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STATE OF MAINE
BOARD OF ENVIRONMENTAL PROTECTION

PUBLIC HEARING

Maine Turnpike Authority
Natural Resources Protection Act Permit Application
York, York County, Maine

PRESIDING OFFICER: MARYBETH RICHARDSON

This hearing was held pursuant to Notice at the
Kittery Community Center's Star Theater, 120 Rogers
Road, Kittery, Maine, on May 22, 2017, beginning at
9:00 a.m., reported by Robin J. Dostie, a Notary
Public and court reporter in and for the State of
Maine.

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EVENING SESSION

I N D E X

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Opening Statement

By Ms. Richardson

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1 PROCEEDINGS

2 MS. RICHARDSON: Good morning. I now call
3 to order this public hearing of the Maine Department
4 of Environmental Protection on the Natural Resources
5 Protection Act permit application submitted to the
6 Department by the Maine Turnpike Authority. The
7 permit application is for the construction of a toll
8 plaza facility located in York, Maine. The purpose
9 of the public hearing is to receive testimony from
10 the parties and the general public on whether the
11 proposed project meets the requirements of the
12 Natural Resources Protection Act, 38 M.R.S.A. Section
13 480-A to 480-JJ, the Department's Wetlands and
14 Waterbodies Protection Rules (Chapter 310), and the
15 Department's Rules Concerning Significant Wildlife
16 Habitat (Chapter 335).

17 My name is Marybeth Richardson. I am an
18 employee of the Department and the Department's
19 Deputy Commissioner, Melanie Loyzim, designated me
20 presiding officer for this matter. This designation
21 is limited in its scope to the authority necessary to
22 conduct the hearing and administer governing
23 procedural statutes and regulations in the
24 development of the administrative record. My role
25 does not include the ultimate decision-making

1 authority on the merits of the application, which the
2 Commissioner expressly retained.

3 Now, I'd like to introduce other members
4 present here today from the Department. We have Paul
5 Mercer, the Commissioner of the Maine Department of
6 Environmental Protection; we have Peggy Bensinger, to
7 my right, Assistant Attorney General and Counsel to
8 the Department; we have Kate Tierney, also Assistant
9 Attorney General and Counsel to the Department seated
10 to Peggy's right; to my left is Bob Green, the
11 Project Manager of the DEP's Land Division, Bureau of
12 Land Resources; and to his left is Mark Bergeron, the
13 Director of DEP Bureau of Land Resources; and also
14 Alison Sirois, who is currently missing from her
15 chair, she is the Regional Licensing and Compliance
16 Manager of the DEP Southern Maine office.

17 I will note that this public hearing is
18 being transcribed. Copies of the transcript will be
19 available upon request. Our Court Reporter today is
20 Robin Dostie of Dostie Reporting sitting over there.
21 Prior to presenting your summary of your direct
22 testimony and/or cross-examining a witness, please
23 state your name clearly and with whom you are
24 affiliated.

25 I would like to also acknowledge some of the

1 Department staff with us today in the audience. We
2 have David Madore, who is our Communications
3 Director, and Kevin Martin, who works in our policy
4 division.

5 At this time, please silence or turn off
6 your electronic devices, including cell phones so
7 that there are no interruptions. The emergency exits
8 to this room are located on both sides. The
9 restrooms are located at the double doors and to the
10 left.

11 This hearing is being held by the Department
12 pursuant to the Maine Administrative Procedure Act,
13 Title 5, Sections 9051 through 9064 and Chapter 3 of
14 the Department's Rules-Rules Governing the Conduct of
15 Licensing Hearings. On March 2, 2017, the Department
16 held a pre-hearing conference during which the
17 hearing procedures were discussed. I won't go into
18 the same level of detail today as I did at the
19 pre-hearing conference. The procedures are also
20 contained in the Second Procedural Order dated March
21 14, 2017.

22 Notice of this public hearing was published
23 in the Portland Press Herald on April 19 and in York
24 County Coast Star/Seacoast Online on April 20. A
25 second notice was published in each of those

1 newspapers on May 11. Notice was also sent to the
2 parties as well as those persons and/or entities set
3 forth in Chapter 3 and all those specifically
4 requesting notification.

5 During the daytime portion of the hearing,
6 the Department will receive evidence from the
7 applicant and the Intervenor Group. Two petitions
8 for Intervenor Status were granted and, for the sake
9 of efficiency, the two Intervenors were consolidated
10 into one, known as the Coalition for Responsible Toll
11 Collection, or Coalition.

12 Testimony of the parties was pre-filed in
13 advance of the public hearing. That testimony is
14 part of the record and all the parties have received
15 copies.

16 Today's hearing will begin with testimony
17 from the applicant's first witness, followed by
18 cross-examination of that witness. Please note that
19 counsel to the Department and Department staff may
20 ask clarifying questions at any time; although the
21 Department will generally hold its questions until
22 the completion of the cross-examination.

23 The direct testimony of the witnesses and
24 cross-examinations will generally follow the sequence
25 outlined in the Third Procedural Order, allowing for

1 minor adjustments as needed during the course of the
2 proceedings. The Department will hear testimony from
3 the general public tonight beginning at approximately
4 6:00 p.m.

5 All witnesses at this hearing will be sworn,
6 and all evidence already entered into the record will
7 be available during the course of the public hearing
8 for inspection by anyone who wishes to do so. Please
9 talk to Bob Green, the project manager, during a
10 break if you wish to look at the project file. After
11 the hearing, the project file will be available for
12 public review by arrangement during regular business
13 hours at the Department's Southern Maine Regional
14 Office in Portland. At the conclusion of the public
15 hearing today, I will entertain requests from the
16 parties on the issue of post-hearing briefs or
17 written closing arguments.

18 All participants in the public hearing are
19 expected to conduct themselves professionally, both
20 in their dealings with the Department, with each
21 other, and with the general public throughout the
22 proceedings. If a party or a member of the general
23 public is unable to conduct him or herself
24 professionally, I will take appropriate action, which
25 may include excluding the individual from further

1 participation in the hearing.

2 In closing, our goal for today is to conduct
3 a fair and productive hearing. Please be aware of
4 time constraints and try to adhere to the time
5 allotted to you. Please keep testimony relevant to
6 the licensing criteria set forth in the Natural
7 Resources Protection Act and Chapters 310 and 335.
8 Department staff have read the pre-filed direct and
9 rebuttal testimony. The Department is here to listen
10 and consider all of the evidence. The purpose of
11 this public hearing is to collect information as part
12 of the license application process, for the
13 Department to be able to make an informed decision
14 based on the facts, the statutory requirements, and
15 the administrative record as a whole. Thank you all
16 for your participation and cooperation.

17 For your information, we plan to break at
18 approximately 1 o'clock for lunch and allow a little
19 bit of extra time as we agreed earlier for the
20 morning session so the lunch will be later than
21 what's stated on the schedule right now, so I assume
22 around 1 o'clock and at approximately 5:00 o'clock
23 for dinner. There will be two 15 minute breaks, one
24 in the morning and one in the afternoon.

25 At this time, I ask all persons planning to

1 testify to stand and raise their right hand. Do you
2 swear or affirm that the testimony you are about to
3 give is the whole truth and nothing but the truth?

4 (Witnesses, I do.)

5 Thank you. Now, are there any questions
6 about the procedure we will be following during this
7 hearing?

8 (Hearing none.)

9 All right. With that, we will get the
10 proceedings started. Would the Department staff like
11 to offer the existing file into evidence?

12 MR. GREEN: Yes.

13 MS. RICHARDSON: We'll start the testimony
14 beginning with the applicant's first witness, Peter
15 Mills.

16 (Off-the-record discussion was held.)

17 MS. RICHARDSON: Okay. We agreed to allow
18 Scott Anderson to do a brief opening.

19 MR. ANDERSON: Yes, so we're doing openings
20 and my understanding is Mr. Mills is going to do an
21 opening for the -- for the Turnpike Authority. So
22 just kind of very briefly --

23 MS. RICHARDSON: Can you go to the podium?
24 Thank you.

25 MR. ANDERSON: Good morning. Again, Scott

1 Anderson, counsel for the Coalition Intervenors in
2 this proceeding. Just very briefly as we go through
3 the day, there is two points that I just wanted to
4 make at the start. The first is from some of the
5 comments that have been filed prior to this hearing
6 some folks seem to think that the Turnpike
7 Authorities proposal is really not resulting in any
8 really significant environmental impacts and that the
9 Turnpike Authority is really the one who is in the
10 best position to make determinations about what type
11 of tolling facilities and I get the sense that people
12 may not understand exactly what's going on here. And
13 as all of you know, and as members of the public my
14 be learning, there is really a very important
15 threshold test before you're allowed to fill wetlands
16 in the State of Maine and that is you must show that
17 there isn't an upland alternative that will meet your
18 goals for your project. And so normally, I'd
19 appreciate that is not the primary focus of the DEP
20 proceeding and very view of us are actually toll
21 booth experts and there is a lot of numbers and
22 tables we're all being asked to look at, but this
23 initial threshold test is very, very important. And
24 normally applicant's go through their proceeding and
25 figure out what they want to apply for and they've

1 done an analysis to figure out what makes the most
2 sense. Our concern in this proceeding is that the
3 Turnpike Authority has chosen an alternative that
4 actually doesn't make sense and that's what we're
5 going to be talking about today. So this threshold
6 test, although normally is not for square right in
7 front of you on your plate, we think it's absolutely
8 critical in this proceeding and ultimately the
9 question is is there an upland option that they can
10 use.

11 The second comment I'd make is that we're
12 having a formal hearing today because the Department
13 has concluded there is conflicting technical evidence
14 on the relevant factual and legal issues that we're
15 trying to sort out today. Now, you are going to hear
16 some conflicting technical statements between the
17 folks in the morning and the folks in the afternoon
18 and that will happen, but what I think is even -- at
19 least as important, if not more important, is that we
20 believe that much of the conflicting technical
21 information exists in the Turnpike Authorities own
22 documents, tables and figures, and so we're going to
23 be focusing on that today and we hope that that
24 information is helpful for you as you move forward
25 and make your decision in this proceeding. Thanks.

1 MS. RICHARDSON: Thank you. Mr. Mills.

2 DIRECT TESTIMONY

3 MR. MILLS: Hearing Officer Richardson and
4 Commissioner Mercer, I'm Peter Mills. I've been
5 Executive Director of the Maine Turnpike Authority
6 since March 17, 2011 and I have worked in the last
7 six years extensively not only with some of the
8 experts that you will hear from today, but also with
9 Marshall Jarvis, Joan Jarvis, Dick Golden and some of
10 the other people that live in York. I have attended
11 Think Again meetings repeatedly. We usually get to
12 the point in the meeting where I've said is it time
13 for me to leave so you folks can talk and we've had a
14 good relationship over the years.

15 When I came aboard I think I quickly
16 recognized that the singular issue in regard to
17 whether we abandon the collection of cash on our
18 highway and particularly in York is the issue as the
19 Army Corps has resolved last week as to whether the
20 proposed open road tolling is the least
21 environmentally damaging practicable alternative, an
22 18 syllable phrase that we reduced to LEDPA for
23 convenience. But there is no question in my mind
24 after having studied this essentially from scratch
25 during the past six years that the Turnpike would be

1 extraordinarily improved for this toll road to
2 abandon the collection of cash at York. It's over
3 \$15 million a year in revenue. The cash tolls are
4 paid largely by people who do not have a banking
5 affiliation and do not have an E-Z Pass account.
6 They are for a wide variety of reasons dependent on
7 being able to give us cash and they are very large in
8 numbers, some four-and-a-half million transactions a
9 year at York alone and many, many more than that for
10 the Turnpike as a whole. So I think the Army Corps
11 got it right. I think they also got it right when
12 they said that we have determined that the proposed
13 activity will have only minimal individual or
14 cumulative environmental impacts. We were lucky in
15 Maine at being able to find a location like Mile 8.8
16 that is remote from houses, remote for most of the
17 environmental structures and landmark facilities that
18 we need to respect. There is nothing easy about
19 locating a Turnpike. The Turnpike is a noisy, big
20 structure, but we are lucky in Maine that we still
21 have the real estate available to be able to collect
22 cash where it's appropriate for our citizenry and for
23 the 36 million tourists who come flowing into our
24 state every year.

25 We're very -- the road itself, the Turnpike,

1 is highly experienced with how you go about trying to
2 take photographs of license plates and sending out
3 paper bills to people to try to get them to pay after
4 the fact. We have been doing that since 2004. We
5 use it only for violations and in relatively small
6 quantities. Even at that, it can amount to several
7 thousand plates per day. We are well aware of the
8 shortcomings of trying to locate people by means of
9 getting a photograph of their license plate. We have
10 top notch equipment that we ourselves work with. We
11 are really familiar with what Massachusetts is now
12 going through to struggle with managing 2.5 million
13 separate accounts down there based only on license
14 plates for about 14 percent of the revenue that they
15 collect. The 2.5 million license plate accounts
16 exceed their number of E-Z Pass accounts, which is
17 about 1.9 million and they are going through hell.
18 And we know that because we're friends with them and
19 we know them. It is not a system that will lend
20 itself to being adopted here in Maine. There is no
21 need to put us through that. There is no practicable
22 way of implementing it here and if we were going to
23 implement it at York we would implement it for the
24 whole road just the way Massachusetts did.

25 When I came in the spring of 2011, the first

1 question I asked of Doug Davis, who is sitting here
2 today, is how can we do a better job of promoting E-Z
3 Pass? How can we get E-Z Pass out to more people
4 because -- not just because we need to test the
5 proposition of whether some day it might be
6 appropriate or feasible or practicable to consider
7 abandoning the collection of cash but because it's
8 good for our road to get as many people into the
9 electronic payment mode as possible. So I went to
10 the Legislature about a month -- within a month after
11 my arrival we were successful in getting Maine law
12 changed. I may have called up George Campbell over
13 at New Hampshire, who was head of DOT, and we made a
14 deal over the phone that we would implement
15 reciprocity for collection of tolls. We would be the
16 first two states in the union to be able to do that.
17 We got the law changed in Maine. We entered into
18 that agreement and we shamed Massachusetts into
19 entering into it with us and it became a three way
20 relationship. And our testimony today -- the written
21 testimony, I think, gives you the details of why that
22 system has its limitations. We've done what we can
23 to try to share enforcement relationships with our
24 sister states, but they have found it limiting and as
25 have we.

1 We got rid of an old commuter discount
2 system so that we could begin promoting E-Z Pass over
3 the internet, selling it over the internet and
4 getting it out to more people. We did that back in
5 2012. We reduced the price of the transponder from
6 \$25 to \$10, which is when you consider the mailing
7 cost a less than our own cost. We did drive time
8 radio ads particularly in areas where we thought we
9 could sell more of these. We have gone -- we have
10 done about everything I can think of to promote E-Z
11 Pass as heavily as we can and we've had some success.
12 The rate has gone to -- the E-Z Pass penetration rate
13 has gone up from somewhere around 59 or 60 percent
14 when I took it -- when I came and it is something in
15 the low 70s now, 72, thereabouts. So we've had
16 progress, but it's attenuating and experience has
17 told us that in other roads around the country, and
18 particularly with a road like Maine with such an
19 extraordinarily high volume of infrequent users, that
20 there are ceilings to what you can expect to achieve
21 by way of E-Z Pass penetration. And why is that
22 relevant this morning? Because unless you get E-Z
23 Pass up into the very, very high ranges it spells
24 failure for an AET system. The more -- I guess to
25 put it the other way, the systems that have converted

1 successfully to AET in Texas, in Florida, Colorado
2 have done so on Commuter roads where you get the same
3 people every day. And in Texas it's the same people
4 from the same state every day and that's true of
5 South Florida as well so that your collection
6 contingencies dramatically diminish.

7 Maine is -- the Maine tolling environment is
8 not unique in the United States, but we are closer to
9 states like, oh, maybe Ohio, Oklahoma, states where
10 you have large numbers of people traveling through
11 not necessarily from your own state and states,
12 frankly, where there is real estate available so that
13 you can put people out there in cash toll booths and
14 say put their hands out and give directions and once
15 in a while capture an escaping criminal. If you
16 don't put them out there to collect the cash, you
17 wind up putting them in a building somewhere behind a
18 tv screen looking at license plates all day trying to
19 figure out whether they can read all of the digits
20 and the little ideogram beside the digits because it
21 makes a big difference if it's a black bear a dog or
22 a pussycat. We have 54 or 58 different plate types
23 in Maine. There are thousands of different plate
24 types in the United States. In order to make the
25 system work you have to get the name of the state and

1 all of the digits correct and you have got to get the
2 plate type. And right now our Customer Service
3 Department on the second floor of the Maine Turnpike
4 Authority which every week we get all kinds of false
5 charges coming up from Massachusetts because they
6 have read the plate incorrectly as a Maine plate with
7 a certain number of digits and, oh, it looks like
8 it's an E-Z Pass account because we keep track of
9 plates on our E-Z Pass accounts and if they can match
10 it up to that our customers in Maine are getting
11 false charges coming out of AET in Massachusetts left
12 and right and it is destroying the integrity of the
13 tolling industry because people will not put up with
14 it and there is no reason for people in the State of
15 Maine to have to put up with it. The mathematics
16 down there, the finances, the paradigm of our road,
17 the very integrity of our toll collection system
18 depends on being reliable and not making a whole lot
19 of mistakes. It's just part of the basic logistics
20 of running a toll road.

21 We're a public agency. We're not Wal-Mart
22 or Plum Creek or Nestle's, some of the other large
23 corporations that sometimes need environmental
24 permits. We're a public agency. We take our
25 environmental obligations very seriously and our

1 business obligations seriously. The entire premise
2 of the Intervenor's case is that we don't know how to
3 run this road and we're too stupid to make the right
4 financial decision. That is absurd. We would not be
5 asking you for permission to invest this money in a
6 new toll plaza down in York if it weren't in the best
7 interest of the people of Maine, the toll payers and
8 the bond holders to do it. We would not be spending
9 money foolishly. We are asking you for permission to
10 fill about 58,000 square feet of wetland. We're
11 asking you for permission to divert a stream, yes.
12 And we're asking for permission, frankly, to mitigate
13 any impact that it may have on amphibians and other
14 animals and we will do that. We're happy to do it.
15 But we also have an important environmental mission
16 of our own and that is to keep traffic off places
17 like Route 1. That was the mission of the Turnpike
18 in 1941. My dad was there in the Legislature when
19 they created it. And the mission of the Turnpike was
20 to get traffic, intolerable traffic, if you can
21 believe it, in 1941 off Route 1. And that is still
22 the mission today to keep it off Route 1, off 236,
23 off Route 4, off 9/109 and off Route 100 in the north
24 end and Route 202. Those roads are the ones that we
25 lose traffic to on diversion.

1 And we now have two open road facilities
2 open up at the north end of the Turnpike. The first
3 of them was New Gloucester and the second one of them
4 was West Gardiner on the mainline. The most rapidly
5 growing traffic at our tolls -- we have 19 places
6 where we collect tolls. The most rapidly growing
7 traffic sites at any of our tolls are New Gloucester
8 and West Gardiner and the Falmouth spur by far. I
9 mean, orders of magnitude far. For some reason the
10 presence of an open road toll facility has been
11 successful in drawing traffic back onto our road. We
12 had a toll increase in late 2012. It was a 20
13 percent across the board toll increase. We raised
14 tolls by a whole dollar. Basically by 50 percent
15 down in York. And we raised tolls up in the north.
16 We raised tolls in several locations. And we had
17 some diversion from the road, but that diversion that
18 has occurred up north is coming back now that we've
19 opened an open road tolling facility. I'm advised by
20 Plum Creek that a loaded tractor trailer that goes
21 through that doesn't have to slow down to 10 miles an
22 hour in order to pay its toll saves a quarter gallon
23 of diesel fuel by being able to cruise through at 70.
24 There are environmental consequences. There are
25 environmental benefits associated with our capacity

1 to open an open road tolling facility. It will
2 attract and maintain people who for some reason for
3 whatever reason don't have a relationship to a bank
4 or a credit card and want to pay cash and they are a
5 legion and I have met many of them. And they will
6 be -- those are the kinds of people that will come
7 back to our road so long as we make it convenient for
8 them to pay cash.

9 I want to end by simply saying that we have
10 welcomed these public challenges that we've received
11 from certain very intelligent people in the Town of
12 York. It has caused us to think carefully about how
13 we do business. It wasn't the sole motivation for
14 studying AET. We were independently concerned about
15 getting to the bottom of how to run our road for the
16 next generation and it has been through engagement
17 with them that we have exercised what I think is
18 extraordinary diligence in getting to the bottom of
19 some of these very difficult financial and economic
20 issues. It has made all of us really good students
21 of the issue of whether you can do away with cash a
22 toll highway and whether you can do it responsibly.
23 We have seriously considered this issue. And it's
24 our solemn, my Board, and I report to a board, it's
25 not my decision in the end, although they really put

1 it to me to make a recommendation before they make a
2 decision, but they've -- in 2014, we brought this
3 issue to a head before my seven member Board and we
4 needed to do it at that time because we're in the
5 process of converting all of our electronic
6 facilities to more modern systems. The system down
7 at York, for example, which is the old Legacy System
8 is running on Windows 2000 and the associated
9 hardware cannot be replicated, so we're under some
10 pressure to make changes before all of our older
11 systems fade out and die and can't be fixed anymore.

12 We brought this to a head in 2014 by asking
13 CDM Smith to give us a second opinion on whether AET
14 might be feasible on our road because we already had
15 one opinion in 2009 and it would not work in the
16 foreseeable future. So five years later, we brought
17 it to a head with a more quantitative analysis and we
18 were looking specifically to see if we could
19 implement a pilot project up at the north end of the
20 road at the intersections between 295 and the
21 Turnpike, that toll booth there, which is old and
22 needs to be replaced, and we thought, well, okay,
23 that puts at risk maybe 7 percent, in cash terms
24 maybe only 2 or 3 percent, of the Turnpike's revenue.
25 That total is about is 1/8 the size of York in terms

1 of revenue significance, so we thought -- my plan was
2 and I think it was shared by my staff, if it works,
3 if there is any hope that it will work let's go try
4 it in a pilot site that is separate from the base.
5 It's its own little Turnpike up there. It is
6 separate from the rest of the road. We don't match
7 trips up there to other sections of the road. Let's
8 see if it works up there and if it does it will give
9 us a model by which to implement cashless tolling,
10 not just in York, but on the whole road. This was an
11 important decision. It was a watershed decision in
12 the management of the Turnpike. And when the
13 modeling was done, the conclusion of my Board and the
14 conclusion of my staff, and we were unanimous in
15 this, is that it doesn't work. It doesn't work. It
16 didn't work in West Gardiner. We would have had to
17 add 75 cents to the toll up there in order to make it
18 break even and that would have created diversion.
19 And West Gardiner is a way -- is perhaps a more
20 typical toll than what we're used to on the rest of
21 the road. So when it didn't work in West Gardiner
22 and clearly didn't work in York based on a start year
23 of 2015, the decision was made to continue collecting
24 cash on the Maine Turnpike. That's the fundamental
25 decision that was made. And if you're going to do it

1 you need to do it for the system as a whole
2 generally. There are other witnesses who can explain
3 that and it's in our testimony.

4 I am here today to ask you to respect the
5 decision of my seven member Board and my staff that
6 it isn't feasible for our road. We have a road with
7 unique characteristics that makes us quite a bit
8 different from many other roads in the United States.
9 We are somewhat similar to roads out west and wide
10 open countries and that sort of thing, but it was a
11 decision that was solemnly made and thoughtfully made
12 and we made it with full engagement, frankly, of the
13 community that has intervened in these proceedings.
14 And I want to thank you for your attention.

15 MS. RICHARDSON: Okay. Now, we're going to
16 do cross-examination of Mr. Mills by the Intervenor.

17 MR. ANDERSON: Thanks very much. Again,
18 Scott Anderson from Verrill Dana, counsel for the
19 Intervenor Coalition.

20 CROSS-EXAMINATION

21 BY MR. ANDERSON:

22 Q. Peter, I'm going to be asking you a number
23 of questions that I think relate to that 2014 CDM
24 Smith report. You may know that by heart, but I
25 don't know if there is a copy that you can have

1 available that might help facilitate us scooting
2 through these questions. Thank you very much.

3 Well, good morning, sir. We've read all of
4 your pre-filed testimony and listened to what you've
5 spoken to today. What I'm going to try to do is
6 answer some pretty straightforward questions, I
7 think, about some of the information that you've
8 provided to the Department and a lot of it has to do
9 with this important CDM Smith 2014 report. I think
10 as you've noted back in 2013 you asked CDM Smith to
11 look at the relative financial performance of AET and
12 ORT; is that correct?

13 A. Yes, it is.

14 Q. And you had provided data to CDM Smith, I
15 believe, through 2013 to assist them with that task,
16 correct?

17 A. That's correct.

18 Q. And then at that point in time, CDM Smith
19 looked at a whole host of different financial issues
20 including the respective revenue that these different
21 facilities might generate, I believe they looked at
22 maintenance and operation costs and they also looked
23 at the capital costs associated with the different
24 types of facilities, correct?

25 A. They actually built a model from data that

1 we provided from our own files on our own experience
2 in collecting money by means of license plates, so
3 they were using local data combined with their own
4 experience and comparing that data with what other
5 roads have gone through in making the conversion to
6 AET.

7 Q. Excellent. And I believe you testified that
8 part of the reason why you went to CDM Smith is
9 because you believed they had the kind of expertise
10 with working with other clients in other states to
11 kind of fill in some of the gaps that you might not
12 have had from Maine's specific data; is that fair to
13 say?

14 A. They did that and much more. We asked them,
15 frankly, to tell us how to implement AET and not to
16 make a recommendation one way or the other.

17 Q. And when CDM Smith did this assessment, they
18 looked at a lot of the challenges that you spoke
19 about with respect to AET including leakage and
20 diversion, failure to read license plates and a lot
21 of those challenges, correct?

22 A. Yes, that's their job.

23 Q. And you were comfortable when they did their
24 report that they had adequately looked at some of the
25 financial challenges and operational challenges

1 associated with AET?

2 A. Well, yes, as applied to our environment,
3 that's right.

4 Q. So in CDM Smith's report they provided the
5 Authority with 15 years of data and this is shown on,
6 I think, Tables 5 and 6 of the report, 15 years of
7 data for both the AET and ORT facilities, correct?
8 And this is --

9 A. Those data -- those were model projections.
10 The data ended in 2013. The data builds the model.
11 After you get into 2014 and beyond it's all model.
12 It's not -- that is not data, it's all projections.

13 Q. Estimates.

14 A. Made by a commuter.

15 Q. Yes, thank you for the clarification. So
16 the data went to CDM Smith and then they provided you
17 when they went through their modeling exercise
18 predictions over a 15 year period from 2015 to 2030,
19 correct?

20 A. Yes, 16 years.

21 Q. And then CDM Smith also did a specific
22 calculation of a 10 year period starting in 2015,
23 correct?

24 A. They asked the model to inject the -- they
25 looked at a 10 year span of time as a period of time

1 in which it might be reasonable to ask that the --
2 that there be a break even point in comparing the two
3 systems.

4 Q. And the reason why the 2015 date was helpful
5 was at the time you believed that that was the likely
6 first year of operations of whichever toll booth you
7 intended to construct?

8 A. I felt that we could have implemented -- we
9 could have implemented AET as a pilot at West
10 Gardiner in either late 2014 or during the calendar
11 year 2015. I thought we could probably have had an
12 installation up there, that's correct.

13 Q. But I'm assuming that in order to construct
14 an ORT facility it would have taken significantly
15 longer than from July of 2014 where the Board voted
16 to the beginning of 2015 to construct that type of
17 facility, correct?

18 A. Certainly an ORT plaza would take much
19 longer. The question on the table was whether we
20 were prepared at that juncture to convert part of the
21 highway to a cashless system.

22 Q. So would you agree with me that if you're
23 trying to look at an apples to apples comparison of
24 AET and ORT and you're looking at it over a specific
25 time period that you would have to do that analysis

1 over a time period in which both of those or
2 whichever you choose -- whichever toll plaza you
3 choose could be constructed, correct?

4 A. No, because we were comparing -- what we
5 were doing in the model was comparing AET in the
6 first instance to the existing condition; in other
7 words, not building anything but using the current
8 status of the road. Then they did an independent
9 analysis of what would ORT, if it were in place in
10 this juncture in 2015, what would open road or how
11 would open road tolling compare to the existing
12 conditions that we're not now operating so that you
13 could look at the year 2015 and say, okay, how would
14 ORT fair and what it revealed is that ORT would have
15 saved a million dollars a year if we put it in as
16 early as 2015.

17 Q. And so what Table 5 shows, as you've just
18 noted, is that CDM Smith looked at all of these
19 different financial factors for an AET facility and
20 then compared it to the existing toll booth,
21 correct?

22 A. That's right. Everything is, again,
23 existing condition because that --

24 Q. That's what you're replacing?

25 A. Right.

1 Q. And so Table 6 on the next page is the
2 comparison of an ORT facility as compared to the
3 existing conditions, correct?

4 A. Yes, that's correct.

5 Q. And so ultimately CDM Smith concluded, they
6 looked at AET as compared to the existing facility
7 and ORT compared to the existing facility and then
8 they calculated what the net revenues would be for
9 those two potential alternatives to the existing toll
10 plaza, correct? And maybe to help you in your
11 answer, on Page 47 of the CDM Smith report there is a
12 Table 16, which I think CDM Smith calls it the Bottom
13 Line Chart. And if I could direct your attention to
14 that that it might help us get through this.

15 A. It's helpful, but we need to start at Page
16 17 where they did an initial evaluation of what AET
17 does during -- against existing conditions. It
18 reveals that if you don't have to surcharge, AET
19 loses \$7.5 million a year in the first year and about
20 \$42 million over the first 10 years. See, what
21 you're looking at you have to predicate everything
22 you're looking at with the idea that you're going to
23 tolerate putting in a significant surcharge on the
24 toll. You have to start -- if you're going to do an
25 analysis you have to do it without the surcharge,

1 figure out how much money you're losing and then you
2 say how do I get that money back. And the only way
3 to get it back -- well, one way to get it back and
4 probably the most appropriate way to get it back is
5 to surcharge those who are not paying through the E-Z
6 Pass.

7 Q. Well, I think, Peter, I appreciate that
8 there is a lot of information here. What I'd like to
9 do with respect to the time that I have with you is
10 kind of go through one issue at a time and I
11 appreciate that there is a surcharge issue and we're
12 going to get to that. First though, I just want to
13 focus on this \$24 million figure, all right. CDM
14 Smith concluded that they looked at an AET and an ORT
15 facility and concluded over the first 10 years that
16 if you did an AET facility that that would generate
17 \$24 million in additional revenue that you wouldn't
18 generate with an ORT facility, correct?

19 A. That hypothesizes collecting about a half a
20 billion dollars in surcharges.

21 Q. Again, before we get into the surcharge, I
22 just want to confirm that we're all on the same page
23 about the numbers and CDM Smith prediction was that
24 the AET facility would generate \$24 million more
25 revenue with a \$3 surcharge than the ORT facility?

1 A. You're dealing with a computer model that
2 has no relation to the real world. It couldn't have
3 been done with a \$3 surcharge. It was completely
4 impractical.

5 Q. Well, again, Mr. Mills, I'm just asking you
6 about what the data shows in the 2014 report and I
7 think if we go to Table 16, the bottom line analysis,
8 and do this one step at a time, I think this will go
9 more smoothly. You understood when you reviewed this
10 report that CDM Smith in this table was looking at
11 the left column called the current base case, that's
12 the existing toll plaza, correct? I'm just asking
13 you whether you understood that --

14 A. You're on Table 6 --

15 Q. No, I'm sorry. Table 16.

16 A. I'm sorry.

17 Q. On Page 47 this is the so-called Bottom Line
18 Chart. And so I'm just asking for confirmation that
19 your understanding is the current base case on the
20 left there is the existing toll plaza, correct?

21 A. Yes, it's -- and it adds in capital costs,
22 that's right.

23 Q. That is correct. So CDM Smith looked at the
24 existing toll plaza, figured out what it would
25 generate in revenue, how much it costs to operate,

1 capital costs to kind of keep it going for this 10
2 year period and then they conclude that that facility
3 would generate \$377 million or so dollars in revenue,
4 correct, and that's with the existing facility? And
5 I'm just asking, Mr. Mills, whether you understand
6 that that left column is the existing facility in
7 this table?

8 A. Now, I realize, excuse me, I understand how
9 it's labeled and what I'm trying to do is get at your
10 question, which is the significance of the number.

11 Q. Yeah. Again, I'm not asking for the
12 significance, I'm just asking whether you understand
13 if the current base case column is the existing toll
14 booth?

15 A. That's the label on the column, but the
16 numbers in it have a lot of independent
17 significance that I --

18 Q. I appreciate that and we'll get into that.
19 And then just to the right it says ORT scenario,
20 those are the calculations both -- it's called a base
21 estimate and the 90 percent confidence estimate,
22 those are the similar numbers for an ORT facility,
23 correct?

24 A. One of the points of confusion in this table
25 is that the word base is used twice and it's used in

1 different -- I believe it's used with different
2 meanings. Base case in the left-hand column means
3 the current condition. Base case in the second
4 column means -- I believe it means a situation where
5 the outcome is about half as likely to be higher and
6 half as likely to be lower than all of the outcomes
7 that are listed in that column.

8 Q. And then the 90 percent --

9 A. The word base is confusing in this
10 context.

11 Q. And so the 90 percent confidence estimate of
12 CDM Smith's prediction that it's a 90 percent
13 likelihood that those figures for the ORT facility
14 would play out in the future, correct?

15 A. Yes, I think it means that there is only a
16 10 percent chance that the values will be a little
17 less.

18 Q. Great. And then the next column to the
19 right is the same calculation for an AET facility,
20 correct?

21 A. Yes. And in that case base estimate means
22 50/50 chance of being correct and 90 percent means
23 now.

24 Q. I appreciate that, Mr. Mills. So now if you
25 go down to the bottom line it's net difference from

1 base. And base there we understand to be the
2 existing toll plaza, correct? That's what base is
3 being used for in that bottom line?

4 A. I am -- oh, I'm sorry, net difference
5 from base?

6 Q. That's correct.

7 A. And I think base there means existing
8 conditions.

9 Q. Existing toll plaza. So under both
10 scenarios for ORT when CDM Smith looked at all of
11 these different financial calculations they concluded
12 that you would run a 5 or a \$6 million revenue
13 shortfall if you constructed the ORT facility as
14 compared to the existing toll plaza, correct?

15 A. It takes into account, yes, the cost of the
16 new plaza, that's true.

17 Q. And then when it moves over to the AET, they
18 did the same analysis and under the two different
19 scenarios they concluded that you would gain either
20 18.6 or 1.5 million in additional revenue over the 10
21 year period as compared to the existing toll plaza,
22 correct?

23 A. And the columns are not labeled, but they
24 are based on the assumption that you're going to
25 charge everybody \$3 -- a \$6 toll to go through the

1 plaza.

2 Q. That's right. And I promise you we're going
3 to get to the surcharge issues in just a moment. But
4 assuming that \$3 surcharge was put in, CDN Smith
5 predicted that an ORT facility was almost certain at
6 90 percent to lead to a \$6 million revenue shortfall
7 and at least a \$1.5 million surplus for an AET
8 facility, correct?

9 A. These are numbers that are based on 10
10 year --

11 Q. Mr. Mills, I'm --

12 A. -- 10 year collections, which are --

13 Q. -- just asking you to confirm --

14 A. -- about a half a billion dollars.

15 Q. And I appreciate that, but what I'm
16 trying --

17 A. They're almost meaningless in terms of
18 whether you say they're profitable. They're meant to
19 show what happens in order to achieve something close
20 to a break even point over a 10 year span, that's the
21 purpose of the tables.

22 Q. These numbers were not meaningless to the
23 Board in 2014, were they? They were very important.
24 You testified --

25 A. What was meaningful to the Board was the

1 idea that we were going to charge people \$6 to cash
2 payers to go through a toll plaza and they weren't
3 going to do it because we could not possibly have
4 accommodated all of the changes to the DOT system on
5 its collateral highways. It wouldn't have worked.

6 Q. And so my understanding -- and this was the
7 cover mail I think we had put in our rebuttal
8 testimony, you had forwarded this report to the MTA
9 Board that showed there were going to be potential
10 revenue deficits with ORT and potential revenue
11 surpluses with AET, but I appreciate that you were
12 concerned about the size of the surcharge and the
13 resulting diversions, correct?

14 A. We were concerned mostly about the fact that
15 there would have to be a surcharge.

16 Q. And it was also the size of the surcharge,
17 correct, because the bigger the surcharge the greater
18 the diversions, correct?

19 A. The surcharge was -- if it was a dollar,
20 dollar-and-a-half or two dollars it wouldn't have
21 made any difference because the surcharge was so
22 substantial. We already went through a toll increase
23 on that toll plaza of a dollar. We went from \$2 to
24 \$3. We had done it the fall of 2012. If I had gone
25 to my Board and said we want you to raise the toll

1 down there by another dollar or another \$2 they would
2 not have done it.

3 Q. And, again, CDM Smith provided you data with
4 regard to the relative revenue shortfalls and
5 surpluses but your concern was that even though AET
6 was predicted to generate surpluses that would only
7 happen with a surcharge and the diversions associated
8 with the surcharge, correct?

9 A. Yeah, I mean, the diversions aren't
10 necessarily -- I need to take issue with your
11 question because diversion is not necessarily
12 associated with surcharges. There are people who
13 will divert from a highway when they think they're
14 going to get a bill in the mail even if it's the same
15 toll. Believe it or not, that's a separate, isolated
16 factor that they take into account when they're doing
17 the model.

18 Q. So if CDM Smith had said, Mr. Mills, you're
19 going to run deficits with ORT and surpluses with AET
20 and the surcharges would be the same for both and the
21 diversions would be the same for both, then it would
22 be irresponsible for the Turnpike Authority to do the
23 ORT facility, correct?

24 A. I am sorry, I don't -- I don't understand
25 that question.

1 Q. Let me ask the question again. We've been
2 talking about the fact that there was a revenue
3 calculation done and I appreciate you've got concerns
4 about surcharges and diversions and we appreciate
5 that there is lots of different causes of that. If
6 CDM Smith had predicted the revenue impact that they
7 did, deficits for ORT and surpluses for AET but the
8 surcharges and the diversions for these two
9 facilities had been identical then it would have been
10 prudent for the Board to go with AET, correct?

11 A. If there had -- I'm sorry, if there had been
12 a surcharge on the open road tolling system?

13 Q. No. Let's say there had been no surcharges
14 on either and no diversions associated with either
15 facility, then the one that was predicted to generate
16 more revenue would have been the prudent choice,
17 correct?

18 A. Well, if AET had been modeled as showing no
19 loss and retaining the same toll then, yes, of
20 course.

21 Q. And I'm not asking about loss of tolls.
22 What I'm asking is if the revenue showed what it
23 showed, but CDM Smith concluded that you did not need
24 a surcharge for an AET facility and there would be no
25 diversion then AET would have been the prudent

1 choice, correct?

2 A. Indeed if AET had not required a surcharge
3 and did not produce a diversion, I think those would
4 have been done. The fact is that it produced a \$7.5
5 million loss under those conditions.

6 Q. Yes, I appreciate that.

7 A. In the first year.

8 Q. So let me just talk a little bit about this
9 15 year time period, the predictions that CDM Smith
10 made based on the data. And I'll turn your attention
11 to Table 5 and I'm not going to make you go through
12 the table. I'm just more interested in what you
13 understood at the time. Now, is it fair to say that
14 you understood when you reviewed this table
15 originally that some of these terms changed as the
16 time period progressed from 2015 to 2030? They're
17 not the same numbers in every column, correct?

18 A. Which rows are you looking at?

19 Q. Well, let's take one, for example, if one,
20 two, three, four, five rows down it says AET toll
21 transactions E-Z Pass. And this is the prediction of
22 how many E-Z Pass transponder uses CDM Smith
23 predicted in each year, correct?

24 A. Yes. This is that -- the fifth row down?

25 Q. It says AET toll transactions E-Z Pass.

1 A. That says what they're -- what the model
2 predicts will be the number of E-Z Pass transactions
3 at the York Toll Plaza from the years 2015 through
4 the years 2030.

5 Q. Excellent. And in the first year, 2015, is
6 predicted at \$10,341,000, correct?

7 A. That's what it says.

8 Q. And then each year thereafter that number
9 goes up, correct, from 2015 to 2030? At least as
10 stated on this table.

11 A. It does and it -- yes.

12 Q. And this reflects CDM Smith's prediction
13 that E-Z Pass use was going to go up each and every
14 year from 2015 to 2030, correct?

