



## **MINUTES**

### **NEW YORK STATE THRUWAY AUTHORITY**

#### **BOARD MEETING NO. 679**

**April 1, 2010**

Minutes of a meeting of the New York State Thruway Authority, held in the Board Room at Administrative Headquarters, 200 Southern Boulevard, Albany, New York 12209.

The meeting began at 11:00 a.m.

There were present:

Chairman John L. Buono  
Erin M. Crotty, Vice Chair  
E. Virgil Conway, Board Member  
Donna J. Luh, Board Member  
Brandon R. Sall, Board Member  
Richard N. Simberg, Board Member

Constituting all of the members of the Thruway Authority Board.

In addition, there were present the following staff personnel:

Michael R. Fleischer, Executive Director  
Carmella Mantello, Director of Canal Corporation

William Estes, General Counsel  
John Bryan, Chief Financial Officer  
Daniel Gilbert, Chief of Staff  
Thomas Gemmiti, Director, Office of Design  
Jill Warner, Secretary and Board Administrator  
Thomas Pericak, Division Director, Buffalo Division  
William Rinaldi, Division Director, Albany Division  
Ted Nadratowski, Division Director, New York Division  
Richard Garrabrant, Division Director, Syracuse Division  
Betsy Graham, Acting Director, Office of Public Affairs  
J. Marc Hannibal, Director, Audit and Management Services  
Kevin Allen, Assistant Director, Audit and Management Services  
John Barr, Director, Administrative Services  
Donald Bell, Director, Operations and Maintenance  
Major Robert Meyers, Troop T  
Wendy Allen, Deputy Chief of Staff  
Tony Kirby, Director, Real Property Management  
Joanne Riddett, Director, Information Technology  
Doraine Steele, Director, Fiscal Audit and Budget  
Katherine McCartney, Deputy Counsel  
Edna Goldsmith, Assistant Counsel  
Richard Harris, Deputy Director, Community Development & Land Management  
David Malone, Director, Accounting and Disbursements  
Michael Sikule, Director, Investments and Asset Management

Also in attendance:

Steve VanWagenen, Television Technician, NYN  
Jerry DeLuca, DeLuca Public Affairs  
Douglas Zimmerman, Director, Toski, Schaefer & Co., P.C.

Chairman Buono noted that he, Mr. Conway, Ms. Crotty, Ms. Luh, Mr. Sall and Mr. Simberg had received and reviewed the Agenda submitted for consideration at this meeting and were prepared to act on each of the Items.

Chairman Buono called the meeting to order.

Ms. Warner recorded the minutes as contained herein.

Ms. Warner said public notice of the meeting had been given.

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**Item 1 Ms. Warner (Appendix A)**  
**Minutes of Meeting No. 678**

On the motion of Ms. Luh, seconded by Mr. Sall, without any objections, the Board approved the minutes of Meeting No. 678 held on January 20, 2010, which were made available to the Board Members as part of the Agenda.

**Item 2 Mr. Fleischer (Appendix B)**  
**Approving Certain Amendments to the Thruway Authority ByLaws**

After full discussion, on the motion of Mr. Simberg, seconded by Mr. Sall, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5805**  
**APPROVING CERTAIN AMENDMENTS TO THE**  
**THRUWAY AUTHORITY BYLAWS**

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RESOLVED, that the amendments to the Thruway Authority ByLaws, attached hereto as Exhibit A, are hereby approved, and be it further

**Item 2 Mr. Fleischer (Appendix B)**  
**Approving Certain Amendments to the Thruway Authority ByLaws (Continued)**

RESOLVED, that such amendments shall take effect immediately, and be it further

RESOLVED, that the Executive Director, in consultation with the General Counsel, is hereby directed to modify Authority policies and procedures as necessary to incorporate and be consistent with these amendments, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 3 Mr. Fleischer (Appendix C)**  
**Establishing Separate Audit and Finance Committees and Approving Separate Audit and Finance Committee Charters**

After full discussion, on the motion of Mr. Sall, seconded by Mr. Conway, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5806**  
**ESTABLISHING SEPARATE AUDIT AND FINANCE COMMITTEES AND APPROVING SEPARATE AUDIT AND FINANCE COMMITTEE CHARTERS**

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RESOLVED, that the Board Audit and Finance Committee established at Meeting No. 659 in April 2007 is hereby dissolved, to be replaced by two separate committees, and be it further

RESOLVED, that the Board Audit Committee is established, and be it further

**Item 3 Mr. Fleischer (Appendix C)**  
**Establishing Separate Audit and Finance Committees and Approving Separate Audit and Finance Committee Charters (Continued)**

RESOLVED, that the Audit Committee Charter, attached hereto as Exhibit A, is approved, and be it further

RESOLVED, that the Board Finance Committee is established, and be it further

RESOLVED, that the Finance Committee Charter, attached hereto as Exhibit B, is approved, and be it further

RESOLVED, that there be one Audit Committee and one Finance Committee responsible for both the Thruway Authority and the Canal Corporation, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 4 Mr. Fleischer (Appendix D)**  
**Authorizing the Executive Director to Execute an Agreement with the John A. Volpe National Transportation Systems Center to Implement Strategies to Enhance the Efficiency of the Thruway Authority's Policies, Processes and Operations**

Mr. Fleischer reported that this Item would authorize an agreement with the Volpe National Transportation Systems Center ("Volpe") to assist in the implementation of strategies to enhance the efficiency and effectiveness of the Thruway's policies, processes and operations.

Volpe, a branch of the U. S. Department of Transportation, was retained by the Authority in 2008 to review and analyze the Authority's policies, processes and operations. Volpe completed its findings and provided its assessment and recommended strategies to address areas for improvement in its final report. The findings in the final report confirmed that the Authority functions well, is among the lowest in annual toll revenue and among the most efficient in

**Item 4 Mr. Fleischer (Appendix D)**

**Authorizing the Executive Director to Execute an Agreement with the John A. Volpe National Transportation Systems Center to Implement Strategies to Enhance the Efficiency of the Thruway Authority's Policies, Processes and Operations (Continued)**

spending on maintenance and operations, all while maintaining a high standard of safety for its customers.

The report stated that Authority employees are proud of their record in areas such as safety and providing premiere customer service and pointed out that the focus of Volpe's research was identifying areas for improvement to the Authority's policies, processes, and operations in order to achieve long term gains in efficiency and effectiveness.

This item would allow for the execution of an additional agreement with Volpe to assist the Authority with implementing the following recommended strategies: enhance business processes for project management and delivery, strategic and financial planning, and assets management.

Volpe is an unbiased federal government agency that has a significant working knowledge of the Authority's management structure as well as its policies, procedures and operations. Based on these factors, the Authority selected this agency as a single source designation. The state comptroller's office granted an exemption from pre-advertising in the New York State Contract Reporter for awarding a contract to Volpe.

Ms. Crotty inquired as to how much the Authority had paid Volpe to date. Ms. Allen responded that it would be \$400,000 at the end of the new contract, if approved by the Board.

Ms. Luh inquired as to when Volpe's final report would be released to the public. Mr. Fleischer stated that it could be released at any time. The Authority's plan would be to provide copies to Legislative Chairs first and allow them to have a discussion with Volpe.

**Item 4 Mr. Fleischer (Appendix D)**

**Authorizing the Executive Director to Execute an Agreement with the John A. Volpe National Transportation Systems Center to Implement Strategies to Enhance the Efficiency of the Thruway Authority's Policies, Processes and Operations (Continued)**

Mr. Simberg stated that this is an important Item for the Authority going forward the next twenty years and he requested that the record reflect that there are three major changes that will be coming up. The Thruway is going to see changes in the capital projects that it is undertaking. Where it used to be mostly rehabilitation, the entire Thruway is aging, and staff is going to have to do more replacement of pavement and bridges in the future. Secondly, due to its current condition and vulnerability, the Tappan Zee Bridge will likely be replaced in the next decade to ensure public safety and will be at a major cost to the Authority. And thirdly, unlike any other toll agency the Authority has to maintain the Canal system, and that funding and maintenance from toll monies will need to be part of the Authority's standard practices. Mr. Simberg stated that he is hopeful that the next phase of Volpe's study will deal with, at least in part, these major matters facing the Authority in the near and far term future.

Mr. Fleischer stated that the relationship between Volpe and the Authority would also change. When staff hired Volpe to come in and take a look they were given full access to staff, to constituent groups, to the American Automobile Association, and to the Motor Truck Association. Now, the Authority will be the guiding force behind the implementation process. Authority staff will make sure that Volpe is focusing on the pieces that are critical and essential. It is no longer an exercise in evaluating and analyzing; it is now an exercise in doing and getting things done to prepare the Thruway for the future.

Chairman Buono stated that the Board was actively involved in the Volpe study from the beginning and throughout the process and he inquired if that will continue through the implementation phase. Mr. Fleischer responded that the Board sub-committee, which consists of Chairman Buono, Ms. Luh and Mr. Simberg, would continue to provide oversight on the services provided by Volpe.

