

MINUTES OF THE REGULAR MEETING OF THE
NEW YORK STATE BRIDGE AUTHORITY

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON
JUNE 21, 2007

Business agenda documents/reports are mailed to the Board Members and General Counsel one week prior to the meeting.

IN ATTENDANCE:

BOARD MEMBERS:

Sproat, James P., Chairman
Dressel, Roderick O., Vice Chairman
Carter, Robert P., Commissioner
Gerentine, Richard A., Commissioner
Madison, Thomas J., Commissioner
Paradies, Walter A., Commissioner
Teator, David A., Commissioner

Chale, Christine, Esq., Counsel

OFFICERS:

Sinnott, George C., Secretary
Bresnan, James J., Assistant Secretary
Sewell, John R., Treasurer

Chairman Sproat welcomed everyone to the NYSBA's monthly Board meeting at headquarters, introducing himself and the other Board members, as well as the executive staff. He then introduced Chris Chale, who was representing General Counsel. Chairman Sproat stated

the first order of business was to adopt the minutes of the Authority's previous meeting and called for a motion to adopt the minutes of the May 17, 2007 meeting if there were no questions or comments. Commissioner Paradies asked if the annual minutes would be adopted as well. Chairman Sproat stated yes. On motion of Vice Chairman Dressel, seconded by Commissioner Paradies, the minutes of the May 17, 2007 annual and regular meetings were adopted unanimously.

ADMINISTRATION:

1) National Incident Management System (NIMS) Compliance and Integration

Mr. Russo informed the Board that the implementation of NIMS started with the updating of the Authority's Emergency Operations Plan (EOP) to comply with NIMS requirements as mandated by Executive Order 26.1. Basically, the Authority would start the formal compliance process by completing the NIMS Capability Assessment Support Tool, which identifies areas that need work to meet compliance guidelines. This would include mandated training for select upper and middle level managers and supervisors. Mr. Russo further stated that the order mandates the use of NIMS as the standard command and control system during emergency operations so the revisions to the Authority's Emergency Operation Plan, Emergency Action and Fire Prevention Plan and Operations Manual to incorporate NIMS requirements would be an ongoing process. The determination of who should be trained and to what level of training will be the next step in the implementation of NIMS. The New York State Office of Homeland Security has published some specific guidelines for recommended and required training. A resolution will formalize the adoption and use of NIMS and will be the Authority's first required

step in the compliance process. After a brief discussion, Chairman Sproat called for a motion. On motion of Commissioner Teator, seconded by Commissioner Gerentine, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-073

Resolution Date: June 21, 2007

WHEREAS, Executive Order 26.1 establishes the National Incident Management System (NIMS) as the State standard command and control system during emergency operations; and

WHEREAS, this Authority has been identified as a possible first responder agency by the New York State Office of Homeland Security making it necessary for the Authority to formally adopt and implement NIMS; and

WHEREAS, the Authority agrees that NIMS will improve our ability to utilize federal funding, maintain responding employee safety and enhance our incident management processes; now therefore

BE IT RESOLVED that the Authority hereby adopts the National Incident Management System for utilization as our all-hazards incident management system; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June, 2007.

George C Sinnott, Secretary

2) IBTTA Violations Enforcement Summit, Boston - July 29-31, 2007

Mr. Russo gave a brief outline to the Board requesting travel authorization to attend the subject conference in Boston, July 29 - 31, 2007 for himself and Frank Mazzella. Mr. Mazzella is Chair of the E-ZPass IAG Operations Committee and Mr. Russo is the Authority's executive representative to the IAG. Mr. Russo stated that Mr. Whitbeck contacted him and would be attending the conference as well. Mr. Russo went on to say that violations enforcement has become a significant issue for agencies with the increase in electronic tolling installations. The agenda sessions for this summit focus on the financial and legal challenges, pitfalls and solutions associated with processing toll violations and protecting revenue particularly as it relates to electronic tolling and although NYSBA utilizes gates in its lanes to prevent toll evasion and to protect its toll revenue, it is an important issue to understand as the Authority considers its future operations, lane environments and operating procedures. This conference will provide a first ever forum dedicated exclusively to these issues with practical experience from current toll operators as well as some forward vision of the future of violations processing. The cost of registration is \$550 per person with total hotel and related travel costs estimated at \$3,814 using the conference rates provided by the IBTTA. Mr. Sinnott indicated that Mr. Whitbeck would not charge the Authority for his time at the conference. Commissioner Teator asked Mr. Russo to formally report to the Board either by a presentation at a meeting and/or a written report. Chairman Sproat stated that if any Board member wished to attend he strongly supported their decision to do so. On motion of Vice Chairman Dressel, seconded by Commissioner Carter, the following resolution was adopted unanimously, as amended to include General Counsel and Board representation:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-074

