

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

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON
April 21, 2011

Business agenda documents/reports are mailed to the Board Members and General Counsel one week prior to the meeting. Board meetings are web cast and copy of the web cast is kept as part of the Board meeting files.

IN ATTENDANCE:

BOARD MEMBERS:

Vecellio, Francis N., Vice Chairman
Dressel, Roderick O., Commissioner
Gerentine, Richard A., Commissioner
Higgins, Roger P., Commissioner
Lashua, C. Vane, Commissioner
Ramaglia, Joseph, Commissioner

Carl G. Whitbeck, Jr., Counsel

OFFICERS:

Ruggiero, Joseph., Secretary
Bushek, Brian., Treasurer

ABSENT:

Sproat, James P., Chairman

Vice Chairman Vecellio called the meeting to order at 3:10 PM. Vice Chairman Vecellio called for a motion to adopt the minutes of the March 17, 2011 Regular meeting. On motion of Commissioner Gerentine, seconded by Commissioner Higgins, the minutes of the March 17, 2011 Regular meeting were adopted unanimously.

ENGINEERING:

1) LED Streetlight Retrofit

Mr. Moreau indicated that the Authority advertised for a cost proposal for the purchase of thirty (30) LED powered streetlights for use at the Bear Mountain Bridge in the NYS Contract Reporter with proposals due March 17th, 2011. The package was requested by ten vendors and two (2) bids were received with the Greenlight Initiative of Long Island City, New York, providing the low bid. Mr. Moreau recommended a purchase order be issued to the Greenlight Initiative in an amount not-to-exceed \$24,210.00. A brief discussion followed relative to green efforts on behalf of the Authority and significant savings. Vice Chairman Vecellio called for a motion. On motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-199

Resolution Date: April 21, 2011

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to issue a purchase order to the Greenlight Initiative of Long Island City, New York, for the purchase of thirty (30) LED streetlights for use at the Bear Mountain Bridge; and

WHEREAS, the Authority advertised this procurement opportunity in the NYS Contract Reporter and received two cost proposals; and

WHEREAS, the Authority's Engineering Department has reviewed and approved the Greenlight Initiative as the low bidder; now therefore

BE IT RESOLVED that a purchase order be issued to the Greenlight Initiative for the purchase of thirty (30) LED streetlights in the amount of \$24,210.00; 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 April 2011.

Joseph Ruggiero, Secretary

2) Elastomeric Acrylic Paint Purchase

Mr. Moreau indicated that the Authority advertised for the purchase of bridge paint for our maintenance program in the NYS Contract Reporter with bids due April 13th, 2011. Five vendors requested the proposal package and four bids were received with Enecon North East providing the lowest cost proposal. This paint purchase will supply all our facilities for the 2011 season. Mr. Moreau recommended a purchase order be issued to Enecon North East in an amount not-to-exceed \$8,310.00 to supply sixty (60) 5 gallon pails of waterborne acrylic paint. A brief discussion followed relative to the vast difference in bids and if this type of paint has been used by the Authority in the past. Vice Chairman Vecellio called for a motion. On motion of Commissioner Dressel, followed by Commissioner Higgins the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-200
Resolution Date: April 21, 2011

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to issue a purchase order to Enecon North East, of Farmingdale, New York for the purchase of sixty (60) -5 gallon containers of waterborne acrylic paint; and

WHEREAS, the Authority advertised this procurement opportunity in the NYS Contract Reporter and received four cost proposals; and

WHEREAS, the Authority's Maintenance Department has reviewed and approved Enecon North East as the low bidder; now therefore

BE IT RESOLVED that a purchase order be issued to Enecon North East for the purchase of sixty (60) -5 gallon containers of waterborne acrylic paint in the amount of \$8,310.00; 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 April 2011.

Joseph Ruggiero, Secretary

3) Jobs in Progress Monthly Report

Mr. Moreau presented the Engineering Jobs in Progress Report for the month of March and stated that the paint project at Newburgh Beacon Bridge is underway and particle blasting will start late next week. Vice Chairman Vecellio called for a motion. On motion of Commissioner Dressel, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-201
Resolution Date: April 21, 2011

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

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 April 2011.

