
Joanne Mahoney: Good afternoon, I am Joanne Mahoney, Chair of the New York State Thruway Authority Board of Directors. Welcome to the September 24th meeting of the Thruway Authority Board and I am attending the meeting from our headquarters in Albany, and I'm joined by board members Robert Megna, Dr. Veras, Heather Briccetti Mulligan, Joan McDonald, Paul Tokasz, and the New York State Thruway Authority Staff, and joining us online is Board Member Norman Jones. Can you hear us okay, Norm? Okay, good, I see the signal. Today we're going to start with the Finance Committee, Bob, you chair that committee and also serving on the committee is Dr. Veras, and I am ex-officio. Would you please start us with the Finance Committee, please?

Bob Megna: Sure, thank you Chair. The first item is the approval of the minutes. Any questions on the minutes from the last meeting? If not, can I have a vote to approve the minutes?

Joanne Mahoney: So moved.

Bob Megna: A second. Any further discussion, if not, all in favor? Aye.

All: Aye.

Bob Megna: The second item on the agenda is review and approval of the April, May, June and July 2024 financial reports, and Dave Malone will present.

Dave Malone: Good afternoon. This item seeks the Finance Committee's approval to advance to the full Board the monthly financial reports for April through July of 2024. Through July, overall traffic was up 1.7% compared to 2023, with passenger traffic up 2% and commercial traffic up a little less than 1/2 of 1%. 2024 traffic is well exceeding our traffic engineers forecast which called for passenger traffic to be down 1.5% and commercial traffic to be down 4.8% compared to 2023. Toll revenue through July was \$587 million which is an increase of 26% or \$120 million compared to last year. Passenger revenue increased 29% or \$74 million, and commercial revenue increased 22% or \$47 million. Both of those increases are resulting from the toll adjustments that went into effect on January 1st of this year. Total operating revenues through July were \$640 million consisting of \$625 million in tolls and related fees, \$10 million in lease revenues and \$5 million in other miscellaneous revenues. Nonoperating revenues through July were \$44 million consisting primarily of interest in our investments. In comparison to our 2024 budget, revenues are 6% above our plan levels driven by both the positive results of the traffic levels and the interest earnings that I previously mentioned. Looking beyond July, our year to date traffic levels have come down a little bit. As of last week, overall traffic year to date is up 1%, that's compared to the 1.7% through July that I just mentioned earlier. This is more the outcome of really good results of some unique events in the beginning of the year, first is negative trends in that we saw in August and the first couple of weeks in September. A few of those things that happened in early part of 2024, 1) was a leap year so there was an extra day in 2024, and then the eclipse also generated a lot of traffic in 24, which was obviously a very unique event for this year. Switching to expenses, Thruway operating expenses through July were \$228 million, which is an increase of 5.3% or \$11.5 million compared to 2023. That increase is primarily due to higher personal service costs, which are attributable to the salary increases and our collective bargaining agreements as well as higher costs

of health insurance, pensions, E-ZPass administrations and fiberoptic marketing fees, and again those marketing fees are tied with the execution of lease agreements that we did this year in 24. In 2023, we didn't do any user agreements for our fiberoptic system, we didn't execute any in 2023. In comparison to our 2024 budget, the operating expenses through July are 5% under budget. This is primarily due to timely payments for highway and bridge work which tend to trend towards the second half of the year, timely payments for fiberoptic maintenance costs and personal service costs in the budget. I would love to be able to report that we are going to remain 5% under budget, but I don't expect to see that happening. I think that gap will narrow as we go through the rest of this year. And with that I can answer any questions you may have.

Bob Megna: I know I ask this all the time but forgive me. So, if you stripped out the rate increases what would the picture have looked like?

Dave Malone: Well, so the traffic is up a little bit compared to last year, but that \$120 million increase that I mentioned in revenue would probably be more in the range of \$5 million or less than \$10 million, so the vast majority of that increase is driven by the rate increases that went into place on January 1st.

Bob Megna: Thank you.

Joanne Mahoney: And resources are available for the improvements?

Dave Malone: Yes, the resources are reflected in the Capital Program being up \$500 million that was approved by the Board this past November.

Joanne Mahoney: So, working as planned?

Dave Malone: Yes.

Bob Megna: Great. So, can I have a motion to advance this item?

Joanne Mahoney: So moved.

Bob Megna: Second. All in favor?

All: Aye.

Bob Megna: Any opposed? The motion is approved. The third item is also from Dave, and its approval of the Authority's investment transactions for the second quarter of 2024.