**Item 4 Mr. Fleischer (Appendix D)**

**Authorizing the Executive Director to Execute an Agreement with the John A. Volpe National Transportation Systems Center to Implement Strategies to Enhance the Efficiency of the Thruway Authority's Policies, Processes and Operations (Continued)**

After full discussion, on the motion of Ms. Luh, seconded by Mr. Conway, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5807**

**AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH THE JOHN A. VOLPE NATIONAL TRANSPORTATION SYSTEMS CENTER TO IMPLEMENT STRATEGIES TO ENHANCE THE EFFICIENCY OF THE THRUWAY AUTHORITY'S POLICIES, PROCESSES AND OPERATIONS**

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RESOLVED, that the Executive Director be, and hereby is, authorized to negotiate and execute an agreement on behalf of the Authority with the Volpe Center, 55 Broadway, Cambridge, Massachusetts 02142, pursuant to which this firm will assist the Authority with the implementation of defined strategies to enhance the efficiency of the Authority's policies, processes and operations, and be it further

RESOLVED, that the agreement shall be for a term of one year, with an option to renew for an additional year, subject to a Maximum Amount Payable of \$400,000, and shall be on such other terms and conditions as the Executive Director determines to be in the best interests of the Authority, and be it further

RESOLVED, that funding is available in the 2010 Operating Budget, and be it further

**Item 4 Mr. Fleischer (Appendix D)**

**Authorizing the Executive Director to Execute an Agreement with the John A. Volpe National Transportation Systems Center to Implement Strategies to Enhance the Efficiency of the Thruway Authority's Policies, Processes and Operations (Continued)**

RESOLVED, that the Executive Director or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this item and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 5 Mr. Fleischer (Appendix E)**

**Staff Appointment of J. Marc Hannibal as Director of Audit and Management Services**

Mr. Fleischer stated that Mr. Hannibal had been serving as acting director and had done a tremendous job. Mr. Conway concurred. Mr. Hannibal has had experience at the Authority previously, as well as at the Comptroller's Office and his legal background has well served the Authority. The Board welcomed Mr. Hannibal back to the Authority.

After full discussion, on the motion of Mr. Conway, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5808**  
**STAFF APPOINTMENT OF J. MARC HANNIBAL AS**  
**DIRECTOR OF AUDIT AND MANAGEMENT**  
**SERVICES**

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**Item 5 Mr. Fleischer (Appendix E)**  
**Staff Appointment of J. Marc Hannibal as Director of Audit and Management Services**  
**(Continued)**

RESOLVED, that the Board hereby appoints J. Marc Hannibal as Director of Audit and Management Services effective April 1, 2010, at an annual salary of \$137,800, funds for which are available in the 2010 Operating Budget, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 6 Mr. Estes (Appendix F)**  
**Approving a Lobbying Contacts Policy**

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5809**  
**APPROVING A LOBBYING CONTACTS POLICY**

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RESOLVED, that the Lobbying Contacts Policy attached hereto as Exhibit A be, and the same hereby is, approved, and be it further

RESOLVED, that the Lobbying Contacts Policy shall take effect immediately, and be it further

RESOLVED, that the Executive Director be, and he hereby is, authorized to develop executive instructions, operational and/or administrative procedures as necessary to implement this Policy, and be it further

**Item 6 Mr. Estes (Appendix F)**  
**Approving a Lobbying Contacts Policy (Continued)**

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 7 Mr. Bryan (Appendix G)**  
**Annual Report of 2009 Procurement Contracts**

Mr. Bryan stated that the Public Authorities Law requires the Authority to prepare, approve and submit this report to the Division of the Budget each year. The report contains schedules of all personal service and purchasing contracts, a summary of all bond sales and the Authority's guidelines for awarding these contracts. The Governance Committee approved the procurement policies contained within this report, which include no recommended changes.

The Authority paid \$29.2 million under personal service and lease agreements (best value contracts), \$49.2 million under commodities and service agreements (low bid contracts) and \$34.8 million under engineering and architectural consultant contracts for a total of \$113.2 million.

In 2009 the Authority issued \$733 million in bonds for the State under the Personal Income Tax and Dedicated Highway Trust Fund Credits; the proceeds are used to finance state and local transportation projects. The Authority also converted \$529.6 million in State and Local Highway and Bridge Service Contract Bonds auction rate securities to long term bonds and terminated the associated swap agreements and issued \$681 million in Bond Anticipation Notes that provided important funding to the Authority's current Capital Program.

Mr. Simberg inquired as to whether the Authority will be covering more jobs for less money this coming year because staff has a big construction program that will soon be underway and he stated that he wants to make sure that doing more with less does not affect the quality of inspection work, which is critical. He advised staff not to get carried away as far as reducing cost for these inspections.

**Item 7 Mr. Bryan (Appendix G)**  
**Annual Report of 2009 Procurement Contracts (Continued)**

Mr. Bryan responded that most of the reductions are commodities and personal service agreements. Mr. Simberg stated that the consultant inspections went down quite a bit. Mr. Bryan concurred, adding that the overall total has gone down quite a bit. Mr. Gemmiti stated that staff will be covering all of the upcoming contracts with consultant inspections whether it be in house or an outside consulting firm.

After full discussion, on the motion of Mr. Conway, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5810**  
**ANNUAL REPORT OF 2009 PROCUREMENT  
CONTRACTS**

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RESOLVED, that the Schedules of 2009 Procurement Contracts (Exhibits A1, A2 and A3), as submitted, are hereby accepted, and be it further

RESOLVED, that all such contracts were executed in accordance with the applicable provisions of the following Board approved Policy Statement: PROCUREMENT CONTRACTS (25-5-01), unless otherwise authorized by the Board, and be it further

RESOLVED, that the Bond Sale Report for Calendar Year 2009 (Exhibit B), as submitted, is hereby accepted, and be it further

RESOLVED, that staff is authorized to submit this report to the New York State entities as required by Section 2879 of the Public Authorities Law, and be it further

**Item 7 Mr. Bryan (Appendix G)**  
**Annual Report of 2009 Procurement Contracts (Continued)**

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 8 Mr. Bryan (Appendix H)**  
**Investment Transactions (Fourth Quarter of 2009)**

Mr. Bryan stated that this Item was being advanced to the Board on the advice of the Audit and Finance Committee. Guidelines from the Office of the State Comptroller require that staff provide a quarterly report on all investments made by the Authority. The report details, by fund, the investments made and yield obtained for each investment.

In the fourth quarter of 2009, the Authority invested a total of \$980.1 million, earning an average yield of approximately 0.17 percent.

Following discussion regarding the purchase of authorized securities, repurchase agreements and certificates of deposit, on the motion of Mr. Conway, seconded by Mr. Simberg, without any objections, the Board accepted the Authority's quarterly report on Investment Transactions.

**Item 9 Mr. Bryan (Appendix I)**  
**Financial Reports – December 2009 and January 2010**

In 2009 the national recession and a slow and protracted recovery period had a significant impact on traffic and toll collections during the year. Overall traffic was down 0.7 percent. In the first half of the year, both passenger and commercial traffic experienced sharp declines as the recession impacted leisure travel, commercial shipping and commuting patterns.

In the latter half of the year, as the economy began to show signs of recovery, passenger traffic began to show positive growth that slightly offset the declines experienced earlier in the

**Item 9 Mr. Bryan (Appendix I)**  
**Financial Reports – December 2009 and January 2010 (Continued)**

year, resulting in 0.2 percent annual growth rate which was very close to the level expected by Stantec at the beginning of the year.

In contrast, the depth of the recession hit the commercial sector hard and the speed of the economic recovery in the latter part of the year was not considerable enough to bring about positive growth. As a result, commercial traffic posted an 8.8 percent annual decline – which was significantly higher than the 0.1 percent decline predicted by Stantec in the original 2009 Budget.

These traffic trends caused toll revenues to come in \$33.9 million below the original 2009 Budget forecasts. However, the continuation of enhanced cost containment and reduced cash flow needs for the Authority's Capital Program allowed the Authority to end 2009 below budget, in balance and with healthy capital and equipment reserves that will allow the Authority to better meet the fiscal challenges it will face in 2010.

The original 2009 Budget anticipated the Authority would expend \$1.2 billion toward its operating and capital purposes. Due to the enhanced cost containment efforts and adjustments made to the Capital Program, actual operating and capital expenses in 2009 were \$915 million, \$241 million below the level estimated in the original Budget and \$113 million below what was estimated in the Revised Financial Plan.

Total capital and operating expenses in 2009 were \$3.8 million or 0.4 percent below the level expended in 2008. This decline is attributable to reductions in Capital Program cash flow offsetting a modest increase in Thruway and Canal operating expenses.

In January, revenues and expenses were essentially on target. January tends to be a high expense month due to snow and ice control costs and a low revenue month due to the weather restricting a lot of travel.

**Item 9 Mr. Bryan (Appendix I)**  
**Financial Reports – December 2009 and January 2010 (Continued)**

In January, traffic was up 2.0 percent overall, with passenger traffic up 2.6 percent and commercial traffic was still down, by 3.0 percent. Based on figures expected in the February and March statements, both commercial and passenger traffic are now showing positive growth over last year. Staff hopes this trend will continue throughout the year so the Authority can hit the 2.0 percent growth in traffic that the traffic engineer predicted for 2010 and the Budget will remain in balance.

Mr. Sall inquired as to whether the references to the Authority no longer maintaining I-84 is going to have a positive effect on the Authority's financial position. Mr. Bryan responded that the Authority is still maintaining I-84 and there is a whole process staff is going through to determine the future of I-84. It will be up to the Legislature and the Governor and the Division of the Budget to determine whether or not the Authority is going to operate and maintain I-84 after the expiration of the current contract. But the Authority expects to be fully reimbursed for all expenses. The Authority no longer owns I-84 but rather, staff operates it on what is essentially a concession agreement.

