

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

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON  
JULY 19, 2012

---

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

Whitbeck, Carl G., Counsel

OFFICERS:

Ruggiero, Joseph, Secretary  
Bushek, Brian, Treasurer

Chairman Vecellio called the meeting to order at 3:45 PM and stating the first order of business was Administration.

ADMINISTRATION:

1) E-ZPass (Inter Agency Group) Operating Agreement – Adopt Amendment No. 9

Mr. Russo indicated to the Board that the Executive Management Committee of the E-ZPass IAG voted at its regular meeting on June 13, 2012 to adopt Amendment No. 9 to its Operating Agreement. Amendment No. 9 provides for an optional \$0.03 transaction fee to be charged by a requesting agency to a full member agency which operates a customer service center for a private company engaged in toll transactions. Mr. Russo went on to say that the amendment further provides that if a requesting agency does charge the fee, a reciprocal charge may also be applied to that agency. Mr. Russo noted that the NYS Bridge Authority does not own any customer accounts and thus, the amendment has no practical effect on the Authority. Mr. Russo added however, since it is an amendment to the base Operating Agreement which has been adopted by the Board, it should be formally adopted by resolution as well. Chairman Vecellio called for a motion. On a motion of Commissioner Ramaglia, seconded by Commissioner Lashua, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-077

Resolution Date: July 19, 2012

WHEREAS, the parties to the E-ZPass Interagency Operating Agreement have determined it to be necessary and in the best interest of the parties to amend the Agreement to establish a new transaction fee to be charged by a requesting agency to a full member agency who operates a customer service center for a private company ; and,

WHEREAS, the Board has reviewed the memo and E-ZPass IAG resolution provided by its IAG Executive Committee representative describing the substantive terms of the proposed amendment; now therefore,

BE IT RESOLVED that the Executive Director or the Chairman is hereby authorized to execute, acknowledge and deliver Amendment No. 9 as presented by the IAG Executive Management Committee. The execution of the Amendment by any such officer shall be conclusive evidence of approval. The officers, agents and employees of the Authority are hereby authorized and directed to do all such acts and things and to execute all such documents as may be necessary or convenient to carry out and comply with the terms of this resolution.

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 19<sup>th</sup> day of July, 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

Chairman Vecellio called for a motion to adopt the minutes of the June 21, 2012 Regular Meeting. On motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the minutes of the June 21, 2012 Regular Meeting were adopted unanimously.

Chairman Vecellio called for a motion to adopt the amended agenda adding the agreement between the New York State Bridge Authority and the New York State Parks Department under new business. On a motion of Commissioner Higgins, seconded by Commissioner Lashua, the amended agenda was adopted unanimously.

ENGINEERING:

1) MHB HVAC Upgrade and Asbestos Removal

Mr. Moreau informed the Board that the Engineering Department is in the process of preparing an RFP for a design-build project to upgrade the heating and air conditioning of the MHB office building and the heating system for the Old Administration building in Poughkeepsie. Mr. Moreau explained that both of the buildings contain asbestos from the original heating systems which need to be removed to complete this work. The Department of Labor requires an asbestos-certified designer to be responsible for the performance specifications surrounding asbestos abatement work. It is a relatively small assignment and our Deputy Executive Director and Mr. Moreau have reached out to W/MBE firms in an attempt to find a qualified vendor for this work. A cost proposal was received from Foit-Albert, a WBE firm, to prepare the performance specifications for the asbestos removal; Mr. Moreau recommended awarding a contract to Foit-Albert in an amount not-to-exceed of \$9,800.00. Mr. Moreau went on to say that Foit-Albert has performed a number of successful design assignments for the New York State Bridge Authority in the past including the RVWB toll plaza and substructure repairs at both KRB and MHB. A brief discussion followed regarding the actual job of the consultant. Chairman Vecellio called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-078

Resolution Date: July 19, 2012

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to award a professional services contract to Foit-Albert Associates of Albany, New York for the preparation of performance specifications for the asbestos abatement work involved in the HVAC project at the Mid-Hudson Bridge campus to be designated (BA-2012-RE-112-DE); and,

WHEREAS, the Authority has determined that Foit-Albert Associates is a certified woman-owned business; and,

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

BE IT RESOLVED that a professional services agreement be entered into with Foit-Albert Associates in an amount not to exceed \$9,800.00; 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 19<sup>th</sup> day of July 2012.