Dave Malone: This item seeks the Finance Committee's approval to advance to the full board the investment report for the second quarter of 2024. Exhibit A of this item details all investments purchased during the second quarter and Exhibit B details the investments held as of the last day of the quarter which was June 30th, 2024. During the second quarter, we purchased \$3.5 billion in

investments comprised of \$2.7 billion in Thruway Authority funds, \$772 million in state personal income tax revenue bond program funds, and \$13 million in trust fund bond program funds. As of the last day of the quarter, we held investments with a par value of \$1.5 billion, \$1.4 billion in Thruway Authority Funds, \$68 million in state personal income tax revenue bond program funds, and \$15 million in trust fund bond program funds. The average yield during the second quarter on the investments was 5.2% with an average maturity of 52 days. That was about the same interest rate that we earned during the first quarter of the year. One of the thing that are important that are not directly related to the second quarter of the year, but as most of you know, the fed cut interest rates by 50 basis points last week, the result of that we've seen a decline of about 15 to 20 basis points in our investments since that point in time. And then on the other side of the ledger, we talked previously about the refunding transactions that we're going into the mark on in early October, and as a result of that fed rate cut, the estimated savings on that transaction increased from \$52 million to \$57 million, so approximately a \$5 million anticipated savings assuming market conditions hold where they're at right now. With that I can answer any questions the Committee may have.

Bob Megna: No, I have none. Have our friends at Division of the Budget's continuing planning to over the next year use the Thruway Authority to issue personal income taxes?

Dave Malone: They've kind of given us a pass for a while on doing a lot of the debt issuances. I haven't heard as of this point, they're not looking for us to do any, so.

Bob Megna: That's good. But, any further business for the committee? If not, can I...

Joanne Mahoney: Do we need to approve that?

Bob Megna: Do we have other business?

Joanne Mahoney: No, I mean this transaction.

Bob Megna: Oh, I thought we had already.

Joanne Mahoney: So moved.

Bob Megna: Second?

Dr. Veras: Second.

Bob Megna: All in favor aye. I thought we had done it.

All: Aye.

Bob Megna: If there is no further business before the Committee, can I get a motion to adjourn the Finance Committee for today.

Joanne: Second.

Bob Megna: All in favor? Aye.

All: Aye.

Bob Megna: The Finance Committee is adjourned.

Joanne Mahoney: Thank you, Bob, and next up is the Audit Committee which is chaired by Dr. Jose Holguin-Veras, also serving on the Committee is Heather Briccetti-Mulligan, Joan McDonald, and, I serve ex-officio, so, Dr. Veras will you please convene the meeting of the Audit Committee?

Dr. Veras: Absolutely. The first item is the approval of the minutes of the Audit Committee, may I have a motion to approve and discuss?

Heather Briccetti-Mulligan: So moved.

Dr. Veras: Second? Any discussion? All I favor?

All: Aye.

Dr. Veras: Any opposed? The motion is approved. The next item on the agenda is to recommend the appointment of BST LLC to provide all auditing services, approve the scope of services, the compensation terms, terms and conditions for such firm, and authorizing the Chair of the Board to execute a contract with BST for all their services. Dave Malone will present the item.

Dave Malone: This item seeks the Committee's recommendation to appoint BST and CPAs to provide auditing services to the Authority. The item also seeks the Committee's approval of the compensation terms and conditions included in the audit service contract and would authorize the Chair of the Board to execute the contract. The recommendation is based on a competitive procurement process, request for proposal notices were sent to 278 companies, 21 firms downloaded the RFP and 5 proposals were received. One proposal was deemed to be nonresponsive and the remaining 4 were evaluated. BST's proposal received the highest score, most of you are familiar with BST based on their past work with the Authority. They are headquartered here in Albany. They have significant government auditing experience with Public Authority, State Level, all levels of local municipalities within the state. So, there are notable clients beyond the Thruway, with the New York State Local Government Assistance Corp., New York State House and Trust Corp, and the Governor's Office of Storm Recovery. Brendan Kennedy, who many of you know has been BST's partner in charge of the Thruway Audit for the past year and will rotate off of the engagement and will be replaced by Jonathan Gibbs who is here with us today. Jonathan has 8 years of experience working on the Thruway's Audit. The initial term of the contract will be 3 years covering the annual audits of 2024, 2025, and 2026, the

maximum amount payable for the initial 3 years will be \$527,600 which would include \$150,000 for optional services, and then at the option of the Chair, the contract can be extended for 1 additional 2-year term, which would cover the audits of our 2027 and 2028 fiscal years. If the option is exercised, the maximum amount payable for the full 5 years would be \$791,900 with the amount available for optional services remaining unchanged at the \$150,000 that I previously mentioned. BSTs' average hourly rate over the full 5-year period would be \$189.00 per hour. Looking at their previous contract, it was \$164.00 per hour, so it's about a 15% increase over the 5-year period. The contract would include a 30% MWBE goal, and an unexecuted copy of the contract is attached to today's item. With that, Jonathan or I would be happy to answer any questions that the Committee may have.