15 A. That's what the modal predicts, yes.

16 Q. And then also let's go down in that second
17 big heading, No Contact Uncollectible Transactions,
18 do you see that? At the very top, toll and
19 technology diversion, do you see that line?

20 A. I see it.

21 Q. All right. In the first year, 2015, the
22 figure is 1.259 million, correct? Do you see that?

23 A. I do.

24 Q. And is it your understanding that if you
25 divide 1.259 by 365 days a year that's the 3,400

1 vehicles per day that CDM Smith has projected would
2 divert with a \$3 surcharge?

3 A. I don't know that, but I -- the diversion
4 rate of 3,400 cars per day was based on a 50/50
5 projection.

6 Q. That's correct. And then at the 90 percent
7 it went up to, I believe, 5,500 was the prediction,
8 correct?

9 A. Yup.

10 Q. And so just -- when we're looking at trends
11 on the table, each year that number goes down,
12 correct?

13 A. That's correct. That's what the model
14 says.

15 Q. And so CDM Smith predicted that E-Z Pass use
16 would go up and diversions would go down, correct?

17 A. That's what the model predicted.

18 Q. And your understanding is that those two
19 would relate, right, as more people are using the
20 transponder there is fewer people subject to the
21 surcharge and they're not going to divert, correct?

22 A. If they are using E-Z Pass, that's right,
23 they're obviously not diverting.

24 Q. So then let's go down to the two rows below,
25 unreadable plates and DMV no hits and unsuccessful

1 collections, do you see those two rows?

2 A. Yes.

3 Q. And those are your kind of non-diversion
4 leakage rows, right? This is you can't read the
5 plates, you can't get the information from DMV or you
6 sent them a bill and they never pay, correct?

7 A. That's many things, yes.

8 Q. And you see that those numbers go down over
9 time as well, correct?

10 A. No, they don't. They actually begin rising
11 in about 2024 or 25. I believe that's the stage at
12 which you reach a plateau in your ability to convert
13 people to E-Z Pass.

14 Q. That's the saturation, right, you get E-Z
15 Pass --

16 A. And then you start going up again. It goes
17 down and then it's going up.

18 Q. But for the first 10 years they go down,
19 correct?

20 A. Yeah, I think the turning point is 2025.

21 Q. '24 or 5. Great. Thanks. Now, can you go
22 down to the second to bottom line, it says total net
23 AET total revenue impact. Second to last line, do
24 you see that?

25 A. I'm sorry, on the whole table?

1 Q. Yes, on the whole table. It's the second to
2 the bottom line, it's titled Total -- I'm sorry,
3 Total Net AET Total Revenue Impact. And --

4 A. Yup, I've got them.

5 Q. And you understand that this is the
6 calculation of the difference, all factors considered
7 between an AET facility and the existing toll booth,
8 what is predicted for the existing toll booth,
9 correct?

10 A. Yeah, I think accurately stated it is the
11 difference between an AET system with the \$3
12 surcharge and the existing system at a continuing of
13 the \$3 toll.

14 Q. Excellent. And so in the first year, CDM
15 Smith predicted that an AET system with a \$3
16 surcharge would generate 1,052,000 less revenue and
17 than each year after that that gap would shrink such
18 that in 2019 CDM Smith actually predicted \$175,000
19 surplus on this table, correct?

20 A. The astonishing thing is that you double the
21 total of your AET and you still lose a million
22 dollars in the first year. That is the astonishing
23 thing about this number.

24 Q. That is astonishing, but the other
25 astonishing thing, wouldn't you agree with me, is

1 that the net revenue gets closer and closer between
2 AET and the existing facility over time?

3 A. Yes, it's based on the assumption that there
4 will be some measure of conversion to E-Z Pass.

5 Q. And so you understood when you reviewed
6 these figures that depending on when you did the 10
7 year calculation --

8 A. You need the mic on.

9 Q. Can you hear me now? There we go. So you
10 understood based on this table when you talked to the
11 Board in 2014 that if you shifted the evaluation of
12 this data one year forward going forward, a lot of
13 these factors would change and the calculation would
14 change, wouldn't it? I'm just asking what you
15 understood in 2014. Did you understand that they did
16 a calculation for the first 10 year period starting
17 in 2015? Did you understand that if they started
18 that calculation in '16 or '17 that you would get a
19 number that was different than 24 million?

20 A. The issue on the table was what would happen
21 if we implemented AET a year or so after our
22 discussion in the spring of '14 and the table says
23 you need to go to a surcharge of about \$3.

24 Q. But and I'm just asking you --

25 A. And AET could have been implemented within a

1 year or two.

2 Q. I appreciate that. That's a separate
3 question. My question is when you presented this
4 data and predictions to the Board in 2014, did you
5 understand that if that 10 year calculation moved
6 from 2015 start date to 2016 or 2017 that the \$24
7 million number would get bigger? Did you understand
8 that in 2014?

9 A. The model might disclose that, but the
10 actuality was that we were losing -- we are today
11 right now losing a million dollars a year at that
12 toll plaza --

13 Q. But you didn't make --

14 A. -- because of our failure to convert to ORT
15 years ago when we should have.

16 Q. Well, I only have a few --

17 A. I understand that, but you asked me the
18 substantive question, what is the loss.

19 Q. Do you want me to repeat -- that's not what
20 I asked.

21 A. You have to take into account the actual
22 conditions, not just this computer model.

23 Q. Well, I appreciate this confusion over my
24 question, so let me reask it. Did you understand in
25 2014 based on what you knew at that time in this

1 report that if you took CDM Smith's 10 year
2 calculation that generated the \$24 million number and
3 you move that 10 year calculation period forward in
4 time the \$24 million number would get bigger, did you
5 understand that at the time?

6 A. The model would produce a larger number.

7 Q. Great. Thank you.

8 A. It did not reflect reality.

9 Q. Let me just -- to save time because I'm
10 running out of time, I'm giving you a letter. This
11 is -- this is your May 12 letter that was submitted
12 to the Department as part of this --

13 A. This was in response to an invitation to do
14 a new model.

15 Q. Yes, that's exactly.

16 A. This is our invitation to the dance.

17 Q. All right. I just want to go through a
18 couple of the statements. And so you understand that
19 we had asked for the Department to do some additional
20 calculations based on this Table 5 and you had filed
21 this letter dated May 12 in response to that request,
22 correct?

23 A. I think that's the case, yes.

24 Q. All right. And in your letter you state
25 that CDM Smith's report was provided to the Turnpike,

1 quote, for the express purpose of determining whether
2 to implement an AET system in either of two locations
3 by the year 2015, closed quote; is that correct?

4 A. Yes. I can't see it, but that's right.

5 Q. And then in response to our request to redo
6 a calculation starting in 2019 or '20 and you stated,
7 quote, simply changing one input for the start date
8 of the model produces inaccurate results that could
9 not be relied upon by the Turnpike and would be
10 unacceptable to its bond holders, closed quote; is
11 that correct?

12 A. That is correct, yes.

13 Q. All right. Well, the witness understands.

14 MS. TOURANGEAU: I'm sorry, I'm going to
15 have to jump in and ask if you can identify the
16 paragraph that you're reading from because I don't
17 see either of those statements that you just read.

18 MR. ANDERSON: Sure. All right. The second
19 sentence that I just quoted simply changing one input
20 is in the second paragraph.

21 MS. TOURANGEAU: Got it. Thank you.

22 MR. ANDERSON: And let's see...

23 MR. MILLS: Okay.

24 MR. ANDERSON: Peter, do you see where that
25 first one is?

1 MS. TOURANGEAU: It started CDM Smith and I
2 don't see it.

3 MR. ANDERSON: Well, it's the second to the
4 last paragraph. The model delivered to the Turnpike
5 in 2014 was for the express purpose of determining
6 whether implementing an AET system in either of two
7 locations by the year 2015.

8 BY MR. ANDERSON:

9 Q. And, Peter, you see both of those --

10 A. I do.

11 Q. -- statements, right?

12 A. I do.

13 Q. Okay. So your view is that this 2014 report
14 cannot be used to calculate an accurate prediction of
15 the financial performance of any toll booth, AET or
16 ORT, if that toll booth doesn't commence operation
17 until 2019; is that true?

18 A. You cannot -- what we got from them in '14
19 was an analysis that was only a year or two out from
20 the data, but when you go seven years out from the
21 data your model doesn't --

22 Q. Doesn't work anymore, does it?

23 A. It needs new data.

24 Q. That's right. And you testified, I think,
25 in this information that you submitted that if you

1 were going to try to accurately predict the relative
2 financial operation of AET and ORT starting in 2019,
3 you would have to actually provide CDM Smith with
4 additional data, more recent data, correct, if you
5 were going to get it right?

6 A. We would take all data through 2016.

7 Q. And so then your position is that we cannot
8 use the 2014 CDM study to predict anything that would
9 happen with these two toll booths starting in 2019?
10 I mean, they're just predictions, right?

11 A. They are always just predictions. They are
12 always just models. They are always just estimates.
13 And they do not reflect -- any of them reflect what
14 the actuality will yield, but they are far more
15 accurate in the near term than they are in the out
16 term.

17 Q. So whereas you and your Board were
18 comfortable relying on this report if the toll booth
19 was going to be operational in 2015 or shortly after,
20 you're not comfortable relying on this report when
21 the toll booth is not going to commence operation
22 until 2014?

23 A. That's because the year 2014 was the year in
24 which my Board and the Turnpike needed to make a
25 decision about whether to continue the collection of

1 cash.

2 Q. And not only was that your need to make the
3 decision at the time, but you have concerns that you
4 can't rely on this report if what you were looking at
5 is a start date of 2019?

6 A. Well, for financial purposes, for bonding
7 purposes, yes, and for general estimating.

8 MS. RICHARDSON: I'm going to have to ask
9 you to wrap this up.

10 MR. ANDERSON: Okay. That's all I have.
11 Thank you, Mr. Mills.

12 MS. TOURANGEAU: Hearing Officer Richardson,
13 may I have an opportunity to redirect Executive
14 Director Mills on three points?

15 MS. RICHARDSON: Yes, but make it brief.

16 MS. TOURANGEAU: I will make it very brief.

17 REDIRECT EXAMINATION

18 BY MS. TOURANGEAU:

19 Q. Executive Director Mills, I think that on
20 one point when Attorney Anderson asked you about the
21 surcharge that was associated with AET you made the
22 statement on the record that \$1 to \$1.50 wouldn't
23 have mattered. Can you clarify the sense in which --
24 the relevance of the amount of the surcharge?

25 A. The notion of adding a significant surcharge

1 at York or at West Gardiner was the issue in front of
2 my Board. They had -- they determined rather
3 deliberately that they did not want to enter the
4 world of taxing significant surcharges of any
5 magnitude to a toll facility on the Maine Turnpike.
6 So if it had been \$2 or a dollar and a half, that was
7 a -- that would have been regarded and would still be
8 regarded as a significant surcharge producing
9 diversions that would require a great deal of
10 planning for the off-road transportation systems.

11 Q. Thank you. Attorney Anderson also asked you
12 in 2014 when you went to the Board with your -- with
13 a question about whether to choose AET based on the
14 modeling, if there had been no surcharge and no
15 diversion, would you have chosen AET, is that a
16 question that you took to the Board in 2014?

17 A. It may not have been phrased that way, but
18 that obviously was the issue.

19 Q. The question was whether you would go with
20 AET if there was no surcharge and no diversion?

21 A. If there were no surcharge and no diversion
22 and we were able to do away with the collection of
23 cash on the highway and still collect the revenue, I
24 mean, it would have had a significant impact on the
25 decision if the data had disclosed that.

1 Q. Is that the question that the Board was
2 considering in 2014?

3 A. I would say yes. I would say that the
4 question stated more broadly was whether it was
5 feasible to consider AET at the north end for a pilot
6 as a preliminary to changing the whole road and that
7 would have required some showing that the surcharge
8 was not an impediment and that it was not creating an
9 intolerable diversion. Whether it was zero or
10 whether it was so modest that it wouldn't have
11 created an impediment to the operating of the road
12 would be the issue.

13 Q. Okay. Thank you. And then my last question
14 or my last point for clarification with regard to the
15 last point that Attorney Anderson was making on
16 behalf of the Intervenor regarding your understanding
17 of whether the model results are useful given your
18 decision-making in 2014 from an investment
19 perspective versus a planning perspective from 2019
20 if the project were implemented at a later date, can
21 you clarify the relevance of a -- of the changes in
22 the model from 2014 to 2019 and the usefulness of the
23 data that's in the model from 2019 to a
24 decision-making? And perhaps the difference between
25 that decision-making from a financial perspective

1 versus a planning perspective.

2 A. Yeah, we -- under the bond resolutions that
3 we operate under it's almost like a constitution for
4 the organization. Whenever we change a toll
5 structure, we have to get a revenue study and a
6 reliable eminent projection of what the new tolls and
7 schedule will produce so that the bond holders will
8 be satisfied they were collecting the same revenue
9 that we've historically been collecting or more, but
10 to make those projections for the year 2019 to 2020
11 on the basis of 2013 data wouldn't be done.

12 Q. From a financial perspective?

13 A. From almost any perspective.

14 Q. And would it be accurate to say if we were
15 to just look at the number for AET profit generation
16 in the model for 2019, would that number hold and be
17 something that the Turnpike could rely on in the
18 current model data if we were to implement AET at
19 York in 2019, is that number an accurate number for
20 2019 given that it's based on 2013 data?

21 A. We now know that it's not true because we
22 have -- because of the way that our actual data has
23 been flowing in in 2014 and '15 and '16. Our cash
24 receipts at York are higher than the model ever
25 predicted they would be. They have persisted even

1 though they've gone down somewhat. And there are
2 other elements of the model that are really
3 significantly, how do I say this, made it less and
4 less feasible for the Turnpike to consider abandoning
5 the cash and collection of cash.

6 MS. TOURANGEAU: Thank you. That's all I
7 have.

8 MS. RICHARDSON: Any questions from
9 Department staff?

10 MR. GREEN: Mr. Mills, in your testimony you
11 said something along the lines that there was a
12 social requirement for not raising tolls
13 extraordinarily high, can you elaborate on that? Is
14 that required by charter or statute or something
15 along that line?

16 MR. MILLS: No. No, it's -- it's just a
17 policy of the -- I would say it's the -- it's a
18 concern that came to the forefront when we raised
19 tolls in 2012. I have conducted, I forget how many,
20 seven or eight public hearings in various areas of
21 southern Maine and trying to get public feedback on
22 what it -- and the focus -- the public concern was on
23 the cash rate because that's the publicized rate even
24 though the E-Z Pass rate is often usually lower.
25 I've read widely in toll policy around -- from

1 publications around the United States and there is a
2 sense, a valid one I believe, based on my own
3 experience as well as my reading that the people who
4 pay cash are people that for one reason or another
5 don't have a successful banking relationship. They
6 have an automobile. They get to work, but they --
7 they're the people that don't relate to banks and
8 don't have accounts and they're not very wealthy.
9 And I think we saw that during the recession or now
10 that we're coming out of the recession I think we're
11 beginning to see -- well, I think that may be one of
12 the reasons why cash collections on a highway have
13 held up and persisted is because -- I think it's
14 because people with lesser means are able to get back
15 to work now and they're commuting on our highway and
16 they're paying the cash and I think that's one of the
17 reasons why cash continues to be such a major factor
18 in our -- in the profile of our -- of our toll
19 revenue. And so, I mean, as a -- as the Executive
20 Director and representing my Board, I think we're all
21 concerned that we not raise tolls on people who are
22 least able to pay them.

23 MR. GREEN: So is revenue neutrality
24 something that's part of your structure?

25 MR. MILLS: Well, the great thing about open

1 road tolling is that it is completely foreseeable,
2 predictable and it is neutral. At least it's neutral
3 to the present system.

4 MR. GREEN: Okay. Changing gears for a
5 minute here, when you said that the pilot test at
6 West Gardiner for AET didn't work, is there someone
7 here who can elaborate on the details of why that
8 didn't work?

9 MR. MILLS: I didn't mean to say that, no,
10 we didn't -- I misspoke if you interpreted it as
11 meaning that we actually did do a pilot. We didn't.

12 MR. GREEN: Oh, okay.

13 MR. MILLS: No, no, the model -- I'm so
14 sorry. The model showed that in order to make AET
15 work in that location we would have had to raise the
16 toll from \$1 where it is the cash toll from \$1 to
17 \$1.75. It was not a doubling of the toll as we saw
18 at York, but it was to \$1.75 and the .75 surcharge as
19 a way of grappling with the losses was something that
20 my Board and I couldn't recommend. So it was a
21 situation in complete parallel to York. The
22 difference is that it -- the financial consequences
23 is to the Turnpike were a ratio of 8 to 1. I mean,
24 they were 1/8 as risky. It would have been 1/8 as
25 risky to have put up an AET plaza at West Gardiner

1 and try to see if we could make the AET system work.
2 It also would have required that we build up the back
3 office infrastructure necessary to support an AET
4 system. And this is the pathway that most states
5 have -- those toll authorities that have made the
6 transition from ORT into AET have typically done it
7 by means of saying, well, let's try it on an isolated
8 segment of the road and that's what happened in
9 Massachusetts, they used the toll booth as a pilot
10 and did that for a couple of years before they made
11 the transition. When they made the transition they
12 did in a single instant in the evening of October 28,
13 2016. The whole road went in one moment, but they
14 didn't do it until they had tested it on a pilot site
15 and that tends to be the pattern that we see at
16 other -- I don't know, there are people here that
17 know more about it than I, but they are my tutors,
18 but that seems to be the pattern in the United
19 States. Our -- my personal concern was whether we
20 could make it work, not whether it did work, but
21 whether we could make it work in West Gardiner and it
22 would have diverted traffic onto 201 and other roads
23 and 26. I just didn't -- it wasn't palatable.

24 MR. GREEN: Okay. Thank you. One last
25 question on the model, when you questioned its

1 reliability is that its reliability as a planning
2 tool or the actual working of the model itself?

3 MR. MILLS: Oh, no, the model, but it's
4 garbaging out. I mean, you need good data. And the
5 fact is that we're now three years of data -- we have
6 three years of data under the bridge now from the
7 time when the model was built. The model actually --
8 it isn't like an adding machine where you just type
9 in some numbers and push the multiplier sign and,
10 boom, it pops out. You actually have to create the
11 model from the data. That's the limit of my
12 understanding, but that's how it works. So there is
13 a huge creation process that goes into manufacturing
14 this model and then you do this what I'm told
15 stochastic exercise or a Monte Carlo --

16 MS. RICHARDSON: I think we'll be getting
17 into that later.

18 MR. MILLS: Yeah, it really gets -- it's
19 really fascinating, but it's beyond most of us in
20 this room. But it needs to be created first, I think
21 that's the...

22 MS. RICHARDSON: Other questions?

23 MS. BENSINGER: I have just one question.

24 In your pre-filed direct testimony you said when the
25 Board -- the Turnpike Board made its decision in July

1 of 2014 to continue collecting cash the Turnpike had
2 already converted a few of its toll sites to the new
3 electronic system wherever it could do so most easily
4 at modest cost, these included the mainline, New
5 Gloucester and several of the side tolls.

6 MR. MILLS: Yes.

7 MS. BENSINGER: So was that a factor in your
8 decision-making the fact that you had already
9 invested money and changed over some of the tolls to
10 open road tolling?

11 MR. MILLS: No. Let me distinguish please
12 between barrier tolls and side tolls. The first
13 order of business was us -- for us to be able to
14 satisfy ourselves that this new electronic system
15 that we were in the process of purchasing would be
16 the one that we wanted to go with. And bear in mind
17 the electronic system, the E-Z Pass system, for
18 example, and the photographic system and all of these
19 back-ups is identical whether you buy an -- whether
20 you want to use it for AET or ORT. The reason we
21 went -- we tested out the electronics at New
22 Gloucester is because New Gloucester was a relatively
23 new eight bay, eight lane toll facility with a nice
24 tunnel for protecting -- a tunnel that wasn't as old
25 as the one at York for protecting the electronics

1 that we needed to install. So what we did was to
2 take out the middle four lanes and create high speed
3 tolling through the middle leaving two existing toll
4 cash facilities, two lanes rather, on each side so
5 that it was a place where we could implement the new
6 electronics without making a substantial commitment
7 of resources for the capital. Had we decided to go
8 with AET for the whole road, well, we would have
9 taken down those two cash facilities, two cash lanes
10 on either side, and opened it up, but it wasn't -- it
11 wasn't a commitment to going with ORT on the whole
12 road, it was just a cautious pilot test of the new
13 electronics. We ran state troopers through there at
14 100 miles an hour and E-Z Pass worked, but the point
15 was that we could -- it didn't commit us to having to
16 continue collecting cash on the whole road because we
17 were just using existing cash facilities to the best
18 advantage.

19 MS. RICHARDSON: Any other questions? Okay.
20 I guess we're done with you, Mr. Mills, for now.
21 Thank you.

22 MR. GREEN: Thank you.

23 MS. RICHARDSON: We need to take a short
24 break for 15 minutes and we will reconvene at 10:35.

25 (Break.)

1 MS. RICHARDSON: Okay. We have a lot to do,
2 so we're going to get started. Next up is a panel --
3 the Turnpike Panel of Richard Gobielle, Roland
4 Lavallee, Gary Quinlan and Elizabeth Roberts.

5 MTA PANEL TESTIMONY

6 MR. QUINLAN: Good morning. And thank you
7 for allowing us and me to testify before you today.
8 My name is Gary Quinlan. I'm with CDM Smith. I'm a
9 Traffic Engineering Consultant for the Turnpike
10 Authority. I have a Master's degree in
11 Transportation Planning from the University of Iowa.
12 I was hired right out of graduate school 28 years ago
13 to work for the firm that I work for, so this has
14 been my only job. We have a group within the firm
15 that's called TFT, it's called Finance and Technology
16 Group, and all we do are studies related to the toll
17 industry, so if there is a toll involved or there is
18 toll revenue involved, I do it. I've been doing it
19 for 28 years.

20 There are two basic kinds of studies that we
21 do. There are a lot of in between as well, but
22 basically there are planning type studies and
23 investment grade studies. Investment grade studies
24 are required if new revenue bonds are required for a
25 facility or a new expansion or new toll plazas or for

1 whatever reason if new bonds need to be issued for
2 capital costs or other purposes an investment grade
3 study is required. Any time there is an impact as
4 well on a revenue stream that could affect long-term
5 revenue, the bond covenant of the authority of
6 existing bonds would also generally require that an
7 investment grade study be conducted. So if you have
8 a toll rate change or in this case a video surcharge
9 in the case of AET it would require a formal
10 investment grade study to determine what those
11 impacts would be.

12 A planning level study that the client or
13 the toll authority, in this case the Maine Turnpike,
14 you know, they're essentially the boss. They can
15 hire whoever they want with whatever level of
16 experience they like with as much experience or as
17 little experience. An investment grade study is a
18 little bit different dynamic because the Turnpike
19 Authority, the client, isn't really our only client.
20 In fact, the bigger audience is the financial
21 community, bond rating agencies, bond insurers, bond
22 buyers, they all look to our forecast to do their job
23 as well to rate the bonds and ultimately to sell them
24 to the market. So we have to have a certain level of
25 credibility such that when we go before rating agency

1 meetings when I am giving my overview of our work and
2 they're reviewing our work that they get ahead of
3 time they have to have confidence in us in order to
4 do their job.

5 CDM Smith, the company I work for, we're one
6 of the leading firms. There is really only a handful
7 of firms, three to four firms, in the country that do
8 investment grade type studies. We've been doing them
9 longer than anybody else and we've generated more
10 bonds based on our revenue studies than any other
11 firm as well. About a hundred billion -- a little
12 over \$100 billion in bonds have been financed based
13 on our forecasts. The first investment grade study
14 we did was back in the 1950s with the Illinois
15 Tollway and we've been doing those types of studies
16 ever since, so we really have maintained the
17 credibility in the financial industry that we started
18 back in the '50s. So we have really a 60 year track
19 record of being a name that has credibility in the
20 market.

21 One of the requirements when we do an
22 investment grade study included in the official bond
23 document, and the Maine Turnpike has these, they're
24 call an official statement. It's sort of the single
25 document where everything is put together, includes

1 our revenue forecast, it would include rolling
2 capital and maintenance comp, reading reports, as
3 well as all of the documents that go along with
4 supporting the bond issue. We are required legally
5 to certify that our report is the most accurate that
6 we feel it can be, that there is no information
7 that's not included there, that there is nothing that
8 would be misleading and so we're legally required to
9 have what's called a traffic engineer certificate
10 that's included in the bond issue. And I only say
11 that just to show that this is -- when we do these
12 studies, these types of studies, especially at an
13 investment grade level, that we have our credibility
14 on the line and we have to maintain that or it would
15 take a very short time if we're seen as not being
16 credible or leaning one way or another to benefit the
17 client that that would essentially ruin our
18 reputation going forward. So we're very proud of the
19 fact that we probably have generated about half of
20 all toll revenue bonds, not issued, but our revenue
21 forecast has supported as well about half of all
22 total revenue bonds that have been issued in the
23 United States.

24 So in addition to those kinds of studies, I
25 am the project manager for all of the New Jersey

1 Turnpike Authority traffic and revenue study as well
2 as the Pennsylvania Turnpike. I've been doing that
3 for the last 15 years. One of the sort of parallel
4 efforts in terms of the AET analysis that I've been
5 working on closely with the Pennsylvania Turnpike,
6 some of you may or may not know that they've been
7 going through a lot of the same thought process and
8 planning that the Maine Turnpike has been going
9 through in terms of looking at AET as the future in a
10 way to improve operations.

11 So we've been working since about 2010. We
12 began looking at both system-wide conversion and
13 doing lots of sensitivity tests and testing different
14 toll surcharges and different assumptions and
15 collection rates, et cetera, et cetera, using
16 basically the same model that we're using for this
17 with different inputs of course. Some of the early,
18 just to see at a planning level stage, we were
19 looking at system-wide toll conversion, the entire
20 ticket system. It's one of the largest toll revenue
21 generating systems in the country and so obviously --
22 and they don't have a -- what is traditionally
23 considered the market -- the E-Z Pass market share
24 that would be ideal, there are about 70 percent E-Z
25 Pass, 30 percent cash. Ideally you would like that

1 to be higher. So we've over the last many years been
2 analyzing that and more recently as part of that a
3 parallel effort is to study implementation of some
4 pilot programs to isolate some areas where we can
5 actually test AET. And I know you just asked Peter
6 about the tests that they had done at Gardiner and he
7 said that they hadn't done that. Well, we, in fact,
8 we actually are doing that on the Pennsylvania
9 Turnpike. In January 2016, we converted the eastern
10 most toll plaza at the Delaware River Bridge Toll
11 Plaza from the beginning of the ticket system, which
12 is a cash ETC plaza, to an all electronic or as they
13 call it cashless system. So it's now in operation
14 and it's been in operation for a little over a year.
15 I get monthly reports, very detailed reports that
16 show day by day how much revenue is collected, what
17 the mix of cash versus -- or video versus E-Z Pass,
18 the states of registration, how quickly people pay
19 their invoices, is it on the first invoice, the
20 second invoice, the third invoice, fee levels, number
21 of transactions per invoice, so we get very detailed
22 data that we keep, maintain and monitor and use that
23 to constantly refine our models for the rest of the
24 system.

25 MR. ANDERSON: Excuse me, Mr. Quinlan, can I

1 just ask a point of clarification? I don't remember
2 the discussion of the Pennsylvania information as
3 being part but maybe I missed it. Is this
4 information that you're testifying to right now part
5 of what was submitted as part of the pre-trial
6 testimony just so that I can follow along?

7 MR. QUINLAN: I don't believe it is.

8 MS. BENSINGER: That's an objection, I take
9 it?

10 MR. ANDERSON: Yes, I tried to not sound
11 like a lawyer, but, yes, that was an objection.

12 MS. TOURANGEAU: Can I respond?

13 MS. RICHARDSON: Yes, Ms. Tourangeau, please
14 respond.

15 MS. TOURANGEAU: In terms of whether it's in
16 the testimony that would also include his report and
17 other discussion of Pennsylvania as a comparable that
18 is in the record that Mr. Quinlan is going to as
19 underpinning for the creation of the model that is at
20 issue in these hearings.

21 MR. ANDERSON: So I appreciate that may be
22 experience outside of the documents in this
23 proceeding that may have informed what he did back in
24 2014, but I guess my objection would just stand that
25 to the extent Mr. Quinlan is testifying about

1 specific data that's not in the record.

2 MS. RICHARDSON: I understand that. It
3 sounds like it's beyond the scope of the testimony
4 that was submitted, so maybe no more references to
5 the Pennsylvania Turnpike.

6 MR. QUINLAN: I was done anyway. Well, in
7 any event, so basically that's kind of a long way to
8 get us to where we are today with the York Toll
9 Plaza, so I'll focus on that then.

10 So I guess the point is that we have a model
11 that is -- and I think it is relevant that it's not a
12 brand new model that we just created for this. It's
13 a model that we use. And it's really an AET model.
14 I mean, we used it to run the ORT scenario through
15 it, but it's really a different animal. It's
16 essentially their current -- nothing changes in terms
17 of the way tolls are collected, you still have a cash
18 collection and you still have E-Z Pass collection.
19 And, in fact, from our report you can see that the
20 revenue differences, the toll revenue differences are
21 pretty minimal. There is a very slight positive
22 impact. In fact, ORT -- when toll facilities convert
23 to ORT just as they did on the Maine Turnpike, you
24 don't need a formal forecast to do that, a formal
25 investment grade forecast because its known that

1 revenues are not negatively impacted. It's a -- New
2 Jersey and Pennsylvania, they all -- they can convert
3 to ORT at any point.

4 So specifically for the York Plaza and the
5 AET study we used -- I think it's been established
6 earlier that our data, our model that we conducted
7 and that is our April 2014 report is based on
8 included actual data through 2013. We went through a
9 lot of iterations and data collection and updating of
10 data as we prepared the final report. We actually
11 started earlier back in 2011-2012 and we were on a
12 bit of a hiatus and then we started up again and then
13 we collected all new data to reflect actually data
14 through 2013. So information like valid image
15 capture rates on the system, their rate of return
16 when they send an image to the DMV to get records
17 back, a valid address to send the invoice to or to
18 send the violation notice to, we know what those are.
19 And so the model to the extent possible where there
20 is actual data to base it on, that's what we use.

21 In addition, we collected -- because a big
22 focus of AET is what happens to the current cash
23 component, they become your video customers and so
24 you wanted to have a better understanding of who
25 those people were. So a big focus of our effort was

1 try to understand the characteristics of the current
2 cash customers. And, you know, we go through that in
3 some detail in our report, but, as you know, a very
4 high proportion, about 63 percent, are out of state
5 motorists, 5 percent of which are Candians and they
6 tend to be very infrequent users. A majority are
7 very high proportion are only using the facility a
8 couple times a year as they go there for vacation and
9 so on. So we -- to the extent possible whatever data
10 was available we used that. We collected data to
11 supplement that.

12 And the way the model works, and, again, we
13 have a pretty extensive section in the report as to
14 how it works, but it basically follows that video
15 transaction from the time it goes through the plaza
16 and then it determines both the costs that are
17 incurred to try to collect debt revenue, there is
18 costs to look up DMV records, there are costs to
19 stuff envelopes and send out invoices, et cetera.
20 There is also -- the model recognizes the
21 uncollectible, the uninvoiceable component, the up
22 front component where you have a bad license or you
23 don't have a valid address, that's just
24 uninvoiceable. And then -- and so that's essentially
25 lost revenue, that's what we call revenue leakage.

1 That's one component of revenue leakage. And then
2 the other component of revenue leakage, important
3 component, is the uncollectible. You have a good
4 address, you send them an invoice and they don't
5 pay -- they don't pay it. So there is a lot of costs
6 involved in just trying to send out multiple mailings
7 to collect debt from people, who in this case the
8 majority of them are not Maine residents, they're out
9 of state and 5 percent of them are out of country.

10 So the way we structured our study is we
11 have -- and this is what was -- we used the word base
12 in a couple of ways as Peter mentioned. Our base
13 case AET and base case ORT scenario is what we would
14 consider sort of a planning level or a 50 percent
15 confidence level. We then also did a higher
16 confidence level, a 90 percent confidence level,
17 which is a more rigorous test. It really is needed
18 to make the decision to actually do something, to
19 implement a toll change or to go before a rating
20 agency and say we're very confident this is what
21 you're going to find. The way the 90 percent
22 confidence level works is it is a Monte Carlo test
23 where the model runs a series of, in this case, 3,000
24 different iterations of the model testing different
25 combinations of the variables that we put in and it

1 summarizes those and then it determines that in 90
2 percent of the case it says you will have at least
3 this much revenue or more in 90 percent of that -- 90
4 percent of the time. So that really is the number
5 that if a decision is going to be made -- if a policy
6 decision is going to be made it really needs to be
7 made based on that 90 percent level to provide both
8 the authority with a level of confidence that it will
9 be achieved as well as when you're presenting this
10 before the rating agencies and others who are going
11 to look at it. And they're, quite honestly, they're
12 very familiar with these facilities throughout the
13 country, so they're going to have an idea of what
14 leakage levels are likely to be and so on and so
15 forth.

16 So the final table in our report that has to
17 do with the York Toll Plaza, and this is the one that
18 Peter was -- you were focusing on with Peter, this
19 Table 16. It does show that in the base case the 50
20 percent confidence level that the differential is the
21 24 million between the ORT and AET, but remember,
22 that's \$24 million over 10 years. At the 90 percent
23 level it's \$8 million, which is about 1 percent of
24 toll revenue in that period. Roughly \$600 million in
25 toll revenues collected. So \$8 million, I mean, to

1 be within 1 percent or 1 percent positive at the end
2 of 10 years is -- from our perspective is net revenue
3 difference. I mean, to you and me to have \$8 million
4 would be a grand thing. For the Turnpike, \$8 million
5 over 10 years out of a \$600 million revenue stream
6 it's not a lot of money. I mean, it's the equivalent
7 of something like .2 percent revenue difference per
8 year over a 10 year period. If our forecasts were
9 within 1 percent at the end of a 10 year period, we
10 would be called geniuses. And I think it's worth
11 reiterating that to get that 1 percent additional
12 revenue requires a surcharge, requires you to charge
13 additional toll to video customers, which in many
14 cases are really more economically more vulnerable
15 people as Peter pointed out and I think that went
16 in -- we did not make the recommendation, but I
17 believe that's -- certainly as Peter testified that
18 was on their mind as well. No surcharge at all is
19 required under ORT, so there would be no impact.
20 There would be zero impact in terms of cash toll
21 rates.

22 So I think we went through and laid out with
23 as much clarity as we could and we were as
24 transparent as we could be in our report. Our
25 assumptions, our methodology, sort of a line by line

1 that allowed others to go through the report and look
2 at it and see what we did. And I know that there is
3 a push now for us to use that model, the model that
4 we created in 2014 and based on the 2013 data to
5 recalculate sort of a new start date to see what the
6 surcharges would be assuming that a 2019 or a 2020
7 start date for AET. And of course we can do that,
8 you can do anything you want with a model. The
9 question is is it really the right thing or the
10 correct thing to do and I think the answer to that is
11 no, for several reasons which I'll go into. That's
12 simply one variable, the assume start date of AET and
13 so that is now changed. That's clear. 2015 is
14 passed and the new start date is presumably -- it
15 would be 2019 or 2020. So beyond just changing the
16 start date, we know that other inputs have also
17 changed. We know that in 2016 cash transactions,
18 which is where all of your revenue leakage comes from
19 is from the cash component. Cash transactions are
20 now as of 2016, the last full year of actual data,
21 about 11 1/2 percent higher than we have in our
22 model. So that's right off -- in the beginning, the
23 population or the universe of trips that we're
24 looking at from which leakage can occur is bigger.
25 There is a potential for more revenue loss there.

1 MS. RICHARDSON: Excuse me, I just want
2 to -- as a time issue --

3 MR. QUINLAN: Okay.

4 MS. RICHARDSON: -- you guys have like maybe
5 not even 10 minutes left and you need to get through
6 the panel, so.

7 MR. QUINLAN: Okay.

8 MR. ANDERSON: Plus the 10 more.

9 MS. RICHARDSON: Yeah. We're keeping an eye
10 on the time here and you have until 11:05 for your
11 panel. You have 30 minutes. We were going to give
12 you another 10 minutes, so that will give you until
13 11:15, so I just wanted to --

14 MS. BENSINGER: We started 5 minutes late.

15 MS. RICHARDSON: It was 5 minutes late, so I
16 just wanted to bring that up.

17 MR. QUINLAN: So I'll be quick then. So
18 cash transactions are much higher. The growth and
19 E-Z Pass is a little bit slower than we assumed. The
20 market share is a little bit lower in 2017 than we
21 had in the model. And probably as importantly, if
22 not most importantly, the reciprocity agreement that
23 was signed near the time that we began the study. It
24 hadn't been in effect for very long. It has not
25 produced the kind of collection rates that we assumed

1 in the model. In other words, we are assuming that
2 it would be a fairly successful program and we would
3 be able to collect from New Hampshire and
4 Massachusetts residents at a much more healthy rate.
5 In fact, over the last couple of years that has not
6 happened and so that would result in fewer revenue
7 collections as well from that component. All of
8 those are negative impacts in terms of the surcharge
9 levels that would be required for AET. So to simply
10 use the model as it is statically and move the start
11 date when we know that other things have changed that
12 are detrimental to AET in terms of the level of
13 surcharge, we feel that that would be inappropriate.
14 And we certainly wouldn't defend that without doing
15 an extensive study to update all of the variables to
16 feel comfortable with that. So that's -- I'll end it
17 there.

18 MR. GOBEILLE: Okay. Thanks, Gary. Hearing
19 Officer Richardson, my name is Richard Gobeille. I'm
20 the Infrastructure Consulting Director for Jacobs
21 Engineering. I have a Bachelor's degree and a
22 Master's degree in Engineering from the Stevens
23 Institute of Technology and I have four engineering
24 licenses. A little bit about myself, I have over 30
25 years experience in toll facility work, both policy,

1 revenue forecasting and technology. Gary mentioned
2 bond financing. I have personally been responsible
3 for \$18 billion of toll revenue bonds. On the
4 technology side, I'm kind of versed in that also. I
5 was actually a project manager beginning in 1988 for
6 the feasibility and testing of what everybody calls
7 E-Z Pass today, so I've been around for the beginning
8 of electronic tolls and I have a pretty good
9 understanding of it. And I've personally done work
10 for over 60 different toll agencies. Most recently
11 in New England, New Hampshire, Massachusetts, Rhode
12 Island and doing work in AET feasibility studies.

13 I think one of the things that I've been
14 asked to testify to, I'm actually the manager for the
15 project that Jacobs has with the Massachusetts
16 Department of Transportation and we did the AET rate
17 setting for that system and we also prepared a report
18 that was to be used for bond financing. It was an
19 investment grade revenue report that had AET in it.
20 Now, Gary mentioned the importance of the firm
21 signing these certificates. I actually personally
22 signed the certificates for investment grade bond
23 financing and you may not be aware that when I do
24 sign that certificate I'm not signing for the firm,
25 I'm signing for myself personally and I'm actually

1 personally legally responsible for what's in it and
2 if I misstate or falsely misstate things, I can go to
3 jail and people have, so I take that role very
4 serious and so I like to be very fair and operate
5 with integrity.

6 When doing this AET rate setting work there
7 are several factors that go into it and what you need
8 to consider. Specifically bond covenants, you want
9 to have an ability to collect tolls from a large
10 percentage of the customers, you need to understand
11 the specific characteristics of the users of
12 different facilities. You know, obviously something
13 like the Tobin Bridge in downtown Boston is going to
14 be different than the York Toll Plaza. You need to
15 look at, which I always think is real important, fair
16 and reasonable cost of travel for all motorists,
17 right. AET often has variable rates for the
18 different types of payers and it's important to
19 understand if it's fair and reasonable for the
20 different parties. And you have to look at the
21 overall benefits, not just for the facilities, not
22 just for dollars and cents, but just the facilities
23 benefit as a regional transportation resource and we
24 always do that in our studies.

25 For the Massachusetts Department of

1 Transportation one of the things actually in
2 Mr. Smith's testimony he mentioned the word leakage
3 that was expressed at the Tobin Bridge. Gary
4 mentioned the word leakage. It's a word that has
5 many different definitions and I like to express that
6 there is uncollectible, there is unbillable, there is
7 leakage and all agencies express their data publicly
8 in different forms, all right. And so what I use to
9 express in terms of percentages here I'm going to use
10 the word uncollectible. That means a vehicle that
11 goes by the point of toll collection may not have
12 been able to be identified by the plate, may not have
13 been able to be have an addressed term for it, may
14 not have a valid address, it may not have been paid
15 back and been by the motorist, so that would be an
16 uncollectible transaction. In terms of leakage, if
17 you go out into public documents most times you see
18 the words as expressed in terms of expected revenues
19 that were not able to be collected, all right. So an
20 authority never has an expectation to collect revenue
21 from a vehicle that can't identify its plate, all
22 right. So one of the items that MassDOT has publicly
23 said is they had a 21 percent leakage rate at the
24 Tobin Bridge, but that really wasn't expressed in the
25 same terms as the 42 percent that's in the CDM Smith

1 study. 42 percent was in terms of transactions.

