

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

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON
September 15, 2016

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 3:46 pm and recessed to Executive session to discuss a security matter. The Board returned out of Executive session at 4:09 pm with Chairman Gerentine noting that no actions were taken in Executive Session. Chairman Gerentine called for a motion to adopt the amended agenda. On a motion of Vice Chairman Higgins, seconded by Commissioner Dressel, the amended agenda was adopted unanimously. Chairman Gerentine called for a motion to adopt the minutes of the August 18, 2016 Regular meeting.

On a motion of Commissioner Dressel, seconded by Commissioner Stanton, the minutes of the August 18, 2016 Regular meeting were adopted unanimously.

ENGINEERING:

1) System-Wide Camera Replacement Project BA-2016-RE-105-AC

Deputy Chief of Staff Chris Kelly indicated to the Board that the Authority's traffic camera system is aging and last year the Engineering Department included a camera replacement line item in our Capital Improvement Program. This year the Authority is continuing the program by replacing cameras that are at the end of their useful life. The following cameras will be purchased via NYS OGS Contract: 28 Axis Pan, Tilt and Zoom Cameras for both Traffic and Security monitoring, 4 Axis Fixed Cameras for both Traffic and Security monitoring, 1 FLIR (forward looking infra-red) Thermal Camera to monitor the River and Piers. The cost for the 32 Traffic and Security cameras will be \$66,642.95. The cost for the FLIR cameras will be \$22,280.85. Both quotes included all cables and mounts needed to complete the replacement project. The total project cost is \$88,923.80. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Stanton, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-090

Resolution Date: September 15, 2016

WHEREAS, the New York State Bridge Authority has determined that it is in the interest of public safety to replace non-functioning and aging critical pier and security cameras system-wide, under the contract entitled "System-Wide Camera Replacement" (BA-2016-RE-105-AC); and

WHEREAS, various purchases will be made throughout the duration of this project and the necessary equipment is available on OGS contract; and

WHEREAS, the priority will be the replacement of Traffic and Security cameras at the end of their useful life and non-functioning cameras; and

BE IT RESOLVED that the Board of Commissioners approves the expenditure of funds for this equipment in an amount not-to-exceed \$88,923.80; 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 15th day of September 2016.

Joseph Ruggiero, Secretary

2) Jobs in Progress

Mr. Wright advised the Board regarding the Engineering Jobs in Progress Report for the month of August. Mr. Wright reported that the sidewalk and railing replacement project at the Rip-Van Winkle Bridge is on schedule, completion expected by December 2017. The Walkway Over the Hudson north railing rehab project is ongoing and electrical system renovations on schedule, completion expected November of this year. Mr. Wright also mentioned that the dehumidifier project at the Mid-Hudson Bridge is substantially complete. Steel repairs continue at the Newburgh-Beacon Bridge working on underdeck shoring on the North span. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Stanton, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-091Resolution Date: September 15, 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 15th day of September 2016.

Joseph Ruggiero, Secretary

FINANCIAL:1) Investment Transaction Report

Mr. Bushek reviewed the Investment Report for the month of August noting six investments for the month. 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.: 016-092Resolution Date: September 15, 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 August 18, 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 15th day of September, 2016.

Joseph Ruggiero, Secretary

2) Boston Whaler

Mr. Bushek explained to the Board that the Authority took ownership of a 1987 Boston Whaler as part of government surplus transfer and refurbished the boat for its own use. Since 2012, when the boat was registered, the Authority has only used the boat on a limited basis and continued repair work to the boat has been significant. Recently the Authority was approached by the NY State Police who expressed an interest in taking ownership of the boat and docking it in the vicinity of the Authority's bridges. The Authority developed an agreement that would allow the continued use of the boat as needed after transfer. Given the on-going costs associated with the boat while it sits idle, Mr. Bushek recommended the Authority surplus the boat and the trailer and transfer title to the NY State Police. 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.: 016-093

Resolution Date: September 15, 2016

WHEREAS, the Board has reviewed the report relative to the surplus of the 1987 Boston Whaler owned by the Authority, HIN:952B888 and trailer TIN 47GAD3236EB000093 and determined the boat and trailer to be surplus property; and

WHEREAS, NYSBA has agreed to transfer title to said watercraft and trailer for use by the NYSP for river police operations which could benefit New York State and/or NYSBA; and

WHEREAS, the NYSP will agree to own the watercraft for the benefit of New York State and the New York State Bridge Authority pursuant to this Agreement; now therefore,

BE IT RESOLVED, the New York State Bridge Authority does hereby approve the proposed contract between the New York State Bridge Authority and the New York State Police to transfer title; 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 15th day of September, 2016.

