

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

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON  
July 21, 2016

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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 are available on-line.

IN ATTENDANCE:

BOARD MEMBERS:

Gerentine, Richard A., Chairman  
Higgins, Roger P, Vice Chairman  
Dressel, Roderick O., Commissioner  
Stanton, J. Henry, Commissioner  
Jablonski, Diane, Commissioner

OFFICERS:

Ruggiero, Joseph, Secretary  
Bushek, Brian, Treasurer  
Whitbeck, Carl G., Counsel

Chairman Gerentine called the meeting to order at 3:07 pm. Chairman Gerentine welcomed our two new Commissioners, Henry J. Stanton and Diane Jablonski to the Board. Chairman Gerentine called for a motion to adopt the amended minutes of the June 16, 2016 Regular meeting. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the minutes of the June 16, 2016 Regular meeting were adopted unanimously. Chairman Gerentine asked for a motion to adopt the amended agenda adding Key Seminars to Old Business. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel the amended agenda was approved unanimously.

ENGINEERING:1) WOTH Work Assignment #1A

Mr. Wright explained to the Board that in April of 2015, the Board approved the 5-year Programmatic Agreement with the NYS Office of Parks, Recreation and Historic Preservation to allow for NYSBA to provide Parks with our expertise regarding the preservation of the WOTH bridge deck and the regular maintenance it requires. This agreement provides for basic work and engineering review and requires that Parks agree to reimburse NYSBA for any monetary outlays for engineering or other work that is not NYSBA's responsibility. Under the agreement, any work assignments over \$50,000 require mutual approval of a Scope of Work by NYSBA and NYS OPRHP, as well as authorization from the NYS Comptroller to disburse the funds. Project Work Assignment #1A is a change order / supplemental work assignment that includes the removal and rehabilitation of the existing north railing and fence for \$650,000. The rehabilitation of the south railing was covered by Project Work Assignment #1. The fiber optic security camera system design has been revised per Parks' request at an additional cost of \$121,801.90, bringing the total cost of this Work Assignment to \$771,801.90. The assignment has been approved by Parks but remains contingent upon Parks receiving approval from the NYS Comptroller to disperse the necessary funds. Chairman Gerentine called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-072Resolution Date: July 21, 2016

WHEREAS, in April 2015 the Authority Board authorized the execution of the Programmatic Agreement with NYS OPRHP (Parks) to allow for NYSBA's continued bridge deck expertise and engineering review of the Walkway Over the Hudson (WOTH); and

WHEREAS, said agreement requires Parks to reimburse NYSBA for any monetary expenditures which are not NYSBA's responsibility; and

WHEREAS, said agreement also requires that any work assignment in excess of \$50,000.00 requires mutual approval of a Scope of Work by NYSBA and the NYS OPRHP, as well as authorization from the NYS Comptroller to disburse funds; and

WHEREAS, Project Work Assignment #1A under this agreement will be a change order/supplemental work assignment that includes the removal and rehabilitation of the exiting north railing and fence and an upgraded fiber optic security camera system at the WOTH; and

WHEREAS, Project Work Assignment #1A has been approved by the NYS OPRHP; now therefore

BE IT RESOLVED that the Executive Director, or his designee, be authorized to execute the Scope of Work at a cost of \$771,801.90, contingent upon NYS OPRHP receiving approval by the Comptroller of the State of New York to disperse the funds necessary to complete the Project Work Assignment; 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 July 2016.

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Joseph Ruggiero, Secretary

2) VoIP/Hosted/cloud Based Phone System Provider BA-2016-OO-113-PS

Mr. Wright indicated to the Board that the Authority advertised this project requesting a VoIP/Hosted/Cloud Based phone system in the NYS Contract Reporter with bids due on May 17, 2016. Sixteen (16) firms submitted proposals. The proposals were reviewed by Glen Chalmers of Broadband Consulting, Frank Mazzella and Mike Bernazzani of NYSBA. A matrix was used to rank each proposal. Based on the matrix, the top four proposers were asked to present their systems to a panel. Upon review of the submissions and the presentations, the Engineering Department recommends awarding a three year contract with two one year options to Fusion, of Wayne, New Jersey, for the not-to-exceed amount of \$169,383.05, which includes \$3,466.25 for installation and \$4,608.80 basic monthly costs. A brief discussion followed regarding cost and savings. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-073