2 MS. BENSINGER: Excuse me, can I -- I am
3 having trouble locating your pre-file direct
4 testimony.

5 MS. TOURANGEAU: He is a rebuttal witness.

6 MR. MILLS: Only rebuttal.

7 MS. BENSINGER: Only rebuttal. Okay. Thank
8 you.

9 MR. GOBEILLE: Do you want me to wait for
10 you to --

11 MS. BENSINGER: No, that's fine. I'll find
12 it.

13 MR. GOBEILLE: All right. So in the work
14 that we did at Massachusetts DOT, we had
15 uncollectible rates that ranged from 26 1/2 percent
16 to 38 percent depending on where the facility was.
17 The ones within the urban area were much greater. I
18 mean, you know, the rate of collection on the lower
19 uncollectible rate. And as you went west on the
20 turnpike we went up to 38 percent, but that western
21 turnpike still includes Newton, which is really part
22 of downtown Boston, all right. It's a lower
23 percentage of uncollectible than in the CDM Smith,
24 but it's weighted more towards urban traffic. And
25 the facilities have been operating since, I'm going

1 to say, November 1, but it was by October 28, and to
2 date the range of uncollectibles of the MassDOT is in
3 the range of 40 percent, all right. So it's slightly
4 higher than what the forecasts were, but that can be
5 expected as a system is starting up, but it's within
6 that range of 40 percent, which is very similar to
7 what was in the CDM Smith study.

8 A couple of other items. I've also prepared
9 two other investment grade studies recently that
10 include all electronic toll collection. One of them
11 is for the Delaware Department of Transportation for
12 U.S. 301. That's basically a parallel route to I-95.
13 That's on the eastern side of Chesapeake Bay. It's
14 very rural. I don't know if any of you have ever
15 driven it. It's basically flat and straight and it
16 goes through chicken farms and corn fields. A local
17 trip on that roadway is considered to be 50 miles
18 long. Given the nature of that traffic for that
19 study, we estimated about 46 percent of transactions
20 would be uncollectible. Another study I completed
21 was for the New York State Thruway that opened an AET
22 facility on the Tappan Zee Bridge in April of 2016.
23 In that investment grade study we estimated between
24 40 and 43 percent would be uncollectible and to date
25 they are seeing results that are within that range.

1 So I think, you know, my experience
2 elsewhere and data that has been presented in these
3 investment grade studies that I am personally
4 responsible for the range that I see of
5 uncollectibles is very similar and I actually think
6 the work of CDM Smith in that area is very reasonable
7 for the forecast that they have prepared.

8 MS. RICHARDSON: You have 10 minutes left.

9 MS. ROBERTS: I'll be quick. My name is
10 Elizabeth Roberts. I am a Senior Traffic Engineer
11 with HNTB Corporation. I have a Bachelor's and a
12 Master of Science both in Civil Engineering from
13 Perdue University. I have experience in traffic
14 engineering in the past 20 years. I have done
15 traffic demand modeling, traffic impact analyses,
16 diversion studies, signal design and traffic and toll
17 revenue analysis.

18 In the spring of 2016, the Maine Turnpike
19 Authority approached me to do a traffic impact study
20 on diversion estimates that are in the CDM Smith
21 report. One of the first things that I did was tried
22 to establish an analysis year. The question is what
23 was the potential year for the facility to be open
24 and that was 2019. And so my study looked at 2019
25 diversion estimates in the report. Knowing that

1 these diversion estimates could be low as the report
2 is based -- in that report it assumes that the
3 facility had already been open for several years.
4 After that, we then met with the Maine Department of
5 Transportation. We wanted them to be comfortable
6 with the methodology that we used for our study. The
7 traffic engineer in the Maine Department of
8 Transportation suggested that we use their statewide
9 travel demand model, so we did. We used their model
10 to determine where traffic would divert to because we
11 realized in the summer Route 1 is highly congested
12 and what we found was traffic would divert to Routes
13 236, 109/9 and Route 4. We found that the towns that
14 were most impacted by these diversions in the summer
15 would be Ogunquit, York, Kittery, Eliot, Wells, South
16 Berwick, Berwick, North Berwick, Sanford and
17 Kennebunk. We also looked at an average day. We
18 wanted to understand what is the peak hour going to
19 look like with all this traffic, how would diversion
20 impact an average day. What we found was at certain
21 intersections in York and Ogunquit delays could be
22 increased. They could double or triple.

23 And so with the results of our study, we
24 went back to the MainedOT. We wanted to see if they
25 had any concerns regarding our methodology or the

1 validity of our results and they had no concerns with
2 our methodology or the validity of our results. And
3 that is all.

4 MR. LAVALLEE: Thank you, Elizabeth. I'll
5 try to be as brief as I possibly can. My name is
6 Roland Lavallee. I am with HNTB Corporation. I'm
7 actually principle in charge with regards to the
8 Maine Turnpike. I have a Bachelor's degree and a
9 Master's degree in Civil Engineering. I've been in
10 the profession for over 40 years. I hate to say that
11 because I was not here when they built the Turnpike,
12 by the way, just in case you're wondering. The fact
13 is though is I have been working on the Turnpike for
14 about 37 years and I've been the principle in charge
15 for I believe it's --

16 MS. BENSINGER: Could you pull the
17 microphone closer to you?

18 MR. LAVALLEE: I'm sorry. -- for 32 years.
19 Is that better?

20 MS. BENSINGER: Mmm hmm.

21 MR. LAVALLEE: Okay. Some of the work that
22 I'm involved in has been mentioned here in a number
23 of ways, but the evaluation of facilities, the
24 physical needs, operational needs, revenue analyses,
25 cost estimates with regards to programs, for

1 instance, the widening. And what I want to do is I
2 just wanted to give you a little brief synopsis about
3 HNTB and myself, I think I've done that. With HNTB,
4 the fact is as these gentlemen have indicated for
5 their firms we are probably one of the best known
6 engineering firms with regards to toll plazas, toll
7 projects, toll equipment, toll design in the country.
8 We have certified over \$80 billion in bonds and I
9 just want to touch on that. Rick touched on it as
10 well as Gary. Rick, I think, summed it up very well.
11 This is extremely important. One of the things that
12 goes with this is the fact that one of the things
13 that the bond houses always request of the Turnpike
14 is what is the status of the Legislature in terms of
15 impeding your ability to raise tolls or to change the
16 method in which you will collect. This is not an
17 easy thing to do.

18 When we talk about revenue studies one of
19 the things we have to do is generate a revenue
20 certificate. I want to touch on AET and ORT slightly
21 and one of the things that I'm going to say is that
22 with an ORT plaza, and Gary said this, we don't have
23 to do a revenue certificate. Why? Because the
24 protocol and the system of toll collection does not
25 change. With an AET system we do and it would be

1 very comprehensive. Why? Because of risk. There is
2 a risk element there that no one really touches very
3 well and that becomes a very important factor. There
4 are a few things that when we talk about models for
5 AET get very important and one of them has to do with
6 the cash market place. How much of the tolls are
7 actually cash related? At York we're talking about
8 nearly 30 percent of the tolls. This is the single
9 highest plaza with regards to revenue generation. We
10 also have to talk about infrequency of trips because
11 one of the things that goes into this is is it even
12 worth sending out a bill for somebody who travels the
13 Turnpike once a year, somebody who would give you
14 cash but you will never see again. Those are the
15 things that are particularly important. The
16 proportion of the low frequency, again, is critical.
17 The difficulty in obtaining the information and I am
18 not going to belabor this because I know that both
19 Rick and Gary talked about it, but these are some of
20 the things that are important. In 2009, we did the
21 first AET study for the Maine Turnpike. What came
22 out of that was the fact that there would have to be
23 significant surcharge and it really wasn't plausible
24 to do that in the environment that we have for all of
25 those reasons. In 2014, CDM Smith was hired to do a

1 new look at it. Fresh. Didn't take any of the data
2 that we had prepared. Did everything from scratch.
3 Five years after we had done ours, you know what they
4 showed? The same thing.

5 One of the things that we do know about the
6 CDM Smith model is that it's a good model, but it
7 also is driven by things that you tell the model that
8 you want -- that you think will happen. One of it
9 was the growth and E-Z Pass penetration. We've
10 already heard Gary say that the E-Z Pass penetration
11 is not going as strong as what was in the model. One
12 of the things we know because we all monitor other
13 roadways throughout the country is that when a
14 facility goes to AET, guess what happens to E-Z Pass
15 penetration? It stagnates or goes down. It doesn't
16 grow up. It's usually a small blip right at the
17 beginning and then what happens is it stagnates and
18 it doesn't grow anymore and in some cases it actually
19 recedes. These are important because the cash people
20 that we're thinking about would be abated and then
21 you could -- you wouldn't have the look-up fee, you
22 wouldn't have the mailing fee, those things don't
23 really change. That's why we're already seeing that
24 there is a change with regards to the cash.

25 The ability of the Turnpike to select its

1 method of toll collection is vitally important. This
2 is a contract with the bond holder. This is not
3 something to be taken lightly. When the Turnpike
4 sells bonds, they have to go -- and you're going to
5 hear Doug Davidson talk about this. It's not a
6 pledge of the asset, it's a pledge of the revenue
7 stream, but the trustee who oversees this for the
8 bond holder can actually come in and direct that
9 certain things occur to generate the revenue that's
10 required. As Rick and Gary both indicated, I, as the
11 general engineering consultant for the Turnpike are
12 paid by the Turnpike, but I actually work for the
13 trustee and the bond holder. My job is to make sure
14 that their interests are protected. I know that
15 sounds horrible, but you have to understand that this
16 is not dissimilar from the mortgage on your house
17 except for the fact that it's a much bigger mortgage.
18 Right now, the Turnpike has about \$385 million in
19 outstanding bonds and that has to be protected.

20 I'm going to close a little bit by saying
21 I'm going to talk about AET truisms. And these are
22 mine and I don't know if they -- if anybody really
23 likes these, but one of the things that we know about
24 AET is that when you convert to AET you lose about 50
25 percent of your cash. And the only -- now you can

1 argue this around the edges, you know, you hear Rick
2 talk about 47, 42, you know, 36 or whatever. You can
3 argue around the edges, but the fact is is you're
4 going to lose a significant amount of your cash and
5 you have to make that up. And when you have to make
6 that up you're going to do it through a series in
7 most cases by doubling the toll, which is what we're
8 talking about at York with the \$3 and in addition to
9 that adding fees for people who pay late. And those
10 things are difficult to deal with because when you go
11 to the bond rating agencies they don't like the fees
12 very much. One of the things with York and with the
13 toll is the fact that if we double the toll at York
14 we remove virtually all of the toll elasticity at
15 that location and possibly for the Turnpike. So I
16 know that I'm probably already out of time, so with
17 that I'll --

18 MS. RICHARDSON: You did pretty well. Just
19 a little bit. So we're ready for some
20 cross-examination.

21 MR. ANDERSON: Thank you.

22 CROSS-EXAMINATION OF MR. QUINLAN

23 BY MR. ANDERSON:

24 Q. I think I'll probably start, Mr. Quinlan,
25 with you. And I'm assuming you've got a copy of your

1 2014 report handy?

2 A. I do.

3 Q. I had some discussions with Mr. Mills on
4 this, so I'm going to try not to duplicate, but I
5 just wanted to touch briefly, you were retained by
6 the Turnpike Authority to do this relative financial
7 calculation for AET and ORT and you looked at it as
8 compared to what was predicted from the existing toll
9 booth, correct?

10 A. Correct.

11 Q. And in the report that you ultimately
12 provided to the Board, in your Tables 5 and 6 you
13 provided predictions, not data but a prediction over
14 at that 15 year period, correct?

15 A. Correct.

16 Q. And then you also did a 10 year calculation
17 of the net relative revenue from 2015 to 2024,
18 correct?

19 A. That's correct.

20 Q. And I'm assuming that all of the information
21 that is in the report you provided to the Board that
22 at that time you stood behind it and thought that it
23 was the best predictions you could make based on the
24 information you had, correct?

25 A. That is correct.

1 Q. All right. When you looked at the existing
2 and the AET and the ORT, you considered all of these
3 concerns or truisms or challenges with AET, didn't
4 you? And maybe I should be more specific. When you
5 looked at an AET, you gave consideration to lost
6 revenue through leakage, correct?

7 A. Correct.

8 Q. And you also looked at lost revenue through
9 diversions, correct?

10 A. Correct.

11 Q. And issues about unreadable plates, that was
12 part of your analysis?

13 A. Correct.

14 Q. So all of the kind of financial and
15 operational challenges of an AET facility, you
16 considered those in your report, correct?

17 A. Yes.

18 Q. All right. And then if I could just direct
19 your attention to Table 16, the bottom line table
20 that you had mentioned that I had talked to Peter
21 about. So when you look at all these different
22 financial inputs including the capital costs of the
23 three different options, at the 90 percent confidence
24 level you estimated that an ORT would result in a
25 \$6.5 million revenue deficit as compared to the

1 existing toll plaza, correct?

2 A. That is correct.

3 Q. And then for the 90 per confidence for AET
4 you predicted a \$1.5 million surplus, correct?

5 A. That is correct.

6 Q. And just to put a finer point for people
7 that don't go to Monte Carlo very often, this 90
8 percent confidence means that of all of the scenarios
9 you ran 90 percent of them would run these two
10 numbers, correct?

11 A. Correct. It would be this amount or
12 higher.

13 Q. Or higher.

14 A. Yes.

15 Q. All right. And so I think what you had
16 mentioned in your comments is \$8 million is a lot to
17 most folks, but not to the Turnpike Authority; is
18 that fair?

19 A. On the base of \$600 million in revenue it's
20 a 1 percent difference, yes.

21 Q. Okay. But even though maybe the \$8 million
22 is not that significant, your 90 percent estimate
23 clearly showed a revenue deficit with ORT and a
24 revenue surplus with AET?

25 A. That is correct. And but also, just to be

1 clear that it does require a substantial surcharge in
2 order to do that.

3 Q. Excellent. And that was a \$3 surcharge --

4 A. Correct.

5 Q. -- that you included, correct? All right.

6 Great. Now, I want to talk a little bit about the 15
7 years of data that you provided in the report as it
8 was reviewed by everyone back in 2014. It's true
9 that in your report you predicted that E-Z Pass use
10 would go up, correct?

11 A. Correct.

12 Q. And I believe that was over the full 15 year
13 period?

14 A. Mmm Hmm.

15 Q. You also predicted that diversion numbers
16 would decrease, I believe, for the first 10 years,
17 correct?

18 A. Correct. Yup.

19 Q. And then also leakage attributed to
20 unreadable plates and unsuccessful collections you
21 had predicted that leakage numbers would decrease
22 over that first 10 year period?

23 A. Correct.

24 Q. And that kind of brought you down to the
25 bottom of the table that showed the difference

1 between the revenue expected from AET and the revenue
2 you expected from the existing plaza, correct, that's
3 the second to last line?

4 A. That's correct.

5 Q. And you had predicted that over time that
6 revenue gap between AET and the existing plaza would
7 shrink every year, correct?

8 A. That is correct.

9 Q. And after a few years you would actually
10 start showing a net positive for AET?

11 A. That is correct.

12 Q. And so in 2014 you were asked to do this 10
13 year calculation starting in 2015. Who asked you to
14 pick that date as the start date?

15 A. The Turnpike Authority in general. We had
16 meetings and that was determined to be the earliest
17 feasible time that AET could be implemented. I can't
18 tell you a name of a person, but we would have
19 meetings and we agreed that that was the appropriate
20 start date.

21 Q. Okay. And did anyone at the time you were
22 finalizing your report ask you to do that 10 year
23 calculation for any different 10 year period?

24 A. No.

25 Q. And since you did this in 2014, you know

1 that we had asked for some additional numbers, have
2 you actually done any of those calculations since you
3 issued your report?

4 A. We have not.

5 Q. You're not even a little curious?

6 A. Nope.

7 MR. BERGERON: Excuse me, Mr. Quinlan, can
8 you use the microphone so folks can hear.

9 MR. QUINLAN: Sure. Sorry.

10 BY MR. ANDERSON:

11 Q. All right. Your understanding at the time
12 was if you had been asked to do a calculation
13 starting with a 10 year period in a later year that
14 number -- the ultimate number you calculated would be
15 different, correct?

16 A. I'm sorry, say that again.

17 Q. So if you had been asked, for example, to
18 start your 10 year calculation in 2017 or 2018 --

19 A. At the time that this was done?

20 Q. At that time this was done.

21 A. Okay.

22 Q. You would have predicted a different number
23 than 24 million, correct?

24 A. That's correct.

25 Q. And based on your understanding of your

1 report that number probably would have been higher,
2 correct?

3 A. The differential?

4 Q. The \$24 million --

5 A. Yes.

6 Q. -- would have gone up. So each year the 10
7 years shifted, the \$24 million differential would
8 rise?

9 A. That is correct.

10 MR. LAVALLEE: I guess I'd like to --

11 MR. ANDERSON: If I could just -- we'll
12 definitely get to you, Mr. Lavallee, but this is an
13 opportunity for me to ask Gary some questions and
14 then I'll come back to you. And also your lawyer
15 gets to allow you to kind of say additional comments
16 as well and I'm trying to stay on schedule, so if we
17 could stick to one at a time, that would be great.

18 BY MR. ANDERSON:

19 Q. Now, in your calculation when you looked at
20 the surplus, and maybe we'll just have you turn to --
21 I'm going to have you turn to Table 5 in your report.

22 A. Okay.

23 Q. And I'm looking at the bottom line, now,
24 again, just to clarify, this Table 58 assumes a \$3
25 surcharge, correct?

1 A. That is correct.

2 Q. All right. So over that first 10 year
3 period the very bottom line is kind of a rolling
4 calculation of how much you're up and down with AET
5 versus the existing toll plaza, correct?

6 A. Yes.

7 Q. And the numbers of that first 10 year period
8 in 2024 you show that AET with a surcharge has
9 generated \$2.9 million more in revenue, correct?

10 A. That is correct.

11 Q. And if we go all the way to the end of the
12 data that you've provided, we have a \$13.8 million
13 surplus with AET, correct?

14 A. Correct.

15 Q. Now, in your report I think you had stated
16 that you were trying to identify what you called the
17 optimal surcharge, which was the lowest surcharge
18 that would maintain revenue neutrality between the
19 two options, correct?

20 A. Yes.

21 Q. So in this table what you've shown is with
22 the \$3 surcharge at the end of your 15 years of
23 prediction you won't have revenue neutrality, will
24 you, you'll have a \$13 million surplus for AET; is
25 that correct?

1 A. That's correct, but that's -- that's not how
2 we presented it in the report.

3 Q. Yes, I appreciate that's not how it was
4 presented, but isn't it, in fact, true that with a \$3
5 surplus when you look at AET versus the existing toll
6 plaza when you get to the end of your 15 years you
7 don't have net revenue neutrality, you have a \$13
8 million surplus with AET, correct?

9 A. That is correct.

10 Q. And so did you ever or were you ever asked
11 or do you ever think to readjust the surcharge to
12 eliminate that \$13 million surplus?

13 A. No. Again, at the time that we did this the
14 assumed opening date was 2015 and so that was the
15 appropriate time period to review is over the first
16 10 year period.

17 Q. That is correct. But even over that first
18 10 year period you ended up with a \$2.9 million
19 surplus, correct?

20 A. That's correct. At our next lowest level
21 that we tested at 2.50, that would have all been
22 negative.

23 Q. Okay. So even if you started in 2015 and
24 only considered the first 10 years, the surcharge
25 would have been somewhat less than \$3?

1 A. A minimal amount, yes. Higher than 2.50,
2 lower than 3.

3 Q. And if we take this to the end of the 15
4 year prediction, you're at 13 million, you'd have to
5 lower it even more to wipe out that larger surplus,
6 correct?

7 A. That is correct. And they would always add
8 the option to do that in that year, but, again, when
9 you're going before a rating agency they're not so
10 concerned about what happens in 15 or 20 years, they
11 need to have assurity in the first 10 years and that
12 was the period that we selected.

13 Q. I think I appreciate that, although I must
14 admit I don't know what bonding agencies do. But
15 certainly you had provided 15 years worth of data to
16 the Board and I think you testified earlier you were
17 comfortable with them reviewing and relying on that
18 data predictions, correct?

19 A. Yes.

20 Q. So this \$13 million that you predicted at
21 the end of 15 years, that doesn't yet consider
22 capital costs, does it?

23 A. It does not. It's also, quite honestly,
24 it's not at our 90 percent confidence level.

25 Q. I understand.

1 A. Okay. It's the 50 percent --

2 Q. It's the 50 percent.

3 A. -- sort of our planning level analysis.

4 Q. Okay. So you had -- with your 50 percent
5 now, so you got to 13 million, but you had not yet
6 considered capital costs, correct?

7 A. That is correct.

8 Q. And you had been told that the capital costs
9 to kind of upgrade the existing toll plaza was
10 approximately 22 million, correct?

11 A. Correct.

12 Q. And the cost to construct the AET facility
13 was 4.8 million?

14 A. Correct.

15 Q. All right. So that's a \$17 million
16 difference between capital to maintain the existing
17 facility and the cash necessary to build a new AET
18 facility, correct?

19 A. That's correct.

20 Q. And when you ultimately calculated your \$24
21 million number for AET versus ORT you looked at the
22 capital costs as one of the financial components they
23 should consider, correct?

24 A. We did. We did.

25 Q. So wouldn't the optimal surcharge even if

1 you started in 2015 had been lower in order to wipe
2 out any predicted surplus and shouldn't it have been
3 lowered to account for the fact that there was a \$17
4 million savings with AET?

5 A. No, I don't think so. Again, there is a --
6 there is a certain level of certainty with ORT and I
7 think that that's -- well, we're not making the
8 recommendation, we're simply presenting the
9 information, so I'll stipulate that. We're not
10 recommending one over the other. We're simply
11 providing the information and the Board -- Peter and
12 the Board made the decision as to which option to
13 choose.

14 Q. Yes, I appreciate that.

15 A. So I'm not sure if you're asking me what I
16 recommended.

17 Q. Yeah. No, I'm not asking you what you
18 recommended. Let me just clarify. You had indicated
19 in your report that when you were trying to calculate
20 the surcharge you were seeking to set what you called
21 the optimal surcharge?

22 A. Mmm Hmm.

23 Q. And the optimal surcharge was the one that
24 led at the end of the day to revenue neutrality
25 between two options?

1 A. Mmm Hmm.

2 Q. Correct?

3 A. Yes.

4 Q. And so what you concluded in 2014 was that
5 an AET facility would potentially generate over the
6 first 10 years 2.9 and after 15 \$13 million in
7 surplus revenue and that the capital costs were \$17
8 million less to start. So at the end of the 15 years
9 that you predicted you had \$13 million of extra
10 revenue and you saved \$17 million dollars. So I
11 appreciate this is your planning tool, but you're
12 planning at about a \$30 million surplus of extra cash
13 from AET. So my question is did you ever reduce the
14 \$3 surcharge to attempt to eliminate that so that you
15 would have net revenue neutrality between AET and the
16 existing plaza?

17 A. We only tested the rates at the net
18 revenue -- net toll revenue level to see at what
19 point it was net revenue positive and then factored
20 in the cost of the capital program after that.

21 Q. But you agree that, you know, whether you're
22 paying -- you're getting revenue in, you're paying
23 your capital costs that all of these are financial
24 implications that the Board should have considered in
25 deciding which sort of toll plaza to do, correct?

1 A. Yes, and I think that they did.

2 Q. So I guess my question is given that capital
3 costs are important because ultimately they have to
4 be repaid, I'm really just asking did you ever
5 calculate what the optimal surcharge would be to
6 eliminate any surplus that you predicted in revenue
7 to eliminate the additional capital savings with
8 AET?

9 A. Well, it's already at the 90 percent
10 confidence level, which is really our bottom line.
11 The AET goes to 1.5 million, so anything less than
12 the \$3 surcharge that would be negative.

13 Q. But this is for the first 10 years, correct,
14 your bottom line --

15 A. This is the first 10 years, correct.

16 Q. So and you showed that over the next five
17 years that revenue surplus of 2.9 would go up
18 significantly to 13 million?

19 A. Correct. At the 50 percent level. We don't
20 show any of that at the 90 percent level. Just so
21 that we're clear, all of the tables that you're
22 looking at that you're referring to in the higher
23 number at the outer year are all at the 50 percent
24 confidence level.

25 Q. And I appreciate that and so I guess my only

1 question is, and maybe the answer is no, is did you
2 recalculate at any point in time what the surcharge
3 would be in order to eliminate any toll revenue
4 surplus that's shown on your table and to account
5 for --

6 A. No. No. No.

7 Q. Now, I'm going to show you something which
8 lawyers fabulously refer to as a stop. We'll start
9 with the lawyer. There are two sheets here and I'm
10 going to hand it to Kate and ask her to hand it down.
11 There should be enough for everyone. And I'm going
12 to hand one to you, Gary. Just take a look at those.
13 So let me explain --

14 MS. BENSINGER: Let me interrupt.

15 MR. ANDERSON: Yes.

16 MS. BENSINGER: So I think we should have
17 for the sake of the clarity of the transcript, we
18 should have certain things labeled as hearing
19 exhibits even though they were already in the record.
20 So the first hearing exhibit was the letter -- May
21 12, 2017 letter from Peter Mills to Ms. Tourangeau,
22 so that would be Hearing Exhibit 1. And then this
23 would be Hearing Exhibit 2 and we're assuming that
24 the Turnpike Authority has no objections to this
25 being a hearing exhibit for cross?

1 MR. ANDERSON: Yeah, let me just explain --

2 MS. BENSINGER: Oh, there are two of them.

3 MR. ANDERSON: -- what this is.

4 BY MR. ANDERSON:

5 Q. Gary, this is --

6 A. Can I make one comment on an earlier point
7 you were trying to make?

8 Q. Yeah. Sure.

9 A. Looking at the outer years, I just want to
10 be clear that when the Authority goes and sells
11 bonds, they have to show that in each and every year,
12 and it's usually over in the official statement, they
13 generally just have to show the first five years.
14 And in each of those five years from the current year
15 to the next five years they have to cover their debt
16 service ratio. They have to meet their obligations
17 in those first five years. So it's interesting that
18 from a planning level that over a 20 year period that
19 it will be net revenue positive. I think it's
20 important to recognize that from a financial
21 standpoint, from a rating standpoint, they have to be
22 net revenue positive or at least not go below what's
23 called their debt service coverage ratio. They have
24 to be able to pay their bills in years one through
25 five. And so we -- I think that is one of the

1 reasons that we chose the 10 year period that
2 certainly within that period if it's net revenue
3 positive there is a pretty good chance that that
4 would be seen as acceptable. When you start
5 calculating in the higher revenue impacts in the
6 outer years that's in a sense -- that's interesting
7 to know, but it's irrelevant for short-term planning
8 and covering your annual costs from today through the
9 next five years.

10 Q. All right. Well, there is nowhere in your
11 report that you kind of distinguish between the
12 quality or the predictability or the reliability of
13 any of the data on Tables 5 and 6, do you? I mean,
14 you don't tell them go ahead and look at the first
15 five years, those are good, but don't look at the
16 last five years.

17 A. Well, that's why I selected the 10 year
18 period. That's exactly why we selected that period.

19 Q. But my understanding is you testified you
20 selected the 10 year period starting in 2015 because
21 you had been told by someone in your planning meeting
22 that that was the earliest date of toll booth
23 operation?

24 A. Correct.

25 Q. So there is nothing in your report in which

1 you said, oh, and we did the 10 year number because
2 those last five years are too far out and you can't
3 reasonably rely on that, correct?

4 A. I'm not sure I follow what you're saying.

5 Q. So did you say anywhere in your 2014 report
6 that on these two tables, 5 and 6, that give 15 years
7 of data that the Turnpike Authority should only rely
8 on the columns in the first 10 years and shouldn't
9 consider the data and the predictions in the column
10 in the last five years.

11 A. Well, I think we do. When we're telling
12 them in calculating all of our final -- the big
13 picture at the end our bottom line is the 10 year
14 period. That by definition is we're saying that it's
15 important to look at the first 10 years, not the last
16 five years.

17 Q. That's right. But, again, I thought you
18 said that was because you had to pick a 10 year
19 period and you started with 2015 because you were
20 told that was the earliest possible year of toll
21 booth operations?

22 A. Correct. Yes.

23 Q. But it wasn't -- if they had come back and
24 said, Gary, we want you to start in 2017 because
25 that's when we think it will actually operate, you

1 wouldn't have said, okay, you can only use the first
2 eight years. I can only use --

3 A. No, you would still use the 10 year
4 period.

5 Q. Okay. Good. I think we're on the same
6 page.

7 A. That I would agree. I thought you were
8 implying that we were -- we're leaving out the last
9 five years because they're positive. It's just
10 because the period under the study was 10 years
11 beginning in 2015.

12 Q. Gotcha. I'm going to try really hard to
13 have the court reporter not kill me at lunch by
14 waiting for you to answer and I'll try not to talk
15 over you, so I apologize. All right. Let me --

16 MS. BENSINGER: Excuse me, I just need to
17 work ought the exhibits. So you just handed out one
18 Figure 6 or are there two different versions of
19 Figure 6?

20 MR. ANDERSON: Yeah, let me explain. There
21 are two different versions of Figure 6. There are a
22 bunch of lines on these two versions of Figure 6.
23 The vertical blue lines, that's the chart. Those are
24 the lines that I have added, so --

25 MS. BENSINGER: Well, let's label them.

1 MS. TOURANGEAU: So none of these documents
2 are in the record already? These are new
3 submissions?

4 MR. ANDERSON: Figure 6 is in the record and
5 this is not a new document. It's merely a
6 demonstrative using the document in the record and
7 for purposes of talking to Gary about some time
8 period issues. I have put some time calculation
9 lines on the existing document.

10 MS. BENSINGER: Do you have a copy of them?

11 MS. TOURANGEAU: I have a copy of two
12 different Figure 6s, neither of which matches the
13 Figure 6 that is in the CDM Smith report. Both of
14 which have additions to them that differ from what is
15 already in the record.

16 MR. ANDERSON: And again --

17 MS. TOURANGEAU: And this Figure 6, I
18 believe, is on Page 2- --

19 MR. BERGERON: Page 19.

20 MS. TOURANGEAU: -- 19 of the CDM Smith
21 report.

22 MR. ANDERSON: That's correct. And what
23 I've indicated is the vertical blue lines are not
24 Mr. Quinlan's lines but for purposes of talking about
25 this figure and my questions, I have added the lines

1 for demonstrative -- I'm not purporting that this is
2 some change in his testimony or data or predictions
3 that he's added. It's just for purposes of clarity
4 when we go through some of the questions that I have
5 on this Figure 6.

6 MS. BENSINGER: Are you objecting?

7 MS. TOURANGEAU: I am objecting. I'm
8 objecting that this is new information that was not
9 presented in any direct or rebuttal testimony
10 previously and it is a new version of a report.

11 MS. RICHARDSON: I am not going to allow
12 this document because it is different -- the material
13 is different from what is in Figure 6 in the CDM
14 Smith report. And it could have been rebutted, I
15 believe.

16 BY MR. ANDERSON:

17 Q. All right. So, Gary, let me just -- are you
18 at Page 19 of your report? It's Figure 6.

19 A. I am.

20 Q. Okay. Great. So I'm not going to refer to
21 these. You can dispose of those at your leisure. So
22 Figure 6 is the kind of graphical representation of
23 your calculation of what the surcharge would have to
24 be for AET in order to maintain some revenue
25 neutrality with the existing plaza, correct?

1 A. Correct. In the base case. At the 50
2 percent column.

3 Q. That's correct. I appreciate that all of
4 your charts are at the base case. So --

5 A. Well, they're not all. We do show the same
6 information as the 90 percent confidence level.

7 Q. In the Monte Carlo section?

8 A. Correct. That's what we relied on as the
9 more rigorous standard.

10 Q. Okay. So when we're looking at Figure 6 the
11 dashed line that you see is the predicted revenue
12 from the existing facility, correct?

13 A. Correct.

14 Q. And the colored lines are the predicted
15 revenue from AET at different video surcharge levels,
16 correct?

17 A. That's correct.

18 Q. So the blue at the bottom is zero and it
19 looks like the 3 and the 4 are kind of on top of each
20 other at the top, correct?

21 A. Yes.

22 Q. Or at least they're very, very close?

23 A. Yup.

24 Q. All right. And so what I want you to do
25 because I can't show you my blue lines is I want you

1 to put your hand at 2015 and 2024 when you're looking
2 at this chart and that's the 10 year period that you
3 had done your initial assessment of, correct?

4 A. Correct.

5 Q. And what that shows is that the \$3 surcharge
6 line crosses the dashed line, which is existing
7 facility predicted revenue around 2018 or 2019,
8 correct?

9 A. Which level?

10 Q. The \$3 surcharge line.

11 A. Correct. Yup. Correct.

12 Q. Around 2018-2019, correct?

13 A. Yup.

14 Q. And so basically over this 10 year period
15 with a \$3 surcharge the revenue would lag a little
16 bit from the existing for the first few years but
17 then it would break through in 2019 and would be
18 generating more revenue after 2019, correct?

19 A. Correct.

20 Q. And so when you did your 10 year analysis \$3
21 was appropriate because you had to kind of average it
22 out over that 10 year period?

23 A. Correct.

24 Q. All right. So now move your hands to 2019
25 or 2020 for a 10 year period that starts, let's just

1 pick 2019 and it goes to 2028. Now, if you look at
2 that 10 year period based on the data in your 2014
3 report, you don't need a \$3 surcharge anymore, do
4 you?

5 A. Correct. Based on the data that we had at
6 the time.

7 Q. Based on the data. And, in fact, you
8 probably don't need a \$2 surcharge, do you?

9 A. Correct.

10 Q. So that green line crossed the dashed line
11 pretty quickly after 2019 and so if you had been
12 asked in 2014 -- if you had been told, look, Gary,
13 thanks for all your good work, but at this point in
14 time we think that the toll booth will become
15 operational in 2019, can you do your 10 year number
16 at that point in time, you would have not predicted a
17 \$3 surcharge, would you?

18 A. We may have based on Figure 15 on Page 38.

19 Q. At least this is for the 50/50. This is
20 what I'm talking about your planning model, right, so
21 based on Figure 6 --

22 A. We didn't recommend -- we didn't recommend
23 to the Turnpike that they -- that they do either ORT
24 or AET. They took this information and they decided
25 that the \$3 surcharge is what would be required and

1 they base that looking at the more rigorous analysis
2 to justify using this sort of at a financing level
3 what would be required. And if you look at Table 15,
4 the \$3 revenue at the 90 or the 95 percent, obviously
5 the 95 percent is even worse, but it never crosses
6 the existing revenue line and that's the bottom line.
7 That's the bottom line right there, not what you're
8 looking at.

9 Q. And so when you said though for the \$24
10 million calculation that you had done the surcharge
11 at that time was set at \$3 million and is shown on
12 Table 5, correct? \$3 surcharge is on Table 5?

13 A. For the base case.

14 Q. That's correct.

15 A. Correct.

16 Q. And so based on that calculation picking a
17 \$3 surcharge, when you looked at the base case had
18 you shifted what you -- the time frame that you have
19 been asked to conclude the surcharge would have
20 dropped, correct?

21 A. In the base case, but not in this 90 percent
22 confidence level.

23 Q. But at the 90 per confidence level it still
24 drops as you go forward in time?

25 A. Oh, it still drops, but it's much more

1 negative.

2 Q. And so maybe the drop wouldn't be as much
3 under the 90 percent confidence but it would still go
4 down if you looked at a different 10 year time
5 period?

6 A. It would still go down, certainly.

7 Q. And, again, the calculation that you did on
8 Figure 6 whether -- and on the further figure in the
9 90 percent confidence, none of that includes the
10 capital cost differences, correct?

11 A. That is correct.

12 Q. And at that point -- and at the point in
13 time you were given the \$22 million figure for
14 capital for the existing and 4.8 for AET?

15 A. We were.

16 Q. And have you been given any updates to those
17 capital cost figures since then?

18 A. We have not. We have not, no.

19 Q. All right. And let's just take a look now,
20 can I direct your attention to Table 4 on your report
21 at Page 17?

22 A. Yes.

23 Q. All right. And this is your kind of
24 sensitivity analysis that compares the amount of
25 diversion to the size of the surcharge, correct?

1 A. Correct.

2 Q. And so if we look, you've got the surcharges
3 across the top and then under no contact,
4 uncollectible transactions, toll and technology
5 diversion numbers, those are your diversion figures
6 that tie into what the predicted surcharge would be,
7 correct?

8 A. That is correct.

9 Q. And so the 3,400 car per day, and I
10 appreciate that's at the 50/50, that runs to the
11 5,500. That's the 1.259 million divided by 365 days,
12 correct?

13 A. That is correct.

14 Q. And so when the surcharge goes down the
15 anticipated level of diversions go down?

16 A. That is correct.

17 Q. And so if under either of the base case or
18 the 90 percent confidence case, if you had been asked
19 to do a 10 year calculation that started later and
20 the surcharge was predicted to go down then the
21 diversions would go down as well, correct?

22 A. They would. I would like to point out one
23 thing though, you're -- we now know that the plaza
24 will not be built in 2015. That's obvious. And
25 we're talking about a date of 2019 or 2020, so that's

1 new information and so we have a new start date and
2 that's appropriate. But at the same time, we also
3 know that we have other data that is changed so the
4 diversion levels that we're showing here are no
5 longer really relevant. They're not pertinent to
6 what -- we know based on new data that we need to
7 have a different start date, so at the same time you
8 have to at least concede that there are other things
9 that would have occurred that would affect these
10 numbers. Namely, we now have more cash transactions,
11 so we know that the level of diversion the absolute
12 volumes would go up. Even if you assumed the exact
13 same percent they would be higher. We also know
14 that -- well, that's on the diversion part. There
15 would be other impacts as well on the model in terms
16 of revenue leakage that would be greater as well due
17 to the lower level of collection. But I just want to
18 make sure that you're changing one variable that we
19 know has changed but not changing other variables
20 that we also know have changed.

21 Q. I think that's more important and let's talk
22 about that for that second. So you had mentioned in
23 your direct that some of these items have changed,
24 but you just mentioned you have not revisited the
25 capital cost differences between AET and the ORT,

1 have you?

2 A. We have not. And we did not develop those.
3 These were developed by HNTB.

4 Q. Those were given to you by HNTB.

5 A. Those were given to us.

6 Q. You also have an updated the relative
7 operating costs of AET versus ORT, haven't you?

8 A. That is correct.

9 Q. Okay. And so we're missing a lot of data
10 when we're trying to predict what happens with a toll
11 both that would commence operations in 2019, aren't
12 we?

13 A. We are. And the ones that we know that have
14 changed have all gotten worse. It made the situation
15 worse for AET.

16 Q. Now, the capital cost is a huge piece of
17 this. You would agree even when you looked at these
18 numbers -- when you go to your bottom line case, once
19 you add the capital cost that's what really skews the
20 figures, correct?

21 A. Correct.

22 Q. And is it reasonable to think that if
23 construction costs and capital costs are going up
24 that a \$36 million toll plaza probably costs a little
25 bit more in real dollars than \$5 million?

1 A. I have no -- that is not my area.

2 Q. So you have no idea?

3 A. I do traffic and revenue studies.

4 Q. Okay. Good. And you had predicted that the
5 O&M costs over time for AET and ORT would improve.
6 AET would become less expensive to operate over time
7 in relation to ORT, correct?

8 A. Correct.

9 Q. But you don't have any information about
10 that?

11 A. We have not, no.

12 Q. Since 2013?

13 A. We have not.

14 Q. All right. So, and I believe both Mr. Mills
15 and you have said this, that you don't feel
16 comfortable using your 2014 report to make any
17 predictions about how AET or ORT would operate if it
18 doesn't start operations until 2019?

19 A. That is correct.

20 Q. All right. One last couple of questions.
21 So when you did the diversion figures back in 2014,
22 my understanding is that you gave some consideration
23 to what you expected people would find on the
24 diversion routes when they got off the Turnpike,
25 correct?

