

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

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON
June 20, 2013

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

Whitbeck, Carl G., Counsel

OFFICERS:

Ruggiero, Joseph, Secretary
Bushek, Brian, Treasurer

Chairman Gerentine called the meeting to order at 3:25 pm and called for a motion to adopt the minutes of the annual and regular meetings of May 16, 2013. On motion of Commissioner Higgins, seconded by Commissioner Dressel, the minutes of the May 16, 2013 Annual Meeting were adopted unanimously. On a motion of Vice Chairman Ramaglia, seconded by Commissioner Higgins, the minutes of the May 16, 2013 Regular meeting were adopted unanimously.

ENGINEERING:

1) CSXT Flagmen Services for NBB Deck Replacement Project

Mr. Moreau reported to the Board that the Authority negotiated a three year term agreement with CSXT for flagmen services to protect the railroad from our overhead operations during the deck replacement project. Mr. Moreau indicated that this is nearly identical to the agreement NYSBA has with Metro North, to protect the tracks on the other side of the river. Carl Whitbeck's office has reviewed and approved the contract and construction work is nearly ready to begin. A brief discussion followed relative to an explanation of the service. Chairman Gerentine 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.: 013-061
Resolution Date: June 20, 2013

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 (South Span) Deck Replacement Project to be designated (BA2013-RE-101-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 CSXT to provide railroad flag-person services at a not to exceed cost of \$158,029.00; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

2) Transdyn General IT Service Contract

Mr. Moreau reported to the Board that in the spring of 2010, Transdyn was awarded a general service contract to assist our IT and Operations departments with everything from toll systems to maintenance of traffic management systems. This contract was awarded with the option to extend it for three additional 1 year periods. Mr. Moreau requested an extension of the contract for one additional year in the amount of \$125,000.00. Chairman Gerentine called for a motion. On a motion of Vice Chairman Ramaglia, seconded by Commissioner Higgins, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 013-062

Resolution Date: June 20, 2013

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 general IT services 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 20th day of June 2013.

Joseph Ruggiero, Secretary

3) Toll Gate Purchase

Mr. Moreau indicated to the Board that the toll plaza gates, previously purchased from TRMI, are aging and have been subjected to damage from vehicular collisions. Frank Mazzella has been working with alternative vendors to find a replacement that is compatible with our toll system. ACS, of Port Washington, New York, has proven to be the most qualified vendor to provide replacement gates for our toll system and at lower cost than previous purchases. Mr. Moreau further indicated that Engineering's Capital Plan includes funding for replacement of these gates. The proposal included from ACS provided for six new gates, four to be used as immediate replacements and two spares. Chairman Gerentine 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.: 013-063

Resolution Date: June 20, 2013

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to award a purchase order for replacement toll gates; and

WHEREAS, the Authority has reviewed the technical requirements and compatibility limitations of our system; and

WHEREAS, Automatic Control Systems (ACS) of Port Washington, New York has this equipment and appears to be a sole source for this equipment; and

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

BE IT RESOLVED that a purchase order be issued to ACS for this equipment in the amount of \$26,574.20; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

4) WOTH Elevator Retaining Wall Issues

Mr. Moreau explained that a large wall in front of the pier near the Walkway Elevator is in need of repair. Emergency work had already been undertaken to remove loose material disturbed by the elevator construction. While the elevator is a State Parks project, the pier and the wall are NYSBA responsibilities. In order to conclude the repairs and prevent further deterioration, completing the repairs by encapsulating the exposed structure is necessary. Mr. Moreau noted that Counsel has opined that continuing under the emergency repair order and contracting with the on site contractor for the state elevator job, BCI, Inc., is in the interest of the Authority and waiving the procurement policy would be an appropriate action by the Board. Mr. Moreau noted that a resolution has been prepared but that the contractor was unable to provide a cost estimate before the Board meeting. After further discussion, a motion was made by Commissioner Dressel to table the resolution and seconded by Commissioner Lashua. Upon a unanimous vote, the resolution was tabled.