---

Joseph Ruggiero, Secretary

2) CSX Agreement – Newburgh- Beacon Bridge Paint Project

Mr. Moreau informed the Board that the Engineering Department has completed negotiations with CSX to provide protective flagging services for operations affecting the railroad on the NBB painting project. The services at NBB have a not-to-exceed amount of \$60,140.00. Based on past experience, the work is expected to be completed well below the amount. Mr. Moreau noted that it is a sole source agreement without available alternative vendors. Chairman Vecellio called for a motion. On a motion of Commissioner Ramaglia, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-079

Resolution Date: July 19, 2012

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 the railroad flagman service at the Newburgh-Beacon Bridge (North Span) Superstructure Painting Project to be designated (BA2012-RE-103-RR); and,

WHEREAS, the Authority has determined that CSX Transportation, Inc. (CSXT) is uniquely qualified to provide the required flag-person services; and,

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

BE IT RESOLVED that an Agreement be issued to CSX Transportation, Inc. (CSXT) of Jacksonville, Florida to provide railroad flag-person services at a not to exceed cost of \$60,140.00; 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 19<sup>th</sup> day of July 2012.

---

Joseph Ruggiero, Secretary

3) CSX Agreement – WOTH Steel Repairs

Mr. Moreau indicated to the Board that the Engineering Department has completed negotiations with CSX to provide protective flagging services for operations affecting the railroad on the steel repair work for the WOTH. The services on the WOTH have a not-to-exceed amount of \$61,020.00. Based on past experience, the work is expected to be completed well below the amount. Mr. Moreau noted that it is a sole source agreement without available alternative vendors. Chairman Vecellio called for a motion. On a motion of Commissioner Ramaglia, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-080

Resolution Date: July 19, 2012

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 the railroad flagman service at the Walkway Over the Hudson Steel Repair Project to be designated (BA2012-RE-111-RR); and,

WHEREAS, the Authority has determined that CSX Transportation, Inc. (CSXT) is uniquely qualified to provide the required flag-person services; and,

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

BE IT RESOLVED that an Agreement be issued to CSX Transportation, Inc. (CSXT) of Jacksonville, Florida to provide railroad flag-person services at a not to exceed cost of \$61,020.00; 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 19<sup>th</sup> day of July 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

4) Jobs in Progress Monthly Report

Mr. Moreau reported on the Engineering Jobs in Progress Report for the month of June, noting that the Newburgh-Beacon painting project is well underway and remains on schedule. Mr. Moreau also mentioned that steel repairs on the Walkway Over the Hudson have begun. Chairman Vecellio called for a motion. On a motion of Commissioner Ramaglia, seconded by Commissioner Gerentine, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-081

Resolution Date: July 19, 2012

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 19th day of July 2012.

\_\_\_\_\_  
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. Mr. Bushek mentioned an increase in interest income. On a motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-082

Resolution Date: July 19, 2012

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 21, 2012; 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 19th day of July 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

2) Insurance Renewals/Placement

Mr. Bushek indicated that in July 2011, the Authority awarded contracts for three insurance policies for one-year periods beginning August 1<sup>st</sup>. The right was reserved by the Authority to renew these policies for three additional years if the carrier offered timely renewal at substantially the same terms, conditions and rates subject to modification for actual loss experience. Those insurances and their previous, current, and proposed annual costs are, Umbrella and Excess Liability 2010/2011 - \$147,500.00 2011/2012 - \$114,180.00, 2012/2013 - \$119,889.00, Business Automobile 2010/2011 - \$70,843.00, 2011/2012 - \$57,807.00, 2012/2013 - \$62,417.00, Commercial Package, 2010/2011 - \$31,799.00, 2011/2012 - \$37,595.00, and 2012/2013 - \$39,981.00. Mr. Bushek also noted that above the premium was annualized for Walkway Over The Hudson that was acquired in December 2010.