Mr. Fleischer reported that the Authority returned I-84 to the State a couple of years ago and entered into a contract with the State whereby the Authority would be the contracting agency so Authority employees maintain and operate the road, fully reimbursed, but under contract.

Staff will meet with the New York State Department of Transportation ("DOT"), to see how Authority employees will be affected and what solutions exist. Staff is trying to work out with DOT how that process is going to work; the timing is important because if Authority employees are no longer operating I-84 in October and DOT has not prepared themselves, winter is going to come whether or not the State or the Authority is ready to handle it.

Mr. Sall inquired if the Authority is advocating one way or the other or is staff waiting to see what the Governor's office decides. Mr. Fleischer responded that the Authority is willing to sign on for a longer term. The current year-to-year relationship is not the best way to take care of

**Item 9 Mr. Bryan (Appendix I)**  
**Financial Reports – December 2009 and January 2010 (Continued)**

a road, and equipment needs more investment than it has been getting. A longer term agreement would be in the best interest of the road. Staff is looking at what the best way to maintain that section of highway is and still be respectful to Authority and DOT employees.

Mr. Fleischer added that the Governor's Division of the Budget ("DOB") has said that they feel that it would be cheaper for DOT employees to operate and maintain I-84 using DOT standards as opposed to continuing the contractual relationship where the Authority has been seeking to maintain I-84 using the Thruway's standards and procedures. Mr. Estes stated the Governor's official position, which is in the Governor's Executive Proposed Budget, is that DOT take over the maintenance of I-84.

Mr. Simberg stated that this is implicit in that if DOT takes over, it will be maintained at a consciously lower cost and standards. Mr. Fleischer added that DOT would provide 55 employees as opposed to nearly 80 Authority employees as well as more Authority equipment.

Ms. Crotty inquired if the Authority's Unions had weighed in on this issue. Mr. Fleischer responded that the Unions would like the Authority to continue to maintain I-84. They understand that it is a Legislative and Budget process and they are seeking to work with that process in terms of it being a budgetary issue.

Mr. Sall asked if local Assemblymen and Legislators had contacted staff. Mr. Fleischer stated that the Authority's Unions have been meeting with the local Legislators and the Legislators chairing the respective committees. The last time this issue arose the local Legislators were a bit more vocal although at that point the local Legislators were in the majority; they are now in the minority, and that may be part of the dynamic.

Mr. Simberg stated that there is also one other inequity in the present contract whereby non-toll payers are reaping the benefits of a toll paying highway, by getting Authority standards.

**Item 9 Mr. Bryan (Appendix I)**  
**Financial Reports – December 2009 and January 2010 (Continued)**

Even though it is taxpayer money, it is better maintained than the rest of the State maintained roads. Mr. Sall asked if there was tolling on I-84; Mr. Fleischer replied that there is not.

Following discussion regarding the financial condition of the Authority, on the motion of Mr. Conway, seconded by Mr. Simberg, without any objections, the Board accepted the Financial Reports for the months of December 2009 and January 2010.

**Item 10 Mr. Bryan (Appendix J)**  
**Report of Toski, Schaefer & Co., P.C. Examination of the Authority's Financial Statements and Report on Compliance with Investment Guidelines**

Mr. Bryan stated that this Item was being advanced to the Board at the recommendation of the Audit and Finance Committee.

As noted in the Audit, the Authority's financial statements present fairly, in all material respects, the financial condition of the Authority and are in conformity with auditing standards generally accepted in the United States. Further, the Audit found that no issues of noncompliance, no material weaknesses or any reportable conditions exist.

Mr. Bryan informed the Board that Mr. Doug Zimmerman from Toski, Schaefer and Co., P.C. was available to address any comments or questions the Board may have had.

After full discussion, on the motion of Mr. Conway, seconded by Ms. Luh, without any objections, the Board accepted the Report of Toski, Schaefer & Co., P.C. Examination of the Authority's Financial Statements and Report on Compliance with Investment Guidelines.

**Item 11 Mr. Bryan (Appendix K)**  
**Review and Approval of the Authority's Annual Investment Report**

Mr. Bryan stated that this Item was being advanced to the Board on the recommendation of the Audit and Finance Committee.

**Item 11 Mr. Bryan (Appendix K)**  
**Review and Approval of the Authority's Annual Investment Report (Continued)**

The report includes the Authority's policies for making investments, results of the annual independent audit, investment and investment income information, and information on fees charged by firms rendering investment services to the Authority.

There is one recommended change in the investment policy which would require that future annual and quarterly investment reports be submitted to the Finance Committee instead of the Audit and Finance Committee.

The Authority made a total of \$8.9 billion in investments, earned \$6.6 million in earnings, and received an average yield of 0.52 percent. In 2008 yields were around 3.0 percent and in 2007, 5.0 percent so there has been erosion in the Authority's ability to generate investment income because of the current market.

Ms. Crotty inquired as to why one of the instruments that is being proposed is Commercial Paper for investments of less than 30 days. Mr. Bryan responded that the Authority typically invests in that period because of the Authority's low level of working capital. Last year changes were made to the Authority's investment policy that allowed staff to do a little bit more. The constant investment concentration mix was also changed last year when the policy was changed, based on a recommendation from the Authority's financial advisor First Southwest, to add some flexibility without adding any additional risk.

Ms. Crotty acknowledged that the investments the Authority has made are conservative and inquired as to how often the Authority moved its money around, stating that some banks move their money daily. Mr. Sikule responded that he moves funds daily for the Authority's bond funds as well as corporate cash.

After full discussion, on the motion of Mr. Conway, seconded by Mr. Sall, without any objections, the Board adopted the following resolution:

**Item 11 Mr. Bryan (Appendix K)**  
**Review and Approval of the Authority's Annual Investment Report (Continued)**

**RESOLUTION NO. 5811**  
**REVIEW AND APPROVAL OF THE AUTHORITY'S**  
**ANNUAL INVESTMENT REPORT**

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RESOLVED, that the Authority's Investment Report including the revised policy statement FINANCIAL INVESTMENTS, the annual report by the independent auditors, and the listing of investment income has been reviewed and is hereby approved, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 12 Mr. Bryan (Appendix L)**  
**Approving the Revised Thruway Real Property Management Policy (25-6-02), Thruway Real Property Management Standard Operating Procedures (500-2), and Thruway Personal Property Disposal Policy (25-6-01)**

After full discussion, on the motion of Mr. Simberg, seconded by Mr. Sall, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5812**  
**APPROVING THE REVISED THRUWAY REAL**  
**PROPERTY MANAGEMENT POLICY (25-6-02), THE**  
**THRUWAY REAL PROPERTY MANAGEMENT**  
**STANDARD OPERATING PROCEDURES (500-2), AND**  
**THE THRUWAY PERSONAL PROPERTY DISPOSAL**  
**POLICY (25-6-01)**

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RESOLVED, that the revised Thruway Real Property Management Standard Policy (25-6-02), attached as Exhibit A be, and the same hereby is, approved, and be it further

**Item 12 Mr. Bryan (Appendix L)**

**Approving the Revised Thruway Real Property Management Policy (25-6-02), Thruway Real Property Management Standard Operating Procedures (500-2), and Thruway Personal Property Disposal Policy (25-6-01) (Continued)**

RESOLVED, that the revised Thruway Real Property Management Standard Operating Procedures (500-2), attached as Exhibit A be, and the same hereby are, approved, and be it further

RESOLVED, that the Thruway Personal Property Disposal Policy (25-6-01), attached as Exhibit A be, and the same hereby is, approved, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 13 Mr. Bryan (Appendix M)**

**Extending Authorization Granted Under Resolution No. 5741 Relative to the Conveyance of a Permanent Easement, Real Property Reference No. TB081, to the City of Buffalo for the Benefit of the Buffalo Sewer Authority**

The Board tabled this Agenda Item following Ms. Crotty's request that language be added to the Item to reflect that it is compliant with the Public Authorities Reform Act (PARA).

**Item 14 Mr. Bryan (Appendix N)**

**Authorizing the Waiver of the Competitive Procedure for the Purchase of Magnetic Toll Tickets By Contracting With Electronic Data Magnetics, Inc.**

Mr. Bryan reported that in June of 2009 the Authority issued an invitation for bid for magnetic toll tickets to be used with existing toll equipment and received three bids. The first low bid was submitted by Electronic Data Magnetics, Inc. ("EDM") and was bypassed based on an unacceptable material deviation in the quality of the paper that was included in the bid. As a result, staff recommended that the procurement be awarded to the second lowest bidder, which was also EDM, which had two acceptable minor deviations that were noted and explained in staff's recommendation to the Office of the State Comptroller ("OSC").

**Item 14 Mr. Bryan (Appendix N)**  
**Authorizing the Waiver of the Competitive Procedure for the Purchase of Magnetic Toll Tickets By Contracting With Electronic Data Magnetics, Inc. (Continued)**

Upon review of the contract recommendation, OSC took exception to the Authority's determination that the deviations in the second bid were non-material. OSC returned the contract to the Authority unapproved and recommended that staff rebid for magnetic tickets. However, due to the time period it would take to rebid and the fact that there are only five months of these tickets on hand, OSC did agree to allow the Authority to enter into a short-term single source contract with EDM.

The recommended contract term with EDM would be for one year with an option to renew for an additional one year. Staff estimated the annual value of that contract to be approximately \$680,000. The figure could change depending on the quality of the tickets that have been ordered.

