAI, Inc., RM-141714 (ITS), Budget Code: Various, Amount: $1,998,355.00 (2-Year Contract),** was approved.

Under this contract, JAI, Inc. ("JAI") will supply violation enforcement system cameras and assemblies ("VES Camera System") over a period of two (2) years. The VES Camera System is essential to the Authority's tolling infrastructure. The Authority currently uses the VES Camera System in its toll lanes on both Roadways. The existing cameras in use are no longer manufactured and supported. ITS plans to order approximately 187 high resolution cameras per year allowing for a systematic phase-in replacement of approximately 375 cameras over a 2-year period. Bidders were required to bid unit and total prices for cameras and assemblies. The bid was fully advertised and the five (5) vendors listed in the Authority's database for the commodity were notified of the procurement. On July 10, 2018, four (4) bids were received as follows (unit prices are available from the PMM Department):

Vendor	Total Bid Price
JAI, Inc., San Jose, CA	**$ 1,998,355.00**
Inex Technologies, LLC, Lyndhurst, NJ	$ 2,133,750.00
Transport Data Systems, Inc., San Diego, CA	$ 2,543,304.25
Neology, Inc., San Diego, CA	$ 2,854,325.00

Departmental Estimate: $ 2,525,000.00 (2-Year Contract)

As required in Section V of the specifications, the lowest bidder's VES Camera System was subject to "Pre-Award Testing." ITS Staff conducted extensive testing on JAI's VES Camera System and found that it met and exceeded the performance criteria set forth in the specifications. Therefore, ITS recommends the referenced contract be awarded to JAI.

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

Accordingly, authorization is requested to award a two-year contract to JAI, Inc. for the VES Camera System for a total amount not to exceed $1,998,355.00, subject to funding availability at the time of ordering. Authorization is further requested for the Executive Director to approve each of the two, one-year extensions upon satisfactory performance by the vendor.

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256-11-2018

In a document dated November 2, 2018, **Lane Controller Hardware (Re-bid), Neteon Technologies, Inc., R-143730 (ITS), Budget Code: 080 00 830 156555 080C00013, Amount: $730,740.00**, was approved.

Under this contract, Neteon Technologies, Inc. will provide the Authority with 800 device servers and switches which will provide the interfaces for new cameras and vehicle classification devices. The equipment is required to replace current equipment which is almost 15 years old and is either no longer manufactured or supported by the manufacturer. The equipment will also allow ITS to continue the Lane Controller Upgrade Project on the New Jersey Turnpike. The bid was fully advertised and five (5) vendors listed in the Authority's database for this commodity were notified of the procurement. On November 1, 2018 a sole bid was received as follows (unit prices are available from the PMM Department):

Vendor	Total Bid Price
Neteon Technologies, Inc., Somerset, NJ	**$ 730,740.00**

Departmental Estimate: $ 735,200.00

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 Neteon Technologies, Inc. for device servers and switches for a total amount not to exceed $730,740.00.

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257-11-2018

In a document dated October 2, 2018, **Disposal of Roadway Sweepings, Custom Environmental Management Co., Inc., RM-143606, Budget Code: Various, Amount: $165,900.00 (2-Year Contract),** was approved.

Under this contract, Custom Environmental Management Co., Inc. will collect, transport, recycle and dispose of screened roadway sweepings from both Roadways. Bidders were required to provide separate prices per ton for 1) Loading, Separating and Screening and 2) Transporting and Recycling/Disposal of an estimated 2,100 tons of material annually at 9 locations on both Roadways. The bid was fully advertised and the six (6) vendors listed in the Authority's database for this service were notified of the procurement. On October 30, 2018 a sole bid was received as follows (unit prices are available from the PMM Department):

Vendor	Total Bid Price	Total Contract (2-Years)

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Custom Environmental Management Co., Inc., Hainesport, NJ **$ 82,950.00** **165,900.00**

Departmental Estimate: $176,400.00

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 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 two-year contract to Custom Environmental Management Co., Inc. for the collection, transportation, recycling and disposal of screened roadway sweepings in the amount not to exceed $165,900.00, subject to funding availability at the time of service. Authorization is further requested for the Executive Director to approve each of the two, one-year extensions upon satisfactory performance by the vendor.

