

A meeting of the Board of Directors of the Rhode Island Turnpike and Bridge Authority (“Authority”) was held via Zoom on Wednesday, June 9, 2021.

The meeting was called to order at 8:30 A.M. by Chair, Judith M. Morse.

Members Present:

Judith M. Morse, Chair
Darrell Waldron, Vice Chair
Peter Alviti, Jr. P.E., Ex Officio
Peter M. Janaros
James K. Salome

Members Absent:

None

Invited Guests:

Lori Caron Silveira, Executive Director
Eric Seabury, P.E., Director of Engineering
Kathryn O’Connor, Director of Tolling and Operations
Kathryn Coleman, Manager of Tolling and Operations
Jeffrey Goulart, Chief Financial Officer
Toni Gubata, Controller
Stephen Cahill, Manager of Safety and Security
Marianne Durgin, Executive Assistant to the Director
Raphe Sciola, Senior Administrative Assistant
Remmy Villacis, Network Technician
Colonel James Manni
Bill O’Gara, Legal Counsel
Brian Lamoureux, Legal Counsel

Chair Morse asked Executive Director Caron Silveira to introduce the two new Board members, Peter M. Janaros and James K. Salome. RITBA senior management, Board members and legal counsel also introduced themselves and Chair Morse welcomed the new Board members.

Item No. 2

Public Comment – There were no public comments.

Item No. 3

Motion by Darrell Waldron, seconded by Peter Alviti, Jr., passed unanimously to approve the minutes of the May 5, 2021, Board meeting.

Item No. 4

Chair Morse moved agenda Item No. 4 for discussion and vote until after Executive Session.

Chair Morse moved up Item No. 6 to be heard next.

Item No. 6

Rhode Island State Police – Proposal for Monitoring RITBA Assets - Colonel Manni presented a proposal to assign two state troopers to monitor RITBA assets exclusively in exchange for payment of an amount

Minutes of June 9, 2021 Board Meeting

Page 2

equal to the base salary of two troopers expected to be candidates in the next RISP academy class. Colonel Manni outlined the services to be provided in a three-year contract. He stated the goal would be accident reduction, suicide prevention, speed enforcement, motor vehicle violations and proactive policing. Chair Morse recommended the item be tabled to have legal counsel review and provide an opinion to ensure the proposal would not violate any bond indentures. Director Alviti noted that barring any legal impediments, he is in favor of the Colonel's proposal.

Item No. 5

Motion by Peter M. Janaros, seconded by Peter Alviti, Jr., passed unanimously to approve Amendment Two to the RhodeWorks Toll Facilities E-ZPass and Video Transaction Processing Support Agreement to provide for RIDOT to terminate the 2017 Agreement with RITBA at any time upon 24 months' prior written notice.

Item No. 7

Motion by Darrell Waldron, seconded by Peter M. Janaros, passed unanimously to approve the Resolution dated June 9, 2021, which sets \$20,443,400 as the Renewal and Replacement Fund Requirement as required under the Master Indenture and applicable amended indentures until re-determined after the next annual inspection of the System (the Newport Pell Bridge and the Mount Hope Bridge as defined in the Indenture). The Authority is required to establish this fund on an annual basis utilizing the services of a third-party provider. In this case, we utilized WSP, who is currently working on the update to the Authority's 10-year capital plan. \$14,443,400 of the \$20,443,400 amount represents the budget for capital projects for fiscal year 2022. The Authority's management recommends adding \$6M in insurance deductible costs to the figure to bring the renewal and replacement fund requirement amount to \$20,443,400. The Authority has a \$10M deductible for damages to the Newport Pell Bridge and the Mount Hope Bridge.