This recommended bridge contract will allow the Authority to procure the tickets to fill its short term needs and provide enough time to potentially rebid and ensure that the Authority has adequate tickets on hand until the new toll ticket system is introduced in 2012. At this time a waiver of pre-advertising in the Contract Reporter has been approved by OSC and staff is recommending that the Board approve entering into this single source contract.

Ms. Crotty asked how it was possible for EDM to submit two bids. Mr. Bryan responded that it is two separate pieces of paper.

Mr. Simberg stated the Authority is getting ready to design new toll ticket machines effective 2012 and inquired if there will be any substantial differences/improvements between the older machines and the new ones. Mr. Bell responded that spare parts are virtually impossible to get for the current machines but staff does an incredible job keeping them going. The new machines are the standard that other toll agencies are using. The ticket itself is going to be much smaller and will be printed ahead of time instead of printing them in the lane. The beginning of the pilot phase will be in Erie section of Buffalo.

**Item 14 Mr. Bryan (Appendix N)**

**Authorizing the Waiver of the Competitive Procedure for the Purchase of Magnetic Toll Tickets By Contracting With Electronic Data Magnetics, Inc. (Continued)**

Mr. Simberg stated that the Authority may be going into a new era in toll collection and questioned if it makes sense to saddle the Authority with a lot of new machines. Mr. Bell responded that all of the machines will need to be replaced because the tickets have to be uniform and fit the machines.

After full discussion, on the motion of Ms. Crotty, seconded by Mr. Simberg, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5813**  
**AUTHORIZING THE WAIVER OF THE  
COMPETITIVE PROCEDURE FOR THE PURCHASE  
OF MAGNETIC TOLL TICKETS BY CONTRACTING  
WITH ELECTRONIC DATA MAGNETICS, INC.**

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RESOLVED, that the Board authorizes the purchase of magnetic toll tickets offered by Electronic Magnetics, Inc., and be it further

RESOLVED, that this contract be for a term commencing upon contract approval by the NYS Office of the State Comptroller and ending April 30, 2011 with an option to renew for an additional year, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 15 Ms. Allen (Appendix O)**  
**Authorizing the Executive Director to Execute the First Amendment to the Agreement with ReadMedia for Around-the-Clock Press Release Distribution Services (C100852)**

Ms. Allen reported that the Office of Media Relations and Public Affairs issues more than 800 press releases annually. To ensure the media, the traveling public, the business community and elected officials are informed about Thruway related-matters, releases are issued regarding planned construction projects, travel advisories and policy initiatives. More urgently, the office issues releases containing vital, immediate information on topics such as changing weather conditions, lane and canal closures, and other time sensitive incidents.

This is a 24/7 operation and therefore around the clock access to key media outlets is paramount to the Authority's success in reaching as many of its customers as possible regardless of the time of the day or the day of the week. For the past three years, ReadMedia Inc. of Albany had provided this service to the Authority under an existing contract.

To continue this high level of service, staff recommended approval of the option to renew the contract for around the clock press release service for a two-year term and increasing the contract cap to \$256,500.

Mr. Sall inquired as to why there is a need to contract out for this service when the Authority has an internal press office. Ms. Allen responded that this Item is for the distribution piece only; Authority public information staff creates the press release and gives it to this entity to distribute to the appropriate media for whatever and wherever the incident is.

Ms. Graham added that prior to this contract with ReadMedia staff punched in by hand every fax number when issuing press releases and it would virtually tie up every fax machine on the floor. After that staff migrated to a computer blast fax system that would take the better part of a day to issue a press release. ReadMedia is able to issue releases to broadcast, print and radio stations across the system in a matter of minutes. ReadMedia has all the media contacts across the State programmed into their system and they continuously update the contacts if a fax machine number changes, or emails change.

**Item 15 Ms. Allen (Appendix O)**  
**Authorizing the Executive Director to Execute the First Amendment to the Agreement with ReadMedia for Around-the-Clock Press Release Distribution Services (C100852)**  
**(Continued)**

Mr. Sall suggested that the Authority explore adding this function in-house, adding that modern technology could make it relatively simple.

Mr. Gilbert responded that this agreement allows the public information officer on call to issue a press release from home, as opposed to coming to the office at 3 o'clock in the morning and trying to implement what Mr. Sall was suggesting.

Ms. Luh inquired if this is the only company that provides this type of service in the area. Ms. Graham stated that letters were originally sent out to several prospective proposers. A number of the responses staff got back indicated that the other vendors were not 24/7 operations and would not allow the Authority to pay in a lump sum. ReadMedia allows the Authority to pay per year. If the Authority were to pay per release some releases are issued on a weekly basis and it could cost \$700 to \$800 per release. This agreement with ReadMedia allows the Authority to send a release for approximately \$66.00 rather than several hundred per release.

Mr. Simberg stated that the media is in a state of flux right now and what people are reading or listening to or watching changes by the day. He asked what media are covered by this agreement and will the Authority start getting more internet media coverage. Ms. Graham replied that staff is seeing more media migrate towards the internet in addition to what they normally do.

Mr. Simberg asked if the Authority will cover the mom and pop radio stations around the state under this agreement; Ms. Graham stated that they are built into the Authority's system. Ms. Graham offered to find out how many hundreds of media entities the Authority is able to contact with this and report back to the Board.

**Item 15 Ms. Allen (Appendix O)**  
**Authorizing the Executive Director to Execute the First Amendment to the Agreement with ReadMedia for Around-the-Clock Press Release Distribution Services (C100852)**  
**(Continued)**

Mr. Bryan stated that a good thing about this agreement is that the database is maintained by ReadMedia and kept fresh; and because people come and go within these news organizations it is very convenient for staff to be able to operate at home in the middle of the night knowing that all of the radio, TV and print stations are going to get the releases at the same time.

Ms. Graham stated that staff received a call from ReadMedia after the recent snowstorm that impacted I-84, New York and Pennsylvania. Based on statistics that they were able to grab from hits on Google searches, ReadMedia said that 80 percent of the hits on ReadMedia's website that day were to the Authority's road closure travel information. So ReadMedia's feedback was the Authority is hitting its target and people are finding the information. ReadMedia also provides after-hours support and will push releases through for the Authority in the middle of the night.

Ms. Luh asked if Canal information is not getting out because Authority staff is not generating press releases. Ms Crotty responded that the media might not be picking it up because they are not interested in it. Ms. Graham added that staff can put the information out there but cannot force the media to print it regardless of the number of press releases sent out.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5814**

AUTHORIZING THE EXECUTIVE DIRECTOR TO  
EXECUTE THE FIRST AMENDMENT TO THE  
AGREEMENT WITH READMEDIA FOR AROUND-THE-  
CLOCK PRESS RELEASE DISTRIBUTION SERVICES  
(C100852)

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**Item 15 Ms. Allen (Appendix O)**  
**Authorizing the Executive Director to Execute the First Amendment to the Agreement with ReadMedia for Around-the-Clock Press Release Distribution Services (C100852)**  
**(Continued)**

RESOLVED, that the Executive Director be, and hereby is, authorized to execute a First Amendment to the Agreement with ReadMedia for around-the-clock press release distribution services (C100852), and be it further

RESOLVED, that such First Amendment shall exercise the Authority's option to extend the term of the Agreement for an additional two years, until July 31, 2012, increase the Maximum Amount Payable on such Agreement by \$108,000, for a new contract cap of \$256,500, and shall be on such other terms and conditions as the Executive Director, in consultation with the General Counsel, determines to be in the best interests of the Authority, and be it further

RESOLVED, that the Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the Operating Budget, and be it further

RESOLVED, that this resolution be incorporated in full in the minutes of this meeting

**Item 16 Mr. Gemmiti (Appendix P)**  
**Report on the Capital Program**

Mr. Gemmiti submitted the November 2009, December 2009, January 2010, and February 2010, Capital Program monthly reports. He noted that the February report included the status of the 2010 Contracts Program, budget accelerations, contract lettings to date,

**Item 16 Mr. Gemmiti (Appendix P)**  
**Report on the Capital Program (Continued)**

remaining contracts to be let in 2010, contracts to be let after 2010, and a projected 2010 letting graph.

Mr. Simberg had questions with regard to the reports but stated that he would address the issues with Mr. Gemmiti at a later date.

On the motion of Mr. Conway seconded by Ms. Luh, without any objections, the Board accepted the Reports (November 2009, December 2009, January 2010, and February 2010) on the Capital Program.

**Item 17 Mr. Gemmiti (Appendix Q)**  
**Authorizing an Amendment to the 2010 Contracts Program for Eleven Projects**

Mr. Gemmiti stated that due to bid savings and adjustments to the 2010 Contracts Program, there is sufficient funding for these 11 projects.

