

1:00pm: Joanne Mahoney: Okay. Good morning, and welcome to the July 9, 2020, meeting of the Thruway Authority Board of Directors. On the web X, we have Board Members Bob Megna, Dr. Veras, Don Rice, George Miranda, and Heather Briccetti, and today we are going to start with the Finance Committee. Bob Megna is chair of that committee. Also serving on that committee is Don Rice and Dr. Veras, and I serve ex officio. Bob, will you please start the finance meeting for us?

Robert Megna: Absolutely. Thank you. The first item of business is approval of the minutes from the Finance Committee number 58. May I have a motion to advance and discuss this item?

Male: Motion to advance.

Male: Second.

Robert Megna: Thank you. Any discussion of the minutes? If not, all in favor of adopting the minutes?

All: Aye.

Robert Megna: Any opposed? The motion is approved. The second item for the Finance Committee is review and approval of the financial reports from March and April of 2020, and Matt Howard will give us a presentation before we vote. Matt?

Matt Howard: This item Reflects our financial reporting through April and represents the first monthly reports that have incorporated impacts associated with Covid-19. Through April, our total year-to-date traffic was down by 20.8 percent compared to the prior year; again, driven by the effects of Covid. That included commercial traffic declining by 6 percent, while passenger traffic had declined year-to-date through April by 22.8 percent below last year. As I had previously indicated, the traffic and revenue results in March and April were significantly below those year-to-date declines, as a result of the responses that we took. They corresponded to total revenue receipts of 185 million. That's a decline through April of 14.8 percent or 32 million below the prior year levels, with our commercial toll revenues declining by 5.5 percent, and passenger toll revenues declining by 22 percent. So again, to reiterate in April, we saw monthly declines that were significantly below those levels. I think we talked about those in prior meetings. You know, to put it in context, our April toll revenue numbers were 47 percent below the prior year levels. If there is really any bright side to that, it is that from that point, that represents sort of the lowest level of our results through this period, and then from April to today, we have seen steady improvements from that lower level, so that is very much a positive thing. In terms of our operating expenses through April, Thruway operating expenses totaled 138.9 million, which is 4 million or 2.7 percent below last year. You know, where these figures, both on the spending and expense side, leave us through the end of April is that overall, our revenues were about 13 percent below what we had

budgeted for and on the expense side, we are at about 0.3 percent below our 2020 budget target. So given these impacts that we have seen, we are continuing to place restrictions on non-essential spending and are continuing to work on a plan to use our existing resources in the previously approved short-term financing to support our operations through 2020. You know, that's a summary of where we stand through April, and I would be willing to answer any questions that folks may have.

Don: That was the forecast for the year?

Matt Howard: Can you say that again?

Don: The figures that you gave, I think down 13 percent, down two percent, something like that, that was the forecast for the year going forward?

Matt Howard: Yeah, that basically, when we compare where we had anticipated being through April in our budget, where we thought we would be, we are 13 percent below on the revenue side, and you know, less than a percent below on the spending side through the end of April.

Don: Oh, that is only through the end of April.

Matt Howard: That's correct.

Don: Okay. Well, let me see. it's July now. Any anecdotal indication what the traffic and thereby revenue flow has been for May and June?

Matt Howard: Yeah, so you know, we are still working on closing out you know, our monthly financial reports for May and June, but I would say that we have seen both traffic and revenue begin to come back at a pretty steady pace, so you know, anecdotally, this is preliminary before finalizing everything, we saw the revenue numbers in May, you know, were down, but rather being down that 40 percent that I said that they were for April, in May they were about 36 percent down. In June, the decline was close to 22 percent, and the first week of July, the first seven days of July, our preliminary results kind of indicate that we were down by about 15 percent overall for a total revenue basis. And you know, as a side note on that, I would say that one very positive thing is that the first week of July saw our commercial traffic being five percent above where we were in the prior year, so that is sort of since this, you know, current environment started. It is kind of the first time that we saw gains like that, you know, on a seven-day period for commercial traffic, so that is very much a good thing.