Resolution Date: July 21, 2016

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to award a contract to provide for a System-Wide VoIP/Hosted/Cloud Based Phone System System-Wide to be designated BA-2016-OO-113-PS; and

WHEREAS, the Authority's Engineering department advertised this request in the New York State Contract Reporter and received sixteen (16) cost proposals; and

WHEREAS, the Authority Review Committee has evaluated the cost proposals and has determined that Fusion is best qualified to provide the required professional services; now therefore

BE IT RESOLVED that the Board of Commissioners of the New York State Bridge Authority award a three year contract, with two one year options, to Fusion, of Wayne, New Jersey, in an amount not to exceed \$169,383.05, which includes \$3,466.25 for installation and \$4,608.80 for basic monthly costs; 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 July, 2016.

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Joseph Ruggiero, Secretary

3) Central Server Upgrade – BA-2016-OO-117-AC

Mr. Wright explained to the Board in order to bring the Authority's toll system into the future with adequate redundancy, the central processing server needs to be upgraded and modernized. The existing hardware, operating system (OS), database and applications are at the end of their useful life. NYSBA must migrate to current versions for security and reliability. Upon consultation amongst our Electronic Toll System and Engineering Departments, our main toll systems consultant Ted Mankovich, our toll system vendor TTI and hardware vendor Oracle, we recommend going forward with two physical servers with database redundancy, which offers more advanced disaster recovery concepts and will reduce downtime while recovering data in the event of the system going down. The servers will be purchased on OGS contract, with work to be done by both TTI and Ted Mankovich. This undertaking is provided for in the 2016 Capital Improvement Plan and will involve a one-time total cost of \$272,090.00 and a total support cost of \$10,909.40 for a total amount to be authorized by the Board of \$282,999.40. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-074

Resolution Date: July 21, 2016

WHEREAS, The New York State Bridge Authority has determined that it is in the public interest to upgrade and modernize its Central Processing Server (BA-2016-OO-117-AC) as we move toward all-electronic tolling; and

WHEREAS, upon consultation between the Electronic Toll System and Engineering departments, the Authority's toll systems consultant, Ted Mankovich, and our toll system vendor, TTI, the Authority has decided to purchase two physical servers with database redundancy; and

WHEREAS, the Authority has reviewed the cost proposals relative to this project; now therefore

BE IT RESOLVED that the following one-time purchases and recurring support costs be approved at the following not to exceed amounts:

One-Time Costs:

\$217,000.00 to TTI, Authority Toll System vendor, for Contract BA-2016-OO-117-AC;

\$25,970.00 to Oracle for Contract BA-2016-00-117-AC.1

\$29,120.00 to Theodore Mankovich, Authority Toll Consultant, for Contract BA-2016-OO-117-AC.2

Recurring Support Costs:

\$10,909.40 to Oracle for Contract BA-2016-00-117-AC.1 for various annual support services for 2 Servers

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 16<sup>th</sup> day of June 2016.

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Joseph Ruggiero, Secretary

4) System-Wide Lane Use Signals Replacement

Mr. Wright reviewed the price quotation of \$29,072.00 from Marbelite for twenty-three (23) replacement Lane Use Signal face panels for use at the Mid-Hudson Bridge. The original face panels were installed in 2007 and have now reached the end of their useful life, which is typical of this type of LED fixture. Marbelite Co., Inc., of Manasquan, New Jersey, is a sole source provider of this equipment. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Jablonski, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-075

Resolution Date: July 21, 2016

WHEREAS, the New York State Bridge Authority has determined that it is in the interest of public safety to replace lane use signal face panels system-wide as necessary, under the contract entitled "System-Wide Lane Use Signal Replacement" (BA-2016-OE-108-AC); and

WHEREAS, this purchase is for the procurement of twenty three (23) 18 x 18 LUS Control Faces with strobe and power supply shelf for use at the Mid-Hudson Bridge; and;

WHEREAS, Marbelite Co., Inc., is a sole source provider of said lane use signals and the Authority has reviewed and approved their cost proposal; now therefore

BE IT RESOLVED that a purchase order be issued to Marbelite Co., Inc., of Manasquan, New Jersey, for this equipment in an amount not-to-exceed \$29,072.00; 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 July 2016.

