
Joanne Mahoney: Okay, I believe we're on. Good afternoon, I am Joanne Mahoney, and I welcome you to the June 11th, 2024, meeting of the Thruway Authority Board of Directors. I am attending the meeting from the Thruway Headquarters in Albany, New York, and I am joined by board members Bob Megna, Dr. Veras, Heather Briccetti-Mulligan, Joan McDonald, and Paul Tokasz, and Norm, welcome. You're not in my talking points, but I know you're here because I can see you, and the New York Thruway Authority staff, and I'd like to take this opportunity to welcome our two newest board member, Joan and Paul to their first board meeting. We are fortunate to have two Board of Directors who have a wide range of experience in the public and private sectors and your participation, and contributions are going to be critical as we shape the future of the Thruway Authority. So, welcome to both of you, and thank you for joining us. And I think this is as Bob said, the first time, we've had a full complement as least in a long time, not since I've been here. So, welcome to both of you, thank you. Congratulations with the legislative process that you navigated successfully, or, I don't know, we'll see.

Today we're going to start with the Finance Committee and Bob Megna is Chair of the Committee. Also, serving on the Committee is Dr. Veras, and I am Ex-Officio, so Bob, would you please start us on the Finance Committee, please?

Bob Megna: Sure, thank you Chair. The first item is approval of the minutes of Finance Committee Meeting #76. Any questions on the minutes? If not, may I have a motion to advance?

Dr. Veras: So moved.

Joanne Mahoney: Second.

Bob Megna: If there is no further discussion, all in favor? Aye.

All: Aye.

Bob Megna: Any opposed? Motion is approved. The second item is review and approval of the February and March 2024 Financial Reports, and Dave Malone will do a presentation.

Dave Malone: Thank you. This item seeks the Finance Committee's approval to advance to the full Board the financial reports of February and March of 2024. Through March, overall traffic was up approximately 2% compared to 2023. The passenger traffic was up 3% and commercial traffic up 1%. Two factors to be aware of that impact the results of 2024, is a leap year, so there was an extra day of traffic in 2024 and Easter fell in March of 2024 compared to April 2023. Looking at year to date traffic, as of a few days ago, passenger traffic is up 1% and commercial traffic is down 1% compared to 2023. So, not quite the same results as the end of March, but still well above forecasted levels for 2024.

Bob Megna: Dave, can you remind us of those forecast levels as well?

Dave Malone: Yes, the overall traffic was forecast to be down 2% in 2024 compared to 23, with passenger down 1.5% and commercial down 4.8%. So, we're still well above the forecasted levels for them.

The traffic results through March resulted in toll revenue of \$222 million which is an increase of 25% or \$44 million compared to 2023. Passenger revenue increased 31% or \$28.5 million, and commercial revenue increased 18% or \$15.4 million. The increase to both passenger and commercial toll revenue reflected toll adjustments that went into effect on January 1st of this year. Total operating revenues through March were \$243 million consisting of \$238 million combined in tolls and related fees, \$4 million in lease revenues and \$1 million in other sundry revenues. In addition, we had nonoperating revenues of \$17 million consisting primarily of interest in our investments. Compared to our 2024 budget, revenues are approximately 5.5% above our plan levels. Again, that's being driven by the combination of traffic being above the forecasted levels that we just talked about, as well as the interest earnings exceeding our budget levels. Thruway operating expenses through March were \$102 million, which is an increase of 7% or \$6 million compared to 2023. That increase is due primarily to higher personal service costs, which are attributable to collective bargaining agreements that were approved last year, as well as the timing of certain payments for bridge inspections and E-ZPass administrative costs. In comparison to our 2024 budget, Thruway operating expenses through March are 1% under budget. And with that, I can answer any questions that you may have.

Bob Megna: Any questions for Dave? If not, can I have a motion to advance this item?

Dr. Veras: So moved.

Joanne Mahoney: Second.

Bob Megna: All in favor?

All: Aye.

Bob Megna: Any opposed? The motion is approved. That brings us to #3, Approval of the Authority's Investment Transactions for the First Quarter of 2024. Again, we'll turn it over to Dave.

Dave Malone: This item seeks the Finance Committee's approval to advance to the full board the investment report for the first quarter of 2024. Exhibit A of this item details all investments purchased during the first quarter of the year. Exhibit B details the investments held as of the last day of the quarter which was March 31st, 2024. During the quarter, we purchased \$4.18 billion in investments comprised of \$2.49 billion in Thruway Authority funds, \$1.68 billion in state revenue bond program funds, and \$15 million in trust fund

bond program funds. As of the last day of the quarter, we held investments with a par value of \$2.67 billion comprised of \$1.29 billion in Thruway Authority Funds, \$1.3 billion in state revenue bond program funds, and \$1.2 million in trust fund bond program funds. The average yield for the Thruway Authority Funds during the first quarter was 5.24% with a weighed average maturity of 38 days. This yield was almost identical to the average yield we had throughout 2023. With that I can answer any questions the Committee may have.

Bob Megna: Any questions for Dave on this issue? If not, can I have a motion to advance the item?

Male: So moved.

Dr. Veras: Second.

Bob Megna: All in favor?

All: Aye.