Resolution Date: June 21, 2007

WHEREAS, the Board has received and reviewed a travel authorization request for staff to attend the IBTTA Violations Enforcement Summit to be held in Boston, MA, July 29–31, 2007; and

WHEREAS, the Authority agrees the conference subject matter will provide a direct benefit to staff and executive management; now therefore

BE IT RESOLVED that travel authorization is granted to Robert Russo and Frank Mazzella together with General Counsel to attend the subject conference at an estimated cost of \$3,814 inclusive of registration fees and all travel related costs; and

BE IT FURTHER RESOLVED that if a Board member elects to participate, that travel authorization and related costs to attend this conference is hereby granted; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June, 2007.

George C. Sinnott, Secretary

3) Interagency Group (IAG) Transaction Fees

Mr. Russo stated that the IAG recently amended its Operating Agreement to provide for the full membership of private companies that operate toll facilities and as you know the Indiana Toll Road Concession Company (ITRCC) is the first such company to become a member under this amended agreement. Pursuant to that amendment, one provision of its appendix grants the right to each full member public agency to charge a transaction fee (currently 3 cents) to the private company for each of the public agency's customer transactions that occur on the private company's toll facility. If imposed by the public agency, the private company then has the right also to impose a reciprocal transaction fee. Commissioner Carter asked if Indiana could charge a fee even though the Authority would not. Mr. Russo stated no it would have to be reciprocal. Mr. Russo noted at this time that for public agency to public agency there is no provision for a transaction fee. The agencies simply process each other's transactions under the IAG Reciprocity Agreement with no added cost. The ITRCC is about to begin its E-ZPass operations and accordingly each public agency has been asked to identify by June 1st whether it will be assessing the transaction fee. Mr. Russo's recommendation is that the Authority elects not to charge the transaction fee at this time while reserving the right to reassess and change this position in the future. Currently, the only customers attributed to NYSBA are those NYSTA account holders who also have a NYSBA Discount Plan assigned to their tag(s). This amounts to a very small percentage of accounts of which an even smaller, likely negligible number would be expected to cross the Indiana facility. The transaction fees due NYSBA would therefore be negligible as well. In fact, if ITRCC were to impose a reciprocal transaction fee, it would be likely that the net effect would favor

Indiana. After a brief discussion, Chairman Sproat called for a motion if there were no further comments. On motion of Commissioner Madison, seconded by Commissioner Paradies, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-075

Resolution Date: June 21, 2007

WHEREAS, the Board has reviewed an Administrative staff memo and recommendation with respect to its right as a full member of the E-ZPass Interagency Group (IAG) to charge a transaction fee to the Indiana Toll Road Concession Company (ITRCC); and

WHEREAS, the Authority has determined it is not in the public interest to impose a transaction fee as described at this time; now therefore

BE IT RESOLVED that no E-ZPass IAG transaction fee as defined in Appendix D of the E-ZPass Operations Interagency Agreement will be charged to the Indiana Toll Road Concession Company at this time; and

BE IT FURTHER RESOLVED that the Authority reserves its right as a full member of the E-ZPass IAG to charge a transaction fee at some point in the future should it resolve to do so; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