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Joseph Ruggiero, Secretary

5) System-Wide Automatic Incident Detection BA-2016-RE-118-AC

Mr. Wright and Mr. Kelly explained in order to provide the Authority with automatic incident detection for accidents and incidents, we have tested multiple systems over the past two years and have concluded that Citilog provides the best solution with a program called MediaRoad Software. This system will first be installed on the Bear Mountain Bridge, covering the approaches and span and will allow the Command Center to more quickly initiate a response. In order to obtain the best pricing for the Authority and most efficient manner of project management and integration, we will be utilizing the following vendors:

- Kapsch, our system-wide Intelligent Transportation System Engineering Consultant, will be responsible for project management, integration and camera installation under a Supplemental Agreement at a not to exceed cost of \$14,852.00
- Citilog is the single source program vendor at a not to exceed cost of \$29,110.00
- QnA is the server provider on OGS contract at a not to exceed cost of \$9,812.94
- Adirondack Cabling will provide the cameras, also on OGS contract, at a not to exceed cost of \$8,169.54

This project is provided for in the 2016 Capital Improvement Plan and will involve a total one time cost of \$61,944.48. A brief discussion followed regarding the added value this system will provide to the Authority as a whole. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-076

Resolution Date: July 21, 2016

WHEREAS, The New York State Bridge Authority has determined that it is in the public interest to utilize automatic incident detection on our bridges to assist the Command Center in responding to accidents and incidents (BA-2016-RE-118-AC); and

WHEREAS, the Authority wishes to initiate this project at the Bear Mountain Bridge prior to expanding it system-wide; and

WHEREAS, Kapsch Trafficom USA, the Authority's System-Wide Intelligent Transportation System Engineering Consultant, will be responsible for project management and integration under a Supplemental Agreement; and

WHEREAS, the Authority has reviewed the other cost proposals relative to this project; now therefore

BE IT RESOLVED that the following one-time purchases and recurring support costs be approved by the Board of Commissioners at the following not to exceed amounts:

\$14,852.00 to Kapsch Trafficom USA for Contract BA-2016-OO-118-AC

\$29,110.00 to Citilog, single source program vendor for Contract BA-2016-00-118-AC.1

\$9,812.94 to QnA, server provider on OGS contract, for Contract BA-2016-OO-118-AC.2;

\$8,169.54 to Adirondack Cabling, camera provider on OGS contract for Contract BA-2016-OO-118-AC.3

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 July 2016.

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Joseph Ruggiero, Secretary

6) Steel Repairs and Deck Shoring – Construction Inspection BA-2016-RE-103-SU

Mr. Wright indicated to the Board that the Authority advertised for engineering consultants to perform construction inspection services for various construction projects throughout the Authority over the next of couple years in the NYS Contract Reporter. Ten proposals were received on June 3, 2016. For the subject project four (4) firms were short listed and asked to provide a detailed cost proposal to perform the construction inspection work. Upon review of the submissions and a scoring matrix, the Engineering Department recommended awarding a contract to Hennigson, Durham & Richardson Architecture and Engineering, PC (HDR), of New York, New York, in the not to exceed amount of \$718,965.17. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Jablonski, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-077

Resolution Date: July 21, 2016

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to award a contract for professional construction inspection services in connection with the Mid-Hudson and Newburgh Beacon Bridges “Miscellaneous Steel Repairs” to be designated as BA-2016-RE-103-SU; and

WHEREAS, the Authority’s Engineering department advertised this request in the NYS Contract Reporter; and

WHEREAS, the Authority’s Engineering department has reviewed the cost proposals and has determined that Hennigson, Durham & Richardson Architecture & Engineering, PC, known as HDR, is best qualified to provide the required professional services; now therefore

BE IT RESOLVED that the Board of Commissioners of the New York State Bridge Authority award a professional services agreement to Hennigson, Durham & Richardson Architecture & Engineering, PC (HDR) of New York, NY in an amount not to exceed \$718,968.17; 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 21<sup>st</sup> day of July, 2016.