Bob Megna: Any opposed? The motion is approved. Item #4 on the Finance Committee agenda, Approving the 22nd Supplemental Resolution, Authorizing the Issuance of General Revenue Bonds Series Q, Approving the forms of certain related documents, and Authorizing an Authorized Officer to execute any other necessary documents related. I don't know why they thought a tongue twister was the appropriate thing here, but Dave, are you going to explain that for us?

Dave Malone: So, this item seeks the Finance Committee's approval to advance to the full Board everything that Bob just said. This authorization would allow us to issue up to \$850 million in bonds on a competitive or negotiating basis and would be valid from 1 year from today. Although the authorization allows for items in negotiated or competitive sale, our intention is to issue series Q bonds on a competitive basis. Timing wise, we anticipate closing on the series Q bonds in October of 2024 but could wait until 2025 depending on market conditions, interest rate forecasts, and other factors. Approving authorization today provides us with scheduled flexibility. If we waited until the September meeting, closing in the early October timeframe wouldn't have been possible. The transaction has two objectives: the first is huge savings by refunding approximately \$580 million of series K bonds that are callable on January 1, 2025. Under current tax law, there is a 90-day current refunding window from the call date which aligns with that early October timeframe. The second objective builds flexibility in the authorization by allowing for up to \$250 million in new money that could be used for capital program funding. It is likely that we will not use the authorization to generate new proceeds, but there are some contingency based scenarios under which it would be helpful. Based on recent market conditions, our estimated present value savings from the refunding component that I mentioned would be \$42 million but that actual savings would vary depending on market conditions, as we get closer to price and transactions. Assuming the Committee approves the authorization

today, I will provide an update at the September meeting, we'll have a much better idea of what the transaction will look like when we get to the end of September. With that to assist with any questions the Committee may have, we have with us via video Steve Peyser from our financial advisory firm, Prague, and Doron Bar-Levav from our bond council firm with Harris Beech with us today and with that we can answer any questions the Committee may have.

Dr. Veras: There are multiple factors that are going to determine the rates for instance. The markets, I mean inflations due to the Ukraine war who knows what and then the national election. At this stage, what do you see as the key driver? How are we going to weigh all those factors?

Dave Malone: Well, I think there is certainly, and let Steve jump in this as well, but you have the overall what the fed is going to do I mean, if you go back to the beginning of the year, the fed was going to drop a couple of times as we went through 2024. As we sit here now, that doesn't appear that that's going to happen. There certainly is an election that's happening in November that can create market volatility, and then there's just the general economy, what's that doing to do? So, there is no crystal ball exactly about the market, but it seems like the early October timeframe is good.

Norman Jones: Is there a specific trigger that you're looking for? Is there certain measures out there that would be an indicator of what direction to go in?

Dave Malone: Given that this is primarily refunding, ensuring that we're going to get the savings that we're looking for, we wouldn't go into the market unless the savings was there. So, that would be the primary reason. There could be a benefit to waiting to early 2025, if we thought the interest rates were going to go down, but again, it's difficult to predict what the market is going to do. So, I would say that the main thing is just ensuring that we're going to get a reasonable amount of savings on the refunding depending on where the market is at when we go to price. So, we do have flexibility in the schedule that will allow us to move it around if we need to. Steve, is there anything you'd like to add to that with timing perspective?

Steve Peyser: No Dave, I think you covered it very well. I mean generally, so we have a call date on these bonds January 1, 2025. And all other things being equal, the best time to call the bonds in are at the call dates, that would be January 1. So, if the savings are reasonable as Dave mentioned, I think we would certainly recommend going ahead with the transaction. If you pass the January date, you have the higher coupon bonds, mostly 5% bonds outstanding longer, so all things being equal, your savings go down. So, if the savings are there, and the market is available, it makes sense to go ahead. But if there's delays for any reason, obviously, we'll deal with it, and make sure the transaction is well executed and produces good savings. So, at this point, October looks good. The calendar might be busy then, people might be trying to get in earlier in the year than normally, but we'll just have to monitor the markets, and keep everybody informed.

Joanne Mahoney: I've got a simple question probably. Why is it the 22nd Supplemental Resolution? Are these amendments or are these original resolutions?

Dave Malone: I know every time there's a bond issuance or a debt issuance, there is a new resolution done, so maybe...

Joanne Mahoney: I'm just curious, because in the other world that I live in, we have contract that was amended, and amended, and amended, and amended, and amended, and then pretty soon when we got to the State Comptroller, and had some questions, it was really difficult to tease out everything they needed, and it was cleaner to just keep starting fresh, but that's just for what it's worth. When I see 22nd, that gets me.

Doron Bar-Levav: Maybe I can shed a little light on this. The structure of the Authority's Bond resolution, the original bond resolution, which goes back quite ways is like your contract with your bond holders and provides for a trustee and its sort of your bible. But the way it was set up is there would be a supplemental resolution for each bond issue, which is like this 22nd one, devoted solely to terms and conditions, and maximum principal amounts of the bonds to be issued. If you count out what letter we're at, Q is number 22, I think you've had 17 prior bond issues, and so you would count for the difference between 17 and 22 with technical amendments and other changes over the years, but you still had to do it through the structure of the supplemental resolution. But we count the number of resolutions that have been adopted. Therefore, we have a number but if you want to know where we stand, we ask you make reference to the series designation, that's how we normally deal with the bond issues, the series Q bonds in this case.