1 A. Can you clarify what you mean by that?

2 Q. Yes. So when you do a diversion study you
3 look at what the cost is, that's one of the factors,
4 correct?

5 A. Correct.

6 Q. And you also look at what the delays would
7 be on the diversion route, correct?

8 A. Correct.

9 Q. And so when you did your calculations in
10 2014, you looked at both what the costs were and you
11 looked at what the anticipated delays would be on the
12 side roads, correct?

13 A. Correct. The value of time and a --
14 correct. Yup.

15 Q. And that was based on the same kind of
16 information that Ms. Roberts used when she updated
17 this analysis last year?

18 A. She did not create diversion. We developed
19 the diversion analysis. She did not develop an
20 independent diversion analysis.

21 Q. Yes, I appreciate that. What I'm asking --

22 A. We simply -- she took our analyses and
23 determined what the impacts of those would be on the
24 local roads.

25 Q. But it is true that when you calculate a

1 diversion, you yourself looked at existing data on
2 what traffic was like on the diversion routes,
3 correct?

4 A. We did.

5 Q. And I'm wondering --

6 A. It's at a higher level. You run a model and
7 there is macro-models, which is what we're using to
8 generate the diversion, so it calculates time and
9 distance comparison to the toll road, but when you
10 want to do an impact analysis that's really a
11 different model. It's a detailed model that use --
12 whether it's simulation or other kind of intersection
13 level model that -- the model that we have does not
14 do that. So ours is a high level -- it generates the
15 expected diversion based on travel patterns using, I
16 don't want to say generic routes, but using Route 1
17 or other routes to get to their end point whether
18 they're just using the Turnpike for a local trip or
19 they would have gotten off the next interchange or
20 whether they're going to bypass and get back on the
21 Turnpike again. So we did it at a high level and
22 then provided it to Elizabeth to then determine based
23 on those diversion levels what the specific impacts
24 would be at intersections including signal timings
25 and things like that that aren't included on the

1 model.

2 Q. Okay. And that level of detail --

3 MR. ANDERSON: Is that 5 minutes for --

4 MS. RICHARDSON: No, I think it's for you to
5 cross-examine this panel.

6 MR. ANDERSON: No, I think I had 90 minutes,
7 which would be from 11:30 --

8 MS. RICHARDSON: Oh, sorry.

9 MR. ANDERSON: I think I have until 12:45.

10 MR. GREEN: My bad.

11 MR. ANDERSON: I'm sorry. Bob is hungry, so
12 now he's angry at me.

13 MS. RICHARDSON: Hangry.

14 MR. ANDERSON: All right. I'm going to try
15 to move along and try to be as expeditious as I can.

16 MS. TOURANGEAU: Can I ask a question since
17 we're broken already?

18 MR. ANDERSON: Sure.

19 MS. TOURANGEAU: I am going to want to do a
20 little bit of re-direct on Mr. Quinlan given that
21 they were presented in panel that they're being
22 crossed individually, does it make sense for me to do
23 that immediately after he's done crossing Quinlan or
24 wait until the end of the panel? I have one
25 question.

1 MS. RICHARDSON: Yeah, that's fine. When
2 Mr. Anderson is done crossing Mr. Quinlan.

3 MS. TOURANGEAU: Thank you.

4 BY MR. ANDERSON:

5 Q. All right. So I think what you're saying is
6 that you did a higher level analysis of what
7 diverting automobiles, truck drivers would find, but
8 then Elizabeth did a much more detailed assessment of
9 what the impacts would be of the diversion numbers?

10 A. Yes, and that's standard practice. We do
11 that all of the time. We do that for design work. I
12 mean, that's kind of the accepted practice.

13 Q. Okay. And so when you did your diversion
14 techniques it wasn't necessarily for you to do the
15 type of detailed assessment that she had done?

16 A. Correct. She's using it for a different
17 purpose than we are. We develop the -- the impacts
18 themselves. She determines what the -- we determined
19 what the diversion levels were, the magnitude of the
20 diversion. She's estimating what the impacts will be
21 of what we've given her.

22 Q. But isn't one of your factors in calculating
23 diversion to understand what the diverting traffic
24 will see when they divert with respect to additional
25 delays on those side roads?

1 A. Well, we do -- we go onto the road and in
2 our model, the higher level model that we use, we do
3 study -- we will drive up and down and get average
4 travel times, so we know that for a particular trip
5 that it's 10 minutes more, 15 minute more whatever it
6 is, so we know that and that's in our model. But it
7 doesn't -- it doesn't work, for example, the signal
8 timing, there are just different kinds of models.
9 It's just not what it does. It's not going to allow
10 for queuing at interchanges and things like that.
11 It's a...

12 Q. It's a different purpose.

13 A. It's a different purpose. It's a different
14 model, but -- and it's -- we do -- that's the way
15 the -- that's the accepted practice. You use a model
16 at a high level to generate impacts and then you go
17 and you use a micro-model to determine what those
18 local impacts are depending on signal timing and
19 things like that. There are different models.

20 Q. So after HNTB did their kind of more
21 detailed assessment last year, did you take their
22 conclusion and go back to your 2014 calculation and
23 kind of check to see whether your high level
24 expectations about delays and such matched the more
25 detailed assessment that Elizabeth did?

1 A. No, because that's not the purpose of what
2 we're doing. We're -- she is simply taking the
3 output of our model. It's not an input/output model
4 where we take what she has and you do that back and
5 forth, back and forth, that wouldn't ever end. So
6 she was given the charge to simply look at what the
7 impacts of what our model is showing diversion to
8 be.

9 Q. And I'm now going to ask a question that's
10 going to show that I'm not a traffic engineer, okay.
11 I'm just thinking I'm coming up from Massachusetts
12 for my weekend in Maine and I'm approaching the York
13 Toll Plaza and I don't have a transponder and I know
14 that if I go through an AET facility I'm going to get
15 a bill for the \$3 toll and the \$3 surcharge that you
16 predicted, correct?

17 A. Yes.

18 Q. And then I'm in my car and I'm trying to
19 decide whether to get off on Route 1 to go around and
20 avoid that, okay. This is the kind of the lawyer
21 dumbed down version of what you guys are doing.

22 A. Mmm Hmm.

23 Q. So when you made that prediction, when you
24 figured out that half of the cash drivers would elect
25 to get off and go on the side roads, you factored in

1 what they would find when they got there, correct?

2 A. Correct.

3 Q. And what Elizabeth did is she then took the
4 number you calculated and with a finer point on it
5 said here is exactly what they're going to find when
6 they get there?

7 A. Mmm Hmm.

8 Q. All right. So when Elizabeth figured out
9 exactly what it was and you had just predicted, did
10 you take her more accurate calculation of delays and
11 what happens at all these intersections and go back
12 and try to figure out whether those diversion numbers
13 were correct that you predicted previously?

14 A. No, we didn't.

15 Q. And if there is a reason why I can ask you
16 that. I'm just trying to figure out whether you went
17 back and kind of recalibrated your model based on the
18 additional information from HNTB?

19 A. If anything, it would make our model worse.
20 It would then generate more diversion because what
21 our model is doing is based on existing delay on
22 those roads, so it's basing its assumption of what
23 the travel time and extra delay would be is more
24 based on kind of what current conditions are. So by
25 shifting that level of traffic over to there you

1 would have really overloaded, it would have made it
2 much, much worse. So, if anything, it would have --
3 if we would have brought those impacts back into our
4 models it would have only gone in one direction and
5 that would have increased delay even beyond what our
6 model would have predicted.

7 Q. But when you try to do diversion in the
8 first instance, aren't you trying to accurately
9 predict what the diverting driver will actually
10 experience on those side roads?

11 A. You are, but you don't have the level of
12 detail in a general travel demand model to do that.
13 It doesn't have the specificity of traffic going from
14 one block to another block. It's just -- they're not
15 built that way.

16 Q. But both you and Elizabeth did a study on
17 impacts assuming a certain amount of diversion,
18 correct? I mean, she took your diversion and --

19 A. She took our diversions and figured out the
20 impact.

21 Q. So in 2014, you could have taken your
22 diversion number and done exactly what she had done,
23 correct?

24 A. I'm not sure.

25 Q. So in 2014, you could have taken the

1 diversion numbers that you had generated --

2 A. Yeah.

3 Q. -- and instead of waiting for Elizabeth to
4 do the work two years later, you could have done what
5 she did or you could have done it in 2014, correct?

6 A. Yeah, I think that could have been done at
7 any time.

8 Q. And then at that time, you would have had a
9 more accurate calculation of diversion because it
10 would have incorporated a more accurate --

11 A. You mean done at 2014 levels instead of the
12 2019 level when she did it?

13 Q. That's exactly right. If not, you can say
14 no. If you think it wouldn't have helped, that's
15 fine too.

16 A. I really don't have an opinion on that. I
17 guess -- repeat your question. I was lost in terms
18 of trying to understand what the question was
19 itself.

20 Q. Sure. So in 2014, you predicted for 2015
21 that there would be 3,400 to 5,500 cars a day that
22 diverted?

23 A. Correct.

24 Q. And when you calculated that number you --
25 that number is based in part on what you predicted

1 the experience would be for those 3,400 to 5,500
2 people that got off on Route 1 on the side roads,
3 correct?

4 A. Correct.

5 Q. But you didn't do the same level of detailed
6 analysis that Elizabeth did when she was given your
7 diversion numbers and she looked at the impacts on
8 the side roads?

9 A. Correct. She did them at a later year where
10 the impacts would have been less than an opening.

11 Q. Okay. And you think that there might have
12 been a worsening of your conclusions, but you don't
13 know because you haven't gone back to your original
14 prediction with the conclusions that she reached in
15 her report?

16 A. Well, you can say with certainty that with
17 more diversion the impacts would have been worse.

18 Q. That's right. But your diversion assumed
19 that those folks were going to get off, right, so
20 that the amount of cars that you predicted that were
21 going to get off the highway are the same numbers
22 that you gave to Elizabeth, correct? The 2019 number
23 that she used is the exact same number from Table --

24 A. Yeah. Yeah. She took them from our
25 report.

1 Q. Yes. All right. So you're both looking at
2 the same level of diversion, you were both trying to
3 figure out what happened on the side roads, but
4 Elizabeth's is more detailed and more timely to
5 2019?

6 A. Correct. Yeah.

7 Q. Okay.

8 MR. ANDERSON: All right. So at this point,
9 I don't know if you want to have a chat with the
10 lawyers or not, but my concern is that both
11 Mr. Quinlan and Mr. Mills have testified to two
12 things. One, the -- whatever toll booth they
13 construct, whether it's AET or ORT, will not be
14 constructed until 2019 or 2020 and both Mr. Mills and
15 Mr. Quinlan have testified that the report that is
16 the foundation of the alternatives analysis decision
17 by the MTA Board in 2014 can no longer be relied upon
18 to make any predictions, financial or otherwise,
19 about what happens if you construct an AET or an ORT
20 facility.

21 MS. BENSINGER: Is this -- excuse me, is
22 this some sort of --

23 MR. ANDERSON: This is like a motion to
24 strike.

25 MS. BENSINGER: A motion to strike, okay.

1 MR. ANDERSON: And obviously you can sort it
2 out, but I just wanted to get my objection on the
3 record that it seems to me that the witnesses have
4 testified that the 2014 CDM Smith report cannot be
5 used in its existing state to make any predictions
6 about the relative financial performance of an AET or
7 an ORT facility to be constructed in 2019. And
8 because the applicant has an application before the
9 Department saying we're going to build this and we're
10 going to -- it's going to be operational in 2019, it
11 does not appear that the CDM Smith report can be used
12 to evaluate or support an alternative decision for
13 that type of a toll booth.

14 MS. TOURANGEAU: I think the record is clear
15 that both of those statements are entirely
16 inaccurate. What has been said and what I plan to
17 ask on rebuttal is is it appropriate to move the line
18 forward on the model to look at 2019 data alone in
19 order to use 2013 data to predict what would happen
20 in 2019 and I think that is it a question that will
21 be answered by the experts. But there is no question
22 that the underlying model from all of the experts in
23 tolling technology and from the Turnpike at the time
24 the decision was made was completely valid, it is
25 completely consistent with financial decisions and

1 other decision-making and was appropriately relied
2 upon by the Board -- by the Turnpike Board in terms
3 of making a decision for whether that data is
4 identical for 2019 or not, I think the answer to that
5 is no, that the model -- you cannot simply move that
6 line forward in the way that the Intervenors have
7 requested it be done. But that the fundamental
8 conclusions of the model itself are accurate for
9 2019, for 2020, for the 10 year period that the
10 Turnpike looked at, which ended in 2026.

11 MS. RICHARDSON: I don't think we're going
12 to strike the CDM report. I think that this
13 information we got goes to the weight and credibility
14 of the testimony and that we will consider it in that
15 like, but I'm not going to strike the report.

16 MR. ANDERSON: All right. Thanks.
17 Generally, I think I'm all set. Thank you very much
18 for your time. Okay. Let me...

19 REDIRECT EXAMINATION

20 BY MS. TOURANGEAU:

21 Q. Gary, one quick question on redirect. Is it
22 appropriate to move the line forward on the model --

23 A. No.

24 Q. -- to 2019? Would that -- is that an
25 appropriate action?

1 A. That would not be an appropriate action.

2 Q. Why not?

3 A. Because we know that you're changing one
4 variable but not changing the other variables that
5 are equally important, if not more important really,
6 in terms of determining what the surcharge levels
7 should be. And we know based on the data that we
8 have that all those variables, most notably just the
9 absolute volume of cash transactions is 11 1/2
10 percent higher in just three years, so the
11 compounding effect of that could be dramatic over --
12 if we start -- if we did the analyses again, it
13 invalidates using the data that's in it as it stands
14 as a predictive indicator or model. And the other
15 item I think that's -- I know Doug will discuss this
16 later, but the experience of collecting violations
17 post-reciprocity agreement have been approximately
18 half of what our model has been assuming, so that's
19 another indicator what revenue leakage would be if we
20 were to do this again, start from scratch and redo
21 this model that revenue leakage would be greater and
22 the component of traffic that we would apply to it
23 would be higher and both of those factors are both
24 negative for the -- I say negative, it would result
25 in a relatively higher video surcharge than what we

1 are currently assuming in the model.

2 Q. So if the model was redone with new data
3 that has come in since 2013, would your -- do you
4 believe that the underlying mechanism of the model
5 itself is faulty?

6 A. The underlying -- the data or the process?

7 Q. The process of the model.

8 A. The process of the model is not faulty.

9 It's the data inputs that are faulty at this point.

10 Q. And if those data inputs were updated, would
11 your conclusions from the model change?

12 A. They could. I can't say, but all I know is
13 that I would not feel comfortable and it would not be
14 something that I would put our reputation on to say
15 that simply moving the lines and making the
16 conclusion would be something that we would do or
17 that we could do to be honest. We wouldn't and we
18 couldn't do that.

19 Q. Do you have any data that indicates that if
20 you were to rerun the model the results for AET would
21 be more favorable and that there would be a lesser
22 surcharge?

23 A. Nothing has come to light, no.

24 MS. TOURANGEAU: Okay. Thank you.

25 RE-CROSS-EXAMINATION

1 BY MR. ANDERSON:

2 Q. All right. Before I move on, Gary, just a
3 couple more questions based on the redirect. Just to
4 clarify --

5 MS. TOURANGEAU: Are we doing recross?

6 MR. ANDERSON: Well, first, I think recross
7 would be appropriate, but also I'm just running my 90
8 minute clock here.

9 MS. RICHARDSON: Go ahead.

10 BY MR. ANDERSON:

11 Q. All right. Just to clarify, you've
12 testified you've looked at some data since 2013 that
13 suggests that the AET financial picture is getting
14 worse than you predicted, correct?

15 A. Correct.

16 Q. But you've also conceded that you haven't
17 looked at capital costs, you haven't looked at O&M,
18 you haven't looked at all of the other things you
19 would need in order to make any kind of intelligent
20 prediction based on the recent data, correct?

21 A. That is correct.

22 Q. Okay. So let me just take you back to 2014
23 because I think this is important. July of 2014,
24 is one of the --

25 MS. BENSINGER: Hold on. Hold on a second.

1 Your cross of him was complete and she did redirect,
2 so if you were going to do recross it can only be --

3 MR. ANDERSON: Related to the topic.

4 MS. BENSINGER: -- related to her redirect.

5 MR. ANDERSON: Exactly. And what --

6 MS. BENSINGER: You can't just venture
7 into --

8 MR. ANDERSON: You're right. And I'm not.
9 So what these questions go to is a question of can
10 you move the line, which was the topic on redirect.

11 BY MR. ANDERSON:

12 Q. So your counsel had talked to you about you
13 can't just move the timeline and recalculate the
14 predictions on the model, correct?

15 A. That's my opinion, yes.

16 Q. Okay. And a large part of that is because
17 since 2014 there is a lot more data that you would
18 want to look at before you moved the line, correct?

19 A. That is correct.

20 Q. Okay. So now let's talk about moving the
21 line in 2014. In 2014, you provided the Board with
22 the 10 year calculation because, as you've testified,
23 that was when you were told it was the earliest year
24 of toll booth operations, correct?

25 MS. TOURANGEAU: We're now going beyond the

1 scope of my redirect.

2 MR. ANDERSON: We're not. And you'll
3 understand when I ask my question and you can move to
4 strike it at the time.

5 BY MR. ANDERSON:

6 Q. So you had mentioned --

7 MS. TOURANGEAU: I move to strike the
8 question that you just asked about what happened in
9 2014 about moving the line, which I didn't address in
10 my cross.

11 MS. RICHARDSON: Can you repeat that
12 question?

13 MR. ANDERSON: Yes.

14 BY MR. ANDERSON:

15 Q. So I believe you had testified that with
16 regard to where the line is that you had been asked
17 by the Turnpike Authority to calculate the 10 year
18 period based on 2015, which was the earliest date of
19 toll booth operations, correct?

20 MS. TOURANGEAU: I didn't ask anything about
21 that in my redirect.

22 MR. ANDERSON: Okay.

23 MS. RICHARDSON: Okay. Yeah, objection
24 granted.

25 BY MR. ANDERSON:

1 Q. Okay. So with regards to moving the line,
2 if the Turnpike Authority had come to you in 2014 and
3 said based on your -- can I -- I'm going to ask my
4 question and then you can object after I've asked it.
5 So if the Turnpike Authority had come to you in 2014
6 and said, Gary, we don't think the earliest date is
7 2015, we think it's going to be 2017 or '18, you
8 could have moved the line then, correct, and given
9 them a different 10 year calculation, that would have
10 been acceptable at the time because you would have
11 been using the same existing data that you relied on
12 for your 2015 calculation, correct?

13 MS. TOURANGEAU: I'm not sure that this is
14 inside the scope of my redirect.

15 MS. RICHARDSON: I'm going to let that go.
16 Let's go with that question.

17 BY MR. ANDERSON:

18 Q. So, Gary, in 2014 when the toll booth
19 authority asked you to calculate a 10 year period, if
20 they had said, Gary, look, change of plans, the new
21 toll booth is not likely to be in operation until
22 2017 or '18, can you do your 10 year calculation
23 there and we'll take that number to the Board, that
24 would have been acceptable, correct?

25 A. They would have had -- it would have been

1 the most acceptable data at the time, but I will say
2 that it's somewhat standard practice once the
3 decision is made a final rate adjustment would be
4 made closer to the actual time of implementation.
5 Now, you're talking about quite a long time period
6 from 2014 to 2017 or '18. So you would -- you would
7 be collecting data -- so there is two decisions. One
8 is, yes, we're going to go with AET based on your
9 analysis and then there would be a final decision as
10 the time got closer and they knew what actual levels
11 were, traffic levels, cash levels and the different
12 operating characteristics of the facility then a
13 final decision on the surcharge that would be needed
14 to be relatively neutral would be made closer to the
15 time that the project would actually be
16 implemented.

17 Q. And I appreciate that things can change, but
18 what my question was was back in 2014 when you
19 provided your report to the Board, if the Board had
20 said to you don't do the 10 year calculation from
21 2015 for 10 years, we don't think the toll booths
22 will be operational until 2017 or '18, would you
23 please do your 10 year calculation based on that 10
24 year period, that would have been acceptable,
25 correct? I mean, acceptable from your standpoint --

1 A. At a planning level, not at a policy level,
2 no. We would recommend -- if it's that far out -- we
3 do this all of the time. We would say we need to
4 wait until the last -- the last moment in terms of
5 when it's still practicably feasible to do something
6 to make that decision. If we're in 2014 and they're
7 saying this will be maybe 2015 and it takes us a year
8 and a half, two years, we would say, well, let's wait
9 until the last practicable moment that we have time
10 to be able to assess where we are. We would not
11 recommend that far out trying to make an assessment
12 of what a surcharge needs to be four to five years
13 out. It just -- we wouldn't do that. We would
14 recommend against that for a policy decision for the
15 Board to say we're going to have a \$3 surcharge in
16 2017, that would -- that be something that -- there
17 would be no reason to do it, I'll put it that way.
18 We would have -- for example, Maryland Turnpike
19 Authority, they're basically -- they asked us to do
20 the same thing, but because they were delaying
21 construction of certain components of the facility
22 the decision was made to delay our study until it was
23 closer to the actual time of implementation. And so
24 that -- I know what you're saying, but the reality is
25 that we would recommend to the Board or to Peter that

1 they delay the decision to go to AET until we're
2 closer to that time of implementation.

3 Q. So it's important for them to make their
4 decision -- for the Board to have made their decision
5 on which toll facility to use based on data when
6 you're relatively close in time to actually
7 implementing that project, correct?

8 A. Correct.

9 Q. And so if they made a decision in July of
10 2014 and then they waited until 2019 for it to
11 actually become operational, that could be
12 problematic and having your predictions still holding
13 true if it took that long for the toll booth to
14 commence operations, correct?

15 A. Correct.

16 Q. All right. Thanks.

17 MR. ANDERSON: All right. I'm going to move
18 on to -- is there redirect after recross?

19 MS. RICHARDSON: I think we're done.

20 MR. ANDERSON: Okay. All right.

21 MS. BENSINGER: If you want to take a minute
22 to pick up things --

23 MR. ANDERSON: Including the ones I've
24 stepped on.

25 MS. BENSINGER: Maybe someone will help you.

1 CROSS-EXAMINATION OF MR. LAVALLEE

2 BY MR. LAVALLEE:

3 Q. All right. Mr. Lavallee, a couple of
4 questions for you. And I'm going to be referring to
5 the 2009 HNTB report, which is attached Tab A to the
6 pre-filed testimony from the Turnpike Authority. And
7 I think you had mentioned in your initial
8 presentation that HNTB had done kind of the first cut
9 of this in 2009 and then that assessment had been
10 redone by CDM Smith five years later, correct?

11 A. Correct.

12 Q. And in your initial report you had concluded
13 that, and this is on Page 1 of your report, no
14 existing cash based agency has completed a total
15 conversion to AET, closed quote. Do you remember
16 that in your report?

17 A. Yes.

18 Q. All right. And that's no longer true today,
19 is it?

20 A. No.

21 Q. You also noted at the time that E-Z Pass use
22 was approximately 57 percent, that's on little I of
23 your executive summary; is that correct?

24 A. I believe it -- I don't have it in front of
25 me, but I believe you're reading from it.

1 Q. All right. And that figure as to what E-Z
2 Pass uses today, it's no longer 57 percent anymore,
3 is it?

4 A. No.

5 Q. I believe Mr. Mills testified that it's
6 somewhere north of 70 percent.

7 A. Correct.

8 Q. And are you aware of the fact that through
9 March of 2017 at York the Turnpike Authority has
10 predicted that E-Z Pass use is approximately 76
11 percent?

12 A. I don't believe that the Turnpike Authority
13 has predicted that.

14 Q. All right. So you're not familiar with that
15 bar graph that the Turnpike Authority has issued?

16 A. I believe that the Turnpike Authority is
17 actually saying that it's about 71 or 72 percent.

18 Q. And is that your understanding that it's the
19 Turnpike as a whole or just the York toll booth?

20 A. I believe that was in reference to the
21 Turnpike -- to the -- I think that was in reference
22 to the York Toll Plaza.

23 Q. Just the York Toll Plaza, okay. Also in
24 your report you assumed operating costs of 4.1
25 million for an ORT facility and you then gave a range

1 for AET that was between 2.6 and 9.3 million,
2 correct? That's on Page 16 of your report. I think
3 you noted capital costs.

4 A. Yes, that's correct.

5 Q. Okay. Great. And you understand that even
6 --

7 A. Can I just --

8 Q. Yes.

9 A. What you just cited as the range of 4.39 to
10 9. is the total annual costs for --

11 Q. That's correct. For AET --

12 A. Correct.

13 Q. -- that you predicted, right?

14 A. Yup.

15 Q. And you understand that even five years
16 later when Gary did his assessment those numbers
17 changed as well, correct?

18 A. I'm sure they probably did.

19 Q. And so much of the data that was in your
20 2009 report is either no longer accurate and some of
21 it wasn't even accurate when Mr. Quinlan did his
22 assessment, correct?

23 A. In terms of the E-Z Pass penetration, yes.

24 Q. And the capital costs and --

25 A. Yup.

1 Q. -- the O&M costs as well, correct? Those
2 have all changed.

3 A. I think they changed it. I'm not sure that
4 they've changed all that materially, but the fact of
5 the matter is I'm sure they changed it and have
6 probably different views.

7 Q. Well, I think, you know, for capital costs
8 you had 28.9 million for an ORT in your report.
9 That's on Page 11.

10 A. Right.

11 Q. Gary was given a number of 36, so that's --

12 A. Correct.

13 Q. -- significantly higher, correct?

14 A. Yes.

15 Q. And you had been given 4.4 million for AET
16 and Gary had been given 4.8, so that had gone up?

17 A. Correct.

18 Q. But it hadn't gone up as much as the ORT had
19 gone up, had it?

20 A. Correct.

21 Q. Okay. And so is it fair to say that when
22 the Board made its decision as to whether to go with
23 AET or ORT, they really relied on Gary's report
24 because it was more up to date with more accurate
25 data, correct?

1 A. Yes.

2 Q. Okay. And then also can I direct your
3 attention to Page 21 of your -- of the 2009 report?
4 And there is a table at the top that says Total 20
5 Year Cost Summary for the York Plaza, do you see
6 that?

7 A. I do.

8 Q. All right. And as you go through this
9 report you realize that for AET you did kind of an
10 optimistic and a pessimistic estimate, correct?

11 A. Correct.

12 Q. So for highway speed and that's -- is it
13 fair to say that the highway speed is similar --

14 A. ORT.

15 Q. -- to ORT?

16 A. Correct.

17 Q. So for a total cost over 20 years, you
18 predicted that was at \$152 million and the range for
19 AET was between 94 and 494, correct?

20 A. Correct.

21 Q. And I think you said in here that you
22 thought that the actual on the range was somewhere in
23 the middle, correct?

24 A. Correct.

25 Q. But you didn't identify exactly where in the

1 middle that number was, correct?

2 A. Correct.

3 Q. And so is it possible based on the ranges
4 that you did, that if your optimistic assumptions
5 were true, it could actually be less expensive over
6 20 years to build and maintain an AET facility based
7 on your cost summary?

8 A. If the optimistic range held true
9 completely, yes.

10 Q. Okay.

11 A. The likelihood of that was almost
12 impossible.

13 Q. But you didn't identify likelihood in your
14 report of what the actual middle figure would be, did
15 you?

16 A. No, we didn't.

17 Q. So at 94 to 494, that's pretty large range
18 as a percentage of those two numbers, correct?

19 A. It is.

20 Q. Okay. And before you talked about kind of
21 the importance of taking information to bond holders
22 and giving them some confidence, before you took
23 anything like this to the bond holders you would want
24 to narrow that range significantly, wouldn't you?

25 A. Absolutely. In fact, if we were to take

1 this -- if at the time the conclusion would have been
2 to go to AET the conclusion or the mid-range would
3 have been on the higher side, not the lower side.
4 The reason there is an optimistic and a pessimistic
5 was because of the ability to collect from the cash
6 payers who would no longer be cash payers but video
7 collection and so at the time this was relatively
8 new, not many highways had done it. The predictions
9 is were pretty out there. And the fact of the matter
10 that certainly at the time and even now it's bearing
11 out, you've heard Gary say this in his cross -- in
12 his testimony of you on cross, is that the
13 collections even with the three state compact that
14 exists are not what they should be. They're only
15 about 50 percent.

16 Q. Okay. This is information that has come to
17 light recently and you didn't have that information
18 in 2009?

19 A. We did not.

20 Q. Okay. Also I want to direct your attention
21 underneath the cost summary you had a numbered list
22 of other considerations, do you see that?

23 A. Yes.

24 Q. All right. In the first one you talked a
25 little bit about leakage, what you said is under

1 the -- and this is kind of in the middle of the
2 paragraph. Under the optimistic AET scenario leakage
3 would increase to 1.5 million, which would be a
4 million dollars more than they were experiencing at
5 the time, correct?

6 A. Mmm Hmm. Correct.

7 Q. And so that's a million dollars of less
8 revenue with AET due to leakage, correct?

9 A. Correct.

10 Q. You then note that you were predicting at
11 the time that annual O&M costs would be 2.1 million
12 less to operate an AET facility at the time, correct?

13 A. Than the existing, correct.

14 Q. Than the existing. So at least with regard
15 to those two numbers you're a million back on revenue
16 but you're 2.1 million up, so an AET actually from an
17 operating standpoint under your optimistic scenario
18 would run a surplus and would be a better financial
19 deal than operating the existing facility, correct?

20 A. Under the optimistic.

21 Q. Under the optimistic. And you also noted
22 that going with the AET would save at least \$20
23 million in capital costs as well, correct?

24 A. Correct.

25 Q. And that would be an important factor to

1 consider deciding whether to do AET or maintain the
2 existing facility?

3 A. That is correct.

4 Q. And so because you have a range on your cost
5 summary on the optimistic end, if you were on the
6 optimistic end you potentially would have annual
7 savings operating costs -- you would have some
8 leakage, but the operating savings would surpass
9 those revenue losses, correct?

10 A. I'm not sure that that's true. When we're
11 talking about potential for leakage with the annual
12 costs being \$494 million, I don't think that the \$20
13 million dollars is going to make up the difference.

14 Q. But your calculation on leakage was very
15 large, it was like 1.5 to 17 million?

16 A. Correct.

17 Q. So even that one was a very wide range and
18 I'm assuming you'd want a more specific figure before
19 you would advise the Board to make any decisions
20 based on your conclusions, correct?

21 A. Yes.

22 Q. Okay.

23 A. And it would more likely be on the higher
24 side.

25 Q. But you haven't actually done the

1 calculations to figure that out?

2 A. We have not done that since.

3 Q. All right. So based on your report, you
4 concluded that an AET facility would potentially pose
5 a grave threat to the Turnpike Authority, correct?

6 A. Correct.

7 Q. And you also concluded that AET is not a
8 feasible option at this point in time or even in the
9 20 year planning horizon; is that correct?

10 A. Correct.

11 Q. And that it wouldn't be prudent for the York
12 toll booth to go AET within the next 20 years,
13 correct?

14 A. Correct.

15 Q. Okay. So even though your analysis had very
16 broad ranges and even though a portion of your
17 calculations might have suggested that AET was more
18 financially viable, you still concluded at the time
19 that this was a grave threat to the Turnpike
20 Authority?

21 A. That is correct. And the rationale behind
22 that was the implication that it would potentially
23 have to sell bonds in the future and how it would be
24 viewed with regard to the toll houses -- to the bond
25 houses.

1 Q. But if you went with the open road tolling
2 you were going to have to bond another \$20 million in
3 cash to do that, correct?

4 A. Correct.

5 Q. So the bonding agencies would have to take a
6 look at that and they would look at your full
7 financial picture, correct?

8 A. They would. And the good thing about the
9 ORT is, as we know, the ORT operates in a similar
10 fashion to the existing facility, so it doesn't have
11 the revenue leakage and once the cost is actually
12 incurred and that debt for that -- the construction
13 of that plaza goes away, namely it's been repaid,
14 then the plaza is still there for another 20 years or
15 30 years that's earning revenue without risk.

16 Q. That's right. But within the range that you
17 predicted for AET, it was possible that AET would be
18 cheaper to build and operate and it would produce
19 monthly revenue surpluses based on your calculations,
20 correct?

21 A. In only the most optimistic conditions,
22 which was not the probability, and we now know even
23 with additional data that it's not likely. One of
24 the things that you're, you know, one of the things
25 that we're doing right now is we're cherry picking

1 pieces of information so that we can make it sound
2 the way we want. The reality is, and this is the
3 reality because we do this all of the time, we're not
4 opposed to AET. If there is an AET project out
5 there, HNTB is probably involved. The fact of the
6 matter is that we have to look at each one and we
7 have to try to protect the bond holder and the agency
8 and that's what we're doing. So when we made a
9 recommendation here and said it was going to be -- it
10 could be dire issues for the Turnpike, we were
11 thinking about it long-term in terms of what it
12 needed to do.

13 Q. But when you made the prediction of dire
14 predictions and the grave threat, you didn't have
15 enough specificity in your data to actually predict
16 what the actual operation and capital costs would be
17 or what the monthly revenue impacts would be for AET
18 versus ORT, correct?

19 A. Not that close. And what we wanted to do is
20 provide enough information so that anyone who was
21 reviewing this would see that you have the most
22 beneficial condition and the worst condition and what
23 we were saying was that you're going to be some place
24 in the middle on this.

25 MR. ANDERSON: Okay. Nothing more from

1 Mr. Lavallee.

2 REDIRECT EXAMINATION

3 BY MS. TOURANGEAU:

4 Q. From when your 2009 report was created until
5 20- -- it says 2013-2014 your report was created by
6 CDM Smith, you conceded that there were changes in
7 the data?

8 A. Yes.

9 Q. Did any of the changes that were reproduced
10 or that were reflected in the CDM Smith report change
11 the conclusions regarding the viability of the AET
12 for the Turnpike?

13 A. Not in my opinion.

14 Q. Has any data that has come in since the
15 completion of the CDM Smith report indicated that AET
16 is a more viable option?

17 A. No, I would actually say the contrary.

18 MS. TOURANGEAU: Thank you.

19 RECROSS-EXAMINATION

20 BY MR. ANDERSON:

21 Q. Just one question picking up on that. But
22 you haven't actually looked at all of the data that
23 you would need to since 2009 to revise and update the
24 conclusions in your 2009 report, have you? All of
25 the data, you haven't reviewed all of it?

1 A. I'm -- I guess I'm asking -- I have read the
2 CDM report and I've seen data with regards to what
3 the growth and E-Z Pass has been and where we are
4 right now and I've also seen the information with
5 regards to where the cash situation is. One of the
6 things is as the GEC, I get involved in a lot of
7 things with regards to the Turnpike and I monitor
8 those things. I understand what it means. And this
9 goes to your moving the line, you can't just move the
10 line on a graph. What you do is a lot of times when
11 we prepare these reports and we have those graphs, we
12 might go someplace on the graph and say how did we
13 do? Is the E-Z Pass growing the way we thought it
14 would? And so in this case with regards to Gary's
15 report the answer is no, it's not growing the way we
16 thought or they thought.

17 Q. And so Ms. Tourangeau had asked you to talk
18 about trends that you saw in some of the data that
19 Gary had commented on, but you haven't reviewed all
20 of data that would be necessary in updating a
21 prediction as to the relative financial performance
22 of the AET and ORT, have you?

23 A. Not in detail.

24 MR. ANDERSON: All right.

25 CROSS-EXAMINATION OF ELIZABETH ROBERTS

1 BY MR. ANDERSON:

2 Q. Ms. Roberts, how are you this morning?

3 A. Good.

4 Q. All right. I don't think this will be that
5 long. So you had testified that you didn't yourself
6 conduct your own diversion analysis, you just used
7 the figures that Gary Quinlan had provided in his
8 2014 report, correct?

9 A. That is correct.

10 Q. And when you were first asked to put
11 together this proposal you had noted that the 3,400
12 to 5,500 range was the wrong range to use, correct?

13 A. I didn't note that in the proposal. When we
14 looked at the data we had decided that 2019 would be
15 the year to use and that was upon consultation with
16 the Turnpike staff.

17 Q. Okay. And that was because Mr. Quinlan's
18 diversion numbers were actually fixed to those years,
19 correct, such that if you were going to look at a
20 2019 impact you had to use those 2019 diversion
21 estimate, correct?

22 A. We were instructed to use CDM Smith's
23 diversion numbers and not develop new diversion
24 numbers, so we were using those even with the
25 knowledge that they were probably low.

1 Q. Okay. And the number that you used was from
2 the 2019 prediction from his report, correct?

3 A. Yes.

4 Q. Okay. Now, you did -- your report addresses
5 summer weekday impacts to the predicted diversion
6 levels, correct?

7 A. Yes.

8 Q. And is there -- so you didn't look at Friday
9 and Saturday, Sunday impacts from the diversion,
10 correct?

11 A. That's correct.

12 Q. Okay. And was that because CDM Smith was
13 not predicting any diversions on Fridays, Saturdays
14 and Sunday?

15 A. No. No. The reason we used a summer
16 weekday is because that is the time period that the
17 MaineDOT statewide model is calibrated to. It only
18 predicts impacts from a summer weekday, so we were
19 confined to that day.

20 Q. I see. So you didn't have access to a model
21 that would have allowed you to calculate the
22 diversion impacts on Fridays, Saturdays and Sunday?

23 A. That is correct.

24 Q. Okay. Now, as a traffic engineer -- and you
25 use the Turnpike, I'm assuming, from time to time?

1 A. Yes, I do.

2 Q. And if you were concerned about diversion,
3 wouldn't you want to know what's going on on the
4 weekends?

5 A. Yes, but we didn't have a model that was
6 available at the time. This was a quick turn around
7 study and we chose two time periods that we felt were
8 relevant.

9 Q. Okay. And so if you had been told that
10 there wouldn't be any significant diversions during
11 July and August, then the calculations that you had
12 done for your summer weekday impacts would be
13 incorrect, correct?

14 A. I am not sure I understand that question.

15 Q. Okay. So you were told that you would be --
16 I think it was approximately 2,515 diversions during
17 a summer day during a weekday, correct?

18 A. Yes.

19 Q. And then you calculated what the impacts
20 would be based on that number of vehicles, correct?

21 A. Yes.

22 Q. Okay. So you would have been informed that
23 there would, in fact, be diversions during the
24 weekday, correct?

25 A. I'm sorry, I didn't get the question.

1 Q. Maybe I'm just asking the question too many
2 times. You were given the figure of 2,515 and that
3 was the basis for your traffic analysis, right?

4 A. Yes.

5 Q. Okay. Here, I'm just going to -- hold on
6 just a second. Let me just show Joanna this first.
7 I'm just going to show her this page, which is AA
8 Page 3. This was CDM Smith's response to the eTrans
9 report that we filed and it's in the record.

10 MS. TOURANGEAU: Okay. So this is not a
11 report that she has necessarily seen.

12 MR. ANDERSON: No, but I'm going to ask her.

13 MS. TOURANGEAU: Can we give her our copy of
14 the same report?

15 MR. ANDERSON: Yes, that's perfect. That's
16 even better because then I don't have to knock things
17 over.

18 BY MR. ANDERSON:

19 Q. All right. Just for the sake of the record,
20 this is Tab AA of the direct testimony for the
21 Turnpike Authority. And let me just -- I'm not
22 trying to trick you, let me just explain what this
23 report is -- what my understanding of this report is.
24 So previously we had submitted some criticism of this
25 project from a company called eTrans and on July 22

1 Gary had sent a letter to the Turnpike Authority
2 responding to some of the concerns that had been
3 raised in that report and what I'd like to do is
4 direct your attention to Page 3 of that report.
5 There is three paragraphs and it's the third
6 paragraph down. I'm just going to read the third
7 sentence. I should first ask you, have you ever seen
8 this report before today?

9 MS. TOURANGEAU: I'm going to hop in and
10 object that her presentation as a witness was limited
11 to -- we were limited on direct to addressing only
12 her report and her involvement has been limited to
13 that and we are now going outside the scope of her
14 late presentation.

15 MS. RICHARDSON: I agree with that.

16 MR. ANDERSON: Can I just comment though
17 before you say -- this is information that's part of
18 the pre-filed testimony and if after Elizabeth
19 answers however she wants to answer certainly Joanna
20 can do redirect. And if she hasn't seen the report
21 that's fine then that qualifies her decision, but
22 this information is in the record and it seems
23 reasonable that I can ask the panel questions about
24 what the Turnpike Authority has actually submitted.

25 MS. RICHARDSON: Are you asking Ms. Roberts

1 the question?

2 MR. ANDERSON: I'm going to ask Ms. Roberts
3 a question based on something that is in this
4 document that's part of the Turnpike Authorities
5 pre-filed testimony.