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Joseph Ruggiero, Secretary

7) Quarterly Accident Report

Mr. Wright reported to the Board that all of the accidents have been reviewed by him and the Manager of Maintenance to determine if something could be done to possibly prevent similar accidents from happening in the future. All accidents were believed to be from driver error, driving too fast for weather conditions, not paying attention or distracted driving. No action is required by the Board.

8) Jobs in Progress

Mr. Wright advised the Board regarding the Engineering Jobs in Progress Report for the month of June. Mr. Wright reported that the roadway railing rehab construction begins in August and the sidewalk replacement project at the Rip-Van Winkle Bridge should begin in the fall. The Walkway Over the Hudson south railing and rehab project is complete. Mr. Wright also mentioned that the electrical and fiber work as well as fiber and north railing change orders will be completed by December 20th. The dehumidification project at the Mid-Hudson Bridge is scheduled to be complete by the end of July. Also the Mid-Hudson Roof rehab project agreements have been executed and are now waiting for insurance. The fiber upgrade on the South Span of the Newburgh-Beacon Bridge has begun. The agreement for miscellaneous steel repairs on the Mid-Hudson and Newburgh-Beacon Bridge has been executed and materials are currently being ordered. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-078

Resolution Date: July 21, 2016

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 July 2016.

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Joseph Ruggiero, Secretary

FINANCIAL:1) Investment Transaction Report

Mr. Bushek reviewed the Investment Report for the month of June noting five investments for the month. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-079Resolution Date: July 21, 2016

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 June 16, 2016; now therefore and,

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority 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 21<sup>st</sup> day of July, 2016.

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Joseph Ruggiero, Secretary

## 2) Insurance Renewals

The Authority insurance policies come up for renewal on August 1, 2016. Mr. Bushek noted that the Board was asked for an approval to purchase based on different circumstances. The continuation of coverage for three expiring contracts is proposed based on claims activity. Normally the Authority issues an RFP for all insurance coverage. This year and the prior year, for two lines of coverage, Mr. Bushek recommended that the Board approve the renewals for General Liability, Umbrella & Excess Liability, and Public Officials and Employment Practices Liability without issuing an RFP. The recommendation is based on advice from Authority Counsel Carl Whitbeck and our Broker due to recent claims activity. Mr. Whitbeck has recommended and Mr. Bushek agreed that it is in the best interest of the Authority to extend the existing contracts as these carriers currently defend the Authority for large claims. In addition to the three coverages for renewals on policies with significant claims activity, the Authority also must secure insurance for expiring coverages under an RFP from 2015. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

### NEW YORK STATE BRIDGE AUTHORITY BOARD RESOLUTION

Resolution No.: 016-080

Resolution Date: July 21, 2016

WHEREAS, the Board has reviewed the report relative to the August 1, 2016 purchase of insurance policies covering business automobile, commercial package, and police professional liability; now therefore

BE IT RESOLVED, BE IT RESOLVED that the award of the contracts for the purchase of these insurances is hereby approved at the following not to exceed costs:

\$146,018.46 for one year, subject to audit, extending Contract BA2011-OA002-IN General Liability with Lexington Insurance Co. through Risk Strategies, Inc.;

\$158,264.50 for one year, subject to audit, extending Contract BA2011-OA003-IN Umbrella and Excess Liability with Lexington Insurance Co. through Risk Strategies, Inc.;

\$76,908 for one year, subject to audit, for Contract BA2015-OA001-IN Business Automobile with American Alternative insurance Corp. (AAIC) through Salerno Brokerage;

\$29,624 for one year, subject to audit, for Contract BA2015-OA002-IN Commercial Package with the Harleystville Insurance Company through Associates of Glens Falls Inc.;

\$4,700 for one year, subject to audit, for Contract BA2015-OA003-IN Police Professional Liability with Allied World Specialty Insurance Co. through

Risk Strategies, Inc.;

\$33,810 for two years, subject to audit, to extend Contract BA2012-OA008-IN Public Officials and Employment Practices Liability through Risk Strategies, Inc.; 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 21<sup>st</sup> day of July, 2016.

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Joseph Ruggiero, Secretary

3) Accident Review Committee Report – Second Quarter 2016

Mr. Bushek indicated that there were 67 accidents on Authority facilities in the second quarter of 2016, compared with 85 the previous year. During this period there were four accidents, none with injuries, involving Authority personnel as compared to two in the prior year. No action was required by the Board.