4)

Joseph Ruggiero, Secretary

5)

4) 5 Year Capital Improvement Plan

Mr. Moreau indicated that the Authority's five year Capital Improvement Program is developed each year based on our independent consultant's condition inspections. Typically the Authority presents this plan to the Board in the fall as it is required to be filed in Albany in November. Mr. Moreau further indicated that this year the Authority would like to present the plan a little earlier as it is needed for the refinancing of our existing bonds. Modjeski & Masters has also reviewed and assisted us in the development of this plan. Mr. Ruggiero added considering the current fiscal condition at the state and being in the 11th year of the last toll increase, the Authority cut the plan by 3 million dollars for 2011. The need to cut the plan arose while doing the analysis for the planning of the proposed toll increase and bonding. Mr. Ruggiero noted that some of the plan had been modified to reduce it for this year and next year. Vice Chairman Vecellio called for a motion. On motion of Commissioner Gerentine, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-202

Resolution Date: April 21, 2011

WHEREAS, the Board has reviewed the 2012 – 2016 Capital Program for scope and cost; and;

WHEREAS, the Authority Directors and Executive Office have prepared this plan upon recommendations from our General Consultant; now therefore

BE IT RESOLVED that the 2012 – 2016 Capital Program in the amount of \$169,769,000 be 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 April, 2011.

Joseph Ruggiero, Secretary

FINANCIAL:

1) Investment Report

Mr. Bushek reviewed the Investment Report for the month of March noting continued low interest rates. Vice Chairman Sproat called for a motion. On motion of Commissioner Dressel, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-203
Resolution Date: April 21, 2011

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 March 17, 2011; 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 April 2011.

Joseph Ruggiero, Secretary

2) Accident Review Committee Report

Mr. Bushek indicated that there were 51 accidents on Authority facilities in the first quarter of 2011 which compares with 35 the previous year. Mr. Bushek also noted the series of snow and ice storms in January and February were a contributing factor. During this period there were 5 accidents involving Authority personnel and one incident where the Authority had potential liability to a third party. Each employee was counseled and one disciplined. No action was required by the Board.

3) Operations Report

Mr. Bushek reported to the Board that traffic growth of 1.34% for twelve months was the result of increases in most classes of traffic. Revenue increased 1.58% corresponding with an increase in non-commuter passenger traffic. Low interest rates on Treasury obligations continued as interest income decreased by 6% to \$414,000 for the year. Operating expenses show a \$2,026,000 increase which include Employee Benefits which rose \$1,371,000, the majority of which (\$982,000) is related to the 2010 retirement incentive. Operating expenses were budgeted at \$24.9 million for 2010, which includes \$2.1 million for accrual post-employment benefits booked at the end of the year. As of December 31, 2010 \$26.1 million was spent. The 1.2 million variance can be attributable materially to the 2010 retirement incentive costs of \$982,000. The Authority's five year capital plan was originally budgeted \$13.8 million, whereas the actual costs totaled \$12.9 million. Mr. Bushek noted that the difference resulted from a combination of factors including \$1.0 million deferred to 2011 or later and \$0.3 million reimbursement from Federal Grant funds reflected in Other Income. No action was required by the Board.

4) Bond Counsel Services

Mr. Bushek indicated in order to evaluate and execute a debt plan being developed with the Financial Advisor, the Authority will require support from Bond Counsel. Bond Counsel activities exceed the scope of our general counsel engagement with Rapport Meyers LLP. Reviewing the options being considered with the Financial Advisor, the Authority requested and received not-to-exceed estimates from Rapport Meyers LLP of \$95,000 for a refunding and \$75,000 for a new issue. Mr. Bushek further indicated that, in order to continue the development and evaluation of the Authority's debt plan in conjunction with Bond Counsel, the Authority is required to approve/sign and return the engagement letter. Vice Chairman Vecellio called for a motion. On motion of Commissioner Gerentine, seconded by Commissioner Dressed, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-204
Resolution Date: April 21, 2011

WHEREAS, the Board has reviewed the report relative to Bond Counsel Services in connection with the developing debt plan; now therefore

BE IT RESOLVED the New York State Bridge Authority does hereby approve the amount not-to-exceed to Rapport Meyers LLP for Bond Counsel services of \$95,000 related to a potential refunding expected to be executed during 2011 and \$75,000 for a potential new debt issue anticipated in late 2012; 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 April 2011.

Joseph Ruggiero, Secretary

5) Annual Internal Control Certification

Mr. Bushek indicated that Section 2931 of the Public Authorities Law outlines certain responsibilities the governing Board of the Authority which is required to establish and maintain systems of internal control. Mr. Bushek provided the Board with the 2010 – 2011 internal control questionnaire and summary report supporting justification for the Authority’s level of compliance with requirements of the Internal Control Act. As noted in the certification form, we believe the Authority satisfies substantially all the prerequisites of a fully compliant system of internal control. Mr. Bushek added that the Chairman of the Board is required to sign this certification.

