

Peter Nilsson: Okay we're live.

Joanne Mahoney: Good morning and welcome to the January meeting of the Thruway Authority Board of Directors, January, 2022. On the WebEx with me, we have board members Robert Megna, Heather Briccetti, Dr. Veras and Don Rice. Today, we are going to start with the Finance Committee, and Bob Megna is chair of the committee also serving on the committee is Don Rice and Dr. Veras and I serve ex officio. Bob would you please start the Finance Committee Meeting for us.

Bob Megna: I am happy to start the Finance Committee Meeting for us. Have we gotten copies of the minutes of the last meeting and are there any comments or concerns

Joanne Mahoney: Received and no questions or comments from me.

Bob Megna: So a motion to approve the minutes?

Joanne Mahoney: So moved.

Bob Megna: Second.

Dr. Veras: Second.

Bob Megna: Minutes are approved. And now I would defer to the Chair since I don't have the notes in front of me of the items that we want to discuss today.

Joanne Mahoney: Okay Agenda item No. 2 is review and approval of the October and November financial Reports and Matt Howard is going to present for us.

Matt Howard: Thank you, and good morning. This item seeks the Finance Committee's approval to advance to the Full Board the Finance Reports through November of 2021. Through November, toll traffic was up by 22.6 % from the prior year with passenger traffic increasing by 23% and commercial traffic increasing by about 17%. You should note that that's in comparison to depressed levels from 2020 relative to COVID. If you look at how we did through November 2021 in comparison to 2019 and pre-COVID levels, November traffic was actually up in the month of November by about 1.8% from where it was in November of 2019. If you think about it on a year to date basis through November, these reflect roughly a 7% reduction from the levels that we saw in 2019 prior to COVID. So, we're making progress, we're moving along. November was a very positive month and we're progressing. From a toll revenue perspective, this corresponds to toll revenue receipts of \$697 million which represents an increase of 22.7% or about \$129 million above the 2020 levels. That included commercial tolls that increased by 19% above 2020 levels and passenger toll revenues that increased by 25% through November of 2021. In total for revenues, we collected \$755 million which is comprised of the \$697 million in toll revenues. There was an additional \$5.3 million in concession revenues and \$52.5 million in various other revenues from E-ZPass fees, toll by mail fees, rental income, special hauling permits, interest on investment, various sundry revenues. Through November, our Thruway

---

operating expenses totaled \$307 million, which was \$16 million or 5% below the 2020 levels which on a budgetary basis through November, our operating revenues were right on track with our budget. We are about 0.6% above what we had planned and on the operating expense side we were 4% below the 2021 target through November.

Joanne Mahoney: Okay that all sound like arrows pointing in the right direction. Any questions or comments for Matt about the October/November financial reports? Okay, hearing none can I have a motion to advance this to the Full Board Meeting?

Bob Megna: So moved.

Joanne Mahoney: Bob, and it was seconded. All in favor?

All: Aye. The motion is approved and the third and final agenda item for the Finance Committee is approval of the Authority's Investment Transactions for the fourth quarter of 2021, and again, Matt the floor is yours.

Matt Howard: Thank you again. This item seeks your approval of our reporting on investment transactions for the quarter ending December 31st. These transactions include the purchases of authorized securities such as certificates of deposit, federal treatment securities, all that's incorporated within the investment policy that the Board approves annually at the March Board Meeting. For the fourth quarter of 2021, we had \$2.5 billion in investments comprised of \$1.7 billion in state PIT revenue bond programs, \$761 million Thruway Authority funds, and \$49 million in trust fund bond program investments. The average yield for Thruway Authority funds was .09%, with a weighted average maturity of 76 days. With that I would be happy to answer any questions that anyone might have.

Dr. Veras: Matt, I have a question about the expectations of rates given the recent announcements from the feds, what are the expectations? How will that impact our finances?

