

A meeting of the Board of Directors of the Rhode Island Turnpike and Bridge Authority (“Authority”) was held at the Authority’s offices in Jamestown on June 20, 2023.

The meeting was called to order at 12:32 P.M. by Chair, James K. Salome.

Members Present

James K. Salome, Chair
Darrell Waldron, Vice Chair
Peter M. Janaros, P.E.
Karen D. Pinch

Members Absent:

Peter Alvit, Jr., P.E., Ex Officio

Invited Guests:

Lori Caron Silveira, Executive Director
Eric Seabury, Director of Engineering
Kathryn Coleman, Director of Tolling Operations
Jamie Swanberg, Manager of Tolling Operations
Jeffrey Goulart, Chief Financial Officer
Jeffrey Wiggin, Assistant Project Manager
Frank Flowers, Maintenance Manager
Remmy Villacis, Network Technician
William O’Gara, Pannone Lopes Devereaux & O’Gara, Legal Counsel
Marianne Durgin, Executive Assistant to the Director
David Schultz, Legislative Fiscal Analyst

Item No. 2

Public Comment – There were no public comments.

Item No. 3

A motion made by Peter M. Janaros, seconded by Darrell Waldron, passed unanimously to approve the minutes of the May 17, 2023 Annual Board meeting.

Item No. 4

Motion by Peter M. Janaros, seconded by Karen D. Pinch, passed unanimously to approve a six-month extension of Contract 11-13, for ongoing E-ZPass back-office maintenance and support with Emovis while the new back-office system is being designed and implemented. The financial effect will remain the same at a monthly cost of \$57,908. The contract renewal will begin June 23, 2023. Emovis is experiencing a delay with the new back-office go-live date, mostly due to the design documentation, which is inclusive of 11 different volumes regarding the back office. Within the RFP there were 1,400 requirements that Emovis had to meet. The software development, as well as its testing, is not ready. The largest piece that is still under design is the system data flow and the transaction data flow. This is a blueprint for how the system will function, and Director of Tolling Kathryn Coleman indicated she was not comfortable approving the design until this piece is ready. On May 25th, the Authority had a meeting with Emovis and the 450 comments on the 11 different volumes were addressed and only 3 remain open. The Authority expects to give Emovis approval of the final design in the coming days. The removal of RIDOT’s RhodeWorks truck tolls on the functionality of the back-office also had to be accounted for and additionally, depending on the outcome of litigation, the Authority needs to have pricing set by Emovis for the RIDOT component, if it is needed again later.

Item No. 5

Motion by Peter M. Janaros, seconded by Darrell Waldron, passed unanimously to approve the Collective Bargaining Agreement (CBA) with the International Union of Painters and Allied Trades (IUPAT) District Council 11 from June 1, 2022 – June 30, 2026, on terms that mirror the terms of CBAs negotiated with other employers. The CBA is essentially a “me too” agreement with wages and benefits negotiated with multiple employers. RITBA employs between three and eight painters throughout the year. During the winter months they have performed work on the inside of the towers. Both Frank Flowers, Manager of Maintenance, and Eric Seabury, Director of Engineering, indicated the painters do a good job and Justin Kelley, the Business Representative for the Union, helps ensure the Authority gets the most highly skilled painters for RITBA’s painting projects. Director Caron Silveira suggested to Mr. Kelley that language in the contract be updated to be gender neutral. The current language refers to men only, as its workers. Currently, two of RITBA’s eight IUPAT painters are women. Mr. Kelley sent a responsive letter to Director Silveira, which she provided to the Board members, acknowledging the dated language, and indicating the change to neutral gender language will be made in the next contract cycle.

Item No. 6

There were four motions approved under Item No. 6: 1) Motion by Karen D. Pinch, seconded by Darrell Waldron, passed unanimously to approve the Fiscal Year (FY) 2024 Operating Budget established with total revenue of \$40M and Capital Budget at \$28.5M. 2) Motion by Darrell Waldron, seconded by Karen D. Pinch, passed unanimously to approve the resolution establishing the renewal and replacement fund required under the master indenture for motor fuel tax bonds at \$2,000,000. 3) Motion by Darrell Waldron, seconded by Karen D. Pinch, passed unanimously to approve the resolution establishing the renewal and replacement fund required under the master indenture for toll revenue bonds at \$21,000,000. Director Janaros asked that the date on both resolutions be changed from June 14, 2023, to the Board meeting date of June 20, 2023. 4) A motion by Peter M. Janaros, seconded by Karen D. Pinch, passed unanimously to amend the two resolutions earlier approved to reflect the date change to June 20, 2023.

