



## **REGULAR BOARD MEETING AGENDA** **THURSDAY, JUNE 17, 2021 – 3:00 P.M.**

### **1. ADOPT THE ANNUAL & REGULAR BOARD MEETING MINUTES OF MAY 27, 2021**

### **2. BUSINESS ITEMS:**

- Administration & Human Resources:
  - a. Cleaning Service Renewal
- Engineering & Maintenance:
  - a. NBB Plow/Pattern Truck Procurement – BA-2021-RE-109-AC
  - b. Jobs in Progress Monthly Report
- Financial:
  - a. Monthly Investment Report
  - b. NYSTA MOU First Amendment
  - c. Cyber Liability Coverage
  - d. Toll System provider Change Order BA-2020-RO-011-IT
  - e. Internal Control Systems Auditor Award BA-2021-OA-009-PS
  - f. 2021 Maintenance Reserve Fund Balance Determination
  - g. Quarterly Operations Report Q1 2021
- Information Technology:
  - a. Microsoft Licensing Renewal

- Bridge Operations:
  - a. None
- Media and Public Information:
  - a. None

**REPORTS TO THE BOARD:**

- a. Executive Director's Monthly Activity Report
- b. May 2021 Traffic and Revenue Analysis
- c. May 2021 E-ZPass Sales Analysis
- d. Historic Bridges of the Hudson Valley Status Report

**3. PRESENTATION TO THE BOARD:**

**4. OLD BUSINESS:**

- a. Contract with Kathy Burke HBHV

**5. NEW BUSINESS:**

**6. ATTORNEY CLIENT PRIVILEGE:**

**7. ADJOURNMENT:**

**NEXT MEETING**  
**July 15, 2021**  
**Regular Meeting**  
**3:00 p.m.**

MINUTES OF THE **ANNUAL MEETING** OF THE  
NEW YORK STATE BRIDGE AUTHORITY

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON  
MAY 27, 2021

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Business agenda documents/reports are mailed to the Board Members and General Counsel one week prior to the meeting. Board meetings are web cast and available on-line.

IN ATTENDANCE VIA ZOOM TELECONFERENCE:

BOARD MEMBERS:

McDonald, Joan, Chair  
Bruni, Maria, Vice Chair  
Berardi, Alexander, Commissioner  
Gilbert, Ilan, Commissioner  
Jarvis, Colin, Commissioner  
O'Brien, Michael, Commissioner

OFFICERS:

Rosso, Jennifer Secretary  
Bushek, Brian, Treasurer

The annual meeting was called to order at 3:04pm by Vice Chairman Bruni who stated that the first order of business was to elect a Chair. On a motion of Commissioner Berardi seconded by Commissioner O'Brien, the following resolution to re-elect Joan McDonald as the Chair was adopted unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD R E S O L U T I O N

Resolution No.: 021-045  
Resolution Date: May 27, 2021

WHEREAS, Section 528 of the Public Authorities Law and the Bylaws of the New York State Bridge Authority confer upon the Authority the power to appoint or elect officers; now therefore,

BE IT RESOLVED that Joan McDonald is hereby elected Chair of the New York State Bridge Authority; and,

BE IT FURTHER RESOLVED that the Chair will hold office and perform the duties as prescribed in the Authority Bylaws until her successor has been duly elected.

IN WITNESS WHEREOF, this resolution has been duly adopted this 27th day of May 2021.

\_\_\_\_\_  
Secretary

Chair McDonald stated that the next order of business was to elect officers and placed in nomination Maria Bruni as the Vice Chair, Jennifer Rosso as the Secretary, Frank Hoare as the General Counsel and Brian Bushek as Treasurer. Chair McDonald called for a motion. On motion of Commissioner Gilbert, seconded by Commissioner O'Brien, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-046  
Resolution Date: May 27, 2021

WHEREAS, Section 528 of the Public Authorities Law and the Bylaws of the New York State Bridge Authority confer upon the Authority the power to appoint or elect officers; now therefore,

BE IT RESOLVED that the following officers are hereby elected:

Vice Chair	Maria Bruni
Secretary	Jennifer Rosso
General Counsel	Frank Hoare
Treasurer	Brian Bushek

BE IT FURTHER RESOLVED that these officers shall hold office and perform the duties as prescribed in the Authority Bylaws until their successors have been duly elected; and,

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27th day of May 2021.

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Secretary

Chair McDonald stated that there were three resolutions concerning appointments to various committees of the Authority. Chair McDonald called for a motion to adopt the resolution regarding the Audit Committee. On a motion of Commissioner O'Brien, seconded by Commissioner Jarvis, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-047  
Resolution Date: May 27, 2021

WHEREAS, Section 2824 of the Public Authorities Law requires not less than three Board members to constitute the Authority's Audit Committee; now therefore,

BE IT RESOLVED that Alexander Berardi, Maria Bruni and Ilan Gilbert are hereby appointed to the Authority's Audit Committee; and,

BE IT FURTHER RESOLVED that Alexander Berardi shall serve as Chair of the Audit Committee.

IN WITNESS WHEREOF, this resolution has been duly adopted this 27th day of May 2021.

\_\_\_\_\_  
Secretary

Chair McDonald called for a motion to adopt the resolution regarding the Finance Committee. On a motion of Commissioner Berardi, seconded by Commissioner Gilbert, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-048  
Resolution Date: May 27, 2021

WHEREAS, Section 2824 of the Public Authorities Law requires not less than three Board members to constitute the Authority's Finance Committee; now therefore,

BE IT RESOLVED that Michael O'Brien, Joan McDonald and Maria Bruni are hereby appointed to the Authority's Finance Committee; and,

BE IT FURTHER RESOLVED that Michael O'Brien shall serve as Chair of the Finance Committee.

IN WITNESS WHEREOF, this resolution has been duly adopted this 27th day of May 2021.

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Secretary

Chair McDonald called for a motion to adopt the resolution regarding the Governance Committee. On a motion of Commissioner O'Brien, seconded by Commissioner Bruni, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-049  
Resolution Date: May 27, 2021

WHEREAS, Section 2824 of the Public Authorities Law requires not less than three Board members to constitute the Authority's Governance Committee; now therefore,

BE IT RESOLVED that Joan McDonald, Colin Jarvis, and Alexander Berardi are hereby appointed to the Authority's Governance Committee; and,

BE IT FURTHER RESOLVED that Joan McDonald shall serve as Chair of the Governance Committee.

IN WITNESS WHEREOF, this resolution has been duly adopted this 27th day of May 2021.

\_\_\_\_\_  
Secretary



Chair McDonald stated that the next order of business was the “Meeting Calendar” which is the schedule of Bridge Authority Board meetings for the following year. Chair McDonald called for a motion. On a motion of Commissioner Gilbert, seconded by Commissioner O’Brien, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-050  
Resolution Date: May 27, 2021

WHEREAS the Board of Commissioners meets on a monthly basis to conduct the business of the Authority; now therefore,

BE IT RESOLVED that the NYS Bridge Authority establishes the following for the next 12 months as regular monthly meeting dates:

June 17, 2021  
July 15, 2021  
August 19, 2021  
September 16, 2021  
October 21, 2021  
November 18, 2021  
December 16, 2021  
January 20, 2022  
February 17, 2022  
March 17, 2022  
April 21, 2022  
May 19, 2022

BE IT FURTHER RESOLVED that Public Notice of board meetings will be posted in accordance with the Public Meeting Law; and,

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27th day of May 2021.

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Secretary

Chair McDonald stated that the next order of business was the appointment of a police officer. Chair McDonald called for a motion. On a motion of Commissioner Berardi, seconded by Commissioner O'Brien, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-051  
Resolution Date: May 27, 2021

WHEREAS, Section 528, Public Authorities Law, confers upon the New York State Bridge Authority the power to appoint or designate one or more persons as police officers for the Authority; now therefore,

BE IT RESOLVED that Salvatore Rosso is hereby reaffirmed as a New York State Bridge Authority police officer to hold such position until separated from the service of the Bridge Authority or until such earlier date as this Authority shall determine; and,

BE IT FURTHER RESOLVED that nothing herein shall be construed to confer on any individual the right to carry firearms or a weapon in the course of his or her duties for the Authority or that no firearms shall be permitted on Bridge Authority premises except as provided by law; and,

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27th day of May, 2021.

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Secretary

Chair McDonald stated the final order of business was the Storm Water Management Report. The report has been posted on the Authority website and the public is able to submit comments on the report. Mr. Bushek noted there were no public comments in writing or otherwise received prior to the meeting. Chair McDonald then called for a motion on the resolution to accept the Storm Water Management report, submit it to the Department of Environmental Conservation, and have it available on the Bridge Authority's website. On a motion of Commissioner O'Brien, seconded by Vice Chair Bruni, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-052  
Resolution Date: May 27, 2021

WHEREAS, the New York State Bridge Authority is required to file an annual Storm Water Management Report; and

WHEREAS, the Authority has completed the report and posted the report on the Authority Website; and

WHEREAS, the Authority has held a public hearing to discuss the Storm Water Management Report on May 27, 2021; and

WHEREAS, the Authority's Engineering Department has reviewed and accepted the report; now therefore

BE IT RESOLVED that the Board accepts this report for filing at the offices of New York State Department of Environmental Conservation; and

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27th day of May 2021.

\_\_\_\_\_  
Secretary

This concluded the Annual Meeting. Chair McDonald asked for a motion to close the Annual meeting. On a motion of Commissioner Berardi, seconded by Vice Chair Bruni, the Annual Meeting ended at 3:19pm.

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

HELD AT HEADQUARTERS, HIGHLAND, N.Y. ON  
MAY 27, 2021

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IN ATTENDANCE VIA ZOOM TELECONFERENCE:

BOARD MEMBERS:

McDonald, Joan, Chair  
Bruni, Maria, Vice-Chair  
Berardi, Alexander, Commissioner  
Gilbert, Ilan, Commissioner  
Jarvis, Colin, Commissioner  
O'Brien, Michael, Commissioner

OFFICERS:

Rosso, Jennifer, Secretary  
Bushek, Brian, Treasurer

Chair McDonald called the meeting to order at 3:54pm. First order of business was to adopt the Regular Board meeting minutes of April 15, 2021. Chair McDonald called for a motion. On a motion of Commissioner O'Brien, seconded by Commissioner Gilbert, the minutes of the April 15, 2021 Regular meeting were adopted as amended unanimously by the Commissioners present:

ENGINEERING1) Negative SEQR Declaration – BMB AET Conversion BA-2020-RE-107-DE

Mr. Wright indicated to the Board that In July 2020, our Board approved issuing a Supplemental Agreement to Modjeski & Masters, under their current General Consultant agreement, to design a new gantry and demolish the toll booths at the BMB, in preparation to convert to AET. As lead agency, NYSBA has determined that the project will have no significant environmental impact and a Draft Impact Statement will not be prepared. Chair McDonald called for a motion. On a motion of Commissioner Jarvis, seconded by Commissioner Berardi, Chair McDonald called for roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-053

Resolution Date: May 27, 2021

State Environmental Quality Review

**NEGATIVE DECLARATION**

Notice of Determination of Non-Significance

This notice issued pursuant to Part 617 of the implementing regulations pertaining to Article 8 (State Environmental Quality Review Act) of the Environmental Conservation Law.

The New York State Bridge Authority, as Lead Agency, has determined that the proposed action described below will not have significant environmental impact and a Draft Impact Statement will not be prepared.

**Name of Action:** Bear Mountain Bridge All Electronic Toll Project

**SEQRA Status:** Unlisted

**Conditioned Negative Declaration:** No

**Location of Action:** Bear Mountain Bridge, Toll Plaza, West of the Hudson River, Stony Point, Rockland County, NY

**Description of Action:** The project proposes the construction of all electronic tolls on the west end of the Bear Mountain Bridge. Work will include 4' diameter drilled shafts to support the overhead gantry and a conduit trench on the south side connecting to the Administration Building. The existing toll booths will be demolished and removed from the site. All Electronic Tolling makes for safer travel for the public and is a greener alternative in comparison to toll booths, since cars and trucks are no longer required to stop.

**Reason Supporting this Determination:** The New York State Authority (NYSBA) has reviewed the project using the criteria provided in 617.4 of SEQRA and has declared this action to be an Unlisted Action. After considering the criteria for determining significance as set forth in 6 NYCRR § 617.7, the NYSBA has determined, for the reasons discussed below, that the proposed Project will not have a significant adverse impact on the environment and the issuance of a negative

declaration under SEQRA is warranted.

- (i) There will be no significant adverse change in existing air, ground or surface water quality or quantity; traffic or noise levels; or an increase in potential for erosion, flooding, leaching or drainage issues.
- (ii) There will be no removal or destruction of large quantities of vegetation or fauna; substantial interference with the movement of any resident or migratory fish or wildlife species; impacts on a significant habitat area; adverse impacts on a threatened or endangered species of animal or plant, or the habitat of such species; or other significant adverse impacts to natural resources.
- (iii) There will be no impairment of the environmental characteristics of a critical environmental area as designated pursuant to section 617.14(g) of this Part. No CEA will be impacted.
- (iv) There will be no creation of a material conflict with a community's current plans or goals or Coastal Management Plan as officially approved or adopted. The use is permitted under the Zoning Law.
- (v) There will be no impairment of the character or quality of important historical, archeological, architectural, or aesthetic resources.
- (vi) There will be no major change in the use of either the quantity or type of energy.
- (vii) There will be no creation of a hazard to human health.
- (viii) There will be no change in the use, or intensity of use, or land including agricultural, open space or recreational resources, or in its capacity to support existing uses.
- (ix) There will be no creation of a material demand for other actions that would result in one of the above consequences.
- (x) There will be no changes in two or more elements of the environment, no one of which has a significant impact on the environment, but when considered together, result in a substantial adverse impact on the environment.
- (xi) This action is not related to two or more related actions undertaken, funded or approved by an agency, none of which has or would have a significant impact on the environment, but when considered cumulatively would meet one or more of the criteria in this subdivision.

For all the reasons set forth above, it is clear that the proposed Project will not have any significant adverse impact on the environment and the issuance of a negative declaration under SEQRA is warranted.

**For further information:**

Contact Person: Jeffrey Wright, P.E., Chief Engineer  
 Address: NYSBA, PO Box 1010, Highland, NY 12528  
 Telephone Number: 845-691-4077

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27th day of May, 2021.

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Jennifer Rosso, Secretary

2) System-Wide Standby Readiness Increase – HVB Construction – BA-2020-RE-109-CM

Mr. Wright explained to the Board that the Authority awarded the current “System-Wide Bridge and Highway Repairs – Standby Readiness” contract in January of this year to Hudson Valley Bridge Construction, Inc., (HVB) in the amount of \$480,750.00. Mr. Wright requested an authorization from the Board to increase the emergency repair budget to cover All Electronic Tolling (AET) installations system-wide. The length of time it took to receive approval for our choice of Tolling consultant (Transcore) put us behind schedule and left us with a reduced timeline to prepare for this changeover to AET, thereby eliminating the opportunity to advertise and go out to bid. Mr. Wright recommended to increase HVB’s budget by \$5,000,000.00 to a not-to-exceed amount of \$5,480,750.00 dollars. The \$5 million increase will not be an increase to the capital program, but rather just a transfer of funds, which were allocated in the budget under the AET project to the emergency contractor. Chair McDonald called for a motion. On a motion of Commissioner O’Brien, seconded by Commissioner Jarvis, Chair McDonald called for roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-054

Resolution Date: May 27, 2021

WHEREAS, bids were solicited through the New York State Contract Reporter for the emergency contract entitled System-Wide Bridge & Highway Repairs – “Standby Readiness” (BA-2020-RE-109-CM) and two bids were received on November 20, 2020; the low bidder being the firm of Hudson Valley Bridge (HVB) Construction, Inc.; and

WHEREAS, an emergency services contract was awarded to HVB Construction, Inc., on January 21st, 2021 in an amount not-to-exceed \$480,750.00; and

WHEREAS, it would be in the public interest to increase the emergency repair budget to cover All Electronic Tolling (AET) installations system-wide due to the length of time it took for the Authority to receive approval for its choice of Transcore, as Tolling consultant, which led to a reduced timeline to prepare for changeover to AET, thereby eliminating the opportunity to publicly advertise and go out to bid; now therefore

BE IT RESOLVED that the Board of Commissioners of the New York State Bridge Authority approve an increase to the emergency services contract with HVB Construction, Inc., of Harriman, New York, of \$5,000,000.00 to a not-to-exceed amount of \$5,480,750.00; and

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27th day of May 2021.

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Jennifer Rosso, Secretary



### 3) Jobs in Progress

Mr. Wright advised the Board regarding the Engineering Jobs in Progress Report for the month. NBB Redecking project is on schedule. The next major step is performing another test concrete pour on June 2. The Bridge Authority was selected to submit a video of the NBB redecking project for the International Bridge Conference (June 7 – 11) which was submitted last week. Regarding the MHB Curb and Railing project, the contractor continues to work on the north curb and railing as well as under the finger joints at the Towers. Final Design Plans were reviewed and will be put out to bid with the AET Toll booth demo and plaza reconfiguration for the BMB Overlay Project. On a motion of Commissioner O'Brien and seconded by Commissioner Gilbert, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-055

Resolution Date: May 27, 2021

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 Acting Executive Director, or her 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 27th day of May 2021.

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Jennifer Rosso, Secretary

FINANCIAL:1) Investment Report

Mr. Bushek reviewed the monthly Investment Report noting seven investments for the month. Chair McDonald called for a motion. On a motion of Commissioner Berardi and seconded by Commissioner Gilbert, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-056Resolution Date: May 27, 2021

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 April 15, 2021; now therefore

BE IT RESOLVED, that the Board of Commissioners of 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 Acting Executive Director, or her 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 27<sup>th</sup> day of May, 2021.