Joanne Mahoney: And I appreciate that explanation, just having lived the standard operating procedure of amendments in state government gets sticky, and people leave, and procedures change. Okay, well thank you.

Bob Megna: Any further questions or discussion? If not, can I have a motion to advance this item?

Dr. Veras: So moved.

Joanne Mahoney: Second.

Bob Megna: All in favor?

All: Aye.

Bob Megna: Any opposed? The motion is approved. That kind of concludes the business for Finance Committee. Is there any other business for discussion? If not, we can move for adjournment. Do I have a motion to adjourn the Finance Committee?

Dr. Veras: So moved.

Joanne Mahoney: Second.

Bob Megna: All in favor?

All: Aye.

Bob Megna: The Finance Committee is adjourned.

Joanne Mahoney: Thank you very much, Bob. At this time, I'd like to call to order the Board Meeting of the New York State Thruway Authority #763. This scheduled meeting has been duly noticed as required by the Open Meetings Law. May I have a motion to enter the Board Meeting please?

Heather Briccetti Mulligan: So moved

Joanne Mahoney: And a second? 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 for speakers to address items on today's agenda. Julie, has anyone signed up to speak on today's agenda?

Julie: No, they haven't.

Joanne Mahoney: Okay, that concludes the public comment period on today's agenda. And for our new Board Members, we made this change a few years ago, if you have a public comment on any other Thruway Authority business, we do that at the end of the meeting.

The next order of business is the approval of the consent agenda. May I have a motion to approve consent items 1-4?

Heather Briccetti Mulligan: Moved.

Bob Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joan McDonald: And I abstain from the board meeting minutes of that last meeting because I was not there.

Joanne Mahoney: So noted, and Paul I'll do the same for you. Okay. The four board items and resolutions are approved with those two abstentions. And we'll move onto the action agenda, and I'll turn it over again to Dave to present agenda item #5 please.

Dave Malone: Thank you. This item seems the Board's approval to enter into a contract with Athena Consulting, LLC doing business as Athena Actuarial Services to provide actuarial services needed to comply with our financial report and requirements. This selection was made using a competitive procuring process following the issuances of a request for proposal. Five proposals were received and evaluated, and Athena's proposal received the highest score. Athena is a New York State Certified WBE firm with significant experience providing actuary services. The contract will be for a five-year term with a maximum amount payable of \$73,750. I can answer any questions.

Joanne Mahoney: Any questions for Dave? Alright, may I have a motion to advance the item?

Bob Megna: So moved.

Joanne Mahoney: I heard a second, all in favor?

All: Aye.

Joanne Mahoney: The motion is approved. And Diana, please for that agenda item #6.

Diana Nebiolo: Good afternoon. Collection services are a critical component of our total enforcement efforts. Since 2024, the Authority has collected \$61 million in past due balances through collections. Today, I am seeking authorization to execute a new contract with Transworld Systems or TSI for collection services. This will allow us a seamless transition to a new company so that we can continue our commitment to try and collect every dollar that is owed to the Authority. Last July, the Authority and the New York State Bridge Authority issued a joint request for proposal for experienced and qualified firms to provide collection services for toll related debt. In response to the RFP, the Authority received thirteen proposals. The highest ranked was Transworld. They have extensive experience providing debt collection services to other tolling entities including the MTA, the Pennsylvania Turnpike, and North Carolina Turnpike. The term of the agreement will be for two-years with the option to renew for three additional one-year terms with a maximum amount payable of \$6.5 million. I would be happy to answer any questions.

Joanne Mahoney: Any questions or any discussion? Alright, may I have a motion to advance this item?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Any opposition? The motion is approved. And I'm going to ask Sandra Rivera to present the next two items for us.

Sandra Rivera: Good afternoon. Before discussing today's real property agenda items, I just want to provide some information related to the work of the Office of Real Property Management. Since about 2022, the Office of Real Property Management has been tasked with reviewing the inventory of real property to determine if certain Authority property is still needed or if it can be better used for either public benefit or for private entity services. As a result, to date, 11 parcels have been sold yielding exactly \$8,637,301 to the Authority. So, today we have two additional transactions. The first one is related to Authorizing the Sale of Real Property located in the Village of Chestnut Ridge, the Towns of Ramapo and Clarkstown. This would be for a less than fair market value. This is a proposed sale of approximately 2.225 acres of real property located in Chestnut Ridge, Rockland County. It's adjacent to and north of the on/off ramps for Thruway Interchange 14A. The property is currently under an occupancy permit with the County of Rockland and comprises a portion of the County of Rockland's highway department's new headquarters. This transaction will convey the property to the County for a dollar payment waived with a clause that the land would revert to the Authority if it is used for nonpublic purposes. The property was appraised at \$725,000. This land was originally included in a 2002 transaction from the New York State DOT to the County, but this property was included while it was still under the Authority's jurisdiction. Any questions?

Dr. Veras: Would you please explain the role of the Department of Transportation because I am confused. Because if we are the owner.

Sandra Rivera: We have an occupancy permit, so they own it but we have an interest in that property.

Dr. Veras: I see, okay, thanks.

Joanne Mahoney: Any other questions or any discussion? Alright, may I have a motion to advance?

Joan McDonald: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Any opposition? The motion is approved. And Sandra please.