5) On-Call Bridge and Highway Repair Contract

Mr. Moreau explained that the Authority's on-call bridge and highway contractor, Hudson Valley Bridge (HVB) has been very busy repairing potholes on the roadway deck on the westbound span of the Newburgh-Beacon Bridge. Mr. Moreau indicated that they have been calling them out as needed but have recently completed a condition assessment of deteriorated areas and would like to move to a more proactive strategy. Eighteen additional areas have been identified as likely to need repairs in the immediate future. Mr. Moreau further indicated that they have proceeded with this accelerated work; however they are spending the budget at a rate beyond NYSBA's anticipated schedule. HVB was hired for a three year term and upon completion of this work the Authority will have spent over 50% of the money in less than twelve months. Mr. Moreau is hoping the rate of deterioration will settle down and the cost of these repairs will be performed in a more efficient manner than using an immediate response schedule. It is believed that the truck traffic crossing this bridge has increased in both volume and weight; many tandem trailers have been observed recently, most likely in response to the increased fuel costs. Replacement of this deck was anticipated to follow the replacement of the eastbound bridge, which is projected to be complete in 2015. Mr. Moreau will keep the Board informed on the effectiveness of their efforts. No action is required by the Board.

6) Jobs in Progress Monthly Report

Mr. Moreau advised the Board regarding the Engineering Jobs in Progress Report for the month of May, noting the the contractor completed installation of lateral bracing members for wind stability on the WOTH. Mr. Moreau also indicated that due to two recent incidents on the Newburgh-Beacon Bridge, the paint project has been delayed. 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.: 013-064
Resolution Date: June 20, 2013

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 20th day of June 2013.

Joseph Ruggiero, Secretary

FINANCIAL:

1) Investment Transaction Report

Mr. Bushek reviewed the Investment Report for the month of May noting three investments for the month. Mr. Bushek mentioned the interest income yields are down slightly. Chairman Gerentine called for a motion. On a motion of Vice Chairman Ramaglia, seconded by Commissioner Lashua, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 013-065

Resolution Date: June 20, 2013

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 May 16, 2013; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

2) 2013 Maintenance Reserve Fund Balance Determination

Mr. Bushek explained that in accordance with Section 5.03 of the Bond Resolution, a certificate of an Authorized Officer of the authority indicating the required balance in the Maintenance Reserve Fund is \$140,936,000. This balance, determined by resolution annually, is the amount necessary to enable the Authority to comply with the covenant contained in Section 7.12 of the Bond Resolution. A brief discussion followed regarding modifications to the Capital Improvement Program. Chairman Gerentine called for a motion. On a motion of Vice Chairman Ramaglia, seconded by Commissioner Dressel, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 013-066
Resolution Date: June 20, 2013

WHEREAS, the Board has reviewed the report relative to determining the adequate balance in the Maintenance Reserve Fund; now therefore

BE IT RESOLVED that the balance shall be \$140,936,000 as recommended by the consulting Engineers, Modjeski and Masters, P.C.; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

HUMAN RESOURCES:

1) The Workplace – Invoices for 2011-2013/Contract for 2013

Mrs. Hritz-Seifts reviewed the contract NYSBA maintains with the The WorkPlace Occupational Health Solutions for the Employee Assistance Program, annual physicals and random drug testing. Mrs. Hritz-Seifts explained upon review, outstanding invoices for 2011 totaling \$5,443.50 were discovered. In 2011, NYSBA made payments to The WorkPlace in the amount of \$26,685.50. Once payment is made on the outstanding 2011 balance, the Authority's payments for that year will total \$32,129. This exceeds the \$30,000 threshold previously established by the Board.