6 MS. RICHARDSON: And, Ms. Roberts, have you
7 read this document?

8 MS. ROBERTS: I have not seen this document
9 before today.

10 MR. ANDERSON: Okay. And that's fine. We
11 can walk through it and I can ask my questions and --

12 MS. TOURANGEAU: Well, let's also specify
13 that the author of that report is sitting on the
14 panel.

15 MR. ANDERSON: Yes. And if Gary wants to
16 comment on this or you want to ask Gary some more
17 questions, that's fine as well. I can't get
18 everybody jumping around, so.

19 MS. RICHARDSON: Okay. Make it brief.

20 MR. ANDERSON: Okay.

21 BY MR. ANDERSON:

22 Q. All right. So let me just read the
23 sentence. This is the third sentence in the third
24 paragraph of Gary's letter. As shown in the table
25 below, July and August traffic levels greatly exceed

1 those and other ones. Traffic volumes and congestion
2 can be severe during these two peak summer months.
3 Relatively little diversion would occur during these
4 two months, and then parenthetical, though not
5 necessarily during off-peak nighttime periods. Do
6 you see that language?

7 A. I do.

8 Q. And I'm assuming that you were not told that
9 CDM Smith had concluded that diversions would only
10 occur in the evening during the months of July and
11 August, were you?

12 A. I would like to point out that it says
13 though not necessarily during off-peak nighttime
14 periods and the model that we used is for a summer
15 week day and so this is diversion for the entire day,
16 which includes all 24 hours.

17 Q. But this states that diversion -- relatively
18 little diversion would occur during the two months of
19 July and August, correct?

20 A. That's what this report says. I have --

21 Q. But this is not your report and you haven't
22 seen it before today?

23 A. That's correct.

24 Q. Okay. And you were given the number of
25 2,515 to use for your calculations, correct?

1 A. What we did was we pulled the number from
2 CDM Smith's report that shows the diversion for a
3 year, right. We realize the diversion will be
4 different in summer months, so with consultation with
5 CDM Smith we then figured while we realized the
6 diversion rate will be lower in the summer, but the
7 number of -- the amount of traffic in the summer is
8 also higher. We did a calculation in our report that
9 says you might actually have higher diversion during
10 the summer days because of the higher amounts of
11 traffic, however, we went with a lower number in our
12 report. So that 2,515 number does reflect an average
13 day and it is for an entire 24-hour period.

14 Q. Okay. And that was based on your
15 understanding that CDM Smith had predicted that
16 during the average summer day from Monday through
17 Thursday the number of diversions would be
18 approximately 2,515?

19 A. Yes.

20 Q. Okay. When you then start talking about
21 off-peak impacts, right, outside of the -- I think it
22 was a 10 week summer period. Those predictions of
23 traffic impacts were only for 2019, correct?

24 A. I'm sorry, could you repeat that question?

25 Q. Yeah, sure. So in doing your analysis you

1 used the traffic diversion number of 2,515 and that
2 was CDM Smith's prediction of diversion for that one
3 year correct?

4 A. That's correct.

5 Q. And you understood when you were trying to
6 pick which year to use that each year going forward
7 at least for the first 10 years that Gary had
8 predicted there would be a lower level of diversion
9 each year, correct?

10 A. That is correct.

11 Q. So if you had been asked to do the diversion
12 study in 2020 or 2021, you wouldn't have used 2,515,
13 you would have used a lower number, correct?

14 A. If I was asked to do a diversion study for a
15 different year.

16 Q. Okay. The last question. Obviously one of
17 the towns that would be most harmed by the diversions
18 would be residents of the Town of York, correct, and
19 that was one of the towns that would be adversely
20 impacted by the diversions, correct?

21 A. That's correct.

22 Q. And you're aware that the town is a party to
23 this proceeding and is actually advocating for an AET
24 facility?

25 A. I'm aware of.

1 Q. All right.

2 MR. ANDERSON: No more questions for Liz.

3 MS. RICHARDSON: Redirect.

4 MS. TOURANGEAU: I have no redirect.

5 MR. ANDERSON: And, Richard, I'm sorry to
6 tell you that I don't have any cross-examination
7 questions for you today, so you get off free.

8 MR. GOBEILLE: I was looking forward to it.

9 MS. RICHARDSON: Are there any questions
10 from the Department? Commissioner Mercer.

11 MR. MERCER: I guess I'd like to ask a
12 question to Gary. I just want to make sure that my
13 understanding of the model is the same as yours.
14 Understanding that models as well as data both change
15 over time, data changes as a numerical value, models
16 change to improve accuracy. Models input data and
17 use formulas and/or algorithms to calculate output
18 findings. I believe I have heard that the data --
19 the variables or inputs used in the model have all
20 changed since 2013, but new data is available today.
21 My question is how much time and how much money would
22 it take and the cost to input new data into an
23 existing model?

24 MR. QUINLAN: We've estimated, I mean, to
25 get up to the point where we were it's been several

1 years. It certainly doesn't take years. A
2 concentrated effect on our end, it would take
3 approximately two months. That would be two months
4 of receipt of all data and I know there is lead time
5 that the Turnpike would need to go into their files
6 and collect the data and Doug and others can talk to
7 that. I can't speak to that, but for the moment, you
8 know, the time that we have -- what we need as input
9 to update the model, run our as sensitivity test, et
10 cetera, would be about a two month time period and
11 probably around another \$100,000.

12 MR. MERCER: But the model is a computerized
13 model, correct? I mean, it's on a computer?

14 MR. QUINLAN: Correct. Yes.

15 MR. MERCER: Okay. So the time and expense
16 is the input of data?

17 MR. QUINLAN: Correct. Yeah.

18 MR. MERCER: Okay. Thank you.

19 MR. QUINLAN: Yeah.

20 MR. BERGERON: Mr. Quinlan, I think this
21 question is for you as well. I think once or twice
22 you had mentioned there was a \$600 revenue stream for
23 the Turnpike, is that just the York Toll Plaza or is
24 that system-wide?

25 MR. QUINLAN: No, that's just York.

1 MR. BERGERON: Just York. What is --

2 MR. QUINLAN: On average it's about \$60
3 million a year over the 10 year period, so it's a lot
4 of revenue at York.

5 MR. BERGERON: So I guess I'm confused. So
6 what does the Turnpike take in per year for revenue
7 system-wide? Do you have that number?

8 MR. QUINLAN: I don't.

9 MR. BERGERON: Okay. That's fine.

10 MR. QUINLAN: I don't have that number.

11 MR. BERGERON: Okay. So at the York Toll
12 Plaza it's roughly how much per year of revenue
13 stream?

14 MR. QUINLAN: About 55 to 60 million
15 ballpark.

16 MR. BERGERON: Okay. Thank you.

17 MR. GREEN: I have a question and that is
18 you would have to rerun the model for issuing a new
19 bond for this anyhow, right? I mean, this was done
20 in 2015, now if they come forward to move forward on
21 the project.

22 MR. QUINLAN: If they -- if for some reason
23 they went with an AET scenario then, yes, we would
24 have to redo that. They opted not to do that, so
25 there was no reason to have to update the model

1 because the decision has been made not to do that.

2 MR. GREEN: Okay. So it only -- the model
3 results are only pertinent for changing the tolling
4 method if they're going from existing or to ORT to an
5 AET method then that's the whole purpose of the
6 model. I know it's kind of an obvious question,
7 but.

8 MR. QUINLAN: Yes. I mean, I look at it
9 from the standpoint that they've asked me to do a
10 task. I generate what, to the best of my ability, is
11 in terms of the impacts of either AET or ORT. I give
12 it to those folks and then they determine how to use
13 that information and develop policy based on it.

14 MR. GREEN: Okay. And so the results of the
15 first 10 years of this model result that's mostly as
16 a confidence level for the bond holders, is that how
17 that works?

18 MR. QUINLAN: Well, it -- if the planning
19 had gone ahead and the decision was made at the time
20 that the \$3 surcharge -- I'm just -- and this is from
21 hearing their decision-making, this is not my
22 decision-making --

23 MR. GREEN: Right.

24 MR. QUINLAN: -- that the \$3 surcharge and
25 other operational effects of AET were not acceptable,

1 the impact on banked motorists who currently pay
2 cash, et cetera. So the decision based on a
3 combination of the -- our base case -- our 50 percent
4 confidence level and certainly at the 90 percent
5 confidence level, in their opinion the \$3 surcharge
6 to cover that was too steep a price to pay and
7 therefore they chose not to go with AET but rather
8 ORT.

9 MR. GREEN: Okay. All right then. Thank
10 you.

11 MS. BENSINGER: And I'm not sure who would
12 best be able to answer this, perhaps Mr. Quinlan. In
13 Exhibit B of the Turnpike exhibits on Page 13 it says
14 for the purposes of this study, successful image
15 identification rates used in the model were assumed
16 to be the same as current MTA violation and
17 enforcement experience. Are there better
18 technologies or methods to -- of successful -- or of
19 image identification?

20 MR. QUINLAN: I think probably Roland is
21 better to answer that. Our assumption is that the
22 Turnpike currently uses the appropriate and best
23 camera equipment that is there. I mean, it's to
24 their own benefit to be able to capture a license
25 plate, so I would defer to them. We used actual

1 information and the assumption is that they're doing
2 all they can to capture valid license plates.

3 MS. BENSINGER: So you don't look at the
4 type of technology that each client uses?

5 MR. QUINLAN: We did not as part of our
6 analysis, no.

7 MR. GOBEILLE: Can I expand?

8 MS. BENSINGER: Sure.

9 MR. GOBEILLE: Okay. So in the
10 uncollectible revenues, actually a very small amount
11 of it is technology driven. All right. It's your
12 ability to actually get a clear image of the license
13 plate. Outside of that, most of the uncollectibles
14 are outside of the bounds of technology. If a
15 motorist has a bicycle rack blocking their plate,
16 technology can't solve that problem. If there is not
17 a -- which there is a lot of experience, it's
18 actually pretty high here in Maine vehicles of
19 vehicles that aren't registered but have license
20 plates, that's not a technology problem. Car owners
21 who don't update their addresses when they move in
22 the motor vehicle records, that's not a technology
23 problem. So a great majority of what's uncollectible
24 really is outside of bounds of technology being able
25 to solve, all right. It's a lot more -- the

1 different things that are out there in public, you
2 know, databases and people's willingness to update
3 their own database and things like that. So I don't,
4 you know, technology at best is going to take -- if
5 the number is 42, it might make it 40, all right.
6 It's the fringes that the technology can improve.
7 The uncollectibility is outside of what technology
8 can do.

9 MS. BENSINGER: Okay. One of the reasons I
10 asked is in Exhibit L the executive summary said that
11 improved video technology that AET works better over
12 time with improved video technology.

13 MR. GOBEILLE: Yeah.

14 MS. BENSINGER: I have just one last
15 question about Exhibit L. It seems that we don't
16 have all of the pages of that document. It ends with
17 the words each plaza building in Section 1.4.1 and
18 then we have nothing after that. Is there a
19 remainder of that that could be submitted?

20 MR. MILLS: That's an exhibit from a much
21 larger report that was done for the benefit of
22 Massachusetts in making a decision whether to go to
23 AET or not. These first five -- four or five or six
24 pages was the entire discussion within the, I
25 believe, the executive summary that gave some of the

1 reasons why it was appropriate for them to convert to
2 AET and we were told the environment and that was the
3 reason for including those pages.

4 MS. BENSINGER: How big is the document as a
5 whole?

6 MR. MILLS: It's inches thick.

7 MS. BENSINGER: Okay. I'll leave it up to
8 the Department.

9 MS. RICHARDSON: I just had a question
10 really quickly. I was curious about the draft report
11 under your Section U of your -- of your pre-filed
12 testimony that the eTrans report I think it looks
13 like a draft and I was curious about that because we
14 had already had the final, so I was wondering if that
15 was significant to this?

16 MS. TOURANGEAU: We submitted the pre-filed
17 testimony all at the same time. We had anticipated
18 based on the initial submissions as we had discussed
19 in our objection that the eTrans report was going to
20 be the credible conflicting technical testimony that
21 we were going to be looking at and so we wanted to
22 have all of the versions that we had of that report
23 in the record and so the Turnpike submitted all of
24 those. We have since not had that addressed by the
25 Intervenors at all and so we have likewise narrowed

1 the focus of our scope.

2 MS. RICHARDSON: Thank you. Any other
3 questions?

4 MS. TIERNEY: I just have a quick question
5 for Ms. Roberts. When you're trying to analyze the
6 diversion rates, do you -- does your model take into
7 consideration that many motorists now have advanced
8 warning with technology, you know, if you go this
9 route it's going to be a two hour delay?

10 MS. ROBERTS: The travel demand model that
11 the Maine Department of Transportation has it assumes
12 that people will choose the best route. It's not
13 only based on time savings but also costs. So the
14 model will assume like say somebody coming from
15 Dover, New Hampshire may decide they want to avoid
16 the tolls and so they'll go up, you know, through the
17 Berwicks and one of the things about technology is it
18 kind of makes it easier for people to do this, you
19 know, people kind of just played it out before, but
20 with technology they now have that tool at their
21 disposal to choose the lowest cost and lowest time
22 alternative.

23 MS. TIERNEY: Sorry. So your answer is that
24 people would choose the best route, but there must --
25 I mean, if I'm coming up from Massachusetts and I can

1 either -- and I don't have the transponder, I can
2 either choose a \$6 route or a two hour delay through
3 York, so I guess where is the tipping for what is the
4 best route and how does your model figure that out?

5 MS. ROBERTS: Basically what happens with
6 the statewide model is we feed it information to
7 replicate the diversion, the diversion estimates that
8 came from CDM Smith, and this model looks at all of
9 the routes, so Route 1 isn't necessarily the only
10 option for people who are diverting. They could
11 choose to go over to the Berwicks. Does that answer
12 your question?

13 MS. TIERNEY: That's fine. Thank you.

14 MS. RICHARDSON: I think we're done with
15 this part of the hearing, so we're going to break for
16 lunch. It's nearly 1 o'clock, so we'll want the hour
17 for lunch, I think, and reconvene at 2 o'clock, okay.
18 Thanks.

19 (Luncheon break.)

20 MS. RICHARDSON: I'd like to call the second
21 part of the daytime session of this hearing to order.
22 We're going to start now with the -- with Douglas
23 Davidson, the Turnpike CFO, I believe, and he's ready
24 to give his own testimony and then we'll have
25 cross-examination. So carry on.

1 MR. DAVIDSON: Good afternoon, Officer
2 Richardson, Commissioner Mercer and the Panel. My
3 name is Doug Davidson. I've worked with the MTA for
4 23 years. I have been the Treasurer and CFO for
5 approximately the last 10 years. Before that, I was
6 the Director of Finance and IT. I have a Master's
7 degree in Business Administration. I have a
8 Bachelor's degree in Public Accounting and I have a
9 Bachelor's degree in Business Administration. I
10 oversee all financial operations for the Maine
11 Turnpike, which includes toll collection, bonding,
12 almost all of the administrative type functions, E-Z
13 Pass of course.

14 My major job role is to oversee the
15 finances, but also to ensure the financial condition
16 of the Maine Turnpike as well as to disclose
17 financial events and do financial forecasting, things
18 like that. I've worked on 15 bond issuances since
19 I've worked with the Maine Turnpike. I'm very
20 familiar with all of the inputs that go into the
21 studies and doing the bond rating presentations. I'm
22 the one that goes with Peter.

23 The MTA issues revenue bonds, not general
24 obligation bonds. I think this is something that
25 nobody said yet, but the real reason that that's

1 important is the revenue bonds are just a claim
2 against the revenue stream, not against any of our
3 assets. This morning somebody mentioned -- compared
4 it to a mortgage. In a mortgage they have the right
5 to come take your house if you don't make your
6 payments. For the Turnpike, the revenue bonds, they
7 have the right if you don't make your payments to
8 come in and change your toll rates and force you to
9 raise tolls to whatever it needs to be to cover
10 whatever deficiencies you have. That makes our
11 calculation of risk and revenue forecasting very
12 important. It is very different. We deal with all
13 three bond rating agencies and we receive ratings
14 from each -- on all of our bond issues.

15 The biggest piece of the security of the
16 revenue bonds is that covenant, the pledge, in the
17 bonds that specifically says that the Turnpike will
18 raise tolls to meet any deficiencies in operations,
19 capital or debt service. That pledge is the corner
20 pin to being able to issue the bonds and be able to
21 get a reasonable rating on those bonds. The rating
22 on the bonds determines what you're going to pay in
23 interest. And the interest on the Turnpike currently
24 has 386 million in outstanding bonds and they range
25 in interest rates from 2 1/2 to 6 1/2 percent. There

1 is a little sliver of bonds that are still at high
2 rates.

3 In 2014, the Turnpike refinanced a large
4 chunk of our bonds right after the decision was made
5 to stay with ORT and not go to AET. We issued 166
6 million refinancing bonds in 2015. In both of those
7 financings, we had to do a revenue study which said
8 based on what your current model is will you be able
9 to meet all of your covenants? One of the questions
10 that was asked was that -- was the Turnpike going to
11 convert to AET and we said, no, the decision has
12 already been made. That's one of the ways we know
13 that there was no risk because it just -- the issue
14 died right then when we said it's going to be ORT,
15 not AET.

16 The Maine Turnpike receives no federal or
17 state funds and is totally dependent on its revenue
18 stream, which our revenue stream is actually tolls,
19 restaurants, things like that, and interest and
20 that's our entire source of income. The majority of
21 the bond holders that actually own our bonds are
22 Maine people. The largest bond holder is actually
23 Liberty Mutual Insurance in Lewiston, but a lot of
24 the bonds that are held are actually held by small,
25 you know, in \$5,000 denominations in Maine. So a lot

1 of people buy our bonds because they're exempt from
2 federal and state income taxes and those bonds are
3 bought by people who are trying to make sure that
4 they're going to have something in retirement, so
5 it's small investors. They keep up and watch very --
6 they are very attuned to any changes. If any news
7 story comes out I get phone calls asking what does
8 that mean to the Turnpike's finances, is everything
9 settled. The reason that that's important is because
10 the people that are buying it in Maine, Maine
11 Turnpike bonds are exempt from both the federal
12 income taxes as well as the state income tax, so
13 they're a very good investment for people who have
14 small investments that are looking for tax-free
15 income.

16 The Maine Turnpike is subject to financial
17 oversight in multiple layers. There is a Turnpike
18 Board, seven member board, there is the staff, there
19 is the GEC. He has to do reports every year. There
20 is the revenue bond trustee, which is Bangor Savings,
21 the three rating agencies, we have two different
22 financial auditors and we're also regulated by the US
23 FCC as well as the Maine Legislature, who we report
24 to. This is important because there are many, many
25 different reports and studies and disclosures that

1 we're required to do to be in compliance. A lot of
2 those, you know, people -- we're also an economic
3 indicator for the state, so there are constant
4 requests for information, so people are always
5 looking at our revenue streams, our costs of
6 collections, things like that.

7 In July of '14, the MTA Board of Directors
8 decided to pursue ORT after determining that AET was
9 not practical from a systemic, financial and policy
10 perspective and a large portion of that is the risk
11 when you're going to issue bonds and we keep
12 restating that. We've heard it stated quite a bit
13 this morning, but it is a very large piece when
14 you've got 386 million in outstanding bonds and
15 you're going to borrow another 410 million over the
16 next 30 years, your bond ratings are very important.
17 Risk, as you heard earlier this morning, we have to
18 turn in a five year financial forecast and every
19 number in that financial forecast has to be certified
20 by an external expert. The panel that was here
21 earlier are some of those experts. There are others.
22 So it's taken very serious. The --

23 MS. RICHARDSON: Mr. Davidson, could you
24 actually make more of an effort to speak into the
25 mic? You're very soft spoken.

1 MR. DAVIDSON: Yup. Sorry.

2 MS. BENSINGER: You can take it out of the
3 holder and hold it up to your mouth because some of
4 the people in the audience are having trouble
5 hearing.

6 MR. DAVIDSON: Okay.

7 MS. BENSINGER: Thank you.

8 MR. DAVIDSON: The MTA was the first in New
9 England to actually have electronic toll collection.
10 Our first electronic toll collection system opened in
11 1997. We have been doing video tolling and billing
12 for people who are violators since 1997. We know a
13 lot about collecting tolls using cameras. The
14 current system, there was a question asked earlier
15 this morning, we're currently in the process of
16 replacing all of the electronics in the entire toll
17 system and the cameras that we have are the best on
18 the market. In fact, the number one toll conversion
19 company, Transcore, is the people that are putting in
20 this new toll system and it's actually -- it's an
21 amazing system. The older system, the images were
22 still good, but the new system actually can tell you
23 what the -- it tells you what it thinks the license
24 plate says and it tells you what state it thinks it
25 came from and it also tells you what plate type it

1 thinks. It's correct 90 percent of the time. The
2 Maine Turnpike employs people to look at every single
3 image before we post it to a person's account so that
4 we make sure that the right people are charged for
5 the right toll. We do not want our customers
6 charged -- we don't want the wrong customers charged
7 for other customer's toll. We don't see that in
8 other states and especially in the AET environment
9 Massachusetts is posting tolls inappropriately to
10 people's accounts that we're correcting daily. So
11 our new cameras are the best and without getting too
12 technical there is two different things, we have OCR,
13 which actually reads the plates and then we have
14 ALRP, automatic license plate recognition, and that
15 actually is the system that is being put in. It's
16 Transcore has actually won most of the contracts. In
17 fact, they beat Raytheon who does the Massachusetts
18 Systems for Harris County and Texas, which is
19 Houston.

20 As I said, we've been doing -- this is
21 actually our third electronic toll collection system.
22 We had Transpass, then we had the ARC E-Z Pass system
23 and the new system that's being put in is called
24 Infinity and it's much more robust. It has actually
25 digital video audit system, which is actually cameras

1 of every -- it's not just a picture, it's actually
2 video of every vehicle so that we can actually -- if
3 a toll collector said that was one class and typed
4 the number and we think the system thinks it was
5 something else, we can actually zoom in on that
6 transaction and realize that either the toll
7 collector was right or the system was right, so there
8 is no question about the Turnpike's technology. And
9 having been IT director for 17 years, I can tell you
10 that's true.

11 I'd just like to kind of talk about AET and
12 why AET. There was a staff recommendation based on
13 the CDM Smith report that we should continue with ORT
14 and I will say to you the number one reason is risk,
15 but then I have some other reasons that I just want
16 to make sure I get into the record. We're talking
17 about York, but the Turnpike is a system. All of the
18 tolls work together. If you're a Maine E-Z Pass
19 holder, we match your trip. So we charge you a rate
20 per mile from where you got on to where you got off.
21 It's very important to do that because you're always
22 paying less that way than what the cash price is. So
23 Maine E-Z Pass holders pay the lower of the rate per
24 mile, which I think is 7.4 cents, something like
25 that, or the cash price, whichever is lower, and then

1 we instituted in 2012 at the same time we had our
2 large toll increase we implemented the Family
3 Discount Program, which is important because it's
4 almost double the number of E-Z Pass accounts. And
5 I'm going to say it's about -- I believe it's about
6 84 percent increase since we turned that system on.
7 So we have been really pushing the E-Z Pass system.
8 What we're finding is that we're selling -- April was
9 our record sales for E-Z Pass and our record sales of
10 openings new accounts, but what we're finding is the
11 transponders we're selling are being used once every
12 six months. They're people as far up as New
13 Brunswick and Northern Maine, so we're not really
14 driving people out of cash, that's one of the issues.
15 AET cannot be just implemented at York. You have to
16 convert the entire toll system and we've been
17 actually converting the road because we need to
18 replace the electronics starting with New Gloucester.
19 We've opened West Gardiner. Falmouth will open soon
20 and we've broken ground in Portland. The only
21 barrier -- there will be two barriers left at the end
22 of next year and that will be York and the West
23 Gardiner -- Gardiner on 295.

24 One of the other biggest weaknesses in the
25 AET is that you're depending on license plates.

1 There are 58 different passenger license plate types
2 in Maine and many of them have the same number. I
3 personally have a Maine Black Bear plate and I get a
4 violation notice from New Hampshire every three or
5 four months with a white pickup truck that has the
6 exact same license plate number as mine, but the
7 difference is that mine is a Maine -- University of
8 Maine Black Bears and his is a University of Maine
9 System and they're the same colors and the only
10 difference is there a little black bear, so
11 collection on my plate is nowhere near what is being
12 presented as easy. And having done this for 20
13 years, I can tell you that even with the technology,
14 it's still dependent on DMV and people's willingness
15 to update the DMV. Maine has a paper-based system.
16 Your registrations are done at the towns. They're
17 there three months before you go in. We actually
18 take people's registrations when they violate in
19 Maine. They hold registrations in other states.

20 Implementing AET will jeopardize the toll
21 collection system when 42 percent of all non-E-Z Pass
22 transactions are estimated to be uncollectible under
23 the system, which would significantly impact our
24 ability to borrow. What it would really mean is we
25 would raise tolls to make up for this maybe even in

1 addition to a surcharge because, as I said earlier,
2 we've coveted to make sure that we're collecting
3 enough money to cover capital, debt service and
4 everything else. If you have the losses you would
5 have to raise the tolls.

6 One other one I'd like to touch on is we've
7 talked about the reciprocity agreement between the
8 three states. It does not really work very well
9 because each state has different rules. For example,
10 it costs us \$3 to look up a plate in New Hampshire.
11 So if the toll is \$1, which it is on the rest of the
12 Turnpike in most of the places, it's not even worth
13 going after. So if you're saying that the cost of
14 just looking up the plate is \$3, it's another, you
15 know, \$1.75 or something similar to send out a
16 letter, is it worth chasing that toll. That's where,
17 you know, the people who are going to pay cash will
18 stop and pay cash. When you're trying to send out a
19 letter to chase them it's much more difficult. In
20 New Hampshire and Massachusetts these are violations
21 that were sent. We have to have a certain number of
22 violations before we can even send it. In New
23 Hampshire we have to have 10 Turnpike violations in a
24 one year period before they will actually go after
25 the person's license. Most people coming to Maine

1 are not going to come and violate 10 times because
2 they're infrequent users. What we have found is that
3 we produce a lot more collections for Massachusetts
4 and New Hampshire than they do for us. The
5 statistics the policy was put in or agreement was put
6 in of what we submitted for violations, and remember
7 that they had to have 10, 53 percent we actually
8 collected on and that's, you know, a very significant
9 smaller piece of a group. 53 percent from
10 Massachusetts we actually collected on. 46 percent
11 from New Hampshire. New Hampshire requires that
12 there be 10 in one year and Massachusetts requires
13 that we have \$25 owed to us before they will even go
14 after the people, so there is an assumption that
15 video collecting is so much easier than it is. It
16 really is much more difficult than what is being
17 said.

18 MS. RICHARDSON: Okay. Great. So we're
19 ready for the Coalition to do some cross-examination.

20 MR. ANDERSON: Okay. Thanks.

21 CROSS-EXAMINATION OF DOUG DAVIDSON

22 BY MR. ANDERSON:

23 Q. Good afternoon, Mr. Davidson. Again, I
24 think you know, I'm Scott Anderson for the Coalition.
25 Can I just say, do you have a copy of the 2014 CDM

1 Smith report that you can refer to there?

2 A. I don't, but.

3 MR. ANDERSON: Thanks, Joanna.

4 BY MR. ANDERSON:

5 Q. And if I could have you, sir, turn to Page
6 47 of that report, which is this Bottom Line Chart
7 that we've been talking about earlier this morning
8 and then I have a few questions. So based on your
9 testimony, I know you were involved as part of the
10 staff recommendation in 2014 to the Board when they
11 made the decision about AET and ORT, correct?

12 A. Yes.

13 Q. And I'm assuming that you have reviewed the
14 CDM Smith 2014 report when it came out?

15 A. Yes.

16 Q. Okay. And so you saw back in 2014 this
17 Bottom Line Chart that we're taking a look at right,
18 here?

19 A. Yes.

20 Q. Okay. Thanks. And so I just want to talk
21 about this for a second, I think you had mentioned
22 one of the primary reasons the Turnpike's Authority
23 Board rejected AET was risk, correct?

24 A. Yes.

25 Q. And so if -- I'm just going to talk about --

1 you understand the difference between the base
2 estimate, the so-called 50/50 plan toll and 90
3 percent, right?

4 A. Yes.

5 Q. Okay. Great. So I'm just going to focus on
6 the 90 percent number. So as noted on the bottom
7 line analysis, CDM Smith had predicted with 90
8 percent confidence that if you did an ORT facility
9 you would likely generate \$6.5 million in revenue
10 deficits as compared to the existing toll booth; is
11 that correct?

12 A. That's what the report says.

13 Q. That's what the report says. And the report
14 also says under the 90 percent confidence estimate
15 that if you did an AET facility you would likely
16 generate a \$1.5 million surplus, correct?

17 A. Yes.

18 Q. So if I'm a bond holder and you show me this
19 and you tell me you're going to do an ORT, wouldn't I
20 be more concerned because your report shows a
21 potential revenue deficit than a potential revenue
22 surplus?

23 A. I wouldn't show this to a bond holder.

24 Q. But if the bond holders understood -- and my
25 understanding is when you looked at this the

1 conclusion was is that AET presented some sort of
2 risk that wasn't presented by ORT, correct?

3 A. Yes.

4 Q. But the figures actually suggest that CDM
5 Smith predicted a risk with ORT because that was the
6 only one that ran a potential revenue shortfall,
7 correct?

8 A. No.

9 Q. No. And you understand -- we had talked a
10 little bit about the leakage rate of 42 percent and
11 that that was of a concern, correct?

12 A. Yes.

13 Q. And you understand that these figures
14 assumed a 42 percent leakage rate, correct?

15 A. Yes.

16 Q. And these figures also assumed the
17 diversions that we've been talking about and the
18 other factors that CDM Smith considered with regard
19 to AET, correct?

20 A. Yes.

21 Q. And even with all of those being considered,
22 CDM Smith still predicted that it was AET and not ORT
23 that would likely result in additional toll revenue,
24 correct?

25 A. The table says that it generates more money,

1 but it's with a \$3 surcharge, which the problem with
2 a \$3 surcharge is you can only raise tolls so high
3 and you're taking away the entities financial
4 flexibility when you're taking it in surcharges. So,
5 yes, the bottom number, we could raise it on ORT, we
6 could put a surcharge on ORT and make that number
7 look better. This is not an investment grade table.
8 If you were doing this to bond holders you would have
9 to say this is what we're actually going to do. I
10 mean, in one you've raised tolls in effect because
11 the surcharge whether you call it a surcharge or
12 whatever it is toll, so if you're raising and
13 doubling the toll, well, yeah, you're going to make
14 more money.

15 Q. And so there was any additional analysis
16 provided to the Board in 2014 other than this report
17 to go to the issue that you've just discussed about
18 the ability to raise tolls in the future?

19 A. Could you restate that?

20 Q. Sure I can. When the Board -- so this
21 report was provided to the Board and they made the
22 decision in July of 2014, correct, to do ORT?

23 A. Yes.

24 Q. And so I noted that this report predicts
25 more money from AET than ORT, correct?

1 A. With a \$3 surcharge.

2 Q. That's right, with a \$3 surcharge. And you
3 stated that there is some additional concern that if
4 you do a surcharge it reduces your flexibility in
5 raising future toll revenue?

6 A. Yes.

7 Q. And was there any other report or other
8 information provided to the Board in July of 2014
9 going to that issue?

10 A. I am not sure of the timing.

11 Q. So but any time --

12 A. We issued bonds around the same time, so we
13 were in the process of working on a bond issue, which
14 had to have a revenue study done and it specifically
15 looks at what your toll elasticity is. And what that
16 really means is they look at and say -- say a
17 financial event happened at the Turnpike, what could
18 they raise their tolls to to be able to make enough
19 money to cover their problem. So generally, doubling
20 the tolls on the Maine Turnpike is where you start to
21 see people really falling off. And in his report
22 here somewhere he talks about a \$4 surcharge versus a
23 \$3 surcharge and yet they generate very similar
24 amounts of money and that's because it's reached that
25 point where people will stop paying the toll. So if

1 you raise the toll, call it a surcharge, by \$3 to do
2 something that you're still generating the same
3 amount of money as you would in this, you're giving
4 up flexibility to raise tolls in the future.

5 Q. I understand that. I guess my question is
6 when you have an analysis that shows that AET is
7 likely to run the surplus that's --

8 A. With a \$3 surcharge.

9 Q. With a \$3 surcharge. The surplus figure
10 suggests that if things happen the way they had
11 predicted you would be less likely to need to raise
12 tolls than with an ORT facility, correct?

13 A. No. This table --

14 Q. Because I only have three minutes left, I
15 appreciate that the answer may be no and we can just
16 move on. So if you're looking as a financial matter
17 at two different options, one is predicted to produce
18 a surplus and one is predicted to produce a deficit,
19 isn't it fair to say that the one that is predicted
20 to produce a surplus will over time make it less
21 likely that you have to raise tolls?

22 A. The key to your question is the word
23 predicted. ORT is not a prediction. We already know
24 what it is. It's the same tolling system, so there
25 is no risk. You're asking the Board to risk \$386

1 million in bonds based on model that is based on 150
2 assumptions.

3 Q. Well, I don't think I'm asking that. What
4 I'm asking is that CDM Smith did the 90 percent
5 confidence analysis and still concluded that it was
6 likely you would run a \$6 million deficit with ORT
7 and that considered all of the risk and the different
8 potential outcomes, didn't it?

9 A. No. The problem with this table is it also
10 puts the capital costs all in a 10 year period. A
11 toll plaza has 35 to 40 year life span, so you're
12 putting all of the capital. If you took the capital
13 number out of there it changes the whole
14 perspective.

15 Q. But you do need to repay the money you
16 borrowed.

17 A. You do over -- its depreciation. You
18 depreciate it over the life of the thing, not all in
19 10 years.

20 Q. One more question and I think I'm about to
21 run out. You had noted, I think, that it would be
22 difficult for the Turnpike Authority to have AET in
23 one place and ORT facilities elsewhere, correct?

24 A. Yes.

25 Q. And were you here this morning when

1 everybody else was providing testimony?

2 A. Yes.

3 Q. And did you hear Attorney Bensinger's
4 question to Mr. Mills where she noted that somewhere
5 in the testimony the Turnpike Authority even before
6 the 2014 vote had been in the process of planning and
7 converting plazas to ORT, correct?

8 A. Yes.

9 Q. And Mr. Mills testified that that did not
10 mean therefore that they couldn't do an AET facility
11 in York, correct?

12 A. Say that again.

13 Q. So Mr. Mills responded to Ms. Bensinger's
14 question by saying that the mere fact that ORT
15 facilities were in the works didn't mean that in July
16 2014 the Board couldn't still choose AET at York?

17 A. Correct.

18 Q. Because otherwise, right, you chart to do
19 the ORT facilities and then you kind of cook the
20 system and just say, hey, we can't do it, so that
21 wasn't the case at all, right?

22 A. We have a toll system that is already old
23 and needed to be replaced. Whether it's going to be
24 ORT or AET, the only difference is cash on the side.
25 Where we converted New Gloucester we got the toll

1 system free so that we would be a demo for the rest
2 of the country. We got the ORT lanes free. So the
3 only cost that we incurred was putting the new
4 electronics in the cash lanes. It was a very low
5 risk. Most people who convert to AET, most of the
6 big Turnpike's convert to ORT first and then they can
7 make it work with their numbers, they flip a switch
8 because ORT and AET are the same thing except that
9 they have cash at the outsides, that's the only
10 difference.

11 Q. And this is my last question. It's really
12 just a clarification. The fact that you may have
13 some facilities in your system that are operating as
14 ORT facilities does not mean that you cannot have an
15 AET facility in York, correct?

16 A. You can't have them running on the same
17 system. You cannot have ORT and AET without getting
18 rid of the rate paradigm which is rate per mile
19 because you have to match an entry and an exit. If
20 you're going through AET entry it's one thing --
21 they're a billed customer in AET entry.

22 Q. So the fact that you already had ORT toll
23 facilities in the process before the Board made the
24 decision in July of 2014 that restricted the Board's
25 options at that time?

1 see a more significant surplus for ORT then you do
2 for AET?

3 A. Yes, very much.

4 Q. Would that have the same impacts on your
5 bonding ability?

6 A. It would be more money, so it would make it
7 easier for us to bond. There is no risk with ORT.

8 MS. TOURANGEAU: Thank you.

9 MS. RICHARDSON: Questions from the DEP
10 staff?

11 MS. BENSINGER: On Page 4 of your pre-filed
12 testimony under D, broader financial consequences,
13 you were -- you're talking about AET would require a
14 redesign of the toll system, it would involve a
15 downgrade of the Turnpike bond rating and higher
16 future borrowing costs. Then under it you say AET
17 would require an extensive and expensive traffic and
18 revenue analysis, hasn't that already been done?

19 MR. DAVIDSON: We do a revenue study every
20 time we issue bonds. This study was done to
21 determine whether AET was feasible. This is another
22 feasibility study. If you were going to go out and
23 actually implement it you'd have to come up with rate
24 charts, you'd have to, you know, talk about how you
25 redesign all your programs. You'd have to rewrite a

1 ton of your software. There is a huge cost in there,
2 but the studies alone would be huge.

3 MS. BENSINGER: Okay. Thank you.

4 MS. RICHARDSON: Anybody else? No. Okay,
5 Mr. Davidson, thank you.

6 MR. DAVIDSON: Thank you.

7 MS. RICHARDSON: We will now put together
8 the panel for the Coalition and that's Marshall
9 Jarvis, Peter Smith, John Adams and David Sullivan.

10 I'm just going to ask you to raise your
11 right hand. Do you swear or affirm that the
12 testimony you are about to give is the truth and
13 nothing but the truth?

14 MR. JARVIS: I do.

15 MS. RICHARDSON: Thank you.

16 DIRECT TESTIMONY

17 MR. JARVIS: Good afternoon. I'm Marshall
18 Jarvis. I'm a citizen of York Harbor, Maine. I got
19 involved in the Turnpike in York in 2006 when the
20 Maine Turnpike Authority was considering building a
21 new plaza, a larger plaza than what was there in
22 either Wells, Ogunquit or York, and I listened to all
23 of this and the pitting of one town against another
24 and I talked to Wendell Weaver about it and we had
25 legislation passed that forced the MTA to stop

1 construction and justify this larger plaza, so that's
2 how I got involved in the beginning.

3 I am not a tolling engineer. I am -- what
4 I've seen is where I've been all over the world. So
5 I have followed systems and looked at different
6 areas. I've been to Japan and Denmark and Italy and
7 Ireland, the Faroe Islands, Ontario, Canada,
8 Colorado, Texas, California, of course, Massachusetts
9 and New Hampshire. So when we were preparing the
10 testimony for today we sought technical experts in
11 tolling. We talked to at least six different
12 consulting engineers. They all declined to appear
13 for business reasons, so you end up with me, and I
14 can relate some empirical experience from being out
15 there on the road. And, for example, I've been in
16 Colorado and it's I-70, which is the major east/west
17 road. And east of Denver is 470 -- E-470, which is a
18 toll road. I've been on the road many times when it
19 had cash lanes. I went through there in 2010 and the
20 cash lanes were removed. They just put up barriers,
21 everybody was AET.

22 I travel frequently in California and I use
23 E-241, which is a road from east of Los Angeles into
24 the area of Orange County. There also I saw cash
25 lanes on the system. I came back many times over the

1 years, the cash lanes are all gone and they just put
2 up barriers and they took them out. If this wasn't
3 making sense they would have put the cash lanes back
4 in if it wasn't working. I have also have been, of
5 course, through here in this part of the country and
6 if you go down to New York and then you cross the
7 Hudson River today where it's the Tappan Zee Bridge
8 or the George Washington or the tunnels, it's all
9 AET. If you're a tourist coming from anywhere else
10 outside of New England you're going to go through
11 AET. Now, not five years from, now. So it is coming
12 to us in a significant way.

13 You all know the experience in
14 Massachusetts. It was just a recent conversion, but
15 it's all AET, so. And right next door to us in New
16 Hampshire, the New Hampshire House and Senate have
17 passed SD-134, which freezes all ORT activities and
18 will analyze AET for all locations. Initially, it
19 was just for the Spaulding Turnpike, but they thought
20 it was so good they're going to look at it for
21 Hampton and also for 93. So it's coming right next
22 door. AET is a real trend for all of us. And to
23 give you an idea on Massachusetts, we went down to
24 visit them, they're open. They're happy to have you
25 all come down and see what they're doing and they'll

1 go over the numbers, but what's happened since they
2 installed AET is the usage of E-Z Pass has jumped
3 from 75 percent to 86 percent in less than three
4 months and a lot of recalcitrants are now going out
5 and buying E-Z Passes.