INFORMATION TECHNOLOGY:1) Microsoft Licensing

Mr. Herd indicated to the Board that it is necessary to license the Microsoft operating systems and programs installed on the computers in use at the Authority. To maintain license integrity and to allow the use of multiple versions of the Microsoft Suite of products, the Authority participates in the NYS statewide Microsoft Licensing Program (Software Assurance). The benefits of this program include price protection, predictable budgetary amounts and software licensing flexibility over the period of this agreement. This program is structured as a "three year" agreement with annual payments. The current agreement with Dell has been extended for another three year period with a total cost of \$70,952.76. The first annual payment of \$23,650.92 is due. Mr. Herd recommended an approval for a purchase order in the amount of \$23,650.92. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Jablonski, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-081Resolution Date: July 21, 2016

WHEREAS the Board of Commissioners has reviewed the memorandum describing the need to license the Microsoft software products in use on the Authority's electronic computer systems; and

WHEREAS, the Authority will participate in this licensing program through the NYS OGS Statewide Contract PS# 66134; now therefore

BE IT RESOLVED that the purchase of the software licensing services for a one year period out of three years is hereby approved at a cost of \$23,650.92; 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 July, 2016

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Joseph Ruggiero, Secretary

## 2) Necklace Light Storm Damage and Repair

Mr. Herd reported to the Board that on Thursday June 30<sup>th</sup> a severe storm passed through the area of the Mid-Hudson Bridge. The following day it was discovered that the Necklace Light system had been damaged. Specifically, the lights on the north cable starting at the west tower and extending across the bridge to the east end (Poughkeepsie side) were not responsive. The lights were stuck on a white and red pattern and we were unable to control this section of lights. Maintenance crews along with Mr. Herd inspected the system and it was determined that the cable that extends from the light controller in the west tower to the first fixture on the center span had been damaged. The Authority does not stock the type of cable used for communications in the system and an attempt to splice shorter pieces of cable was unsuccessful. Mr. Herd placed an order through Anixter for cable, connectors and a crimp tool. This will allow the defective cable to properly be replaced. Mr. Herd explained once complete they can further evaluate if there is additional damage to the light fixtures and the Authority has a stock of fixture replacements if needed. The total cost for the order through Anixter is \$1,586.97. Mr. Herd did not anticipate any additional expenditure to complete the repair. The connectors and crimp tool are specialty items and will not arrive until the week of July 17<sup>th</sup>. Repairs will begin as soon as the parts arrive. No action is required by the Board.

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.
- 2) June 2016 Traffic and Revenue Analysis  
Mr. Ruggiero noted for the month of May traffic increased 4.58% and revenue increased 4.89%. No action was required by the Board.
- 3) June 2016 E-ZPass Sales Analysis  
Mr. Ruggiero indicated that year-to-date 2016 tag sales were 2,713, compared to 2,731 sold year-to-date 2015. No action was required by the Board.
- 4) Historic Bridges of the Hudson Valley (HBHV) Monthly Report for July 2016

In Ms. Sullivan's absence, Mr. Ruggiero reported to the Board that the most important item of information this month is that the Community Foundations of the Hudson Valley informed us that they are not capable of handling the services that they originally committed to doing for HBHV.

Carl Whitbeck, Treasurer of HBHV advised that we hire an accounting firm with familiarity with the Bridge Authority to handle the payroll aspect of these needs and that the designated funding for HBHV be deposited in a local bank account.

The corporation proposes to enter into a Trust Agreement with Pattison, Koskey, Howe & Bucci, CPA's, P.C. to handle the day-to-day financial affairs of the corporation as approved by the Board of Directors.

There is a resolution for the NYSBA Board of Commissioners this month making these changes to the HBHV Operating Agreement adopted in the May meeting.

For this report, there were no expenditures.

Mr. Ruggiero reported on Ms. Sullivan's HBHV projects which included:

1. Continuing the federal paper work and processing requirements for the 501(c)(3) application
2. Office and logistics preparation for the new HBHV Director, Kathy Burke
3. Preliminary and welcome meeting for Kathy Burke

Kathy Burke's projects included:

1. Creating presentations, including PowerPoint, handouts, and activities for educators at Teaching Hudson Valley Summer Institute
2. Ongoing expansion of HBHV.org website to include curriculum, lesson plans, and additional interactive aspects to be used by educators
3. Develop and share a Facebook page to link to HBHV.org
4. Expand Instagram page, begin communication on established Twitter account
5. Begin outreach to school districts and others to share the traveling museum

No action was required by the Board.