Currently, the Authority maintains a three year contract with the WorkPlace which requires reauthorization by the Board annually. During the transition period, it was found that The WorkPlace contract for 2013 had not been re-authorized by the Board. Mrs. Hritz-Seifts indicated that it would be a benefit to the Authority to renegotiate its terms. A "not-to-exceed" clause should be added to prevent The WorkPlace from providing services to the Authority once the \$30,000 threshold is met. If additional services are required, the Authority would need to provide further authorization. Mrs. Hritz-Seifts requested an approval for the additional amount of \$2,129.00, above the previously authorized \$30,000.00, for services rendered by The WorkPlace Occupational Health Solutions in 2011. Mrs. Hritz-Seifts further requested that the Board authorize, retroactively, the expenditure of \$30,000.00 for the same services for calendar year 2013, so that the Authority may pay the invoices accrued since the lapse of the previous contract. Furthermore, the Executive Director and General Counsel should be authorized to negotiate the revised scope of services and fee schedule with The WorkPlace. The CBA with CSEA requires the Authority to provide certain services to its employees and we do not wish to interrupt that commitment. A brief discussion followed relative to services no longer needed. Chairman Gerentine 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.: 013-067
Resolution Date: June 20, 2013

WHEREAS, in 2011 the Authority approved a three year contract with the WorkPlace Occupational Health Solutions of Saint Francis Hospital for Employee Assistance Services, Annual Physicals and Random Drug Testing; and

WHEREAS, recent reconciliations have determined that the Authority has an unpaid balance for services provided in 2011 in the amount of \$5,443.50 exceeding the previously established \$30,000 threshold by \$2,129; and

WHEREAS, the contract with the WorkPlace requires annual re-authorization by the Board of Commissioners, now therefore

BE IT RESOLVED, that the Board of Commissioners hereby authorizes payment in the amount of \$5,443.50 for 2011; and

BE IT FURTHER RESOLVED, that the final year of the contract with the WorkPlace is hereby re-authorized for 2013 with a \$30,000 threshold, and payment is authorized for services rendered to date in 2013 in the amount of \$24,216.75; and

BE IT FURTHER RESOLVED, that the Executive Director and General Counsel are hereby authorized to renegotiate the terms of the contract to meet the service and cost saving needs of the 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 20th day of June, 2013.

Joseph Ruggiero, Secretary

BRIDGE OPERATIONS:

1) Transcom Open Reach Assessment 2013

Mr. Ferguson reported to the Board that Transcom's Open Reach is a web interface that allows NYSBA personnel to log into the Transcom regional conditions database. This system allows member agencies to enter traffic and road conditions that may affect the travelling public throughout the region, including on NYSBA facilities. Additionally it allows the Authority to receive notifications of and monitor events which occur throughout the area that can impact traffic crossing our facilities. A fee is assessed upon each member agency annually for maintenance, operation, and expansion of the system. An invoice for the Authority's 2013 share of Transcom's Open Reach program in the amount of \$16,126.00 which represents a 7.5% increase over the 2012 amount of \$15,000 was presented to the Board for their approval. 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.: 013-068
Resolution Date: June 20, 2013

WHEREAS, the Authority Board has reviewed the memorandum regarding the annual assessments for Transcom's Openreach interface; now therefore

BE IT RESOLVED that the Board approves payment for the 2013 Annual Openreach assessments in the amount of \$16,126.00; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

2) Transcom Annual Assessment

Mr. Ferguson indicated to the Board that on January 29, 2013, the TRANSCOM budget was approved, except for the authorization of the Technical Additions category. (Additional time was given for several agencies to peruse the items in that category). The invoice reflects the Authority's share of TRANSCOM's Operations Support, minus the Tech Additions. The Authority's annual contribution remains at 1.96% of TRANSCOM's overall operations cost. Mr. Ferguson added that it is expected that a recommendation on the Tech Additions category will be brought back to the Board, at which time a subsequent invoice will be issued for the additional approved amount, if any. Chairman Gerentine called for a motion. On a motion of Commissioner Higgins, seconded by Vice Chairman Ramaglia, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 013-069

Resolution Date: June 20, 2013

WHEREAS, the Authority has reviewed the memorandum regarding the annual membership dues for TRANSCOM including Technical Additions; now therefore