After full discussion, on the motion of Ms. Crotty, seconded by Mr. Simberg, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5815**  
**AUTHORIZING AN AMENDMENT TO THE 2010  
CONTRACTS PROGRAM FOR ELEVEN PROJECTS**

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RESOLVED, that the 2010 Contracts Program be amended to include the following eleven projects (all costs are for construction and construction inspection): add I96.1, Installation of Various ITS Equipment in New York Division (\$11,200,000, 2010 letting); accelerate H2189.1, MP 86.8 to MP 93.8 Pavement Resurfacing (\$10,750,000) from 2012 to 2010; accelerate H2191.1, MP 121.2 to MP 141.3 Pavement Resurfacing (\$13,300,000) from 2011 to 2010; accelerate

**Item 17 Mr. Gemmiti (Appendix Q)**  
**Authorizing an Amendment to the 2010 Contracts Program for Eleven Projects**  
**(Continued)**

B966.1, Thruway Bridge over Coeyman's Creek, Deck Overlay (\$660,000) from 2011 to 2010; accelerate H1112.1, MP 148.1 to MP 154.4 Pavement Resurfacing (\$5,700,000) from 2011 to 2010; add H1034.5, Addition of 15 Truck Parking Spaces at the Malden Service Area (\$2,200,000, 2010 letting); add H1034.3, Addition of 56 Truck Parking Spaces at the Guilderland and Pattersonville Service Areas and Pavement Surfacing of Truck Parking at the Mohawk Service Area (\$8,800,000, 2010 letting); add I97.1, Installation of Various ITS Equipment in Albany Division (\$3,850,000 million, 2010 letting); add I100.1, Installation of Various ITS Equipment in Syracuse Division (\$7,150,000, 2010 letting); add H1057.1, Installation of Noise Barrier in area of Ogden Street (\$1,000,000, 2010 letting); and add H1054.1, Installation of Noise Barrier near the Lackawanna Toll Barrier (\$3,800,000, 2010 letting), can be let in 2010, be, and the same hereby is, confirmed, and be it further

RESOLVED, that the 2010 Contracts Program be amended to account for the additional \$68,410,000 in Thruway funds, and the same hereby is, allocated toward the eleven projects from bid savings and adjustments to the 2010 Contracts Program, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the contracts, manage and administer the contracts, amend the provisions of the contracts consistent with the terms of this item and other

**Item 17 Mr. Gemmiti (Appendix Q)**  
**Authorizing an Amendment to the 2010 Contracts Program for Eleven Projects**  
**(Continued)**

Board authorizations and suspend or terminate the contracts in the best interests of the Authority, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 18 Mr. Gemmiti (Appendix R)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213927 with C.J. Brown Energy, P.C. for the Development of an Energy Master Plan Statewide**

Mr. Gemmiti reported that the Maximum Amount Payable for this agreement will not exceed \$400,000 and there is sufficient Thruway Authority funding for this agreement as provided for in the 2010 Contracts Program.

Ms. Crotty stated that this is a great idea and hopefully the Authority will identify some savings from the agreement. Mr. Bryan responded that the Authority intends to use this contract for its wind energy project, a solar energy project and other projects as well.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5816**  
**AUTHORIZING NEGOTIATION AND EXECUTION OF  
ENGINEERING TERM AGREEMENT D213927 WITH  
C.J. BROWN ENERGY, P.C. FOR THE  
DEVELOPMENT OF AN ENERGY MASTER PLAN  
STATEWIDE**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering term agreement D213927 with C.J. Brown Energy, P.C., 4245 Union Road, Suite 204, Buffalo, New York, 14225, for the

**Item 18 Mr. Gemmiti (Appendix R)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213927 with C.J. Brown Energy, P.C. for the Development of an Energy Master Plan Statewide (Continued)**

development of an energy master plan statewide, provided that the Maximum Amount Payable does not exceed \$400,000 (\$200,000 Thruway Authority and \$200,000 New York State Energy Research and Development Authority) which is currently provided through the 2010 Contracts Program (Item A346.1), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 19 Mr. Gemmiti (Appendix S)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213934 with Traffic Technologies, Inc. for Upgrading or Replacing the E-ZPass Toll Violation Enforcement System, and Allocating Funds Therefor**

Mr. Gemmiti reported that the Maximum Amount Payable for this agreement will not exceed \$600,000; \$400,000 of which is already provided for in the 2010 Contracts Program. The additional \$200,000 needed for this agreement will come from bid savings and other adjustments made to the 2010 Contracts Program.

Mr. Sall inquired as to where the Authority stands in relation to lobbying the legislature for better enforcement of toll violators. Mr. Fleischer responded that staff has been working with the Port Authority, the Metropolitan Transportation Authority (“MTA”) and has met with the Governor’s office and the Legislature regarding better enforcement, as well as registration suspensions and license suspensions for violators.

The Port Authority is ahead of the Authority in looking at going all electronic at some of their barriers and they also have the benefit of gates and toll collectors with firearms and handheld devices. If an E-Z Pass transponder does not work at their facility they are able to physically take it away from the patron. Staff has met with all branches of government, as well as the Governor’s office, and philosophically no one has said no. The Governor’s office has supported this legislation.

Mr. Estes added that a positive new aspect of this is that in the past the Authority and MTA has had to use Departmental Bills to try to pursue legislative action on enforcement. This year, the Port Authority had their own enforcement bill, which diverged a bit from what Authority staff wanted to do. In an effort to mediate between the Authority, MTA and the Port Authority, the Governor’s office may introduce a Governor’s Program Bill which would synthesize the MTA, Port Authority, and Thruway Authority’s concerns for enforcement. If the Governor made this Governor’s Program Bill, it would give it a higher profile and may help to get it passed.

**Item 19 Mr. Gemmiti (Appendix S)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213934 with Traffic Technologies, Inc. for Upgrading or Replacing the E-ZPass Toll Violation Enforcement System, and Allocating Funds Therefor (Continued)**

Mr. Sall inquired as to what this engineering contract would actually do for the Authority. Mr. Bell responded that the current camera systems take a photo of the front and back license plate using a single camera pointed in each direction. If the tag is not read, the Authority saves those pictures and tries to get the license plate number, find out who the registered owner is, and send them a bill. The cameras were state of the art when they were put in, but the Authority is one of the oldest E-Z Pass systems in the country, so there is much greater reliability with the systems that are currently available. Many of them will have multiple cameras for both directions. So, for example, if there is a vehicle with a trailer hitch, the chances of getting a readable image are much greater.

Mr. Bryan stated that newer camera systems are much more reliable at capturing quality images and will increase the Authority's ability to go after violators. A new system would enhance enforcement efforts and collectability. Mr. Simberg indicated that he would like to see what the additional savings, from dealing with scofflaws, would be from this contract.

Mr. Sall inquired as to how much the Authority loses yearly in tolls. Mr. Bryan responded that the Authority collects over 99 percent of the tolls that are owed. This contract would improve the Authority's accuracy for two principal reasons: it enhances customer service so that the Authority does not send people notices that they owe tolls when they do not, and secondly it allows the Authority to better enforce those people that owe tolls that were not collected for whatever reason.

Mr. Sall stated that he was concerned that the Authority was going to spend up to \$200,000 on this project and once staff specs it all out it might be a \$10 million job to get all the hardware. Mr. Bryan stated that when the Authority collects \$400 million a year electronically, investing \$10 million to insure that revenue source does not seem that significant; this helps the

**Item 19 Mr. Gemmiti (Appendix S)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213934 with Traffic Technologies, Inc. for Upgrading or Replacing the E-ZPass Toll Violation Enforcement System, and Allocating Funds Therefor (Continued)**

Authority preserve its revenue. Mr. Simberg requested that the Board be provided with a detailed cost/benefit analysis on the whole movement.

Mr. Bell stated that there would be an operational cost benefit as well as these systems have computerized license plate recognition systems, so the computers would match the plates to the state and read the plates. Mr. Sall inquired if it will be easier to get the information to Troop T; if there is some way that this new technology will be able to get that picture right to Troop T. Mr. Bell responded that anything is possible; however he is unaware of any agency doing that currently.

The Authority just had success with a local court that ordered a truck driver, who Troop T arrested for trying to obscure his license plate, to pay the back tolls plus a \$500 fine; the law does not actually mandate that the Authority get the tolls back. Mr. Simberg requested to see statistics, specifically dealing with the number of illegible plates, especially on trucks, and whether or not the Authority should be doing more enforcement.

Major Meyers stated that it would be better for Troop T if there was specific language in the New York State Penal Law that made toll evasion a crime so that Troopers could actually make more arrests based solely on toll evasion. The requirement that plates be legible can be found in the Vehicle and Traffic Law, and a violation would be considered a traffic infraction. There is no specific language in the Penal Law that makes it a crime to evade a toll right now.

After full discussion, on the motion of Mr. Conway, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**Item 19 Mr. Gemmiti (Appendix S)**

**Authorizing Negotiation and Execution of Engineering Term Agreement D213934 with Traffic Technologies, Inc. for Upgrading or Replacing the E-ZPass Toll Violation Enforcement System, and Allocating Funds Therefor (Continued)**

**RESOLUTION NO. 5817**

**AUTHORIZING NEGOTIATION AND EXECUTION OF  
ENGINEERING TERM AGREEMENT D213934 WITH  
TRAFFIC TECHNOLOGIES, INC. FOR UPGRADING  
OR REPLACING THE E-ZPASS TOLL VIOLATION  
ENFORCEMENT SYSTEM, AND ALLOCATING  
FUNDS THEREFOR**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering term agreement D213934 with Traffic Technologies, Inc., 117 Executive Drive, Suite 400, New Windsor, New York 12553, for upgrading or replacing the E-ZPass toll violation enforcement system, provided that the Maximum Amount Payable does not exceed \$600,000 (Item I101.1 of the 2010 Contracts Program), and be it further

RESOLVED, that an additional \$200,000 be allocated to this agreement through bid savings and other adjustments made to the 2010 Contracts Program, and be it further,

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

**Item 19 Mr. Gemmiti (Appendix S)**

**Authorizing Negotiation and Execution of Engineering Term Agreement D213934 with Traffic Technologies, Inc. for Upgrading or Replacing the E-ZPass Toll Violation Enforcement System, and Allocating Funds Therefor (Continued)**