Matt Howard: Well I think that we definitely have the expectation as I think the world at large does that we're going to see some rate increases over the course of 2022. We're watching to see how many and how high those rate increases will be. From an investment performance perspective, we have already seen some benefit relative to the rates and interest that we're receiving on the safe securities that we invest in. I think the last report I gave to the Board where this interest rate is relatively low at 0.9%, it's markedly improved from only 3 months ago when we did the third quarter which I think it was in the probably .6, .7% range. So before the last week where you've seen a lot of activity, we are already seeing some of the interest rates that we received on our investments improve and I would anticipate that's going to continue to be the case over the course of this year.

Dr. Veras: Thanks.

Joanne Mahoney: Any other questions or comments regarding the Authority's investment transactions? Hearing none, can I have a motion to advance the item.

Bob Megna: So moved.

Joanne Mahoney: Thanks Bob and a second from Jose. All in favor?

All: Aye. The motion is approved. There being no further business may I have a motion to adjourn today's meeting of the Finance Committee? Thanks Bob and a second Jose. All in favor?

All: Aye.

Joanne Mahoney: The meeting is adjourned. I'd like to call to order the Board Meeting of the New York State Thruway Authority. This scheduled meeting has been duly noticed as required by Open Meetings Law. The meeting is called to order pursuant to bylaws Article 3 section 2. May I please have a motion to enter our Board Meeting? Thanks Jose and a second Don. All in favor?

All: Aye.

Joanne Mahoney: We are now in the full meeting of the Board and our first order of business is the Public Comment period for speakers to address items that are on today's agenda. Due to COVID-1 we are able to have our Board meeting by WebEx. Individuals who wish to address items on today's agenda would have had to submit their written comments via email prior to this Board meeting to the Board administrator. Tanya, has anyone sent in written comments regarding today's agenda?

Tanya: Yes, they have. There is a comment from Murray Bodin. He has a comment about item 11 on the Board of Directors agenda. The item 11 is authorizing additional funding for TAD 21-22-D214858 Buffalo and Syracuse Division pavements striping various locations. Morey's comment is, "Some of pavement striping sects and diagrams are illegal as per the FHWA MUTCD. Is this board prepared to correct the legalities before the funding is approved? Who is responsible for ensuring the Thruway follows the law? There are places where a driver cannot cross the neutral core area because it's physically impossible. Robert Cournoyer and Richard Lee have my e-mails in their files describing this. "Trust nothing I write, check it out yourself." Murray Bodin.

Joanne Mahoney: Thank you Tanya and when we move to agenda item No. 11, Matt do you want to say something?

Matthew Driscoll: Yeah I do. I just I won't go into great detail here. I'm going to ask Rich Lee however to address the Board. But as I've spoken with each of you individually previously on the conduct of this individual, the bullying nature and taking liberties with the facts is constant. So it's definitely a challenge but what I'd like to do is turn it over to Rich. I think it would be important for you to hear from Rich.

Joanne Mahoney: Okay Rich Lee.

Rich Lee: Thank you. So in response to the commenter's e-mail as his assertion of illegal payments, striping specifications and diagrams, we have again, reviewed our striping standards and as we have before, disagreed with these claims regarding compliance with the manual of Uniform Traffic Control Devices, the MUTCD and New York State standards. Our details are consistent with the standards used across the state and across the country from which provides consistent direction to the driver's is critical in ensuring safe and efficient operation of a motor vehicle. Furthermore, this fact has been explained to the commenter many times over the past several years. We have also previously shared the commenter's assertions with the Federal Highway Administration in both Albany and Washington. And in each situation, they have agreed with us that the commenter's interpretation is incorrect and would not be allowed by the MUTCD. Additionally, in April, 2021, we were advised by the Washington office of the FHWA that they had ceased all engagement with the commenter several years ago due to his consistently incorrect interpretation of the MUTCD and his portrayal of having any affiliation with FHWA's MUTCD team. Thank you.

Matt Driscoll: Thanks Rich.