The Authority saved \$33,320, or 22.6% in 2011 when the existing broker proposed moving to Lexington Insurance Company from Arch Insurance. In 2012 the broker indicated that Lexington Insurance increased their rate by approximately 5%, consistent with other carriers in the market. The Authority's crossings also increased in 2011 which contributed to the increase to a lesser extent.

The Authority's Business Automobile Insurance with Praetorian Insurance through Salearno Brokerage, the Authority saved \$13,036.00, or 18.4% in 2011 when the existing broker proposed with the existing carrier. Similar to other lines where carriers are seeking rate increases, Praetorian is seeking an 8% increase for the same pool of vehicles. The Authority's Commercial Package with Harleysville Insurance through Associates of Glens Falls, the Authority has seen increases for the past two years without losses as part of the broader market trend. The Authority had an increase of \$2,386.00, or 6.3%. This reflects both a small increase in rates and an increase in the appraisal of Authority buildings (roughly 5%). Mr. Bushek noted the Authority has had the same broker and carrier for the premiums represented above for 2010-2012.

For the Authority's Public Officials and Employment Practices Liability Insurance the Authority issued an RFP for contract BA2012-OA008-IN Public Officials and Employment Practices Liability Insurance in May of 2012. Mr. Bushek further indicated that the Authority contacted approximately 25 MWBE firms as part of an outreach effort. 3 firms inquired regarding the RFP, 1 of those firms communicated their carriers would not propose, and 1 firm proposed. The sole proposer was the current broker, Risk Strategies, proposing with the existing carrier, RSUI. The proposal of \$31,448.00 for 24 months represents a reduction of 3.7% as compared to the Authority's expiring 24 month coverage of \$32,643.00. Chairman Vecellio called for a motion. On a motion of Commissioner Gerentine, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-083

Resolution Date: July 19, 2012

WHEREAS, the Board has reviewed the report relative to the August 1, 2012 purchase of insurance policies covering umbrella/excess liability, business automobile, commercial package, and public officials and employment practices liability; now therefore,

BE IT RESOLVED that the purchase of these insurances is hereby approved for a period of one year, or as noted, at the following not to exceed costs:

\$119,889.00, subject to audit, for Contract BA2011-OA003-IN Umbrella Liability with the Lexington Insurance Company through Risk Strategies, Inc.;

\$70,843.00, subject to audit, for Contract BA2011-OA004-IN Business Automobile with the Praetorian Insurance Company through Salearno Brokerage, Inc.;

\$39,981.00, subject to audit, for Contract BA2011-OA005-IN Commercial Package with the Harleystown Insurance Company through Associates of Glens Falls Inc.;

\$32,643.00, for Contract BA2012-OA008-IN Public Officials and Employment Practices Liability with RSUI through Risk Strategies for 24 months, 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 19<sup>th</sup> day of July 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

3) Accident Review Committee Report

Mr. Bushek indicated that there were 73 accidents on Authority facilities in the second quarter of 2012, compared to 55 from the previous year. No action was required by the Board.

OPERATIONS:

1) Project Nightwatch – IT Consultant Supplement

Mr. Ruggiero spoke on behalf of Mr. Ferguson informing the Board that in July 2011 a contract was awarded to Dr. Theodore Mankovich to assist the Authority with the design, programming, and implementation of project Nightwatch. Due partially to the inability of the project's vendor to obtain the Automatic Toll Payment Machine (ATPM) and software on time and partially to perform related programming and modifications on schedule, Dr. Mankovich was assigned additional tasks in order to help expedite the programming and testing of the ATPM. Additional funding was approved in January 2012. Mr. Ruggiero went on to say that due to subsequent delays and failures to meet milestones set by the vendor, Dr. Mankovich's services will be required through August 2012 during acceptance testing, as well as after the first ATPM is placed into production at the Kingston-Rhinecliff Bridge. This will necessitate additional time and expense for the consultant to complete the project. The estimate to accomplish this task is an additional 320 hours of work equaling \$40,000. Mr. Ruggiero noted that any excess funds can be applied toward the next two ATPM implementations. Chairman Vecellio called for a motion. On a motion of Commissioner Higgins, followed by Commissioner Ramaglia, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-084