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Jennifer Rosso, Secretary

2) Authorization for Designation of Underwriter Pool for Authority Bond Issues – BA-2021-OA-012PS

Mr. Bushek presented the designation of underwriter pool resolution that would be brought to the Board indicating it was discussed by both the financial advisor and bond counsel previously. Mr. Bushek indicated that the memo provided by the financial advisor evaluating the underwriters was reviewed and the Authority concurs with their recommendations based on its own review. Chair McDonald called for a motion. On a motion of Commissioner O'Brien and seconded by Commissioner Gilbert, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-057

Resolution Date: May 27, 2021

WHEREAS, in accordance with the Authority's bond sale guidelines, the Authority has issued a request for proposals for qualified investment banking firms with experience in the structuring or structuring and marketing of tax-exempt debt instruments, and a notice of such request was published in the State Contract Reporter, in order to identify a pool of qualified firms for a term of up to three years, with the option on the part of the Authority in its sole discretion to lengthen the term for two additional one-year periods; and

WHEREAS, the Finance Committee has reviewed the recommendation of the Authority's Financial Advisor summarizing their findings regarding the responses received, including the evaluation of proposer responsiveness, qualifications, marketing proposals, any identified conflict of interest, impropriety or appearance of impropriety, the Authority's MBE, WBE and SDVOB goals, and such other factors as deemed relevant; and the Committee has approved such findings and forwarded its recommendation to this Board; now therefore

BE IT RESOLVED that the New York State Bridge Authority does hereby approve the following firms for the underwriting pool for purposes of Authority bond issues approved to be sold by negotiated competitive sale or private placement:

Underwriting Pool--Senior Manager: BofA Securities, Inc., J.P. Morgan Securities, LLC, Morgan Stanley & Co., LLC, RBC Capital Markets, LLC, and Seibert Williams Shank & Co., LLC

Underwriting Pool--Co-Manager: Blaylock Van, LLC, Jefferies LLC, Mischler Financial Group, Inc., Oppenheimer & Co., Inc., Ramirez & Co., Inc., and Raymond James Associates, Inc.

BE IT FURTHER RESOLVED that the Acting Executive Director, or their 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 27th day of May, 2021.

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Jennifer Rosso, Secretary

3) Fifth Supplemental Bond Resolution Authorizing General Revenue Bonds

Mr. Bushek presented the fifth supplemental bond resolution that was brought to the Board indicating it was discussed by both the financial advisor and bond counsel previously. Mr. Bushek noted that this resolution authorizes the new money within the parameters specified. Chair McDonald called for a motion. On a motion of Vice-Chair Bruni and seconded by Commissioner Jarvis, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-058

Resolution Date: May 27, 2021

NEW YORK STATE BRIDGE AUTHORITY

FIFTH SUPPLEMENTAL BOND RESOLUTION

Authorizing Up To

\$95,165,000 NEW YORK STATE BRIDGE AUTHORITY  
GENERAL REVENUE BONDS, SERIES 2021

Adopted May 27, 2021

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Relating To:  
General Revenue Bonds, Series 2021  
Issued Under and Pursuant to the  
General Revenue Bond Resolution Adopted December 19, 1996, as amended

Fifth Supplemental Resolution Authorizing Up To  
\$95,165,000 NEW YORK STATE BRIDGE AUTHORITY  
GENERAL REVENUE BONDS, SERIES 2021

BE IT RESOLVED by the members of the New York State Bridge Authority, pursuant to the General Revenue Bond Resolution adopted by the Authority on December 19, 1996, as amended (the "Bond Resolution") as follows:

ARTICLE I

DEFINITIONS AND AUTHORITY

Section 1.01. Definitions. (a) Capitalized terms used herein and not otherwise defined shall have the respective meanings accorded such terms in the Bond Resolution.

(b) The following terms shall have the following meanings herein unless the context otherwise requires:

"Amortized Value" shall mean the principal amount of the Bonds to be redeemed pursuant to a make-whole call multiplied by the price of such Bonds expressed as a percentage, calculated based on the industry standard method of calculating bond prices, with a delivery date equal to the redemption date, the maturity date of such Bonds and a yield equal to such Bond's original reoffering yield set forth in the official statement for such Series.

"Authorized Amount" shall mean the aggregate principal amount not to exceed \$95,165,000.

"Beneficial Owner" shall mean, so long as the Series 2021 Bonds are exclusively in book-entry form as provided in Section 3.01 hereof, the owner of a beneficial interest in any Series 2021 Bond through a participant in DTC.

"Certificate of Determination" shall mean the Certificate of Determination delivered pursuant to this Supplemental Resolution in connection with the Series 2021 Bonds.

"Designated Quotation Agent" shall mean the Financial Advisor appointed by the Authority for such purpose.

"DTC" shall mean The Depository Trust Company or its successor or successors.

"Executive Director" shall mean the Executive Director of the Authority or its Acting Executive Director.

"Financial Advisor" shall mean a municipal advisor registered with the MSRB and SEC

and appointed by the Authority.

"First Supplemental Resolution" shall mean the Supplemental Resolution adopted December 19, 1996 authorizing the issuance of the Series 1997 Bonds, as from time to time amended and supplemented.

"Fourth Supplemental Resolution" shall mean the Supplemental Resolution adopted March 15, 2012, authorizing the issuance of the Series 2012 Bonds, as from time to time amended and supplemented.

"Make-Whole Redemption Price" shall mean the greater of (x) the Amortized Value of the Series 2021 Bonds to be redeemed, and (y) the sum of the present values of the payments of principal and interest (not including accrued interest to the redemption date) to be paid on the Bonds to be redeemed from and including the redemption date to the maturity date of such Bonds, discounted to the redemption date on a semiannual basis (assuming a 360 day year of twelve 30 day months) at the Tax-Exempt Municipal Bond Rate for such Bonds plus the increment, if any (provided that such increment may not be less than zero), set forth in the Certificate of Determination authorizing such issue, plus accrued interest to the redemption date.

"Tax-Exempt Municipal Bond Rate" shall mean with respect the Series 2021 Bonds on a given redemption date, the "Comparable AAA General Obligations" yield curve rate for the maturity date of the Bonds, as published by Municipal Market Data at the close of business three days prior to the related redemption date. If no such yield curve rate is established for the applicable year, the "Comparable AAA General Obligations" yield curve rate for the two published maturities most closely corresponding to the applicable year will be determined and the "Tax- Exempt Municipal Bond Rate" will be interpolated or extrapolated from those yield curve rates on a straight-line basis. In calculating the Tax-Exempt Municipal Bond Rate, should Municipal Market Data no longer publish the "Comparable AAA General Obligations" yield curve rate, then the Tax-Exempt Municipal Bond Rate will equal the Consensus Scale yield curve rate for the applicable year made available daily by Municipal Market Advisors. In the event Municipal Market Advisors no longer publishes the Consensus Scale, the Tax-Exempt Municipal Bond Rate will be determined by the Designated Quotation Agent, based upon the rate per annum equal to the semiannual equivalent yield to maturity of those tax-exempt general obligation bonds rated in the highest rating category by Moody's Investors Service and Standard and Poor's Ratings Services with a maturity date equal to the maturity date of such Bonds having characteristics (other than ratings) most comparable to those of such Bonds in the judgment of the Designated Quotation Agent. The Designated Quotation Agent's determination of the Tax-Exempt Municipal Bond Rate is final and binding in the absence of manifest error.

"Official Statement" shall mean the final official statement of the Authority, relating to the Series 2021 Bonds.

"Owner" shall mean, with respect to any Series 2021 Bond or Bonds, the registered

owner of such Series 2021 Bond or Bonds.

"Preliminary Official Statement" shall mean the preliminary official statement of the Authority relating to the Series 2021 Bonds.

"Series Project" shall mean the reconstruction and rehabilitation capital projects for the Bridge System described in and in the estimated amounts set forth at Exhibit B to this Supplemental Resolution.

"Purchase Contract" shall mean the accepted agreement for the purchase of the Series 2021 Bonds executed by the Authority and the Underwriter.

"Second Supplemental Resolution" shall mean the Supplemental Resolution adopted January 17, 2002, as amended on February 21, 2002, authorizing the issuance of the Series 2002 Bonds, as from time to time amended and supplemented.

"Series 1997 Bonds" shall mean the Authority's General Revenue Bonds, Series 1997 authorized pursuant to the First Supplemental Resolution dated January 1, 1997 and issued January 22, 1997 in the original aggregate principal amount of \$49,015,000.

"Series 2002 Bonds" shall mean the Authority's General Revenue Bonds, Series 2002 authorized pursuant to the Second Supplemental Resolution dated February 1, 2002 and issued March 7, 2002 in the original aggregate principal amount of \$50,000,000.

"Series 2011 Bonds" shall mean the Authority's General Revenue Refunding Bonds, Series 2011 authorized pursuant to the Third Supplemental Resolution.

"Series 2012 Bonds" shall mean the Authority's General Revenue Bonds, Series 2012 authorized pursuant to the Fourth Supplemental Resolution.

"Series 2021 Bonds" shall mean the Authority's General Revenue Bonds, Series 2021 authorized pursuant to this Fifth Supplemental Resolution.

"Series 2021 Refunding Bonds" shall mean the Authority's General Revenue Refunding Bonds, Series 2021 authorized pursuant to a Sixth Supplemental Resolution.

"Supplemental Resolution" shall mean this Fifth Supplemental Resolution authorizing the issuance of up to the Authorized Amount of General Revenue Bonds, Series 2021, as from time to time amended and supplemented.

"Third Supplemental Resolution" shall mean the Supplemental Resolution adopted June 16, 2011, as amended on August 14, 2011, authorizing the issuance of the Series 2011 Bonds, as from time to time amended and supplemented.

"Underwriter" or "Underwriters" shall mean the underwriter or underwriters designated by the Executive Director from a pool of underwriters approved by resolution of the



Board of the Authority as the original purchasers of the Series 2021 Bonds.

Section 1.02. Authority for this Supplemental Resolution. This Supplemental Resolution is adopted pursuant to the provisions of the Bond Resolution and the Act. This Supplemental Resolution is the fifth supplemental resolution issued under and pursuant to the Bond Resolution, as amended and supplemented by the First Supplemental Resolution, the Second Supplemental Resolution, the Third Supplemental Resolution and the Fourth Supplemental Resolution.

Section 1.03. Supplemental Resolution to Constitute Contract. In consideration of the purchase and acceptance of any and all of the Series 2021 Bonds authorized to be issued hereunder by those who shall hold the same from time to time, this Supplemental Resolution shall be deemed to be and shall constitute a contract between the Authority and the holders from time to time of the Series 2021 Bonds.

## ARTICLE II

### AUTHORIZATION AND ISSUANCE OF SERIES 2021 BONDS

Section 2.01. Authorization of Series 2021 Bonds. (a) Pursuant to the provisions of the Bond Resolution, a Series of Bonds entitled to the benefit, protection and security of the provisions of the Bond Resolution is hereby authorized in the aggregate principal amount upon original issuance of up to the Authorized Amount. Such Series 2021 Bonds shall be designated "New York State Bridge Authority, General Revenue Bonds, Series 2021" with a letter, if any, as may be specified in the Certificate of Determination. The Series 2021 Bonds may be issued only in fully registered form, without coupons. The Series 2021 Bonds shall be issued as Bonds secured by the Debt Service Reserve Fund together with any Outstanding Bonds secured thereby and any Additional Bonds secured thereby in accordance with the Bond Resolution.

(b) The Series 2021 Bonds shall be issued (i) to finance a portion of the Costs of the Series 2021 Project; (ii) to provide for certain required deposits to the Funds and Accounts designated by the Bond Resolution, this Supplemental Resolution, and the Certificate of Determination, and (ii) to pay administrative, legal, engineering, financial, accounting and other expenses incident to the issuance of the Series 2021 Bonds.

(c) The Series 2021 Bonds shall be dated on any date on or after July 1, 2021, as provided in the Certificate of Determination.

(d) There is hereby delegated to any Authorized Officer of the Authority, subject to the limitations contained herein and in the Bond Resolution, the power with respect to the Series 2021 Bonds to determine and carry out the following:

(1) The principal amount of Series 2021 Bonds to be issued in an aggregate principal amount of up to the Authorized Amount;

(2) The date or dates, maturity date or dates and principal amount of each maturity of the Series 2021 Bonds, the amount and date of each Sinking Fund Installment, if any, and which Series 2021 Bonds, if any, are serial bonds or term bonds; provided that the Series 2021 Bonds shall mature no later than January 1, 2051;

(3) The interest rate or rates of the Series 2021 Bonds (including a zero interest rate), the date from which interest on the Series 2021 Bonds shall accrue and the interest payment dates, if any, therefor; provided, however, that the true interest cost on the Series 2021 Bonds (as determined by an Authorized Officer of the Authority, which determination shall be conclusive) shall not exceed six percent (6.00%) per annum;

(4) The Paying Agent or Paying Agents, if any, for the Series 2021 Bonds and, subject to the provisions of Section 9.02 of the Bond Resolution, the place or places of payment of the principal, Sinking Fund Installments, if any, Redemption Price of and interest on the Series 2021 Bonds;

(5) (i) The Redemption Price or Redemption Prices, if any, and, subject to Article IV of the Bond Resolution, the redemption funds, if any, for the Series 2021 Bonds; provided, however, that except as provided below, the Redemption Price of any Series 2021 Bond subject to redemption at the election of the Authority or in accordance with the Bond Resolution shall not be greater than one hundred two percent (102%) of the principal amount of the Series 2021 Bonds or portion thereof to be redeemed (except with respect to any redemption pursuant to a Make-Whole Redemption), plus accrued interest thereon to the date of redemption; and (ii) the Bonds may be issued subject to redemption as a whole or in part on any date at the option of the Authority (and if in part, at the option of the Authority as to maturity and by lot within a maturity), at the Make-Whole Redemption Price;

(6) Additional provisions for the sale or exchange of the Series 2021 Bonds and for the delivery thereof not otherwise set forth herein;

(7) Directions for the application of the proceeds of the Series 2021 Bonds not in conflict with the provisions hereof;

(8) Notwithstanding anything else in this resolution, the Series 2021 Bonds shall be issued in a principal amount not to exceed (i) the statutory cap provided in Section 532 of the Act, and (ii) the principal amount that meets the Additional Bonds test in Section 2.05 of the Resolution, as determined by a certificate of an Authorized Officer as of the date of sale thereof;

(9) The form of the authorized Bonds and the form of the Trustee's certificate of authentication thereon;

(10) The purchase price of the Series 2021 Bonds, subject to Section 4.01;

(11) To enter into an undertaking in such Authorized Officer's discretion with

respect to secondary market disclosure to allow the Underwriters to fulfill any obligations they may have under Rule 15(c)(2)(12) of the Securities and Exchange Commission, as such Rule may be amended; and

(12) Any other provisions deemed advisable by an Authorized Officer of the Authority, not in conflict with the provisions hereof or of the Bond Resolution, including, without limitation, incorporating a Credit Facility to the extent that an Authorized Officer of the Authority determines that such changes would be in the best interest of the Authority.

Such Authorized Officer shall execute a Certificate of Determination evidencing determinations or other actions taken pursuant to the Authority granted herein or in the Bond Resolution, and any such Certificate of Determination shall be conclusive evidence of the action or determination of such Authorized Officer as to the matters stated therein.

All Series 2021 Bonds issued pursuant to this Supplemental Resolution of like maturity shall be identical in all respects, except as to denominations, maturity amounts, interest rate, numbers and letters.

Section 2.02. Denominations. Numbers and Letters. The Series 2021 Bonds shall be issued in the denomination at maturity of \$5,000 or in the denominations of any whole integral multiple thereof unless a greater denomination is specified in the Certificate of Determination. The Series 2021 Bonds shall be issued in registered form, shall be lettered R followed by the number of the Series 2021 Bond, and shall be numbered consecutively from one (1) upward in order of their issuance. If more than one fully registered Series 2021 Bond is issued in a simultaneous transaction, such Bonds shall be numbered in such manner consistent with the above as the Trustee shall determine.

Section 2.03. Additional Determinations. To the extent an Authorized Officer of the Authority deems necessary or convenient to obtain a Credit Facility or obtain or preserve a rating on the Series 2021 Bonds or to obtain a no adverse impact letter relating to the rating on the Series 2021 Bonds, or otherwise give effect to the terms of sale of the Series 2021 Bonds, the Certificate of Determination may include, to the extent reasonable or necessary to provide for the terms of the Series 2021 Bonds, additional determinations (i) amending the forms of the Bond Resolution and this Supplemental Resolution; provided that such amendments shall be consistent with the provisions of Sections 2.01(d), and 4.01 hereof or (ii) providing for the interest rates, designation, maturities, terms of redemption and other terms with respect to the Series 2021 Bonds, including, but not limited to, minimum requirements on amounts held in the various Funds (which requirements are not inconsistent with the Bond Resolution and this Supplemental Resolution) and restrictions on investments of amounts held under the various Funds (which restrictions are not inconsistent with the Bond Resolution and this Supplemental Resolution).