Dr. Veras: Any discussion? May I have a motion to advance this item?

Heather Briccetti Mulligan: So moved.

Joan McDonald: Second.

Dr. Veras: All in favor?

All: Aye.

Dr. Veras: Any opposed? The motion is approved. Is there any other business or discussion? There being no other business, may I have a motion to adjourn the meeting of the Audit Committee?

Heather Briccetti-Mulligan: So moved.

Dr. Veras: Second.

Joanne Mahoney: Second.

Dr. Veras: All in favor?

All: Aye.

Dr. Veras: That concludes the business of the Audit Committee, the meeting is adjourned.

Joanne Mahoney: Thank you, Dr. Veras. Next up is the Governance Committee which is chaired by Heather Briccetti-Mulligan, its membership includes Norman Jones, online, Paul, and I serve ex-officio. Heather, will you please convene the Governance Committee Meeting?

Heather Briccetti Mulligan: Yes, I will, thank you, Chair Mahoney. The first item is the approval of the minutes of the Governance Committee meeting #37. May I have a motion to advance and discuss?

Paul Tokasz: So moved.

Heather Briccetti Mulligan: Second.

Norman Jones: Second.

Heather Briccetti Mulligan: All in favor? Aye.

All: Aye.

Heather Briccetti Mulligan: Any opposed? Motion is approved. The next item is the approval of revision to the Thruway Authority's Bylaws which will be presented by Sandra Rivera, the General Counsel.

Sandra Rivera: Thank you. Good afternoon. For review and approval by the Governance Committee are revisions to the Authority's Bylaws. There are two changes that we are making; the first is changes to the titles of most of the Department heads from Director to Chief, which is consistent with similar Authorities and current titles on the Authority partners heads. The second change is the creation of a new department, the Department of Media and Government relations. Currently, this work is being headed by Jennifer Givner, and her team, and this would formalize the work they've been doing into a new department of Media and Government Relations. The duties of this department will be customer information, media relations, public affairs, and government relations. Under the current bylaws, these functions are under the Chief of Staff or the Legal Department. So, the recommendation is that the Governance Committee approve the bylaw revisions and advise the Authority staff to present them to the board.

Heather Briccetti Mulligan: Any discussion? May I have a motion to advance the item? Second?

Paul Tokasz: Second.

Heather Briccetti Mulligan: All in favor? Aye.

All: Aye.

Heather Briccetti Mulligan: Any opposed? Motion is approved. Is there any other business to discuss? There being no further business, may I have a motion to adjourn today's meeting of the Governance Committee?

Paul Tokasz: So moved.

Heather Briccetti Mulligan: All in favor? Aye.

All: Aye.

Heather Briccetti Mulligan: That concludes the business of the Governance Committee, and the meeting is adjourned.

Joanne Mahoney: Thank you very much. And Norman make noise if you have something that you want to ask. At this time, I would like to call to order the Board Meeting of the New York State Thruway Authority board number 764. This scheduled meeting has been duly noticed as required by the Open Meetings Law. May I have a motion to enter our Board Meeting please?

Bob Megna: So moved

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: We are now in the full meeting of the Board. And the first order of business is the public comment period. Julie, has anyone signed up to provide in person comments or sent in written comments regarding today's agenda?

Julie: No, they haven't.

Joanne Mahoney: Alright, that concludes the public comment period on today's agenda. And the next order of business is the approval of the consent agenda. You can see your agenda items there 1-5. And we just heard detail about them. May I have a motion to approve the consent agenda?

Heather Briccetti Mulligan: So moved.

Bob Megna: Second.

Joanne Mahoney: Any discussion, any questions? All in favor?

All: Aye.

Joanne Mahoney: Thank you very much. The five board items and resolutions are approved. And we'll move into the action agenda, and I'll turn it over again to our Chief of Staff Nicole Leblond, to present item #6 please.

Nicole Leblond: Good afternoon, I'm seeking review and approval for the appointment of Jen Givner as Chief Media and Government Relations Officer as was just mentioned by Sandra who heads our media government relations office, and we'd like to formally appoint her for that role.

Joanne Mahoney: I would be very proud to make the motion.

Bob Megna: Second.

Joanne Mahoney: Any discussion, any questions? All in favor?

All: Aye.

Joanne Mahoney: The motion is approved. And Diana will now present the next 3 items for us please.