Item No. 8

Motion by Darrell Waldron, seconded by Peter Alviti, Jr., passed unanimously to approve the FY 2022 Annual Budget. The FY 2022 operating budget is set at \$34.1M and the FY 2022 capital budget is set at \$14.4M. Jeff Goulart, CFO, presented the budget highlighting the commentary included in the Board materials. Mr. Goulart noted that as he has only been at the Authority for seven months, he appreciated the support of Toni Gubata, Accounting Manager in preparing this year's budget. Mr. Goulart noted that this was a zero-based budget; it did not start from the prior year's budget and work with pluses and minuses, rather the budget started at zero and was built up. One of the largest variances, year over year was bridge inspections. A detailed back up of the Authority's assumptions for bridge inspections is included in the Board materials. Director Janaros asked for clarification on the bridge insurance component. Mr. Goulart confirmed the insurances are for the bridge replacement costs for the Newport Pell and Mount Hope Bridges and is subject to a \$10M deductible. When reviewing the wage section of the operating budget for FY 2022, Director Alviti asked for clarification about the 3% increase from FY 2019. Mr. Goulart indicated that there have been approximately nine open positions that have not been filled during COVID, this past fiscal year. Chair Morse indicated that she had inquired about the wage increase as well and has been assured that all nine positions are needed. These positions include two painters, an engineering project manager, accounts receivable position, staff accountant, IT supervisor, IT computer support position, two E-ZPass full time positions and several casual E-ZPass Customer Service Representative positions. Kathryn O'Connor, Director of Tolling and Operations indicated that during

Minutes of June 9, 2021 Board Meeting

Page 3

COVID, operations were able to proceed effectively without filling these positions. Now that the walk-in center has reopened, the positions need to be filled. Eric Seabury, Director of Engineering, made note that the painting positions enable the Authority to save expenses that would typically go to private contractors. The Authority is also able to utilize these painters to respond quickly to painting maintenance needs as identified in bridge inspections rather than waiting to go out to bid for this work. When reviewing the FY 2022 capital budget, Mr. Goulart noted that the Authority is actively seeking alternative funding for two significant projects, COVID relief funding for the All-Electronic Tolling conversion, \$12M, and a RAISE grant for the Mount Hope Main Cable and Anchorage Dehumidification project, close to \$17M. Director Alviti asked if the \$46.5M capital budget is fully funded with existing bond availability. Mr. Goulart indicated that the capital projects can be funded by the current bonds the Authority has issued at this time.

Item No. 9

Motion by Peter M. Janaros, seconded by Peter Alviti, Jr., passed unanimously to award Contract 21-05 – HVAC Maintenance to Trane US, Inc. for a four-year contract at a cost not to exceed \$42,030. Trane will perform periodic maintenance and service to the HVAC and hot water systems at RITBA facilities. Director Janaros inquired about response time. Mr. Seabury indicated that there is a minimum response time outlined in the contract and Trane's proposal will meet that criterion.

Item No. 10

Motion by Peter Alviti, Jr., seconded by Peter M. Janaros, passed unanimously to award a task order under Contract 19-09, On-Call Professional Engineering Services, to AECOM to perform the underwater inspection of the Sakonnet River Bridge at a cost not to exceed \$79,308.31. AECOM will use WJ Castle Associates to perform the underwater inspection and AECOM will provide project management, QA/QC services and will produce the final report. Director Alviti asked about Castle's qualifications. The same scope of work as the 2016 model will be used and AECOM has assured the Authority that Castle will provide the same expertise and deliverables as the previous subcontractor from the 2016 inspection with a savings in rates and overhead costs. Director Janaros noted that AECOM's tasks are only delegated to the project manager, not other staff at a lower hourly wage. Mr. Seabury indicated that the bulk of the cost will fall under Castle, requiring AECOM to provide only project oversight and coordination. AECOM will use only 48 hours for its services, and this cost structure was used in the previous inspection.

Item No. 11

Motion by Peter M. Janaros, seconded by Darrell Waldron, passed unanimously to award a task order under Contract 19-09, On-Call Professional Engineering Services, to AECOM Technical Services to prepare the technical specifications and grant application for the Mount Hope Bridge Cable and Anchorage Dehumidification Project at a cost not to exceed \$60,734.47. This project falls under the Authority's 10-year capital plan for an estimated amount of \$17M. USDOT is making \$1B of discretionary grant funding available under the Rebuilding American Infrastructure with Sustainability and Equity (RAISE) grants. The maximum grant is \$25M and the main criteria includes safety, environmental sustainability, quality of life and economic competitiveness, state of good repair, and innovation. The submission deadline is July 12th. The total cost of the task order is less than ½ of 1% of the total cost of the project. Chair Morse asked about the dehumidification process. Mr. Seabury provided a thorough explanation including the need for it to be done. Director Janaros applauded the effort.