Section 2.04. Application of Proceeds of the Sale of Series 2021 Bonds. The proceeds

of the sale of the Series 2021 Bonds shall be disposed of or applied, simultaneously with the issuance and delivery of the Series 2021 Bonds, in each case in amounts as determined in the Certificate of Determination, in the following order:

(1) in the Debt Service Fund, accrued interest, if any, received on the sale of the Series 2021 Bonds;

(2) in the Debt Service Reserve Fund, the amount of money, if any, necessary in order that upon delivery and issuance of the Series 2021 Bonds the amount in the Debt Service Reserve Fund is equal to the Debt Service Reserve Requirement after giving effect to such issuance;

(3) in the Insurance Fund, Maintenance Reserve Fund and Operating Fund, such amounts, if any, as are set forth in the Certificate of Determination; and

(4) the balance of such proceeds shall be deposited in the Construction Fund to pay Costs of Issuance related to the Series 2021 Bonds and Costs of the Series 2021 Project.

Section 2.05. CUSIP Identification Numbers. CUSIP identification numbers may be printed on the Series 2021 Bonds, and included in redemption and payment notices in respect thereof, but no such number shall be deemed to be a part of any Series 2021 Bonds or a part of the contract evidenced thereby, and no liability shall thereafter attach to the Authority, the Trustee, the Paying Agent or any of their respective officers or agents because of or on account of said CUSIP identification numbers.

## ARTICLE III

## GENERAL TERMS AND PROVISIONS OF SERIES 2021 BONDS

Section 3.01. Non-Certificated Form. (a) In accordance with Section 3.11 of the Bond Resolution, the Authority hereby determines that the Series 2021 Bonds shall be issued exclusively in "book-entry" form. The initial owner of the Series 2021 Bonds shall be Cede & Co., on behalf of DTC, which shall hold one or more immobilized certificates representing each maturity of the Series 2021 Bonds for the benefit of the Beneficial Owners of the Series 2021 Bonds; provided that if DTC shall request that the Series 2021 Bonds be registered in the name of a different nominee, the Trustee shall exchange all or a portion of the Series 2021 Bonds for an equal aggregate principal amount of Series 2021 Bonds registered in the name of such other nominee or nominees of DTC. All transfers of Series 2021 Bonds shall be effected as set forth in Section 3.06 of the Bond Resolution; provided that the Authority understands and agrees that DTC shall establish procedures with its participants for recording and transferring the ownership of beneficial interests in the Series 2021 Bonds. The Authority and the Trustee shall enter into a letter of representations ("the Letter of Representations") and other documentation necessary and desirable to effectuate the use of book-entry only form for the Series 2021 Bonds. In no event shall the Trustee be liable or responsible for the performance or failure to perform of DTC.

(b) Neither DTC nor Cede & Co. shall consent or vote with respect to the Series 2021 Bonds. DTC and Cede & Co. shall assign their consenting or voting rights to those participants of the DTC system to whose accounts Beneficial Owners are credited on the Record Date.

(c) For purposes of determining the consents of owners of the Series 2021 Bonds under Articles VIII, X or XI and Section 13.02 of the Bond Resolution, (i) the Trustee shall establish a record date for determination of beneficial ownership of such Series 2021 Bonds and shall give to DTC at least fifteen (15) calendar days' notice of any record date so established and (ii) the Trustee shall treat the consents of the Beneficial Owners as reported to the Trustee by DTC as consents of Owners of Series 2021 Bonds. In addition, for purposes of determining beneficial ownership, the Trustee may conclusively rely on DTC with respect to the identity of the Beneficial Owners.

Section 3.02. Forms of Series 2021 Bonds and Trustee's Authentication Certificate. Subject to the provisions of the Bond Resolution and except as otherwise provided in the Certificate of Determination, the Series 2021 Bonds and the Trustee's certificate of authentication shall be in substantially the forms set forth at Exhibit A attached hereto and incorporated herein by reference.

Section 3.03. Purchase in Lieu of Redemption. In addition to the provisions for redemption, if any, applicable to the Series 2021 Bonds, the Authority may, in its sole discretion, purchase at any time and from time to time, any Series 2021 Bonds which are redeemable at the election of the Authority from moneys set aside for payment of

debt service for such bonds to be redeemed or from other available moneys, at a price not greater than the redemption price thereof.

#### ARTICLE IV

##### APPROVAL OF SALE OF SERIES 2021 BONDS AND APPROVAL OF DOCUMENTS

Section 4.01. Sale of Series 2021 Bonds. The sale of the Series 2021 Bonds shall be by competitive or negotiated sale as determined by resolution of the Authority upon the recommendation of the Executive Director.

Section 4.02. Preparation and Delivery of Series 2021 Bonds. Upon execution of the Purchase Contract, the Executive Director and each other Authorized Officer is hereby authorized and directed to have the Series 2021 Bonds prepared in definitive form and delivered to the Trustee for authentication as provided in the Bond Resolution.

Section 4.03. Official Statement. (a) The Executive Director and each other Authorized Officer is hereby authorized (i) to authorize the Preliminary Official Statement with such provisions as such officer deems necessary or desirable and (ii) to deem the Preliminary Official Statement final as of its date for purposes of Rule 15c2-12 of the Securities and Exchange Commission ("Rule 15c2-12"), except for certain permitted omissions described in paragraph (b)(1) of Rule 15c2-12. The Executive Director and each other Authorized Officer is hereby authorized to distribute copies of the Preliminary Official Statement to prospective investors for the Series 2021 Bonds.

(b) Upon execution of the Purchase Contract, the Executive Director and each other Authorized Officer is hereby authorized to complete the final Official Statement with such changes, variations, omissions and insertions as the Executive Director or such other Authorized Officer shall deem necessary or desirable to finalize the Official Statement. The Executive Director and each other Authorized Officer is hereby further authorized to furnish the Underwriter copies of the final Official Statement, in the quantities described in the Purchase Contract or in such greater amount as the Executive Director or such other Authorized Officer determines to be appropriate, within seven (7) days of the execution of the Purchase Contract.

Section 4.04. Arbitrage and Use of Proceeds Certificate. There is hereby delegated to each Authorized Officer of the Authority the power to execute and deliver an Arbitrage and Use of Proceeds Certificate with respect to the Series 2021 Bonds. Any such execution by an Authorized Officer shall be conclusive evidence of the approval required hereby.

#### ARTICLE V

##### AMENDMENTS TO BOND RESOLUTION

Section 5.01. Amendments to Bond Resolution. The amendments set forth in this Article V are hereby adopted, provided that in accordance with Sections 10.04, and 11.02 of the Bond Resolution, such amendments shall be effective as to the Outstanding Series 2012 Bonds on the earlier of maturity or defeasance of the Outstanding Series 2012 Bonds in accordance with Section 13.01 of the Bond Resolution, or upon issuance of the Series 2021A Bonds if Owners of the Series of Bonds authorized by this Resolution shall be deemed to have consented to such amendments in accordance with Section 11.07 of the Bond Resolution as set forth in a Certificate of Determination.

Section 5.02. Amendments to Section 1.01 of the Bond Resolution. Section 1.01 of the Bond Resolution is hereby amended by amending the definitions of Balloon Indebtedness, Moody's Investor's Service, Rating Agency, Revenues, and Standard and Poor's, respectively, to read as follows:

"Balloon Indebtedness" shall mean Bonds or Subordinated Indebtedness of which, 25% or more of the principal installments (a) are due, or (b) at the option of the Owner thereof may be redeemed, during any period of twelve (12) consecutive months, and are not required by the applicable authorizing documents to be amortized by payment or redemption. Unless otherwise provided in a Supplemental Resolution authorizing Balloon Indebtedness, Balloon Indebtedness shall be treated as if such Bonds or Subordinated Indebtedness, as applicable, are to be amortized, from the end of the fifth anniversary of the issuance of such Balloon Indebtedness over a period of twenty-five (25) years thereafter, on a level debt service basis at an interest rate equal to the rate borne by such Balloon Indebtedness on the date of calculation, provided that if the date of calculation is within twelve (12) months before the actual maturity of such Balloon Indebtedness, the full amount of principal payable at maturity shall be included in such calculation. Anything to the contrary in a Supplemental Resolution, or any resolution relating to the issuance of Subordinated Indebtedness notwithstanding, during the year preceding the final maturity date of such Bonds or Subordinated Indebtedness, all of the principal thereof shall be considered to be due on such maturity date unless the Authority provides to the Trustee a certificate of a Financial Advisor certifying that, in its judgment, the Authority should, given the then current market conditions, be able to refinance such Balloon Indebtedness, in which event the Balloon Indebtedness shall be amortized over the term of the Bonds or Subordinated Indebtedness, as applicable, expected to refinance such Balloon Indebtedness and shall bear the interest rate specified in the certificate of the Financial Advisor.

"Moody's Investor's Service" shall mean Moody's Investor's Service, a corporation organized and existing under the laws of the state of Delaware, and if such corporation shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, "Moody's Investor's Service" shall be deemed to refer to any other nationally recognized securities rating agency designated by the Authority.

"Rating Agency" or "Rating Agencies" shall mean Standard & Poor's, Moody's

Investor's Service, Fitch Ratings, or Kroll Bond Rating Agency, Inc., to the extent they then maintain a rating on the Bonds at the request of the Authority.

"Revenues" shall mean (i) all tolls, revenues, rates, fees, charges, rents and other income and receipts, in each case derived by or for the account of the Authority from the operation of the Bridge System, including any amounts received by the Authority as a Government Direct Subsidy; (ii) proceeds of any insurance coverage on and condemnation awards in respect of the Bridge System and allocable to losses of operating revenues, income or receipts of the types referred to in this definition (including, without limitation, the proceeds of any business interruption or use and occupancy insurance and any portions of any net condemnation awards made in respect of lost revenues or disruptions in the receipt thereof); (iii) proceeds of the investment of any of the foregoing; and (iv) the investment proceeds of any and all amounts in the Funds and Accounts held by the Trustee pursuant to the Resolution, other than the Subordinated Indebtedness Fund and the Rebate Fund, to the extent available for application as Revenues under the terms hereof. Revenues shall include the proceeds of any gifts, grants or other income to the Authority from the government of the United States, the State or any public instrumentality of the State or any other individual or entity, to the extent (i) the Authority is not precluded by law, the grant or other operative contract or instrument from pledging or applying such amounts as Revenues, (ii) such amounts have been realized by the Authority or are reasonably expected by the Authority to be realized in the amounts and at the times taken into account pursuant to law or a legal obligation of the other party, and (iii) such amount are not proceeds of an obligation deposited in Series Reserve.

"Standard & Poor's" shall mean Standard & Poor's Ratings Services, a corporation organized and existing under the laws of the State of New York, and if such corporation shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, "Standard & Poor's" shall be deemed to refer to any other nationally recognized securities rating agency designated by the Authority.

Section 1.01 of the Bond Resolution is hereby further amended by inserting the following new definitions to read as follows:

"Fitch Ratings" shall mean Fitch Ratings, Inc., a corporation organized and existing under the laws of the state of Delaware, and if such corporation shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, "Fitch Ratings" shall be deemed to refer to any other nationally recognized securities rating agency designated by the Authority.

"Kroll Bond Rating Agency, Inc." shall mean Kroll Bond Rating Agency, Inc., a corporation organized and existing under the laws of the State of New York, and if such corporation shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, "Kroll Bond Rating Agency, Inc." shall be deemed to refer to any other nationally recognized securities rating agency designated by the Authority.



“Series Reserve” shall mean a reserve established with respect to a specific Series of Bonds pursuant to a Supplemental Resolution from moneys other than Revenues.

Section 5.03. Amendments to Section 2.01 of the Bond Resolution. Section 2.01(c) of the Bond Resolution is hereby amended by amending subsection (xiv) of such Section 2.01(c) to read as follows:

(xiv) the amount, if any, to be deposited in the Debt Service Reserve Fund, and, if the Authority desires to establish a Reserve Deposit in respect of such Series of Bonds, the number of months over which such Reserve Deposit shall be paid and the amount of such Reserve Deposit, and, if applicable, the amount to be deposited from amounts not constituting Revenues in a Series Reserve;

Section 5.04. Amendments to Section 2.03 of the Bond Resolution. Subdivisions (a) and (b) of Section 2.03 of the Bond Resolution are hereby amended to read as follows:

(a) In lieu of the required deposits into the Debt Service Reserve Fund referred to in Sections 2.02, 2.05 and 5.03 hereof, the Authority may, at any time, cause to be deposited into the Debt Service Reserve Fund, for the benefit of the Owners of Bonds secured by the Debt Service Reserve Fund, one or more Financial Guarantees payable to the Trustee for the benefit of the Owners of the Bonds or any Series thereof in an amount equal to the difference between the Debt Service Reserve Requirement and the remaining sums, if any, then on deposit in the Debt Service Reserve Fund. The Financial Guarantees shall be payable (upon the giving of notice as required thereunder) on any interest payment date on which moneys shall be required to be withdrawn from the Debt Service Reserve Fund and applied to the payment of principal or Redemption Price of or interest on any Bonds and such withdrawal cannot be met by other amounts on deposit in the Debt Service Reserve Fund or provided from any other available Fund under this Resolution. Upon issuance and delivery of the Financial Guarantee, all amounts on deposit in the Debt Service Reserve Fund in excess of the difference, if any, between the Debt Service Reserve Requirement and the amount of the Financial Guarantee, shall be transferred from the Debt Service Reserve Fund to the Revenue Fund.

(b) Any Financial Guarantee shall be issued by an institution having credit ratings at either of the two highest rating categories by the Rating Agencies. In the event the issuer of the Financial Guarantee shall fall below the second highest rating category of all such Rating Agencies, the Authority shall, within 120 days, obtain an alternate Financial Guarantee rated not lower than the second highest rating category of such Rating Agency; provided, however, that if the alternate Financial Guarantee is not obtained within 120 days, the Authority shall deposit in the Debt Service Reserve Fund, Net Revenues in the amount referred to in Section 5.03 hereof.

Section 5.05. Amendments to Section 2.06 of the Bond Resolution. Section 2.06 (a) of the Bond Resolution is hereby amended to read as follows:

(a) To the extent then permitted by law, one or more Series of Refunding Bonds may be issued at any time (i) to refund the principal and interest or principal only or interest only of Outstanding Bonds of one or more Series, or (ii) to refund one or more maturities within a Series or any Bonds of one or more maturities within one or more Series, or (iii) to refund any Prior Bonds, or (iv) to refund any Outstanding Subordinated Indebtedness. Refunding Bonds shall be issued in a principal amount sufficient, together with other moneys available therefor, to accomplish such refunding and to make the deposits in the Funds and Accounts under the Resolution required by the provisions of the Supplemental Resolution authorizing such Bonds. Refunding Bonds may be issued for the purpose described in clause (iv) above if the Authority meets the tests described in Section 2.05 hereof. Refunding Bonds may be issued for any of the purposes described in clauses (i) through (iii) above without meeting the tests required in Section 2.05 hereof upon receipt by the Trustee of a certificate of an Authorized Officer setting forth the Aggregate Debt Service for the then and each future Fiscal Year to and including the Fiscal Year in which the latest maturity of any Bonds of any Series then Outstanding matures (x) with respect to the Bonds of all series Outstanding immediately prior to the date of authentication and delivery of such Refunding Bonds, and (y) with respect to the Bonds of all Series to be Outstanding immediately thereafter, and (b) demonstrating that the Aggregate Debt Service set forth for each Fiscal Year pursuant to (y) above is no greater than that set forth for such Fiscal Year pursuant to (x) above.

Section 5.06. Amendments to Section 4.02 of the Bond Resolution. The first paragraph of Section 4.02 of the Bond Resolution is hereby amended to read as follows:

Section 4.02. Redemption at the Election or Direction of the Authority. In the case of any redemption of Bonds at the election or discretion of the Authority, the Authority shall give written notice to the Trustee of its election or direction so to redeem and specifying the redemption date, the Series and the principal amounts of the Bonds of each maturity of such Series to be redeemed.

Section 5.07. Amendments to Section 4.03 of the Bond Resolution. Section 4.03 of the Bond Resolution is hereby amended to read as follows:

Section 4.03. Redemption Otherwise Than at Authority's Election or Direction. Whenever by the terms of the Resolution or any Supplemental Resolution in respect of a Series the Trustee is required or authorized to redeem Bonds otherwise than at the election or direction of the Authority, the Bond Registrar shall select the Bonds to be redeemed and notify the Trustee of the Bonds so selected. The Trustee shall give the notice of redemption and, on the redemption date, pay the Redemption Price thereof, plus interest accrued and unpaid to the redemption date,

to the appropriate Paying Agents in accordance with the terms of Article IV and, to the extent applicable, Section 5.04.

Section 5.08. Amendments to Section 4.04 of the Bond Resolution. Section 4.04 of the Bond Resolution is hereby amended to read as follows:

Section 4.04. Selection of Bonds to be Redeemed. The Authority may elect to redeem less than all Outstanding Bonds of any Series. If the Authority elects to redeem less than all Outstanding Bonds of any Series, such Bonds shall be redeemable in inverse order of maturity or such other order as specified by an Authorized Officer of the Authority in writing to the Bond Registrar delivered no later than the date of delivery of the notice of redemption pursuant to Section 4.02 hereof. If less than all of the Bonds of any Series of like maturity shall be called for prior redemption, the particular Bonds or portions of Bonds to be redeemed shall be selected by the Bond Registrar by lot or using such method of selection as it shall consider proper in its discretion taking into account authorized denominations for such Series. The Bond Registrar shall notify the Trustee of the Bonds so selected.