Resolution Date: July 19, 2012

WHEREAS, the Board has reviewed the memorandum recommending an enhancement to the IT Consultant for Project Nightwatch; and,

WHEREAS, the Authority currently has a contract with Dr. Theodore Mankovich for this type of work; now therefore,

BE IT RESOLVED that contract, BA-2011-RO-014-PS.1, be amended by an additional amount not-to-exceed \$40,000.00; 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 19<sup>th</sup> day of July, 2012.

\_\_\_\_\_  
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 June.

### 2) Traffic Classification Report

Mr. Ruggiero presented the adjusted Traffic Classification Comparison report for the year-to-date June 2012 numbers. 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 \$7,688,651.00 above last year's receipts. A brief discussion ensued regarding the difference between E-ZPass and cash transactions. Mr. Ruggiero added that currently there is a back log on E-ZPass tags as customers are choosing to purchase E-ZPass versus paying cash for the benefit of discounted fares. Mr. Ruggiero also indicated that other agencies are exploring All Electronic Toll Collection and he will report back to the Board on any developments in this area.

## NEW BUSINESS:

### 1) Government Affairs Services

Mr. Ruggiero indicated to the Board that the Authority has a continuing need for strategic and general advice and counsel including, but not limited to, the monitoring of legislation relative to the Bridge Authority, other State authorities, transportation and homeland security issues. The Board has determined that it is more cost effective to secure these services through a professional service agreement rather than establish an office in Albany or attempt to accomplish these tasks by frequent travel and a staff assignment. The Board has executed an agreement with Gerald J. Jennings, a partner with the law firm of Wilson, Elser, Moskowitz, Edelman & Dicker LLP (Wilson), to provide these services. This agreement provided for a fee of \$3,000 per month plus reasonable out-of-pocket expenses. Mr. Jennings has been successful in assisting the Authority regarding a number of issues over the past year. Based upon our overall satisfaction with Mr. Jennings' services, the fee remaining at \$3,000 per month and the continued need for these services, it was recommended that the Authority continues the professional service agreement and renew this contract for an additional year commencing September 18, 2012. Chairman Vecellio called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-085

Resolution Date: July 19, 2012

WHEREAS, the New York State Bridge Authority has considered the recommendation relative to reappointing the firm of Wilson, Elser, Moskowitz, Edelman & Dicker LLP, to provide government affair services with the legislative and executive departments; now therefore,

BE IT RESOLVED that the law firm of Wilson, Elser, Moskowitz, Edelman & Dicker LLP is hereby awarded a one year contract at a not-to-exceed rate of \$3,000 per month, in addition to reasonable out-of-pocket expenses, as of September 18, 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 19<sup>th</sup> day of July 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

2) Report of Governance Committee - Whistleblower Policy Review

Mr. Bellucci stated that the Governance Committee recommended that the Board adopt the revised Whistleblower Policy. Chairman Vecellio called for a motion. On a motion of Commissioner Ramaglia, Commissioner Higgins, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-086

Resolution Date: July 19, 2012

WHEREAS, the New York State Bridge Authority will afford certain protections to individuals who in good faith report violations of the NYSBA Code of Ethics or other instances of potential wrongdoing within the Authority; and,

WHEREAS, the Authority has reviewed and adapted the NYS Authority Budget Office model whistleblower policy for adoption as the NYSBA Whistleblower Policy; now therefore,

BE IT RESOLVED that the Whistleblower Policy & Procedures is hereby adopted as the official policy of the NYS Bridge Authority; and,

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

IN WITNESS WHEREOF, this resolution has been duly adopted this 19<sup>th</sup> day of July, 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

# NEW YORK STATE BRIDGE AUTHORITY

## Whistleblower Policy and Procedures

### **Purpose**

It is the policy of the New York State Bridge Authority to afford certain protections to individuals who in good faith report violations of the Authority's Code of Ethics or other instances of potential wrongdoing within the Authority. The Whistleblower Policy and Procedures set forth below are intended to encourage and enable employees to raise concerns in good faith within the Authority and without fear of retaliation or adverse employment action.