Joanne Mahoney: Matt anything further from you? No, I think that pretty much sums it up.

Bob Megna: Can I ask something? I know we've communicated this to Murray many times right am I wrong about that, I have a file that thick of letters we've sent him saying he's wrong. I find it interesting that the feds or at least some version of the feds have stopped talking to him about this and communicating with him about this. You know is it worth, and it's a question for the group, is it worth sending him some sort of correspondence that basically says, "Look we know the feds have stopped talking to you. We don't want to do that but you can't persist in stuff we've resolved. This is all a resolved issue." I mean it's probably not worth it cause he'll still keep doing it but I mean just for our own records to say, "Look at some point Murray, we've been good to you. We give you a quorum all the time to raise your issues but we can't continue to give people a quorum to raise issues that are not correct when we tell you we've solved them or resolved them." I mean this gets into this whole, I don't want to get into like what someone's facts are but that's the kind of world we're living in now. I mean I think it would be good to be on record saying, "Listen, your facts are just wrong."

Joanne Mahoney: I appreciate that Bob. Matt do you want to respond? I think we have written to Murray and addressed the fact that the feds have taken further action than we have is that right.

Matt Driscoll: Yeah, that's correct. We've not only written, I have personally had conversations with Murray. By the way you know, I've had many conversations with Murray at DOT as well. But the point is is that Murray refuses to acknowledge that everybody in the country sees it differently than him, that he is correct when in fact Federal Highway, US DOT, of course, acknowledges what we're doing is correct. So it's problematic in the sense and the fact that he's misrepresented himself to members of the public as working for Federal Highway, to me I think

says a lot. We will put into writing one more time to him that we will not engage on this subject matter any longer. But I do want to say, he is persistent, Bob as you point out, and some of his language is quite bullying to paraphrase. So, we will do that and send him another note.

Bob Megna: Well, what I don't want to happen, and again, maybe last year or two years ago I wouldn't have even worried about it, I'd have just laughed it off, but we live in a world now on social media and other thing where people just say stuff and it gets accepted as factual. And it's not factual and so I just worry about that part of this.

Matt Driscoll: Well I appreciate that and I appreciate your comments on that. I have the same concerns you know I've shared relative to other things as well. So, we'll make it clear once again.

Joanne Mahoney: Okay thank you both. Any other responses? Alright. Tanya were there any other written comments relative to today's agenda that you received?

Tanya: No, there isn't.

Joanne Mahoney: Okay that will close the public comment period of our agenda. The next order of business is the approval of the consent agenda. May I have a motion to approve consent items 1 to 3. Heather thank you. Can I have a second? Jose. All in favor?

All: Aye. These three items are approved. And the next order of business is our action agenda. Our first item on the action agenda is the staff appointment of Josh Klemm to Director of Information Technology and Director Driscoll will present this item.

Matt Driscoll: Thank you Madam Chair. Yes, I am requesting the appointment of Josh Klemm to the Director of Information and Technology. Josh joined the Authority's executive team this past October. He has held several various positions in state government previously before coming to the Authority. He served as the Chief Information Security Officer at the Bureau of Director and Systems and Informatics at the New York State Department of Health. Joshua is responsible for executing the agency's strategic plan for technology and data systems and directing and managing numerous high level projects. He also serves as a lecturer for the University of Albany in their Informatics Department where he teaches several graduate and undergraduate courses both in person and online. He has approached this new role with enthusiasm and a fresh perspective. I'm confident that he will be successful in leading our Authority's IT team and finding transformative and innovative solutions as part of the Accenture Steering Committee. So I'm pleased to recommend Josh's appointment to you, the Board of Directors.

Joanne Mahoney: Okay and I will make the motion to approve. Can I have a second? Okay thank you Jose. Any questions or comments regarding this appointment? Alright all in favor?

---

All: Aye. Seeing no opposition, the motion is approved. Congratulations Josh. The next item is the staff appointment of Pat Hoehn to Director of the Syracuse Division, again, Director Driscoll will present.

