

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

HELD AT HEADQUARTERS, HIGHLAND, NY. ON
April 17, 2014

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:

Gerentine, Richard A., Chairman
Dressel, Roderick O., Commissioner
Higgins, Roger P., Commissioner
Lashua, C. Vane, Commissioner

OFFICERS:

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

ABSENT:

Ramaglia, Joseph, Vice Chairman

Chairman Gerentine called the meeting to order at 3:16 pm. Chairman Gerentine called for motion to adopt the minutes of the regular meeting of March 20, 2014. On a motion of Commissioner Lashua, seconded by Commissioner Dressel, the minutes of the March 20, 2014 regular meeting were approved unanimously.

ENGINEERING:1) Transdyn - DYNAC

Mr. Moreau explained to the Board that the Authority uses remote control software to control the toll plazas at the three small bridges during unmanned periods and our traffic control systems at MHB and NBB. The software used for this is DYNAC, a proprietary product of Transdyn, Inc. The system is over five (5) years old and operates on an outdated hardware platform that Hewlett Packard has begun to phase out. Mr. Moreau said that the Authority will need to fully update both the hardware and software platforms in the future if we choose to maintain the system. We are proposing a lower cost alternative in the interim which is to simply replace the old hardware. This lower cost alternative will use new servers purchased off the state contract and cloning the existing software onto the new hardware. Replacing the current seven-year-old servers with new hardware will improve the reliability and should give the Authority another five to seven years of useful life well within cost-benefit parameters for the system. With the addition of the new servers the backup system can be implemented to restore service in a matter of hours and preserve the current operations. Mr. Moreau recommended authorizing a budget of \$33,300.00; \$25,000.00 for Transdyn and \$8,300.00 for the purchase of the servers. Chairman Gerentine called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Lashua, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 014-037
Resolution Date: April 17, 2014

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to award a contract for professional services in connection with an update to DYNAC, our remote control software for our toll and traffic management systems; and

WHEREAS, the Authority has previously awarded a general IT services contract to Transdyn, Inc., of East Rutherford, New Jersey under contract BA-2010-RO-001-ES; and

WHEREAS, this contract allows for supplemental work on like projects; and

WHEREAS, the Authority's Engineering Department has reviewed and approved their estimated cost proposal and will purchase the hardware through an OGS approved vendor; now therefore

BE IT RESOLVED that a Supplemental Agreement be issued to Transdyn, Inc. of East Rutherford, New Jersey in the amount of \$25,000.00; and

BE IT RESOLVED that a budget of \$8,300.00 is authorized for the procurement of new servers to host this software; 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 17th day of April 2014.

Joseph Ruggiero, Secretary

2) Transdyn – System-wide IT Consulting Extension

Mr. Moreau indicated to the Board that in 2010 the Authority advertised for general IT consulting services and selected Transdyn, Inc., awarding them a three (3) year contract, BA-2010-RO-001-ES, with the option of extending the service period for three (3) additional one (1) year terms. While last year's annual budget was increased due to a number of special projects, Mr. Moreau recommended accepting the option for this year's additional work at the original budget of \$125,000.00 per year. Special projects are now being handled with their own individual budget approvals as demonstrated by the DYNAC proposal put before the Board. Mr. Moreau added that the Authority has been pleased with Transdyn's level of service and responsiveness and would like to execute the option to extend the service agreement. 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.: 014-038Resolution Date: April 17, 2014

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to extend the contract for professional services in connection with general IT services (BA-2010-RO-001-ES) regarding maintenance of our toll and traffic management systems; and

WHEREAS, the Authority has previously awarded this contract to Transdyn, Inc., of East Rutherford, New Jersey; and

WHEREAS, this contract included the option for the Authority to extend the term of the contract for three additional 1 year periods; and

WHEREAS, the Authority's Engineering Department has reviewed and approved their estimated cost proposal; now therefore

BE IT RESOLVED that an extension of this agreement be issued to Transdyn, Inc. at an annual not to exceed cost of \$125,000.00; 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 17th day of April 2014.

Joseph Ruggiero, Secretary

3) Jobs in Progress

Mr. Moreau advised the Board regarding the Engineering Jobs in Progress Report for the month of March, noting that the paint project at the Newburgh-Beacon Bridge and deck panel replacement are moving along. Also mentioned was the ongoing effort for energy efficiency and sustainability. Chairman Gerentine called for a motion. On a motion of Commissioner Higgins seconded by Commissioner Lashua, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 014-039Resolution Date: April 17, 2014

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 17th day of April 2014.

Joseph Ruggiero, Secretary

FINANCIAL:1) Investment Transaction Report

Mr. Bushek reviewed the Investment Report for the month of March noting four investments for the month. Mr. Bushek noted that the interest incomes have dropped slightly from January to February. Chairman Gerentine called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Lashua, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 014-040

Resolution Date: April 17, 2014

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 20, 2014; 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 17th day of April 2014.