Diana Nebiolo: Good afternoon, everybody. This first item is authorizing the Executive Director to execute a 6th amendment to the agreement with Conduent State Local Solutions for E-ZPass New York Customer Service Center. As we have discussed previously, Conduent, the contractor who administers our back-office tolling system, is in the process of developing new highly dynamic highways secure system, which will provide the 3 tolling agencies a lot more functionality and versatility, and greatly improve overall customer interactions. This conversion is a significant undertaking and technical challenges. As some delays are not uncommon in modernization efforts, you will recall that I sought board authorization back in June to extend the current contract with Conduent through September 30th, as Conduent failed to achieve their August roll out date. Unfortunately, there continue to be delays and Conduent has now asserted a revised goal update of November 12th. While the agencies take these delays very seriously and are holding Conduent fully accountable to meet all of their contractual obligations, it is of paramount importance that there be no disruption in toll processing, or negative impact to the customers as a result of the conversion. So, to that end, we must maintain operations on the current Legacy system until such time that the new system is live and fully functional. Today, I am seeking approval for the Executive Director to extend the current contract with Conduent for a period of 6 months to operate our cashless tolling system through March 31st, 2025, as well as \$22 million in additional funds to continue operation of the existing system. This extension will ensure continuity of services, and mitigate the risks associated with a premature switch over to a new system that is not adequately developed. I would be happy to answer any questions.

Bob Megna: So, the November 12th date doesn't really matter?

Diana Nebiolo: Well, the November 12th date is important. As of November 19th, if this system is not delivered to scope, commercial terms will commence and Conduent will be subject to liquidated damages to all the tolling agencies if they don't meet the November 19th date.

Bob Megna: Thank you.

Joanne Mahoney: Which, coincidentally, is the date of our next board meeting also.

Diana Nebiolo: I hope you don't have to hear from me again. We've had the opportunity though to talk and there is pressure being brought there, but at the same time, we're not going live prematurely because it would be such a disruption.

Joanne Mahoney: We've had the opportunity though to talk and there is pressure being brought there, but at the same time, we're not going live prematurely because it would be such a disruption. I appreciate that. Any questions or discussion? Alright, hearing none, may I have a motion to approve?

Bob Megna: So moved.

Heather Briccetti Mulligan: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thanks Norm. The motion is approved. And agenda number 8.

Diana Nebiolo: This item authorizes the Executive Director to execute an amendment to the agreement with Duncan Solutions for collection services. Since 2020, the Authority has utilized Duncan Solutions to provide collection services for the Authority's debt that the New York Customer Service Center or the Authority has been unable to collect during standard processes. To date, Duncan has collected over \$72 million on our behalf, which is very positive. The Authority extended the contract with Duncan in September 2023, for an additional 2-year term to allow us to issue an RFP to solicit a new collections vendor, while still ensuring that Duncan will continue collecting debt on our behalf. As you will recall, in June of 2024, the Board authorized the Executive Director to execute an agreement with a new contractor Transworld System or TSI. TSI will be our new collections agent. However, the Conduent back-office system must be live and stabilized before TSI can be onboarded and begin collection services for the Authority. As I explained, given the delays of go live and subsequent delay in transitioning to TSI, Duncan has stayed on longer than anticipated and has reached their fiscal cap under the contract. Today I am seeking a maximum amount payable increase of \$4.4 million to Duncan to allow them to continue to collect debt until such time as TSI takes over. I would be happy to answer any questions you may have.

Joanne Mahoney: Was Duncan one of the people that competed for the new RFP?

Diana Nebiolo: Yes, they were.

Joanne Mahoney: We're lucky that they are...

Diana Nebiolo: yes, and they're actually doing a very good job. They are still being very diligent to make sure that debt is still being collected until such time as we transition.

Joanne Mahoney: Is there any penalty that we could face for the delay with TSI?

Diana Nebiolo: No.

Joanne Mahoney: Okay. Any questions? Alright, may I have a motion to approve this?

Dr. Veras: So moved.

Joan McDonald: Second.

Joanne Mahoney: Thank you, Joan. All in favor?

All: Aye.

Joanne Mahoney: The motion is approved. And Diana will present agenda item #9 also.

Diana Nebiolo: Yes, seeking authorization, actually let me say it this way, I'm seeking approval to proceed with the State Administrative Procedure Acts the SAPA process to amend the Authority's rules and regulations related to toll collection processes. The proposed revisions to bring the Authority into compliance with the Toll By Mail Enhancement Act, which is part of the state budget this year, and the Act became effective on September 1st of this year. The revisions provide the Thruway patrons with clear description of the tolling process and include updating references associated with manual toll collection to all electronic toll collections, outlining the payment method for E-ZPass and Tolls by Mail including consequences of failure to pay, as well as outline the dispute process for any Authority's Toll by Mail Program as required by the Toll by Mail Enhancement Act. And lastly, it outlines the possibility of exclusion of vehicles on the Thruway system for noncompliance with toll payment or failure to comply with other Thruway Authority's rules and regulations. Approval will allow staff to proceed with the SAPA process, including filing a notice of proposed rule making and providing a public comment period for 60 days prior to adoption of the regulation. Sandra or I will be happy to answer any questions you may have.