Matt Driscoll: Thank you Madam Chair. Yes, I am requesting the appointment of Patrick Hoehn to Director of the Syracuse Division. A little history of Pat, he's played an integral role in the Syracuse Division for many years. He joined the Authority back in 1994 as a Junior Engineer and he's advanced. He became the Assistant Division Highway Engineer in December of 1999; in January of 2003 he was appointed to the Syracuse Division Highway Maintenance Engineer position and then again in 2006 promoted to the Deputy Division Director. In 2010, he was named Acting Division Director and I will say throughout his tenure Pat has been a strong leader. He's always carried out his duties with a high level of professionalism and I'm pleased to officially recommend Pat's appointment to the position of Syracuse Division Director to you the Board of Directors.

Joanne Mahoney: Thank you. That's an impressive career with the Thruway Authority. I will again make the motion to approve. Can I have a second? Thanks Bob. Are there any questions or comments about this appointment? May I please have a show of hands of approval?

All: Aye.

Joanne Mahoney: Any opposition? Seeing none, the motion is approved and congratulations to Pat. Agenda item No. 6 is authorizing the Executive Director to enter into a memorandum of agreement with MTA Bridges and Tunnels to reimburse costs related to program management services for New York's E-ZPass Customer Service Center. Jim Konstalid will present for us.

Jim Konstalid: Good morning, thank you Madam Chair and board members. The New York Customer Service Center will be modernized and improved to meet the needs of customers using E-ZPass and tolls by mail processing programs. We will be utilizing three best in class contractors to run the New York Customer Service Center, System Development testing and implementation is planned to take two years to accomplish the transition of the largest customer service center relating to toll collection in the United States. The agencies have determined that a consultant will be needed to assist the agencies in the transition period. As a result, the MTA Bridges and Tunnels issued a Request for Proposal on September 13, 2021 for Project Management Consulting Services. Two proposals were received and Gannett Fleming Incorporated was selected as the best value. The MTA Board has approved this agreement with Gannett Fleming. Gannett staff will directly manage the transition and coordinate with the three contractors along with the agency's project management staff to ensure an on time transition that meets the requirements of the RFP. Total amount payable to Gannett under the MTA contract is \$1,867,505 and the Thruway's one-third share is \$622,501.75. The term will be for a two-year period. I'd be happy to answer any questions you might have.

Joanne Mahoney: Thanks I guess we can start with questions. Anybody have any questions for Jim on agenda item No. 6? Seeing none can I have a motion to approve? Bob and Don

---

approved. Alright and second I saw several hands Heather & Jose approved. Thank you Tanya I hope you're able to see all that. All in favor?

All: Aye. Any opposition? Seeing none, the motion is approved. And we will move onto agenda item No. 7 Declaring Real Property located in the City of Rye and County of Westchester, not necessary for the Authority's corporate purposes and authorizing the sale thereof. And Frank Hoare will present this for us.

Frank Hoare: Thank you Chairwoman Mahoney and members of the board, executive director. Next two items on the action agenda relate to the conveyance of excessive Thruway Authority property. No. 7 relates to property located in the city of Rye, Westchester County and your approval is requested pursuant to legislation that authorized the conveyance of a parcel of property to the Rye Country Day School at fair market value. The parcel is approximately just under 9 acres and the fair market values is \$5,160,000. So the transaction will be conveying that approximately 9 acres of property as well as a permanent easement for the school to grant them access across Boston Post Road a portion of Boston Post Road which is owned by the Thruway Authority. So pursuant to any questions, that is item No. 7.

Joanne Mahoney: Alright I'll make a motion to advance this item, can I see a second? Thanks Bob. Does anybody have any questions or comments about this transaction? Okay all in favor?

All: Aye.

Joanne Mahoney: Any opposition? Seeing none, the motion is approved and frank we'll move onto agenda item No. 8 please.