Sandra Rivera: The second item would authorize the public auction of real property located in the Town of New Paltz in Ulster County. The proposed public auction of approximately 10.9 acres is in the Town of New Paltz. The property is situated opposite the on/off ramps of interchange 18. This is an Authority initiated disposal, and potential purchasers will likely seek to commercially develop the subject property as approved by the Town of New Paltz. The value of this subject property was appraised by two appraisal consultants, and in a review of the appraisal conducted by the staff of the Office of Real Property Management, the price would be \$490,000. Any questions?

Joanne Mahoney: Hearing none, may I have please have a motion?

Heather Briccetti Mulligan: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Hearing no opposition, the motion is approved. Thank you very much, Sandra, and Josh Klemm, please present agenda item #9 for us.

Josh Klemm: Good afternoon, Madam Chair and members of the Board. This item is seeking authorization for an agreement with a telecommunications provider for the use of the New York State Thruway Authority's fiberoptic system. Cross Lake Fiber has requested the use of the Thruway Authority's fiberoptic cable and regeneration building station along the Authority's right of way for a term of fifteen years. The total fees payable by Cross Lake to the Authority would be \$1,418,651.57. I will pause at this time for any questions you all may have.

Bob Megna: I always ask the same question. So, is this like full use of the fiber, or just a portion of what we have?

Josh Klemm: Very small portion. Buffalo west for just two fiber actually, so it's a very small as it pertains to quantity of fiber.

Bob Megna: So, we still have a significant amount of fiber not leased out, or where are we right now?

Josh Klemm: It's a great question, something we're hoping to bring to you all at the next meeting. We're in a very good position with the program where demand is certainly outpacing forecasts that we had. So, there's opportunity with multiple large parties who have an interest and have contracts we're reviewing now to exceed the capacity we have to offer. As such, the organization is in need for capital investment by the program to continue to meet the expanded potential growth. It's a fantastic problem for the Authority to have. We really want to think that we have the percent. Right now, we're roughly 90% occupied.

Bob Megna: 90%.

Josh Klemm: The remaining 10% is what's currently available for customers today.

Joan McDonald: And what is Cross Lake, are they a public utility?

Josh Klemm: No, Cross Lake is a telecommunication center.

Joan McDonald: Okay.

Joanne Mahoney: And how long are the leases generally, did you say?

Josh Klemm: It varies, so the average lease term is 16.6 years, I was trying to take an average.

Joanne Mahoney: Close enough, Josh.

Josh Klemm: We have some that are as short as 5 and others that are as long as 30.

Joanne Mahoney: Are there escalators in the price over the course of the lease?

Josh Klemm: There's a few different levers that get pulled as to how we negotiate or issue these contracts. There is the duration of the lease certainly plays a role, as does the quantity of asset being leased, and the length of the asset. So, if the other party is going to lease a couple of miles and a couple of streams of fiber, they're not going to make the same deal as somebody who uses 90+ fiber across the entire Thruway corridor. The one-time fee is flat and is prorated during the duration of the contract. That is where the majority of the funds come in, which is a benefit to us.

Joanne Mahoney: Until year twenty.

Josh Klemm: Until year twenty, and at which point we renew hopefully with contracts or potentially grow the program to meet the needs over the years to that point. And again,

one is going to be started directly enter in these agreements ourselves so, in year 2 ½ to year 3 be at 90% leased is a very good position to be in and leads us to believe that there is value in expanding the program.

Bob Megna: And when you say expanding, I mean how difficult for us is that to do?

Josh Klemm: There's a few options on the table right now. I have a meeting with Dave and Frank and Nicole tomorrow to discuss some proposals. Essentially, in the most simplest of ways, requires us to pull some more fiber in one of the vacant ducts that we have. One of the benefits of where we are now versus roughly 25 years ago which was when this was built is materials and engineering has advanced in such a way that we could double or triple our capacity in one duct. So, we have 6 ducts today we can fit in one now. So, in the future, relatively small investment, we can significantly expand.

Dr. Veras: We also need to take into account the progress of wireless technologies because basically, 20 years ago 10 years ago, the capacity bandwidth when technology was built is more. Somehow, we need to take into account at some point the benefit of wireless technology.

Josh Klemm: So, not to monopolize the entire Board meeting. So, we had a meeting this morning with a major telecommunication company. One of the things obviously we'll discuss tomorrow is the fact that by virtue of one of the major products we have now, a lot of our power sites will be able to support additional hardware at hardware communities for wireless communications. One of the things that parties in that space find very advantageous about working with us is back into the fiber at that power site. And so a very high performance for the locations that we have. So, there's a lot that's kind of synergistically going together in the next few months that, again, at the next board meeting, we will have much more detail to share with you all.

Bob Megna: I will prolong it a little. Because I think it's fascinating, and again, I know I've raised this in the past, but I think if it becomes cheap to relatively speaking with the new fiber, I think a conversation with the university sector is something that, and again, I'm a little bit have a conflict of interest but I think it's a conversation probably worth having, and if you guys don't you know do it, it will never happen. So, anything we can do there. I think there's a lot of opportunity there.

Norman Jones: I think that's reasonable. And my first meeting, I talked about the opportunities, and I'm just so pleased that you guys have taken it and moved it forward. The sky is the limit, keep doing what you're doing.