Section 5.09. Amendments to Section 4.05 of the Bond Resolution. Subsection (a) of Section 4.05 of the Bond Resolution is hereby amended to read as follows:

(a) When any Bonds are to be redeemed, by Sinking Fund Installments or otherwise, the Trustee shall give notice of the redemption of the Bonds in the name of the Authority specifying (i) the Series of Bonds to be redeemed; (ii) the redemption date; (iii) the Redemption Price; (iv) the numbers and other distinguishing marks of the Bonds to be redeemed (except in the event that all of the Outstanding Bonds of any Series are to be redeemed) and CUSIP numbers of the maturities from which any Bonds are to be redeemed; (v) the place or places where amounts due upon such redemption will be payable; (vi) in the case of fully registered Bonds to be redeemed in part only, the respective portions of the principal thereof to be redeemed; and (vii) any conditions precedent to such redemption. Such notice shall state further that, assuming the due satisfaction of all conditions precedent, if any, to the redemption, on such date there shall become due and payable upon each Bond to be redeemed the Redemption Price thereof, together with interest accrued to the redemption date, and that, from and after such date, interest thereon shall cease to accrue. Except as otherwise provided in the related Supplemental Resolution for a Series of Bonds, the Trustee shall (x) mail a copy of such notice, first class mail, postage prepaid, not less than thirty (30) days nor more than sixty (60) days before the redemption date, to the registered owners of any Bonds or portions of Bonds to be redeemed at their last addresses appearing upon the registration books, and such notice shall be deemed conclusively to be received by the registered Holder whether or not such notice is actually received. The obligation of the Trustee to give the notice required by this Section 4.05 shall not be conditioned upon the prior payment to the Trustee of moneys or Defeasance Obligations sufficient to pay the Redemption Price of the Bonds or portions thereof to which such notice relates or the interest thereon to the redemption date.

Section 5.10. Amendments to Section 5.01 of the Bond Resolution. Subsection (a) of Section 5.01 of the Bond Resolution is hereby amended to read as follows:

(a) There are hereby pledged for the payment of the principal and Redemption Price of, and interest on the Bonds in accordance with their terms and the provisions of the Resolution, subject only to the provisions of the Resolution permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution, (i) the proceeds of sale of the Bonds, (ii) all Net Revenues, and (iii) all Funds and Accounts, other than the Operating Fund, the Subordinated Indebtedness Fund and the Rebate Fund, established by the Resolution, and (iv) any Series Reserve established pursuant to a Supplemental Resolution.

Section 5.11. Amendments to Section 5.05 of the Bond Resolution. Section 5.05 of the Bond Resolution is hereby amended to read as follows:

Section 5.05. Debt Service Reserve Fund. (a) If on the day preceding any interest payment date the amount in the Debt Service Fund shall be less than Accrued Aggregate Debt Service for all Bonds Outstanding that are secured by the Debt Service Reserve Fund, the Trustee shall apply amounts from the Debt Service Reserve Fund to the extent necessary to satisfy the deficiency.

(b) Whenever the moneys on deposit in the Debt Service Reserve Fund shall exceed the Debt Service Reserve Requirement, the Trustee, at the written direction of an Authorized Officer of the Authority, shall withdraw the amount of such excess and deposit such excess to the credit of the Revenue Fund.

(c) Whenever the amount in the Debt Service Reserve Fund, together with the amount in the Debt Service Fund, is sufficient to pay in full all Outstanding Bonds secured by the Debt Service Reserve Fund in accordance with their terms, the funds on deposit in the Debt Service Reserve Fund shall be transferred to the Debt Service Fund. Prior to said transfer, all investments held in the Debt Service Reserve Fund shall be liquidated by the Trustee to the extent necessary to provide for timely payment of the principal or Redemption Price of and interest on Bonds.

(d) In the event of refunding of any Bonds, the Authority may withdraw from the Debt Service Reserve Fund all or any portion of the amounts accumulated therein with respect to the Bonds being refunded and deposit such amounts with the Trustee to be held for the payment of the principal of or Redemption Price, if applicable, and interest on the Bonds being refunded; provided that such withdrawal shall not be made unless (i) upon such refunding, the Bonds being refunded shall be deemed to have been paid within the meaning and with the effect provided in the Resolution, and (ii) the amount remaining in the Debt Service Reserve Fund, after giving effect to any Credit Facility deposited in such Fund pursuant to the Resolution, shall not be less than the Debt Service Reserve Requirement and provided further that, at the time of such withdrawal, there shall exist no deficiency in

the Debt Service Fund.

(e) The Authority may determine by Supplemental Resolution that a Series of Bonds shall not be secured by the Debt Service Reserve Fund, in which case no amounts shall be required from the proceeds of such Series of Bonds for deposit in the Debt Service Reserve Fund and no amounts shall be payable from the Debt Service Reserve Fund to pay amounts due or payable with respect to such Bonds.

Section 5.12. Amendments to Section 13.01 of the Bond Resolution. Clause (iv) of subsection (b) of Section 13.01 is hereby amended to read as follows:

(iv) if any of said Bonds are not to be redeemed within the next succeeding 60 days, irrevocable instructions to mail, as soon as practicable, a notice to the holders of such Bonds that the deposit of moneys referred to in clause (iii) hereof has been made with the Trustee and that said Bonds are deemed to have been paid in accordance with this Section and stating the maturity or redemption date upon which moneys are to be available for the payment of the principal or Redemption Price, if applicable, of said Bonds. Any notice of redemption published pursuant to the immediately preceding sentence with respect to Bonds which constitute less than all of the Outstanding Bonds of any maturity within a Series shall specify the letter and number or other distinguishing marks of each such Bond.

## ARTICLE VI

### MISCELLANEOUS

Section 6.01. Findings and Determinations. The Authority hereby finds, determines and declares that: (a) the Series 2021 Bonds are to be issued under the Resolution and constitute "Bonds" within the meaning of such term under the Resolution, and shall be entitled to the benefits, security and protection of the Resolution equally and ratably with one another and with any other Bonds hereafter issued thereunder.

Section 6.02. Letter of Representations. The Executive Director and each other Authorized Officer is hereby authorized to execute and deliver a Letter of Representations on behalf of the Authority with DTC in such form as the Executive Director or such other Authorized Officer shall deem appropriate, without additional action by the members of the Authority.

Section 6.03. Further Authority. The Executive Director and each other Authorized Officer is hereby authorized to execute and deliver a certified copy of the Bond Resolution and this Supplemental Resolution with such changes, insertions and deletions as may be approved by such Authorized Officer and as may not, in the opinion of Counsel to the Authority, materially change the substance thereof, said delivery being

conclusive evidence of such approval. The Executive Director and each other Authorized Officer is hereby authorized to execute and deliver such further documents, agreements, instruments and certifications as may be necessary or convenient to give effect to the sale and issuance of the Series 2021 Bonds, the Bond Resolution, this Supplemental Resolution and the transactions contemplated hereby or thereby.

Section 6.04. Effective Date. This Supplemental Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of (i) a copy hereof certified by an Authorized Officer of the Authority and (ii) an opinion of Bond Counsel to the effect that the Supplemental Resolution has been duly and lawfully adopted by the Authority in accordance with the provisions of the Bond Resolution, is authorized or permitted by the Bond Resolution and, when effective, will be valid and binding upon the Authority, the Holders of the Series 2021 Bonds and the Trustee.

Section 6.05. Severability. In the event that anyone or more of the provisions contained in this Supplemental Resolution should be held invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein or therein shall not in any way be affected or impaired thereby.

## EXHIBIT A

## (FORM OF SERIES 2021 BOND)

*Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("D.T.C."), to issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of D.T.C. (and any payments is made to Cede & Co. or to such other entity as is requested by an authorized representative of D.T.C.), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.*

NEW YORK STATE BRIDGE AUTHORITY  
GENERAL REVENUE BOND, SERIES 2021

No. 2021R-\_\_

Interest Rate:

Maturity Date:

CUSIP:

Registered Owner:

Principal Sum:

Dated Date:

Authentication Date:

FOR VALUE RECEIVED, THE NEW YORK STATE BRIDGE AUTHORITY (herein called the "Authority"), a body corporate and politic created and existing under and by virtue of the laws of the State of New York (the "State"), acknowledges itself indebted to, and hereby promises to pay to the Registered Owner stated hereon or registered assigns, on the Maturity Date stated hereon upon presentation and surrender of this bond at the corporate trust office of The Bank of New York Mellon, in New York, New York, as trustee (the "Trustee") and paying agent (the "Paying Agent"), at the option of the Registered Owner hereof, the Principal Sum stated hereon in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts, and to pay, but solely from such sources, interest from the Dated Date set forth above, or from such other date subsequent thereto to which interest has been paid on such Principal Sum by check or draft mailed by the Paying Agent to the Registered Owner hereof, at the Interest Rate stated hereon, payable semi-annually on the 1st day of January and July in each year commencing January 1, 2022, until the Authority's obligation with respect to the payment of such Principal Sum shall be discharged .

This bond is a direct and general obligation of the Authority and is one of a duly authorized issue of bonds of the Authority designated as its "General Revenue Bonds, Series 2021" (herein called the "Series 2021 Bonds"), in the aggregate principal amount of up to \$\_\_\_\_\_,000 issued pursuant to the New York State Bridge Authority Act, constituting Title 2 of Article 3 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws of the State (the "Act"), under and pursuant to a resolution of the Authority adopted December 19, 1996, entitled "General Revenue Bond Resolution" (the "Resolution") and a supplemental resolution of the Authority, adopted May 27, 2021, authorizing the issuance of up to \$95,165,000 General Revenue Bonds, Series 2021 (collectively, the "Bond Resolutions"). All capitalized terms used herein and not otherwise ascribed shall have the respective meanings ascribed thereto in the Resolution.

As provided in the Resolution, the principal or redemption price of and interest on the Series 2021 Bonds, and all other bonds issued under the Resolution on a parity therewith (herein collectively called the "Bonds") are direct and general obligations of the Authority payable from, and secured by a pledge of, proceeds of Bonds held or set aside under the Resolution, the Net Revenues, and the Funds and Accounts established by the Resolution with the exception of the Operating Fund, the Subordinated Indebtedness Fund and the Rebate Fund. Copies of the Bond Resolutions are on file at the office of the Authority and at the principal corporate trust office of the Trustee, and reference to the Act and the Bond Resolutions and any and all modifications and amendments thereof is made for a description of the pledge and covenants securing the Bonds, the nature, extent and manner of enforcement of such pledge, the rights and remedies of the registered owners of the Bonds with respect thereto and the terms and conditions upon which the Bonds are issued and may be issued thereunder.

As provided in the Resolution, Bonds may be issued from time to time pursuant to Supplemental Resolutions in one or more Series, in various principal amounts, may mature at different times, may bear interest at different rates and may otherwise vary as in the Resolution provided. The aggregate principal amount of Bonds which may be issued under the Resolution is limited by the Act, and all Bonds issued and to be issued under the Resolution are and will be equally secured by the pledge and covenants made therein, except as otherwise provided or permitted in the Resolution.

To the extent and in the manner permitted by the terms of the Resolution, the provisions of the Resolution or any resolution amendatory thereof or supplemental thereto may be modified or amended by the Authority in the manner and subject to the conditions and exceptions provided in the Resolution. The owner of this Series 2021 Bond shall have no right to enforce the provisions of the Resolution or to institute an action with respect to an event of default under the Resolution (an "Event of Default") or to institute, appear in, or defend any suit or other proceeding with respect thereto, except as provided in the Resolution. Upon an Event of Default, the principal of this Series 2021 Bond may be declared due and payable in the manner and with the effect provided in the Resolution.



The principal of the Bonds and interest accrued thereon may be declared due and payable in advance of maturity upon the happening of certain events of default specified in the Resolution, and any such declaration and its consequences may be rescinded and annulled, as provided in the Resolution.

THIS SERIES 2021 BOND IS TRANSFERABLE, AS PROVIDED IN THE RESOLUTION, ONLY UPON THE BOOKS OF THE AUTHORITY KEPT FOR THAT PURPOSE AT THE CORPORATE TRUST OFFICE OF THE BOND REGISTRAR, THE BANK OF NEW YORK MELLON, BY THE REGISTERED OWNER HEREOF IN PERSON, OR BY ITS ATTORNEY DULY AUTHORIZED IN WRITING, UPON SURRENDER WITH A WRITTEN INSTRUMENT OF TRANSFER SATISFACTORY TO THE BOND REGISTRAR DULY EXECUTED BY THE REGISTERED OWNER OR ITS ATTORNEY DULY AUTHORIZED IN WRITING, AND THEREUPON A NEW REGISTERED BOND OR BONDS, IN THE SAME AGGREGATE PRINCIPAL AMOUNT AND MATURITY, SHALL BE ISSUED TO THE TRANSFEREE IN EXCHANGE THEREFOR AS PROVIDED IN THE RESOLUTION, AND UPON PAYMENT OF THE CHARGES HEREIN PRESCRIBED, THE AUTHORITY, THE TRUSTEE AND ANY PAYING AGENT MAY DEEM AND TREAT THE PERSON IN WHOSE NAME THIS BOND IS REGISTERED AS THE ABSOLUTE OWNER HEREOF FOR THE PURPOSE OF RECEIVING PAYMENT OF, OR ON ACCOUNT OF, THE PRINCIPAL OR REDEMPTION PRICE HEREOF AND INTEREST DUE HEREON AND FOR ALL OTHER PURPOSES.

The Series 2021 Bonds are issuable in the form of registered bonds without coupons in the denomination of \$5,000 or any integral multiple of \$5,000. In the manner, subject to the conditions and upon the payment of the charges provided in the Resolution, Series 2021 Bonds may be surrendered (accompanied by a written instrument of transfer satisfactory to the Bond Registrar duly executed by the registered owner or his attorney duly authorized in writing) in exchange for an equal aggregate principal amount of registered Series 2021 Bonds of any other authorized denomination.

[Insert applicable redemption terms provided by the Certificate of Determination]. Under the provisions of Section 532 of the Act, the State may, upon providing sufficient funds therefor, require the Authority to redeem the Bonds in accordance with the terms of redemption then applicable.

If less than all of the Series 2021 Bonds are called for redemption at any one time, they shall be called in the order of maturity specified by an Authorized Officer of the Authority, and the Trustee, using such method as it shall deem proper in its discretion, shall select Bonds by lot within a maturity.

The Series 2021 Bonds are payable upon redemption at the corporate trust office of the Trustee or the Paying Agent at the option of the registered owner. Notices of redemption, setting forth the maturity of the Series 2021 Bonds to be redeemed, the redemption date and the place or places of payment, shall be mailed to the registered

owners of the Series 2021 Bonds to be redeemed, at the last address appearing on the registry books of the Authority, not less than thirty days nor more than sixty days prior to the redemption date, all in the manner and upon the terms and conditions set forth in the Resolution. Additionally, such notice shall be published in an Authorized Newspaper as further provided in the Resolution. Notice having been given as aforesaid, the Series 2021 Bonds or portions thereof specified in said notice shall become due and payable on the redemption date, and if moneys for the redemption of all the Series 2021 Bonds and portions thereof to be redeemed, together with interest to the redemption date, shall be available for such payment on said date, then from and after the redemption date interest on such Series 2021 Bonds or portions thereof so called for redemption shall cease to accrue and be payable. Failure of the registered owner of any Series 2021 Bonds to be redeemed to receive any such notice shall not affect the validity of the proceedings for the redemption of Series 2021 Bonds.

Neither the members of the Authority nor any person executing the Bonds shall be personally liable on the Bonds or be accountable by reason of the issuance thereof in accordance with the provisions of the Act.

The Bonds shall not be deemed to constitute a debt or liability of the State or of any political subdivision of the State or a pledge of the faith and credit of the State or any political subdivision of the State and neither the State nor any political subdivision thereof, is obligated to pay the Bonds or the interest thereon, and neither the faith and credit nor the taxing power of the State, or any political subdivision of the State is pledged to the payment of the principal of or the interest on the Bonds. The Authority has no taxing power.

It is hereby certified, recited, and declared that all conditions, acts and things required by the law and the Resolutions to exist, to have happened or to have been performed precedent to or in connection with the issuance of this bond exist, have happened and have been performed and that the issue of Bonds of which this is one, together with all other indebtedness of the Authority, is within every debt and other limit prescribed by the laws of the State of New York.

This Series 2021 Bond shall not be entitled to any benefit under the Resolution or be valid or become obligatory for any purpose until the Certificate of Authentication hereon shall have been authenticated by execution by the Trustee or by the Authenticating Agent.

IN WITNESS WHEREOF, NEW YORK STATE BRIDGE AUTHORITY has caused this bond to be signed in its name and on its behalf by its Chair, Executive Director or other Authorized Officer and attested by its Secretary or other Authorized Officer (the signatures of said Authorized Officers may be manual or facsimile), and has caused its corporate seal (or facsimile thereof) to be affixed, or imprinted, engraved or otherwise reproduced thereon, all as of May 27, 2021.

NEW YORK STATE BRIDGE AUTHORITY

[SEAL]

By \_\_\_\_\_  
Title:

ATTEST

\_\_\_\_\_  
Title:

[FORM OF CERTIFICATE OF AUTHENTICATION OF BONDS]

CERTIFICATE OF AUTHENTICATION

This bond is one of the Bonds delivered pursuant to the within mentioned Resolution, and is one of the series of such bonds designated "General Revenue Bonds, Series 2021."

THE BANK OF NEW YORK MELLON,  
as Trustee

By: \_\_\_\_\_  
Authorized Officer

Dated:

EXHIBIT B TO FIFTH SUPPLEMENTAL RESOLUTION  
Series 2021 Project

The individual reconstruction and rehabilitation projects and estimated costs thereof set forth below include portions of the Authority's Capital Improvement Program. The individual projects are collectively referred to herein as the "Series 2021 Project" and constitute an Additional Project under the Bond Resolution. A portion of the costs of such projects not available from the proceeds of the Series 2021 Bonds are expected to be funded from the Maintenance Reserve Fund.