6 I also want to comment in Ireland they have
7 a cross-country expressway and they have cash
8 transponders. So you can in essence go into a store,
9 spend 10 pounds and buy what you might call an E-Z
10 Pass. There is no penalty for someone who doesn't
11 have a bank account and it can be regular, common
12 citizens and they do this. So this idea that this is
13 some special elite deal is simply not true. You
14 asked the question earlier about technology, the
15 technology has improved dramatically just in the
16 short-term past and it's improved cameras. It's an
17 ability -- they have radar systems now that identify
18 the speed of the car. They have even gone through
19 toll plazas at 200 miles an hour and can pick up the
20 transponder and read the license plates. And from
21 experiences in Canada, for example, they not only
22 read the rear license plate but they read the front
23 license plate. They photograph a vehicle so they
24 know what the vehicle is and if they don't get it at
25 one location on the plaza, they get it when the

1 person leaves the system. So they have two shots at
2 anyone that goes through the system. That's just
3 part of the technology.

4 More important to the technology is big
5 data. Big data is central computers that can record
6 and maintain millions of transactions. Peter spoke
7 this morning about a couple million transactions.
8 That's nothing. Or 90 different license plates for
9 the State of Maine. It's nothing. The big computer
10 systems handle this with ease, so the idea that
11 somehow this is difficult, it's not. And I might
12 also add that the technology just recently is
13 improved to the point where the license plate is read
14 automatically, an invoice is set up and if it's a
15 month or if it's two months or whatever then a bill
16 is sent out. So they're recording each person as a
17 customer and after a number of transactions they can
18 send an invoice.

19 So and on the side of enforcement. They are
20 developing systems, I've been told, that will record
21 and reveal in nano seconds violators, so that if
22 someone is going through the system and they've been
23 violating it regularly the police can stop them.
24 Years ago, I was at a New York Turnpike facility and
25 my car broke down and so I was going through all

1 their systems up above and they said, listen, if this
2 person goes through three times without paying we
3 send a state trooper out after them. So that's
4 possible and that's part of what makes it work. And
5 I would say that us, Maine, we're a small system.
6 We've been a state from all of the other states.
7 When I got together with Peter Mills in 2014, I
8 suggested to him at that time, let these big New York
9 Port Authority, Mass Pike, let them debug the
10 systems, let them incur the expense of the learning
11 curve to make this happen and after they got it
12 working great and then we can use it here in Maine.
13 And, you know, that's a good way to do it. We don't
14 need to be guinea pigs to develop the recent history
15 in Massachusetts that Peter has talked about is just
16 the learning curve of bringing it up to speed.

17 So we also benefit from the point of view
18 that places like Massachusetts where they've gone
19 from 75 percent E-Z Pass to 86 percent, they benefit
20 us here too because those same people will be coming
21 to Maine and the same people in New Hampshire will be
22 coming to Maine and those -- that's kind of what it
23 is. The July 2016 IBBTA Summit on all electronic
24 tolling in Boston, and Peter was there, he can verify
25 this, one tolling executive said public entities have

1 to plan capital projects years in advance. By the
2 time we get to the actual implementation the
3 technology is at least two years old. Just two years
4 old. And we specify X, now it's morphed into Y.
5 It's like old law being applied to tolling. AET is
6 coming fast. What is most concerning to me is that
7 the MTA, which has known for years that the financial
8 case for AET improves every year and now when they
9 admit they're at least four years behind schedule in
10 constructing a new toll plaza and the recent data
11 experience shows that AET is better, the MTA still
12 refuses to even revisit its decision. And instead
13 today it has asked us to move forward with a hugely
14 expensive facility that will generate a multi-million
15 dollar revenue shortfall, again, based on the MTA's
16 own data and the AET facility is the only rational
17 alternative. The DEP should not issue a permit to
18 fill wetlands for an obsolete facility. Thank you.

19 MS. RICHARDSON: Ms. Tourangeau, did you
20 want to do individual cross?

21 MS. TOURANGEAU: What we had done initially
22 with ours was that all of ours had presented on
23 direct and then we crossed and redirected, so I was
24 just going do the same thing we did and let them --

25 MS. RICHARDSON: Okay. Sorry. Mr. Smith.

1 MR. SMITH: Thank you. Good afternoon. My
2 name is Peter Smith. And first off, I have to admit
3 I am not an engineer. I certainly was impressed
4 hearing all of the credentials that --

5 MS. RICHARDSON: Can you make sure your
6 microphone is on?

7 MR. SMITH: I was very impressed this
8 morning hearing all of the credentials listed out,
9 all of the degrees, all of the experience, all of the
10 likenesses. I don't have any of those. I am an
11 ordinary citizen, but I was an engineer of sorts, a
12 software engineer, and I'm retired now. I have a lot
13 of experience successfully diagnosing business
14 systems, processes and very complex financial
15 situations. I've lived in Maine for 21 years now and
16 York for 13 of those. And even though I'm retired, I
17 try to stay relevant through voluntary civic
18 involvement, which is what brings me here today.

19 I am Chair of the Planning Board in York.
20 I'm on the Library as a Trustee. I'm the President
21 of the Whippoorwill Homeowners Association, which is
22 directly adjacent to where the Turnpike would like to
23 place their ORT toll plaza. I guess it's because --
24 I do this because I want to keep busy. I don't want
25 to get old. My father always used to say you can't

1 help getting older, just don't get old and I try to
2 live by that. I love York. I love Whippoorwill
3 where I live, my home, my neighbors, the conservation
4 area with all of the trails, the animals, the
5 streams. I live directly adjacent to the only large
6 pond in the Whippoorwill Conservation area. The only
7 shortcoming at Whippoorwill for most of us is the
8 Turnpike. It's directly west of us. It's about 2/10
9 of a mile from my house. 1100 feet. There is always
10 noise. You can't stop it. Especially in the west
11 wing like last Friday. It's loud. A lot of the
12 pollution comes through the air. We're always wiping
13 pollutants off of the flat surfaces on our screen
14 porch and other areas, so we understand it. It's
15 there. What I don't want it to do is get worse by
16 building a place nearer to us where you stop and
17 start, which you would have to do with an ORT, at
18 least many vehicles would.

19 After 45 years experience as an IT engineer,
20 if you will, now that I'm done with that I could be
21 called a dinosaur I suppose, but I'm not extinct.
22 I'm still very curious about how things work and why
23 they work. And that's the very reason I got involved
24 with all of this because I was suspicious about the
25 information that was being presented back in January

1 2010 at the first meeting I went to with the MTA. I
2 have that natural suspicion. I'll give you an
3 example, there is a very famous diner in southern
4 Maine that announced a couple years ago that they had
5 just celebrated their 3 millionth customer and that
6 was after a little less than three years from when
7 they celebrated their 2 millionth customer. And it
8 was in the paper and most people read it and say
9 isn't that wonderful. And I read it and said, hmm, a
10 million people in three years, that seems like a lot
11 of people, so I did the math. Very simple math.
12 They're closed for two weeks out of every year, so
13 they basically three years times 350 days is about
14 1,000 days. And they're open from 6 the morning
15 until 9 at night, which is 15 hours, so that would be
16 15,000 hours. So I divided that into a million
17 people. That means they would have to serve 66
18 people per hour steady from 6 in the morning until 9
19 at night without a break. I don't think the kitchen
20 is going to be real happy about that. So this is the
21 kind of thing that I pay attention to.

22 So when I went to that meeting in 2010 and
23 people were up front talking about how AET wouldn't
24 work and they wanted to have a capital expenditure, I
25 forget back then, 35 million, something like that,

1 and it was going to cost whatever it was, almost 3
2 million, as I recall, I can't tell you the numbers to
3 operate it and yet with AET they wouldn't have any of
4 those expenses. And I happened to have an envelope
5 with me and I wrote some numbers on the back and none
6 of it, like my diner story, was making any sense. I
7 actually went up front during the public questioning
8 and asked the engineers, and I believe it was Paul
9 Violette, if they could explain some of the
10 differences that I saw and they couldn't. They said
11 they would later, but I never heard from them. So I
12 went home and being an Excel man, later on I got on
13 Excel and started putting numbers in, which I got
14 from the Turnpike's report that they had presented
15 that day, and I created a spreadsheet very similar to
16 the one that I put in my testimony, my pre-filed
17 testimony that you may have seen. It's very simple.
18 I just took potential revenue minus adjustments, that
19 being leakage, minus the known expense, it's a
20 capital expense and the operating expense, for ORT
21 and then for AET and then I just calculated the
22 difference between the net we saw between those two.
23 And the result of that on a 10 year scale -- oh, and
24 I was using leakage. I tried it at 5 and 10
25 percent -- 5 percent for local Maine, New Hampshire

1 and Massachusetts, 10 percent for outside, which I
2 think is reasonable, but everybody said, no, it's
3 more than that, so I tried 10 and 20 and then I tried
4 20 and 40. The 20 and 40 analysis is what I put in
5 my testimony earlier. And if you saw it it shows a
6 10 year net revenue improvement including the
7 surcharge for \$3 on top of the toll. My surcharge
8 was actually \$2.50 because I thought I was would
9 calculate it differently. The Turnpike is assuming a
10 \$3 surcharge for every time a person goes through the
11 toll and they're assuming a bill for every time they
12 go through the toll, which to me as a panelist seems
13 kind of absurd. Why would you bill every time
14 somebody goes through the toll? Why don't you keep
15 track of 30 days worth of billings and only bill them
16 once a month for how many times they went through
17 without an E-Z Pass. So in my analysis I assumed a
18 round trip, simple two trips, up and back. A total
19 of \$5 made up of \$1 for each time through the toll.
20 That's \$2 for a round trip and a \$3 mailing fee,
21 that's what I put in my analysis. I didn't have
22 other information to do anything different. With
23 that information the net improvement was almost \$64
24 million over 10 years. Even I have little difficulty
25 swallowing that, but that's the way the numbers came

1 up. That's what I presented to you.

2 I just want to point out that as far as the
3 information that I used because I'm sure that I'm
4 going to be questioned on this is I took my sources
5 of information directly from Turnpike documents and
6 I'd just like to briefly list them. According to --
7 and I'll simply refer to this with simplicity as HNTB
8 Ops report. HNTB does an operations and maintenance
9 report every year and out on the website is the
10 latest one. They're all listed, but the latest one
11 is from 2016 and it has charts in it. A particular
12 chart on Page 21, Table 7, I don't know that you
13 might have that, but it's there. It states that
14 approximately 17.8 million vehicles entered the York
15 Toll Plaza from either the north or south in 2016.
16 And it also expects an annual traffic increase of 2
17 percent per year, so I used those numbers. Also in
18 the same report in the same table said approximately
19 76 percent -- it was 75.8, I used 76 percent of all
20 vehicles using the York Toll Plaza have E-Z Pass
21 transponders. That turns out to be 13.5 million
22 vehicles. Approximately 24 percent of all vehicles,
23 that's 4.3 million, do not have E-Z Pass. They are
24 suggesting E-Z Pass usage would improve over time not
25 having any numbers put on that I chose to improve it

1 in a descending curve on the basis that the earliest
2 year after you go AET if you did or even ORT people
3 are going to -- many people are going to go for the
4 transponder. So I started at 3 percent for the
5 second year and descending over the 10 years down to
6 1 percent, I did like 333, 222 and 111 over the 10
7 years, improvement in E-Z Pass usage.

8 From CDM Smith's 2014 report on Page 4,
9 Figure 3, it states that approximately 73 percent of
10 all vehicles, that being 13 million, from Maine, New
11 Hampshire or Massachusetts, which I call the local
12 traffic. The remaining 27 percent or 4.8 million are
13 from other states or Canada. From HNTB Ops again
14 York Toll Plaza produced a revenue of 60.4 million.
15 We heard that earlier today, so that's consistent.
16 Each automobile pays \$3. Trucks pay substantially
17 more depending on how many axles. I couldn't deal
18 with not being able to figure out how many trucks,
19 how many cars and so on, I decided I would determine
20 the average toll as 60.4 million divided by 17.8
21 million vehicles. Simple. And it came out to \$3.39
22 average toll per vehicle regardless of type.
23 Maintenance and operating costs including utilities
24 and back room collection processes would be what you
25 would have -- be paying for if you had all AET and

1 you have to read all these license plates, it's
2 projected the 10 year costs that I took from the 2014
3 CDM Smith report, again, Page 21, Table 5, which
4 we've heard of this morning. And the same thing for
5 the ORT on Page 23, Table 6. So I'm simply pointing
6 out that I didn't make up the numbers. What I did
7 make up was leakage, 20 and 40. I thought it was
8 pretty extreme. I mean, I have a little trouble
9 believing that that -- that there may be scoff while
10 I was out there that would be 40 percent people
11 wouldn't pay their bill somehow. And I realize some
12 of that is unreadable plates and so on, but to me
13 that's extremely high. That's just my opinion.

14 So my 64 million is a lot and I'm a little
15 concerned about that because I think if we're going
16 to do a comparison between ORT and AET, we ought not
17 to have any difference or any surplus. To make a
18 fair comparison it ought to be revenue neutral, which
19 I heard earlier today. Thank you.

20 MR. SULLIVAN: Good afternoon. My name is
21 David Sullivan. I'm a professional engineer and I
22 work for the firm Milone and MacBroom. Our offices
23 are throughout the northeast, but my office is in
24 Cheshire, Connecticut. I'm an associate there and I
25 also manage the traffic engineering and

1 transportation planning group. Prior to my time at
2 Milone and MacBroom, I did spend five years working
3 for Wilbur Smith Associates. You may recognize them
4 as the Smith part of CDM Smith and I was in the toll
5 road division for five years, so I know a little bit
6 about the modeling and the modeling techniques and a
7 lot of the theory associated with the modeling. So
8 when we were asked to take a look at the two reports,
9 the CDM Smith report and the HNTB report, John called
10 me and I volunteered at that point, I said, I know a
11 little bit about this, let me take a hard look
12 particularly at the CDM Smith report.

13 Well, I did that and, first of all, I have a
14 lot of respect for both firms as you can imagine
15 understanding what they do and how they do it and
16 over the years they've continued to do it. My review
17 started looking at their waterfall analysis because I
18 think that was the best way to encapsulate what they
19 had done and where they were making assumptions. And
20 as I went through the waterfall analysis, which, by
21 the way, back in my day was a Nesbitt spreadsheet, so
22 to speak, but it's very easy to follow and as they
23 went through each of their inputs --

24 MS. TOURANGEAU: I'm going to hop in for a
25 second because I don't remember seeing this

1 discussion in the pre-filed testimony of the CDM
2 Smith report. I remember seeing extensive analyses
3 of the HNTB diversion issues, but not of the CDM
4 Smith.

5 MR. ANDERSON: Just in response, on Page 3
6 this is at Tab B of John and David's testimony.
7 There is a discussion of the CDM Smith report, April
8 14 report on Page 3 and so I believe it was one of
9 the items they've looked at and offered some
10 testimony.

11 MS. RICHARDSON: We'll allow that. You can
12 continue.

13 MR. SULLIVAN: Okay. As I was saying, they
14 have a lot of parameters in there of what they used
15 for the various adjustments as they go through the
16 revenue stream and my opinion of that was very good
17 because it was documented. They described what the
18 sources were, some of it was just this is our
19 experience, which was fine, because they identified
20 the bins of the experience, for instance, the tech
21 diversions could be between zero and 10 percent. And
22 I think their Monte Carlo analysis at the end took a
23 lot of that into consideration and we were
24 relatively -- or I was relatively fine with that.

25 And this is where I'll get to the

1 diversions. The next piece was -- these are all
2 inputs to the revenue stream model and the financial
3 model. The diversion, which is also an input to the
4 revenue stream model, that also is the only output of
5 the computer model or the traffic model. The rest of
6 these are not outputs of that model. So when you
7 think of these models and you have your toll road,
8 which has a certain amount of traffic and you have
9 your non-toll roads that have a certain amount of
10 traffic and the choice between those routes is based
11 on how much it costs, what your time is worth, what
12 your mileage is worth and what the toll is worth,
13 what your pocketbook is worth. So when you go
14 through these analyses you strike an equilibrium and
15 this is what it is today and this is what the toll is
16 today, these are what the traffic volumes are today.
17 That's called calibrating your model. As you
18 increase the toll the theory is that the relative
19 cost of that toll pushes people over to the
20 alternative route because now the volume or the value
21 of that trip becomes higher on one route versus the
22 alternate route. So as I went through there, you
23 know, and I have no reason -- let me just say right
24 out front, I have no reason for what I'm about to say
25 to say that it's not the case. Our comment was we'd

1 really like to have some more information on these
2 diversions. It seems to us that, you know, there is
3 a fairly substantial diversion going to a route that
4 has fairly substantial congestion and then when I
5 looked at the HNTB study and saw that these alternate
6 routes were getting additional delays at just one
7 intersection of two, three, four minutes on -- at one
8 intersection and as they go through the corridor. So
9 my thought was and my comment was we'd really like to
10 see what the macro-model shows for those diverted
11 routes for the delays. Was that delay increased in
12 the same manner that the HNTB micro-analysis said it
13 should be. So that was the crux.

14 I did hear this morning that it doesn't
15 sound like that comparison was made, so I still have
16 that thought and if a comparison was made and
17 validates that the delays in the alternate route are
18 basically the same in both models that would be a
19 sufficient answer. I'll pass it to John.

20 MR. ADAMS: Good afternoon. My name is John
21 Adams. I'm a professional engineer with Milone and
22 MacBroom. I'm licensed in two states and I'm a
23 professional traffic operations engineer. My
24 comments are going to be similar to Dave's. Well,
25 first, I want to give a little bit about my

1 experience, you know, I have a lot of experience
2 doing traffic impact studies for both private
3 developments, municipal projects, design of roadways
4 and intersections and traffic signals. I used a lot
5 of modeling, the Synchro software and the SIM traffic
6 platforms. I also do a lot of traffic peer reviews
7 primarily for municipalities in Maine.

8 When we were asked to look at the study, you
9 know, we were asked to take a read through it and
10 just see if you notice anything that, you know, you
11 would say you may have a question about or you feel
12 you need more information about or what's your
13 opinion of the study. And we approached reading
14 these two studies just like we would any other, you
15 know, studies we're asked to peer review. You know,
16 we look at them for, you know, do they appear to be
17 reasonable, do they appear to be done with typical
18 industry standards, do the assumptions seem
19 reasonable and sound, are there limitations of the
20 study, do the results in the end seem reasonable
21 based on how the study was completed. And so when we
22 read through the study, I think -- I like a little
23 bit of what Dave said, you know, I think I wanted a
24 little more information to see the information that
25 was input into the CDM Smith model, how was that --

1 how did that come about, how was that figured out,
2 how was that proved or calibrated with the existing
3 conditions in York. And then from reading the HNTB
4 study and I think I heard similar comments this
5 morning that they took, you know, the results from
6 the CDM Smith study, specifically the diversion
7 numbers, and used that, you know, as what they used
8 to do the analyses for the study intersections that
9 HNTB looked at.

10 You know, from that what I think I would
11 have wanted to see a couple of things, one, with the
12 HNTB study and modeling they had some results based
13 on existing conditions at some of the study
14 intersections. I think there were several
15 unsignalized and three signalized intersections. One
16 thing I was wondering and I didn't see it in the
17 study and I didn't hear it this morning, but the
18 answer -- maybe there is a quick answer to this, you
19 know, were those existing conditions models that HNTB
20 did, were they calibrated to the field conditions,
21 were those intersections reviewed in the field, did
22 they see if the Synchro models were giving them
23 results that were reasonably close to what was
24 actually going on at those intersections. And then
25 going along with that, were those results, as Dave

1 said, did they sort of revisit, you know, some of the
2 inputs maybe in the CDM Smith model to say some of
3 the results we're getting out of the HNTB model are
4 saying this, are they somewhat reasonable of what's
5 going in with the CDM Smith modeling.

6 You know, and, again, based on what we heard
7 this morning I guess in the end I still have some
8 concerns or just additional questions and it doesn't
9 appear to me that the CDM Smith model was
10 calibrated -- what I would say calibrated to the
11 existing field conditions and there was no
12 confirmation or maybe an iterative process where you
13 kind of look at the results from both the CDM Smith
14 study and the HNTB study to see if you're getting
15 similarities with the outputs from HNTB that are
16 matching some of the inputs that are going into the
17 CDM Smith model.

18 And lastly, I think the -- well, the other
19 thing I heard this morning too was that the models as
20 they are -- the modeling that was done, again, going
21 back to 2014 for the CDM Smith model in 2016 for the
22 HNTB model from what I heard it appears as though if
23 we want to base conclusions on, you know, the
24 diversions or whatever type of tolling mechanism that
25 those studies may need to be updated. You know, so

1 from that what I'm wondering is if, you know, I still
2 have questions if we could draw reasonable
3 conclusions from the studies that were already
4 completed. And so in the end can we come to the
5 conclusion that we feel like the studies are
6 reasonable and they came to reasonable conclusions
7 and from what I heard this morning I don't feel I can
8 say that at this point.

9 CROSS-EXAMINATION

10 BY MS. TOURANGEAU:

11 Q. Good afternoon. I am going to ask the same
12 question essentially just one or two questions of
13 you, Mr. Smith, and you, Mr. Jarvis, and then I
14 will -- and then I would assume that we would kind of
15 pause there to do redirect if necessary and then I'll
16 do the Milone and MacBroom piece separately if that
17 works.

18 MS. RICHARDSON: That sounds good.

19 MS. TOURANGEAU: Great.

20 BY MS. TOURANGEAU:

21 Q. And I want to reiterate for you, Mr. Jarvis,
22 and you, Mr. Smith, what Executive Director Mills
23 said this morning, which is that the Turnpike deeply
24 appreciates your level of commitment and engagement
25 with this process that has allowed them to study the

1 financial viability of AET over the past 10 years and
2 so thank you for that. What I also heard you each
3 both say in your pre-filed and in your summaries of
4 your direct testimony was that your credentials are
5 not such that your opinions that you're presenting in
6 your direct testimony are based on any real world
7 experience working for tolling agencies or bonding
8 houses or on licensure or certificates in the field
9 such that a bonding house such that you could perform
10 an investment grade analysis for the Turnpike
11 Authority; is that correct?

12 A. (Peter Smith.) Yes, that's right.

13 Q. Thank you. So when you are, Mr. Smith,
14 stating that the leakage estimates that reviewed by
15 CDM seemed pretty extreme and that you adjusted them
16 accordingly that is based solely on your personal
17 experience and your personal opinion?

18 A. (Peter Smith.) Yes.

19 MS. TOURANGEAU: Thank you.

20 MR. ANDERSON: Yeah, I think the only
21 thing -- I don't think I have any questions on
22 redirect.

23

24

CROSS-EXAMINATION

25 BY MS. TOURANGEAU:

1 Q. So turning to you, Mr. Sullivan. Talk to me
2 about your experience as a tolling -- in terms of
3 your experience either in your licensure,
4 certification, that sort of thing, your professional
5 degrees and experience in doing investment grade
6 tolling analyses or tolling diversion analyses.

7 A. Well, as I mentioned, I spent five years
8 with Wilbur Smith, who was my first job out of
9 college, and when I started there my job was
10 essentially to code networks. So I was given a hand
11 drawn map with a series of links and nodes and a
12 stack of computer cards where you had to punch the
13 hole in for the distance of the link, the capacity of
14 the link, the speed of the link and the node on
15 either end of it and you would run those and those
16 became the first versions of the models I worked on.
17 Technology had changed quite rapidly and so did my --
18 so did my experience and so did my responsibilities.
19 I was quickly in charge of several incoming people
20 and in charge of developing the reports and the toll
21 forecasts and these were for toll revenue studies.
22 My supervisor at the time was Norman Westerfeld, who
23 was one of the pioneers in this field, under him
24 because he eventually became more corporate. And the
25 director at the time of my departure was Ed Regan,

1 who is still with CDM Smith, I believe, or I'm not
2 sure if he retired yet. And at the time of my
3 departure, I left the firm, I was the interim deputy
4 director under Ed Regan, so I had quickly gone to
5 that position with Wilbur Smith Associates. I did --
6 in terms of the financing, we did all of the -- all
7 of the things that I was hearing today I was totally
8 involved with. I didn't have the final say or the
9 signature power that someone had mentioned, but I
10 certainly had responsibility of developing the toll
11 revenue estimates for the documents that ultimately
12 went to the rating agencies.

13 Q. So you indicated that you had some
14 outstanding concerns regarding the analysis that was
15 done on the CDM report, could you be more specific
16 about what those were?

17 A. Sure. And I think -- I think I had a
18 concern not with the analysis necessarily but with
19 the report of what had happened. A very large part
20 of all of these projections is the toll diversion and
21 as I looked at it and read through it and read
22 through some of the financing pieces of it it
23 occurred to me that we're diverting traffic onto
24 roads that sometimes don't really have the ability to
25 accept the traffic. We used to -- and I'm not going

1 to claim I know the technology in the 25 years since,
2 but we used to run our base models and one of our
3 inputs was a capacity of that particular link and as
4 the volume got closer to the capacity, adjustments
5 would be made to the speed of that link. So if it
6 was linked from Block A to Block B of Street A and
7 the original speed was 20 miles an hour and there was
8 80 percent of the capacity of that link, as that
9 approached 90 percent the speed would be reduced and
10 that's being turned into time, which turned into an
11 offset to the toll penalties.

12 Q. So are you saying that your concern was
13 namely around whether the modeling was calibrated, if
14 you will, to reflect existing conditions?

15 A. Well, existing conditions are I think
16 probably was calibrated. That's fairly easy because
17 you know the volumes and you can adjust your model
18 until you reach that equilibrium in the model. To
19 finish my thought previously is as you start getting
20 those offsets there has to be some ability for the
21 alternate routes to accept that traffic or else the
22 delays become unbearable and so what I was looking
23 for was what are these links and what is the 3,400
24 trips, what does that mean in terms of what the
25 capacities of these roads are. And I'm thinking to

1 myself, well, if you spread it out per hour and there
2 is a lot of capacity on those roads, maybe it's all
3 reasonable and legitimate and these estimates are
4 correct. And then when I look at the HNTB study and
5 I see that there is intersections on these alternate
6 routes where the delay is going from two minutes to
7 six minutes some of these scenarios, I'm saying
8 that's not a case where there is excess capacity
9 there, that's a case where these intersections are at
10 capacity now and we're just exacerbating that
11 capacity and the delays maybe are not getting
12 captured in a more macro-model, which is quite
13 possible.

14 Q. Did you see the five pages of responses to
15 those two concerns that Milone and MacBroom had
16 iterated in their initial report that were submitted
17 by HNTB in their rebuttal testimony?

18 A. Yes.

19 Q. And did those responses address the concern
20 that you're raising?

21 A. No, because I think my concerns would have
22 been best responded to by CDM Smith because HNTB's
23 report was clearly identifying what they thought
24 these impacts were and the ultimate amount of traffic
25 that was moving to these alternate routes and my

1 question at the root of it was does that match
2 additional delay that's going to these alternate
3 routes, is that what the original model was
4 reflecting when they did their original model that
5 came up with the 3,400 that HNTB used, so it is a bit
6 of an interim process. And I now it was mentioned by
7 Gary that, you know, it can go on forever. Well,
8 there is a point of diminishing return so if HNTB was
9 showing that Route 1 is -- I'll just pick an
10 arbitrary number -- has an extra 15 minute delay with
11 this \$3 toll and the CDM Smith model was reflecting
12 five additional minutes of delay then some
13 calibration could happen and at some point probably
14 after one iteration they're going to be pretty darn
15 close to each other. So the CDM Smith would decrease
16 the speeds on a Route 1, rerun their model, would get
17 a slightly lower number, that lower number would go
18 back to HNTB and their delays would more closely
19 match on the two models.

20 Q. Doesn't that answer kind of change the
21 question that was being asked? I mean, is there
22 anything inappropriate in when you're modeling to
23 determine what the impacts of AET would be to look at
24 the raw numbers of traffic that would be diverted by
25 a toll increase and to then have that be a raw

1 traffic diversion number that is then later used for
2 a traffic diversion impact analysis to figure out
3 what those impacts would be on an individual roadway.
4 If the question that's being asked is simply where is
5 that traffic going to go, not trying to solve for the
6 problem of addressing the signalized intersection
7 that is solving the traffic diversion problem. If
8 the question is how many cars are going to go
9 somewhere else and where they are going to go, is
10 there anything wrong with the two answers that have
11 been provided by CDM Smith and HNTB?

12 A. Well, one predisposes or predetermines that
13 the alternate route has ample capacity, so you don't
14 make your choices like that, so when --

15 Q. But isn't it the case that the MaineDOT CDM
16 is actually calibrated to reflect the current
17 existing conditions so that it would say what the
18 level of service are at each of those intersections
19 that they're going to in the impact analysis so that
20 when those volumes are hitting those intersections
21 are you looking at the actual existing conditions?

22 A. Existing, yes.

23 Q. Yup.

24 A. We're talking about projected.

25 Q. Correct. But when you -- correct me if I'm

1 wrong here, and maybe I'm completely
2 misunderstanding, but wouldn't it be the case that
3 using the existing conditions would actually be a
4 much more conservative analysis because there is much
5 less traffic there now than there would be with the
6 added diversion or am I misunderstanding that? I
7 thought that when you added 3 to 5,000 cars the
8 actual delays increased significantly, so wouldn't it
9 be a benefit to use the existing conditions?

10 A. I am not following you. I am not following
11 the question.

12 Q. I thought that what you were saying was that
13 in order to figure out whether people were going to
14 actually divert or not you had to know what those
15 signals were going to look like with the diverted
16 traffic, so that's why you kind of go back and forth
17 in the two models. But what I was asking and because
18 perhaps I'm misunderstanding it is that it would seem
19 to me that if you're doing your modeling based on
20 existing conditions without that diverted traffic
21 that that would actually give you a more
22 conservative, less congested situation such that you
23 would be underestimating the impacts of AET?

24 A. I am still not fully understanding the
25 question, so let me try to see what I'm

1 understanding. The existing conditions are
2 appropriate to use for the existing tolling
3 conditions because a person's decision now was based
4 on what's happening on the Turnpike but also what's
5 happening not on the Turnpike.

6 Q. Mmm Hmm.

7 A. In the future --

8 Q. And that's what CDM Smith did, correct?

9 A. That's what they did for their existing.

10 Q. Great. Okay.

11 A. And then they increased the toll on the
12 Turnpike.

13 Q. Mmm Hmm.

14 A. And the decision on the higher you increase
15 the toll the more attractive the alternative route
16 looks to a person.

17 Q. Mmm Hmm.

18 A. That's offset by the additional time that
19 you spend on alternate routes. So at some point, if
20 you're adding -- let's just take the one
21 intersection, you're adding two minutes of somebody's
22 time, that has value.

23 Q. Mmm Hmm.

24 A. So you factor that in to the \$3 you're
25 paying and at some point the delays on that alternate

1 route equal \$3 and you're not going to move, you're
2 going to stay on the toll. Now, in their model these
3 adjustments are typically made. And, again, I don't
4 know current models, but I would expect there is a
5 capacity -- a volume to capacity thing in there where
6 they adjust the speeds on the links and my comment
7 was simply you can look at what your ultimate
8 capacities and time penalties were on these links and
9 do they match what HNTB found with their
10 micro-analysis for this alternate route.

11 Q. So I think we are answering the same
12 question and what I took the response from HNTB to be
13 was that if you did that you would have to take into
14 consideration the diverted traffic, which would only
15 make those results worse?

16 A. We're talking about the HNTB report?

17 Q. Correct.

18 A. They did take into account that traffic.

19 Q. Exactly.

20 A. Right.

21 Q. Right.

22 A. Which makes those results worse, but the
23 origin of the numbers that they put into their
24 analysis were the CDM Smith numbers.

25 Q. Mmm Hmm.

1 A. So if CDM Smith numbers if you took Point A
2 to Point B through these five intersections where
3 they -- in the HNTB study, you add up all of the
4 delays and let's say it comes to eight minutes and it
5 used to be two-and-a-half minutes. If the CDM Smith
6 model, if you look at the time penalties on the links
7 to that same route, compare them to the existing,
8 then the difference should be somewhere around eight
9 or somewhere around six which is the difference.
10 It's not going to be exact. There are different
11 models, there are different scopes, but they should
12 be relative.

13 Q. Would it be fair to say that the range that
14 was used of 5,500 to 3,700 would encapsulate that
15 delta?

16 A. No, because -- because I think the delta
17 starts at the 3,400 and I think the question that was
18 asked --

19 Q. Isn't the 3,400 at the 50 percent confidence
20 level so it's just as likely to be wrong, if not, so
21 why would we start with something that's just as
22 likely to be wrong that's right? Why wouldn't we
23 start with the 90 percent confidence level which we
24 could actually rely on?

25 A. That's a confidence level in the other

1 direction. That's a confidence level that --

2 Q. It's not a confidence level -- I thought a
3 confidence level --

4 A. No.

5 Q. -- would say if I run this 100 times, 90
6 percent -- 90 of those times it's going to come out
7 at this?

8 A. No. In this particular case, what it's
9 saying is 90 percent of the time it's going to come
10 out where your revenue from your toll plaza is going
11 to be lowest because that is the highest diversion.

12 Q. So in the event that there is -- were -- so
13 what would you need to adjust in that CDM Smith
14 report in order to have an accurate traffic diversion
15 number that was something other than a 90 percent
16 confidence level?

17 A. Perhaps nothing. All I was looking for,
18 again, was some rationalization or some documentation
19 that the model was accurately reflecting what the
20 micro-simulation was showing. Because my thought as
21 I read through it was very similar to the question I
22 was asked this morning, which said at some point when
23 you're adding five, six, seven minutes to a couple of
24 intersections \$3 might be worth it to some people,
25 but it's not worth it to a whole heck of a lot of

1 people when you're sitting there particularly when
2 you're doing it relatively regularly.

3 Q. Yup. And as HNTB responded, there was
4 certainly that New Hampshire toll study where they
5 shut down the tolls going each way and only imposed a
6 \$1 surcharge and it received similar results where
7 there was significant diversion just for \$1 onto
8 Route 1, which is the most crowded and had the most
9 failing levels. And I also believe that they
10 responded that the MaineDOT traffic model that they
11 used was adjusted for capacity to address those
12 issues; is that correct?

13 A. I didn't see the documentation other to say
14 we think it's good.

15 MS. TOURANGEAU: Okay. Thank you.

16 MS. RICHARDSON: Mr. Anderson.

17 MR. ANDERSON: I'm all set.

18 MS. RICHARDSON: Okay. Thanks. So I guess
19 we're down to do we have questions from the DEP?
20 Anybody? No. Peg?

21 MS. BENSINGER: Were you here this morning
22 when Mr. Quinlan testified that he said our model to
23 predict the amount of vehicles diverting did not
24 factor into queuing at the intersections on the
25 diversion route?

1 MR. SULLIVAN: Yes.

2 MS. BENSINGER: Is that what you were
3 referring to in the discussion just now that you
4 didn't think they took into account the --

5 MR. SULLIVAN: Well, it's hard to say
6 because queuing isn't really an input. The residual
7 delays associated from those queues would be the
8 input, so you can interpret the answer that we didn't
9 account for queuing or if you interpret it that we
10 didn't account for delays then that would be more
11 directed to my question.

12 MS. BENSINGER: That's the point you were
13 making?

14 MR. SULLIVAN: Yes.

15 MS. BENSINGER: Okay. All right. Thank
16 you.

17 MS. RICHARDSON: Well, that concludes your
18 testimony. Thank you, panel.

19 MR. SULLIVAN: Thank you.

20 MS. RICHARDSON: Let's just take a quick
21 break and then we will reconvene in 15 minutes at
22 3:45.

23 (Break.)

24 MS. RICHARDSON: Well, thank you all for
25 your participation and presenting evidence to the

1 Department's consideration in this licensing matter.
2 Just a brief -- I want to make a brief statement
3 about what we just agreed with as far as the CDM
4 Smith traffic model. We've -- I guess there have
5 been some requests from both sides to file post
6 hearing briefs just on that subject, so we've agreed
7 to allow both parties to submit briefs basically just
8 addressing that question about an updated traffic
9 model and we will -- we'll give you some more detail
10 and direction on what we're looking for as far as
11 like actual, you know, specific information, but
12 basically looking for what type of data or parameters
13 would have to be updated to make it a meaningful
14 traffic model and kind of just does some of this data
15 already exist or, you know, kind of what it would
16 take to put a model together that would reflect more
17 current conditions and so we could sort of project
18 out further into the future, you know, for purposes.
19 Yes.

20 MR. ANDERSON: I just had a question. My
21 understanding is we were going to do briefs kind of
22 as a follow-up because we still had that pending
23 request that --

24 MS. BENSINGER: That's what we're talking
25 about.

1 MR. ANDERSON: Okay.

2 MS. BENSINGER: Just about the pending
3 request.

4 MR. ANDERSON: Okay. Just about the pending
5 request. Okay.

6 MS. RICHARDSON: Right. So this is to
7 address your parties request to update the CDM Smith
8 model.

9 MR. ANDERSON: Gotcha. Okay.

10 MS. RICHARDSON: We'll get that. We'll give
11 you two weeks to submit those briefs and then we'll
12 carry on further as far as the proceeding goes and as
13 far as closing out this hearing we'll actually have a
14 second set of post hearing briefs at the end, but we
15 won't tell you -- we'll let you know what the
16 deadline for that will be once we decide that.

17 So this hearing will continue at 6 p.m.
18 after a break for dinner, so great, we have a little
19 extra time. This evening we will receive testimony
20 from members of the general public. I will remind
21 the parties that in accordance with the second
22 procedural order a person will not be allowed to
23 testify at the public hearing for a party unless they
24 submitted pre-filed direct or rebuttal testimony. As
25 you all know, the parties in this matter are the

1 applicant, the Maine Turnpike Authority, and the
2 Intervenor, Coalition for Responsible Toll
3 Collection. Individuals who are affiliated but not
4 an officer of a party in this matter may testify at
5 the evening portion of the hearings in a personal
6 capacity, but not on behalf of a party.

7 Okay. So after speaking with Ms. Dostie, it
8 sounds like the transcript will be ready in about two
9 weeks, so that would take us to June 5. We talked
10 about you guys filing the brief for the specific
11 request on the traffic model. Let's see, pursuant to
12 Chapter 3, Section 23, all parties have the right to
13 submit briefs and proposed findings of fact in
14 writing after the close of the hearing and the record
15 within such time as specified by the presiding
16 officer, which is what we're going to decide after we
17 get the first brief. Once the hearing record is
18 closed, no written material should be submit by the
19 parties other than the post-hearing briefs with that
20 specific authorization from the presiding officer.
21 And written public comments will only be accepted by
22 the Department -- well, we'll accept them until the
23 close of public hearing later tonight, so any written
24 comments can be handed to Bob Green.

25 And with that, is there any other new

1 information or anything else we need to discuss or
2 should we close this hearing for the day session?

3 Okay. Seeing nothing, we are now adjourned.

4 (Dinner break.)

5 EVENING SESSION

6 OPENING STATEMENT

7 MS. RICHARDSON: Good evening, everyone. I
8 now call to order the evening portion of the public
9 hearing of the Maine Department of Environmental
10 Protection on the Natural Resources Protection Act
11 application submitted to the Department by the Maine
12 Turnpike Authority. The permit application is for
13 the construction of a toll plaza facility located in
14 York, Maine. The purpose of the public hearing is to
15 receive testimony on whether the proposed project
16 meets the requirements of the Natural Resources
17 Protection Act, which is 38 M.R.S.A. Section 480-AA
18 to 480-JJ, the Department's Wetlands and Waterbodies
19 Protection Rules, which is Chapter 310, and the
20 Department's Rules Concerning Significant Wildlife
21 Habitat, Chapter 335.

22 My name is Marybeth Richardson and I am the
23 presiding officer for this public hearing. Also with
24 me here this evening are Paul Mercer, Commissioner of
25 Maine DEP farthest to the left; we have Peggy

1 Bensinger, she is the Assistant Attorney General and
2 Counsel for the Department; we have Kate Tierney, who
3 is also an Assistant Attorney General and counsel for
4 the Department; we have Bob Green the Project
5 Manager; Mark Bergeron, who is the -- the gentleman
6 to my left, he is the Division Director of Land
7 Resource Regulation Bureau; and Alison Sirois, who is
8 the DEP's Regional Licensing and Compliance Manager
9 in the Portland office. And our court reporter is
10 Robin Dostie with Dostie Reporting.

11 This hearing is being held by the Department
12 pursuant to the Maine Administrative Procedure Act,
13 Title 5, Sections 9051-9064 and Chapter 3 of the
14 Department's rules - Rules Governing the Conduct of
15 Licensing Hearings.

16 Notice of the public hearing was published
17 in the Portland Press Herald on April 19 and in the
18 York County Coast Star/Seacost Online on April 20. A
19 second notice was published in each of those
20 newspapers on May 11. Notice was also sent to the
21 parties, as well as those persons and/or entities set
22 forth in Chapter 3 and all those specifically
23 requesting notification.