Joan McDonald: How do we technically exclude vehicles from the Thruway?

Diana Nebiolo: I think in essence this makes it trespassing.

Joan McDonald: Trespassing, okay. So, people are trespassing, and we can go after them for trespassing, right?

Sandra Rivera: Yes, and its consistent with the other tolling authorities. They have this as an option as well, so we are trying to keep it consistent.

Joan McDonald: Okay.

Paul Tokasz: And there's cooperation from the State Police, obviously on this topic or is this...

Sandra Rivera: I would assume. It just gives us the authority and another tool in terms of what we can do when other options are not working.

Joanne Mahoney: And what we should do on behalf of those people who are paying. Absolutely. Alright, any other questions? If not, may I have a motion to approve agenda item #9 please.

Heather Briccetti Mulligan: I'll move.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: The motion is approved. And we will move on, Sandra you have agenda item #10 please.

Sandra Rivera: Yes, this Board item is for the sale of real property located in the town of Canaan, County of Columbia for less than fair market value. This transaction would convey to the town of Canaan for a \$1 payment waived with a clause in moving it automatically to state ownership authority jurisdiction if not used for other purpose. The subject property is an irregular configured landlock parcel comprised of 2.22 acres and is improved with a gravel road and asphalt circulation area. It is situated west of the eastbound off ramp at exit B3 of the Berkshire section of the Thruway in the town of Canaan and is adjacent and west of New York State Route 22 connector road. Access to this subject property over the connector road is currently prohibited, and there is no access to the parcel from the Thruway. The subject property is currently vacant and was formerly Grub Chuck Road, which was severed when the Thruway opened upon acquisition in 1957. The Town plans to construct a public thoroughfare to promote economic development. In accordance with the Authority's Real Property Management policy, and the Office of Comptroller requirements, the value of the subject property was independently appraised by one appraisal consultants, although the property will be disposed for \$1 payment waived. The appraisal came back with a fair market value of \$60,000 for the subject property, and in the past, property owners of the adjunct parcels expressed interest in the parcel to gain access to their properties. To accommodate the multiple access points would require granting different breaks in access along easements to reach the Route 22 connector. This would have been difficult to effectuate and resulted in diminished value to the remaining fee property which the Authority would still have an obligation to maintain. So, the town is best viewed to address the access issues by creating a public road and promote possible development along the parcel as this falls outside the Thruway's mission. Selling the property also relieves the Authority the burden or ownership of the property for which it has no use. So, subject property was deemed to be appropriate for disposal via negotiated less than fair market value, under transactional analysis and the recommendation is to authorize the Executive Director to authorize and excuse the purchase with the town for a negotiated less than fair market disposal with subject property for the payment \$1 waived, reserved clause requiring that this property be utilized for public purpose.

Joanne Mahoney: It sounds like some strings are attached. Do you have a question?

Bob Megna: I don't.

Joanne Mahoney: Does anyone have any questions for Sandra regarding this agenda item? You can see the map in our materials. Alright, hearing none, may I have a motion to approve agenda item #10 please.

Bob Megna: So moved.

Joanne Mahoney: And that was a second, all in favor?

All: Aye.

Joanne Mahoney: Motion approved. Thank you, Sandra. I will now turn it over to Josh Klemm for agenda item #11 please.

Josh Klemm: Good afternoon, Madam Chair and members of the Board.

Joanne Mahoney: Oh, Heather, you're going to recuse yourself. Thank you.

Joah Klemm: This item is seeking authorization for an agreement with Telecommunications Providers for the use of the New York State Thruway Authority's fiberoptic system. The first agreement is with Crown Castle Fiber, LLC who has requested the use of the Authority's fiberoptic system for their own use. The assets to be leased to the user are detailed in exhibit 2. The total fees payable by the user to the Authority are \$33,120,000, and the breakdown of such is contained in exhibit 1. AT&T has requested the use of Authority's fiberoptic system for their own use. The assets to be leased to the user are detailed in exhibit 3, and the total fees payable by the user to the Authority are \$6,487,659.89. The details of which the breakdown are contained in exhibit 1 as well. Any questions on these items?

Joanne Mahoney: We have all had the opportunity to talk to you to understand this better. So, may I have a motion to approve agenda item #11?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: Any further comments or questions from anybody about the fiberoptic program? Hearing none, all in favor?

All: Aye.

Joanne Mahoney: That is approved, and I'll open the door for Heather while Selica gets ready to present agenda item #12. Alright, Selica, the floor is yours.