INFORMATION TECHNOLOGY:

1) Port Security Monthly Procurement Report

Mr. Herd noted that the Board approved a not to exceed amount for procurement for the Bear Mountain Bridge ITS Project of \$1,700,000.00. Expenses this month totaled \$453.39 for incidentals for the Command Center and the total spent to date is \$1,321,559.97 which leaves a balance of \$378,440.03. Additional expenses for our RVW and KRB projects are expected for next month. No action was required by the Board.

2) Jobs in Progress for IT - March

Mr. Herd reported to the Board that currently there are several projects that the Information Technology Teams are working on: The phone system at the Mid-Hudson Bridge Facility is 100% complete. Dark fiber installation and repair has been completed and final termination is underway. The OmniAir 5.9GHz testing completion was delayed due to an integration issue with a third party participant. It is anticipated to be completed in mid-May. The ITS/Video Installation project for Homeland Security is in many different stages. The work at the BMB facility is complete. The FLIR cameras have been installed at BMB, NBB and MHB and are working. The plans for the KRB and RVWB are complete. Construction has been advertised. The Command Center is complete. The UPS batteries and maintenance at MHB/OPS buildings are complete and RVW, KRB, NBB and BMB will be completed by April 21, 2011. Vice Chairman Vecellio called for a motion. On motion of Commissioner Higgins, seconded by Commissioner Gerentine, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-205

Resolution Date: April 21, 2011

WHEREAS, the Board has reviewed the monthly Information Technology Progress Report on Capital Project Status; and

BE IT RESOLVED that the Information Technology 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 April 2011.

Joseph Ruggiero, Secretary

3) System Wide Touch Screen Replacement Program

Mr. Herd indicated to the Board that the touch screen replacement program in the spring of 2009. It was planned that the old monitors would be slowly replaced and used as spares at the other facilities. Now the Authority is in the final phase of the replacements of the old screens. All of the original spare units have been exhausted which makes it necessary to purchase nine touch screen monitors to finish the transition in the lanes. Mr. Herd further indicated that this purchase will be made through GCF, Inc as a single source supplier of this product and the total cost of these monitors is \$23,714.50. A brief discussion followed relative to the number of monitors left to purchase. Vice Chairman Vecellio called for a motion. On motion of Commissioner Ramaglia, seconded by Commissioner Gerentine, the following resolution as adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-206
Resolution Date: April 21, 2011

WHEREAS the Board of Commissioners has reviewed the memorandum regarding the procurement of Touch Screens for the toll lanes, BA-2009-RO-004-IT.2; and

WHEREAS, the Authority has identified the Touch Screen Replacement Program in the 2011 Information Technology Capital Improvement Program; now therefore

BE IT RESOLVED that the Touch Screen Procurement be made through GCF, Inc. at a cost of \$23,714.50; 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 April, 2011.

Joseph Ruggiero, Secretary

4) Dark Fiber Installation Change Order

Mr. Herd indicated that last October, the Authority awarded the Dark Fiber Installation contract to Schupp's Line Construction, Inc. for the amount of \$140,077.25. Currently, the dark fiber installation on the Mid-Hudson Bridge terminates in two co-location rooms. One, in the North Star building and the other in the Old Administration building. The change order for the Dark Fiber Installation will provide for additional access to the Old Administration building. Mr. Herd further indicated that the contractor will prove the remaining open ducts on the east approach to the bridge from Route 9 overpass to the Gerald Drive access. This access will give the fiber a "cleaner" path for potential vendors. The total cost for this additional work will not exceed \$3,899.00. Vice Chairman Vecellio called for a motion. On motion of Commissioner Gerentine, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-207
Resolution Date: April 21, 2011

WHEREAS bids were solicited through the New York State Contract Reporter for the contract entitled "Dark Fiber Installation" (BA-2010-RO-014-IT) and two bids were received, the low bidder being the firm of Schupp's Line Construction, Inc. at a bid of \$140,077.25 ; and

WHEREAS, the Board of Commissioners has reviewed the memorandum describing the change order to the Dark Fiber Installation project; now therefore

BE IT RESOLVED that the contract awarded to Schupp's Line Construction Inc. be increased in the amount of \$3,899.00 from a not-to-exceed amount of \$140,077.25 to \$143,976.25; 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 April, 2011.

Joseph Ruggiero, Secretary

REPORTS TO BOARD:

1) Monthly Activity Report of the Executive Director

The Monthly Activity Report was submitted by Executive Director Joseph Ruggiero noting no expenditures in the month of March.

2) Traffic Classification Report

Mr. Ruggiero presented the Traffic Classification Comparison report for the year to date and February 2011. This report shows the traffic count on each bridge, as well as the associated revenue. Year to date, New York State Bridge Authority's revenues are \$14,116.00 below last year's receipts. No action was required by the Board.