Mr. Goulart reviewed the comprehensive budget summary he prepared for the Board of Directors which outlined the FY 2024 operating revenues and expenses and the FY 2024 capital budget. The FY 2024 operating budget has been established with total revenue of \$40M, up \$2.0M, or 5% from the FY 2023 budget, while operating expenses are established at \$13.6M, lower by \$0.2M, or 1%, from the FY 2023 budget. Overall operating profit, defined as revenue less expenses, is set higher by \$2.2M, or 9%. Mr. Goulart noted this will be the first time the Authority will set the revenue budget at a number exceeding \$40M. He further noted this is remarkable in that the projected gas tax revenue is lower by 10%.

The FY 2024 capital budget has been established in the amount of \$28.5M. The major projects scheduled for FY 2024 include: All-Electronic Tolling including the implementation of the roadside tolling operations, the new back-office integration, the Newport Pell Bridge dehumidification, deck rehabilitation, and tower painting, and the Mount Hope Bridge dehumidification and deck rehabilitation. Mr. Goulart noted in the “Miscellaneous Improvements to Facilities” category of the capital budget he has earmarked \$550K for replacing the roofs at the administration buildings and installing solar panels, among other miscellaneous items. Mr. Seabury stated that asphalt shingles should be used for the roofing of these buildings, especially because the Authority is located in a hurricane zone. When the roofs were replaced in the recent past, prefabricated shingles were used. Any time there is a wind event, significant repairs need to be made due to lost shingles. Chair Salome inquired about the solar panels. Mr. Goulart responded that by installing solar panels, the Authority will be able to take advantage of tax credit incentive programs

and will support RI's efforts in going green. All miscellaneous items will come before the Board later for consideration.

Mr. Goulart noted the projected FY 2024 traffic is \$10.9M which is 98% of pre-Covid levels. Mr. Goulart further noted the Authority lost approximately \$18M to \$20M in toll revenue during the peak 18 months of the Covid 19 pandemic.

While reviewing the operating expense for the insurance line item of the FY 2024 budget, which has an increase of 2% from the FY 2023 budget, Director Janaros inquired about the cost of bridge insurance. Mr. Goulart indicated it is close to half a million dollars with a ten-million-dollar deductible. This is for the two suspension bridges. Mr. Goulart is seeking quotes with a lower deductible as the policy is due to be renewed in August. Chair Salome asked how often the Authority goes out to bid for bridge insurance. Mr. Goulart stated every year. Chair Salome also asked if the Authority has considered a two-to-three-year insurance contract. Mr. Goulart stated RITBA had one previously, and he will consider it again moving forward. Director Caron Silveira noted the Authority does not insure either the Jamestown Verrazzano or Sakonnet River Bridges for property damage, as it does not have the titles to these bridges. The Authority does have liability insurance for these two bridges.

Mr. Goulart noted that RITBA will submit a federal grant application in August for the Mount Hope Bridge dehumidification and deck rehabilitation projects, almost identical to the RAISE 2023 application, called the PROTECT program. Director Caron Silveira noted the acronym stands for Promoting Resilient Operations for Transformative, Efficient and Cost Saving Transportation.

Lastly, Mr. Goulart explained that the first resolution, establishing the renewal and replacement fund required under the master indenture for motor fuel tax bonds at \$2,000,000 is for the Sakonnet River and the Jamestown Verrazzano Bridges. The reserve set at \$2M is based on the 10-year capital plan. It is essentially a reserve that can be tapped into for unexpected needs. Director Janaros asked if it is actual cash in an account and Mr. Goulart replied, yes. Mr. Goulart also commented that rating agencies think highly of entities that have these reserved funds in place. The second resolution, establishing the renewal and replacement fund required under the master indenture for toll revenue bonds at \$21,000,000 is for the Mount Hope and Newport Pell Bridges and is also established by looking at the 10-year capital plan.

The Board commended Mr. Goulart for the excellent job he did in preparing and presenting the budgets.