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 20 Mr. Gemmiti (Appendix T)**

**Authorizing Negotiation and Execution of Engineering Term Agreement D213952 with Henningson, Durham & Richardson, Architecture and Engineering, P.C. for Design Support Services for Various Tappan Zee Bridge Rehabilitation Projects in the New York Division**

Mr. Gemmiti reported that the Maximum Amount Payable for this agreement will not exceed \$3 million. Sufficient funding for this agreement is provided for in the 2010 contracts program.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5818**

**AUTHORIZING NEGOTIATION AND EXECUTION OF  
ENGINEERING TERM AGREEMENT D213952 WITH  
HENNINGSON, DURHAM & RICHARDSON,  
ARCHITECTURE AND ENGINEERING, P.C. FOR  
DESIGN SUPPORT SERVICES FOR VARIOUS  
TAPPAN ZEE BRIDGE REHABILITATION PROJECTS  
IN THE NEW YORK DIVISION**

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**Item 20 Mr. Gemmiti (Appendix T)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213952 with Henningson, Durham & Richardson, Architecture and Engineering, P.C. for Design Support Services for Various Tappan Zee Bridge Rehabilitation Projects in the New York Division (Continued)**

RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering term agreement D213952 with Henningson, Durham & Richardson, Architecture and Engineering, P.C., 500 7<sup>th</sup> Avenue, New York, New York, 10018, for design support services for various Tappan Zee Bridge rehabilitation projects in the New York Division, provided that the Maximum Amount Payable does not exceed \$3,000,000 which is currently provided through the 2010 Contracts Program (Items B905.5 and HS1068.1), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

**Item 20 Mr. Gemmiti (Appendix T)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213952 with Henningson, Durham & Richardson, Architecture and Engineering, P.C. for Design Support Services for Various Tappan Zee Bridge Rehabilitation Projects in the New York Division (Continued)**

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 21 Mr. Gemmiti (Appendix U)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213954 with Golder Associates, Inc. for Geotechnical Support Services Statewide**

Mr. Gemmiti stated that the Maximum Amount Payable for this agreement will not exceed \$200,000 and sufficient funding for this agreement is provided for in the 2010 Contracts Program.

After full discussion, on the motion of Mr. Conway, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5819**  
**AUTHORIZING NEGOTIATION AND EXECUTION OF  
ENGINEERING TERM AGREEMENT D213954 WITH  
GOLDER ASSOCIATES, INC. FOR GEOTECHNICAL  
SUPPORT SERVICES STATEWIDE**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering term agreement D213954 with Golder Associates, Inc., 670 N. Commercial Street, Suite 103, Manchester, New Hampshire 03101, for Geotechnical Support Services Statewide, provided that the Maximum Amount Payable does not exceed \$200,000 which is currently provided through the 2010 Contracts Program (Item HS1068.1), and be it further

**Item 21 Mr. Gemmiti (Appendix U)**  
**Authorizing Negotiation and Execution of Engineering Term Agreement D213954 with Golder Associates, Inc. for Geotechnical Support Services Statewide (Continued)**

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 22 Mr. Gemmiti (Appendix V)**  
**Authorizing Negotiation and Execution of Engineering Agreement D213884 with Hatch Mott MacDonald NY, Inc. for Construction Inspection Services Relative to TAB 09-28 (D213868), Highway Resurfacing between Batavia (Exit 48, MP 393.7) to West of Pembroke (Exit 48A, MP 404.7) and TAB 10-20 (D213943), Batavia (Exit 48, MP 393.8) to West of Pembroke (Exit 48A, MP 404.7), Safety Upgrades and Installation of Median Guiderail, and Rehabilitation of the Thruway Bridge over Murder Creek (MP 402.90) in the Buffalo Division**

Mr. Gemmiti reported that the cost to inspect TAB 09-28 is estimated to be \$650,000 which is less than 7 percent of construction cost. It is scheduled for a June 20, 2010 letting and

**Item 22 Mr. Gemmiti (Appendix V)**

**Authorizing Negotiation and Execution of Engineering Agreement D213884 with Hatch Mott MacDonald NY, Inc. for Construction Inspection Services Relative to TAB 09-28 (D213868), Highway Resurfacing between Batavia (Exit 48, MP 393.7) to West of Pembroke (Exit 48A, MP 404.7) and TAB 10-20 (D213943), Batavia (Exit 48, MP 393.8) to West of Pembroke (Exit 48A, MP 404.7), Safety Upgrades and Installation of Median Guiderail, and Rehabilitation of the Thruway Bridge over Murder Creek (MP 402.90) in the Buffalo Division (Continued)**

completion in November 2010. The cost to inspect TAB 10-20 is \$275,000 which is less than 8 percent of the estimated construction cost of \$3.5 million.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5820**

**AUTHORIZING NEGOTIATION AND EXECUTION OF ENGINEERING AGREEMENT D213884 WITH HATCH MOTT MACDONALD NY, INC. FOR CONSTRUCTION INSPECTION SERVICES RELATIVE TO TAB 09-28 (D213868), HIGHWAY RESURFACING BETWEEN BATAVIA (EXIT 48, MP 393.7) TO WEST OF PEMBROKE (EXIT 48A, MP 404.7) AND TAB 10-20 (D213943), BATAVIA (EXIT 48, MP 393.8) TO WEST OF PEMBROKE (EXIT 48A, MP 404.7), SAFETY UPGRADES AND INSTALLATION OF MEDIAN GUIDERAIL, AND REHABILITATION OF THE THRUWAY BRIDGE OVER MURDER CREEK (MP 402.90) IN THE BUFFALO DIVISION**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D213884 with Hatch Mott MacDonald NY, Inc., 438 Main Street, Suite 700, Buffalo, New York 14202 for construction inspection services relative to TAB 09-28 (D213868), highway resurfacing between Batavia (Exit 48, MP 393.7) to West of Pembroke (Exit 48A, MP 404.7) and TAB 10-20 (D213943), Batavia (Exit 48, MP 393.8) to West of Pembroke (Exit 48A, MP 404.7), safety upgrades and installation of median

**Item 22 Mr. Gemmiti (Appendix V)**

**Authorizing Negotiation and Execution of Engineering Agreement D213884 with Hatch Mott MacDonald NY, Inc. for Construction Inspection Services Relative to TAB 09-28 (D213868), Highway Resurfacing between Batavia (Exit 48, MP 393.7) to West of Pembroke (Exit 48A, MP 404.7) and TAB 10-20 (D213943), Batavia (Exit 48, MP 393.8) to West of Pembroke (Exit 48A, MP 404.7), Safety Upgrades and Installation of Median Guiderail, and Rehabilitation of the Thruway Bridge over Murder Creek (MP 402.90) in the Buffalo Division (Continued)**

guiderail, and rehabilitation of the Thruway Bridge over Murder Creek (MP 402.90) in the Buffalo Division, provided that the Maximum Amount Payable does not exceed \$925,000 (Items H1010.1, H1010.2 and B526.2 of the 2010 Contracts Program), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 23 Mr. Gemmiti (Appendix W)**

**Authorizing Negotiation and Execution of Engineering Agreement D213937 with AECOM Technical Services Northeast for Construction Inspection Services Relative to TANY 09-52B (D213857), Sloatsburg Service Area Pavement Resurfacing and Parking Garage Repairs in the New York Division**

Mr. Gemmiti stated that TANY 09-52B is scheduled for completion in July 2011. The cost to inspect this project is estimated at \$975,000 which is approximately 16 percent of construction cost.

Mr. Simberg inquired as to why the inspection cost is 16 percent of the construction cost. Mr. Gemmiti responded that this contract has to be done in multiple stages and involves a travel plaza with parking; maintenance protection of traffic is continuous; it includes partial reconstruction of a parking deck and there is fiber optic relocation involved. Some night time work is involved but more pressing is maintaining traffic flow through the plaza. There is also a pavement widening project and a parking lot project going on at the same time so there are a number of additional people needed for the construction site. There is also a lot of specialized work.

After full discussion, on the motion of Ms. Crotty, seconded by Mr. Conway, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5821**

**AUTHORIZING NEGOTIATION AND EXECUTION OF ENGINEERING AGREEMENT D213937 WITH AECOM TECHNICAL SERVICES NORTHEAST, INC. FOR CONSTRUCTION INSPECTION SERVICES RELATIVE TO TANY 09-52B (D213857), SLOATSBURG SERVICE AREA PAVEMENT RESURFACING AND PARKING GARAGE REPAIRS IN THE NEW YORK DIVISION**

RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D213937 with AECOM Technical Services Northeast, Inc., 40 British American Boulevard, Latham, New York 12110 for construction inspection services relative to TANY 09-52B

**Item 23 Mr. Gemmiti (Appendix W)**  
**Authorizing Negotiation and Execution of Engineering Agreement D213937 with AECOM**  
**Technical Services Northeast for Construction Inspection Services Relative to TANY 09-**  
**52B (D213857), Sloatsburg Service Area Pavement Resurfacing and Parking Garage**  
**Repairs in the New York Division (Continued)**

(D213857), Sloatsburg Service Area pavement resurfacing and parking garage repairs in the New York Division, provided that the Maximum Amount Payable does not exceed \$975,000 (Items B881.1 and H862.1 of the 2010 Contracts Program), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 24 Mr. Gemmiti (Appendix X)**  
**Authorizing Negotiation and Execution of Engineering Agreement D213944 with Weidlinger Associates Consulting Engineers, P.C. for Construction Inspection Services Relative to TANY 10-9B (D213881), Tappan Zee Bridge Deck Rehabilitation in the New York Division**

Mr. Gemmiti reported that this project is scheduled for completion in November 2012. The cost to inspect this project is estimated to be \$19.1 million, which is 12 percent of the construction cost. Sufficient funding for this agreement is provided for in the 2010 Contracts Program.