24 Earlier today, the Department heard
25 testimony from the parties, which are the applicant

1 and the Intervenor. Like the earlier portion of the
2 hearing, this evening portion is being recorded and
3 transcribed. All witnesses will be sworn, and all
4 evidence already entered into the record will be
5 available during the course of the hearing for
6 inspection by anyone who wishes to do so. If you
7 wish to see the project file, please speak to Bob
8 Green, the project manager, during a break -- well,
9 we're not going to have a break but you'll have to
10 wait until after the hearing, I guess. After the
11 hearing the project file will be available for public
12 review by arrangement during regular business hours
13 at the Department's office located in Portland,
14 Maine.

15 At this time, please silence or turn off
16 your electronic devices, including your cell phones,
17 so that there are no interruptions.

18 The emergency exits to this room are located
19 on both sides of this room and then straight out.
20 The restrooms are located at these double doors and
21 off to the left. And for those standing, there are
22 plenty of empty seats further up in the audience if
23 you want to sit down.

24 This evening's goal is to have a fair and
25 productive public hearing. We are here to receive

1 testimony and evidence on whether the licensing
2 criteria set forth in the Natural Resources
3 Protection Act and Chapters 310 and 335 have been
4 met. There is a handout near the sign-up sheets that
5 lists the Natural Resources Protection Act licensing
6 criteria. Prior to this hearing, the Department also
7 posted an outline on its website that describes the
8 relevant regulatory review criteria associated with
9 the proposed project. This outline was referred to
10 in the Department's Notice of Public Hearing. This
11 hearing is not a session for the members of the
12 public to ask questions; it is meant for the
13 Department to hear testimony on the Natural Resources
14 Protection Act permit application. As is required by
15 the Administrative Procedures Act, all persons
16 testifying are subject to cross-examination by the
17 parties. The parties are represented by counsel and
18 they are: Joanna Tourangeau representing the
19 applicant, the Maine Turnpike Authority, and Scott
20 Anderson representing the Coalition for Responsible
21 Toll Collection. The Coalition is a consolidation of
22 the two Intervenor, which is the citizens' group
23 Think Again and the Town of York.

24 While the Turnpike Authority is also
25 applying to the DEP for a General Permit under the

1 site Location of Development Act, the hearing being
2 held is limited to those issues which pertain to the
3 Natural Resources Protection Act and Chapters 310 and
4 335. So please limit your comments to items which
5 fall under the review criteria for this NRPA permit
6 application.

7 If anybody hasn't signed-up that wants to
8 speak, they're located outside of the doors. For any
9 member of the public who would like to testify, there
10 are three sign-up sheets, one for those testifying in
11 favor of the application, one for those testifying in
12 opposition to the application, and one for those
13 whose testimony is neither for nor against the
14 application. Please write your name as legibly as
15 you can.

16 Please note that if you don't want to
17 testify this evening but wish to submit written
18 comments, the administrative record in this matter
19 will close at the end of tonight's public hearing.
20 Written comments may be handed to Bob Green.

21 I will call upon those who have signed up to
22 testify. When your name is called, you should come
23 to the podium and clearly identify yourself by name
24 and place of residence before beginning your
25 testimony. Depending upon the number of persons

1 Robert Palmer. Robert Palmer is first on the list.

2 ROBERT PALMER: Good evening. My name is
3 Robert Palmer. I am a selectman in the Town of York,
4 but I'm speaking as a citizen and not as an elected
5 official. The Maine Turnpike Authority wants to
6 build an open road tolling station at a cost of \$40
7 million. Many of us here tonight believe that an all
8 electronic tolling AET system would be a better
9 option. The ORT system would adversely impact the
10 environment by requiring more land to build a toll
11 plaza, creating idle traffic and cash lanes
12 generating fumes. It would also impact -- negatively
13 impact York citizens who live close to the Turnpike.
14 It would cost many times more than the AET system and
15 lastly would be a less safe alternative as traffic
16 moves between the cash and the pass-through lanes.

17 Of course there are times when government
18 must adversely impact the environment or our
19 neighbors for the benefit of the many. What are the
20 benefits here? What I come up with for the benefits
21 are concerns about the finances that will impact the
22 Turnpike Authority because not enough people will
23 embrace E-Z Pass. And secondly, the support for old
24 technology, which is being replaced by many states.
25 Who benefits from supporting old technology? I'm not

1 sure. The benefits then are -- if we look at them,
2 you know, why support an old technology when other
3 states are embracing AET. Tolling structures are
4 created to last for at least 30 years. If we look
5 back 10 years, we see the progress that AET has made.
6 Looking forward for 10 years one can see that the
7 adoption or one would think the adoption would be
8 happening all that more rapidly.

9 The concern about finances seem to come down
10 to the percentage of drivers using an E-Z Pass. This
11 winter when I went down to visit my parents in
12 Florida, I was shopping at a Publix, a local grocery
13 store, and I'm in the checkout line looking at the
14 magazines and what not and low and behold right there
15 you can purchase a Sun Pass, which is Florida's
16 equivalent to an E-Z Pass right there at the checkout
17 counter. The Maine Turnpike Authority makes it much
18 more difficult to get an E-Z Pass. It seems to me if
19 they were being sold at Hannaford's and Shaw's, the
20 penetration level of the E-Z Pass would grow and make
21 this financially viable.

22 Finally, I'd say let's not impact our
23 environment. Let's not hurt our neighbors' quality
24 of life for a technology that's going the way of the
25 buggy whip. Thank you.

1 MS. RICHARDSON: Thank you. Mike Estes.

2 MIKE ESTES: Pass. I didn't sign-up, so I
3 don't wish to speak, so.

4 MS. RICHARDSON: Okay. Thanks. Liz
5 Blanchard.

6 LIZ BLANCHARD: No, I didn't sign up to
7 speak either.

8 MS. RICHARDSON: Denise Johnson.

9 DENISE JOHNSON: Can I just say when we came
10 in, we understood we were signing up for what we
11 believed. We didn't understand we were signing-up
12 to speak.

13 MS. RICHARDSON: Well, it says if you would
14 like to be called on to speak, so.

15 DENISE JOHNSON: Well, we don't always read.

16 MS. RICHARDSON: Okay. Okay. Thank you.
17 That explains it. So Wendell Weaver.

18 WENDELL WEAVER: I'm going to have to pull
19 mine back because it's not on the EPA. It's for mine
20 in general and I don't think -- I don't want to slow
21 you down. It's not on the agenda.

22 MS. RICHARDSON: Senator Dawn Hill.

23 AUDIENCE MEMBER: She's not here.

24 SENATOR DAWN HILL: No, I am here.

25 AUDIENCE MEMBER: Oh, excuse me.

1 SENATOR DAWN HILL: I am here and I did sign
2 up. I know that there are some wonderful people here
3 from York to testify and give you specific data. My
4 name is Dawn Hill. I serve in the Senate for
5 District 35 proudly, which is Kittery, York,
6 Ogunquit, Eliot, South Berwick and a little piece of
7 Berwick. I've been working on this matter since it
8 first started almost 10 years ago. And I submitted a
9 letter, I know you have a lot, but I do hope to get
10 to read the letter. I'm not going to read the whole
11 thing because other people need to speak. And I am
12 here as the Senator, not as a citizen. My concern
13 from the beginning has always been how the people of
14 York have been treated and so I thank you tonight for
15 holding this public hearing and giving them the
16 respect they deserve. There has been some letters
17 put on file and there has been some comments by
18 others and that is the only thing I want to address
19 because I think this has to stop and their efforts
20 have to be appreciated.

21 So in my letter I speak about some points
22 relative to the plaza and how things came about,
23 where things are going. But then I turn to MTA and
24 in particular another politician has submitted a
25 letter very much slighting my constituents. Very

1 inappropriate. So what I would like to say is that I
2 point to the past of MTA and I had some data up above
3 about past goings on and how the organization had to
4 be reorganized, how the organization had its
5 executive director go to prison, et cetera. And not
6 that I suggest there is anything a foul now, but what
7 I really want to point out is if the right people had
8 been probing and watching and leading, probably MTA
9 would have never gotten to the point it got to where
10 we had to clean it up with the Legislature. And so
11 my point also is that in addition to the Legislature
12 and MTA, their Board, citizens and municipalities
13 also have a right and duty to look into MTA and to
14 question their project plan. And when citizens and
15 municipalities find that the information being
16 imposed upon them does not add up like the case we
17 have here, well, kudos to them for the courage and
18 constitution to challenge the data and the
19 decision-makers. So all the more important that
20 you're here tonight and I hope you listen with open
21 minds. I feel that it's ever so disappointing to
22 have state government officials belittle efforts of
23 citizens, their intelligence and their right to
24 actively participate in such challenges. The Town of
25 York and the Think Again citizens' efforts recognize

1 for themselves and for all of Maine that large
2 capital intensive projects and higher tolls are not
3 good for them or the rest of the state. So I say
4 let's welcome and emulate their efforts.

5 And then finally, to you, those sitting here
6 listening and taking in the data, I thank you again.
7 And most importantly, I ask, and I know everybody
8 behind me is asking for the same thing, which is that
9 basically you stay the course, you keep in mind what
10 your mission is that you are entrusted with and you
11 approach this in a very open-minded way looking
12 towards the future and taking in the data and not
13 just looking at the goliath, so thank you.

14 MS. RICHARDSON: Thank you, Senator.
15 Representative Patty Hymanson.

16 REPRESENTATIVE PATTY HYMANSON: Good
17 evening. I'm Patty Hymanson. I represent District
18 4, which is northwest of 95, part of Wells, all of
19 Ogunquit and South Sanford. I'm also Health Chair of
20 Health and Human Services, so I've gone through many,
21 many public hearings. And one thing I understand
22 deeply is that by the time we get to this part you
23 have heard a lot from both sides and you may have
24 already formulated some idea in your mind of where
25 you're going, but I ask you to put that on hold,

1 truly, and you listen to people behind me who are
2 passionate about where they came from and the things
3 they want to say to you. And I hope that you truly
4 integrate what they say into your thinking.

5 As a State Representative and 33 year
6 resident of York, I have paid attention to York
7 residents' concerns about the choice of replacement
8 for the toll collection on the Maine Turnpike.
9 Talking to people at their homes, attending Maine
10 Turnpike Authority Board meetings and Think Again
11 meetings, reading documents related to this hearing,
12 speaking directly with MTA Executive Director Peter
13 Mills, York Town Manager Steve Burns, and Think Again
14 leadership has given me a good understanding of the
15 issues involved. My constituents do not want a
16 large, expensive, environmentally impactful, less
17 safe and soon to be obsolete toll structure built.
18 All electronic tolling, AET, will have no
19 environmental impact at the site. Open road tolling,
20 ORT, will and even though there is mitigation
21 planned, the mitigation would not be needed with AET.
22 What is most concerning to me is that MTA appears to
23 be proposing a new toll booth that will lead to
24 significant revenue shortfalls over time likely
25 increasing the need to raise tolls in the distant

1 future. An environmental review looking at wildlife
2 impacts should also be considered human injury and
3 death, after all, we're animals too.

4 The Hampton, New Hampshire ORT had two
5 deaths and four incapacitating accidents since 2007.
6 There would be none with an AET frame. My
7 constituents ask why all of New Hampshire will likely
8 be choosing AET, even stopping an ORT project on the
9 Spaulding Turnpike because a January 2015 study had
10 to be updated and AET considered. My constituents
11 are aware that the MTA's own study done before 2015
12 recommended AET as long as 75 percent or so of
13 motorists at the York toll used E-Z Pass. According
14 to MTA Executive Director Peter Mills we are already
15 or almost there. With New Hampshire and
16 Massachusetts pushing hard to enroll motorists, it is
17 not hard to predict that a fresh look at numbers
18 would find E-Z Pass subscribers make AET practicable.

19 Please listen with an open mind to evidence
20 that replacing the York Toll Plaza with AET is both
21 practicable and the environmental choice. ORT will
22 be obsolete within a few years and York will be
23 saddled with a large toll plaza that has encumbered
24 residents, our emergency services, our
25 environmentally sensitive land and will needlessly

1 cost the MTA millions of dollars. Thank you for your
2 consideration.

3 MS. RICHARDSON: I just wanted to tell the
4 parties to give me a high sign if you want to
5 cross-examine anybody, okay, otherwise, I'm just
6 going to go through this. Okay. Thank you
7 Representative Hymanson and now Representative Lydia
8 Blume.

9 REPRESENTATIVE LYDIA BLUME: Good evening.
10 My name is Representative Lydia Blume and I represent
11 and live in the coastal part of the Town of York. I
12 am here today to speak against the proposal for a
13 replacement toll plaza as put forth by the Maine
14 Turnpike Authority. I applaud my two colleagues,
15 Senator Dawn Hill and Representative Hymanson, for
16 their thoughtful letters about this issue.

17 I will only add the following: This hearing
18 is ultimately about approving or not approving the
19 environmental impact application from the MTA. In
20 other words, has the MTA proposed the least
21 environmentally harmful solution to their desired
22 outcome and their need to collect tolls with a new
23 toll system in York. As proposed by the MTA, the new
24 York plaza would have a serious detrimental
25 environmental impact. It would involve claiming and

1 paving environmentally sensitive land and would also
2 involve a manned toll booth resulting in additional
3 air and noise pollution from the congestion and
4 stopping of motorists at the booth and around the
5 toll plaza in general. As we have heard, a viable,
6 practicable environmentally sound alternative
7 solution exists. If the MTA were to use AET none of
8 this would be necessary. Using AET, the MTA could
9 use the existing footprint of the highway, removing
10 the necessity of damaging and dislocating wetlands.
11 It would also allow traffic to flow through at normal
12 highway speeds eliminating the increased air and
13 noise pollution the current proposal entails.

14 Additionally, while not an environmental
15 impact, AET would be more visually appealing and not
16 make tourists' first experience of Maine a
17 frustrated, congested traffic jammed episode as we
18 are the gateway to our beautiful state. I ask you to
19 refuse to grant approval for the existing toll plaza
20 proposal for the MTA and ask them to please
21 re-evaluate an AET solution with the newest
22 information and data no matter how much time it
23 takes. After all, we have to live with this for the
24 next 30 to 40 years. We want to make the right
25 decision and I hope you'll investigate asking them to

1 do so. Thank you.

2 MS. RICHARDSON: Thank you, Representative
3 Blume. Vicki Carr.

4 VICKI CARR: My name is Victoria Carr. I
5 live at 3 Woods Run in York. In a statement made
6 earlier today Peter Mills said the MTA was lucky to
7 find a location in Maine that is remote from any
8 house. I am here to tell that you this plaza is not
9 remote from any house. In fact, my family has two
10 homes in close proximity to the proposed new
11 location. I find it hard to believe that there will
12 be no adverse effects on the environment surrounding
13 our homes with the light, air and noise pollution.
14 Thank you.

15 MS. RICHARDSON: Dick Bilden.

16 DICK BILDEN: I am Dick Bilden. I am a
17 member of Think Again, but I'm speaking tonight as a
18 private citizen. And in 2014, Steve Burns, the Town
19 Manager of York arranged a meeting with several
20 citizens of York, Jay Clement from the Army Corps of
21 Engineers and Marybeth Richardson of the Maine
22 Department of Environmental Protection. The purpose
23 was to understand the process that the MTA would go
24 through to receive a permit and to inform both the
25 DEP and the Army Corps that the Town of York wanted

1 to be kept informed of dealings that the MTA had with
2 both permitting agencies concerning construction of a
3 new toll plaza. Discussion was held and questions
4 were asked. One question asked of Marybeth and Jay
5 was the following: Is there a time frame that a
6 project must last in order to gain approval from the
7 agencies? The question was given -- the question
8 that was given was about 30 years.

9 My question tonight is very simple, in fact,
10 it's actually a statement, does the 30 year rule
11 still stand for this project? Thank you.

12 MS. RICHARDSON: Don Lawton.

13 DON LAWTON: My name is Don Lawton. I live
14 at 15 Sparrow Lane, Whippoorwill housing development,
15 pretty much right across from the proposed site of
16 the toll booth. I am a retired CPA. I just
17 completed six years on the York Budget Committee
18 serving my last year as Chairman. I believe I'm
19 qualified as an expert on financial budgets and
20 spreadsheets. I mention this because in early April
21 I reviewed Peter Smith's calculation on AET versus
22 ORT and I believe they were accurate based on the
23 data and assumptions he had at the time. I
24 understand there was further revisions after my
25 review that I have not seen.

1 Tonight, I'd like to speak about common
2 sense. It doesn't require an expert to apply some
3 common sense to any situation. So if we're looking
4 at the least impact on the environment common sense
5 isn't ORT, very expensive; AET, zero cost. Zero
6 impact. If we're looking at safety, common sense
7 wins again. AET is clearly the safest possible
8 option. As Representative Patricia Hymanson noted in
9 her recent letter to the York Weekly, the Hampton ORT
10 lane booth has had two deaths and four incapacitating
11 accidents since 2007. If the MTA cared at all about
12 safety, they would be converting the entire Turnpike
13 to AET. The MTA claims that if tolls for customers
14 without E-Z Pass are raised many people will divert
15 to Route 1. Common sense says more people will
16 switch to E-Z Pass. Those who divert will only do it
17 once on a busy summer day. Alternatively, a big
18 increase may not even be necessary.

19 Motives. Common sense would consider
20 motives. What is the real motive behind MTA's
21 resistance to AET? Is it job protection? Keeping
22 the MTA a separate entity by maintaining high levels
23 of debt making work?

24 Honesty. Common sense would say most people
25 are honest and pay their bills. Apparently, the MTA

1 thinks nearly half of cash toll payers are dishonest
2 and won't pay.

3 Alternative ways to pay. Common sense would
4 say you make every effort to make it easy for cash
5 toll road users to pay. Were creative ways
6 considered in the MTA projects? If York was AET, a
7 vehicle could pay in a cash lane when exiting just
8 like they used to with the original card system.
9 Instead of surrendering your card, the driver just
10 tells the toll collector where they entered the
11 Turnpike and the correct toll can be paid and
12 recorded against their license plate. Other
13 alternatives. Cash transponders, kiosks at rest
14 areas, pay by phone apps. These should be
15 considered. Where are they in their projections?
16 How can we believe the experts when they just simply
17 don't make common sense?

18 I'd like to close by quoting some comments
19 written in response to this morning's article in the
20 Portland Press Herald. Why is the MTA building new
21 plazas when other states are getting rid of them all
22 together? Go to the system Mass has done. It has to
23 be cheaper to build and much less intrusive. This is
24 a fine example of government inefficiency. By now
25 you could have built the pyramids. Before it's over,

1 the MTA will wasted \$1 million dollars of our money.
2 Doing away with the MTA is the right thing to do.
3 Toll booths are and have been for a long time
4 obsolete. Hopefully this group wins. E-Z Pass for
5 subscribers and bill toll by plate for violators.
6 It's so simple even Florida has figured it out.

7 MS RICHARDSON: Thank you. Either Jim or
8 Tim Clifford.

9 JIM CLIFFORD: No thank you.

10 MS. RICHARDSON: Lou Potvin.

11 LOU POTVIN: No thanks.

12 MS. RICHARDSON: Carol Potvin.

13 CAROL POTVIN: Forget it.

14 MS. RICHARDSON: Cathy Goodwin.

15 CATHY GOODWIN: Good evening. My name is
16 Cathy Goodwin and I live in Eliot, Maine. Prior to
17 my retirement last June as the State Office
18 Representative for U.S. Senator Susan Collins
19 managing her York County office for five years, I was
20 the President and CEO of the Greater York Region
21 Chamber of Commerce. I served in that capacity for
22 15 years. During my tenure at the Chamber I was
23 elected by York citizens to serve a term on the Board
24 of Selectmen. So I have been deeply involved in the
25 issue of relocation of the York Toll Plaza since its

1 inception.

2 During my years at the Chamber and at the
3 invitation of then MTA Executive Director Paul
4 Violette, I served on an advisory committee of
5 stakeholders to review the Turnpike's operation and
6 make recommendations for improving the system. This
7 committee met for a year or more and it was during
8 this process that I first learned about all
9 electronic tolling. I was an instant convert for the
10 technology. It made perfect sense on so many levels
11 and I continue to be a staunch advocate today.
12 During the summer and on any major holiday weekend
13 throughout the year, traffic on the Turnpike in the
14 Southern Maine region comes to a complete standstill
15 as traffic backs up at the York toll booth north and
16 southbound. Sad is the day when we locals forget
17 that it's a Saturday and drive onto an on-ramp only
18 to find that traffic is stopped, we are in gridlock
19 and our plan to get anywhere disappears sometimes for
20 hours. This traffic congestion causes cars to idle
21 for long periods of time as traffic inches forward.
22 The pollution caused by this idling is very unhealthy
23 for all of us and for our flora and fauna.

24 While we know there are economic impacts to
25 this gridlock, our focus tonight is on one issue and

1 one issue only, what is the least environmentally
2 damaging alternative for any new construction on the
3 Turnpike? And there is only one answer, all
4 electronic tolling, because it is the most effective
5 method to minimize the congestion and therefore
6 minimize pollution in the Southern Maine region. It
7 is my hope that you will see this issue as I do. And
8 it is also my hope that you will do everything in
9 your power to advance all electronic tolling in
10 Maine. It is the healthiest alternative for all of
11 us. Thank you.

12 MS. RICHARDSON: David Loane.

13 DAVID LOANE: Hi. My is name a David Loane
14 and I live on Chases Pond Road in York. The
15 environment, I think that's the reason you're here
16 obviously, but it seems to me that the Turnpike has a
17 much higher goal to the fiscal end of it. I don't
18 think the environment has much concerns. You put
19 down priorities, rules, regulations, they look at
20 that, they fill the box and then they move on.
21 Vernal pools, we looked at vernal pools, we looked at
22 all of the salamanders and all of this. What does
23 Maine Turnpike have to do? Create another vernal
24 pool in another area, move that and everything is
25 fine, right? Isn't it? I mean, I believe that

1 that's the case as long as it is still somewhere in
2 the State of Maine or in the near environment. But
3 the fiscal end of it is really now what the Maine
4 Turnpike wants to fight and they say that they can't
5 collect people that don't have an E-Z Pass or will
6 pay by cash, but Massachusetts seems to be doing it.

7 I received -- I'm an E-Z Pass participant,
8 but after 10 or 15 years the battery ran out and I
9 went over the Tobin Bridge and thought I had paid a
10 toll, but it didn't work. So I got an invoice from
11 Massachusetts, a little letter that says pay by
12 plate. That's a pretty good concept. And there was
13 a service charge. 60 cents. The Maine Turnpike has,
14 I believe, provided testimony about a \$3 service
15 charge. I think that's more than the toll. It seems
16 a little excessive. What's important? Is the
17 environment important or is the fiscal side of it
18 important? You can -- I paid that with a check. You
19 can pay it three or four different ways, you can pay
20 online, you can pay in person, so I sent them a check
21 for \$2.15. I'll be able to drive through the Tobin
22 Bridge and I got my E-Z Pass updated. I went to
23 Portland, pretty easy. Well, no, not pretty easy. I
24 had to violate, drive up to Portland with an
25 unauthorized E-Z Pass. We've talked about it,

1 several citizens have talked about it, buy it and get
2 it at an EZ Mart, a gas station. That's impossible.
3 The Maine Turnpike is too difficult to be progressive
4 and try to put forth an easier way to get the pass.
5 If we had easier ways to get the pass I think more
6 people would use it.

7 I know this isn't totally an environmental
8 aspect, but I think it is very important to
9 understand a lot of the reasons and a lot of the
10 difficulties that the Maine Turnpike says they have
11 with moving to an AET. The AET is a very
12 environmentally agreeable process and please consider
13 that and I think that the Turnpike needs to do an
14 extensive study and not just pass through to fill one
15 of those blocks. Okay. Thank you.

16 MS. RICHARDSON: Thank you. Kathleen Loane.

17 KATHLEEN LOANE: My name is Kathleen Loan
18 and I live in York, Maine. I have been an active
19 member of Think Again for 10 years. 10 years is
20 enough time to understand the motives of the MTA.
21 The Turnpike Authority continues to focus on projects
22 to enhance their bond rating at all cost despite the
23 growing evidence that all electronic tolling, AET, is
24 the future. The MTA's first argument 10 years ago
25 was safety and Think Again proved otherwise. Now,

1 it's the surcharge, the fiscal money. This is
2 another red herring and a scare tactic that gets the
3 headline news. Maybe environment should be the main
4 focus for the Turnpike. The Town of York and Think
5 Again have not wavered on their position over 10
6 years. AET is the least environmentally damaging
7 alternative. The AET system will improve driver
8 safety and reduce greenhouse gas causing vehicle
9 emissions. By approving the MTA's \$35 million ORT
10 toll booth will only further damage the environment
11 and be obsolete by the time of its operation.

12 Finally, I would like to paraphrase a
13 statement from Tom Kinlen, the Massachusetts Highway
14 Administrator. Six months ago at a press conference
15 announcing that Massachusetts would be going to all
16 electronic tolling throughout the state. He said
17 it's not often you can present a project, referring
18 to all electronic tolling, that is good for the
19 environment, good for the people and good for the
20 state. Shouldn't the Maine Turnpike Authority have
21 the same forward thinking? Thank you.

22 MS. RICHARDSON: Brent Witham.

23 BRENT WITHAM: No.

24 MS. RICHARDSON: It looks like Dan Watson?
25 How about Wilson, is there a Wilson here? Elizabeth

1 Blanchard.

2 AUDIENCE MEMBER: She left.

3 MS. RICHARDSON: Martha Rothwell.

4 MARTHA ROTHWELL: No comment.

5 MS. RICHARDSON: Kristina Young.

6 KRISTINA YOUNG: Thank you. I am Kristina
7 Young. I live at 16 Sparrow Lane in York, Maine.
8 I'm actually a new resident of York. I bought a
9 house in Whippoorwill, which is wonderfully the
10 closest house to where the new Turnpike tolls will
11 be, so that was a surprise to myself. And I wasn't
12 prepared to speak today, I did just sign-in probably
13 like everybody else, but I feel that I wanted to say
14 a couple things. I learned about this first last
15 winter when they had a meeting in York about it with
16 the Maine Turnpike Authority and a couple things that
17 stood out. One thing environmentally I thought was a
18 little bit sad is that the MTA said they were going
19 to fix something on Route 236 to help the environment
20 to offset what they were doing in the new toll booth
21 location and I didn't think that that's really right.
22 I think it's wrong. And I just feel like living
23 there, walking the paths, it would be a real shame to
24 change what is already there. And the other thing
25 that I did remember from the meeting was that they

1 said that the decibel levels will change by less than
2 1 and I thought that what I would do if this is going
3 to happen, I will have a sound expert up there and
4 check before and after just to see if that is the
5 case because I just can't imagine that it's not going
6 to change more than that, so thank you.

7 MS. RICHARDSON: Brent Dennon.

8 BRENT DENNON: No comment.

9 MS. RICHARDSON: Susan Lawton.

10 SUSAN LAWTON: Good evening. My name is
11 Suzi Lawton and I live on Sparrow Lane in York,
12 Maine. And I happened to be reading that in November
13 18, 2016 the Maine Turnpike Authorities own press
14 release announced that the MTA planned to open its
15 new modern high speed E-Z Pass lanes at the Gardiner
16 tolls. And in this press release Peter Mills, who is
17 the Executive Director, said this will improve
18 efficiency and safety for motorists who no longer
19 need to slow down and pass through a traditional toll
20 booth, but it also reduces fuel consumption and
21 emissions for vehicles, which engines are idling
22 while in line to pay at the toll booth, which is why
23 AET makes more sense than ORT.

24 There have been numerous studies here in the
25 United States and even one I read in India that have

1 demonstrated that cashless tolling improves air
2 quality, safety, fuel efficiency and also saving
3 driving time. We're all in a hurry to get too much
4 done. Connecticut eliminated their toll booths years
5 ago because they weren't safe. You have heard that
6 Massachusetts has eliminated all of their cash
7 tolling throughout the entire state. The current
8 York Toll Booth at Mile 7.1 has already done
9 irreversible damage to the environment, so why should
10 another two miles of our Maine homeland be damaged
11 with ORT? AET is the least negative, has the least
12 negative environmental impact. If this toll booth is
13 built according to the MTA's current plan we will pay
14 twice. First, with the irreversible damage to our
15 environment and, second, when the State of Maine
16 takes over the Turnpike authority and it's huge debt.

17 In November 2016, in this press release by
18 the Turnpike Authority, which is only six months ago,
19 Peter Mills stated that approximately 80 percent of
20 the vehicles had E-Z Pass. This is their own data,
21 so we've already exceeded that 75 percent. The MTA
22 is concerned about those without E-Z Pass who don't
23 have it for not paying the toll. I'm sure there is
24 going to be a few, but don't punish the rest of us
25 honest folks, the air we breathe, the water we drink

1 or dim our night stars. I want our slogan began to
2 remain Maine The Way Life Should Be. And there is a
3 huge difference in erecting a \$5 million AET gantry
4 versus a \$40 million ORT, plus another half a million
5 to try to mitigate the environmental impact. This is
6 only common sense. Thank you.

7 MS. RICHARDSON: Thank you. Randy Small.

8 RANDY SMALL: My name is Randy Small. I
9 live on Chases Pond Road. We started this group with
10 23 letters in a mailbox 10 years ago, when I got a
11 phone call, my brother did, I thought it was kind of
12 suspicious, so we looked into it. So I put some
13 letters in a mailbox. Don came to the house, we sat
14 down, we talked about -- we found out what the real
15 truth was about. We met Scott 10 years ago and like
16 we said, what's changed in 10 years. What's changed
17 in your lives in 10 years? Good, bad and
18 indifferent. Things change. Data changes. That's
19 what it's about. You know, you talk about emotions
20 and the facts. I'm a high school coach. I've
21 coached for 20 years. I try to keep the emotions
22 down -- someone is calling, I guess. I like the
23 sound though. You can never guess who it is, I'm
24 pretty sure it's setting there, but it's all good.

25 AUDIENCE MEMBER: Sorry.

1 RANDY SMALL: It's all good. But the
2 emotions, you know, we met with Peter when he came
3 aboard. We went to the State House, we got a couple
4 of bills tabled. That's why the gentleman went to
5 jail. They always talked about the truth and honesty
6 and that's what it's always been about. And it
7 wasn't always the truth and it wasn't always honesty.
8 I've talked to some board members. We worked
9 together as a selectmen, we've all worked together.
10 Now, the Board of the MTA basically takes the advice
11 of these people and whatever advice it is they look
12 into it. They don't come down and look around.
13 That's a fact. So facts are always kind of presented
14 in an awkward way. So this group, us getting
15 together with the town have brought some -- people
16 have always been listening because it's been 10 years
17 and here we sit. If we were wrong, we would have had
18 a new toll plaza eight years ago sitting there.

19 You talk about environmental impacts. We
20 were split in half as a family. I live on one side
21 next to my parents, my brother lives on the other.
22 The toll booth is down the middle. They cut my
23 Grandad's land in half once. When we had our meeting
24 10 years ago down at the middle school with over
25 1,000 people, everything was lined up. The MTA had

1 all their tables and all their people and we went in
2 and talked. And several women were crying because a
3 gentleman said it's only a house. We'll pay you for
4 it. It's not a house. These are our homes. We were
5 lived and brought up and raised here. You talk about
6 environmental impact, we ride our horses on that land
7 every day. Did they realize they were going to move
8 this plaza next to our water supply in this town? Is
9 that safe? Is that what it's about? You talk about
10 safety. I think the proposed entryway to get into
11 their new plaza, everything talks about the Turnpike
12 because it's on a downward grade, it's on a corner,
13 it's unsafe. If you -- if I walked you guys out and
14 showed you the proposed area where they're going to
15 put their entryway it's on a hill -- downward slant
16 hill on Chases Pond Road. If there is a dump truck
17 sitting there or a garbage truck every Thursday, you
18 can drive your car there, you will not see it until
19 you're about 10 feet from it. Trucks come in and out
20 of there in the middle of the night from the MTA,
21 someone is going to get killed. So you talk about
22 safety, you talk about environmental impact.

23 The land that they just bought, my
24 parents -- my dad and I, we pulled wood out of there
25 with our oxen when I was younger. We know this land.

1 We know this property. All I ask you to do is to
2 listen to these people and listen to us because the
3 biggest thing is with anything else I deal with the
4 MTA, nobody wants a small group of people to take
5 over quasi-government that they have behind us
6 because now that opens up a can of worms. If some
7 citizens could possibly come along and beat the MTA
8 that nobody can touch that doesn't set a good example
9 going forward. But, please, I beg you, just listen
10 to the facts, listen to the people behind us. And
11 the way America is right now we are so divided, but
12 we have a town, the Town of York, when you bring the
13 selectmen and all these people together and put away
14 our differences, race, color, any religion and come
15 together like we have for 10 years says something.
16 So, please, just listen to the facts, listen to our
17 representatives and I thank you. I realize you've
18 got a lot of data in front of you. We've been in a
19 lot of battles behind theses guys sitting up there.
20 I know one gentleman is retiring in six weeks, I just
21 patted him on the back and said have fun with your
22 grandkids, that's what it's about. So thank you
23 guys, I appreciate it.

24 MS. RICHARDSON: Thank you. Tracey Small.

25 TRACEY SMALL: No, thank you.

1 MS. RICHARDSON: Margaret Weatherly.

2 MARGARET WEATHERLY: No.

3 MS. RICHARDSON: Jim Hope.

4 JIM HOPE: No, thank you.

5 MS. RICHARDSON: There is one here we can't
6 read, but it's signed York Harbor.

7 AUDIENCE MEMBER: No, thank you.

8 MS. RICHARDSON: You people have to write
9 better. Okay. Did you not go to Catholic school?

10 (Laughter.)

11 AUDIENCE MEMBER: Oh, I did go to Catholic
12 school.

13 AUDIENCE MEMBER: He didn't graduate.

14 MS. RICHARDSON: I see like a Ben. Maybe
15 Ben or Buzz? No. Sorry. How about Donna Haskins?

16 DONNA HASKINS: Sorry, I withdraw my request
17 to speak.

18 MS. RICHARDSON: Amy Catling.

19 AMY CATLING: Good evening and thank you for
20 allowing us to speak. My name is Amy Catling and I
21 live at 55 Meadow Lark Lake Drive, which is actually
22 in the Whippoorwill subdivision. And 18 years ago I
23 found this lot while I was pregnant with my second
24 child. I now have four. We talked through the woods
25 and we decided we wanted to pick that lot because it

1 was adjacent to the entrance to the conservation
2 area, the protected natural resource that because of
3 the Whippoorwill subdivision they created. And as I
4 stand here before you today, I'm speaking as a
5 steward of that conservation easement. I have spent
6 many hours with my children walking through that
7 easement and showing them the different habitats, the
8 ribbon snakes, the different rare plants. We would
9 go home and we would look them up online to find out
10 what they were. And I can say to you now that one of
11 my daughters is at UNE as a biology major and I think
12 part of that is because of that nature and that
13 teaching experience that I was able to give her by
14 living so close to that area.

15 Part of the thing that strikes me the most
16 is when I look at the deed of conservation easement,
17 we have wording in there that says the property
18 remains in a substantially undisturbed natural state
19 and has significant esthetic and ecological value, in
20 particular to perpetuate the existing natural state
21 of the open and wooded areas and most importantly
22 those areas surrounding an unnamed pond, but
23 prohibiting any building on the property by
24 designating pathways in a manner consistent with the
25 ecology of the property. Other words in there are

1 talking about the different aspects and how important
2 this is. The purpose of the easement is to assure
3 that the property will be retained forever in its
4 natural, undeveloped condition and to prevent any use
5 of the protected property that will significantly
6 impair or interfere with the conservation values of
7 this property and yet it is going to abut the new
8 toll plaza.

9 I am concerned because there will be stopped
10 traffic there that has never been, there will be more
11 run-off, these are wetlands. From walking through
12 those woods in the winter and in the thaw, I believe
13 that the interlocking streams lead down into that
14 unnamed pond. I have looked at all of the data, I
15 know you have all looked at that data, but from a
16 boots on the ground perspective I have photographs of
17 different plants. I have them geo-tagged. I am
18 happy to take whomever would like to walk around that
19 property with me. I'm worried about the cumulative
20 effects of the environmental habitat, not just the
21 direct impact and mitigating those vernal pools, but
22 what is downstream of there is going to be impacted
23 from the run-off and the pollution and that is a very
24 delicate ecosystem. And I hope that you will,
25 please, also consider that conservation area and help

1 us to preserve it in that natural state that we had
2 promised to do. Thank you.

3 MS. RICHARDSON: Thank you. Basil Bennett.

4 BASIL BENNETT: Basil Bennett, York. I am
5 probably the last person that should be talking here
6 because I've lived here for only six months, but York
7 and Maine is very special place. There is a lot of
8 unique things about it and I'd hate to see all of
9 that to change, so I only have two points I wanted to
10 make, one is technology is changing fast. I'm a
11 technologist. In 1971 when I was in college, Texas
12 Instruments introduced a four function calculator.
13 It only could do four things, add, subtract,
14 multiply, divide. 10 years ago, Apple came out with
15 the iPhone and look what we do with these crazy
16 things today. Today you can go into a store in
17 London and there is nobody in there and Amazon will
18 calculate whatever you purchase as you walk out the
19 door. I believe electronic tolling is already
20 obsolete, so we seem to be not moving in the right
21 direction when it comes to technology.

22 The second point I wanted to make is the
23 Boston Globe just reported about six months ago the
24 traffic that used to be heading south to the Cape is
25 now heading north to Maine. A 10 percent increase or

1 greater is now moving from Massachusetts into Maine.
2 So you do that compounding effect on the traffic
3 that's coming into this area and all of the pollution
4 that can come up, it's going to have an impact on
5 something that's very unique here in York and in
6 Maine. And I think we need to calculate not just
7 what's happening in the past 10 years and I've tried
8 to look at some of the data, I'm excellent at math,
9 but trying to figure out the impact of traffic on
10 what will happen to your environment and most
11 important our water has to be considered for the next
12 20 years. Thank you very much.

13 MS. RICHARDSON: Dave Lemieux.

14 DAVE LEMIEUX: No further comment. Thanks.

15 MS. RICHARDSON: Steff Antonio.

16 STEFF ANTONIO: No comment.

17 MS. RICHARDSON: Michael Warren? Worman?

18 AUDIENCE MEMBER: Michael starts with a W?

19 MS. RICHARDSON: Michael W.

20 AUDIENCE MEMBER: Wallach and I pass.

21 MS. RICHARDSON: Patricia Benson.

22 PATRICIA BENSON: And I pass also.

23 MS. RICHARDSON: Marjory Stewart.

24 MARJORY STEWART: I pass.

25 MS. RICHARDSON: Little or Littel, last

1 name.

2 AUDIENCE MEMBER: Maybe Laselle and, no,
3 thank you.

4 MS. RICHARDSON: Okay. Janet Drew.

5 JANET DREW: I signed by accident. Janet
6 Drew, York, Maine. You said not to be repetitious,
7 so all I'm going to say is I agree with everything,
8 the reasons that others have given. We want the best
9 choice for the environment and electronic tolling is
10 it.

11 MS. RICHARDSON: Just a reminder too if you
12 intend to speak and you haven't taken an oath, we
13 need to make sure that you are sworn in, so. Is
14 anybody here that wants to speak that hasn't been
15 sworn in? Okay. Will you stand -- please stand and
16 raise your right hand? Do you swear or affirm that
17 the testimony you are about to give is the whole
18 truth and nothing but the truth?

19 (Witnesses, I do.)

20 MS. RICHARDSON: Thank you. Denis O'Connor.

21 DENIS O'CONNOR: I'm Dennis O'Connor from
22 York, Maine. I'd like to know that when air quality
23 is the worst in York for those few days, what gives
24 the MTA the right to stop traffic and spew enormous
25 amounts of pollution into our environment, into our

1 neighborhood?

2 MS. RICHARDSON: Is that a question?

3 DENIS O'CONNOR: It's a statement. I've
4 been asking that question for 20 years to the MTA and
5 I haven't got an answer, so I'm going to take the
6 opportunity to ask it again.

7 MS. BENSINGER: This is just an opportunity
8 for you to testify, not an opportunity for you to
9 question.

10 DENIS O'CONNOR: Okay. So take it as a
11 statement.

12 MS. BENSINGER: A rhetorical question.
13 Thank you.

14 MS. RICHARDSON: Okay. Thanks. Bruce
15 begins a C.

16 AUDIENCE MEMBER: I'll pass.

17 MS. RICHARDSON: Marilyn Goodrich.

18 MARILYN GOODRICH: Pass.

19 MS. BENSINGER: Somebody's address is 4
20 Camden.

21 MS. RICHARDSON: 4 Camden, York, Maine.

22 AUDIENCE MEMBER: Pass.

23 MS. RICHARDSON: And Linda Molden.

24 LINDA MOLDEN: Pass too.

25 MS. RICHARDSON: Okay. I'm going to go to

1 some in support. If anybody wants to testify in
2 support. I have a Sandy Vanesse.