Selica Grant: Thank you, Madam Chair, good afternoon, everyone. Our first item is to authorize the Executive Director to Execute a First Amendment to the Agreement with Idemia Identity & Security USA LLC for Fingerprinting Services. Our current contract is due to expire on January 30th, 2025. We would like to extend until February 1, 2026 to align with the New York State Division of Criminal Justice Services, that is the agency that fingerprints are submitted to, and we'd like to be able to have our contract in tandem with theirs because we currently piggyback off their contract, and there will be no additional financial increase from the Authority. I'll pause for any questions.

Joanne Mahoney: Any questions? Alright, then may I have a motion.

Bob Megna: So moved.

Joanne Mahoney: Thank you.

Joan McDonald: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thank you, Norm. The motion is approved and we move onto agenda item #13 please.

Selica Grant: Thank you. This is requesting authorizing the Executive Director to Execute Amendment #2 to Contract with Industrial Medical Associates. This vendor provides Off-Site Occupational Medical Services to Thruway Authority Employees located in the New York division. Our previous RFP did not yield an acceptable vendor, but right now we are going back out for bid. If we do not extend the contract the employees in New York will have to travel to Kingston to be tested which will create a financial hardship for those employees. This required testing is required by the United States Department of Labor Occupational Safety and Health Administration. The Authority is responsible and requires for live medical testing for all employees that pertain to potential exposures. So, we are asking that you extend our current contract until June 30th, 2025, with the maximum amount of \$5,000 so that we can complete the RFP process to secure an additional vendor.

Joanne Mahoney: Thank you very much. Any questions or discussion? Hearing none, may I have a motion?

Heather Briccetti Mulligan: I'll move.

Bob Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: The motion is approved. Thank you. I will say that you keep making motions to allow the Executive Director to do things and it's tempting to mess him up. Alright, agenda item #14. Brent Howard please.

Brent Howard: Alright, good afternoon. This item requests the Board approval waiver of competition and authorize the Executive Director to execute a contract with Structural Technologies, LLC (ST) to perform initial preparatory work at selected state cable anchorages on the Governor Mario M. Cuomo Bridge. This contract is the first phase of a multiphase process to install a supplemental load path on 61 selected cable anchorages. Under this contract, ST will precisely thread the cable anchorages to secure the SLP structural components to the existing anchor heads and as the provider of this proprietary anchor head, ST is uniquely qualified for this task and able to make their modification in such a way that maintains the integrity of the original installation. In advancing this work as a separate contract also offers scheduling and staging benefits to the overall project. So, it is recommended that the Board authorize the Executive Director to execute a contract with Structural Technologies with the maximum amount payable of \$8 million. The contract would be for a 3-year term with an option to extend for an additional 2-year term. And there is currently sufficient funding in the remaining New New York Bridge Project budget to pay for these services. Any questions?

Dr. Veras: Anything more about how they are going to do that, if they put these anchors outside the existing one?

Brent Howard: The existing anchor heads are going to be threaded on the outside and so the original anchor is going to remain, and then this will enable the installation of the supplemental load path, basically fits over the threaded portion, and then the threaded portion allows a locking nut and bushing to be installed and that provides a secondary load transfer mechanism for those anchor cables.

Dr. Veras: How many fitting wires are they going to have?

Brent Howard: It's installed on all the various cable sizes, I don't happen to know the number of cables in each of those offhand but each, there, I believe all the various sizes of cables are going to have at least one retrofit with this solution. So, obviously, the rings and the bushings will be sized appropriately for that particular anchor.

Bob Megna: But and I know we've talked about this one, so, is this like stage 1 in the process or is this how should I think about it?

Brent Howard: Yes, this is stage 1. So, then the next stage would be letting a contract that would provide for the fabrication and installation of the actual supplemental load path device which is basically a shaped metal piece that will then be bolted to the edge girders to the bridge and like I said, it basically provides a supplemental load transfer path for the anchor pipes.

Joan McDonald: Are we managing the contract with in-house resources or a consultant?

Brent Howard: The second part most likely a consultant, the first part Structural Technologies would do.

Andrew Trombley: The second phase will be competitively bid so the majority of work will have a competitive component.

Paul Tokasz: That's an erection contractor that is going to be doing the second phase, is that what I'm reading here or is that? Okay.

Brent Howard: That would be the anticipation, yes, it's going to need to be somebody who is basically skilled in steel erection.

Bob Megna: And what's the timeframe we're talking about this first phase is?

Brent Howard: We're looking at probably 2 to 2 ½ years for this first phase, but because of the way this will work, once this contract is underway, the two contracts should be able to progress concurrently and in sequence. So, that's kind of one of the other benefits of doing this as a separate contract, is that we can get the work started and then be able to progress the second part more efficiently.

Joanne Mahoney: Any other questions? Alright, may I have a motion please?

Joane McDonald: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: The motion is approved, thank you Brent. And I will turn it back over to you for agenda item #15 please.