### **Definitions**

“Good Faith”: Information concerning potential wrongdoing is disclosed in “good faith” when the individual making the disclosure reasonably believes such information to be true and reasonably believes that it constitutes potential wrongdoing.

“Authority Employee”: All board members, and officers and staff employed at the New York State Bridge Authority whether full-time, part-time, employed pursuant to contract, employees on probation and temporary employees.

“Authority”: The New York State Bridge Authority.

“Whistleblower”: Any New York State Bridge Authority Employee (as defined herein) who in good faith discloses information concerning wrongdoing by another Authority employee, or concerning the business of the Authority itself.

“Wrongdoing”: Any alleged corruption, fraud, criminal or unethical activity, misconduct, waste, conflict of interest, intentional reporting of false or misleading information, or abuse of authority engaged in by a New York State Bridge Authority Employee (as defined herein) that relates to the Authority.

“Personnel action”: Any action affecting compensation, appointment, promotion, transfer, assignment, reassignment, reinstatement or evaluation of performance.

### **Section I: Reporting Wrongdoing**

All New York State Bridge Authority Employees who discover or have knowledge of potential wrongdoing concerning board members, officers, or employees of this Authority; or a person having business dealings with this Authority; or concerning the Authority itself, shall report such activity in accordance with the following procedures:

a) An Authority Employee shall disclose any information concerning wrongdoing either orally or in a written report to his or her supervisor, or to the Authority's Internal Control Officer.

b) Authority Employees who discover or have knowledge of wrongdoing shall report such wrongdoing in a prompt and timely manner.

c) The identity of the whistleblower and the substance of his or her allegations will be kept confidential to the best extent possible.

d) The Authority Employee to whom the potential wrongdoing is reported shall investigate and handle the claim in a timely and reasonable manner, which may include referring such information to the Inspector General's office or an appropriate law enforcement agency where applicable.

e) Should an Authority Employee believe in good faith that disclosing information within the Authority pursuant to Section 1(a) above would likely subject him or her to adverse personnel action or be wholly ineffective, the Authority Employee may instead disclose

the information to the Inspector General's office or an appropriate law enforcement agency, if applicable.

**Section II: No Retaliation or Interference**

No Authority Employee shall retaliate against any whistleblower whether through threat, coercion, or abuse of authority; and, no Authority Employee shall interfere with the right of any other Authority Employee by any means aimed at deterring disclosure of potential wrongdoing. Any attempts at retaliation or interference are strictly prohibited and:

- a) No Authority Employee who in good faith discloses potential violations of this Authority's Code of Ethics or other instances of potential wrongdoing, shall suffer harassment, retaliation or adverse personnel action.
- b) All allegations of retaliation against a Whistleblower or interference with an individual seeking to disclose potential wrongdoing will be thoroughly investigated by the Authority.
- c) Any Authority Employee who retaliates against or attempts to interfere with any individual for having in good faith disclosed potential violations of the Authority's Code of Ethics or other instances of potential wrongdoing is subject to discipline, which may include termination of employment.
- d) Any allegation of retaliation or interference will be taken and treated seriously and, irrespective of the outcome of the initial complaint, will be treated as a separate matter.

**Section III: Other Legal Rights Not Impaired**

**The Whistleblower Policy and Procedures set forth herein are not intended to limit, diminish or impair any other rights or remedies that an individual may have under the law with respect to disclosing potential wrongdoing free from retaliation or adverse personnel action.**

- a) Specifically, these Whistleblower Policy and Procedures are not intended to limit any rights or remedies that an individual may have under the laws of the State of New York, including but not limited to the following provisions: Civil Service Law § 75-b, Labor Law § 740, State Finance Law § 191 (commonly known as the "False Claims Act"), and Executive Law § 55(1).
- b) With respect to any rights or remedies that an individual may have pursuant to Civil Service Law § 75-b or Labor Law § 740, any employee who wishes to preserve such rights shall prior to disclosing information to a government body, have made a good faith effort to provide the appointing authority or his or her designee the information to be disclosed and shall provide the appointing authority or designee a reasonable time to take appropriate action unless there is imminent and serious danger to public health or safety. (See Civil Service Law § 75-b[2][b]; Labor Law § 740[3]).