4A) Amendment to the Internal Operating Procedures Manual for the HBHV

Mr. Ruggiero explained to the Board that the Historic Bridges of the Hudson Valley (HBHV) was created to carry out the part of the NYSBA mission to be of "social benefit to the people of the State of New York" as a not-for-profit "friends" group. At the May monthly meeting of the NYSBA Board of Commissioners, the Commissioners unanimously passed a resolution (no. 016-058) adopting the Internal Operating Procedures Manual for HBHV which designated the Community Foundations of the Hudson Valley (CFHV) to provide payroll and expenses services. However, CFHV has found that they are unable to provide these services. Instead it is proposed that Pattison, Koskey, Howe and Bucci, CPA's P. C. provide these services. Therefore, we need to amend our Internal Operating Procedures Manual agreement to reflect these changes. Chairman Gerentine called for a motion. A motion was made by Vice Chairman Higgins and seconded by Commissioner Dressel. Commissioner Stanton noted that he had a personal relationship with vendor and will abstain from the vote. The Board approved the resolution by a vote of 4 ayes, 0 nays and 1 abstention.

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-082

Resolution Date: July 21, 2016

WHEREAS, the New York State Bridge Authority (hereinafter "the Authority"), by Resolution dated May 12, 2016, authorized the Chairman to execute a certain Internal Operating Procedures Manual (hereinafter "the Manual") for the provision of educational and museum services with the Historic Bridges of the Hudson Valley Inc. (hereinafter "HBHV"); and

WHEREAS, the Community Foundation of Dutchess County is not able to provide the services needed; and

WHEREAS, HBHV seeks to provide the services authorized by the Manual; now therefore

BE IT RESOLVED, that the Resolution and the Manual are amended to provide that Pattison, Koskey, Howe & Bucci, CPA's, P.C., 502 Union Street, Hudson, NY 12534, are substituted for the Community Foundation of Dutchess County in accordance with their proposal dated June 28, 2016, and that Hudson Valley Resource Group, Inc., 502 Union Street, Hudson, NY 12534, is substituted as the sub-contractor to Pattison, Koskey, Howe & Bucci, CPA's, P.C. to perform the payroll services; and

BE IT FURTHER RESOLVED, that the President of HBHV is authorized to execute the Amended Manual on behalf of HBHV, and to take all steps reasonable and necessary to implement the intent of the Amended Manual.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21<sup>st</sup> day of July, 2016.

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Joseph Ruggiero, Secretary

5) Key Seminars

Mr. Ruggiero explained to the Board that the Bridge Authority has used Key Seminars for management training since an RFP was issued in 2013. In prior years, the cost of these seminars did not exceed \$15,000 for any one assignment. It has been apparent, however, that Key Seminars is uniquely qualified to do this work for the Bridge Authority and has acquired knowledge concerning the affairs of the Bridge Authority such that it would be unproductive and uneconomical to seek these services elsewhere because of the knowledge of our systems that they have acquired. One of the criteria under the law permits single source when the vendor has acquired information concerning the employer's tasks which make it unproductive and uneconomical for the employer to issue repeat RFP's for new vendors. Authority Counsel Carl Whitbeck has issued an opinion that this is the case with Key Seminars. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Jablonski, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-083

Resolution Date: July 21, 2016

WHEREAS, the New York State Bridge Authority (hereinafter "the Authority) contracted with Key Seminars for management training as a result of an RFP in 2013; and

WHEREAS, no previous assignment to Key Seminars exceeded \$15,000; and

WHEREAS, the Executive Director would like the option to retain Key Seminars on an ad hoc basis as a single source at an amount not to exceed \$25,000 annually, as necessary; now therefore

BE IT RESOLVED, that Key Seminars is designated as a single source for management training; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to assign training seminars to Key Seminars as a single source, as necessary, at an amount not to exceed \$25,000 annually.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21<sup>st</sup> day of July, 2016.