Brent Howard: This item requests additional funding for project B776.2 which is a Bridge Preservation project in the vicinity of exit 15 on I-87 in the New York Division. This project was let on June 26th of this year with a contracts program budget of \$14 million. The low bid received was \$19,331,680. We did perform a cost analysis on this and talked to the various bidders and

suppliers. It appears that in this case, the complexity of the project including deck removal and precast deck panel installation was the primary driver of the cost escalation. And after we reviewed the work, we determined that it appears to represent a reasonable value for the work, and therefore we are requesting an additional \$5.331 million for the project funding which is available from project deferrals this year as well as adjustments in the 25 to 29 capital program. Any questions?

Joanne Mahoney: Hearing none. May I have a motion to approve?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thank you. Number 16.

Brent Howard: Alright. This item requests additional funding for project H557.1, which is a Pavement Rehabilitation project on I-90 between exits 44 and 45 in the Syracuse Division. This was let on August 7th, 2024, with a contract program budget of \$45 million. We received a low bid of \$61.5 million. Again, we did our bid analysis, it appears that in this case, many of the items that require trucking we saw some significant increases in cost due to some changes in prevailing wage rates for trucking. Additionally, this is a highly complex project with limited work zone windows and the work zone traffic control cost was significantly higher than we expected. Again, after our review, it was determined that the bid does represent a reasonable value for the work, and therefore, we are requesting an additional \$16.5 million for the project. Again, the funding will be available from project deferrals this year as well as adjustments to the 25 to 29 capital program.

Joan McDonald: How many bids did you get?

Brent Howard: We received 3 bids on this and this was significantly lower than the next one.

Heather Briccetti Mulligan: Is this the first instance of a prevailing wage applying to this type of transport?

Brent Howard: This is the first one we're aware that we've received. We do have a number of contracts to be let and we have another 8 to go for the year, and so we're keeping an eye on that. In particular the hauling on this one, many more materials needing to be hauled since it's a paving project, between subbase and asphalt, so, probably a little higher impact on this one than some of our other projects such as bridge projects.

Heather Briccetti Mulligan: Thank you.

Joanne Mahoney: Are there questions or discussion? May I have a motion to approve agenda item 16 please?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thank you. We will move on to number 17.

Brent Howard: Okay, this is an item that seeks authorization for an engineer term agreement for construction inspection in Buffalo division. This one has a maximum amount payable of \$4 million. It has goals of 30% MWBE and 6% SDVOB. This is a 3-year term with a 2-year extension option, and Colliers Engineering & Design architecture and landscape architecture of Rochester, New York is the selected firm. Any questions on that?

Joanne Mahoney: Hearing none. May I have a motion to approve?

Joan McDonald: So moved.

Bob Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thank you. Alright 18 please.

Brent Howard: This next one is again, a construction inspection support agreement for the Buffalo division. This is for \$4 million, similar goals to the previous one of 30% and 6%. This is a 3-year term with a 2-year extension opinion, and Prudent Engineering, LLP of Syracuse, New York is the selected firm. Any questions on that?

Joanne Mahoney: Seeing none. May I have a motion to approve?

Bob Megna: So moved.

Heather Briccetti-Mulligan: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thank you. Agenda item #19, Brent, thank you.

Brent Howard: Again, this item seeks authorization for a contract for pavement management services statewide. It has a maximum amount payable of \$750,000, 30% MWBE, 6% SDVOB goals. This is a 3-year term with a 2-year extension option, and Applied Research Associates, Incorporated of Champaign, Illinois is the selected firm. Any questions?

Joanne Mahoney: Hearing none. May I have a motion to approve?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Thank you. Number 20.

Brent Howard: Alright, this is a term agreement for construction inspection support services primarily in the Syracuse division. This has a maximum amount payable of \$4 million. Again, goals of 30% MWBE and 6% SDVOB. This is a 3-year term with a 3-year extension option, and Prudent Engineering, LLC of Syracuse is the selected firm. Any questions on that?

Joanne Mahoney: May I have a motion to approve?

Bob Megna: So moved.

Heather Briccetti Mulligan: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: The motion is approved. Two more.

Brent Howard: Alright, this next one is a firm agreement for bridge design support services in Buffalo division. This has a maximum amount payable of \$4 million. Similar goals to all the previous ones of 30% and 6%, this is a 3-year term with a 2-year extension option. Colliers Engineering & Design Architecture, Landscape Architecture of Rochester, New York is the selected firm.

Joanne Mahoney: Any questions?

Bob Megna: Here's the question I have, which is more generic, and maybe it's more for our legal friends, but there's got to be a better way to do this. And I make the request as a member that the legal team and you guys go through and decide if there's a better way to do this review and to have the Board opine on these projects, cause if we rattle through them like this, there are probably questions I should be asking, I don't even know what those would be in some cases. So, I just ask you think about how we should do this in the future. And I would defer to the former Transportation Commissioner if she had thoughts on this.