3) Telecommunications Consultant

Based on a review of four proposals received in response to a request for proposals regarding Telecommunication Services, Mr. Bellucci recommended an approval of an agreement for Telecommunications Services with Broadband Consulting services due to competitive price along with in depth knowledge of our facilities. Chairman Vecellio called for a motion. On a motion of Commissioner Ramaglia, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-087  
Resolution Date: July 19, 2012

WHEREAS, leasing excess dark fiber optic strands, negotiating favorable fiber optic leases, implementing dark fiber plant configurations and securing efficient data services are in the best interest of the Authority; and,

WHEREAS, the Authority seeks the professional services of a consultant with experience in the specialized industry to assist in these complex activities; and,

WHEREAS, the Authority solicited proposals from multiple sources, including all listed members residing in New York State from the Society of Telecommunications Consultants (as of July 2, 2012), and posted a request for proposal on its website; now therefore

BE IT RESOLVED that after a review of proposals by the Authority staff, the Board of Commissioners accepts the proposal from Broadband Consulting Services; and,

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

IN WITNESS WHEREOF, this resolution has been duly adopted this 19<sup>th</sup> day of July, 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

4) Walkway Over the Hudson Deck Repair & Agreement with NYS Office of Parks, Recreation & Historic Preservations

Mr. Ruggiero reviewed the proposed agreement with State Parks regarding repairs to the Walkway Over The Hudson deck. Chairman Vecellio called for a motion. On a motion of Commissioner Higgins, seconded by Commissioner Ramaglia, the following resolution was adopted unanimously:

**NEW YORK STATE BRIDGE AUTHORITY**  
**BOARD RESOLUTION**

Resolution No.: 012-088

Resolution Date: July 19, 2012

WHEREAS, engineering analysis of the Walkway Over the Hudson State Historic Site (WOTH) deck indicates that certain repairs are necessary to alleviate issues caused by moisture infiltration, that these repairs will help prevent further damage and this work should be completed before November this year; and,

WHEREAS, NYSBA Consulting Engineers Modjeski & Masters have estimated this work to cost approximately \$1,250,000.00; and,

WHEREAS, the New York State Office of Parks, Recreation & Historic Preservation (NYSOPRHP), which is responsible for the operation and maintenance of the WOTH deck under an operating agreement with NYSBA dated December 9, 2010, has expressed a desire to enter into an agreement with NYSBA to utilize NYSBA expertise and the NYSBA on-call contractor to execute these emergency repairs; and,

WHEREAS, utilizing these resources and the cooperation between Parks and NYSBA will allow the work to commence in a timely and cost-effective manner; now therefore,

BE IT RESOLVED that Executive Director, upon the advice and consent of NYSBA Counsel, is authorized to enter into an agreement with the NYS Office of Parks, Recreation & Historic Preservation for the purpose of reimbursement and executing repairs to the Walkway Over the Hudson State Historic Site deck; and,

BE IT FURTHER RESOLVED that the Executive Director, after the agreement with NYS Office of Parks, Recreation and Historic Preservation is concluded, and upon the advice and consent of NYSBA Counsel, is authorized to execute an agreement with I. & O.A.Slutsky, Inc. to complete these repairs in an amount not to exceed \$1,250,000.00; 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 19<sup>th</sup> day of July, 2012.

\_\_\_\_\_  
Joseph Ruggiero, Secretary

This concluded the regular meeting. Chairman Vecellio asked for a motion to adjourn the meeting. On a motion of Commissioner Higgins, seconded by Commissioner Ramaglia and approved unanimously, the regular meeting adjourned at 4:20 P.M.

The next regular meeting is scheduled for August 16, 2012 at 3:00 P.M. at Headquarters.