Robert Megna: So Don asked my question, so I don't have to ask that, but so given these results and where you see the world now, what do you think, what are your estimates for how we should finish the year?

Matt Howard: Well, we have been continuously updating our assumptions, you know, over the last three months, and we are at a place now where we are sort of, rather than doing the kind of traditional forecast of a pinpoint range, or a pinpoint forecast, we are looking at a sort of low meeting the high scenarios that we are sort of trying to use for operating assumptions, and I think that, you know, the most recent kind of review that we had on that, our annual revenue picture probably within the ten to fifteen percent down range when we annualize it over the course of the full year, so I think, you know, we are definitely trending in that range, which honestly is significantly better than we would have anticipated in the depths of it in, you know, late March and early April.

Robert Megna: Any other questions for Matt? If not, can I have a motion to advance this item?

Male: So moved.

Robert Megna: A second?

Male: Second.

Robert Megna: Any further conversation or discussion? If not, all in favor?

All: Aye.

Robert Megna: Any opposed? The motion is approved. The third item, and again Matt will present for us is approval of the Authority's investment transactions for the first quarter of 2020.

Matt Howard: Thank you. This item as mentioned is our first quarter report for our investment transactions. It is presented in conformance with the investment policy that the Board approved at the March meeting. Through the end of the first quarter, March 31<sup>st</sup>, we made 2.6 billion in investments that were comprised of 1.8 in Thruway Authority funds, 742 million in trust fund bond program investments, and 124 million in state personal income tax revenue bond program funds. The average yield for these investments was 1.15 percent, with a weighted average maturity of 59 days. That is a summary of the report that was submitted, and I would be willing to answer any questions.

Robert Megna: Any questions for Matt? If not, may I have a motion to advance this item?

Male: So moved.

Robert Megna: And a second?

Male: Second.

Robert Megna: Any further conversation or discussion? If not, all in favor?

All: Aye.

Robert Megna: Any opposed? The motion is approved. And with that, we jump to any other business, so are there any other issues that the committee would like to address? If not, we can move to adjournment of the Finance Committee, and if I have a motion to adjourn this meeting of the Finance Committee?

Male: So moved.

Robert Megna: A second?

Male: Second.

Robert Megna: All in favor?

All: Aye.

Robert Megna: The Finance Committee meeting is adjourned.

1:13pm :Joanne Mahoney: Thank you very much, Bob. Up next is the Governance Committee, and Steve Saland is the Chair of that Committee. Also serving on the Committee is Dr. Veras, Mr. Miranda, and as chair, I serve ex officio. Steve is unable to attend the meeting today, so I am going to chair the Governance Committee's meeting in his absence. And the first agenda item for us is the approval of the minutes of the Governance Committee meeting number 30. Do I have a motion to advance this item?

Male: Motion.

Male: Second.

Joanne Mahoney: Any discussion? Any corrections, edits? All in favor?

All: Aye.

Joanne Mahoney: Okay, both of you. Hearing no opposition, the motion is approved. And agenda item number two is going to be presented by Joe Igoe, who I see in the boardroom. So Joe, the floor is yours.

Joe Igoe: Alright, good afternoon. This item seeks the approval of the revision of the Authority's Lobbying Contacts. At the Authority, we have numerous policies and procedures, and we are in the process of updating everything. With regards to this policy, which relates to when members of the Authority are contacted by lobbyists, it just

basically removes references to the Canal Corporation. It also clarifies what information is required to be filled out on the form when an employee of the Authority is contacted by a lobbyist, so it is fairly straightforward. Any questions?

Joanne Mahoney: Anyone have any questions for Joe? Alright, may I please have a motion to advance this?

Robert Megna: Motion.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Hearing no opposition, the motion is approved. Is there any new business, any further business the Committee would like to consider? Alright, hearing none, can I please have a motion to adjourn today's meeting of the Governance Committee?