Location	Description	Estimated Cost
Newburgh Beacon Bridge	North Span Deck Replacement and improvements required for AET	\$108,726,677
Mid-Hudson	Steel Repairs	\$6,600,000
Bear Mountain Bridge	Approach Paving	\$3,000,000

4) Sixth Supplemental Bond Resolution Authorizing Revenue Refunding Bonds

Mr. Bushek presented the sixth supplemental bond resolution that was brought to the Board indicating it was discussed by both the financial advisor and bond counsel previously. Mr. Bushek noted that this resolution authorizes the forward refunding of the Series 2012 within the parameters specified. Chair McDonald called for a motion. On a motion of Commissioner Berardi and seconded by Commissioner O'Brien, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-059

Resolution Date: May 27, 2021

NEW YORK STATE BRIDGE AUTHORITY

SIXTH SUPPLEMENTAL BOND RESOLUTION

Authorizing Up To

\$62,000,000 NEW YORK STATE BRIDGE AUTHORITY  
GENERAL REVENUE REFUNDING BONDS, SERIES 2021

Adopted May 27, 2021

=====

Relating To:

General Revenue Refunding Bonds, Series 2021

Issued Under and Pursuant to the

General Revenue Bond Resolution Adopted December 19, 1996, as amended

Sixth Supplemental Resolution Authorizing Up To  
\$62,000,000 NEW YORK STATE BRIDGE AUTHORITY  
GENERAL REVENUE REFUNDING BONDS, SERIES 2021

BE IT RESOLVED by the members of the New York State Bridge Authority, pursuant to the General Revenue Bond Resolution adopted by the Authority on December 19, 1996, as amended (the "Bond Resolution") as follows:

ARTICLE I

DEFINITIONS AND AUTHORITY

Section 1.01. Definitions. (a) Capitalized terms used herein and not otherwise defined shall have the respective meanings accorded such terms in the Bond Resolution.

(b) The following terms shall have the following meanings herein unless the context otherwise requires:

"Amortized Value" shall mean the principal amount of the Bonds to be redeemed pursuant to a make-whole call multiplied by the price of such Bonds expressed as a percentage, calculated based on the industry standard method of calculating bond prices, with a delivery date equal to the redemption date, the maturity date of such Bonds and a yield equal to such Bond's original reoffering yield set forth in the official statement for such Series.

"Beneficial Owner" shall mean, so long as the Series 2021 Refunding Bonds are exclusively in book-entry form as provided in Section 3.01 hereof, the owner of a beneficial interest in any Series 2021 Bond through a participant in DTC.

"Certificate of Determination" shall mean the Certificate of Determination delivered pursuant to this Supplemental Resolution in connection with the Series 2021 Refunding Bonds.

"Defeased Bonds" shall mean all or a portion, if any, of the Series 2012 Bonds to be

refunded from the net proceeds of the Series 2021 Refunding Bonds and other available funds on deposit with the Trustee, to the extent provided in the Certificate of Determination.

“Designated Quotation Agent” shall mean the Financial Advisor appointed by the Authority for such purpose.

“DTC” shall mean The Depository Trust Company or its successor or successors.

“Escrow Agreement” shall mean the Escrow Agreement, letter of instruction or other document to be entered into by the Authority and any escrow agent to be named by the Authority, relating to the refunding of the Defeased Bonds.

“Escrow Fund” shall mean the Escrow Fund established pursuant to the Escrow Agreement for the payment at or in advance of maturity of the principal of and interest on the Defeased Bonds.

“Executive Director” shall mean the Executive Director or Acting Executive Director of the Authority.

“Financial Advisor” shall mean a municipal advisor registered with the MSRB and SEC and appointed by the Authority.

“First Supplemental Resolution” shall mean the Supplemental Resolution adopted December 19, 1996 authorizing the issuance of the Series 1997 Bonds, as from time to time amended and supplemented.

“Fourth Supplemental Resolution” shall mean the Supplemental Resolution adopted March 15, 2012, authorizing the issuance of the Series 2012 Bonds, as from time to time amended and supplemented.

“Make-Whole Redemption Price” shall mean the greater of (x) the Amortized Value of the Series 2021 Refunding Bonds to be redeemed, and (y) the sum of the present values of the payments of principal and interest (not including accrued interest to the redemption date) to be paid on the Bonds to be redeemed from and including the redemption date to the maturity date of such Bonds, discounted to the redemption date



on a semiannual basis (assuming a 360 day year of twelve 30 day months) at the Tax-Exempt Municipal Bond Rate for such Bonds plus the increment, if any (provided that such increment may not be less than zero), set forth in the Certificate of Determination authorizing such issue, plus accrued interest to the redemption date.

"Official Statement" shall mean the final official statement of the Authority, relating to the Series 2021 Refunding Bonds.

"Owner" shall mean, with respect to any Series 2021 Bond or Bonds, the registered owner of such Series 2021 Bond or Bonds.

"Preliminary Official Statement" shall mean the preliminary official statement of the Authority relating to the Series 2021 Refunding Bonds.

"Purchase Contract" shall mean the bond purchase contract with respect to the Series 2021 Refunding Bonds between the Authority and the Underwriter.

"Second Supplemental Resolution" shall mean the Supplemental Resolution adopted January 17, 2002, as amended on February 21, 2002, authorizing the issuance of the Series 2002 Bonds, as from time to time amended and supplemented.

"Series 1997 Bonds" shall mean the Authority's General Revenue Bonds, Series 1997 authorized pursuant to the First Supplemental Resolution dated January 1, 1997 and issued January 22, 1997 in the original aggregate principal amount of \$49,015,000.

"Series 2002 Bonds" shall mean the Authority's General Revenue Bonds, Series 2002 authorized pursuant to the Second Supplemental Resolution dated February 1, 2002 and issued March 7, 2002 in the original aggregate principal amount of \$50,000,000.

"Series 2011 Bonds" shall mean the Authority's General Revenue Refunding Bonds, Series 2011 authorized pursuant to the Third Supplemental Resolution.

"Series 2012 Bonds" shall mean the Authority's General Revenue Bonds, Series 2012 authorized pursuant to the Fourth Supplemental Resolution.

"Series 2021 Bonds" shall mean the Authority's General Revenue Bonds, Series 2012

authorized pursuant to the Fifth Supplemental Resolution.

"Series 2021 Refunding Bonds" shall mean the Authority's General Revenue Refunding Bonds, Series 2021 authorized pursuant to this Sixth Supplemental Resolution.

"Supplemental Resolution" shall mean this Sixth Supplemental Resolution authorizing the issuance of up to \$62,000,000 General Revenue Refunding Bonds, Series 2021, as from time to time amended and supplemented.

"Tax-Exempt Municipal Bond Rate" shall mean with respect to the Series 2021 Bonds on a given redemption date, the "Comparable AAA General Obligations" yield curve rate for the maturity date of the Bonds, as published by Municipal Market Data at the close of business three days prior to the related redemption date. If no such yield curve rate is established for the applicable year, the "Comparable AAA General Obligations" yield curve rate for the two published maturities most closely corresponding to the applicable year will be determined and the "Tax- Exempt Municipal Bond Rate" will be interpolated or extrapolated from those yield curve rates on a straight-line basis. In calculating the Tax-Exempt Municipal Bond Rate, should Municipal Market Data no longer publish the "Comparable AAA General Obligations" yield curve rate, then the Tax-Exempt Municipal Bond Rate will equal the Consensus Scale yield curve rate for the applicable year made available daily by Municipal Market Advisors. In the event Municipal Market Advisors no longer publishes the Consensus Scale, the Tax-Exempt Municipal Bond Rate will be determined by the Designated Quotation Agent, based upon the rate per annum equal to the semiannual equivalent yield to maturity of those tax-exempt general obligation bonds rated in the highest rating category by Moody's Investors Service and Standard and Poor's Ratings Services with a maturity date equal to the maturity date of such Bonds having characteristics (other than ratings) most comparable to those of such Bonds in the judgment of the Designated Quotation Agent. The Designated Quotation Agent's determination of the Tax-Exempt Municipal Bond Rate is final and binding in the absence of manifest error.

"Taxable Make-Whole Redemption Price" shall mean with respect to any Series 2021 Refunding Bonds issued as federally taxable bonds, the greater of (x) the Amortized Value of the Series 2021 Refunding Bonds to be redeemed, and (y) the sum of the present values of the payments of principal and interest (not including accrued interest to the redemption date) to be paid on the Bonds to be redeemed from and including the

redemption date to the maturity date of such Bonds, discounted to the redemption date on a semiannual basis (assuming a 360 day year of twelve 30 day months) at the Treasury Rate for such Bonds plus the increment, if any (provided that such increment may not be less than zero), set forth in the Certificate of Determination authorizing such issue, plus accrued interest to the redemption date.

"Treasury Rate" shall mean, with respect to any redemption date for a particular Series 2021 Refunding Bond issued as a taxable bond being redeemed prior to maturity, the yield to maturity as of such redemption date of United States Treasury securities with a constant maturity (as compiled and published in the Federal Reserve Statistical Release H.15 (519) that has become publicly available at least two Business Days, but not more than 45 calendar days, prior to the redemption date (excluding inflation indexed securities) (or, if such Statistical Release is no longer published, any publicly available source of similar market data)) most nearly equal to the period from the redemption date to the maturity date of the Series 2021 Refunding Bonds issued as taxable bonds to be redeemed on the redemption date.

"Third Supplemental Resolution" shall mean the Supplemental Resolution adopted June 16, 2011, as amended on August 14, 2011, authorizing the issuance of the Series 2011 Bonds, as from time to time amended and supplemented.

"Underwriter" or "Underwriters" shall mean the underwriter or underwriters designated by the Executive Director from a pool of underwriters approved by resolution of the Board of the Authority as the original purchasers of the Series 2021 Refunding Bonds.

Section 1.02. Authority for this Supplemental Resolution. This Supplemental Resolution is adopted pursuant to the provisions of the Bond Resolution and the Act. This Supplemental Resolution is the sixth supplemental resolution issued under and pursuant to the Bond Resolution, as amended and supplemented by the First Supplemental Resolution, the Second Supplemental Resolution, the Third Supplemental Resolution, the Fourth Supplemental Resolution, and the Fifth Supplemental Resolution.

Section 1.03. Supplemental Resolution to Constitute Contract. In consideration of the purchase and acceptance of any and all of the Series 2021 Refunding Bonds authorized

to be issued hereunder by those who shall hold the same from time to time, this Supplemental Resolution shall be deemed to be and shall constitute a contract between the Authority and the holders from time to time of the Series 2021 Refunding Bonds.

## ARTICLE II

### APPROVAL OF THE 2021 REFUNDING AND AUTHORIZATION AND ISSUANCE OF SERIES 2021 REFUNDING BONDS

Section 2.01. Authorization of Series 2021 Refunding Bonds. (a) Pursuant to the provisions of the Bond Resolution, a Series of Bonds entitled to the benefit, protection and security of the provisions of the Bond Resolution is hereby authorized in the aggregate principal amount upon original issuance of up to \$62,000,000. Such Series 2021 Refunding Bonds shall be designated "New York State Bridge Authority, General Revenue Refunding Bonds, Series 2021" with a letter, if any, as may be specified in the Certificate of Determination. The Series 2021 Refunding Bonds may be issued only in fully registered form, without coupons. The Series 2021 Bonds shall be issued as Bonds secured by the Debt Service Reserve Fund together with any Outstanding Bonds secured thereby and any Additional Bonds secured thereby in accordance with the Bond Resolution

(b) The Series 2021 Refunding Bonds shall be issued to (i) finance a portion of the costs of providing for the payment at or in advance of maturity of the Outstanding Series 2012 Bonds; and (ii) pay administrative, legal, engineering, financial, accounting and other expenses incident to the issuance of the Series 2021 Refunding Bonds and the defeasance of the Defeased Bonds in accordance with Section 13.01 of the Resolution.

(c) The Series 2021 Refunding Bonds shall be dated on any date on or after July 1, 2021, as provided in the Certificate of Determination.

(d) There is hereby delegated to any Authorized Officer of the Authority, subject to the limitations contained herein and in the Bond Resolution, the power with respect to the Series 2021 Refunding Bonds to determine and carry out the following:

(1) The principal amount of Series 2021 Refunding Bonds to be issued in an aggregate principal amount of up to \$62,000,000;

(2) The date or dates, maturity date or dates and principal amount of each maturity of the Series 2021 Refunding Bonds, the amount and date of each Sinking Fund Installment, if any, and which Series 2021 Refunding Bonds, if any, are serial bonds or term bonds; provided that the Series 2021 Refunding Bonds shall mature no later than January 1, 2046;

(3) Whether the Series 2021 Refunding Bonds will be issued as federally taxable bonds or bonds the interest on which is to be exempt from federal income tax;

(4) The interest rate or rates of the Series 2021 Refunding Bonds (including a zero interest rate), the date from which interest on the Series 2021 Refunding Bonds shall accrue and the interest payment dates, if any, therefor; provided, however, that the true interest cost on the Series 2021 Refunding Bonds (as determined by an Authorized Officer of the Authority, which determination shall be conclusive) shall not exceed five percent (5.00%) per annum;

(5) The Paying Agent or Paying Agents, if any, for the Series 2021 Refunding Bonds and, subject to the provisions of Section 9.02 of the Bond Resolution, the place or places of payment of the principal, Sinking Fund Installments, if any, Redemption Price of and interest on the Series 2021 Refunding Bonds;

(6) (i) The Redemption Price or Redemption Prices, if any, and, subject to Article IV of the Bond Resolution, the redemption funds, if any, for the Series 2021 Refunding Bonds; provided, however, that except as provided below, the Redemption Price of any Series 2021 Bond subject to redemption at the election of the Authority or in accordance with the Bond Resolution shall not be greater than one hundred two percent (102%) of the principal amount of the Series 2021 Refunding Bonds or portion thereof to be redeemed (except with respect to any redemption pursuant to an applicable Make-Whole Redemption), plus accrued interest thereon to the date of redemption; (ii) The Bonds may be issued subject to redemption as a whole or in part on any date at the option of the Authority (and if in part, at the option of the Authority as to maturity and by lot within a maturity), at the Make-Whole Redemption Price or the Taxable Make-Whole Redemption Price, as applicable.

(7) Additional provisions for the sale or exchange of the Series 2021 Refunding

Bonds and for the delivery thereof not otherwise set forth herein;

(8) Directions for the application of the proceeds of the Series 2021 Refunding Bonds not in conflict with the provisions hereof;

(9) The designation of all or a portion of the Series 2012 Bonds which shall be Defeased Bonds. Notwithstanding anything else in this resolution, the Series 2021 Refunding Bonds shall be issued in a principal amount not to exceed (i) the principal amount that meets the present value test in Section 532 of the Act such that the principal amount of such bonds will not be subject to the statutory cap provided in such section, and (ii) the principal amount that meets the present value savings test in Section 2.06 of the Resolution, as determined by a certificate of an Authorized Officer as of the date of sale thereof;

(10) Directions for the transfer of moneys from funds and accounts held by the Trustee to the Escrow Fund established pursuant to the Escrow Agreement;

(11) The form of the authorized Bonds and the form of the Trustee's certificate of authentication thereon;

(12) The purchase price of the Series 2021 Refunding Bonds, subject to Section 4.01;

(13) To enter into an undertaking in such Authorized Officer's discretion with respect to secondary market disclosure to allow the Underwriters to fulfill any obligations they may have under Rule 15(c)(2)(12) of the Securities and Exchange Commission, as such Rule may be amended; and

(14) Any other provisions deemed advisable by an Authorized Officer of the Authority, not in conflict with the provisions hereof or of the Bond Resolution, including, without limitation, incorporating a Credit Facility to the extent that an Authorized Officer of the Authority determines that such changes would be in the best interest of the Authority.

Such Authorized Officer shall execute a Certificate of Determination evidencing determinations or other actions taken pursuant to the Authority granted herein or in the

Bond Resolution, and any such Certificate of Determination shall be conclusive evidence of the action or determination of such Authorized Officer as to the matters stated therein.

All Series 2021 Refunding Bonds issued pursuant to this Supplemental Resolution of like maturity shall be identical in all respects, except as to denominations, maturity amounts, interest rate, numbers and letters.

Section 2.02. Denominations, Numbers and Letters. The Series 2021 Refunding Bonds shall be issued in the denomination at maturity of \$5,000 or in the denominations of any whole integral multiple thereof unless a greater denomination is specified in the Certificate of Determination. The Series 2021 Refunding Bonds shall be issued in registered form, shall be lettered R followed by the number of the Series 2021 Bond, and shall be numbered consecutively from one (1) upward in order of their issuance. If more than one fully registered Series 2021 Bond is issued in a simultaneous transaction, such Bonds shall be numbered in such manner consistent with the above as the Trustee shall determine.

Section 2.03. Additional Determinations. To the extent an Authorized Officer of the Authority deems necessary or convenient to obtain a Credit Facility or obtain or preserve a rating on the Series 2021 Refunding Bonds or to obtain a no adverse impact letter relating to the rating on the Series 2021 Refunding Bonds, or otherwise give effect to the terms of sale of the Series 2021 Refunding Bonds, the Certificate of Determination may include, to the extent reasonable or necessary to provide for the terms of the Series 2021 Refunding Bonds as set forth in the Purchase Contract, additional determinations (i) amending the forms of the Bond Resolution and this Supplemental Resolution; provided that such amendments shall be consistent with the provisions of Sections 2.01(d), and 4.01 hereof or (ii) providing for the interest rates, designation, maturities, terms of redemption and other terms with respect to the Series 2021 Refunding Bonds, including, but not limited to, minimum requirements on amounts held in the various Funds (which requirements are not inconsistent with the Bond Resolution and this Supplemental Resolution) and restrictions on investments of amounts held under the various Funds (which restrictions are not inconsistent with the Bond Resolution and this Supplemental Resolution).