BE IT RESOLVED that the Board approves payment for 2013 TRANSCOM Technical Additions in the amount of \$18,240.00; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

3) New York State Thruway Authority - 1st Quarter 2013 E-ZPass Expenses

Mr. Ferguson and Mr. Savosky have reviewed the invoice from the New York State Thruway Authority for 1st quarter 2013 Bridge Authority E-ZPass expenses for the period January 1, 2013 through March 31, 2013 and as such find them to be true and accurate and recommend that they be paid in the amount of \$860,849.95. 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.: 013-070
Resolution Date: June 20, 2013

WHEREAS, the Board has reviewed the report relative to the payment to the New York State Thruway Authority for 1st Quarter 2013 Bridge Authority E-ZPass costs in the amount of \$860,849.95; now therefore

BE IT RESOLVED that this payment is hereby approved at a cost not to exceed \$860,849.95; 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 20th day of June 2013.

Joseph Ruggiero, Secretary

REPORTS TO BOARD:

1) Governance Committee Report – Code of Conduct

Chairman Gerentine made a motion to move the adoption of the Code of Conduct as recommended by the Governance Committee. On a motion of Commissioner Higgins, seconded by Vice Chairman Ramaglia, the following resolution was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY
BOARD RESOLUTION

Resolution No.: 013-071
Resolution Date: June 20, 2013

WHEREAS, under Executive Law Article 4-A, JCOPE (the Joint Commission on Public Ethics) and the state Inspector General's office have jointly issues guidelines for a "Uniform Code of Conduct" to 'prevent or eliminate corruption, fraud, criminal activity, conflicts of interest and abuse'; and,

WHEREAS, state entities, including authorities, were directed to construct a 'Code of Conduct' for incorporation into policies and procedures with various suggestions and requirements including annual certifications by employees; and,

WHEREAS, the New York State Bridge Authority (NYSBA) places significant importance on accountability and transparency in its operations and policies and has incorporated these relevant policies into a uniform New York State Bridge Authority Code of Conduct; and,

WHEREAS, each of these policies has been reviewed by Counsel and meet the criteria established by JCOPE and the Inspector General's office as well as applicable concurrent requirements of the Authority Budget Office (ABO); now therefore,

BE IT RESOLVED that the Board certifies that the New York State Bridge Authority Code of Conduct shall apply to all employees of the Authority and, in compliance with Executive Law Article 4-A, requires all employees to annually acknowledge that they have received, read, and understand the Code of Conduct; 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 20th day of June, 2013.

Joseph Ruggiero, Secretary

2) 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 May.

3) May 2013 Traffic and Revenue Analysis

Year to date Bridge Authority's traffic numbers are down 388,050 from last year's traffic count, a decrease of 1.65%. The overall trend appears to be leveling off with slight year over year increases in traffic for April and May. All five bridges saw an increase in overall traffic in May with 47,902 more vehicles than last year. No action was required by the Board.

4) May 2013 E-ZPass Sales Analysis

Mr. Ruggiero indicated that there have been 4,445 E-ZPass Tags sold in full service lanes since mid-December 2012. The Authority sold 1,109 tags in May 2013, compared to only 50 sold in May of 2012. Year-to-date 2013 tag sales are 4,399, compared to 356 sold year to date 2012, an increase of 1,135%. No action was required by the Board.

Chairman Gerentine reported that the request for an approval of Mr. Ruggiero's outside activity to serve as a Trustee for the Grinnell Library District in the Town of Wappinger has been granted by the New York State Joint Commission on Public Ethics.

This concluded the regular meeting. Chairman Gerentine asked for a motion to adjourn the meeting. On a motion of Commissioner Dressel, seconded by Commissioner Higgins and approved unanimously, the regular meeting adjourned at 4:02 P.M.

The next regular meeting is scheduled for July 18, 2013 at 3:00 P.M. at Headquarters.