



MINUTES
NEW YORK STATE CANAL CORPORATION
BOARD MEETING NO. CC-172
March 23, 2011

Minutes of a meeting of the New York State Canal Corporation, held in the Board Room at Administrative Headquarters, 200 Southern Boulevard, Albany, New York 12209.

The meeting began at 11:40 a.m.

There were present:

Chairman John L. Buono
E. Virgil Conway, Board Member
Jose Holguin-Veras, Ph.D., Board Member
Donna J. Luh, Vice Chair
J. Donald Rice, Jr., Board Member
Richard N. Simberg, Board Member

Constituting a majority of the members of the Canal Corporation Board

Brandon R. Sall was not present at this meeting and did not vote on any of the Items.

In addition, there were present the following staff personnel:

Michael R. Fleischer, Executive Director
John Barr, Director, Administrative Services
Donald Bell, Director, Operations and Maintenance
John Bryan, Chief Financial Officer
William Estes, General Counsel

J. Marc Hannibal, Director, Audit and Management Services
John Callaghan, Acting Director of Canal Corporation
First Sergeant Marc Tryon, Troop T
Thomas Ryan, Chief of Staff
Ted Nadratowski, Chief Engineer
Thomas Pericak, Division Director, Buffalo Division
Michael Loftus, Deputy Division Director, Albany Division
Stephen Grabowski, Acting New York Division Director
Catherine Sheridan, Acting Deputy Director for Canal Maintenance, Operations & Engineering
Wendy Allen, Director, Management and Planning
Anthony Kirby, Director, Real Property Management
Dorraine Steele, Director, Fiscal Audit and Budget
Harry Lennon, Senior Investigator
Tracie Sandell, Assistant Director, Audit and Management Services
Jonathan Gunther, Assistant Counsel
Howard Goebel, Hydrologist, Office of Canals Maintenance and Operations
Lawrence Norville, Chief Compliance Officer
David Malone, Director, Accounting and Disbursements
Michael Sikule, Director, Investments and Asset Management
Wai Cheung, Assistant New York Division Director, Operations
Kevin Allen, Director, Purchasing
Jill B. Warner, Board Administrator

Also in attendance:

Karl Diehl, New York Network
Douglas Zimmerman, Director, Toski, Schaefer & Co., P.C.
David Spara, Director, Toski, Schaefer & Co., P.C.
Brian Stratton, Mayor, City of Schenectady

Chairman Buono noted that he, Mr. Conway, Ms. Luh, Mr. Rice, Mr. Simberg and Dr. Veras had received and reviewed the Agenda submitted for consideration at this meeting and were prepared to act on each of the Items.

Chairman Buono called the meeting to order.

Ms. Warner recorded the minutes as contained herein (public notice of the meeting had been given).

Chairman Buono welcomed Mayor Brian Stratton, who will be starting his duties as Director of the New York State Canal Corporation effective April 4, 2011. He stated that the Board looks forward to working with him.

Item 1 by Board Secretary (Appendix A)
Approval of Minutes of Board Meeting No. CC-171

On the motion of Mr. Rice, seconded by Ms. Luh, without any objections, the Board approved the minutes of Meeting No. CC-171 held on January 19, 2011, which were made available to the Board Members as part of the Agenda.

Item 2 by Chairman Buono (Appendix B)
Recognizing and Honoring Carmella R. Mantello

Chairman Buono stated that Carmella Mantello left the Canal Corporation after a distinguished six-year tenure as Director. She served as Director of the Corporation since June of 2005 overseeing policy, implementation and economic development throughout the canal corridor. She managed activities of the 24 member Canal Recreation Commission. She successfully advanced the Canal mission, established and maintained various community public and private relationships for the good of the Canal, and managed the Corporation with energy and efficiency. The Board extended to Ms. Mantello its thanks and appreciation for her service, her contributions to the mission of the Corporation and her past support of Board and staff in their respective activities

Mr. Simberg added that it's been his privilege to work with Ms. Mantello a few times over the course of the last couple of years. The Canal requires a lot of attention be paid to

ongoing operation projects, maintaining the system, as well as to the staff. He found that Ms. Mantello always had the respect of the employees, and in that group it's a hard respect to win.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 535
**RECOGNIZING AND HONORING CARMELLA R.
MANTELLO**

WHEREAS, Carmella R. Mantello has been employed by the New York State Canal Corporation since June 22, 2005, and

WHEREAS, Ms. Mantello, in her position as Director of Canals, has provided meritorious and distinguished service to the New York State Canal Corporation, and

WHEREAS, Ms. Mantello successfully advanced the Canal Corporation mission, established and maintained various community, public and private relationships for the good of the Canal System, and managed the Corporation with energy and efficiency, focusing on maintaining its complex infrastructure and preparing it for the future, now, therefore, be it

RESOLVED, that the Canal Corporation Board hereby extends to Ms. Mantello its thanks and appreciation for her service, her contributions to the mission of the Corporation and her past support of the Board and staff in their respective activities and programs, and be it further