Mr. Sall stated that almost \$20 million for inspection services on this project seems like a lot of money. Mr. Gemmiti responded that it is a long term project and Mr. Simberg added the cost of the overall project is very high as well, \$148 million.

Mr. Sall asked Mr. Gemmiti to give the Board an idea of what kind of staffing this engineering company would have to have in order to inspect this \$150 million job. Mr. Gemmiti stated that staffing would be needed for plant inspection of the panels themselves as well as the installation. The engineering company would send someone to inspect where the panels are being built to make sure the correct materials are being used.

Chairman Buono stated that in the past staff has had to refuse to accept some of the panels; Mr. Gemmiti concurred. He added that quite a few were rejected at the beginning of the project and as time went on they improved. Mr. Estes stated that these panels are large and cost approximately \$80,000 a piece.

Mr. Nadratowski reported that this is all day, all night work that requires 24-hour coverage on this project including some weekends. Mr. Gemmiti stated that the maintenance protection traffic on this project is paramount. Mr. Nadratowski added that it is a complicated project with a lot of specialty work. There is electrical work, in water work and under deck work all of which needs to be watched.

**Item 24 Mr. Gemmiti (Appendix X)**

**Authorizing Negotiation and Execution of Engineering Agreement D213944 with Weidlinger Associates Consulting Engineers, P.C. for Construction Inspection Services Relative to TANY 10-9B (D213881), Tappan Zee Bridge Deck Rehabilitation in the New York Division (Continued)**

Ms. Crotty inquired as to who will be constructing the replacement panels. Mr. Gemmiti responded that it will be a sub-contractor to Perini; he was unsure of the exact name of the company, but thought they might be based out of New Jersey. Mr. Nadratowski stated that Jersey Pre-cast was the company used on the last project. Perini has not yet proposed who will do the work this time.

After full discussion, on the motion of Ms. Crotty, seconded by Mr. Simberg, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5822**  
**AUTHORIZING NEGOTIATION AND EXECUTION OF  
ENGINEERING AGREEMENT D213944 WITH  
WEIDLINGER ASSOCIATES CONSULTING  
ENGINEERS, P.C. FOR CONSTRUCTION INSPECTION  
SERVICES RELATIVE TO TANY 10-9B (D213881),  
TAPPAN ZEE BRIDGE DECK REHABILITATION IN  
THE NEW YORK DIVISION**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D213944 with Weidlinger Associates Consulting Engineers, P.C., 375 Hudson Street, New York, New York 10014 for construction inspection services relative to TANY 10-9B (D213881), Tappan Zee Bridge deck rehabilitation in the New York Division, provided that the Maximum Amount Payable does not exceed \$19,100,000 (Item B905.4 of the 2010 Contracts Program), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the

**Item 24 Mr. Gemmiti (Appendix X)**

**Authorizing Negotiation and Execution of Engineering Agreement D213944 with Weidlinger Associates Consulting Engineers, P.C. for Construction Inspection Services Relative to TANY 10-9B (D213881), Tappan Zee Bridge Deck Rehabilitation in the New York Division (Continued)**

Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 25 Mr. Gemmiti (Appendix Y)**

**Authorizing Negotiation and Execution of Engineering Agreement D213955 with Hatch Mott MacDonald NY, Inc. for Construction Inspection Services Relative to TAB 10-8 (D213939), Rehabilitation of the Mainline from Hamburg (Exit 57, MP 438.5) to East of Silver Creek (Exit 58, MP 451.5) and Rehabilitation of the Thruway Bridges at MP 442.12 and MP 442.13 (Thruway over Shadagee Rd. & 18 Mile Creek), MP 447.48 and MP 447.49 (Thruway over Big Sisters Creek), and Painting of 4 Bridges in the Buffalo Division**

Mr. Gemmiti reported that this project was scheduled for an April 2010 letting and completion in October 2012. The cost to inspect this contract is estimated to be \$6.2 million which is less than 10 percent of the construction cost. Sufficient funding for this agreement is provided for in the 2010 contracts program.

**Item 25 Mr. Gemmiti (Appendix Y)**

**Authorizing Negotiation and Execution of Engineering Agreement D213955 with Hatch Mott MacDonald NY, Inc. for Construction Inspection Services Relative to TAB 10-8 (D213939), Rehabilitation of the Mainline from Hamburg (Exit 57, MP 438.5) to East of Silver Creek (Exit 58, MP 451.5) and Rehabilitation of the Thruway Bridges at MP 442.12 and MP 442.13 (Thruway over Shadagee Rd. & 18 Mile Creek), MP 447.48 and MP 447.49 (Thruway over Big Sisters Creek), and Painting of 4 Bridges in the Buffalo Division (Continued)**

After full discussion, on the motion of Ms. Luh, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5823**

**AUTHORIZING NEGOTIATION AND EXECUTION OF ENGINEERING AGREEMENT D213955 WITH HATCH MOTT MACDONALD NY, INC. FOR CONSTRUCTION INSPECTION SERVICES RELATIVE TO TAB 10-8 (D213939), REHABILITATION OF THE MAINLINE FROM HAMBURG (EXIT 57, MP 438.5) TO EAST OF SILVER CREEK (EXIT 58, MP 451.5) AND REHABILITATION OF THE THRUWAY BRIDGES AT MP 442.12 AND MP 442.13 (THRUWAY OVER SHADAGEE RD. & 18 MILE CREEK), MP 447.48 AND MP 447.49 (THRUWAY OVER BIG SISTERS CREEK), AND PAINTING OF 4 BRIDGES IN THE BUFFALO DIVISION**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D213955 with Hatch Mott MacDonald NY, Inc., 438 Main Street, Suite 700, Buffalo, New York 14202 for construction inspection services relative to TAB 10-8 (D213939), rehabilitation of the Mainline from Hamburg (Exit 57, MP 438.5) to East of Silver Creek (Exit 58, MP 451.5) and rehabilitation of the Thruway bridges at MP 442.12 and MP 442.13 (Thruway over Shadagee Rd. & 18 Mile Creek), MP 447.48 and MP 447.49 (Thruway over Big Sisters Creek), and painting of 4 bridges in the Buffalo Division, provided that the Maximum Amount Payable does not exceed \$6,200,000 (Items

**Item 25 Mr. Gemmiti (Appendix Y)**

**Authorizing Negotiation and Execution of Engineering Agreement D213955 with Hatch Mott MacDonald NY, Inc. for Construction Inspection Services Relative to TAB 10-8 (D213939), Rehabilitation of the Mainline from Hamburg (Exit 57, MP 438.5) to East of Silver Creek (Exit 58, MP 451.5) and Rehabilitation of the Thruway Bridges at MP 442.12 and MP 442.13 (Thruway over Shadagee Rd. & 18 Mile Creek), MP 447.48 and MP 447.49 (Thruway over Big Sisters Creek), and Painting of 4 Bridges in the Buffalo Division (Continued)**

H874.1, H874.3, B514.1 and B926.1 of the 2010 Contracts Program), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 26 Mr. Gemmiti (Appendix Z)**

**Authorizing Negotiation and Execution of Engineering Agreement D213960 with Stantec Consulting Services, Inc., for Construction Inspection Services Relative to TAB 10-10B (D213933), Rehabilitation of Bridges at MP 352.59 (Thruway over Abandoned RR), MP 363.95 (Thruway over Avon, Livonia, Lakeville RR) and MP 364.74 (East River Rd. over the Thruway), and Replacement of the Culvert at MP 363.12 in the Buffalo Division, and Allocating Funds Therefor**

Mr. Gemmiti reported that this project was scheduled for a March 2010, letting and completion in November 2011. The cost to inspect this contract is estimated to be \$525,000 which is less than 10 percent of the construction cost. \$505,000 is provided for in the 2010 Contracts Program for this agreement. The additional \$20,000 needed for this agreement will come from bid savings and other adjustments.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5824**

**AUTHORIZING NEGOTIATION AND EXECUTION OF ENGINEERING AGREEMENT D213960 WITH STANTEC CONSULTING SERVICES, INC. FOR CONSTRUCTION INSPECTION SERVICES RELATIVE TO TAB 10-10B (D213933), REHABILITATION OF BRIDGES AT MP 352.59 (THRUWAY OVER ABANDONED RR), MP 363.95 (THRUWAY OVER AVON, LIVONIA, LAKEVILLE RR) AND MP 364.74 (EAST RIVER RD. OVER THE THRUWAY), AND REPLACEMENT OF THE CULVERT AT MP 363.12 IN THE BUFFALO DIVISION, AND ALLOCATING FUNDS**

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RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D213960 with Stantec Consulting Services, Inc., 2250 Brighton Henrietta Town Line Road, Rochester, New York 14623 for construction inspection services relative to TAB 10-10B (D213933), rehabilitation of the bridges at MP 352.59 (Thruway over Abandoned RR), MP 363.95 (Thruway over Avon, Livonia, Lakeville RR) and MP 364.74 (East River Rd.