4) Mark IV Extension Agreement

Mr. Russo stated that the E-ZPass Interagency Group (IAG) on behalf of its member agencies has negotiated with MARK IV IVHS, Inc. a pair of extension agreements to its original and amended Irrevocable Offer (IO) which expires August 16, 2007. The purpose of these extension agreements is to maintain the IAG's source for E-ZPass equipment and transponders together with related maintenance services and warranties while the IAG solicits proposals for a replacement technology and/or vendor. The two extension agreements represent a 2-year agreement with an option for two additional years or a 3-year agreement with an option for one additional year. The difference in the agreements is reflected in the cost of tags. All other terms and pricing structures are the same in both agreements. While the Authority does not purchase tags from Mark IV, it does continue to purchase equipment as well as maintenance services, thus either extension agreement would work for the Authority. However, Mr. Russo strongly recommended that the Authority choose the 3-year extension to mirror the NYS Thruway Authority agreement with Mark IV and since the IAG procurement effort for a replacement contract is just getting underway, it is unlikely that a selection and implementation would occur much sooner. After a brief discussion, Chairman Sproat called for a motion. On motion of Commissioner Carter, seconded by Vice Chairman Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-076

Resolution Date: June 21, 2007

WHEREAS, the Authority has an existing agreement with Mark IV IVHS, Inc. for the procurement of E-ZPass related equipment and services which is due to expire August 16, 2007; and

WHEREAS, the Authority has been presented with an extension agreement negotiated by the E-ZPass Interagency Group on behalf of its member agencies to continue to procure equipment and services from Mark IV IVHS, Inc. for a period of three years; and

WHEREAS the Authority has determined it is necessary to extend its agreement with Mark IV IVHS, Inc. in order to continue the support of its E-ZPass operations; now therefore

BE IT RESOLVED the Authority agrees to execute the Three Year Extension Agreement to the Irrevocable Offer with Mark IV IVHS, Inc. as negotiated by the IAG and as presented for the term beginning August 17, 2007 and expiring August 16, 2010 with the option to extend further one additional year; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

5) Renewal of Oracle Maintenance Agreement

Mr. Russo state that the Authority uses a software product called OneWorld for he Authority business applications including payroll, accounts payable, general ledger, financials, budgeting and fixed assets. This software, originally purchased from J.D. Edwards and Co. in the early 1990's, was and continues to be a very robust package for the Authority. Over the last five years, J.D. Edwards was purchased by PeopleSoft and then PeopleSoft was purchased by Oracle USA, Inc. Generally, the cost of maintenance for this software has fluctuated from a high of almost \$13,000 for the 1996 agreement to a low of \$7,465 for the years 1998, 1999 and 2000. It has been increasing since then to a point now of requiring Board notification and approval. The next renewal of this maintenance agreement will be for the amount of \$10,125.68 for the period of July 1, 2007 through June 30, 2008, representing a 3% increase over the previous year. This agreement includes all software updates and response line telephone and online support services as needed. Oracle licenses the software and is therefore the only source of updates for their licensed software making them a sole source vendor. After a brief discussion, Chairman Sproat called for a motion. On motion of Commissioner Paradies, seconded by Commissioner Teator, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-077

Resolution Date: June 21, 2007

WHEREAS, the New York State Bridge Authority desires to adequately maintain the current business software package used for processing payroll, accounts payable and other business processes to include problem resolution and normal software updates; and

WHEREAS, the Authority recognizes that Oracle USA, Inc. is a sole source for this service; now therefore

BE IT RESOLVED that an agreement be renewed with Oracle USA, Inc. in the amount of \$10,125.68 for software maintenance support and updates for the one year period ending June 30, 2008; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

ENGINEERING AND MAINTENANCE:

1) Bear Mountain Bridge Cable Inspection and Evaluation Award

Mr. Moreau stated bids were opened on the 12th of June and four bids were received with Piasecki Steel Construction Co., Inc. providing the low cost bid of \$1,280,000.00, which was below the Authority's \$1,500,000.00 estimate. This project consists of the inspection of the Main Cable at 8 selected locations and the removal and replacement of 3 suspender ropes. The main cable examination sites shall be scaffold, the wrapping wire removed, main strands wedged for inspection, splicing broken individual strand wires, oiling, compacting and rewinding the main cable. The Authority has used Piasecki in the past for this type of work so Engineering would like to recommend Piasecki Steel Construction Co., Inc. for the job. Commissioner Carter asked if this was an inspection contract. Mr. Moreau stated Ammann and Whitney would be doing the inspection and that this was the support services to have the engineers open the cables so they could be inspected and repaired if need be. Mr. Moreau stated that this type of inspection was on a 5-year cycle and has proven to be very worth while for the Authority. After further discussions on the inspection procedures and the other bidders' proposals, Chairman Sproat stated if there were no further questions he would call for a motion. On motion of Commissioner Carter, seconded by Commissioner Madison, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-078