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STATE/GOVERNMENT CONTRACTS

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258-11-2018

In a document dated November 7, 2018, **Installation of Video Conferencing Equipment, ePlus Technology, Inc., R-144908 (ITS), Budget Code: 390 00 830 156555 39005013IT, State Contract No. 87720 expiring 5/31/2019, Amount: $141,404.18**, was approved.

Under this contract, ePlus Technology, Inc ("ePlus") will supply and install video conferencing equipment at six maintenance districts and three State Police barracks. In addition, ePlus will provide one year of maintenance and support. The new system will enable video conferencing capabilities between the Authority's HQ, Maintenance Districts and the Police barracks. These services are available from NJ State Contract No. 87720 expiring 5/31/2019.

This procurement, under State Contract No. 87720, is in accordance with *N.J.A.C.* 19:9-2.5(a), promulgated pursuant to *N.J.S.A.* 27:23-1 *et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, authorization is requested to award a contract under State Contract No. 87720 for the supply and installation of video conferencing equipment, to ePlus Technology, Inc. for a total amount not to exceed $141,404.18.

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259-11-2018

In a document dated November 2, 2018, **Facilities Maintenance and Repair & Operations (MRO) and Industrial Supplies, W.W. Grainger, Inc., RM-144704 (Inventory/Maintenance), Budget Code: Various, State Contract No. 19-FLEET-00566 expiring 6/30/2019, Amount: $900,000.00**, was approved.

Under this contract, W.W. Grainger, Inc. will provide facilities maintenance, repair and operating ("MRO") items used daily on both Roadways. This contract includes, but is not limited to, various hand tools, hardware, as well as industrial supplies and equipment which are essential to the Authority's Maintenance and Inventory sections. These MRO supplies are available from NJ State Contract No. 19-FLEET-00566, expiring 06/30/2019.

This procurement, under State Contract No. 19-FLEET-00566, is in accordance with *N.J.A.C.* 19:9-2.5(a), promulgated pursuant to *N.J.S.A.* 27:23-1 *et seq.*, the Authority's enabling legislation, and Executive Order No. 37 (Corzine 2006) which permits the Authority, without advertising, to purchase goods and services directly from vendors who hold contracts with the State of New Jersey.

Accordingly, authorization is requested to award a contract under State Contract No. 19-FLEET-00566 for MRO supplies, hardware and equipment to W.W. Grainger, Inc. for a total amount not to exceed $900,000.00, subject to funding availability at the time of ordering.

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260-11-2018

In a document dated November 1, 2018, **State Contract Modifications, At prior Board of Commissioners meetings, the Authority approved purchases (up to a maximum authorized dollar amount) from the vendors listed herein under the New Jersey State contracts referenced below. The terms of the referenced State contracts have since been extended and additional funds are needed to purchase these necessary goods and/or services through the extended terms of the State contracts**, was approved.

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Description/ Original Agenda Item	Vendor Name	Requisition Number	NJTA Contract No.	NJ State Contract No. Expiration	Current Authorized Amount	New Authorized Amount	Requested Increase Amount
OEM Automotive Parts and Accessories for Light Duty Vehicles 344-08-2013	Fred Bean Parts, Inc. Doylestown, PA	RM-144877 (Inventory/ Maint.)	1899	79161 Expires 4/25/2019	$690,000.00	$850,000.00	**$160,000.00**
OEM Automotive Parts and Accessories for Light Duty Vehicles 24 3-06-2012	Route 23 Auto Mall, LLC Butler, NJ	RM-144877 (Inventory/ Maintenance)	1698	79167 Expires 4/25/2019	$594,516.07	$658,516.07	**$64,000.00**
OEM Automotive Parts and Accessories for Light Duty Vehicles 07/15/2014	Route 1 Chrysler Dodge Lawrenceville, NJ	RM-144877 (Inventory/ Maintenance)	2032	79170 Expires 4/25/2019	$95,000.00	$106,000.00	**$11,000.00**
OEM Automotive Parts and Accessories for Light Duty Vehicles 243-06-2012	Downs Ford, Inc. Butler, NJ	RM-144877 (Inventory/ Maintenance)	1697	79163 Expires 4/25/2019	$150,000.00	$160,000.00	**$10,000.00**
Total							**$245,000.00**