Norman Jones: Bob, I agree with you 100%.

Joanne Mahoney: I wonder, even if we were to put them in a category, we have amendments to existing agreements, but then we have new agreements, and as long as they're meeting the goals, which is important to us to hear you say that they are and good job that they all are, but maybe we could lump them or something.

Joan McDonald: Is your question for the term agreements?

Bob Megna: Well, how should they be coming to the Board.

Brent Howard: Especially the quantity that I generally have here.

Andrew Trombley: We can take a look at it. When we present it to you at the last Board meeting of the year, the contracts program and within that there are authorizations and designations of authority in what we execute by the Chief Engineer and Executive Director, we are already in the process of looking at that. We'll put something together for the next meeting and bring it back to you.

Joanne Mahoney: Excellent.

Paul Tokasz: Just a question. Are these in my mind change orders that are coming from the district, its not really the district that's making the argument that this has to.

Brent Howard: No, these are based primarily on both our construction program and our engineering design program. We do a substantial amount of work through consultants, just because we have limited amount of staff in-house. So, basically what these are is to acquire the consultants we need to provide the additional services that we can't do ourselves, whether its construction or bridge, or highway design and services. In one case here pavement services, pavement analysis services I should say.

Bob Megna: I don't think we're saying we want less oversight; I think we want efficient oversight.

Joanne Mahoney: Norm.

Norman Jones: I think it would be appropriate just to have a category when we run into situations where we're getting projects that are coming in 25% over an engineers estimate. That is my concern, and I think that should be a separate category that should have discussion. Because you're looking at things that are 25% over the engineers estimate, that's something that raises my eyebrows.

Joanne Mahoney: And also, if there's a waiver of competitive bid or its an amendment or something different. So, anyhow, food for thought, and we'll wait to see what you come back with. But for purposes I think we're on number, are we on 20 or 21?

Heather Briccetti Mulligan: 22.

Joanne Mahoney: This is 22? Oh, we didn't approve 21 yet. Can I have a motion to approve agenda item #21?

Joan McDonald: So moved.

Bob Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Alright, now we'll move onto agenda item #22.

Brent Howard: Alright, and this one is a highway design support services term agreement primarily in New York division. \$6 million. Similar goals as the other ones. This is a 3-year term with 2 1-year extension option and Henningson Durham & Richardson Architecture and Engineering, of White Plains, New York is the selected firm. Any questions?

Joanne Mahoney: Seeing none may I have a motion to approve?

Bob Megna: So moved.

Joan McDonald: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: The motion is approved and that brings us to Andy Trombley's report to the Board. These are Thruway Personal Service Contracts Up to \$500,000 for the Period April 1 through June 30 this year. I think there weren't many.

Andy Trombley: Yes, you are correct, Chair. Good afternoon to you and the members of the Authority Board. As always, it's an honor to be with you today. I'm here to present the attachment for procurement contracts and other agreements up to \$500,000 executed by the Executive Director for the period April 1st, 2024, to June 30th, 2024. Before we review the report, I wanted to update you on another successful year. The Authority already exceeded our goals for MWBE and SDVOB on Thruway contracts. So, the MWBE utilization was 26.33 on a goal of 24.1, the SDVOB presented at 6.52 on a goal of 6. We are very pleased and thank you for your leadership the Director and all the folks that sit at this table are part of that, and the team in our compliance office works really hard to make sure that we meet the goals, and I'm very proud of our efforts. Then, moving on, as you can see from the attached, there was one professional service contract executed in the first quarter of 2024. It was awarded by competitive procurement to secure TOPS Electronic Security Maintenance. Thank you for the opportunity to speak with you today. I will answer any questions you may have.

Joanne Mahoney: So, again, congratulations, and I appreciate the leadership in your office to make that happen. I do have a question about why there's 2 zeros on this one.

Andy Trombley: That's a great question. I believe that that is due to us using a state OGS contract that they set the goal, so we don't have a second goal to set on it. If that's not correct, I will get back to you, but I believe that is the case.

Joanne Mahoney: They already went through that process.

Andy Trombley: Correct, we are using their award off a background contract.

Joanne Mahoney: Okay, thank you. Does anybody have any questions or comments for Andy Trombley's report? Okay, thank you very much. And we can move to the public comment period for general Thruway Authority matters. Julie, anybody signed up for this part of our public comment period?

Julie: No.

Joanne Mahoney: Alright, so that concludes the public comment period, and that also concludes the formal agenda. Is there any other business that anyone would like to bring before the Board? Alright then, with no other business, may I have a motion to adjourn today's meeting?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: We are adjourned, and as I said, we'll be back here on November is it 19th? Yes, so, we will wait and see how that goes. Alright, thank you all very much. We are adjourned.