Resolution Date: June 21, 2007

WHEREAS, bids were solicited through the New York State Contract Reporter for the contract entitled Bear Mountain Bridge “Cable Inspection and Evaluation” (BA2007-RE-101-CM) and four (4) bids were received on June 12, 2007, the low bidder being the firm of Piasecki Steel Construction Co., Inc. at a bid of \$1,280,000.00; and

WHEREAS, it is hereby determined that such project constitutes a Type II Action as defined under the State Environmental Quality Review Regulations, 6 NYCRR Part 617, which has been determined under such regulations not to have a significant negative impact on the environment; now therefore

WHEREAS, after further review of the cost proposal by the Engineering Department, it is recommended that a contract be awarded to the firm of Piasecki Steel Construction Co., Inc.; now therefore

BE IT RESOLVED that a contract be awarded to Piasecki Steel Construction Co., Inc. of Castleton, New York in the amount not-to-exceed \$1,280,000.00 pending the filing of proper certifications, and the receipt of bonding and insurance requirements; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007

George C. Sinnott, Secretary

2) IBTTA Maintenance Committee Fall Conference, Philadelphia - September 2007

Mr. Moreau indicated he and Craig Gardner (Maintenance Supervisor) would like to attend the IBTTA Maintenance Committee Fall Conference to be held in Philadelphia this September. Mr. Moreau stated that he has been asked to make a presentation (paper) on the Bear Mountain Bridge supplemental bridge cable project that was constructed last year. The balance of the program includes a number of interesting presentations on winter maintenance and the maintenance of toll plazas and E-ZPass equipment. Mr. Moreau stated that he and Mr. Gardner would require a 3-night hotel reimbursement, conference registration and gas and tolls at an estimated cost of \$2,750.00. Chairman Sproat stated that he would like to amend the resolution to include possible Board participation. He further stated that he had attended conferences in the past and found them to be very informative. Mr. Sinnott indicated that perhaps General Counsel's office could prepare a boilerplate resolution that would include Board members' attendance at a conference, if it was possible. After a brief discussion, Chairman Sproat stated if there were no questions he would call for a motion to approve this travel for Mr. Moreau and Mr. Gardner. On motion of Vice Chairman Dressel, seconded by Commissioner Teator, the following resolution was adopted unanimously, as amended:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-079

Resolution Date: June 21, 2007

WHEREAS, the Board has reviewed the request for Bill Moreau and Craig Gardner to attend the 2007 Maintenance Committee Fall Conference hosted by the IBTTA held in Philadelphia September 9th through 12th, 2007; now therefore

BE IT RESOLVED that attendance at the conference is authorized in accordance with Mr. Moreau's and Mr. Gardner's travel request forms estimated at \$2,750.00; and

BE IT FURTHER RESOLVED that if a Board member elects to participate that travel authorization and related costs to attend this conference is hereby granted; and

BE IT FURTHER RESOLVED that a blanket authorization is granted for Board Commissioner(s)' attendance for any future conferences sponsored by the IBTTA; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

3) Monthly Jobs In Progress Report - May

Mr. Moreau presented the Engineering Jobs in Progress report for May and stated that the Authority is well underway with the water and sewer line installation at the Mid Hudson Bridge. The contractor started blasting at the Rip Van Winkle Bridge relative to the lead abatement and painting work. Commissioner Carter asked about the notice relative to the paint job and the patrons and Mr. Moreau stated that the toll staff is handing it out to patrons to let people know what is going on. Commissioner Carter said it was a good way of keeping people informed. Mr. Moreau stated that Mr. Whitbeck's office suggested the idea and Mr. Bellucci's office did a good job producing the notice. Commissioner Teator inquired about the dock system noting that it had not been constructed yet and that the job was awarded in February 2005 and could Mr. Moreau update the Board. Mr. Moreau stated that the project was an in-house project and the Authority does not have a hard and fast contract with a completion date. Unfortunately, other projects came up in the interim and took priority over the dock project. However, Craig Gardner had recently informed Mr. Moreau that parts of the dock are expected to be delivered on Monday and the balance of the dock will be delivered at the end of the week. Craig Gardner has the anchorages in place so it's just a matter of putting the dock together and installing it. It should be done by the end of July. The dock will be used by Authority maintenance staff as well as contractors. Chairman Sprout asked if there were no more questions on the report he would like to call for motion. On motion of Commissioner Gerentine, seconded by Commissioner Teator, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-080