3 AUDIENCE MEMBER: Am I the only one left for
4 opposition?

5 MS. RICHARDSON: Oh, there is plenty more.
6 We're just taking a break going back and forth.

7 SANDY VANESSE: Hi. My name is Sandy
8 Vanesse. I live in York. My family has owned
9 property in York for over 100 years. I am a toll
10 collector at the York toll. There is 50 of us who
11 will lose our jobs if we don't have toll collection,
12 27 of them are full-time employees. This is a great
13 job. I get a great wage. I get benefits. I get
14 health insurance. I get paid sick days, paid
15 holidays even if I don't work full-time, I could work
16 part-time and these benefits are given to me.
17 They're a great employer. They've been really good
18 to me. I'm grateful for this job. Please keep cash
19 lanes in York. Thank you.

20 MS. RICHARDSON: Lynne Davis. No. Barry
21 Davis. Barbara Hoppe.

22 BARBARA HOPPE: Pass.

23 MS. RICHARDSON: Marguerite Waldron.

24 MARGUERITE WALDRON: Pass.

25 MS. RICHARDSON: Craig --

1 CRAIG DECOURT: Decourt.

2 MS. RICHARDSON: Decourt.

3 CRAIG DECOURT: My name is Craig Decourt and
4 I live at 51 Main Street, York Beach. I've owned a
5 home there for 15 years. I am also a York toll
6 collector. I've been there for 13 years. And one of
7 my strongest points I wanted to make -- Sandy did a
8 very good job -- I don't think the Think Again group
9 has mentioned at all about 50 families that will lose
10 their jobs. I lose my job, I can't pay my mortgage,
11 I'm out on the street, I've got a family to support.
12 Instead, I'm hearing about they're worried about an
13 acre of land that's going to be impacted that the
14 Turnpike will take care of. I think the Maine
15 Turnpike is getting the short end of the stick here.
16 They do a lot for the State of Maine. They do a good
17 job. They bring business here. And I think a lot of
18 people don't realize that I deal with people that
19 come in and when you say the way life should be, I
20 wait on people, I've called 911 twice and saved
21 people who had a heart attack in the lane. I help a
22 lot of people like my mother's age that are lost,
23 that need directions and if you want to live by that
24 motto that is the way live should be, the personal
25 touch does count for something if you want to believe

1 in that.

2 I also have to drive Route 1. I'm going
3 to -- excuse me, I'm not very good at public
4 speaking. I'm going to be all over the place here
5 and you don't have to worry about me being
6 repetitious about everybody else, that's for sure.
7 But I have to pull out Clark Road on 201 to go to
8 work and the traffic is unbelievable in the summer
9 and to think that it's not going to get worse, you're
10 wrong. I talk to patrons every day, eight hours a
11 day, five days a week and these people that don't
12 have E-Z Pass aren't going to get it. People who
13 want it, they've got it. And I think people have the
14 right, if they want to pay cash, they should be able
15 to pay cash. We welcome snow birds that come back.
16 They ask us how it is. Is there any new restaurants.
17 We have a lot of one-on-one. And there has been a
18 lot of misinformation stated here about traffic
19 backed-up. In the summer, the E-Z Pass lanes are
20 backed-up. It's not the cash lanes that are slowing
21 things down. We just get so much traffic that it
22 backs-up and to say it's the cash lanes that are
23 doing it are people, frankly, that don't know and I
24 do know because I'm there and I see it every day.

25 I'm also a little concerned about this

1 \$25,000 that the town has given to hire a lawyer to
2 advocate for the Think Again group that's lobbying to
3 take my job. I'd like to know where that \$25,000
4 comes from. Is it from my taxes that I pay? It's
5 kind of a sore spot with me. And I have family and
6 relatives here and I talk to a lot of people and I
7 really believe this, the majority of the people in
8 York, the vast majority, even though you see a crowd
9 here don't give a hoot about the relocation. What
10 you have here are people that are going to be
11 impacted that there is going to be the noise. It's
12 kind of like a prison, everybody likes prison but
13 they don't want it in their back yard. And I think
14 they're hiding behind the environmental issue and I
15 don't think they're being very honest.

16 The Turnpike brings business in and it's a
17 gateway and let me tell you, the plaza that we're in
18 is sinking. There is a tunnel that we have to walk
19 through to get to the lanes, in bad weather I'm in a
20 puddle walking through electrical boxes trying to get
21 there. Even if you don't go with the cash lanes and
22 go all electronic tolling you can't build it there.
23 You simply can't. 200 yards on one side you have an
24 on and off-ramp where cars are merging. The other
25 side, you've got a steep curve. It's not practical.

1 Anybody with common sense will tell you if you're
2 going to have high speed tolling you have to have it
3 where there is a straight shot going in. We're
4 located right in the middle of a danger zone, so even
5 if you don't go with the cash tolling you can't build
6 it there. And I think you greatly underestimate the
7 viability of cash tolling. There is people that,
8 like I said, will not get E-Z Pass.

9 I also think it's ridiculous when you
10 compare us to Massachusetts. I have read articles
11 where Massachusetts is losing millions of dollars and
12 it's not going that good. Nobody wants to compare to
13 the Hampton toll that has been recently built that
14 has cash tolling. Nobody talks about that and it
15 works fine for them. In practical terms, I don't
16 know all of the specifics, I'm sure you've heard it,
17 all the numbers, the facts, but I think the Turnpike
18 has gone to great lengths and this is not a fly by
19 night decision that they decided to make. They
20 studied it, they analyzed it and they need cash
21 tolls. It's that simple. Maine in the summertime,
22 population with the tourists, you have to have it.
23 Canadians, they would run it. They're not
24 reciprocal. It's just, you know, as far as safety
25 and revenue and reducing traffic, I really think that

1 you should take a good look at it. And I don't want
2 to ramble anymore, but I really think that there is a
3 lot more people than you know that really -- the
4 smart thing to do if you look at it objectively is to
5 relocate. Thank you for your time.

6 MS. RICHARDSON: Thank you.

7 CRAIG DECOURT: And don't anybody follow me
8 out.

9 (Laughter.)

10 MS. RICHARDSON: Roger Stark.

11 BOB MARTELL: My name is Bob Martell, 100
12 Seabury Road, York, Maine. I was born and raised in
13 Portland, Maine. I went to Maine Maritime. I went
14 to RPI Graduate School. Maine Maritime is a pretty
15 practical school and I'm a pretty practical guy.
16 Renssealaer is a thinking school. A lot of
17 technology, high technology. And I just came back
18 from Florida and I didn't take one thin dime out of
19 my pocket, not one thin dime to pay a toll. My son
20 lives in Austin, Texas. We went for Thanksgiving
21 from Florida. I didn't take one thin dime out of my
22 pocket. I went -- I came from Chicago -- my daughter
23 is in Chicago. We came from Chicago back to Florida,
24 not one thin dime out of my pocket. I did get a
25 letter from Texas saying I missed a toll and it came

1 from a law firm and it said if you don't pay this
2 toll, we're going to charge you 30 extra dollars.
3 And, guess what? I paid the toll. If I was king for
4 a day, I'd put the automatic toll booth where the
5 truck stop is and I'd eliminate all of the toll
6 booths in the State of Maine. I think -- I worked at
7 Seabrook for 24 years and when the automatic toll
8 booth came in, the high speed, it was a God send to
9 get to work, especially on the 4th of July and other
10 holidays. So my recommendation is that technology is
11 the way to go and if we go any other way -- why would
12 you go buy an antique car? It's as simple as that.
13 Thank you.

14 MS. RICHARDSON: I just want to make sure
15 that Roger doesn't want to speak. Roger Stark.

16 ROGER STARK: No.

17 MS. RICHARDSON: Okay. Thank you. Kay
18 Kimble. Todd Begold.

19 TODD BEGOLD: Hi. I'm Todd Begold. I'm
20 from Chases Pond Road in York. I have been in
21 contact with a highway safety engineer off and on
22 through the past year emailing back and forth and he
23 sent me a plethora of information, most of it's
24 around safety and that's his focus. And that even
25 though open road tolling would be safer than our

1 current system, it still could have 53 percent of the
2 highway accidents in that area because there is still
3 barriers across the highway. Also, with all
4 electronic tolling, especially a site in New Jersey,
5 they were able to reduce idling time and congestion
6 by 85 percent saving 1.2 million gallons of gasoline.
7 And by that, you could surmise that the reduction in
8 vehicle emissions in this site would also be reduced
9 and York is one of the highest -- has one of the
10 highest ozone areas within the State of Maine. And
11 this having a barrier toll increasing idling,
12 increasing congestion would contribute to that. I
13 have heard that this new toll booth would remove any
14 problems with congestion, but you really wouldn't see
15 it because it's further up the highway near my house.
16 A lot of congestion comes from Piscataqua Bridge and
17 there is back-ups from that bridge all the way up to
18 the toll booth. I have driven up on no particular
19 special day in the summertime from Massachusetts and
20 seen traffic backed up from the Hampton toll all the
21 way up to Piscataqua Bridge, so any type of barrier
22 is going to cause a slow down in traffic.

23 One of the things that was mentioned by MTA
24 is that it would be impossible to get reciprocity
25 from the other states. Massachusetts has been able

1 to do that and to get agreements with New Hampshire,
2 New York and other states and were able to get
3 payment back to them. Payment can be automatic like
4 they do in New Jersey and they send out a \$2.50 fee
5 for the payment of getting their money back from
6 people that don't have a Sun Pass. Nothing is -- we
7 really haven't talked about the access road that
8 comes from Chases Pond to the new toll area going
9 near wetland areas. I was really surprised how many
10 special sites are just near my house and when you
11 have a new impermeable surface you have to keep it
12 clear for the wintertime, you have to put down salt,
13 you have to push that snow somewhere, it's not going
14 to go be dumped in a secluded area, it's going to be
15 pushed to the side of the road. The same way at the
16 current toll booth, salt laden snow is pushed into
17 the wetland area around there. There is no reason
18 why that would -- that same practice would not occur
19 up in the new section as well and, likewise,
20 contaminate any running-off streams that would be by
21 that area.

22 One thing that you may not realize is that
23 the York Water District has its pipelines running
24 along the highway. We haven't talked about the cost
25 that would be needed in order to replace or divert

1 that water to get to the Town of York and that those
2 pipes run underneath that section of the highway
3 where they want to put that toll booth. Thank you
4 for your time.

5 MS. RICHARDSON: Thank you. Brooke Parkin.

6 BROOKE PARKIN: I decline. Thank you.

7 MS. RICHARDSON: Nina Wright.

8 NINA WRIGHT: I decline.

9 MS. RICHARDSON: Robyn Parker.

10 ROBYN PARKER: No, thank you.

11 MS. RICHARDSON: Thomas Parker.

12 THOMAS PARKER: No, thank you.

13 MS. RICHARDSON: Pete Doe. Can you repeat
14 your name when you get to the podium.

15 LEW STOWE: It's Lew, L-E-W, S-T-O-W-E, 32
16 Indian Trail, York, Maine. Is it close?

17 MS. RICHARDSON: This looks like Pete.
18 Somebody named Pete.

19 LEW STOWE: Oh, Pete's over there.

20 MS. RICHARDSON: Pete Doe, it looks like.
21 Pete D-O-E.

22 LEW STOWE: Since I'm up here, I'm on that
23 list.

24 MS. RICHARDSON: Okay. All right. Okay.
25 Go ahead.

1 LEW STOWE: I want to give you a little
2 different insight. I want you to look at this
3 project as if it was a project initiated in York by
4 the planning board because I know right now that that
5 project could not be approved following our
6 ordinances. The people here, I have been on the
7 planning board for a number of years and we apply
8 that to them and now all of a sudden the state is
9 coming in and they follow some certain rules that we
10 don't have. And many of the rules that DEP has
11 applied through, you know, Mike Morris and yourself,
12 are guidelines and we tend to follow those guidelines
13 and if we don't write them up that way they will
14 apply them anyways. So I have a feeling that -- I'd
15 like to request that you follow those same guidelines
16 on this project and not give a special exception,
17 whether it's through mitigation or my impression that
18 the highways tend to get treated differently and it's
19 based on the total need of the state, which tends to
20 override.

21 One of the things that another -- to give
22 you an example because we on a monthly basis apply
23 our rules and the impact of those rules are pretty
24 drastic. You were involved on two projects in which
25 actually cost this town a lot of money. I am sure

1 you're aware of the police station that was never
2 built in which the vernal pool was impacted by
3 putting soil in a restricted area and it held us up
4 for a number of years. Also, there is a roadway that
5 we're building that's not a -- it will be a town
6 road, but it is governed by your rules and
7 regulations and in which we cross over three wetlands
8 and in order to build that road we did have to have
9 some mitigation also. So what I want to speak of is
10 some fairness on this that as you review it, I
11 actually -- I know I've had a couple letters to you,
12 Marybeth, if I can call you by your first name.

13 MS. RICHARDSON: No problem.

14 LEW STOWE: And Mike Morris and Jay Clement.
15 And you've done a great job, anyone that I've been
16 involved in. So I don't know how you deal with the
17 state, but in talking to, let's say, those
18 individuals without claiming which one, the state
19 gets treated and in many of those the projects are
20 approved based on a 30 day notice to the town. There
21 is a word for that, you know, you get a -- if nobody
22 complains within 30 days it goes through. What's
23 that?

24 MS. BENSINGER: Permit by rule.

25 MS. RICHARDSON: Expedited review or permit

1 by rule.

2 LEW STOWE: Yeah. Yeah. And I hope this
3 didn't start out that way. I know it didn't, but.

4 MS. RICHARDSON: No.

5 LEW STOWE: Because it's a large project,
6 but I know bridges are done with that all of the
7 time. So the impact, one of the things that we have
8 written in our ordinance and the one that's critical
9 is that we do not allow any fill for a driveway going
10 into a property and the limit is 4,200 square feet.
11 And I can just picture if we were asked to review
12 that project out there that we would have to refuse
13 it. How would we apply a roadway or the driveway to
14 that area if there is vernal pools in that area or
15 just wetland. I mean, we're not talking shoreland,
16 we're not talking the, you know, the ocean type
17 thing, but I'm sure there is a lot of wetland. There
18 isn't any place in York now -- I don't think there is
19 a building that comes in now that we don't apply
20 wetland regulations because it's all water. We're on
21 that.

22 So I'm looking for fairness. Everything
23 you've done up to date as far as I know over the
24 years I've been involved in has been very well done,
25 but I would hope that you treat the town or the

1 state -- let me rephrase that, that you look at it
2 the same -- with due diligence that you do when you
3 come down and review our projects because I have a
4 feeling it would never pass our ordinance. Thank
5 you.

6 MS. RICHARDSON: Thank you. So there is a
7 name here, it looks like Pete Doe, but I'm assuming
8 that there is no Pete Doe here. So we'll move on to
9 Steve Hershfeld.

10 STEVE HERSHFELD: Pass.

11 MS. RICHARDSON: Last name is Wold, W-O-L-D.

12 AUDIENCE MEMBER: I'd like to pass my time
13 to my husband.

14 AUDIENCE MEMBER: I'm all set.

15 AUDIENCE MEMBER: You're all set?

16 AUDIENCE MEMBER: I'm the last one on the
17 list.

18 MS. RICHARDSON: Lisa Jones.

19 LISA JONES: Pass, thank you.

20 MS. RICHARDSON: Archie Jones.

21 ARCHIE JONES: Pass.

22 MS. RICHARDSON: Linda Sullivan. Norma
23 Clark.

24 NORMA CLARK: Pass.

25 MS. RICHARDSON: Curtis Clark.

1 CURTIS CLARK: No.

2 MS. RICHARDSON: Capital B Mc -- something.

3 M-C something. Dianne Majewski.

4 DIANNE MAJEWSKI: No.

5 MS. RICHARDSON: R. Majewski.

6 AUDIENCE MEMBER: No.

7 MS. RICHARDSON: Maybe Chris Benter.

8 CHRIS BENTER: Pass.

9 MS. RICHARDSON: Dave.

10 AUDIENCE MEMBER: Yup, pass.

11 MS. RICHARDSON: Eric Berck-something.

12 AUDIENCE MEMBER: Pass.

13 MS. BENSINGER: Sorry.

14 AUDIENCE MEMBER: Next time we'll have to
15 make it clearer that it's a sign-in sheet to testify.

16 MS. RICHARDSON: Bob with an L. Bob with an
17 L.

18 AUDIENCE MEMBER: Pass.

19 MS. RICHARDSON: We have two Bob's here and
20 they both pass. Last name is Fernald.

21 AUDIENCE MEMBER: Pass.

22 MS. RICHARDSON: Sandra Rux.

23 SANDRA RUX: Pass.

24 MS. RICHARDSON: Gail O'Connor.

25 GAILy O'CONNOR: Pass.

1 AUDIENCE MEMBER: Are there a lot more
2 people that want to speak?

3 AUDIENCE MEMBER: Just ask if anybody wants
4 to talk.

5 MS. RICHARDSON: Kim --

6 AUDIENCE MEMBER: Pass. You'll never
7 pronounce it.

8 MS. RICHARDSON: Lewis Stowe. Oh, we heard
9 from you already.

10 LEW STOWE: Oh, no, you didn't.

11 (Laughter.)

12 MS. RICHARDSON: Sean McKeon. Merilin
13 Metsmagi. Cindy Donnell.

14 CINDY DONNELL: Pass.

15 MS. RICHARDSON: K Sheahan.

16 AUDIENCE MEMBER: No.

17 MS. RICHARDSON: Nancy -- no, Mary...

18 AUDIENCE MEMBER: Starts with a P.

19 MS. RICHARDSON: Starts with a P. Last name
20 P. No? How about somebody named Solloway?

21 MS. BENSINGER: Sarah.

22 MS. RICHARDSON: Sarah. Barrett. Last name
23 Barrett. Christopher Barrett. Stephen Kosacz.

24 STEPHEN KOSACZ: My name is Steven Kosacz.

25 I reside on Ground Nut Hill in Cape Neddick and

1 founder and president of Autoworks in Kittery.
2 During my 46 years of servicing motor vehicles, as
3 many of you know, the passenger motor vehicles has
4 evolved significantly in terms of longevity,
5 reliability, fuel, economy and emissions. Some of
6 you may recall at DEP the ill fated unsuccessful 1994
7 car test centralized emission program. Without going
8 into the gorey details, DEP was able to achieve the
9 reasonable federal EPA emissions compliance with the
10 present decentralized Cumberland County emissions
11 testing program in order to receive critical federal
12 highway funding. Motor vehicles continue to evolve
13 in their sophistication, improved fuel economy,
14 safety and lower emission standards, with resulting
15 improved air quality and lower fatalities per mile
16 driven. We know that we will soon see driverless
17 cars and trucks resulting in even lower accident
18 rates and vehicles fatalities.

19 The point is technology of motor vehicle
20 transportation is advancing faster than we thought
21 was possible when the Model T Ford was introduced in
22 1908 in a wide-spread distribution. Technology is
23 advancing in every corner including toll collection.
24 We've heard that repeated many times this evening.
25 But the DEP is here for only one reason and that's a

1 role in environmental impact and protection.
2 Apparently the MTA is indifferent to that issue
3 because they propose spending \$40 million to put a
4 toll booth that's going to produce exactly the same
5 emissions that you have with the present situation.
6 The study that I presented to you is from the state
7 of North Carolina conducted by North Carolina State
8 University on where the highest emissions occur in
9 the operation of a motor vehicles. They are not
10 surprisingly on rapid deceleration and rapid
11 acceleration and idling and this is exactly what
12 happens with the exception of hot rodders at every
13 cash toll.

14 According to Toll Smart the following states
15 have AET only on the interstate state highways,
16 California, Colorado, Florida, Maryland,
17 Massachusetts, Pennsylvania, Minnesota, North
18 Carolina, Texas, Utah, Virginia and Washington State.
19 Somehow these states are managing to thrive with AET
20 without causing the pollution that results from stop
21 and start driving that the MTA wants to continue if
22 they can have their way.

23 The International Bridge Tunnel and Turnpike
24 Association with the acronym IBTTA quotes, stop and
25 starts traffic stemming from extreme congestion is an

1 even greater contributor to air pollution.
2 Meanwhile, most toll agencies are moving toward open
3 road tolling, which eliminates toll plazas in
4 complete, end quote. There is something that just
5 doesn't fit here and this is not an environmental
6 issue. The leakage issue we can be rest assured in
7 my research with the State of Massachusetts and other
8 all electronic tolling is minimal and has testified
9 here today. There is something greater that the MTA
10 has in my belief that is not being addressed and we
11 don't know what that is. But the environmental
12 impact, the solution or the proposal that they are
13 coming up with has no change over the environmental
14 impact that their present plaza has. No change
15 whatsoever. Thank you.

16 MS. RICHARDSON: Thank you. Do you have any
17 objections to us entering this document into the
18 record?

19 MR. ANDERSON: No.

20 MS. TOURANGEAU: No.

21 MS. RICHARDSON: Thank you. Chris Forrest.
22 Allyson Cowaretta. No Allyson.

23 AUDIENCE MEMBER: She just left.

24 MS. RICHARDSON: Tony Knox. Have you been
25 sworn in, Mr. Knox?

1 TONY KNOX: No, I didn't raise my hand the
2 last time.

3 MS. RICHARDSON: Do you -- what do I say?

4 (Laughter.)

5 TONY KNOX: I'll tell the truth.

6 MS. RICHARDSON: It's getting late. We've
7 been here a long time. Do you swear or affirm that
8 the testimony you are about to give is the whole
9 truth and nothing but the truth?

10 TONY KNOX: I do.

11 MS. RICHARDSON: Thank you.

12 TONY KNOX: My name is Tony Knox. I'm a
13 resident of York. I live in the Whippoorwill
14 subdivision. I was born in Bangor. My father's
15 family is from Presque Isle. They migrated down from
16 Canada. And I've lived in York about 10 years, so I
17 have pretty much covered most of Maine in my lineage.
18 My father moved away from Presque Isle when he went
19 into the service and then had to return. As part of
20 his job, he was -- if you've ever sent a money order,
21 my father probably set up the initial places in all
22 of the mom and pop stores throughout Maine and New
23 Hampshire and Vermont. And one of the reasons he was
24 so successful, especially in Northern Maine, was
25 because he spoke Maine and he was required to wear a

1 oppose what's happening from an environmental
2 standpoint. And as a physician in town, that
3 environmental also extends to the toll keepers whose
4 health I believe over a period of time will be
5 affected and if we did a survey of the health and the
6 health problems of the toll collectors, I believe
7 we'd be acting in their best interest as well from
8 the long-term exposure of the admission from the
9 tolls. I don't want them to lose their jobs. I
10 would hope that they would be employed by the new
11 automatic tolling service centers as a replacement
12 for that. I'm not opposed to employment. I'm not
13 opposed to progress, but I think we're stepping back.
14 In order to go forward, I'd rather go forward and
15 look forward to a nesting pair of Bald Eagles in
16 Whippoorwill and the conservation around there.
17 Thank you. --

18 MS. RICHARDSON: Thank you. Is there
19 anybody else that wants to testify that I didn't read
20 your name? Please step forward.

21 DAVE LINNEY: My name -- Dave Linney. I
22 live in the Cape Neddick part of York. I'd like to
23 take this opportunity to thank you for giving us our
24 say in front of you. I own land that's adjacent to
25 the Turnpike. We have a wholesale nursery. We grow

1 nursery stock, so we happen to be outside most of the
2 time. We abut the Turnpike and I have a pretty good
3 idea of its effect on adjacent land. People are
4 animals. I think we, you know, have, as one of the
5 first speakers said, we have some responsibility to
6 take care of the people in the Town of York. And
7 this new location is going to affect a whole
8 different group of people that is currently affected.
9 We need to protect these people. Noise is a factor,
10 there is no question about that. Cars and trucks
11 have gotten quieter, but they're not quiet, I can
12 attest to that.

13 Light. I am a handful of miles from the
14 existing Turnpike and on nights especially if there
15 is any humidity in the atmosphere and they may not be
16 shielded lights now, I don't know, but you know
17 exactly where the Turnpike is just like you know
18 where Ogunquit is and everything. There is ambient
19 light that, you know, if you live in the country
20 isn't necessarily what you want to see or at least
21 not what I want to see if I live in the country. I
22 know they said they shield the lights, but there is
23 no way you're going to control all of that. The
24 fumes are a problem.

25 As far as safety goes, I don't see how you

1 can argue against a straight through, at-speed gantry
2 type system is far and away the safest thing from
3 start to stop on certain lanes trying to sort out
4 which lanes if you're not paying attention you should
5 be in and then make a switch just before you get to
6 the toll gates. I think that can be very problematic
7 as far as accidents and that sort of thing goes and
8 we do have accidents now the way it's set up
9 periodically. People will not, and, boy, I can
10 attest to this, will not divert to U.S. 1 once
11 they've done it, especially in the summer. Try going
12 through Ogunquit and nine miles up to Wells. You
13 would never in God's world do it again ever, ever,
14 ever. It's been -- we have been told by the Turnpike
15 Authority that they will lose a lot of money if they
16 do this. You've heard -- you've been here all day,
17 you've heard all sorts of figures, I'm sure you've
18 got it. It appears as though we're over the break
19 even point to do this and I sincerely believe and
20 I've said this a number of times that with the
21 electronic tolling system, all electronic, it's all
22 by computer, somebody comes through there that hasn't
23 paid a toll, you know, six months ago or three months
24 ago or consistently, that goes into a computer, it
25 flashes up on the dashboard of a state police car and

1 if they see that car coming down the Turnpike you
2 have a very substantial fine, you haul them off the
3 road and you take their car away until they pay the
4 fine. That word gets around and that will stop that
5 from happening.

6 Places -- somebody just read all of the
7 states that has all electronic tolling, foreign
8 countries are going to it. It is the new mode. I
9 just think we're being terrible dinosaurs not to want
10 to go there, not to go there, not to plan to go there
11 because we're going to be revisiting that if that
12 toll booth -- there will be all electronic -- all
13 electronic tolling and that toll booth will be
14 antiquated long before the end of its life and we've
15 done damage to a new area in the Town of York, which
16 we didn't have to do. We have affected a quite a
17 large community in Whippoorwill of people that have
18 houses that never expected that was going to happen.

19 I guess I could just say that, you know, we
20 need to embrace the new systems. That's the forward
21 way of looking. I don't know why the Turnpike
22 Authority does not want to do this. I really think
23 the dollar and cents thing can be taken care of and
24 that we don't have to put these negative impacts onto
25 people that don't currently have them. Thank you

1 very much for your time. Appreciate it.

2 MS. RICHARDSON: Thank you. Anybody else
3 want to testify? I raised my hand up there.

4 BILL GEORGE: Good evening. My name is Bill
5 George. I'm at 25 Logging Road in Cape Neddick. And
6 I spoke about 10 years ago at that last middle school
7 meeting about the Turnpike and the toll booth and
8 everything and I said then and I thought I'd say it
9 again, one-way tolling is something that know one has
10 discussed. I don't know why. About 20 years ago,
11 maybe 20, I'm not sure. I've been in Maine now for
12 about 12 years, but I was born and brought up Boston.
13 Don't hold that against me. And as an insurance
14 appraiser living in Chelsea, I went over the bridge
15 every day and went into Boston and everyone goes to
16 work at different times obviously and people come to
17 Maine in different times. They come up Thursday,
18 Friday, Friday morning, Saturday night or whatever.
19 So coming is not so much of a problem because it's
20 somewhat staggered, but at night everyone goes home
21 at the same time. If you're in Boston you get out of
22 work 4:30, 5 o'clock, everyone gets out. So the
23 Tobin Bridge wasn't too bad going in, but it was a
24 nightmare going out and the simple question was and
25 simple solution was one-way tolling. So when I came

1 in I was paying 50 cents, so then I started paying a
2 buck, but when I came out there was no one in site,
3 so I just flew right down the road and I said this is
4 pretty simple. Why doesn't everyone do it? And I
5 suppose there is some issues about maybe not getting
6 the few pennies here or there that might be lost, but
7 I don't think so because you've got another toll
8 booth up the road, I believe, that could pick that
9 up. So, yeah, one-way tolling, so you just pay it
10 twice coming in and when you leave Maine because
11 everyone is going to leave at the same time. On a
12 Monday holiday, they're all leaving obviously Monday
13 afternoon, Monday night and the toll booth is at a
14 bad spot. I understand that. It's at the bottom of
15 a hill and it shouldn't be, but it is. But if it was
16 open tolling going south there would be nothing
17 there. Zero. And you go through. Now, you're going
18 to get jammed up at the bridge, that's going to
19 happen no matter what. That's just a fact of life,
20 but at least you don't have to take half of that toll
21 booth, you can get rid of it. You don't need to
22 rebuild it or deal with it. And going south, the
23 emissions, and I am a mechanic, so to speak,
24 vocational, whatever. I've been an insurance
25 appraiser, auto damage appraisal. And the pollution

1 that you pick up, stop and go, stop and go, stop and
2 go, it's incredible. In Massachusetts, I also read
3 that they put up barriers because in Massachusetts
4 the state or the feds, I'm not sure who, has
5 determined that the decibel point is too high, so
6 they have these barriers up on 128 and they put them
7 up there for the noise. But what they didn't realize
8 is they were going to get another benefit from that
9 because the people on the other side of the barriers
10 that live in those homes their air quality was
11 substantially better. So there is nothing you can do
12 about 128, it's a nightmare, been there, done that,
13 that's why I left and taxes were bad. So been there,
14 done that and those barriers are there and the people
15 who are on the other side of the barriers have the
16 benefit of lower sound and better air quality. So
17 the issue really is going south, everyone is going
18 home at same time, don't hit the brakes, you go on
19 through. And when you get slowed down at the bridge
20 it's going to happen, there is nothing you can do
21 about that that I know of. It's still three lanes
22 either way, people see a bridge and they get panicky.
23 Why? I don't know. They do the same thing at the
24 Hampton toll. I go to Massachusetts. I still work
25 there three nights a week, so they're still going

1 through the Hampton tolls. I never had a problem
2 with the Hampton tolls. It's awesome. Works great.
3 I have an E-Z Pass for Maine, New Hampshire and
4 Massachusetts. I have three E-Z Passes between me
5 and my family. We've always had them since they
6 started having them. So the Hampton toll works
7 pretty good. But it's, again, the issue with that
8 toll booth, half of it anyway, could be abandoned and
9 just pick up the double tolls going up. So anyone
10 who is going north is going to have to go south and
11 as a couple of people have said, they're not going to
12 cut down Route 1. That's a disaster. Been there,
13 done that. No one is going to go through Ogunquit,
14 not on a weekend, that's for sure, so you're not
15 going to lose anything that way. So I want to throw
16 that out to you from my experience on the Tobin
17 Bridge. They did the same thing with the tunnels.
18 The tunnels coming into Boston you pay twice, going
19 out, boom, straight shot, and it works. It just
20 works great. So I thought I'd throw that out to you
21 because it's been my experience and hasn't changed.
22 Charlie Baker in Massachusetts got rid of all those
23 toll booths on the -- most of them, if not all of
24 them, on the Mass Pike and they wouldn't do it if
25 they were losing money, I can assure you that. Thank

1 you for your time.

2 MS. RICHARDSON: Thank you.

3 DENISE JOHNSON: Thank you for letting me
4 speak. My name was called earlier. I'm sorry, but I
5 got here late after being here this morning.

6 MS. RICHARDSON: What's your name?

7 DENISE JOHNSON: My name is Denise Johnson.

8 MS. RICHARDSON: Oh, great.

9 DENISE JOHNSON: A resident of Cape Neddick
10 for 46 years. And I'm sorry, I may be repeating what
11 others have said and I'm sorry I was late in getting
12 here. It seems to me though that while we argue --

13 MS. BENSINGER: You can take that microphone
14 out of the holder so you don't have to bend been
15 over.

16 DENISE JOHNSON: I so don't like doing this,
17 which is why I went home this morning and I just
18 wrote stuff down, so I apologize if there is
19 repetition. It seems to me that while we argue
20 matters like leakage of toll revenue by 36 million
21 motorists who make 4 million cash transactions on the
22 Maine Turnpike Authorities 100 miles of Turnpike, the
23 overriding big picture is lost. The purpose of the
24 MTA was to build the Turnpike, but after the Turnpike
25 was built, even widened, it seemed to me that its

1 purpose has become to self-perpetuate. Excuse me,
2 but the MTA has made enough in revenues to have them
3 misappropriated and not even missed. While they told
4 my father-in-law on his death bed to take the \$200
5 they offered to, again, take his land to widen the
6 Turnpike or they would take it anyway by eminent
7 domain. Thank you MTA for paving my way to Portland,
8 but your job has been done for decades. Governor
9 LePage seems to think so as well. Now, isn't there a
10 bill due to hit the Legislature this Thursday
11 addressing the proposal to absorb the Authority into
12 the DOT even though it's all tied up with some
13 hundred million dollars worth of bonds. The York
14 Toll Plaza after all is said and done is a huge cash
15 cow that is now a slave to its bond holders and it
16 seems to me that all decisions and resources go
17 towards the end making them happy. All the studies,
18 revenue and leakage predictions, old models, new
19 models, outdated data presented at this morning's
20 hearing has to be done bottom line in accordance with
21 the protocols that protect and govern the parameters
22 around bonds and bond holders and I must add keeps
23 engineers and HNTB and CDM Smith and the like
24 employed and immersed in making the figures work for
25 their clients.

1 The big picture is that if we keep paving
2 over the very natural resources that keep Mainers and
3 tourists alike in good health and well-being and
4 over-tax our civic resources, the spoils left by
5 obsolete technology will mar our community and our
6 very unique environment for generations to come and
7 if continued will turn away those 36 million tourists
8 and then watch the data change models and
9 predictions. One oil spill alone has the potential
10 to spoil all of York's drinking water. It's right
11 there at Chases Pond Road. And it could make its way
12 into the rivers and streams that empty into Cape
13 Neddick Harbor and Ogunquit Harbor to spoil our
14 marshes and highly prized ocean resources. We'll be
15 left with a \$40 million relic of the past and
16 consequences of poor priority choices and alternative
17 facts and there will be nothing that can bring back
18 the environment, plants and animals, from extrication
19 or extinction, nor will the citizens of York who
20 watch their homes, land, quality of life for
21 themselves, their children and grandchildren be
22 compromised, diminished and destroyed be able to
23 recover or receive restitution. The damage will have
24 been done.

25 I think the MTA is fighting the last war.

1 Their 2006 vision or 2009 or updated 2014 gateway to
2 Maine toll plaza and their internodal transportation
3 corridor is stale. They have to -- they haven't even
4 begun to think outside the box. In fact, it's no
5 longer the same box. According to the North Texas
6 Tollway Authority, all electronic toll collection,
7 also known as cashless tolling, improves air quality,
8 fuel efficiency and time savings to reduce stop and
9 go traffic and idling at toll booths. It also
10 heightens motorist and employee safety through the
11 elimination of merging and weaving.

12 Now, what about the vehicles with out of
13 state license plates? NTTA currently partners with a
14 third-party to acquire out of state vehicle
15 information. NTTA aggressively pursues all tolls
16 owed whether vehicle a registered in Texas or in
17 other states. And just so my fellow citizens can
18 better understand where technology is going right now
19 even initiated around the world a decade going the
20 following states also have E-Z Pass in Delaware,
21 Illinois, Indiana, Maine, Maryland, Massachusetts,
22 New Hampshire, New Jersey, New York, North Carolina,
23 Ohio, Pennsylvania, Rhode Island, Virginia, West
24 Virginia and additionally there is one E-Z Pass lane
25 in Ontario over the Peace Bridge. There is also

1 electronic toll collection as Nexpress in Michigan,
2 Sun Pass Network in Florida, TxTag Network in Texas,
3 Auto Express in Puerto Rico, Peach Pass in Georgia,
4 Express Toll Network in Colorado, Fast Track in
5 California, Good To Go in Washington State, KTAG in
6 Kansas, MM Pass in Minnesota, Palmetto Pass in South
7 Carolina, Pike Pass in Oklahoma and Go Pass in
8 Louisiana. Electronic toll collection covers roads
9 and tunnels in Japan where there are 6 million daily
10 transactions. South Korea has Hi-Pass. Tai Juan has
11 it since 2006. China since 2014 and it works in 29
12 provinces. India, Thailand, Malaysia, Hong Kong,
13 used on roads and tunnels with 220,000 users make
14 320,000 daily transactions. Philippines, Singapore,
15 Austria, Belgium, France, Germany, Italy, Portugal,
16 Spain, Switzerland, United Kingdom, Ireland, Norway,
17 Sweden, Czech Republic, Croatia on all of it's toll
18 highways, Hungary on all of its toll highways,
19 Poland, Slovenia, Turkey, Serbia, Bosnia, and
20 Kuryslovakia, Canada, British Columbia, Maritime
21 Provinces use E-Z Pass in Cumberland County and Nova
22 Scotia, Ontario, Quebec, Costa Rica, Dominican
23 Republic, Mexico, Australia, Chile, Columbia and
24 South America.

25 It's a new world. It's a new age. Heck, we

1 even have war being made electronically. Where a
2 simple electronic gantry will do for \$5 million it's
3 just plain stupid to spend \$40 million and put at
4 risk precious resources and people's lives. People
5 come to Maine and visit Maine because they are
6 attracted to the natural beauty and resources we have
7 are so very blessed to hold in stewardship for
8 generations to come. They came to get away from the
9 cement and the pavement and renew their spirits, heal
10 their pain, refresh and find peace. Let's not be
11 oblivious to what we are blessed with because they
12 come for free. The people of Maine have made and
13 continue to renew their deep connections to the
14 places they call home, the woods they walk in, the
15 streams and rivers, the wild places, plants and
16 animals. The quality of our lives and our health
17 depend on these being left undisturbed.

18 I disagree with the MTA that 36 million
19 tourists who pass through the York tolls are more
20 interested in keeping cash toll options than sailing
21 right on through under an AET gantry and leaving
22 traffic jams and potentially fatal collisions behind.
23 So you take the \$35 million savings from preventing
24 the new construction of obsolete and dangerous toll
25 barriers in the middle of a high speed through-way

1 and use it to collect invoices. I'm sure the MTA has
2 overcome and solved much more complex problems than
3 that of back office collections. Thank you for your
4 time.

5 (Applause.)

6 MS. RICHARDSON: Please don't clap. Thank
7 you for not clapping. Anybody else? Thank you for
8 your participation and presenting evidence in this
9 matter. The record is now closed with the following
10 exception, which we agreed about earlier for the
11 traffic study. A written in transcript of this
12 hearing will be made by our court reporter, copies of
13 the transcript will be given to the Turnpike
14 Authority and the Coalition. Any other person
15 wishing to have a copy of the transcript may contact
16 the court reporter directly and make arrangements.

17 MS. BENSINGER: Can everyone please be
18 quiet.

19 MS. RICHARDSON: The Department will analyze
20 all of the evidence in the record which includes the
21 application and the testimony that has been submitted
22 by the Maine Turnpike Authority, the Coalition and
23 members of the public. The Commissioner will issue a
24 draft decision, which will be available for public
25 comment. After those comments are received and

1 considered and any changes made to the decision, the
2 final decision on the permit application will be
3 issued.

4 Does anybody have any other questions on the
5 procedure going forward? I can tell you that the
6 draft will be -- probably will be posted on our
7 website, so --

8 AUDIENCE MEMBER: When? Approximately.

9 MS. RICHARDSON: We don't know when that's
10 going to be.

11 AUDIENCE MEMBER: Will we be able to access
12 it? The public.

13 MS. BENSINGER: Yes.

14 MS. RICHARDSON: Yes, it will be posted on
15 our website. There is a York Toll Plaza site that
16 you can go to. This hearing is now closed. Thank
17 you.

18

19 (Hearing concluded at 8 p.m.)

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CERTIFICATE

I, Robin J. Dostie, Notary Public,
hereby certify that the within-named deponent was
sworn to testify to the truth, the whole truth, and
nothing but the truth in the aforementioned cause of
action.

I further certify that this deposition
was stenographically reported by me and later reduced
to print through Computer-Aided Transcription, and
that the foregoing is a full and true record of the
testimony given by the deponent.

I further certify that I am a
disinterested person in the event or outcome of the
above-named cause of action.

Any change in form or substance which
the witness has made has been entered upon the record
by me.

IN WITNESS WHEREOF I subscribe my hand
and affix my seal this 7th day of June, 2017. Dated
at Augusta, Maine.

 /s/ Robin J. Dostie

Robin J. Dostie, Notary Public

My Commission Expires: February 6, 2019

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