Josh Klemm: Thank you and Board Member Megna I will take you up on that to have that conversation.

Paul Tokasz: I hate to have my first comment be about something that took place 25 years ago, but I can recall hearings on this topic in the State Legislature, and it was fairly controversial at the time, and a lot of back and forth, and I'm glad it's successful, and I'm glad the future looks like it can be even more successful.

Josh Klemm: A lot of success is based on the recent regulation changes that Frank had helped us with to be a bigger beneficiary of that asset so I thank all of you for that.

Joanne Mahoney: Any other discussion? May I please have a motion to advance?

Norman Jones: So moved.

Bob Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Any opposed? The motion is approved. And thank you, Josh for that it was very interesting. And I'll turn it over now to Brent Howard who is going to present the next five items, and I will note for the record that both Heather and Paul will recuse themselves for agenda item #12, is that right? Alright, Brent.

Brent Howard: Alright, good afternoon. Today, I will be presenting a total of five items for the Board's consideration. First, I just want to give a quick update on the contracts letting program to date. As of June 5th, last Wednesday, we have let 17 of 35 projects scheduled for 2024 with a total value of \$235 million. Of those bids, 12 came in lower than the engineer's estimate, 5 came in above. However, overall, we've seen a big savings over our engineers estimate figures of about \$12 million to date which accounts for roughly 5% of the total lettings. And we currently remain on track to get our letting goal for the year.

Joanne Mahoney: Congratulations.

Brent Howard: Thank you. Alright, so the first agenda item, item 10 seeks authorization for contract D214975, which is a term agreement for architectural design services primarily in the Syracuse and Buffalo divisions. This has a maximum amount payable of \$2 million. The goals are 30% MWBE and 6% SDVOB. This is a 3-year term with a 2-year extension option. We had 3 firms submit letters of interest, and Collier's Engineering and Design CT PC of Rochester, New York is the selected firm. Any questions?

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

Joan McDonald: So moved.

Bob Megna: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Any opposition? The motion is approved. And we'll move onto agenda item #11, please.

Brent Howard: Alright, item 11 seeks authorization for contract D214985, which is a term agreement for construction, inspection, supportive services in the New York Division. This has a maximum amount payable of \$4 million. The goals are similar to above 30% MWBE, and 6% SDVOB. This is a 3-year term with two 1-year extension options. We had 20 firms submit letters of interest, 5 which were shortlisted, and Newburg Engineers Incorporated of New York, New York is the selected firm. Any questions on that?

Joanne Mahoney: I'm assuming when you said the goals um, we have themes of things we say at every meeting, this one is mine. I'm assuming if we're not meeting those goals, that you will let us know. But you tell us what the goals are, so I can just assume we're meeting those? Okay.

Brent Howard: Yeah, these are the goals that are built into the contract that then once the contract is in effect, it's up to the selected firm to be meeting these goals, and they work with procurement to submit documentation verifying.

Joanne Mahoney: But they submit a plan that indicates they have the ability to meet the goals?

Brent Howard: Correct.

Andy Trombley: If you don't mind, Chair, I will speak to this topic. When the firms submit, they are evaluated based on this MWBE subconsultants, in this case, I believe Newbury is actually applying, I will confirm that. But we monitor them. On each of the assignments they're given, they give us a plan to utilize their MWBE subs and on virtually every agreement we either met or exceeded our percentage, for last year it was actually 33% of the 30% threshold. So, we're doing real well on the engineering side.

Joanne Mahoney: Excellent, thanks Andy.

Andy Trombley: And that's a testament to Brent's group making any assignments that they give and making sure that they utilize as well as Danielle in the compliance group that monitors those.

Joanne Mahoney: Any questions or discussion for agenda item #11? May I have a motion to advance?

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Hearing no opposition, the motion is approved. And we'll move onto agenda item #12, please.

Brent Howard: Alright, item 12 requests additional funding and increasing the maximum amount payable for contract TAB 23-6 which is the Buffalo Division On-Demand Repair Contract for 2023 and 2024. We are seeking an additional \$2.054 million in funds to be added to the contract. This includes \$1.179 million to fund current emergency assignments under this contract, and an additional \$875,000 in the event of an emergency condition occurring prior to the new On-Demand contract being executed. Total authorization is requested for the contract not to exceed \$5 million. Funding is available from project deferments and/or bid savings in the 2024 contracts program. Any questions?

Joanne Mahoney: Any questions, discuss? May I please have a motion? It's nice to have enough Board Members left to do this.

Bob Megna: I will move it.

Norman Jones: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Alright, the motion is approved. Thanks, Jen.

Joanne Mahoney: Alright, agenda item #13 please, Brent.

Brent Howard: Alright, this item requests additional funding, a title change, a schedule change, for project B227.1 which is the next couple additions of on-demand contracts in 2025 and 2026. This project is currently included in the 24-capital program with a budgeted cost of \$3 million and a scheduled letting date of November of 2024. Recognizing the need to always have on-demand services available in the divisions, this item would move the letting date to July of 2024, and increase the maximum amount

payable to \$5 million, which is in line with the historic usage of these contracts in the past. Funding will be available from project deferments or bid savings in the 2024 capital program. Any questions?

Joanne Mahoney: Not seeing any, can I have a motion to advance?