Section 2.04. Application of Proceeds of the Sale of Series 2021 Refunding Bonds. The

proceeds of the sale of the Series 2021 Refunding Bonds shall be disposed of or applied, simultaneously with the issuance and delivery of the Series 2021 Refunding Bonds, in each case in amounts as determined in the Certificate of Determination, in the following order:

(1) in the Debt Service Fund, accrued interest, if any, received on the sale of the Series 2021 Refunding Bonds;

(2) in the Debt Service Reserve Fund, the amount of money, if any, necessary in order that upon delivery and issuance of the Series 2021 Refunding Bonds the amount in the Debt Service Reserve Fund is equal to the Debt Service Reserve Requirement after giving effect to such issuance;

(3) in the Insurance Fund, Maintenance Reserve Fund and Operating Fund, such amounts, if any, as are set forth in the Certificate of Determination; and

(4) in the Escrow Fund, the amount necessary, together with other available funds, to effect the refunding and defeasance of the Defeased Bonds; and

(5) the balance of such proceeds shall be deposited in the Construction Fund to pay Costs of Issuance related to the Series 2021 Refunding Bonds.

Section 2.05. CUSIP Identification Numbers. CUSIP identification numbers may be printed on the Series 2021 Refunding Bonds, and included in redemption and payment notices in respect thereof, but no such number shall be deemed to be a part of any Series 2021 Refunding Bonds or a part of the contract evidenced thereby, and no liability shall thereafter attach to the Authority, the Trustee, the Paying Agent or any of their respective officers or agents because of or on account of said CUSIP identification numbers.



## ARTICLE III

## GENERAL TERMS AND PROVISIONS OF SERIES 2021 REFUNDING BONDS

Section 3.01. Non-Certificated Form. (a) In accordance with Section 3.11 of the Bond Resolution, the Authority hereby determines that the Series 2021 Refunding Bonds shall be issued exclusively in "book-entry" form. The initial owner of the Series 2021 Refunding Bonds shall be Cede & Co., on behalf of DTC, which shall hold one or more immobilized certificates representing each maturity of the Series 2021 Refunding Bonds for the benefit of the Beneficial Owners of the Series 2021 Refunding Bonds; provided that if DTC shall request that the Series 2021 Refunding Bonds be registered in the name of a different nominee, the Trustee shall exchange all or a portion of the Series 2021 Refunding Bonds for an equal aggregate principal amount of Series 2021 Refunding Bonds registered in the name of such other nominee or nominees of DTC. All transfers of Series 2021 Refunding Bonds shall be effected as set forth in Section 3.06 of the Bond Resolution; provided that the Authority understands and agrees that DTC shall establish procedures with its participants for recording and transferring the ownership of beneficial interests in the Series 2021 Refunding Bonds. The Authority and the Trustee shall enter into a letter of representations ("the Letter of Representations") and other documentation necessary and desirable to effectuate the use of book-entry only form for the Series 2021 Refunding Bonds. In no event shall the Trustee be liable or responsible for the performance or failure to perform of DTC.

(b) Neither DTC nor Cede & Co. shall consent or vote with respect to the Series 2021 Refunding Bonds. DTC and Cede & Co. shall assign their consenting or voting rights to those participants of the DTC system to whose accounts Beneficial Owners are credited on the Record Date.

(c) For purposes of determining the consents of owners of the Series 2021 Refunding Bonds under Articles VIII, X or XI and Section 13.02 of the Bond Resolution, (i) the Trustee shall establish a record date for determination of beneficial ownership of such Series 2021 Refunding Bonds and shall give to DTC at least fifteen (15) calendar days' notice of any record date so established and (ii) the Trustee shall treat the consents of the Beneficial Owners as reported to the Trustee by DTC as consents of Owners of Series 2021 Refunding Bonds. In addition, for purposes of determining beneficial ownership, the Trustee may conclusively rely on DTC with respect to the identity of the

Beneficial Owners.

Section 3.02. Forms of Series 2021 Refunding Bonds and Trustee's Authentication Certificate. Subject to the provisions of the Bond Resolution and except as otherwise provided in the Certificate of Determination, the Series 2021 Refunding Bonds and the Trustee's certificate of authentication shall be in substantially the forms set forth at Exhibit A attached hereto and incorporated herein by reference.

Section 3.03. Purchase in Lieu of Redemption. In addition to the provisions for redemption, if any, applicable to the Series 2021 Refunding Bonds, the Authority may, in its sole discretion, purchase at any time and from time to time, any Series 2021 Refunding Bonds which are redeemable at the election of the Authority from moneys set aside for payment of debt service for such bonds to be redeemed or from other available moneys, at a price not greater than the redemption price thereof.

#### ARTICLE IV

##### APPROVAL OF SALE OF SERIES 2021 REFUNDING BONDS AND APPROVAL OF DOCUMENTS

Section 4.01. Sale of Series 2021 Refunding Bonds. The sale of the Series 2021 Bonds shall be by competitive or negotiated sale as determined by resolution of the Authority upon the recommendation of the Executive Director.

Section 4.02. Preparation and Delivery of Series 2021 Refunding Bonds. Upon execution of the Purchase Contract, the Executive Director and each other Authorized Officer is hereby authorized and directed to have the Series 2021 Refunding Bonds prepared in definitive form and delivered to the Trustee for authentication as provided in the Bond Resolution.

Section 4.03. Official Statement. (a) The Executive Director and each other Authorized Officer is hereby authorized (i) to authorize the Preliminary Official Statement with such provisions as such officer deems necessary or desirable and (ii) to deem the Preliminary Official Statement final as of its date for purposes of Rule 15c2-12 of the Securities and Exchange Commission ("Rule 15c2-12"), except for certain permitted

omissions described in paragraph (b)(1) of Rule 15c2-12. The Executive Director and each other Authorized Officer is hereby authorized to distribute copies of the Preliminary Official Statement to prospective investors for the Series 2021 Refunding Bonds.

(b) Upon execution of the Purchase Contract, the Executive Director and each other Authorized Officer is hereby authorized to complete the final Official Statement with such changes, variations, omissions and insertions as the Executive Director or such other Authorized Officer shall deem necessary or desirable to finalize the Official Statement. The Executive Director and each other Authorized Officer is hereby further authorized to furnish the successful bidder copies of the final Official Statement, in the quantities described in the Purchase Contract or in such greater amount as the Executive Director or such other Authorized Officer determines to be appropriate, within seven (7) days of the execution of the Purchase Contract.

Section 4.04. Arbitrage and Use of Proceeds Certificate. There is hereby delegated to each Authorized Officer of the Authority the power to execute and deliver an Arbitrage and Use of Proceeds Certificate with respect to the Series 2021 Refunding Bonds if applicable. Any such execution by an Authorized Officer shall be conclusive evidence of the approval required hereby.

## ARTICLE V

### REFUNDING OF DEFEASED BONDS

Section 5.01. Escrow Fund. The Executive Director and each other Authorized Officer is hereby authorized to take such actions as are necessary or convenient to effectuate the refunding of the Defeased Bonds, including but not limited to the selection of an escrow agent (which may be the Trustee), selection of a bidding agent with respect to the purchase of Defeasance Securities for deposit in the Escrow Fund; selection of a verification agent; determining the form and terms of the Escrow Agreement, execution of the Escrow Agreement, and taking such other actions as shall cause the Defeased Bonds to be deemed paid within the meaning of Section 13.01 of the Bond Resolution. Pursuant to the Escrow Agreement, there shall be established a special segregated Escrow Fund into which there shall be deposited a portion of the proceeds of the Series 2021 Refunding Bonds together with such other moneys and investments as shall be provided in the Certificate of Determination. The Escrow Fund shall be held by the

Trustee or such other Paying Agent(s) as shall be provided in the Certificate of Determination.

## ARTICLE VI

### MISCELLANEOUS

Section 6.01. Findings and Determinations. The Authority hereby finds, determines and declares that: (a) the Series 2021 Refunding Bonds are to be issued under the Resolution and constitute “Bonds” within the meaning of such term under the Resolution, and shall be entitled to the benefits, security and protection of the Resolution equally and ratably with one another and with any other Bonds hereafter issued thereunder.

Section 6.02. Letter of Representations. The Executive Director and each other Authorized Officer is hereby authorized to execute and deliver a Letter of Representations on behalf of the Authority with DTC in such form as the Executive Director or such other Authorized Officer shall deem appropriate, without additional action by the members of the Authority.

Section 6.03. Further Authority. The Executive Director and each other Authorized Officer is hereby authorized to execute and deliver a certified copy of the Bond Resolution and this Supplemental Resolution with such changes, insertions and deletions as may be approved by such Authorized Officer and as may not, in the opinion of Counsel to the Authority, materially change the substance thereof, said delivery being conclusive evidence of such approval. The Executive Director and each other Authorized Officer is hereby authorized to execute and deliver such further documents, agreements, instruments and certifications as may be necessary or convenient to give effect to the sale and issuance of the Series 2021 Refunding Bonds, the Bond Resolution, this Supplemental Resolution and the transactions contemplated hereby or thereby.

Section 6.04. Effective Date. This Supplemental Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of (i) a copy hereof certified by an Authorized Officer of the Authority and (ii) an opinion of Bond Counsel to the effect that the Supplemental Resolution has been duly and lawfully adopted by the Authority in

accordance with the provisions of the Bond Resolution, is authorized or permitted by the Bond Resolution and, when effective, will be valid and binding upon the Authority, the Holders of the Series 2021 Refunding Bonds and the Trustee.

Section 6.05. Severability. In the event that anyone or more of the provisions contained in this Supplemental Resolution should be held invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein or therein shall not in any way be affected or impaired thereby.

## EXHIBIT A

### (FORM OF SERIES 2021 REFUNDING BOND)

*Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("D.T.C."), to issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of D.T.C. (and any payments is made to Cede & Co. or to such other entity as is requested by an authorized representative of D.T.C.), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.*

### NEW YORK STATE BRIDGE AUTHORITY GENERAL REVENUE REFUNDING BOND, SERIES 2021

No. 2021RR-\_\_

Interest Rate:

Maturity Date:

CUSIP:

Registered Owner:

Principal Sum:

Dated Date:

Authentication Date:

FOR VALUE RECEIVED, THE NEW YORK STATE BRIDGE AUTHORITY (herein called the "Authority"), a body corporate and politic created and existing under and by virtue of the laws of the State of New York (the "State"), acknowledges itself indebted to, and hereby promises to pay to the Registered Owner stated hereon or registered assigns, on the Maturity Date stated hereon upon presentation and surrender of this bond at the corporate trust office of The Bank of New York Mellon, in New York, New York, as trustee (the "Trustee") and paying agent (the "Paying Agent"), at the option of the Registered Owner hereof, the Principal Sum stated hereon in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts, and to pay, but solely from such sources, interest from the Dated Date set forth above, or from such other date subsequent thereto to which interest has been paid on such Principal Sum by check or draft mailed by the Paying Agent to the Registered Owner hereof, at the Interest Rate stated hereon, payable semi-annually on the 1st day of January and July in each year commencing January 1, 2022, until the Authority's obligation with respect to the payment of such Principal Sum shall be discharged .

This bond is a direct and general obligation of the Authority and is one of a duly authorized issue of bonds of the Authority designated as its "General Revenue Refunding Bonds, Series 2021" (herein called the "Series 2021 Refunding Bonds"), in the aggregate principal amount of up to \$\_\_\_,000,000 issued pursuant to the New York State Bridge Authority Act, constituting Title 2 of Article 3 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws of the State (the " Act"), under and pursuant to a resolution of the Authority adopted December 19, 1996, entitled "General Revenue Bond Resolution" (the "Resolution") and a supplemental resolution of the Authority, adopted May 27, 2021, authorizing the issuance of up to \$62,000,000 General Revenue Refunding Bonds, Series 2021 (collectively, the "Bond Resolutions"). All capitalized terms used herein and not otherwise ascribed shall have the respective meanings ascribed thereto in the Resolution.

As provided in the Resolution, the principal or redemption price of and interest on the Series 2021 Refunding Bonds, and all other bonds issued under the Resolution on a parity therewith (herein collectively called the "Bonds") are direct and general

obligations of the Authority payable from, and secured by a pledge of, proceeds of Bonds held or set aside under the Resolution, the Net Revenues, and the Funds and Accounts established by the Resolution with the exception of the Operating Fund, the Subordinated Indebtedness Fund and the Rebate Fund. Copies of the Bond Resolutions are on file at the office of the Authority and at the principal corporate trust office of the Trustee, and reference to the Act and the Bond Resolutions and any and all modifications and amendments thereof is made for a description of the pledge and covenants securing the Bonds, the nature, extent and manner of enforcement of such pledge, the rights and remedies of the registered owners of the Bonds with respect thereto and the terms and conditions upon which the Bonds are issued and may be issued thereunder.

As provided in the Resolution, Bonds may be issued from time to time pursuant to Supplemental Resolutions in one or more Series, in various principal amounts, may mature at different times, may bear interest at different rates and may otherwise vary as in the Resolution provided. The aggregate principal amount of Bonds which may be issued under the Resolution is limited by the Act, and all Bonds issued and to be issued under the Resolution are and will be equally secured by the pledge and covenants made therein, except as otherwise provided or permitted in the Resolution.

To the extent and in the manner permitted by the terms of the Resolution, the provisions of the Resolution or any resolution amendatory thereof or supplemental thereto may be modified or amended by the Authority in the manner and subject to the conditions and exceptions provided in the Resolution. The owner of this Series 2021 Refunding Bond shall have no right to enforce the provisions of the Resolution or to institute an action with respect to an event of default under the Resolution (an "Event of Default") or to institute, appear in, or defend any suit or other proceeding with respect thereto, except as provided in the Resolution. Upon an Event of Default, the principal of this Series 2021 Refunding Bond may be declared due and payable in the manner and with the effect provided in the Resolution.

The principal of the Bonds and interest accrued thereon may be declared due and payable in advance of maturity upon the happening of certain events of default specified in the Resolution, and any such declaration and its consequences may be rescinded and annulled, as provided in the Resolution.

THIS SERIES 2021 BOND IS TRANSFERABLE, AS PROVIDED IN THE RESOLUTION, ONLY UPON THE BOOKS OF THE AUTHORITY KEPT FOR THAT PURPOSE AT THE CORPORATE TRUST OFFICE OF THE BOND REGISTRAR, THE BANK OF NEW YORK MELLON, BY THE REGISTERED OWNER HEREOF IN PERSON, OR BY ITS ATTORNEY DULY AUTHORIZED IN WRITING, UPON SURRENDER WITH A WRITTEN INSTRUMENT OF TRANSFER SATISFACTORY TO THE BOND REGISTRAR DULY EXECUTED BY THE REGISTERED OWNER OR ITS ATTORNEY DULY AUTHORIZED IN WRITING, AND THEREUPON A NEW REGISTERED BOND OR BONDS, IN THE SAME AGGREGATE PRINCIPAL AMOUNT AND MATURITY, SHALL BE ISSUED TO THE TRANSFEREE IN EXCHANGE THEREFOR AS PROVIDED IN THE RESOLUTION, AND UPON PAYMENT OF THE CHARGES HEREIN PRESCRIBED, THE AUTHORITY, THE TRUSTEE AND ANY PAYING AGENT MAY DEEM AND TREAT THE PERSON IN WHOSE NAME THIS BOND IS REGISTERED AS THE ABSOLUTE OWNER HEREOF FOR THE PURPOSE OF RECEIVING PAYMENT OF, OR ON ACCOUNT OF, THE PRINCIPAL OR REDEMPTION PRICE HEREOF AND INTEREST DUE HEREON AND FOR ALL OTHER PURPOSES.

The Series 2021 Refunding Bonds are issuable in the form of registered bonds without coupons in the denomination of \$5,000 or any integral multiple of \$5,000. In the manner, subject to the conditions and upon the payment of the charges provided in the Resolution, Series 2021 Refunding Bonds may be surrendered (accompanied by a written instrument of transfer satisfactory to the Bond Registrar duly executed by the registered owner or his attorney duly authorized in writing) in exchange for an equal aggregate principal amount of registered Series 2021 Refunding Bonds of any other authorized denomination.

[Insert applicable redemption terms provided by the Certificate of Determination]. Under the provisions of Section 532 of the Act, the State may, upon providing sufficient funds therefor, require the Authority to redeem the Bonds in accordance with the terms of redemption then applicable.

If less than all of the Series 2021 Refunding Bonds are called for redemption at anyone time, they shall be called in the order of maturity specified by an Authorized Officer of the Authority, and the Trustee, using such method as it shall deem proper in its discretion, shall select Bonds by lot within a maturity.



The Series 2021 Refunding Bonds are payable upon redemption at the corporate trust office of the Trustee or the Paying Agent at the option of the registered owner. Notices of redemption, setting forth the maturity of the Series 2021 Refunding Bonds to be redeemed, the redemption date and the place or places of payment, shall be mailed to the registered owners of the Series 2021 Refunding Bonds to be redeemed, at the last address appearing on the registry books of the Authority, not less than thirty days nor more than sixty days prior to the redemption date, all in the manner and upon the terms and conditions set forth in the Resolution. Additionally, such notice shall be published in an Authorized Newspaper as further provided in the Resolution. Notice having been given as aforesaid, the Series 2021 Refunding Bonds or portions thereof specified in said notice shall become due and payable on the redemption date, and if moneys for the redemption of all the Series 2021 Refunding Bonds and portions thereof to be redeemed, together with interest to the redemption date, shall be available for such payment on said date, then from and after the redemption date interest on such Series 2021 Refunding Bonds or portions thereof so called for redemption shall cease to accrue and be payable. Failure of the registered owner of any Series 2021 Refunding Bonds to be redeemed to receive any such notice shall not affect the validity of the proceedings for the redemption of Series 2021 Refunding Bonds.