**Item 26 Mr. Gemmiti (Appendix Z)**

**Authorizing Negotiation and Execution of Engineering Agreement D213960 with Stantec Consulting Services, Inc., for Construction Inspection Services Relative to TAB 10-10B (D213933), Rehabilitation of Bridges at MP 352.59 (Thruway over Abandoned RR), MP 363.95 (Thruway over Avon, Livonia, Lakeville RR) and MP 364.74 (East River Rd. over the Thruway), and Replacement of the Culvert at MP 363.12 in the Buffalo Division, and Allocating Funds Therefor (Continued)**

over the Thruway), and replacement of the culvert at MP 363.12 in the Buffalo Division, provided that the Maximum Amount Payable does not exceed \$525,000 (Items B526.1, B937.1, B433.4, B564.2 of the 2010 Contracts Program), and be it further

RESOLVED, that an additional \$20,000 be allocated to this agreement through bid savings and other adjustments made to the 2010 Contracts Program, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2010 Contracts Program Resolution No. 5790 and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

**Item 26 Mr. Gemmiti (Appendix Z)**

**Authorizing Negotiation and Execution of Engineering Agreement D213960 with Stantec Consulting Services, Inc., for Construction Inspection Services Relative to TAB 10-10B (D213933), Rehabilitation of Bridges at MP 352.59 (Thruway over Abandoned RR), MP 363.95 (Thruway over Avon, Livonia, Lakeville RR) and MP 364.74 (East River Rd. over the Thruway), and Replacement of the Culvert at MP 363.12 in the Buffalo Division, and Allocating Funds Therefor (Continued)**

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 27 Mr. Gemmiti (Appendix AA)**

**Authorizing Additional Funding for TAA 09-20 (D213859), Remediation of Contaminated Soil at the Malden Service Area Fueling Facility in the Albany Division**

Mr. Gemmiti reported that there were three reasons an additional \$600,000 was needed to complete this contract. First, during construction there was a gasoline spill from the existing adjacent gas pumps into the construction work area. The Authority directed Op-tech to pump out and dispose of the gasoline from the construction work area. Lehigh Gas Corporation will be requested to reimburse the Authority for the cost of this work which is estimated to be \$75,000. Second, the unit of measure used in the contract documents for the disposal of contaminated non-hazardous waste items was in tons. The unit of measure should have been cubic yards, which resulted in a construction cost increase of \$100,000. And third, the levels and extent of contamination found on-site during initial excavation were higher and more widespread than those derived from the investigative sample results which had been used to develop the contract documents. The estimated cost for this additional work is \$425,000.

The additional funding needed for this agreement will come from savings and adjustments made to the 2010 Operating Budget. The Authority will seek reimbursement from Exxon Mobil Corporation for any historical (pre-Lehigh Gas Corporation) contamination found on site.

Mr. Sall inquired if it would be fair to say that after all is said and done the Authority will be reimbursed 100 percent, Mr. Bryan responded that that is the intent. Ms. Crotty added that Lehigh Gas Corporation and Exxon Mobil Corporation will both argue that the contamination is

**Item 27 Mr. Gemmiti (Appendix AA)**

**Authorizing Additional Funding for TAA 09-20 (D213859), Remediation of Contaminated Soil at the Malden Service Area Fueling Facility in the Albany Division (Continued)**

not theirs. With soil contamination it is hard to determine who is to blame. Mr. Estes added that because the Authority is the landowner in this case the Department of Environmental Conservation (“DEC”) will hold the Authority liable.

After full discussion, on the motion of Mr. Conway, seconded by Mr. Simberg, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5825**

**AUTHORIZING ADDITIONAL FUNDING FOR TAA 09-20 (D213859), REMEDIATION OF CONTAMINATED SOIL AT THE MALDEN SERVICE AREA FUELING FACILITY IN THE ALBANY DIVISION**

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RESOLVED, that an additional sum of \$600,000 be, and the same hereby is, allocated toward contract TAA 09-20 (D213859), Remediation of Contaminated Soil at the Malden Service Area Fueling Facility in the Albany Division, from savings and other adjustments made to the 2010 Operating Budget, and be it further

RESOLVED, that the revised contract value for TAA 09-20 (D213859) be \$1,356,435.32, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the contract, manage and administer the contract, amend the provisions of the contract consistent with the terms of this item and other

**Item 27 Mr. Gemmiti (Appendix AA)**  
**Authorizing Additional Funding for TAA 09-20 (D213859), Remediation of Contaminated Soil at the Malden Service Area Fueling Facility in the Albany Division (Continued)**

Board authorizations and suspend or terminate the contract in the best interests of the Authority, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Item 28 Mr. Estes (Appendix BB)**  
**Authorizing Amendment No. 4 to Agreement between the Authority and Adesta, LLC, for the Design, Construction, Marketing and Maintenance/Operation of a Fiber Optic Infrastructure along the Thruway Authority Right of Way**

Mr. Estes reported that the Authority owns a telesystem of 16 fibers connecting Headquarters to all regional divisions. This telesystem is not only used for communication, but vital Authority functions such as E-ZPass collection and traffic management and security cameras.

In 2008, these fibers began to degrade, causing a risk to the operation of the telesystem and the Authority. The Authority alerted Adesta, the successor to the competitively bid contract to design, construct and maintain the fiber system along the entire length of the Thruway. The original agreement for this fiber system provided that six ducts for fiber would be built and each duct would contain cables holding strands of fiber. One cable in one of those ducts would contain fiber for the State, a private party and the Thruway. The other ducts would be licensed and user fees would be split 50/50 by Adesta's predecessor and maintenance fees 80 percent to Adesta and 20 percent to the Authority.

The Authority's fiber is guaranteed by a warranty. Adesta has proposed pulling a new cable with 72 fibers through the duct which would allow the Authority to replace all of its 16 degrading fibers. In addition, the Authority would be given an additional 8 fibers for immediate use and 12 fibers would be given to the private entity whose fibers are also degrading. The

**Item 28 Mr. Estes (Appendix BB)**  
**Authorizing Amendment No. 4 to Agreement between the Authority and Adesta, LLC, for the Design, Construction, Marketing and Maintenance/Operation of a Fiber Optic Infrastructure along the Thruway Authority Right of Way (Continued)**

remaining 36 fibers would be marketed and the profits shared per the original agreement. Adesta estimates that it would bring in \$6 to \$8 million, so the Authority and Adesta could each potentially receive \$3 to \$4 million.

Staff has conferred with the Office of the State Comptroller (“OSC”), prior to coming to the Board and although the contract is not officially before OSC, OSC staff did not identify any issues with this contract.

After full discussion, on the motion of Mr. Sall, seconded by Mr. Simberg, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 5826**

**AUTHORIZING AMENDMENT NO. 4 TO AGREEMENT BETWEEN THE AUTHORITY AND ADESTA LLC, FOR THE DESIGN, CONSTRUCTION, MARKETING AND MAINTENANCE/OPERATION OF A FIBER OPTIC INFRASTRUCTURE ALONG THE THRUWAY AUTHORITY RIGHT OF WAY**

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RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute an Amendment No. 4 consistent with the terms of this agenda item and on such other terms as may be deemed, upon the advice of the Chief Engineer, the Chief Financial Officer and the General Counsel to be in the best interest of the Authority, along with any other documents necessary to effectuate such Amendment, and be it further

**Item 28 Mr. Estes (Appendix BB)**  
**Authorizing Amendment No. 4 to Agreement between the Authority and Adesta, LLC, for the Design, Construction, Marketing and Maintenance/Operation of a Fiber Optic Infrastructure along the Thruway Authority Right of Way (Continued)**

RESOLVED, that the Executive Director, or his designee, shall have the authority to: exercise all powers reserved to the Authority under the provisions of Amendment No. 4, and of the Agreement as so amended, and to manage and administer Amendment No. 4, and the Agreement as so amended, and be it further

RESOLVED, that the Executive Director, the Chief Engineer, the General Counsel and the Chief Financial Officer be, and the same hereby are, authorized to take all steps necessary to implement this Board action, and be it further

RESOLVED, that the recommendation for issuance of a Negative Declaration (the "Recommendation") based on an environmental assessment of the proposed action completed in accordance with the provisions of the State Environmental Quality Review Act ("SEQRA"), be, and hereby is approved, and be it further

RESOLVED, that the Chief Engineer, or his designee, be, and the same hereby is, authorized to execute the SEQRA Short Environmental Assessment Form and Negative Declaration in accordance with the Recommendation, and to distribute any required documents on behalf of the Board relative to such adoption, and be it further

**Item 28 Mr. Estes (Appendix BB)**  
**Authorizing Amendment No. 4 to Agreement between the Authority and Adesta, LLC, for the Design, Construction, Marketing and Maintenance/Operation of a Fiber Optic Infrastructure along the Thruway Authority Right of Way (Continued)**

RESOLVED, that this resolution be incorporated in the minutes of this meeting

**Other Business**

Mr. Fleischer reported that staff was going to try to change the way Board Meetings, occurring after Governance, Audit or Finance Committee Meetings, are scheduled. If the Committees get through their agendas faster than expected, the Board has to wait around before starting the Board Meeting. The plan is to put out a public notice stating that if the Committee meets at 10 o'clock then the Board Meeting would occur immediately following. That way if the first meeting ends quicker than expected, the Board can get started sooner, and if it goes longer, then staff has put the people on notice that it may not start at a specific time, but rather the Board Meeting will start when the previous Committee's work is done.

**Adjournment**

There being no further business to come before the Board, on the motion of Ms. Crotty, seconded by Ms. Luh, without any objections, the meeting was adjourned.

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Jill B. Warner  
Secretary