Item No. 7

Discussion: New All Electronic Tolling (AET) Gantry

Director Caron Silveira opened the discussion by explaining the reconfiguration of the roadway outside the administration building includes demolishing the existing toll plaza and constructing a new gantry for All Electronic Tolling in the vicinity of Structure E. The goal is to have the new gantry complement the Pell Bridge. RITBA's consultant on this project, WSP, reached out to two local architects to design the new gantry. Only one, Newport Collaborative Architects, responded with design options. The new gantry will be located at the curve where Structure E sits. The designs take advantage of the curve, as they have the option to "flicker" and change views as motorists pass through the curve of the roadway. The first design incorporated nautical flags. Another incorporated color palettes that complement the Pell Bridge. Mr. Seabury shared a PowerPoint of several different renderings of design options, including some with wording, some without, options utilizing varied materials, and several designs for the columns. Currently, only the design of the eastbound side of the gantry is being considered. The back side, or westbound approach will be considered later. Director Caron Silveira noted the Authority has not identified any gantries that have wording. Their purpose is functionality, to capture tolling data. Chair Salome asked

Director Caron Silveira if she has taken an informal poll of the RITBA employees. She has solicited a few opinions from staff. She understands that “beauty is in the eye of the beholder.” She indicated, of particular concern is not wanting to do anything that will distract from attentive driving. This item is on the agenda for discussion only. By the next Board meeting there should be a driving simulation view. The Director plans to reach out to a handful of leaders in the community to gain their perspectives. Director Waldron inquired about cost options. Mr. Seabury indicated the architect has not put any order of magnitude to the designs yet. Some of the Board members shared their initial reactions to the design options.

Director of Engineering Eric Seabury - Capital Projects Status Report:

- Phase II – AET Final Design Newport Pell Bridge: Currently working with WSP to finalize the design of the bid documents. Once complete, the document will go out for public bid.
- Mt. Hope Bridge Suspension Cables & Anchorages Investigation and Dehumidification: Met with AECOM earlier today for a progress meeting. The project is in design, working towards a 30% progress submission. At the same time, construction bid documents are being prepared for a blow test on the main cables. Chair Salome inquired about this process. Director Seabury explained that the blow test is required to determine the ability of the bridge’s main cables to carry sufficient air volume, and over what distance, under the required design pressures once the dehumidification system is in operation. The results of the blow test will drive the final design of the system and directly affect the number of injection and exhaust ports necessary for the system to operate properly.
- Compression Link Phase I Work – Newport Pell: AETNA has mobilized, and they have completed some investigative work on the bridge. They are currently doing mock-up work out of the Authority’s maintenance garage before proceeding with the actual jacking and installing of equipment on the bridge.
- ATMS Bridge Safety & Video Analytics – Pell & Mt. Hope: Continued testing on the system is taking place. Waiting for additional cameras for Mount Hope to obtain additional views.
- Safety Barrier Feasibility Study: The study is still in the data collection phase. The consultant, Atkins, is performing operation testing of the suspender ropes.
- Load Ratings & Inspections: The Jamestown Verrazzano Bridge crack monitoring plan has begun. AI Engineers is on site performing its inspection and will be installing crack monitoring equipment. They will be providing the Authority with quarterly reports over the next several years. Also of note, the Authority has recently solicited for quotes for the inspection of the Newport Pell Bridge Main Spans, Approach Spans and Structure E under the current On-Call Professional Services contract. It is estimated that five consultants may be submitting quotes.
- Note: Regarding INFRA Grant Award for Newport Pell Ramp Project Bundle: Mr. Seabury shared that an RFQ has been prepared and is receiving final approval from FHWA before going out to bid to select consultants for three project bundles: 1) Dehumidification of the cables and anchorages, 2) Deck and finger joint rehabilitation and 3) Tower painting, steel repairs and elevator rehabilitation. The RFQ has been written so that consultants can bid on one or more of the project bundles.

Director Janaros asked Mr. Seabury about the condition of the road surface of the Mount Hope Bridge. He has been receiving complaints about its rideability. Mr. Seabury indicated the deck rehabilitation is included in the capital plan in two years’ time even if funding is not granted for the project. In the meantime, Mr. Seabury has a deck repair contract being finalized to go out to bid. The contract will include a sizable number of deck repairs, on a larger scale than what RITBA staff can do on their own.

Executive Director's Report:

- **Federal Funding**
 - **PROTECT Program** - Director Caron Silveira reiterated she is hopeful the Authority will have success with its August submission to the PROTECT program. The grant's focus is on resilience. The federal government intends to grant funds to entities whose projects focus on making their assets more resilient to current and future weather events and natural disasters. PROTECT criteria specifically includes responding to sea level rise and extreme weather. This criterion fits well with what the Mount Hope Bridge dehumidification project is all about.
 - **INFRA Grant Award** - The Authority is in the process of getting its \$82.5M in INFRA grant funds for the Pell Bridge obligated by Federal Highway Administration (FHWA).
 - **Additional ARPA Funds Awarded** - The Authority received \$750K in addition to the \$1M in ARPA funds received for the feasibility study of safety barriers on the bridges. Director Caron Silveira, along with Mr. Seabury, will be speaking with Senator DiPalma to discuss how the additional funding will be allocated. The original \$1M was for studying the feasibility of safety barriers on the Mount Hope and Jamestown Verrazzano Bridges only.
- **General Assembly – 2023 Session**
 - **House Bill 5464A** – This bill, sponsored by Representative Finkelman of Jamestown, passed in the House, but not the Senate. The bill would have extended tolling notice times, providing customers more time to pay the first notice received in the mail, allowing 30 days rather than 14, and more time to respond to a second notice, extending from 45 days to 60. A second bill was introduced, which included language about sending notices via certified mail and email. The modified language would have posed issues for RITBA's operations. The bill will be reintroduced in the next session. RITBA is also considering whether it's possible to give customers more time to pay and still be in compliance with the existing statute.
- **Workforce Development Program**
 - The Authority has a team of six young people, ages 18-25, from CCRI's Department of Engineering, participating in RITBA's Introducing Youth to American Infrastructure's (iyai+) Innovation Challenge. The team will be participating in a national virtual competition on June 24th. Their presentation will be about the need for the Mount Hope Bridge dehumidification of the cables and anchorages. The other teams are all representing transit entities so RITBA's team will be unique as it is the only one representing a transportation entity. The team's project title is "Humidity and Hope." Some of the students attended the Congressional Breakfast earlier this month and were introduced to the Congressional Delegation. Director Caron Silveira said the students have been a pleasure to work with as they have shown great interest in all they are learning.
- **Tolling Department**
 - **Hub** – RITBA's go-live date for launching its participation in the E-ZPass Group's new Hub is July 14th. The Hub will allow all participating agencies to exchange files and share data.
 - **New Back-Office System** – The new system will go live this September/October rather than during the summer months. As summer is the busiest time of year for tolling operations, fall will make for an easier transition to a new system.

- **Lane Integration** – As discussed earlier, this involves the construction of the new gantry and capturing of tolling data.
- **IBTTA Road Use Charging and Finance Conference**

Director Caron Silveira reported that all states are focusing on the fact that gas tax has been going down in recent years due to two factors, 1) gas powered vehicles have become more efficient and 2) the advent of electric vehicles on the roadways. There was much discussion at the conference about electric vehicles, as they do not yet pay anything towards gas tax, and they are heavier and thus projected to do more damage to the roads. In RI, electric vehicles are not yet paying anything towards maintenance and repair on the bridges and roadways. Many great ideas came out of the conference. Some states are focusing on road use charging, others are looking at adding a cost to registration fees. Because RI is so small, road use charging would not be as effective as it would be for a larger state. Part of the finance portion of the conference focused on the topic of how best to identify and address lost toll revenue. Director Caron Silveira plans to share more of the highlights of the conference with the Board at the next meeting.

Director Janaros asked the Board if it might consider changing the time of future Board meetings to early afternoons. Director Pinch asked about the best timing for RITBA staff. Director Caron Silveira indicated regular staff hours are 8:30 a.m. to 4:30 p.m. Chair Salome noted one factor to consider is the need for RITBA senior management to occasionally be at the State House to testify at the Rise which may conflict with an early afternoon hour. Chair Salome asked the Board members to think about it and let Director Caron Silveira know their time preferences.

At 2:03 p.m. there was a motion by Darrell Waldron, seconded by Peter M. Janaros, and passed unanimously to convene into executive session, pursuant to RI General Laws § 42-46-5 (a) (2), Collective Bargaining Negotiations USAW-RI.

At 2:17 p.m. there was a motion by Darrell Waldron, seconded by Karen D. Pinch, and passed unanimously to reconvene into open session. A motion to seal the minutes of the executive session was made by Karen D. Pinch, seconded by Darrell Waldron, and passed unanimously.

CFO Jeff Goulart – Financial Summary Report: The financial summary report was missed earlier in the meeting. Mr. Goulart provided his recap to the Board once the meeting was reconvened in open session. The Authority’s year to date results continue to be positive. Total revenue was higher by \$7.4M, with toll revenue higher by \$8.1M. This was partially offset by lower gas tax proceeds of \$900K. The gas tax is the only area in the negative. Operating expenses are lower than budget by \$900K, resulting in operating profit being \$8.3M higher than budget. The two areas of operating expenses that exceeded budget are a direct result of the costs supporting the higher revenue, the bill-by-mail transactions requiring additional postage, paper, and envelopes. Mr. Goulart noted the finance department continues to look for opportunities to either reduce operating expenses or lock them in for a longer period of time.

A motion by Darrell Waldron, seconded by Karen D. Pinch, passed unanimously to adjourn the public meeting at 2:19 p.m.

Lori Caron Silveira
Secretary