Robert Megna: Motion.

Dr. Veras: Second.

Joanne Mahoney: All in favor of the adjournment?

All: Aye.

Joanne Mahoney: Okay, we are adjourned, and we will move into the full Board meeting. And I would like to call to order the Board meeting of the New York State Thruway Authority. This scheduled meeting has been dually noticed, as required by the opening meetings law. The meeting is called to order pursuant to bylaws Article 3, Section 2. May I please have a motion to enter the Board meeting?

Robert Megna: So moved.

Male: Second.

Joanne Mahoney: All in favor?

All: Aye.

1:18pm:Joanne Mahoney: We are now in full meeting of the Board. Our first order of business is the public comment period for speakers to address items on today's agenda. Tanya, has anyone signed up to speak regarding today's agenda?

Tanya: Yes. I have a comment from Murray Bodin. He says, "Good afternoon. I am missing you all, but this email will have to do. The changing world affects how problems are solved very different from a year ago. Resources are reduced, and what there is must go further. I suggest cable stays, small bridges for replacement, those on the ground, and then put in place by a crane. Concrete is bad for the environment, so use as little as possible. Renew the asphalt roadways using a hot method used already. It should be adopted everywhere. Forget Robert Moses grass cutting plan and let the grass grow wherever possible. That's a hard one to do. I miss seeing you all, Murray Bodin". That's the only comment.

Joanne Mahoney: Thank you. It is very nice to hear from Murray and that he hasn't forgotten us during this pandemic. That will conclude the public comment period on today's agenda. The next order of business is the approval of the consent agenda. My I please have a motion to approve consent items one through four.

Robert Megna: Motion.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Any opposition? Hearing none, the four items are approved. And the next order of business is the action agenda, and we will take a moment hear to hear from our Director, Matt Driscoll.

Matt Driscoll: Yup, thank you, Madam Chair. Good afternoon, Board members. Thanks for everybody joining in today. Just a few quick updates I would like to provide you. Again, as you have been notified, Mark Hixson has retired. He spent 36 years with New York State; 33 of those with the Thruway Authority, which he did a tremendous job, and we wish him well. As I noticed you, Jim Konstalid, our former New York Division Director, is now the Acting State Operations Director. He has hit the ground running. He is actually out in the Division today. You will get a chance to meet him soon. He is going through the process, so I will be bringing a formal request to you at some point in the near future. We, you may have read, and I am sure you are aware; we opened the Shared Use Path on Monday, June 15<sup>th</sup>. It has been quite busy. It has been going very well; lots of activity there and certainly a lot of interest in that as well, so we are pleased with how that is going. Also, Covid support, we had talked about this before, as you all know, it is all hands on deck for everybody with Governor Cuomo here, and that's no different for the Thruway Authority. We have been involved in a transportation of testing kits, supplies, drive through equipment, etc. Also, Lake Ontario flooding a month or so ago. I want to give a special thanks to Phil Serafino. He has done a heck of a job managing all of that with all of the other folks, too numerous to

mention, who have done that. That seems to be winding down, but everybody has worked really hard on that. It has been a long 130 days. Maintenance and Operations; we are back to our full staffing schedules. We changed those, as you may recall a little bit because of the pandemic, so we are back to full schedule and all engaged in maintenance activities. Toll collections are back to collecting cash; as you are aware, we did have some emergency procedures, but we have gone back now to having full toll collections at those facilities as well. And last but not least, the cashless toll project itself; that remains on schedule for the end of this year. So ladies and gentlemen, that concludes my report. If you have any questions, I am happy to answer them.

Robert Megna: I have one question on the Shared Use Path, only because I went through it a little bit, but how has it been going with the Rockland side of the world there? Because they were the ones most worried about it, right?