Minutes of June 9, 2021 Board Meeting

Page 4

Director of Engineering Eric Seabury - Capital Projects Status Report: A summary of all current projects was included in the Board materials. This month Mr. Seabury highlighted the following:

- Bridge Electrical and Communications Upgrades (Newport Pell and Mt. Hope): Remaining work is performing the termination of the fiber optic cables on Pell at the cameras and at the other devices being installed.
- Partial Depth Deck Replacement on Newport Pell: Essentially complete, contractor is demobilizing.
- Miscellaneous and On-Call Repairs – Newport Pell and Jamestown Verrazzano Bridges: Performing fiber-reinforced polymer strengthening on the undersides of some of the prestressed beams along the east approach spans, which will increase the load-carrying capacity of the beams. Work is temperature and weather dependent.
- Mt. Hope and Sakonnet River Bridges - Miscellaneous Steel Repairs: Piasecki Steel performed repairs to the catwalks underneath Mt. Hope. They have installed a new composite ladder and catwalk access to the Sakonnet River Bridge which is allowing access to the inside of the tub girders regardless of the tide. Painting and repair work are on hold until the fall, so as not to disrupt traffic flow during the busy summer months with lane closures.
- Jamestown Verrazzano Bridge Guardrail and Railing Painting Project: (In-House) Painters are making great progress on the south side railing. The telehandler is in use, allowing staff to move protective barrier segments as painting progresses. Director Janaros complimented the great effort. He asked if there are plans to recoat the center median next year. This is not included in this contract. Looking to redo the joints on the bridge. Strip seal joints and concrete deck sealant are next.
- ATMS Bridge Safety & Video Analytics (Newport Pell & Mt. Hope): Almost complete, just a few cameras to install at Mt. Hope but system operation will also depend on completion of the fiber optic cable terminations mentioned above.
- Bridge Inspections: Atane is performing the routine and underwater inspection of the Jamestown Verrazzano Bridge and will then perform the load rating of the bridge. Atane is also currently working on the load rating of the Hummocks Avenue Bridge and the small bridges on 138 in Jamestown.
- Capital Improvement Plan Update: Constructive meetings have occurred with our consultant, WSP.

Executive Director's Report:

- **Traffic and Revenue Data** – Traffic is coming back, only down about 10% from pre-COVID levels.
- **All-Electronic Tolling** – Planned for October of 2021, working closely with union, Memorandum of Agreement in place. There will be offers of severance to 14 employees along with options for new positions which will include traffic management technicians and image review clerks.
- **RFP – Study of Potential Suicide Deterrent Concepts** – The Authority is developing an RFP to identify an entity that could assist in evaluating options and factors needing consideration. At the

Minutes of June 9, 2021 Board Meeting

Page 5

- same time, a proposal to the Office of Management and Budget of the state of RI seeking funds to assist in evaluating the concept of suicide deterrents has been submitted.

Executive Session:

The Board suspended the regular Board meeting to convene an Executive Session upon motion made by Darrell Waldron, seconded by Peter Janaros. All Board members voted aye. The Executive Session was called to order at 10:08 A.M. in accordance with Rhode Island's Open Meeting Law, R.I.G.L. § 42-46-5 (a) (2) for an update on a construction litigation matter.

It was noted by Executive Director Lori Caron Silveira that the Zoom meeting host, Remmy Villacis from RITBA's IT department, would be moving all meeting attendees who are not part of Executive Session into the "Waiting Room." Once the Executive Session concludes, the host would move those attendees remaining, back into the reconvened open session.

At 10:20 A.M. a motion to exit Executive Session was made by Peter M. Janaros and seconded by Darrell Waldron. The motion passed unanimously, and the Executive Committee exited Executive Session.

At 10:20 A.M the Board reconvened in open session. A motion to seal the minutes was made by Darrell Waldron, seconded by James K. Salome, and passed unanimously.

Item No. 4

The Board addressed Item #4. Motion by Darrell Waldron, seconded by Peter Alвити, Jr., passed unanimously to approve Pannone Lopes Devereaux & O'Gara LLC, invoices for professional services dated May 2021 in the amount of \$44,741.07. This amount includes \$28,482.50 for expert fees and e-discovery management related to litigation.

Motion by Darrell Waldron, seconded by Peter M. Janaros, passed unanimously to adjourn the public meeting at 10:23 A.M.

Lori Caron Silveira
Secretary