Norman Jones: So moved.

Joanne Mahoney: And I see a second, Jose. All in favor?

All: Aye.

Joanne Mahoney: Any opposed? The motion is approved. And the last one for you Brent is agenda item #14, please.

Brent Howard: Alright, thank you. Item 14 requests additional funding for 3 projects, 2 of which are in the New York division, and 1 in Syracuse division. Project H355.1 is highway rehabilitation from mile post 604 to 608 on the New England Thruway, I-95. This is in the 2024 program with a budgeted cost of \$45 million and the scheduled letting date in August of 2024. Board authorization is requested to approve the revised capital program amount for this project in the amount of \$60 million.

The second one is project B700.1 rehabilitations and Larchmont Station Plaza substructure repairs. This is included in the 2024 capital program with a budgeted cost of \$3 million and a scheduled letting date of August 24. Board authorization is requested to approve the revised capital program to the amount of \$6 million.

The third one is B742.1 which is milepost 219.91 Bridge over Mohawk Street which is in the 2024 capital program at a budgeted cost of \$16.2 million with scheduled letting date also of August 24. We are requesting Board authorization to approve the revised capital program amount for this project in the amount of \$24 million.

Now, for all three of these, the increased costs are due to multiple factors including revised material specifications, unanticipated additional scope of work, ongoing inflationary cost pressures in the construction industry. It has been determined that the budget estimates for each of these three projects must be increased to ensure the scope of work meets the appropriate standards and address key safety and reliability concerns. Funding will be available from project deferments and/or bid savings in the 2024 contracts program. And the approved total capital program for 2024 remains the same. Any questions on any of those three?

Joanne Mahoney: It's all being managed within the same program, and these are kind of outliers. You don't usually hear that. Alright, any discussion? May I please have a motion to advance?

Heather Briccetti Mulligan: So moved.

Dr. Veras: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: Hearing no opposition, that motion is also approved. Thank you, Brent. And now I would like to turn our attention to two Thruway Authority employees and would like to take this opportunity to honor them.

On May 9th, tragedy struck while fulfilling their duties in a work zone and lives have been changed forever. We lost Vincent “Vinnie” Giammarva. Vinnie worked for the Thruway Authority for nearly 20 years and was based up at Henrietta Maintenance section in the Buffalo division. He was a dedicated public servant who was well loved and admired by his co-workers for being dependable and diligent. When Vinnie was not at work, he loved riding his motorcycle, and he leaves behind his wife Patty, two children, and two grandchildren. According to his family, Vinnie’s affection for his grandchildren was undeniable. They brought out the best in him and brought him true genuine joy. Their papa set the standard for being a grandparent that cannot be met or replaced. And I would like to present a resolution to this Board honoring New York State Thruway Authority employee Vince Giammarva.

Bob Megna: So moved.

Dr. Veras: Second.

Joanne Mahoney: Any discussion? Alright, all in favor?

All: Aye.

Joanne Mahoney: That motion is approved. And secondly, honoring New York State Thruway employee Mark Vara on the same date. Mark was seriously injured, and we pray every day for the recovery of our colleague. Mark has worked for the Thruway Authority for three years. His third work anniversary is later this month on June 29th. Mark is known for his dependability and overall dedication to his job and serving Thruway drivers. Mark and his family also run a small farm in Monroe County. Mark’s son, Andrew is also a Thruway Authority employee and works alongside his father as a Thruway maintenance worker in the Henrietta Maintenance section. Mark’s wife Diane is often by his bedside at the hospital and updates a Caring Bridge site every Thursday on Mark’s progress. Mark has three children, and I would like to present this resolution to the Board honoring Mark for his service to the Thruway Authority.

Joan McDonald: So moved.

Norman Jones: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: That motion is also approved, and I just want to tell all of the staff here at the Thruway how sorry we are about this accident. We know how hard you work to communicate to the public the importance of slowing down and moving over when staff is out on the road, and I can't imagine how difficult it is for you to lose a colleague and to watch one who is struggling in the hospital today, so our hearts go out to all of you here at the Thruway Authority, and just a reminder to the public to just slow down and move over, because the men and women are out there making the roads safer for all of us. So, thank you. We have a couple of staff reports. First will be from Andrew Trombley on Procurement Services. Andy, the floor is yours.

Andy Trombley: Thank you. Good afternoon, Chair Mahoney, and members of the Authority Board. It is an honor to be here with you today. I am here to present the attached report on procurement contracts and other agreements of less than \$500,000 executed by the Executive Director from the period of January 1, 2024, through March 31, 2024. As you can see from the attached exhibit 1, there was one professional services contract executed in the first quarter of 24. This contract was a sole source as New Air was a partner with the Authority on our \$1.5 billion SMART Grant. This grant funds a demonstration project using unmanned aerial systems technologies in support of the Authority. New Air is a central New York based nonprofit with a mission to integrate UAS systems into our air space. Thank you for the option to speak with you today, and I'll be happy to answer any questions you may have.

Joanne Mahoney: It's a cool partnership. Any questions for Andrew? If not, we can move onto our final report from Executive Director, no longer interim Executive Director.