Matt Driscoll: Yeah, you know what? I think they have been pleased. We haven't had a lot of issues from the village. You know, like anything new, Bob, there are a few bugs to work out. We have been doing that. As an example, we removed and replaced and adjusted some signage for traffic flows and so forth. We added some additional signage reminding people they really need to wear a mask on the bridge or on the path rather, but by and large, I would say it has gone really well, and I wouldn't say that there have been any more issues on the Rockland side than on the Westchester side, so, so far, so good.

Robert Megna: Great.

Joanne Mahoney: Any other questions for the Director? Okay, thanks, Matt, for that, and I would like to take the opportunity for the record to publically thank Mark Hixson for his work on behalf of the Thruway Authority. He did a tremendous job, and we were in good hands, and he will be missed. We will look for your recommendation for his replacement. We know he has some big shoes to fill, and I am hoping maybe somewhere down the road, we can get Mark back in person to properly thank him for his work on behalf of the Thruway Authority. Moving to our procurement contracts, Kevin Allen is up next. Kevin?

Kevin Allen: I think I am on the unit now.

Tanya: Yes, sorry, Kevin.

Kevin Allen: Good afternoon, Chair, Board members, Executive staff. The item before you is action taken by the executive director for the first half of the year, ending June 30<sup>th</sup>, and there are 13 items in your exhibit, contractual items. Ten of those are amendments to previously existing contracts. Nine of the ten just added time, and then there was one that added time and increased the maximum amount payable, and then there are three others that are new contracts in the exhibit. There were a couple of errors I made in putting together the exhibit, so I just want to go over those corrections

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with you, and Tanya has a revised exhibit to put into the record. On the first page, there is a Healthworks contract, C010514, it is the second amendment, and just for clarification, that amendment added \$4,900.00, and the new maximum amount payable is \$14,900.00. And the last item on that page was an amendment to contract C010442. It says Partners in Safety, but that is the wrong contractor. It should be Blackburn Group, Inc., and that was for mandatory Medicare reporting, and it only extended the contract one year with no increase to the maximum amount payable. On page two, towards the bottom is Henry Hutchen Tours, C010288, and that is operation of a number of tourist information centers, and just to fully disclose that that didn't add money; that just extended the contract eleven months. And the final correction I need to make is for the last item on page two, Admission Critical Partners, C010454. The amendment number three added \$26,400.00 for a new maximum amount payable of \$98,494, and that concludes the report. I will answer any questions if there are any. Thank you.

Joanne Mahoney: Thank you very much, Kevin. Does anybody have any questions for Kevin? And as he said, Tanya will be giving us a corrected report to add to the official record. Okay, Kevin, thank you very much for that report. We will move on to the action agenda, agenda item number six, approving the extension of a term for custody and safekeeping services, and Matt Howard will present for that item, Matt?

Matt Howard: Thank you. This item seeks your authorization to permit the Authority to execute a contract with Bank of New York Mellon for custody and safekeeping services. The services of this contract are necessary for all of our investment activities and investments purchased by the Authority and for collateral held for all the Authority's demand deposit accounts. So this item and this contract would be awarded in conformance with an RFP that was originally developed in late 2019. The RFP was distributed to 164 firms and three proposals were received by us in early February. Bank of New York received the highest overall score of the evaluation committee. Bank of New York Mellon is among the largest custodian banks in the world and is clearly capable of meeting the custody safety needs of the Authority. The term of the contract would be for a five-year period with a maximum amount payable over the course of the term not to exceed \$378,000.00. That is a broad summary of the scope of the agreement, and I would be willing to answer any further questions that any members might have.

Joanne Mahoney: Any questions for Matt? Let's have a motion to advance this item.

Robert Megna: Motion.

Male: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Is there any opposition? Hearing none, the motion is approved. Thanks, Matt. And we will move to agenda item number seven, which asks us to consider a contract with Adesta LLC for fiber optics system maintenance, construction, and repair, and Kim McKinney is here to present that item, Kim?