The original procurements, under the State contracts, were 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, given that the period of time during which the Authority may make additional purchases under the referenced State contracts was extended through the new expiration dates of those contracts, approval is hereby requested to increase the Authority's current authorized amounts to the new authorized amounts stated above, subject to funding availability at the time of order or service.

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SOLE SOURCE

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261-11-2018

In a document dated November 5, 2018, **Maintenance and Service Agreement for Uninterruptible Power Systems, Eaton Corporation, RM-144292 (ITS), Budget Code: Various, Amount: $1,271,747.00 (3-Year Contract),** was approved.

Under this three-year contract, Eaton Corporation will supply maintenance, repair and installation of all Uninterruptible Power Systems (UPS) and their associated components. Eaton is the manufacturer and vendor of this product and these UPS are installed at all toll plaza

facilities on both Roadways, as well as State Police barracks, maintenance district buildings, HQ, and the Statewide Traffic Management Center. The UPS provide back-up power to all technology equipment at these locations and ensures constant functionality until the site generator provides power.

As the proprietary owner of the Powerware brand, Eaton Corporation is the sole supplier of 1) authorized Powerware service providers, 2) factory trained technicians, 3) certified replacement parts, and 4) latest software and diagnostic tools for the maintenance and repair of all Powerware UPS. No other vendor is capable of providing the required modifications. In addition, this is an exceptional circumstance because the Authority relies solely on the Powerware UPS to provide back-up power to all technology equipment associated with toll collection and are therefore critical to ensure constant functionality, which is essential for the Authority's revenue collection.

The award will be made under the sole source procurement authorization of *N.J.A.C.* 19:9-2.2(d)1 as promulgated under *N.J.S.A.* 27:23-6.1. A resolution, as required by *N.J.A.C.* 19:9-2.2(d)1, is attached hereto.

Accordingly, authorization is requested to award a renewal contract for the support and maintenance of the Powerware UPS with Eaton Corporation for the period January 1, 2019 thru December 31, 2021 in an amount not to exceed $1,271,747.00.

RESOLUTION FOR SOLE SOURCE PROCUREMENT

MAINTENANCE AND SERVICE AGREEMENT FOR UNINTERUPTIBLE POWER SYSTEMS

WHEREAS, the New Jersey Turnpike Authority's Information Technology Services Department has requested the award of a "sole source" contract to Eaton Corporation to supply the maintenance and repair of all Powerware Uninterruptible Power Systems ("Powerware UPS") and their associated parts; and

WHEREAS, Eaton Corporation is the proprietary owner of the Powerware brand and therefore the sole provider to supply the maintenance and repair of all Powerware UPS and their associated parts; and

WHEREAS, the UPS are installed at all toll plaza facilities, State Police barracks and maintenance district buildings on the Authority's roadways and provide backup power to all technology equipment associated with toll collection and are therefore critical to ensure constant functionality, which is essential for the Authority's revenue collection; and

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

NOW, THEREFORE, BE IT RESOLVED THAT the Authority's Commissioners hereby authorize and approve the award of a contract to Eaton Corporation to supply the maintenance

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and repair of all Powerware UPS and their associated parts for the period January 1, 2019 thru December 31, 2021 in an amount not to exceed $1,271,747.00, as a sole source exception to procurement by public advertisement permitted by *N.J.A.C.* 19:9-2.2(d)1 promulgated under the Authority's enabling legislation, *N.J.S.A.* 27:23-6.1.