Frank Hoare: Good afternoon and welcome members of the Board and our newest members of the Board. We look forward to working with you in the coming days, weeks, months. It's been a sad and somber time for the Thruway last month, we tried and continue to work with Mark's family to do whenever we can to make sure that they know they're not forgotten. It really highlights for us that there's no routine day or routine procedure from any of our members. The minute they go out there and are standing out there on a roadway that people are traveling sixty-five miles plus hours that there are multi ton tractor-trailers going by that there's no routine day, no routine exercise. And that's why our top priority here is safety. Continue to emphasize training, proper equipment, and appropriate protocols to keep our staff and our colleagues as safe as possible. We had a sad reminder

of that last Friday, when another one of our employees was in a vehicle down by Kingston, rearended by a tractor-trailer. Thankfully, he has been released from the hospital and is recovering at home. And Tony Domingues has been a long time Thruway employee as well out of the Kingston maintenance section. So, we all pray for his recovery. And as you say, we can have all the training, all the equipment, all the protocols we can have, but we really need the public to slow down and pay attention. The legislature passed the Governor's proposal last year for a pilot program. It's been in effect for just about a year that put work cameras in 10 Thruway work zones, that changes every week. DOT has an additional 20 around the state. With that in that year 44,000 violations have been issued just on the Thruway. You add the DOT side, it comes out to about 184,000. So, people continue no matter how many programs, the point is not to raise money for that program, the point is to get people to slow down, pay attention, be careful, and as you say, not impact the lives of folks that are out there. All highway workers, tow truck operators, emergency personnel, state troopers we work closely with so, we will continue to get that word out.

Just a couple of other items, our service area project continues to progress. We have 16 that have opened, 16 newly renovated open, 2 will be opening in the next 3 weeks, and by the end of the year, we'll have another 6 open. So that by the end of the year, we'll have 24 out of the 27 open, the remaining 3 will open by fall of 2025 and that project will be complete.

Brent and you all talked about the capital programs and the investment that we're putting into our system; our capital program vision is \$451 million throughout the state from New York City lines to Erie line. And that 451 represents \$100 million that we can anticipate next year that comes entirely from the toll increase that went into effect in January. So, again, we are taking that in a responsible effective way to pour it right back into repaving, reconstructing, and rebuilding our system which is coming up on its 70th anniversary in a couple of weeks. 70th anniversary of the first section open. So, we will continue to work with you to pour that money into our system and have people see what they are frankly getting for their money, which is a safe and convenient roadway. So, I would like to end on a couple of more positive notes, and enjoyable notes from our staff. Some of our Thruway family, our Chief Information Officer Josh Klemm and his wife Liz welcomed the newest addition there to their house in the last couple of weeks, Allyson who joins Grayson in the Klemm household. So, congratulations to you. Our Director of Administrative Services her husband, Duane Grant, was promoted to Major in the New York State Police. And our Director of Audit and Management and her husband last month went to West Point to see their son graduate as a Second Lieutenant and commissioned into the Aviation regiment. So, our congratulations to all them to our family here and we're so happy and proud for them. And finally, he is not here, Jim Konstalid, our Director of Maintenance and Operations, always a bittersweet moment as he's coming up for retirement. Jim has been here for over 30 years. He is not here today because he's making the rounds of the four divisions and out there. But he has been here, started as a young man at the Thruway and has spent his entire career here, moving up through the ranks, eventually becoming the Director of the New York Division and for the last almost 4 years

the director of Maintenance and Operations. So, again, it will be sad for us to see him go, but we are happy for him to move on to this next phase of his life, and we will be more formally recognizing and celebrating his achievement over the next month. So, I wanted to share with you all some of the good news from our family here at the Thruway.

Joanne Mahoney: Also, you didn't give us a chance to thank or to congratulate the West Point family and so we will do that and congratulate Jim Konstalid too.

Dr. Veras: I have a question. You mentioned you have made 180,000 violations, how many would you say contacts, how many transactions do we do in a year? \$200 million?

Frank Hoare: This is a new program that the legislature passed, and Governor approved, which was an effort to have folks slow down. So the program calls for, we have the cameras, we have a vendor that is set up in our work sites and if they go more than 10 miles over that posted work zone site, it would be forty-five miles an hour to fifty-five miles an hour, their license plate is recorded, and they are sent a notice of violation as a graduated fine starting at \$50 on up to \$200.

Joan McDonald: It's like the red-light camera program.

Frank Hoare: Red light camera or school bus, school bus safety. So, we have seen 44,000 speed through our work zones. Over 200 drivers, motorists that have sped through those zones 3 times or more in the last year. And I am working with Sandra to see what we can do legally on that. Write to them and point out in light of our recent tragedies the importance of that, bringing it home to folks. So, out of those 44,000, we've only gotten approximately 500 challenges to that. So, almost 44,000 people acknowledge it and are paying their fine, and hopefully, the real point heed that and take notice the next time they go through a work zone. But we have seen some unbelievable statistics, the total from DOT and Thruway is like 184,000. There was one motorcyclist in Rochester that sped through a work zone, and by the way these are active work zone, you only get a violation of it's an active work zone, so people are always complaining that there's nobody there. These are active work zones, folks are on-site, on the ground. We had someone on a motorcycle on a DOT road speed through a Rochester work zone at 139 miles an hour.

Norman Jones: Is there a way to plot it on a grid or a map and see where are the most consistent violators? Cause on the way here, very good job with setting up your work zones. I mean extremely good job.