Kim McKinney: Thank you. This is seeking Authorization for an Agreement with Adesta for Fiber Optics System Maintenance, Construction, and Repair. The Authority currently has a contract with Fiber Optics System Marketing and Maintenance that will expire on October 8<sup>th</sup> of this year. In November of 2019, the Authority issued an RFP and two proposals were received. An evaluation committee reviewed the proposals, and as a result of the evaluation, Adesta LLC was the highest ranked proposer. Consistent with the RFP, principle terms of the agreement with Adesta have been negotiated. The agreement will be for a period of ten years and may be renewed for two additional five-year terms. The agreement provides for two types of services. Under the core services, Adesta will provide project management and coordination, locating services, design consultation, regeneration facility maintenance, inventory management, user coordination, reporting all services and response time requirements. Under additional services, Adesta will provide emergency work and other work as determined by the Authority to be necessary. The emergency services will be provided 24 hours a day, seven days a week by the contract to correct any problems with or outages in the fiber optic system. This is extremely important because of critical information that runs over the system. Liquidated damages may be imposed if services are not completed in a timely manner. The annual fee for core services for the first two years will be \$2,396,565.00. This includes all labor, equipment, materials, overhead and profit. After those first two years and thereafter, an escalation based on how the CPI is allowed with no greater than a two percent CPI escalation. The maximum amount payable under the agreement inclusive of additional services is 32 million for the term of the contract. I'd be glad to answer any questions.

Joanne Mahoney: Our additional item concerning Adesta is coming later in the agenda, and it will be presented by Joe because I say this at all of our meetings, but we all have an opportunity to interact with the Director and the staff to have questions answered, and Kim, I know you have answered some of the questions regarding Adesta, so thank you. Are there any questions for Kim on agenda item number seven? Alright, can I please have a motion to advance the item?

Male: Motion.

Joanne Mahoney: The second?

Male: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Is there any opposition? Alright, hearing none, the motion is carried. Agenda item number eight, Authorizing Additional Funding for TAA 20-6/D214780. Rich Lee will present, Rich please.

Rich Lee: Thank you. The first item I will present today is an Additional Fund Request for TAA 20-6, Concrete Pavement Southbound only from Mile post 141.9 to 148.3. Last year, the Board approved funding for this project, which was for 2 million dollars. This 2 million dollar estimate was based on average lane mile costs of past projects. It was put together prior to the complete survey of Design Services. During design, it became evident that some concrete repairs would be necessary, and due to the number of wetlands along this section of the Thruway, there would be additional costs associated with it. The project was led on March 25<sup>th</sup>, and we received bids pulled from experienced contractors who had worked on Thruway contracts before. Performed bid analysis as per our procedures, which concluded that the low bid prices are reasonable and represent a huge savings across the board. The request that the maximum amount payable will increase from 2 million to 2.9 million dollars and the contract be awarded to the low bidder. If you have any questions, I'd be happy to answer them.

Joanne Mahoney: Any questions for Rich on agenda item number eight? May I please have a motion to advance the item?

Robert Megna: So moved.

Male: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Hearing no opposition, the motion is approved, and Rich will also present agenda item number nine for us. Rich, the floor is still yours.

Rich Lee: Thanks. The second item I will present today is an Approval Request for Supplemental Agreement for D214562, a Term Agreement for Construction and Inspection Services in the New York Division. This agreement is to support our last mile project and revise the necessary inspection services for the duration of the project. The original contract amount was 6.5 million dollars. The supplemental request is for 4.8 million, making all payable 11.3 million, which represents typical CI costs for a project the size of this. The MWBE goal is 30 percent, and the SDVOB goal is 6 percent. The supplemental agreement has a three-year term with an option for the Authority to extend for two additional one-year term. If there are any questions, I'd be pleased to try and answer them.

Joanne Mahoney: Any questions for agenda number nine? Alright, hearing none, can I please have a motion to advance the item?

Male: So moved.