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262-11-2018

In a document dated November 5, 2018, **Video Transaction Data Multiplexing (VTDM) Maintenance and Support, Agilence, Inc., RM-144291 (ITS), Budget Code: Various, Amount: $156,290.00 (1-Year Contract)**, was approved.

Under this contract Agilence, Inc. will provide the necessary maintenance, support and upgrades to the New Jersey Turnpike Authority's Video Transaction Data Multiplexing (VTDM) System. The VTDM is an auditing tool, consisting of video cameras, which record transactions at all Parkway plazas and Turnpike exit lanes. The VTDM is an invaluable tool used by the Finance, Internal Audit and Law Departments to monitor live and recorded video of all transactions occurring in a toll lane. In addition, the VTDM is used for traffic surveillance by the Tolls Collection and Operations Departments, as well as lane troubleshooting by the ITS Department.

As the proprietary owner of this software, Agilence, Inc. is the sole software/hardware provider for all maintenance, support and upgrades to our VTDM equipment. The estimated annual expenditure for Agilence, Inc.'s services will be $156,290.00 per year.

The award will be made under the sole source procurement authorization of *N.J.A.C.* 19:9-2.2(d)1 as promulgated under *N.J.S.A.* 27:23-6.1. A resolution, as required by *N.J.A.C.* 19:9-2.2(d)1, is attached hereto.

Accordingly, authorization is requested to award a sole source contract to Agilence, Inc. to provide necessary and proprietary maintenance, support and upgrades to the VTDM System for the period January 1, 2019 thru December 31, 2019 in an amount not to exceed $156,290.00.

RESOLUTION FOR SOLE SOURCE PROCUREMENT

VIDEO TRANSACTION DATA MULTIPLEXING (VTDM) MAINTENANCE AND SUPPORT

WHEREAS, the New Jersey Turnpike Authority's Integrated Technology Services Department has requested the award of a "sole source" contract to Agilence Inc. to provide the necessary maintenance, support and upgrades to the Video Transaction Data Multiplexing (VTDM) System; and

WHEREAS, Agilence Inc. wrote the software program that is in use on the Authority's VTDM system; and

WHEREAS, as the proprietary owner of this software, Agilence, Inc. is the sole software/hardware provider for all maintenance, support and upgrades to our VTDM equipment;

and

WHEREAS, the Authority's regulations pursuant to *N.J.A.C.* 19:9-2.2(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 Agilence, Inc. to provide the necessary maintenance, support and upgrades to the VTDM System for the period January 1, 2019 thru December 31, 2019, in an amount not to exceed $156,290.00, as a sole source exception to procurement by public advertisement permitted by *N.J.A.C.* 19:9-2.2(d)1 promulgated under the Authority's enabling legislation, *N.J.S.A.* 27:23-6.1.

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Board unanimously approved item numbers 254-11-2018 through 262-11-2018; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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GENERAL BUSINESS

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OPERATIONS

Acting Director of Operations Kevin Dunn requested approval of item number 263-11-2018. Moved is the item as follows:

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263-11-2018

Director of Operations Kevin Dunn requested acceptance of the **Resume of All Fatal Accidents for the Garden State Parkway and New Jersey Turnpike: Period 01/01/2018 through 10/31/2018; both with 2017-2018 Yearly Comparisons through October 2018**.

On motion by Treasurer DuPont and seconded by Commissioner Diaz, the Board unanimously approved item number 263-11-2018; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

032304

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STATE POLICE

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264-11-2018

Major Ernie Giampietro requested acceptance of the **New Jersey State Police Troop D Activity Reports**, for October 2018, with 2017 – 2018 Yearly Comparisons.

On motion by Treasurer DuPont and seconded by Vice Chairman Gravino the Authority unanimously accepted the reports contained in item number 264-11-2018 and received same for file.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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FINANCE

Chief Financial Officer Donna Manuelli requested approval of item number 265-11-2018. Moved is the item as follows:

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265-11-2018

Chief Financial Officer Donna Manuelli presented the **Financial Summary for the Ten (10) months ended October 31, 2018**, was approved.