Joanne Mahoney: We were talking about it, yes.

Norman Jones: So, I see again, the cameras, and I've seen the way you guys have really set up your work zones. So, it's evident that it's there. The signage is there. Whoever violates that, they clearly just done care. So, is there a way to plot it, then once you plot it is there a way to enhance enforcement with state police? Because you added twenty

minutes to my ride here today because of the work zones. I'm good with it, but you clearly have the market is clearly identifiable and the safety of the employees is paramount. And not only safety of the employees but the general public.

Frank Hoare: And that's an excellent point, that we're not only talking about our workers, but we're also talking about other folks traveling on the Thruway. So, the answer is yes Director, we plot that, we get that analytics and we can have a map and show the hot zones throughout, they move each week. We don't tell people where they move. And we move it around, but there are hot spots in each of the ten. The data I've seen there's usually out of 10, 1 or 2 work zones that get the majority of those violations. And within different counties, there's different locations that see more violators. So, we're going to work with DOT to try to plot that out. We have great partnership with the state police, so we work on that, and then resources our main resources are always limited so, we try to come up with ways to enhance that safety. Working with Josh and his team to see what technology, technology is improving and evolving every day, what can we use to, people are talking about down the road sensors on our works on their vests. Sensors on their hardhats that could try and give some warning if an erratic driver was coming down. But we see the footage.

Bob Megna: I just want you to say Frank that there's more downstate than upstate.

Norman Jones: But the evidence is there, and then if you have the information, maybe you can put together a better mouse trap, and time of day also. Is it rush hour time of day? So, that way you can...

Frank Hoare: Yes, rush hour. Friday evening, people going someplace for the weekend, we'll be seeing those numbers Friday evening, Sunday evenings clearly tied with travel patterns. So.

Norman Jones: My 222-mile drive here today, I seen everyone of your work sites set up perfectly. Maybe because they know we travel, I don't know, but they're set up perfect, and your readers out there, it's a mile before the actual work site and everything was done right. But what I also observed was I would see people, there's a vehicle on the left pulled over, and I could see people changing lanes. So, I have seen for the most part people adhering to all requirements. So, it's boggling that those who don't adhere, who don't do what's right, so if we can get information and data.

Frank Hoare: The move over law has been in effect.

Joanne Mahoney: I was paying attention to it, and I didn't see anybody who didn't pull over. I mean both sides of the road, everybody, so for the most part, that's why the number is so surprising that you're telling us of the violators.

Bob Megna: So, you move them around, you max out at 10?

Frank Hoare: Yes.

Bob Megna: That's the law basically.

Frank Hoare: That's how the legislation is written, 10 for us 20 for the DOT, it's a 5-year pilot that started last year. So, again, it specified it has to be an active work zone, so you can complain you know that you're traveling shut down. So, that's what the legislation requires.

Joan McDonald: And do you have a vendor that is doing that?

Frank Hoare: Yes.

Joan McDonald: Okay. So, they're setting it up?

Norman Jones: They drive white Jeep Grand Cherokees.

Frank Hoare: And their machinery has to be calibrated to make sure we can substantiate that if it comes to court.

Joan McDonald: The repeat offenders is disturbing because if you are preoccupied and you go through, when you get one and you're in one of the zones, the instinct would be, oh, I would hope. And you make sure that you're much more cognizant going forward. But the fact that there are people that have three violations, and more is very unsettling.

Frank Hoare: In less than a year.

Joan McDonald: Right, not over a 10-year period, right, right.

Joanne Mahoney: Well, thank you very much Frank, and we will move onto the second public comment period for general Thruway Authority matters. Individuals who wish to make a public comment can sign up in advance, and they can do it here in Albany or submit written comments electronically to boardadmin@thruway.ny.gov. There is a 15-minute time limit for this comment period, and individuals will have up to 2 minutes to speak. Julie, I think you have a comment for us that's come in for this meeting?

Julie: Yes, I do have one that was sent in via e-mail. This was submitted by Matthew Buchys-Hyland. His comment is as follows: With the upcoming Atlantic season expecting to be active, the New York State Thruway Authority should consider the service areas along the Thruway being open to the public in the event of a natural disaster such as blizzard, hurricane, widespread power outage event, or state of emergency. For some this may be the only hot food option and gas for miles. The rest stop should also have industrialized standby generators at all rest stops in the event there is an outage.

Additionally, it should be free of charge, meaning no tolls, for anyone who has lost power in the event of a long-term power outage, so they can get a hot meal or refuel. Please take this information into consideration. Thank you.

Joanne Mahoney: and I think we heard some of us that there are generators out on the service areas. Alright, well any other comments? Alright, that concludes the public comment period and our formal agenda for the June 11th, 2024, Board of Directors Meeting. Is there any other business that any of the Directors would like to bring to our attention? Alright, with no other business may I have a motion to adjourn today's meeting.

Bob Megna: So moved.

Norman Jones: Second.

Joanne Mahoney: All in favor?

All: Aye.

Joanne Mahoney: We are adjourned, and our next scheduled meeting is Tuesday, September 24th, at 1:00 p.m. Thank you to everyone who was here today and especially the dedicated staff at the New York State Thruway Authority. Have a nice summer. Thank you.