Joseph Ruggiero, Secretary

3) 2016 Internal Audit Plan and Engagement Letter

Mr. Bushek indicated to the Board that the Authority ran an RFP for an Internal Control System Auditor in May and awarded in June the contract to Troconi, Segarra & Associates. Based on achieving the objectives identified within the engagement letter to support the Authority's program to evaluate the effectiveness of internal controls, the Internal Auditor has developed the Audit Plan. The audit plan builds upon the previously provided audit plans given to the Audit Committee based on three year cycles that began in 2011. The plan outlines the major Authority functions, assesses the risk associated with each function, and provides an outline for the 2016 testing. The objective is to review each area and determine whether controls adequately mitigate risk to the Authority. The approach is outlined in the Audit Plan to be executed this year. For 2016, the Internal Auditor will perform Audit work on the following: Financial Reporting, Contract Coordination & Supervision, Administration of IT Security Program, Toll Collection & Revenues. Note that Administration of IT Security Program and Toll Collection & Revenues are considered high risk for the Authority. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Stanton, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-094

Resolution Date: September 15, 2016

WHEREAS, the Board has reviewed the report relative to the 2016 Internal Audit Plan and engagement letter; now therefore,

BE IT RESOLVED, the New York State Bridge Authority does hereby approve the 2016 Audit Plan and engagement for the contract BA-2016-OA-001PS awarded at the June 16, 2016 meeting to Tronconi, Segarra & Associates at a not to exceed cost of \$19,500 for the year ending December 31, 2016; and therefore

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 15th day of September, 2016.

Joseph Ruggiero, Secretary

4) Award BA-2016-OA-001PS Independent Account Service – Audit Year End 2016 Financial Statements

Mr. Bushek indicated to the Board that in July 2016, the Authority advertised a Request for Proposal (RFP) for the subject services and received two proposals for three one year contracts from the following: EFPR Group (Formerly Toski & Co.) \$16,900 all three years totaling \$50,700, The Bonadio Group \$32,700 years 1 & 2 \$34,220 year 3 totaling \$99,620, EFPR Group has proposed the \$16,900 static fee for the third 5 year RFP cycle. This year EFPR has also agreed to engage a sub-contractor to meet the Authority's MWBE goals. Based on our satisfaction with the Authority's prior audits and the cost Mr. Bushek recommended the Audit Committee and the Board award the contract BA-2016-OA-001PS to EFPR Group. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Stanton, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-095

Resolution Date: September 15, 2016

WHEREAS, the Board has reviewed the report relative to the contract BA-2016-OA-001PS for Independent Accountant services; now therefore and,

BE IT RESOLVED, RESOLVED the New York State Bridge Authority does hereby award the contract BA-2016-OA-001 PS for Independent Accountant Services specifying three one year contracts with two one year extensions beginning for the year ending December 31, 2016 for the annual fee of \$16,900 to Toski, Schaefer & Co.; 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 15th day of September, 2016.

Joseph Ruggiero, Secretary

BRIDGE OPERATIONS:1) New York State Thruway Authority – Invoice #72 Second Quarter 2016 E-ZPass Expenses

Mr. Smith and Mr. Savosky have reviewed the invoice from the New York State Thruway Authority for 2nd quarter 2016 Bridge Authority E-ZPass expenses for the period April 1, 2016 through June 30, 2016, and as such, find them to be true and accurate and recommend that they be paid in the amount of \$971,423.86. 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.: 016-096

Resolution Date: September 15, 2016

WHEREAS, the Board has reviewed the report relative to the payment to the New York State Thruway Authority for 2nd Quarter 2016 Bridge Authority E-ZPass costs in the amount of \$971,423.86; now therefore

BE IT RESOLVED that this payment is hereby approved at a cost not to exceed \$971,423.86; 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 15th day of September 2016.

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.

2) August 2016 Traffic and Revenue Analysis

Mr. Ruggiero noted for the month of August traffic increased 3.06% and revenue increased 3.67%. No action was required by the Board.

3) August 2016 E-ZPass Sales Analysis

Mr. Ruggiero indicated that year-to-date 2016 tag sales were 3,907, compared to 4,070 sold year-to-date 2015. No action was required by the Board.

4) Historic Bridges of the Hudson Valley (HBHV) Monthly Report for August 2016

Ms. Sullivan reported to the Board that HBHV Board of Trustees met on August 18th, 2016 to review old and new business and to formally welcome their new director, Kathy Burke. Additionally at that meeting, the Board voted unanimously to elect Harry Stanton as a new HBHV Trustee.

Expenditures for September:

1. Payroll for Kathryn Burke, Director
2. No other expenditures to date

Tara Sullivan's HBHV projects included:

1. Weekly meetings and reports with Kathy Burke
2. Formalized delegation of duties
 - a. Tara, President
 - i. Skywalk
 - ii. Interpretive signage
 - iii. Anchorage development
 - iv. HBHV Board
 - b. Kathy
 - i. Education, promotion, communication, representation
 - ii. BMB exhibit space
 - iii. Archives
2. Skywalk update-grant was submitted by Skywalk group and the sidewalk project is underway

3. Interpretive signage update-RVWB signs are in the design stage with the Bureau of Historic Sites, part of OPRHP
4. Anchorage update-NYSBA will move ahead with contracting for a conceptual design

Kathy Burke's projects included:

1. Continued work on HBHV.org, please be sure to check it out!
2. Assisting with design and gathering of historic info for interpretive signage at RVWB
3. Preparing for school visits (organizing lists and outreach) for the new school year
4. Reviewing archive collection
5. Provided info and narrative for IRS forms for not-for-profit status

NEW BUSINESS:

1) 2017-2021 Capital Plan

Mr. Ruggiero reviewed the 2017-2021 with the Board taking into account all seven Hudson River crossings under the Authority's jurisdiction. Chairman Gerentine called for a motion. On a motion of Commissioner Stanton, seconded by Vice chairman Higgins, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-097

Resolution Date: September 15, 2016

WHEREAS, the Board has reviewed the 2017-2021 Capital Program for scope and cost; and

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

BE IT RESOLVED that the 2017-2021 Capital Program in the amount of \$125,518,000.00 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 15th day of September, 2016.

Joseph Ruggiero, Secretary

2) Operating Budget & Bridge System Net Revenues

Mr. Ruggiero indicated to the Board as required by §2801 of the Public Authorities Law and §7.13 of the Bond Resolution, the Authority must submit its operating budget and bridge system net revenues to certain government officials and the Trustee for the bondholders, respectively. A summary of the forecast and the explanation of the differences between the Operating Budget and Bridge System Net Revenues were discussed. Chairman Gerentine called for a motion. On a motion of Vice Chairman Higgins, seconded by Commissioner Stanton the following resolutions were adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-098

Resolution Date: September 15, 2016

WHEREAS, §2801 of the Public Authorities Law requires that budget information for fiscal years 2016 and 2017 shall be prepared, adopted, and forwarded in report form to the offices cited in §2801, Public Authorities Law; now therefore and,

BE IT RESOLVED, that the Authority hereby adopts the proposed 2016 and 2017 budgets as required under §2801; 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 15th day of September, 2016.

Joseph Ruggiero, Secretary

Note: these minutes reflect technical corrections to the resolution presented to the Board of Commissioners. The resolution as follows reflects the action of the Board.

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 016-099

Resolution Date: September 15, 2016

WHEREAS, §7.13(c) of the Bridge System Revenue Bond Resolution adopted December 19, 1996 and as amended through supplemental resolutions, requires a review of the financial condition of the New York State Bridge Authority for the purpose of estimating whether the Net Revenues less investment earnings on amounts held in the General Fund and the Construction Fund for each year and for the next succeeding year will be sufficient to provide all the payments specified in subsection (b) of §7.13; now therefore and,

BE IT RESOLVED, that the Authority has completed such a review and has determined the Net Revenues less investment earnings on amounts held in the General Fund and the Construction Fund for the years 2016 and 2017 will be sufficient to provide all of the payments specified by subsection (b) of §7.13; and

BE IT FURTHER RESOLVED, that the Secretary is directed to provide the Trustee with a certified copy of this resolution together with a certificate setting forth a reasonably detailed statement of actual and estimated Revenues and Operating Expenses and other pertinent information upon which such determination was made.

IN WITNESS WHEREOF, this resolution has been duly adopted this 15th day of September, 2016.

Joseph Ruggiero, Secretary

3) Government Affairs Services

The firm of Wilson, Elser, Moskowitz, Edelman & Dicker LLP, our current Government Affairs Services firm retained for the purpose of providing professional services involving legislation, transportation and homeland security issues, are closing its Albany office effective September 1, 2016. Alexander L. Betke, and the other attorneys staffing the Albany office, is continuing in that business as members of the firm of Jackson Lewis P.C. as of September 1, 2016. It was recommended that the Authority continue to retain Alexander L. Betke's new firm of Jackson Lewis P.C. to provide these services. 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 relationship with one of the parties 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.: 016-100Resolution Date: September 15, 2016

WHEREAS, Alexander L. Betke has left the law firm of Wilson, Elser, Moskowitz, Edelman & Dicker LLP and has become a partner in the law firm of Jackson Lewis P.C. effective September 1, 2016; and

WHEREAS, Alexander L. Betke has performed well as the Authority's government affairs representative; and

WHEREAS, the Authority wishes to continue to retain Alexander L. Betke and his new law firm as the government affairs representative for an additional year effective September 1, 2016, upon the same terms and conditions as the retainer with Wilson, Elser, Moskowitz, Edelman & Dicker LLP, at a not-to-exceed rate of \$3,000 per month, in addition to reasonable out-of-pocket expenses; now therefore

BE IT RESOLVED, that the Executive Director is authorized and directed to execute a new retainer agreement with Jackson Lewis P.C. in the form annexed hereto as Exhibit "A".

IN WITNESS WHEREOF, this resolution has been duly adopted this 15th day of September, 2016.

Joseph Ruggiero, Secretary

This concluded the regular meeting. Chairman Gerentine asked for a motion to adjourn the meeting. On a motion of Vice Chairman Higgins, seconded by Commissioner Jablonski and approved unanimously, the regular meeting adjourned at 4:27 P.M.

The next regular Meeting of the Board of Commissioners meeting is scheduled for October 20th at 3:00 P.M. at Headquarters.