Resolution Date: June 21, 2007

WHEREAS, the Board has reviewed the monthly Engineering Progress Report on Capital Project Status; now therefore

BE IT RESOLVED that the Engineering Progress Report is accepted as an instrument documenting the Board's briefing of Capital Construction activities; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

FINANCIAL:

1) Investment Report

Mr. Sewell reviewed with the Board the Investment Report for the month of May noting that interest rates on U. S. Treasury obligations have remained essentially static since the beginning of the year. Chairman Sproat stated if there were no questions he would call for a motion. On motion of Commissioner Gerentine, seconded by Commissioner Paradies, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-081

Resolution Date: June 21, 2007

WHEREAS, the investment control procedures for the New York State Bridge Authority provide that the Board shall review and approve the report of investment transactions completed since the meeting of the Board on May 17, 2007; now therefore

BE IT RESOLVED the New York State Bridge Authority does hereby concur with and approve the investment report as filed with this body on this date for the purpose noted; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

2) Maintenance Reserve Fund Balance Determination

Mr. Sewell stated that annually, according to the Authority's Bond Resolution, the Board is required to determine a balance that should be in the Maintenance Reserve Fund. The balance must be sufficient to allow the Authority to operate and properly maintain the Bridge System and cannot be less than the amount that Modjeski and Masters, P.C., the Authority's consulting engineers, advises. That amount is \$41,830,000. Chairman Sproat inquired about the formula used for this determination. Mr. Sewell stated that it is based upon the first three year's costs in the Authority's 5-year Capital Plan. Chairman Sproat stated just to be clear that this is not a surplus in any way but required by the Bond Resolution. Commissioner Paradies asked whether another engineering firm could come up with a different number. Mr. Sewell stated they may but historically this has been the formula. Mr. Sewell stated the consulting engineers believe this formula provides the proper balance needed to operate and maintain the bridges. He also stated that if the balance is met, the surplus flows into a Redemption Fund with which the Authority would buy back its bonds according to the resolution. Mr. Sinnott asked if this was adjusted annually. Mr. Sewell stated yes. Commissioner Carter stated that he could understand the reason for the establishment of the fund balance as well as why it was needed and moved to accept the resolution. Commissioner Teator stated Modjeski and Masters as the Authority's consulting engineers also perform jobs which are separate from general consulting. Commissioner Teator asked if this was a conflict and Mr. Moreau stated no. Commissioner Teator asked how long they have been the Authority's consulting engineers and Mr. Moreau stated he wasn't quite sure but he believed since the 1960s. On motion of Commissioner Carter, seconded by Commissioner Madison, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-082

Resolution Date: June 21, 2007

WHEREAS, the Board has reviewed the report relative to determining the adequate balance in the Maintenance Reserve Fund; now therefore

BE IT RESOLVED that the balance shall be \$41,830,000 as recommended by the consulting engineers, Modjeski and Masters, P.C.; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

3) Governance Committee Charter

The Authority has developed a Governance Committee Charter from the model recommended by the Authority Budget Office. This Charter reflects best practices and incorporates the statutory requirements of the Public Authorities Accountability Act. Also, text has been added providing for the committee to develop and recommend to the Board an oath of office whereby members acknowledge that they understand their roles and fiduciary duties as Board members. A discussion ensued relative to how the oath of office should read under the Charter. Commissioner Madison recalled that as a condition of becoming a Board Member, you had to sign a general “Oath of Office” as part of the process. Mr. Sinnott stated that a training course is being prepared by the City University of New York, as mandated by the Governor’s Office, regarding the fiduciary responsibility of an Authority Board Member and that we could discuss an oath, under the Charter, after the training. Chairman Sproat called for a motion to adopt the Charter. On motion of Commissioner Madison, seconded by Commissioner Gerentine, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-083