Neither the members of the Authority nor any person executing the Bonds shall be personally liable on the Bonds or be accountable by reason of the issuance thereof in accordance with the provisions of the Act.

The Bonds shall not be deemed to constitute a debt or liability of the State or of any political subdivision of the State or a pledge of the faith and credit of the State or any political subdivision of the State and neither the State nor any political subdivision thereof, is obligated to pay the Bonds or the interest thereon, and neither the faith and credit nor the taxing power of the State, or any political subdivision of the State is pledged to the payment of the principal of or the interest on the Bonds. The Authority has no taxing power.

It is hereby certified, recited, and declared that all conditions, acts and things required by the law and the Resolutions to exist, to have happened or to have been performed precedent to or in connection with the issuance of this bond exist, have happened and have been performed and that the issue of Bonds of which this is one, together with all

other indebtedness of the Authority, is within every debt and other limit prescribed by the laws of the State of New York.

This Series 2021 Bond shall not be entitled to any benefit under the Resolution or be valid or become obligatory for any purpose until the Certificate of Authentication hereon shall have been authenticated by execution by the Trustee or by the Authenticating Agent.

IN WITNESS WHEREOF, NEW YORK STATE BRIDGE AUTHORITY has caused this bond to be signed in its name and on its behalf by its Chair, Executive Director or other Authorized Officer and attested by its Secretary or other Authorized Officer (the signatures of said Authorized Officers may be manual or facsimile), and has caused its corporate seal (or facsimile thereof) to be affixed, or imprinted, engraved or otherwise reproduced thereon, all as of \_\_\_\_\_, 2021.

NEW YORK STATE BRIDGE AUTHORITY

[SEAL]

By \_\_\_\_\_

Title:

ATTEST

\_\_\_\_\_

Title:

[FORM OF CERTIFICATE OF AUTHENTICATION OF BONDS]

CERTIFICATE OF AUTHENTICATION

This bond is one of the Bonds delivered pursuant to the within mentioned Resolution, and is one of the series of such bonds designated "General Revenue Refunding Bonds, Series 2021."

THE BANK OF NEW YORK MELLON,  
as Trustee

By: \_\_\_\_\_  
Authorized Officer

Dated:

5) Resolution Approving Method of Sale for the Authority's General Revenue Bonds, Series 2021 and General Revenue Refunding Bonds, Series 2021

Mr. Bushek presented the resolution approving the method of sale of the Series 2021 General Revenue Bonds and the General Revenue Refunding Bonds Series 2021 that would be brought to the Board indicating it was discussed by both the financial advisor and bond counsel previously. Mr. Bushek noted that this resolution authorizes the sale of the fifth and sixth resolution bonds through the selected underwriter within the parameters specified. Chair McDonald called for a motion. On a motion of Commissioner O'Brien and seconded by Commissioner Gilbert, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-060

Resolution Date: May 27, 2021

RESOLUTION APPROVING METHOD OF SALE FOR THE AUTHORITY'S  
GENERAL REVENUE BONDS, SERIES 2021A AND  
GENERAL REVENUE REFUNDING BONDS, SERIES 2021

WHEREAS, pursuant to the State Bridge Authority Act, Title 2 of Article 3 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws, the Authority is authorized to issue its bonds and notes for its corporate purposes; and

WHEREAS, the Authority has previously issued its bonds pursuant to the General Revenue Bond Resolution adopted by the Authority on December 19, 1996, as amended (the "General Bond Resolution"); and

WHEREAS, the Authority has authorized the issuance of its General Revenue Bonds, Series 2021 (the "Series 2021 Bonds") as additional bonds pursuant to the General Bond Resolution and the Fifth Supplemental Resolution to finance certain capital program costs described therein, together with certain costs of issuance and funding of debt service reserve funds related thereto; and

WHEREAS, the Authority has authorized the issuance of its General Revenue Refunding Bonds, Series 2021 (the "Series 2021 Refunding Bonds") pursuant to the General Bond Resolution and the Sixth Supplemental Resolution to finance all or a portion of the costs of providing for the payment at or in advance of maturity of the Outstanding Series 2012 Bonds, together with certain costs of issuance and funding of debt service reserve funds related thereto;

BE IT RESOLVED by the Board of the New York State Bridge Authority as follows:

Section 1. Sale of Series 2021 Bonds and Series 2021 Refunding Bonds.

(a) The Authority hereby accepts and endorses the recommendation of the Acting Executive Director that the Series 2021 Bonds and Series 2021 Refunding Bonds shall be sold by means of a public negotiated sale, as such term is defined in the Authority's Guidelines for the Sale and Reporting of Bonds and Notes, and the Authority further finds and determines, in accordance with such guidelines, that it is in the best interests of the Authority to sell, and the interest of the Authority will be best served by, a sale of the Series 2021 Bonds and Series 2021 Refunding Bonds by means of a public negotiated sale. The senior manager and any co-managers shall be the firm or firms designated by the Acting Executive Director from the pool approved by the Board of Commissioners (the "Underwriters").

(b) The Authority hereby authorizes the Acting Executive Director or other Authorized Officer (as defined in the General Bond Resolution) to execute and deliver a Purchase Contract for and on behalf of the Authority with respect to the Series 2021 Bonds, in substantially the form approved by her and on such further terms and conditions as the person executing the same shall determine to be customary and prudent taking into account the best interests of the Authority, provided that the purchase price of the Series 2021 Bonds shall not be less than ninety-five percent (95%) of the principal amount of the Series 2021 Bonds sold thereunder, and the true interest cost shall not exceed the limitation set forth in the Fifth Supplemental Resolution. The execution of the Purchase Contract and delivery to the Underwriters thereof shall constitute conclusive evidence of such determination. The Authority hereby also authorizes and directs all of the officers and employees of the Authority to carry out or cause to be carried out all the obligations of the Authority under the Purchase Contract as executed.

(c) The Authority hereby authorizes the Executive Director or other Authorized Officer to execute and deliver a Purchase Contract for and on behalf of the Authority with respect to the Series 2021 Refunding Bonds, in substantially the form approved by her and on such further terms and conditions as the person executing the same shall determine to be customary and prudent taking into account the best interests of the Authority, including a "forward purchase" if so determined by such Authorized Officer, provided that Series 2021 Refunding Bonds shall be issued in a principal amount that complies with the statutory cap to the extent it does not meet the present value test in Section 532 of the Act and in a principal amount that meets the additional bonds test in Section 2.05 or 2.06 of the Resolution as provided in the Sixth Supplemental Resolution. The execution of the Purchase Contract and delivery to the Underwriters thereof shall constitute conclusive evidence of such determination. The Authority hereby also authorizes and directs all of the officers and employees of the Authority to carry out or cause to be carried out all the obligations of the Authority under the Purchase Contract as executed.

Section 2. Further Actions. 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. This resolution shall take effect immediately.

IN WITNESS WHEREOF, this resolution has been duly adopted this 27th day of May, 2021.

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Jennifer Rosso, Secretary

6) Traffic Consultant – BA-2018-OA-004-PS

Mr. Bushek reported to the Board that in November 2018 the Authority advertised in the New York State Contract Reporter for the contract BA-2018-OA-004 Traffic Consultant. The contract provided for the required support under the Authority's bond resolution for the toll schedule revision and subsequent debt issuance. The Authority received one proposal and awarded the contract in December 2018 to Stantec Consulting Services Inc. for \$163,888 covering three tasks: Revenue Forecast, Additional Bonds Documentation and Anticipated Updates. The unforeseen impact of COVID-19 pandemic in 2020 had a material impact on Authority traffic, revenues, and projected operating expenses. This impact required the Authority to utilize the option of additional work in the Stantec contract to support several revisions based on recent experience. These were authorized through small purchase orders over the past year. With final preparations for debt issuance proceeding the total estimate of the additional work required to complete all three tasks has been finalized. Mr. Bushek asked the Board to consider a resolution covering all additional work foreseen under the contract to complete the original tasks with consideration of COVID-19 in the amount of \$38,334. Stantec will adhere to the originally proposed MWBE and SDVOB goals of 10.7% WBE, 7.6% MBE, and 4.6% SDVOB for the base contract. The incremental work Stantec will attempt to maintain utilization percentages as close to the original contract as feasible due to the composition of work on this update not being consistent with the original contract. Chair McDonald called for a motion. On a motion of Commissioner Jarvis, seconded by Vice-Chair Bruni, Chair McDonald called for roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-061

Resolution Date: May 27, 2021

WHEREAS, the Board has reviewed the report relative to the Contract BA2018-OA-004 Traffic Consultant Services; and

WHEREAS, the Authority contracted with Stantec Consulting Services Inc. in 2018 for services to support the phased in toll schedule revision beginning 2021 and required documentation for the issuance of debt for a total of \$163,888; and

WHEREAS, the Authority experienced significant financial impacts from the COVID-19 pandemic that required extensive revisions to previously completed documents that have been authorized on an ongoing basis at stated contract rates to support budgeting and the issuance of debt; now therefore and,

BE IT RESOLVED, the New York State Bridge Authority does hereby approve the additional work under the contract BA2018-OA-004 Traffic Consultant Services, to Stantec Consulting Services Inc., for an amount not to exceed \$38,334; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 27<sup>th</sup> day of May, 2021.

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Jennifer Rosso, Secretary



7) Financial Advisor Additional Work – BA-2018-OA-007-PS

Mr. Bushek informed the Board that in November 2018 the Authority advertised in the New York State Contract Reporter for the contract BA-2018-OA-007 Financial Advisor (FA) to support the Authority through its toll schedule revision and planned Series 2021 new money debt issue. In January 2019 the Authority awarded a contract for services of the FA totaling \$112,500 to Acacia Financial Group, Inc., an MWBE firm. This amount considered the following: \$40,000 not to exceed for preliminary planning & support, \$65,000 to support a new money issue (competitive sale), 3yrs of \$2,500/yr. not to exceed for consulting regarding continuing disclosure. Since awarding the contract in 2019 the COVID-19 pandemic, the final proposal pricing for the Newburgh-Beacon North deck, and trending changes to the capital program have materially altered the original scope of work awarded under the contract. Extensive revisions to the plan to adapt to the current environment both related to traffic/revenue and bond market conditions having significantly increased the scope of work and required rework not provided for in the original award. Additionally, the Authority is now looking to issue Series 2021 refunding bonds that support from Acacia had not been awarded originally and necessitates utilizing an underwriter. To date the Authority has spent \$66,762.50, the majority of which was related to planning and support. This was procured through several small authorizations for additional work over the past year considered under the contract. To move forward with our efforts to support the capital program where the Authority has utilized the FA to assist with the underwriter award and the new money issue the Authority recommends the Board consider an increase of \$109,500. This would bring the total award to \$222,000, consisting of: \$82,000 not to exceed for planning and support, \$65,000 to support a new money issue, \$65,000 to support a refunding issue, 4yrs of \$2,500/yr. not to exceed for consulting regarding continuing disclosure. Chair McDonald called for a motion. On a motion of Vice-Chair Bruni, seconded by Commissioner O'Brien, Chair McDonald called for a roll call. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-062

Resolution Date: May 27, 2021

WHEREAS, the Board has reviewed the report relative to the Contract BA2018-OA-007 Financial Advisor Services; and

WHEREAS, the Authority contracted with Acacia Financial Group, Inc. in 2019, an MWBE, for services to support the activities related to the issuance of debt for a total of \$112,500; and

WHEREAS, the Authority experienced significant financial impacts from the COVID-19 pandemic that required extensive revisions to previously completed work and increased the overall scope of work for support and planning. This additional work directly related to the revision of the plan of financing for the Newburgh-Beacon

North Span deck project and has been authorized on an ongoing basis at stated contract rates to support budgeting and the issuance of debt; now therefore and,

BE IT RESOLVED, the New York State Bridge Authority does hereby approve the additional work under the contract BA2018-OA-007 Financial Advisor Services, to Acacia Financial Group, Inc., for an amount not to exceed \$109,500; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 27<sup>th</sup> day of May, 2021.

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Jennifer Rosso, Secretary

8) MOU with TBTA for Treasury Function Tolls by Mail

Mr. Bushek explained to the Board that the New York Customer Service Center that will process the Authority's Tolls by Mail (TBM) transactions has an arrangement with the current TBM agencies that pool treasury functions. The first entity to go live with TBM was Triborough Bridge and Tunnel Authority (TBTA) at the parkway toll plaza Henry Hudson. Subsequently the Port Authority joined and the New York State Thruway also followed. TBM provides for a single invoice to a patron that allows for transactions from all three agencies. This provides a single bill to patrons not using E-ZPass. To support the back office elements the three agencies developed a Memorandum of Understanding (MOU). This created a process and cost sharing agreement that deposited all TBM payments into a single account held by the TBTA. The Bridge Authority (NYSBA) seeks to amend this agreement to be included in the TBM program. The proposed agreement would provide for payments for NYSBA TBM transactions to be deposited into a TBTA depository account where TBTA would subsequently disburse those funds to NYSBA. The amendment developed is an extension solely for NYSBA that extends TBTA's services under the same terms as the existing agencies for on-going transaction processing. NYSBA requires inclusion in this agreement prior to commencing TBM. Additionally, late fees paid by patrons and associated processing charges (CC Fees, etc) that are not agency specific would be allocated to NYSBA. It should be noted that currently TBTA is not allocating any labor costs for this service (administration), but may do so in the future should labor or related costs arise/increase. The existing allocation methodology NYSBA seeks to join is based on a concept called "usage day." This mechanism provides that each agency receives a single weight for any day a single vehicle has a transaction on an agency's facilities in the TBM program. Effectively allowing a single vehicle to use a facility/agency multiple times in one day without adding additional weight to the allocation. Weighting is computed monthly. Chair McDonald called for a motion. On a motion of Commissioner Berardi, seconded by Commissioner Jarvis, Chair McDonald called for a roll call vote. All Commissioners present voted are unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-063

Resolution Date: May 27, 2021

WHEREAS the NYS Bridge Authority (NSYBA) has an existing Memorandum of Understanding (E-ZPass MOU) with the NYS Thruway Authority (NYSTA) to process E-ZPass transactions through the E-ZPass NY Customer Service Center (NY CSC), a service provided through a vendor engaged jointly by NYSTA, Triborough Bridge and Tunnel Authority (MTA Bridges and Tunnels) and the Port Authority of NY and NJ (PANYNJ); and NYSTA, MTA Bridges and Tunnels and PANYNJ administer Tolls by Mail transactions through a Memorandum of

Agreement dated as of September 9, 2015, as amended by a First Supplement dated as of September 9, 2016 effective as of April 23, 2016 (MOA); and

WHEREAS, the NYSBA has determined that entering into a Second Supplement to the MOA by and between NYSTA, TBTA, PANYNJ, and NYSBA for the collection and distribution of TBM tolls and fees by TBTA as Lead Agency is in the public interest; and

WHEREAS, the Board has reviewed the staff memo regarding the proposed supplemental agreement; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority does hereby approve the joining by NYSBA in the MOA pursuant to the Second Supplement to Memorandum of Agreement for the collection and distribution of Tolls by Mail tolls and fees by MTA Bridges and Tunnels as Lead Agency; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her designee, is hereby authorized and directed to execute and deliver the Second Supplement to MOA and to take the necessary measures to implement this resolution.

IN WITNESS WHEREOF, this resolution has been duly adopted this 27<sup>th</sup> day of May, 2021.

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Jennifer Rosso, Secretary

INFORMATION TECHNOLOGY:1) Gannett Fleming Support Contract Extension

Ms. Byrne explained to the Board that the Authority has a need to retain support services for its existing toll system until AET has been implemented across all facilities. The toll system currently in use at NYSBA consists of three major components. Lane controller - one for each toll lane. Processes lane transactions and sends to Plaza computer 2. Plaza computer – one at each bridge location. Compiles lane controller transactions and sends to Central toll computer 3. Central Toll computer – located in the operations building, compiles transactions from all facilities and sends E-ZPass transactions to the Thruway Authority for reimbursement. The current system support contract is due to expire in September. With the conversion to AET in process the need for continued support of our existing toll system is short term. Gannett Fleming (formerly Traffic Technologies Inc.) has been the maintenance provider for the existing toll system or portions thereof, for 24 years. Much of the system code was developed by Traffic Technologies Inc. (TTI). The complexity of our system requires an in depth understanding of the software code to allow for maintenance and troubleshooting of issues. Due to its position as developer and long standing role providing maintenance, it is recommended that Gannett Fleming be designated as a single source for the toll system maintenance provider task during the transition to our AET system. Gannett Fleming has submitted a quote to extend support services of the toll system from October 1, 2021 thru March 30, 2022 in the not to exceed amount of \$68,000, to be billed in monthly payments on a sliding scale based on the number of facilities that are still utilizing the legacy toll system. Chair McDonald called for a motion. On a motion of Commissioner O'Brien, seconded by Vice-Chair Bruni, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-064

Resolution Date: May 27, 2021

WHEREAS, the Board of Commissioners has reviewed the memorandum describing the need to retain application support services for its existing toll system until AET is in place at all of the Authority bridge locations; and,

WHEREAS, the Authority has designated Gannett Fleming as a single source for the toll system maintenance; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority that a purchase order be created to Gannett Fleming in the not-to-exceed amount of \$68,000.00; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 27<sup>th</sup> day of May, 2021.