Male: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: And again, hearing no opposition, the motion carries, thanks Rich. And agenda item number ten. We are being asked to consider Authorizing the Executive Director to Execute a Settlement Agreement with Adesta, and as I said, Joe Igoe will present that for us. Joe?

Joe Igoe: Okay, thank you. So in 2018, we became aware that Adesta's subcontractor placed some of our fiber in the wrong duct along the Thruway's fiber optics system. This deprived us of a continuous duct that we could lease to an entity interested in using our fiber optics system. Since this discovery, Authority staff have been in discussion with Adesta about how to cure the issue. Recently, the Authority and Adesta have reached an agreement on how to settle the issue that will both resolve this duct issue and place the Authority in a strong position as it enters into agreements with entities for the use of the fiber optic system. So the terms and the conditions of the settlement agreement are as follows: Number one: The Authority would receive duct remediation by 2022. This means that Adesta will move fibers around and provide us with an empty duct that we can lease. Number two: The Authority would receive approximately 1.8 million dollars in cash. Number three: The Authority would receive ten years of free Internet plus equipment that would assist with Internet conductivity here at the headquarters building in Albany. Lastly, the Authority would receive marketing services from Adesta. What this means is that Adesta would market the fiber system for us, including finding users for lease agreements with the Authority and negotiating lease agreements with them. Adesta would receive a brokerage fee amounting to 27 percent of fees received from new users and 16 percent from existing users. These fees would not apply to leases between the Authority and any public entity or non for profit. Also, in marketing, all lease agreements with users would be subject to the Authority's approval, as well as AG and OSC approval. No payment would be made to Adesta if, you know, if approvals are not received from the entities. Then, the Authority, Adesta will retain and pay for the services of the independent appraiser to determine the fair market value of the assets to be leased. The Authority will receive an appraisal report with the fees for the assets, along with the basis for the fees. Once the Authority approves the appraiser's estimated fair market value, the fees would be applicable to any new user lease agreement for the upcoming year. Adesta will obtain a new independent appraisal on a yearly basis. So we staff believe that the settlement on these terms is in

the best interest of the Authority. It will help resolve the past issue and put us on a best foot going forward. With that, I can take any questions.

Don Rice: Yeah, can you hear me?

All: Yes.

Don Rice: There are quite a few parts to that settlement, so let me just go after the immediate elements. One is, and I will just ask about all of this all together, even though it is really sort of three parts. One is we get free Internet service for some time period. What is the value of that? That is my first question. Second question is there is a 1.8 million dollar payment that comes to the Thruway. What was the basis of that number? And then the third thing, kind of interesting, I may not be thinking about it right, these guys get to do marketing of the, I guess the availability of pipe Thruway, I am just looking for a word for the pipe,

Joanne Mahoney: Duct.

Don Rice: Thank you, duct. Thank you, Joanne. They get to go market that, and if they sell it, they get 27 percent as a fee for the product that they sold, which sounded pretty good to me. That sounds like a real good number, and I wonder a few things about that element. It seems to me that one way of looking at that, which may not be the right way, is that you went and did a bad thing, and as a result, you get to go market at a good rate. Perhaps a few elements about that, I wonder, what is a good marketing fee and secondly, are they the exclusive market agent, because if they are, then that really sounds almost like an award, so if you could address those three elements; value of the Internet, the basis of the one payment, and those qualitative elements on the contract for marketing.

Joe Igoe: Sure, so number one, regarding value of the Internet, that is approximately \$864,000.00 that the Authority would be getting.

Don Rice: So, wait, wait, so that's the total value over the ten years, I guess it was?

Joe Igoe: Yes.

Don Rice: Present value? Discount rates are real low, so it didn't make much difference, but I will ask. Matt, can you explain what I am saying?

Matt Howard: Yeah, we did not do a present value analysis on what \$800,000.00 over ten years would translate into in term dollars.

Don Rice: Yes, it is probably about 92 percent, so it doesn't matter that much.