Resolution Date: June 21, 2007

WHEREAS, the Authority's Governance Committee has recommended the adoption of a Governance Committee Charter; and

WHEREAS, the committee has developed a charter from a model recommended by the Authority Budget Office, which reflects best practices and incorporates the statutory requirements of the Public Authorities Accountability Act; now therefore

BE IT RESOLVED, the New York State Bridge Authority does hereby approve this Governance Committee Charter; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

HUMAN RESOURCES

See New Business.

OPERATIONS:

1) New York State Thruway Authority (NYSTA) Quarterly Invoice – E-ZPass Transaction Fees for the First Quarter of 2007

Mr. Ferguson presented to the Board a report and invoice from the New York State Thruway Authority for the period January 1, 2007 through March 31, 2007 for credit card and transaction fee expenses in the amount of \$747,850.93, which is up slightly from last quarter. Chairman Sproat asked Mr. Ferguson if he would give the Board some background on the cost. Mr. Ferguson stated that the invoice included E-ZPass expenses for the first quarter of 2007, which increased slightly over the last quarter of 2006 due mostly to the purchase of 3007 commuter tags as a result of tag trade-ins (for those tags that had reached their battery expectancy which is five years). After a review of the report and a brief discussion, Chairman Sproat called for a motion to authorize payment of the invoice if there were no questions. On motion of Vice Chairman Dressel, seconded by Commissioner Gerentine, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-084

Resolution Date: June 21, 2007

WHEREAS, the New York State Bridge Authority has reviewed the report relative to the payment to the New York State Thruway Authority for credit card and transaction fees as well as other E-ZPass costs in the amount of \$747.850.93 for the first quarter of 2007; now therefore

BE IT RESOLVED that this payment is hereby approved at a cost not-to-exceed \$747.850.93; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

2) Federal Highway Administration (FHWA) Toll Facilities Workshop Study

Last fall the Authority began participation in an ongoing study of Toll Facility Safety sponsored by the Federal Highway Administration. This study was mandated by Congress with a goal of identifying strategies for improving safety in the vicinity of toll collection facilities, both for workers and the traveling public, as well as identifying industry best practices in toll facility safety. The study is being conducted in part by Science Applications International Corporation (SAIC) working closely with the International Bridge, Tunnel and Turnpike Association (IBTTA). With the final report due in August 2007, SAIC has selected twenty toll agency operations staff from various agencies throughout the country to participate in a workshop in order to arrive at a consensus as to which practices can truly be considered “best practices.” Notification of this meeting was just received on Monday, June 18th, which will be held by the SAIC in Vienna, Virginia from June 26-29, 2007. All travel expenses will be paid in full. Although there will be no cost to the Authority, Mr. Ferguson requested approval from the Board as required by the Authority’s policy and procedures for overnight travel. On motion of Commissioner Teator, seconded by Vice Chairman Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-085

Resolution Date: June 21, 2007

WHEREAS, the Board has reviewed a request for overnight, out-of-state travel to attend a FHWA Toll Facilities Workplace Safety Workshop being held in Vienna, Virginia June 26 - 29, 2007; now therefore

BE IT RESOLVED that authorization is granted to the Manager of Bridge Operations to attend the workshop as the representative for the Authority; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

PUBLIC RELATIONS AND PLANNING:

Mr. Bellucci briefed the Board on the following:

- *Suicide Prevention Program Installation and Operation* – the Kingston-Rhinecliff, Bear Mountain and Newburgh-Beacon Bridge systems are fully installed, activated and tested. We will begin the Rip Van Winkle in two stages because of the cocoon and the paint removal project. We will do the two east end phones with full activation and once the painting project is complete we will install the other phones on that end. A regular testing protocol is in place. Also to be noted for the record is that the American Foundation for Suicide Prevention, and our partners in putting this package together, held a regional meeting where the actions of the Bridge Authority were highlighted and noted as groundbreaking. The Metropolitan Transportation Authority (MTA) has contacted the Authority regarding the plan and their interest in executing it on the Verazano-Narrows Bridge. We are presently preparing a package to reach out to other authorities as well. Complete installation of the phone systems should be no later than the middle of July.
- *Bridge Music Project* – Mr. Bertolozzi was on the Mid-Hudson Bridge yesterday and the Authority had the senior science reporter, the senior music reporter and a video crew from the New York Times who want to do a national story on this. Commissioner Teator asked if we have maintenance people assigned to them when on the bridge. Mr. Bellucci stated yes when they are in a non public accessible area there are maintenance personnel with them to ensure their safety.
- *Annual Report and Financial Statements* - We received calls complimenting the Authority on the format and presentation and have not received any negative comments.

- *Miscellaneous Events:*

- Hudson River Paddle – Maintenance Staff will be assisting the Hudson Valley Greenway event that runs from Albany to New York City.
- Interns from the Rip Van Winkle, with the help of maintenance, will crew a raft race, which runs from Athens to Catskill. This is a major annual event on the Hudson River.
- There are also a number of bike tours and miscellaneous events running this summer at the Bear Mountain Bridge.

REPORTS TO THE BOARD:

Monthly Activity Report of the Executive Director

- The Monthly Activity Report for May was submitted by the Executive Director. Mr. Sinnott stated that there were no expenditures to report.

State Comptroller's Report

Chairman Sproat stated the Authority received an audit and letter from the State Comptroller, which Mr. Sinnott and I have responded to. The audit was overall positive. There was one item, which, I believe, was an oversight on the Comptroller's part stated Chairman Sproat. I will defer to Mr. Sinnott to explain. Mr. Sinnott stated the Comptroller indicated they were pleased with the responses but that the Authority has taken no action to archive and retain the memoranda, reports and other documents which constitute the package of information mailed to Board members in advance of scheduled meetings. In fact, Mr. Sinnott further stated, that copies of these packages have been retained going back to 1997. The Authority was never asked to produce them and this may have been an oversight by the auditor since the original report did not

specifically reference these Board packages. The suggested response to the Comptroller indicates that the Authority is in compliance with all recommendations and offers to provide supporting documentation as required. Chairman Sproat stated that this was an “FYI” to the Board and no action was required.

NEW BUSINESS:

1) NYSPELRA Annual Training Conference, Saratoga Springs – July 23-25, 2007

Since the packages went out, Mr. Sinnott stated he was made aware of a training symposium that the Director of Human Resources attended every year relative to public labor relations. The annual training conference for members of the New York State Public Employer Labor Relations Association will take place this year July 23-25, 2007 in Saratoga Springs, New York. The attendees are comprised of public sector Labor Relations personnel and Labor Attorneys. The formal training sessions keep the Authority up to date with labor laws and allow us to share practices and policies as well as information on arbitrators. Of equal importance is the networking done with other professionals in the field of labor relations. This network has been an invaluable resource in areas concerning grievances, employee discipline and negotiations. Mr. Sinnott stated he had been the president of the group in the past and that it is the best training available in the State of New York. Mr. Sinnott would like to recommend Fred Pizzuto, who is the Authority’s new Director of Human Resources to attend this year’s conference at a cost of \$716.00. Mr. Sinnott indicated that labor negotiations will begin soon and this would benefit the Authority greatly. On motion of Commissioner Teator, seconded by Vice Chairman Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-086

Resolution Date: June 21, 2007

WHEREAS, the New York State Bridge Authority Board of Commissioners has reviewed the request relative to the travel of Frederick Pizzuto, Director of Human Resources, to attend the 33rd Annual Training New York State Public Employer Labor Relations Association, Inc. (NYS-PELRA) Conference in Saratoga Springs, NY from July 23 thru July 25, 2007, at a cost of \$716.00; now therefore

BE IT RESOLVED that this travel is hereby approved; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

OLD BUSINESS:

IT Director's Memo to Executive Director:

Suicide Prevention Callbox Procurement

At the February meeting of the Authority's Board of Directors, a resolution for procurement of suicide prevention call boxes was signed by the Board. Prior to the Board Meeting, the manufacturer of the call boxes, Gai-Tronics, was contacted and asked for pricing as well as the name and number of resellers of their products so that competitive pricing could be sought in accordance with our procurement guidelines. Anixter and NYCOMCO were provided as resellers. It was anticipated that the procurement would be made as an emergency purchase due to the desire for a timely solution to suicide on the Authority's bridges. We asked both Anixter and NYCOMCO if the Gai-Tronics products were on state contract. NYCOMCO indicated that they were. Pricing was received from Gai-Tronics, Anixter and NYCOMCO for the equipment with NYCOMCO coming in with the lowest bid. Subsequent to receiving the equipment from NYCOMCO, it was discovered that the call boxes were not on the OGS state contract. Had this fact been known prior to presenting the purchase to the Board of Directors, the presentation would have been made requesting an emergency purchase. The purchase would still have been made through NYCOMCO as they were low bidder for the materials. We are holding payment to NYCOMCO until this issue can be resolved.

General Counsel's Response to the Executive Director:

TO: George C. Sinnott
FROM: Carl G. Whitbeck, Jr.
DATE: June 21, 2007
RE: Suicide Prevention Callbox Procurement
cc: Greg Herd

I have reviewed the memo of Greg Herd dated June 15, 2007 concerning the above-entitled. The Bridge Authority followed the procurement process in acquiring the suicide prevention call boxes for installation on the various Bridge Authority bridges. Unfortunately, Mr. Herd accepted a vendor's statement that the boxes could be purchased off state contract without verifying that information with the Office of General Services. In any event, the Bridge Authority would have been justified in making a determination that this procurement was needed in an emergency as the Bridge Authority had determined that the installation of a suicide prevention system on the Bridge Authority bridges was an immediate necessity.

Since the Board has already authorized the purchase of the call boxes, it would be my recommendation that the Board is made aware of the mistake and that Mr. Herd's memo be kept on file with the procurement records. No further action is required by the Board.

Chairman Sproat stated the Board would adjourn to the Attorney/Client Privilege Session to discuss personnel matters and other confidential matters at 4:30 P.M. The regular meeting reconvened at 5:00 P.M. and Mr. Sinnott stated that in the Attorney/Client Privilege Session discussions took place relative to the appointment of Gregory Herd to the position of Director of Information Technology and that Mr. Herd has been employed in the capacity of Acting Director of Information Technology since August 19, 2006. Chairman Sproat called for a motion on the resolution to appoint Mr. Herd as Director of Information Technology. On motion of Commissioner Gerentine, seconded by Commissioner Teator, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-087

Resolution Date: June 21, 2007

WHEREAS, Gregory Herd has been employed in the capacity of Acting Director of Information Technology since August 19, 2006; and

WHEREAS, the Board has considered the recommendation of the Executive Director relative to the appointment of Gregory Herd to the position of Director of Information Technology at his current salary rate of \$103,489.00 per annum; now therefore

BE IT RESOLVED that the appointment is hereby approved effective June 21, 2007; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

Another matter discussed in the Attorney/Client Privilege Session was the engagement of a legal firm to act on the behalf of the Authority for government affair services and that McKenna Long & Aldridge LLP, the low cost bidder, would provide these services with the legislative and executive departments. On motion of Vice Chairman Dressel, seconded by Commissioner Carter, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY

BOARD RESOLUTION

Resolution No.: 007-088

Resolution Date: June 21, 2007

WHEREAS, the New York State Bridge Authority has considered the recommendation of the Executive Director relative to appointing the firm of McKenna Long & Aldridge LLP, the low cost bidder, to provide government affair services with the legislative and executive departments; now therefore

BE IT RESOLVED that the law firm of McKenna Long & Aldridge LLP is hereby awarded a one year contract at a not-to-exceed rate of \$3,000 per month, in addition to reasonable out-of-pocket expenses, as of July 1, 2007; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is hereby authorized and directed to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21st day of June 2007.

George C. Sinnott, Secretary

On motion of Commissioner Teator, seconded by Chairman Sproat, and approved unanimously, the regular meeting adjourned at 5:05 P.M.

The next regular meeting is scheduled for July 19, 2007 at 3:00 P.M. at Headquarters.