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Jennifer Rosso, Secretary

## 2) Oracle Support Renewal

Ms. Byrne indicated the Board that the IT Department's Operating budget includes licensing and maintenance for Oracle products that support the Toll system. Oracle support provides access to product security enhancements as well as technical assistance and support resources to help maintain the availability of the toll system. The Authority through the NYS OGS Contract #PM20940, has been provided a quote for this procurement. Through the RFQ process, Mythics Inc., supplied the Authority with a price quote of \$15,760.03. This expense is identified in the IT Department's 2021 Operating Budget. Chair McDonald called for a motion. On a Commissioner Jarvis, seconded by Commissioner Gilbert, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

### NEW YORK STATE BRIDGE AUTHORITY BOARD RESOLUTION

Resolution No.: 021-065

Resolution Date: May 27, 2021

WHEREAS, the Board of Commissioners have reviewed the memorandum describing the need to renew maintenance and licensing for Oracle products that support the toll system; and,

WHEREAS, the Authority will participate in the NYS OGS Contract #PM20940 through Mythics, Inc.; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority issue a purchase order at a not-to-exceed amount of \$15,760.03; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 27<sup>th</sup> day of May 2021.

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Jennifer Rosso, Secretary

MEDIA AND PUBLIC INFORMATION:1) Media & Advertising Buying Contract

Mr. Steber indicated to the Board that with the upcoming incremental conversion to cashless tolling set to take place at the Bridge Authority's five toll bridges, it is imperative that the Authority run an effective informational campaign in order to educate the traveling public about this change. For the FY2021 budget, the Authority has already allocated up to \$400,000.00 to run an effective marketing campaign for cashless tolling. The NYS Office of General Services (OGS) operates the Digital & Media Services Center, which operates as a resource to other state entities. The Media Services team is in the process of creating content for us to use for advertising purposes, similar to how they provided these services to the Thruway Authority during their switch to cashless tolling. NYS OGS sent out a media buy request (MBR) to the five (5) advertising companies that they have on contract. By utilizing an ad-buy company, the Authority will be able to execute one contract and be able to distribute its content across a variety of outlets, such as radio, digital ads, etc. There are no MWBE or SDVOB goals associated with this procurement. Two of the five companies on OGS contract submitted a proposal. Mr. Steber recommended to the Board to award this contract to Wahl Media of Fairport, NY (OGS Contract #PS68901) at a not-to-exceed cost of \$125,000.00. This does include a commission of 4% (\$4,807.00) that the firm charges for procuring these advertising spots on the Authority's. Chair McDonald called for a motion. On a motion of Commissioner Jarvis, seconded by Commissioner O'Brien, Chair McDonald called for a roll call vote. All Commissioners present voted aye unanimously:

NEW YORK STATE BRIDGE AUTHORITY  
BOARD RESOLUTION

Resolution No.: 021-066

Resolution Date: May 27, 2021

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to run an informational campaign to educate the public about the Bridge Authority's upcoming conversion to cashless tolling; and

WHEREAS, the Authority's Board of Commissioners has previously allocated up to \$400,000.00 in the FY2021 budget to run this public information campaign effectively; and

WHEREAS, the Authority has the opportunity to participate in the use of contracts negotiated by the New York State Office of General Services (OGS) Digital & Media Services Center for the procurement of advertisement space with regional media outlets; now therefore

BE IT RESOLVED that the Board of Commissioners hereby approves creation of purchase orders for the procurement of ad-buy services through Wahl Media at a not-to-exceed amount of \$125,000.00.



BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 27<sup>th</sup> day of May 2021.

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Jennifer Rosso, Secretary

REPORTS TO BOARD:1) Monthly Activity Report of the Acting Executive Director

The Monthly Activity Report was submitted by Acting Executive Director Tara Sullivan noting no expenditures. No action was required by the Board.

2) April 2021 Traffic and Revenue Analysis

Ms. Sullivan noted for the month of April that the Authority's year-over-year traffic numbers are up 4.40% while revenues are \$2,981,285.00 above last year's receipts for an increase of 19.81%. No action was required by the Board.

3) April 2021 E-ZPass Sales Analysis

Ms. Sullivan indicated that year-to-date 2021 tag sales are 3,479, compared to 2,536 sold year-to-date 2020, an increase of 37.2%. No action was required by the Board.

4) Historic Bridges of the Hudson Valley (HBHV) Monthly Report for April 2021

The full monthly and detailed report was submitted to the NYSBA Board of Commissioners by Historic Bridges of the Hudson Valley Director, Kathy Burke. No action was required by the Board.

This concluded the Regular meeting. Chair McDonald asked for a motion to adjourn. On a motion of Vice-Chair Bruni, seconded by Commissioner Gilbert, 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 June 17, 2021 at 3:00 p.m. at Headquarters.

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

Resolution No.:

Resolution Date: June 17, 2021

WHEREAS, the Authority has determined it in the public interest to utilize the services of an outside firm to clean and maintain its facilities at Headquarters and the Mid-Hudson Bridge; and

WHEREAS, the Authority awarded a contract BA-2018-OE-03-PS NYSBA HQ and MHB Facility Cleaning Services to Prospect Cleaning Services on June 21, 2018; and

WHEREAS, the contract permits three one-year renewal periods and Authority staff recommends exercising the third one-year renewal option effective July 1, 2021; now therefore

BE IT RESOLVED, the Board of Commissioners of the New York State Bridge Authority authorize the renewal of contract BA-2018-OE-03-PS in an amount not to exceed \$35,006.64 for a one-year term beginning July 1, 2021 to Prospect Cleaning Service, Inc. of Brooklyn , NY, a certified MBE and WBE ; and,

BE IT RESOLVED FURTHER RESOLVED, that the Acting Executive Director, or her 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 17<sup>th</sup> day of June, 2021.

\_\_\_\_\_  
Jennifer Rosso, Secretary

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

Resolution No.: \_\_\_\_\_

Resolution Date: \_\_\_\_\_

WHEREAS, the New York State Bridge Authority has determined that it is in the public interest to purchase one new plow/pattern truck for use at the Newburgh-Beacon Bridge, as BA-2021-RE-109-AC, to replace Truck #197, a 1997 International 4900 with 44,753 miles and 5,869 hours, which shall be put up for auction; and

WHEREAS, there is no current OGS contract for this equipment and Onondaga County Division of Purchase has publicly advertised and awarded the procurement of an International HV 507 as Bid Number 8996; and

WHEREAS, NYS General Municipal Law allows for the Authority's shared utilization of another agency's publicly advertised and awarded contract and M/WBE goals shall be considered addressed by the issuing agency; and

WHEREAS, the truck will be upfit by Amthor Welding, of Gardiner, New York, utilizing Tenco Equipment and shall include cone-setting basket, an arrow board, impact attenuator, stainless steel V-box spreader, one way funnel plow and pre-wetting system; now therefore

BE IT RESOLVED that a purchase order be issued to Navistar, Inc., through Allegiance Trucks, of Hudson, New York, for the purchase of one (1) International HV 507 flatbed pattern truck in an amount not to exceed \$250,925.86; and

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 June 2021.

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Jennifer Rosso, Secretary



**"ENGINEERING JOBS IN PROGRESS"  
SUMMARY**

**Period ending: May - '21**

PROJECT BA #	CONSULTANT / CONTRACTOR	PROJECT DESCRIPTION	AWARD/ APPROVAL DATE	SCHEDULED COMPLETION DATE	PROJECTED COMPLETION DATE	CURRENT BUDGET	PROJECTED COST	COMMENTS	
<b>MID-HUDSON</b>									
19-RE-117-DE	Modjeski & Masters, Inc.	MHB: Truss Hanger, Steel Curb railing & Joint Rehab	Sept-19 Jan-21	Dec-21	Nov-21	\$ 381,268	\$ 381,268	Budget Increased \$82,154 (Jan. '21)	
19-RE-117-CM	HVB Construction, Inc.	MHB: Truss Hanger, Steel Curb railing & Joint Rehab	Jun-20	Dec-21	Nov-21	\$ 7,862,000	\$ 7,862,000		
19-RE-117-SU	K&S Engineers	MHB: Truss Hanger, Steel Curb railing & Joint Rehab	June-20	Dec-21	Nov-21	\$ 610,000	\$ 610,000		
21-RE-101-DE	Greenman-Pedersen, Inc. (GPI)	MHB: AET Conversion, Design	Jan-21	Mar-22	Mar-22	\$ 177,000	\$ 177,000		
<b>NEWBURGH-BEACON</b>									
18-RE-110-DE	Greenman Pedersen, Inc. (GPI)	NBB: North Span Deck Replacement, Design and Support	Oct-18 Nov-19	Sep-23	Sep-23	\$ 1,818,800	\$ 1,818,800		
17-RE-102-ES	Modjeski & Masters, Inc.	NBB: North Span Deck Replacement, Review	Sep-19	Mar-20	Mar-20	\$ 67,918	\$ 67,918		
18-RE-110-CI	HDR, Inc.	NBB: North Span Deck Replacement, Inspection	Jun-20	Sep-23	Jun-23	\$ 4,549,957	\$ 4,549,957		
18-RE-110-CM	Yonkers Contracting	NBB: North Span Deck Replacement, Const.	Jun-20	Sep-23	Sep-22	\$ 101,840,002	\$ 101,840,002	Substantial Completion MOU - Normal eastbound and westbound traffic patterns to resume 1 year ahead of schedule.	
18-RE-110-MN	Metro-North	NBB: North Span Deck Replacement, RR Flagger	Jul-20	Sep-23	Jun-23	\$ 250,000	\$ 250,000		
18-RE-110-RR	CSXT	NBB: North Span Deck Replacement, RR Flagger	Jul-20	Sep-23	Jun-23	\$ 200,000	\$ 200,000		
<b>BEAR MOUNTAIN</b>									
20-RE-107-DE	Modjeski & Masters, Inc.	BMB: All Electronic Tolling, Design & Support	July-20	Oct-21	Oct-21	\$ 411,642	\$ 411,642		
21-RE-102-DE	M.J. Engineering	BMB: Deck Repairs and Overlay, Design & Support	Jan-21	Oct-21	Oct-21	\$ 55,000	\$ 59,400	Budget Increased \$4,400 (April '21)	
<b>SYSTEMWIDE</b>									
21-101-CM	Hudson Valley Bridge (HVB)	Bridge / Highway Repairs (Standby)	Jan-21	Dec-23	Dec-23	\$ 480,750	\$ 5,480,750	Transfer \$5 mil from existing CIP budget to HVB's contract for AET Gantry, Electric & Rdwy. Super slabs at BMB, RVW, KRB & MHB (May '21)	
21-103-DE	Modjeski & Masters, Inc.	Substructure Repairs, Design & Support	Feb-21	Nov-21	Nov-21	\$ 191,661	\$ 191,661		
						<b>TOTALS</b>	\$ 118,895,998	\$ 123,900,398	
- Past Alotted Time and/or Over Budget									
- On Time and/or On Budget									

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

Resolution No.: \_\_\_\_\_  
Resolution Date: \_\_\_\_\_

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 Acting Executive Director, or her 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 June 2021.

\_\_\_\_\_  
**Jennifer Rosso, Secretary**

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

Resolution No.:

Resolution Date: June 17, 2021

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 27, 2021; now therefore

BE IT RESOLVED, that the Board of Commissioners of 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 Acting Executive Director, or her 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 17<sup>th</sup> day of June, 2021.

\_\_\_\_\_  
Jennifer Rosso, Secretary

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

Resolution No.: \_\_\_\_\_

Resolution Date: June 17, 2021

WHEREAS, the NYS Bridge Authority (NYSBA) has an existing Memorandum of Understanding (E-ZPass MOU) with the NYS Thruway Authority (NYSTA) to process E-ZPass transactions through the E-ZPass NY Customer Service Center (NY CSC), a service provided through a vendor engaged jointly by NYSTA, Triborough Bridge and Tunnel Authority (MTA Bridges and Tunnels) and the Port Authority of NY and NJ (PANYNJ); and

WHEREAS, the NYSBA has determined that entering into a first amendment to the MOU by and between NYSTA and NYSBA for the back office transacting, collection and distribution of TBM tolls and fees by the NY CSC is in the public interest; and

WHEREAS, the NYSBA will be obligated with the signing of the amendment to reimburse NYSTA in the amount of \$23,211 for a portion of the NYSTA initial investment costs from the development of the Tolls by Mail program; and

WHEREAS, the Board has reviewed the staff memo regarding the proposed first amendment; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority does hereby approve the first amendment of the MOU between NYSTA and NYSBA for the back office transacting, collection and distribution of Tolls by Mail tolls and fees at the NY CSC; and

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority does hereby approve the payment of \$23,211 to NYSTA for the NYSBA portion of the NYSTA initial investment costs from the development of the Tolls by Mail Program; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her designee, is hereby authorized and directed to execute and deliver the first amendment to the MOU and to take the necessary measures to implement this resolution.



IN WITNESS WHEREOF, this resolution has been duly adopted this 17<sup>th</sup> day of June,  
2021.

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Jennifer Rosso, Secretary

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

Resolution No.:

Resolution Date: June 17, 2021

WHEREAS, the Board has reviewed the report relative to Cyber Risk; and

WHEREAS, the Authority has acknowledged the incremental insurance requirements to support the transition to Tolls by Mail beginning in July 2021; and

WHEREAS, the Authority received a proposal from Risk Strategies for 13 months of cyber liability coverage for a total of \$22,817 with Coalition Insurance; now therefore and,

BE IT RESOLVED, the New York State Bridge Authority does hereby approve the purchase of 13 months of cyber insurance, subject to audit, from Coalition Insurance through Risk Strategies for an amount not to exceed \$22,817; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 17<sup>th</sup> day of June, 2021.

\_\_\_\_\_  
Jennifer Rosso, Secretary

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

Resolution No.:

Resolution Date: June 17, 2021

WHEREAS, the New York State Bridge Authority (NYSBA) has determined that it is in the public interest to modernize tolling systems and processes at all of its facilities; and,

WHEREAS, the NYSBA has determined that contracting with Transcore to provide and operate a system(s) to transact and support technical elements of All Electronic Tolling including: the roadside toll collection system, the central tolling system, and toll transaction management reporting system is in the public interest; and

WHEREAS, the Board has awarded the four year contract BA-2020-RO-011-IT Toll Systems Provider to Transcore on December 17, 2020 for \$13,250,332; and

WHEREAS, the Board has reviewed the report for Change Order 1 from Transcore for additional conduit and additional costs for Sunday night scheduling totaling \$13,028.22; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority does hereby approve Change Order 1 from Transcore on contract BA-2020-RO-011-IT Toll Systems Provider at a cost of \$13,028.22; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 17<sup>th</sup> day of June, 2021.

\_\_\_\_\_  
Jennifer Rosso, Secretary

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

Resolution No.:

Resolution Date: June 17, 2021

WHEREAS, the Board reviewed the report relative to the contract BA-2021-OA-009PS Contract Internal Audit Services; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority does hereby concur with and approve three one year contracts under BA-2021-OA-009-PS for the years ending 2021, 2022, and 2023 to Tronconi, Segarra & Associates at a not to exceed cost of \$20,000 annually; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 17<sup>th</sup> day of June, 2021.

\_\_\_\_\_  
Jenifer Rosso, Secretary

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

Resolution No.:

Resolution Date: June 17, 2021

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

BE IT RESOLVED, that the balance shall be \$141,221,000 as recommended by the consulting Engineers, Modjeski and Masters, P.C.; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or her 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 17<sup>th</sup> day of June, 2021.

\_\_\_\_\_  
Jennifer Rosso, Secretary

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

Resolution No.:

Resolution Date: June 17, 2021

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

WHEREAS, the Authority staff recommends to continue participation in the licensing program through the NYS Office of General Services Statewide Contract PS68202; now therefore

BE IT RESOLVED, that the Board of Commissioners of the New York State Bridge Authority that the purchase of the software licensing services for the third year of a three year program hereby be approved at a cost not to exceed of \$51,932.89; and

BE IT FURTHER RESOLVED, that the Acting Executive Director, or their 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 17<sup>th</sup> ,day of June, 2021.

\_\_\_\_\_  
Jen Rosso, Secretary

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

Resolution No.: \_\_\_\_\_

Resolution Date: June 17, 2021

WHEREAS, the New York State Bridge Authority has determined that it is in the best interest of NYSBA and the people of the Hudson Valley, and in furtherance of its stated mission to create a popular awareness of the many beneficial aspects of having a regional, time-tested, and wholly successful authority running their bridges, keeping them safely maintained, and keeping the costs and therefore the tolls down; and

WHEREAS, in July 2016, Historic Bridges of the Hudson Valley (HBHV) hired a Director, Kathy Burke, who as a New York State certified teacher with an M.S. in Education, established author and researcher of NYSBA bridges and sole source provider, began a critical new phase of promoting the rich history of the NYSBA bridges and directing HBHV to a place among the notable historic organizations in the Hudson Valley; and

WHEREAS, due to this success, NYSBA seeks to contribute to the operating expenses of HBHV as well as supply office space, a computer, and a phone; and

WHEREAS, the New York State Bridge Authority recommends entering into a one-year agreement to fund HBHV the amount of \$60,400.00 for another year for continued financial support for salary and administrative expenses to supplement their various grant funding; now therefore

BE IT RESOLVED that the Board of Commissioners of the New York State Bridge Authority authorizes the Acting Executive Director to enter into a contract with Kathy Burke to serve as Director of Historic Bridges of the Hudson Valley effective July 1, 2021 through June 30, 2022; and

BE IT FURTHER RESOLVED that the Acting Executive Director, or her 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 June 2021.

\_\_\_\_\_  
Jennifer Rosso, Secretary