 Joseph Ruggiero, Secretary

2) Fourth Quarter 2013 – Quarterly Operations Report

Mr. Bushek reported to the Board that traffic increased 0.06% for 2013 as a net result of an increase in passenger (0.11%) and decreased in commercial volume (-0.65%). Revenue increased 1.98% due primarily to the toll schedule revision implemented January 30, 2012 being in place for a full twelve months in 2013. Operating expenses increased \$1,200,000, a net result of several factors. Operating expenses were budgeted at \$30.3 million for 2013, which includes \$2.3 million for accrual post-employment benefits and \$1.6 million for depreciation of the Walkway over the Hudson, both booked at year end. Note that the actuary computed post-employment benefit expense for 2013 was \$2.0 million. Overall, as of 12/31, \$29.3 million was spent. Budgeted capital improvement costs for the year are \$55 million; the revised capital plan approved by the Board in September 2013 was \$26.5 million. As of year-end, \$34.4 million has been spent primarily as a result of the acceleration of projects, Newburgh-Beacon Bridge Painting, ahead of the original schedule in the capital program. Also noted was the correction to the Agenda as the report should have been listed as the Fourth Quarter of 2013. No action was required by the Board.

3) Accident Review Committee – First Quarter 2014

Mr. Bushek reported there were 60 accidents on Authority facilities in the first quarter of 2014 compared with 33 the previous year. During this period there were 7 accidents involving Authority personnel, first quarter 2013 had 1 accident involving Authority personnel. No action required by the Board.

HUMAN RESOURCES:1) Contract for Occupational Health Services for 2014-2015

Ms. Hritz-Seifts reported to the Board that the service agreement between The WorkPlace and NYSBA expired on December 31, 2013. After extending the agreement with The WorkPlace on a month-to-month basis, the Authority then issued a Request for Proposals for services to be provided for the period beginning May 1, 2014 until April 30, 2015. Two (2) proposals were received in response to this request. Ms. Hritz-Seifts recommended an approval to award the contract to The WorkPlace for a period of one year, with an option that allows the parties to extend the agreement for three (3) additional one-year renewal periods. Ms. Hritz-Seifts asked the Board to authorize expenditures to The WorkPlace for May 1, 2014 through March 31, 2015, not-to-exceed \$35,000, so that the Authority may continue to provide these services for the health, safety and welfare of NYSBA's employees. Chairman Gerentine called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Lashua, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 014-041
Resolution Date: April 17, 2014

WHEREAS, the service agreement between The WorkPlace and NYSBA for occupational health services expired on December 31, 2013; and

WHEREAS, the Authority has extended that agreement on a month-to-month basis while issuing a Request for Proposals for services to be provided for the period beginning May 1, 2014 through April 30, 2015; and

WHEREAS, the Authority has received two (2) responses to this request and has performed an evaluation of the proposals, now therefore

BE IT RESOLVED that the Board of Commissioners hereby approves that the Contract #BA-2014-OA-001-PS be awarded to The WorkPlace for the aforementioned time period, with an understanding that allows both parties to extend the agreement for three (3) additional one-year renewal periods for an amount not-to-exceed \$35,000 per 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 17th day of April, 2014.

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 April.
- 2) March 2014 Traffic and Revenue Analysis
Year to date Bridge Authority's traffic numbers are down 359,184 from last year's traffic count, a decrease of 2.77%. Total traffic has decreased in the last four months. No action was required by the Board.
- 3) March 2014 E-ZPass Sales Analysis
The Authority sold 730 tags in March 2014, compared to 1,019 sold in March of 2013, a decrease of 28.4% indicating a level of new sales. No action was required by the Board.

NEW BUSINESS:

- 1) Outside Activity Request
Mr. Ruggiero indicated that he was requesting an approval to engage in an outside activity as an owner/manager for a new, to be formed, Limited Liability Corporation to manage his residential income property. Having no issues and noting no conflict with his duties as Executive Director, the Board authorized sending Mr. Ruggiero's request for outside activity to JCOPE for its consideration. Chairman called for a motion on providing the Board's consent. On a motion of Commissioner Higgins, seconded by Commissioner Lashua, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 014-042Resolution Date: April 17, 2014

WHEREAS, Executive Director Joseph Ruggiero, in a letter dated April 17, 2014, submitted an Outside Activity request, and

WHEREAS, the position of Executive Director is a policy making position that requires approval for Outside Activities by the New York State Joint Committee on Public Ethics (JCOPE), and

WHEREAS, JCOPE requires covered employees to submit an Outside Activity Report for its consideration with the consent of the employee's appointing authority for the application, and,

WHEREAS, the Authority Board of Commissioners has reviewed the proposed Outside Activity Report and supporting documentation; and now,

THEREFORE BE IT RESOLVED, that the Board Commissioners hereby finds that the proposed Outside Activity request by Mr. Ruggiero, poses no conflict with the Authority's policies, procedures or rules and regulations governing employee conduct ; and

BE IT FURTHER RESOLVED, the Authority consents to the above-stated outside activity requested by Mr. Ruggiero, having determined that this request is appropriate, considering Sections 73 and 74 of the Public Officers Law; and

BE IT FURTHER RESOLVED, that the Chairman of the Board, Richard Gerentine, or his designee, is hereby authorized to execute, on behalf of the Board of Commissioners, the New York State Joint Commission on Public Ethics' Outside Activity Report, expressing the Board's consent of this proposed activity pending JCOPE's consideration of this request and its ultimate determination, 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.

Upon roll call,

Chairman Richard Gerentine	<u>Aye</u>
Commissioner Roderick Dressel	<u>Aye</u>
Commissioner Roger Higgins	<u>Aye</u>
Commissioner Vane Lashua	<u>Aye</u>
Commissioner Joseph Ramaglia	<u>Absent</u>

IN WITNESS WHEREOF, this resolution has been duly adopted this 17th day of April, 2014.

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 Commissioner Lashua and approved unanimously, the regular meeting adjourned at 3:41 P.M.

The next regular meeting is scheduled for May 15, 2014 at 3:00 P.M. at Headquarters.