On motion by Treasurer DuPont and seconded by Commissioner Diaz the Board unanimously approved item number 265-11-2018; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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EXECUTIVE

Deputy Executive Director James Carone requested approval of item number 266-11-2018. Moved is the item as follows:

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266-11-2018

In a document dated November 14, 2018, **Authorization to Enter into a Memorandum of Agreement with IFPTE Local 193 and Local 193C, relative to Salary Increases,** was approved.

On October 31, 2018 and November 13, 2018, IFPTE Locals 193 and 193C and the New Jersey Turnpike Authority entered into Memorandum of Agreements relative to several economic provisions. This agreement provides for across the board salary increases for employees on the NJTA payroll as of September 5, 2018 for Local 193 members as follows:

- Effective October 1, 2017 – 2%
- Effective October 1, 2018 – 2%

This agreement provides for across the board salary increases for employees on the NJTA payroll as of September 5, 2018 for Local 193C members as follows:

- Effective July 1, 2011 – 0%
- Effective July 1, 2012 – 0%
- Effective July 1, 2013 – 1%
- Effective July 1, 2014 – 1.75%
- Effective July 1, 2015 – 0%
- Effective July 1, 2016 – 0%
- Effective July 1, 2017 – 2%
- Effective July 1, 2018 – 2%

In addition to the above, this agreement allows for all the above referenced Local employees on the NJTA payroll as of September 5, 2018 who earn less than $15 an hour will now have their hourly rates increased to a minimum of $15 per hour effective July 1, 2018. Furthermore, management has agreed to take all necessary and appropriate actions to allow each employee to receive these salary increases in February 2018. Attached to this recommendation letter is a fully executed copy of the Memorandum of Agreements.

The terms of this agreement are fair and reasonable to both the employees represented by IFPTE Locals 193 and 193C and the New Jersey Turnpike Authority.

Therefore, approval of this Memorandum of Agreement effective November 14, 2018 is respectfully requested. It is also requested to authorize the Executive Director to execute all documents relative to this agreement.

[MOA between NJTA and IFPTE Local 193 and 193C attached]

On motion by Treasurer DuPont and seconded by Commissioner Pocino the Board unanimously approved item number 266-11-2018; and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

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ROLL CALL

GUTIERREZ-SCACCETTI	GRAVINO	DuPONT	POCINO	DIAZ	MINELLA	SALERMO
YES	YES	YES	YES	YES	YES	ABSENT

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CHAIR COMMENTS

Chair Gutierrez-Scaccetti wished everyone a safe and Happy Thanksgiving and asked everyone to be safe during this very busy holiday season.

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The motion to adjourn was made by Treasurer DuPont and seconded by Commissioner Diaz, and, after the voice vote, the motion was duly adopted. The Board of Commissioners adjourned the meeting at 10:09 a.m., and advised that it will meet again on Tuesday, December 18, 2018, at 9:00 a.m., at the Authority's headquarters building located at 1 Turnpike Plaza in Woodbridge, New Jersey.

ATTEST:

Kim Schurman
Secretary to the Authority

John M. Keller
Executive Director

Date: November 20, 2018

NJTA Board Meeting November 20, 2018

AGENDA ITEM NO.: 266-11-2018

Memorandum of Agreement between the New Jersey Turnpike Authority ("Authority") and IFPTE Local 193 regarding Salary Increases

The parties to this MOA agree to open and amend the existing collective negotiations agreement between them as follows:

1. The Authority employees represented by IFPTE Local 193, on payroll on September 5, 2018, shall receive the following across the board salary increases:
   a. Effective October 1, 2017 – 2%
   b. Effective October 1, 2018 – 2%

2. The Authority employees represented by IFPTE Local 193, on payroll on September 5, 2018 and who earn less than $15 an hour, shall have their hourly rates increased to $15 an hour effective October 1, 2018, or shall have their hourly rates increased by the October 1, 2018 2% across-the-board increase referenced above in paragraph 1(b), whichever is greater.