Joe Igoe: So regarding the additional cash; it will cost them approximately 1.8 million to do the jump duct repair. We figured that would be an additional sweetener for the Authority. So, you know, it is based on that value of the repair.

Robert Megna: Hold on a second, Joe, hold on. So we get the 1.8, but that's what it is costing them to empty the duct?

Joe Igoe: Yes.

Robert Megna: Okay.

Joe Igoe: Okay, any questions...

Joanne Mahoney: I'm not actually clear on that. I thought I was, but now I am not positive that I am clear. So the 1.8 million is the total cost to Adesta for the repair 3.6? Is it 1.8 to fix it and then 1.8 in cash to the Authority?

Joe Igoe: Yes, they are giving that, I don't believe that is the actual cost to repair, I think...

Kim Mckinney: We thought it was escalated a little bit, but that's what they were saying it was going to take them 1.8 million to repair it.

Joanne Mahoney: So then they are going to take care of the repair and on top of that, that is my understanding, okay.

Joe Igoe: Yes.

Male: On top of the repair.

Another male: Their estimate originally to fix the jump duct was about 1.8 million, so that is the number that would still be used for their cost to fix the jump duct issue. On top of that, they would be paying the Authority 1.8 million.

Joanne Mahoney: And Don's questions about the marketing fee and what is typical and whether they have exclusive rights to market?

Joe Igoe: Yes, so it would be exclusive marketing rights. Currently, Don mentioned the fees of 27 percent for new users and 16 for existing users. Currently, what they charged on our existing contract with them was 50 percent, so it is a significant reduction from that, these percentages. It is important to note that, you know, we believe that Adesta has strong experience in marketing fiber systems, and we would benefit from that greatly. We would receive a large share of the amount that would be financially advantageous for us.

Robert Megna: You got two bids, this is probably going back to the other item. You got two bids when we put this out to RFP?

Kim: Correct, for the maintenance, yes.

Robert Megna: So marketing wasn't part of that bid?

Kim: No, we separated the two.

Joanne Mahoney: Don, does that answer your questions?

Don Rice: Yeah, the Internet service, that seems like a good amount, the 1.8 million, we have got to tag it to something and that seems reasonable. In a lot of situations, people pay damages because they were negligent. It is two times or an additive on top of what happens. The marketing contract; the fact that they are giving a discount is nice. On the other hand, exclusivity does seem like a benefit, but you know, you folks negotiated this. We are getting something, it is something material, and it certainly seems to be in excess of the value that was lost there, so I don't want to go back and, thank you very much, Joanne, for the time on that. Thank you for the information, staff.

Joanne Mahoney: Does anybody else have any questions regarding this item? I can also add that I asked Kim to follow back up with me, and the disruption to the traveling public will be minimal. I think Matt said that they would be asked to do the work in the evening. We would have to close a lane of traffic to be able to make the repairs, but it shouldn't interrupt the traveling public very much to make these repairs. Kim, did I accurately.

Kim: Yes.

Joanne Mahoney: Okay. Alright, so if there are no further questions for Joe, can I have a motion to advance agenda item number ten, please?

Male: Motion.

Robert Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Any opposition? The motion is carried. And that concludes the formal agenda for the July 9<sup>th</sup> meeting. Our next Board meeting will be on September 30, 2020. Is there any other business that anyone would like to bring before the Board before we adjourn? Okay, hearing none, Tanya, I guess I should ask do we have

anybody signed up to speak on a public comment period on things other than were on the agenda today?

Tanya: No, I don't.

Joanne Mahoney: Okay, may I please have a motion to adjourn the Board meeting?

Robert Megna: Motion.

Male: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Alright, we are adjourned, and I just want to take one minute and thank Tanya for the job that you do to get us all prepared, especially the added hassle of putting us all together on this Web X, and Matt Driscoll, you and your staff for all the work you do in between meetings to keep us informed. Thank you all, see you back in September.

Robert Megna: Thank you.