Frank Hoare: Thank you, again action item No. 8 requests your permission to convey two parcels of property in the town of Clarkston, Rockland County. Those two parcels would be put up for public auction, parcel A is .135 acres so less than an acre and the appraised value is \$150,000. The second parcel is .176 acres and the appraised value of that property is \$170,000. These properties would be put up for sale at public auction and would anticipate a sealed bid auction in or about March of this year. So I'll answer your questions that's all I have on that item.

Joanne Mahoney: Alright any questions relative to agenda item No. 8 conveyance of real property or putting property up for auction? Hearing none, can I have a motion to approve? Everybody's' on mute, thanks Don. Second? Heather, thank you. All in favor?

All: Aye.

Joanne Mahoney: Any opposition? The motion is approved. Thanks Frank and we'll move on. Agenda item No. 9 authorizing the execution of agreement D214866 with JMT. Rich Lee will present this item for us. Rich welcome.

Rich Lee: Okay thank you and good morning. Item No. 9 seeks authorization for contract D214866 which is a term agreement for Bridge Design Support Services for the New York and

---

Albany Division. The maximum amount payable is \$3.5 million. This contract has a four-year term with an option to extend for one more additional year. The MWBE goal is 30% and the SDVOB goal is 6%. There were 28 firms who submitted letters of interest, 9 were short-listed and in this case JMT New York Incorporated was the selected firm. I'd be happy to answer any questions.

Joanne Mahoney: Any questions for Rich: I'll make a motion to approve. May I please have a second? Thanks Bob. All in favor?

All: Aye.

Joanne Mahoney: Any opposition? Seeing none the motion is approved. And Rich agenda item No. 10 please.

Rich Lee: Okay. This item seeks authorization for contract D214867 which is a term agreement for Bridge Design Support Services for the Syracuse and Buffalo Divisions. The maximum amount payable is \$2.5 million. It again, has a four-year term with a one-year option. The goals are the same 30% MWBE and 6% SDVOB. In this case, there were 14 firms that submitted letters of interest, 6 of which were short-listed and for this contract Erdman Anthony and Associates, Incorporated is the selected firm. Any questions?

Dr. Veras: No questions for me.

Joanne Mahoney: Sorry, I'm just talking away on mute. I was trying to avoid doing that this time. I'll make a motion to approve. May I please have a second? Thanks Bob. All in favor?

All: Aye.

Joanne Mahoney: Any opposition? The motion is approved. Thanks Rich and you have 11 also.

Rich Lee: Yes. Item No. 11 requests additional funding for contract D214858 the Buffalo and Syracuse Division Payment Striping Contract. This project was let on November 17<sup>th</sup>, 2021 with a construction budget of \$750,000. The low bid was \$998,151. A bid analysis was performed which included reviewing the various item costs and there were conversations with bidders and suppliers, and essentially here it was the epoxy items which make up a little over 80% of this project is where the bulk of the cost escalation was. Epoxy prices have risen 20 to 30% over the last several months and it appears like they'll be there in that area for a little while longer. Now striping projects such as this are an important part of our safety program and the desire to start the restriping as soon as winter breaks. Therefore we are requesting additional funds for this contract of \$248,151.10. So, again, any questions I'd be happy to answer.

Joanne Mahoney: Any questions for Rich about the inflated cost of epoxy? May I please have a motion to approve? Thanks Jose and a second? Bob. All in favor?

All: Aye.

Joanne Mahoney: Seeing no opposition? The motion is approved. And Rich's final item is agenda item No. 12.