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Joseph Ruggiero, Secretary

6) Committee Appointments

Mr. Bellucci noted that, with new appointments to the Board, Committee assignments need to be made. This also provides an opportunity to lend balance to each committee. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 016-084

Resolution Date: July 21, 2016

WHEREAS, the Authority convenes committee meetings in accordance with Public Authorities Law and the Authority's By-Laws and that Members of the Board of Commissioners serve as members of certain committees; now therefore,

BE IT RESOLVED that Diane Jablonski is hereby appointed to the Authority's Audit Committee and the Authority's Finance Committee and that Henry J. Stanton is hereby appointed to the Authority's Audit Committee and the Authority's Governance Committee; and,

BE IT FURTHER RESOLVED THAT the committee membership is as follows:

- Audit Committee: Roger P. Higgins, Chairman; Diane Jablonski & Henry J. Stanton;
- Finance Committee: Roderick Dressel, Chairman, Richard A. Gerentine & Diane Jablonski; and,
- Governance Committee: Richard A. Gerentine, Chairman, Roger P. Higgins & Henry J. Stanton.

IN WITNESS WHEREOF, this resolution has been duly adopted this 21<sup>st</sup> day of July 2016.

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Joseph Ruggiero, Secretary

## 7) Telecommunications Consultant Agreement

Mr. Bellucci reported to the Board that Broadband Consulting (Glen Chalmers, President) has served the Authority well since 2012 as our Telecommunications Consultant; researching, proposing and assisting in executing fiber optic agreements that have generated more than \$3.3 million in leases in the last five years. As a Telecommunications Consultant, Broadband has also assisted in preparing the telephone cloud-based system RFP and in evaluating technical submittals as well as developing an RFP and assisting in executing a new contract for system-wide electronic communications and internet services. A new opportunity has presented itself in linking the dark fiber network with cellular installations that may provide a new area of revenue for the Authority. As part of the research in identifying potential customers and negotiating potential leases in this highly specialized field, the Authority recently met with Broadband and a research consultant who specialized in cellular negotiations. Mr. Bellucci recommended, under the existing contract with Broadband Consulting, the Authority authorize an additional assignment to Broadband Consulting to secure the services of the Center for Municipal Solutions and Richard Comi for research services to identify potential customers and to assist in the valuation of potential leases should the research bear fruit. This Authorization is proposed in an amount not-to-exceed ten thousand dollars (\$10,000.00). Broadband will manage the activities of Mr. Comi and will not add-on any premium to the costs billed to Broadband by Mr. Comi. Broadband will report on activities not less than monthly and this Authorization may be terminated by the Authority at any time with the Authority only responsible for amounts incurred prior to termination. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Jablonski, the following resolution was adopted unanimously:

### NEW YORK STATE BRIDGE AUTHORITY BOARD RESOLUTION

Resolution No.: 016-085

Resolution Date: July 21, 2016

WHEREAS, Broadband Consulting and Glen Chalmers has served the Authority well since 2012 as our Telecommunications Consultant; researching, proposing and assisting in executing Fiber Optic leases; translating industry practices and expectations into practical applications that the Authority can implement; assisting in preparing the telephone cloud-based system RFP and developing an RFP and assisting in executing a new contract for system-wide electronic communications and internet services, both of which will cut costs immediately and save the Authority a substantial amount of money in the future; and,

WHEREAS, in accordance with the terms of the agreement with Broadband Consulting Services, contract number BA-2012-OA-010-PS, the agreement species that the Authority may make additional assignments to

Broadband Consulting; and,

WHEREAS, an opportunity has presented itself in linking the dark fiber network with cellular installations that may provide a new area of revenue for the Authority; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority authorize an additional assignment to Broadband Consulting to secure the services of the Center for Municipal Solutions and Richard Comi for research services to identify potential customers and to assist in the valuation of potential leases for an amount not to exceed \$10,000.00; 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 July 2016.

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Joseph Ruggiero, Secretary

This concluded the regular meeting. Chairman Gerentine asked for a motion to adjourn the meeting. On a motion of Commissioner Dressel, seconded by Vice Chairman Higgins and approved unanimously, the regular meeting adjourned at 3:57 P.M.

The next regular Meeting of the Board of Commissioners meeting is scheduled for August 18<sup>th</sup> at 3:00 P.M. at Headquarters.