NEW BUSINESS:

1) MBE/WBE Master Goal Plan Update - Tabled

Ms. Sullivan indicated to the Board that the MBE/WBE Master Goal Plan Update will be tabled for this month and the Governors Economic Development Committee is going to issue some guidelines that will give us more guidance on our updates for the Goal Plan. Ms. Sullivan did not think it will change anything for the Authority but would like to wait and make sure we air on the side of prudence.

2) MWBE Initiative and Conference - Review

Ms. Sullivan indicated that Governor Cuomo issued an executive order establishing a team to explore ways to meet his goal of expanding MWBE participation in state contracting to 20 percent. Current MWBE participation in the state's contracting and procurement process is at 9.2 percent. This number is even lower in the Hudson Valley because regions like ours are large but do not have concentrated populations that normally support MWBE's.

A new set of guidelines for compliance on the new executive order will be released by the MWBE Division of NYS Empire State Development in the next few weeks.

MWBE Procurement in the Hudson Valley The state agencies that do business in the Hudson Valley are hard pressed to find MWBE's who can compete for contracts and sub-contracts. For that reason, these agencies must proactively identify regional MWBE's with potential to compete for contracts in the Hudson Valley including building construction, road construction, office maintenance, commodities and financials.

NYSBA is taking a leadership role on this issue among state agencies doing business in the valley with initiatives including: Partnering on a major regional MWBE conference. By posting our contracts on our website and broadcasting on twitter. By researching new ways to grow and support regional MWBEs with interactive outreach to regional business support organizations including economic development corporations and incubators. In addition to our previous practice of placing ads in the New York State Contract Reporter and consulting the Empire State Development's searchable database of MWBEs when making procurements; we will make direct inquiries to all certified MWBE regional contractors/vendors that are identified by the ESD database. Working closely with state agencies including the Governor's office (Governor's MWBE Taskforce and Chief Diversity Officer), DASNY, OGS, DOT, OSC, OFT, PANYNJ, and MTA to increase inter-governmental collaboration between agencies to allow sharing of best practices and resources in a coordinated effort. As indicated in the MWBE recommendations of the Governor's

MWBE Taskforce, NYSBA is appointing a senior executive (Deputy Executive Director) as MWBE Compliance Officer and Affirmative Action Officer to have an enhanced authority-wide role and oversight on these issues. The Authority herald and welcome this challenge for all the right reasons including the importance of supporting these businesses for the economic vitality of the entire valley. GET Conference on MWBE Issues (Gateway for Entrepreneurial Tomorrows, a non-profit organization helping minorities and low income people start new businesses in the Hudson Valley) – NYSBA is putting together a conference program for this regional MWBE Conference that will bring together these state agencies that need MWBE vendors, prime contractors looking for MWBE sub-contractors, the potential firms (MWBEs) ready to do business, and the small business support organizations to share their support mechanisms as well as work on break-through strategies to resolve the MWBE disparity in the region. Ms. Sullivan added that the Authority will be working with other state agencies to really develop these mechanisms to grow more minority owned business that can compete in the future. Mr. Ruggiero added that Ms. Sullivan was doing a fantastic job partnering with our sister agencies and showing an extreme good faith effort that we are going to reach out to business in all parts of the community. No action was required by the Board.

3) Workplace Violence Policy

Vice Chairman Vecellio called for a motion. On motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 010-208
Resolution Date: April 21, 2011

WHEREAS the Director of Human Resources has recommended that the New York State Bridge Authority Work Place Violence Policy be amended in accordance with New York State Labor Law Section 27-b; and

WHEREAS, the Governance Committee has reviewed the proposed Work Place Violence Policy, attached here in, and has recommended that the full Board of Commissioners adopt this policy, now therefore

BE IT RESOLVED that the attached Work Place Violence Policy is hereby adopted by the Board of Commissioners; 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 April, 2011.

Joseph Ruggiero, Secretary

- 4) Physical Qualifications for Certain Drivers Policy was not reported by the Governance Committee.

Vice Chairman Vecellio noted that he attended the Public Authorities Board Governance Training in Albany and said, from the comments made by representatives of other Authority's, when you hear their complaints he was proud to be associated with the New York State Bridge Authority. In the couple of years of being on the Board and seeing how things operate at the Authority with both previous Boards and staff they have done a great job and run a much more of an open shop than other places do. The Authority itself reflects very positively in that regard.

This concluded the regular meeting agenda. Vice Chairman Vecellio asked for a motion to adjourn the meeting. On a motion of Commissioner Dressel, seconded by Commissioner Higgins and approved unanimously, the regular meeting adjourned at 3:35 P.M.

The next annual and regular meeting is scheduled for May 19, 2011 at 3:00 P.M. at Headquarters.