Rich Lee: This board item seeks authorization for the Executive Director to execute a contract with the New York State Department of Transportation for the transfer of veritable message system boards for less than fair market value. Our cashless toll project included the installation of 81 veritable message boards across the system. The boards are to enhance our ability to notify motorists of roadway closures, incidents or delays on the Thruway prior to entering our system. Fifty-seven of these boards are actually on DOT roadways and we worked closely with DOT during the project on their installation and the terms of their use. It has been determined that would be more efficient for New York State DOT to operate these fifty-seven boards since these boards would be used for incident management on their roadways. This transfer would ultimately save the Authority maintenance, repair, and operating costs. The total estimated fair market value to its property is \$2,717,726.16. To promote cost effective partnering and traffic management across the state, it is proposed that the property be transferred to New York State DOT for one dollar. And again, I'd be pleased to answer any questions.

Joanne Mahoney: Any questions for Rich on agenda item No. 12? Hearing none may I please have a motion to approve? Thank you Bob and I see Heather and Jose. All in favor?

All: Aye.

Joanne Mahoney: Seeing no opposition? Bob and Heather approved. The motion is approved. That is the end of our action agenda and we'll move onto a couple of reports to the Board the first from Andy Trombley who I'm guessing is in his office base don the décor that resembles Jim Konstalid's. Go ahead Andy the floor is yours.

Andy Trombley: Good morning Chair Mahoney, Director Driscoll and members of the Board it's an honor to be with you today. I'm here to present the attached report on procurement contracts and other agreements up to \$300,000 executed by the Executive Director during the period of October 1, 2021 through December 31, 2021. As you can see from the attached exhibit 1 there were 8 professional services contracts executed in the fourth quarter of 2021. Three were piggybacking off of existing Office of General Services contracts where goals for MWBE were established in the first procurement. Two were amendments to existing Thruway contracts. There was one new contract focus procurement MWBE vendor and two other agreements. Thank you for the opportunity to speak with you today and I will be happy to answer any questions you have.

Joanne Mahoney: Thank you Andy. Any questions for Andy Trombley on the procurement report? Alright I don't think we have to take a vote on that. Tanya you can correct me if I'm wrong. Thank you Andy and we have our final report to the Board from our Director Driscoll. Matt the floor is yours.

Matt Driscoll: Thank you very much. I just want to point out that those are the upgraded OGS blinds so they're very sharp looking as you can tell. In any event, I just wanted to update the Board members, we've talked about the Accenture project previously where we're looking to modernize and streamline our business operations and functions. In fact, they've started. They're actually on-site beginning today. A couple other things we've done just to update you, we've streamlined some of the organization. We've moved some of the reporting functions now under Mary Bohem in audit and management. We've formed a new office of Strategic Initiatives and Analytics and this is a team that will help support the implementation phase of the Accenture project and, of course, we'll keep you posted going forward. We also have an Executive Steering Committee as well that's working closely with that team. So they're on-site, now the real work is starting to begin. So we'll keep you posted.

Joanne Mahoney: Alright thank you and how are we doing on our construction of our service centers? Everything on track?

Matt Driscoll: Well, you know, they're on track there is building in every site. There has been some delays. The weather has caused some issues with the frigid temperatures and there's been some supply chain issues that applies to anybody right on some of the materials. But they're working every day. So, we'll keep everybody posted on that as well. I think its fair to say we may see a slight delay or two, it's not established yet but it could happen.

Joanne Mahoney: It's certainly an exciting project and people are looking forward to the new and improved. Alright, thank you any questions or comments for Director Driscoll from any of our Board members? Okay that ends the reports to the Board section of our agenda. Tanya has anyone sent in any written comments for the public comment period on general matters relative to the Thruway Authority?

Tanya: No, they haven't.

Joanne Mahoney: Okay is there any other business that anyone would like to bring before the Board? Alright hearing none, that will conclude our formal agenda for the January 31<sup>st</sup>, 2022 Board Meeting. Our next Board Meeting will be March 28<sup>th</sup>, 2022 and there being no further business may I have a motion to adjourn today's meeting? Thanks Bob, second Jose. All in favor?

All: Aye.

Joanne Mahoney: I don't think I've ever seen opposition to a motion to adjourn, today is no exception. We are adjourned, thank you everyone. See you back here in March.