3. All salary increases set forth in paragraphs 1 and 2 above are retroactive to their effective dates and all steps for all job classifications shall be increased by the across-the-board increases set forth in paragraph 1 of this MOA.

4. Upon execution of this MOA, the Authority will immediately take all necessary actions so that employees can be paid at the proper rate and receive all appropriate retroactive payments as quickly as possible. The Authority further commits that not later than February 28, 2019 all employees covered by this MOA shall receive a prospective salary adjustment to reflect the salary increases pursuant to paragraphs 1 and 2 of this MOA and shall receive the retroactive salary payment they are due pursuant to paragraphs 1 and 2 of this MOA. The employee's share for health care contributions shall not be deducted from any retroactive payments.

5. All terms of the parties' current collective negotiations agreement shall remain in full force and effect through September 30, 2019, unless those terms are expressly modified by this MOA. Any terms in the parties' current agreements containing protections relative to privatization or subcontracting of unit work shall remain in effect until September 30, 2019.

6.. This MOA is subject to ratification by the Authority employees represented by IFPTE Local 193 and by the Authority Board of Commissioners.

On behalf of the New Jersey Turnpike Authority

Dated: November 13, 2018

On behalf of IFPTE Local 193

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October 31, 2018 – Final MOA

Memorandum of Agreement between the New Jersey Turnpike Authority ("Authority") and IFPTE Local 193C regarding Salary Increases

The parties to this MOA agree to the following economic provisions:

1. The Authority employees represented by IFPTE Local 193C, on payroll on September 5, 2018, shall receive the following across the board salary increases:

   a. Effective July 1, 2011 – 0%
   b. Effective July 1, 2012 – 0%
   c. Effective July 1, 2013 – 1%
   d. Effective July 1, 2014 - 1.75%
   e. Effective July 1, 2015 – 0%
   f. Effective July 1, 2016 – 0%
   g. Effective July 1, 2017 – 2%
   h. Effective July 1, 2018 – 2%

2. The Authority employees represented by IFPTE Local 193c, on payroll on September 5, 2018 and who earn less than $15 an hour, shall have their hourly rates increased to $15 an hour effective July 1, 2018, or shall have their hourly rates increased by the July 1, 2018 2% across-the-board increase referenced above in paragraph 1(d), whichever is greater.

3. All salary increases set forth in paragraphs 1 and 2 above are retroactive to their effective dates and all steps for all job classifications shall be increased by the across-the-board increases set forth in paragraph 1 of this MOA.

4. Employees promoted from one bargaining unit to another bargaining unit between July 1, 2011 and June 30, 2018, shall receive retroactive across-the-board increases based on the local union they were represented by on the effective date of the increase. Further, the employee's promotion increase shall be based on the employee's salary at the time of promotion, calculated pursuant to the increases in this MOA and the applicable collective negotiations agreement at the time of promotion.

5. Upon execution of this MOA, the Authority will immediately take all necessary actions so that employees can be paid at the proper rate and receive all appropriate retroactive payments as quickly as possible. The Authority further commits that not later than February 28, 2019 all employees covered by this MOA shall receive a prospective salary adjustment to reflect the salary increases pursuant to paragraphs 1 and 2 of this MOA and shall receive the retroactive salary payment they are due pursuant to paragraphs 1 and 2 of this MOA. The employee's share for health care contributions shall not be deducted from any retroactive payments.

6. All terms of the parties' current or expired collective negotiations agreements shall remain in full force and effect through June 30, 2019, unless those terms are expressly modified by this MOA. Any terms in the parties' current agreements containing protections relative to privatization or subcontracting of unit work shall remain in effect for the terms of those agreements or until June 30, 2019, whichever is later.

7. This MOA is subject to ratification by the Authority employees represented by IFPTE Local 193C and by the Authority Board of Commissioners.

On behalf of the New Jersey Turnpike Authority

On behalf of IFPTE Local 193c

Dated: October 31, 2018