RESOLVED, that the Canal Corporation Board hereby extends to Ms. Mantello its very best wishes, and be it further

RESOLVED, that a copy of this resolution be presented to Ms. Mantello and incorporated in the minutes of this meeting

Item 3 by Chairman Buono (Appendix C)
Appointing Thomas J. Ryan as Chief of Staff

After full discussion, on the motion of Ms. Luh, seconded by Mr. Rice, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 536
**STAFF APPOINTMENT OF THOMAS J. RYAN AS CHIEF
OF STAFF**

RESOLVED, that the Board hereby appoints Thomas J. Ryan as Chief of Staff effective March 23, 2011, at Salary Grade 34, with annual salary of \$119,359, funds for which are available in the 2011 Operating Budget, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

Item 4 by Mr. Fleischer (Appendix D)
Appointing Brian U. Stratton as Director of Canals

Mr. Fleischer stated that Mr. Stratton has been Mayor of the City of Schenectady since 2003. He addressed the City's finances, which were in serious trouble, raised its credit rating and brought economic development to the City. The Authority is pleased that Governor Cuomo nominated Mr. Stratton to be the Canal Corporation Director and on behalf of the Board and staff Mr. Fleischer welcomed him.

After full discussion, on the motion of Ms. Luh, seconded by Dr. Veras, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 537
**APPROVING THE APPOINTMENT OF BRIAN U.
STRATTON AS DIRECTOR OF CANALS**

RESOLVED, that the Board hereby appoints Brian U. Stratton as Director of Canals effective April 4, 2011 at Salary

Grade 36, with an annual salary of \$125,000, funds for which are available in the 2011 Operating Budget, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

Item 5 by Mr. Bryan (Appendix E)

Approving the Current Canal Real Property Management Policy (25-6-01C), Revisions to the Canal Real Property Management Standard Operating Procedures (900-1), and the Current Canal Personal Property Disposal Policy (25-6-02C)

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 538

APPROVING THE CURRENT CANAL REAL PROPERTY MANAGEMENT POLICY (25-6-01C), THE REVISIONS TO THE CANAL REAL PROPERTY MANAGEMENT STANDARD OPERATING PROCEDURES (900-1), AND THE CURRENT CANAL PERSONAL PROPERTY DISPOSAL POLICY (25-6-02C)

RESOLVED, that the current Canal Real Property Management Policy (25-6-01C), attached as Exhibit A be, and the same hereby is, approved, and be it further

RESOLVED, that the revisions to the Canal Real Property Management Standard Operating Procedures (900-1), attached as Exhibit C be, and the same hereby are, approved, and be it further

RESOLVED, that the current Canal Personal Property Disposal Policy (25-6-02C), attached as Exhibit B be, and the same hereby is, approved, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

Item 6 by Mr. Bryan (Appendix F)

Authorizing Abandonment of Approximately 25.0+ Acres of Canal Land Located in the Town of Saratoga and Village of Schuylerville, County of Saratoga, For a Transfer of Jurisdiction over Such Lands by the New York State Office of General Services to the New York State Office of Parks, Recreation and Historic Preservation

Mr. Bryan reported that the subject property is heavily wooded, free of any improvements, and contains a portion of the old Champlain Canal. In 2002 the Board approved a resolution to abandon the land and transfer it to the National Parks Service so that it may be assembled with the adjacent 19.4 acre General Philip Schuyler Estate, which is one of the four major sites that make up the Saratoga National Historic Park. The subject parcel also links the Schuyler Estate portion of the National Park with the Sword Surrender site which was recently obtained by the National Park Service. On this site, General Burgoyne surrendered his sword to Horatio Gates after defeat at the Battle of Saratoga. So this piece of Canal property is quite rich with history both from a Revolutionary War and a Canal perspective.

Certain legal and technical issues arose when preparing the quit claim deed that caused an unfortunate and permanent impasse between the Canal Corporation and the National Park Service. As a result, the New York State Office of Parks, Recreation and Historic Preservation (OPRHP) requested that the subject parcel be transferred to them to be used for State Park purposes. It will allow OPRHP to serve as a steward for the National Park Service, to preserve and protect this historically important piece of property.

After full discussion, on the motion of Mr. Simberg, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 539
AUTHORIZING ABANDONMENT OF APPROXIMATELY 25.0+ ACRES OF CANAL LAND LOCATED IN THE TOWN OF SARATOGA AND VILLAGE OF SCHUYLERVILLE, COUNTY OF SARATOGA, FOR A TRANSFER OF JURISDICTION OVER SUCH LANDS BY THE NEW YORK STATE OFFICE OF GENERAL SERVICES TO THE NEW YORK STATE OFFICE OF PARKS, RECREATION AND HISTORIC PRESERVATION

RESOLVED, that approximately 25.0± acres of Canal land located in the Town of Saratoga and Village of Schuylerville, County of Saratoga are no longer useful or necessary as part of the Barge Canal System, as an aid to navigation thereon, or for Barge Canal purposes, and be it further

RESOLVED, that following publication of the notice of abandonment for the Property and hearing as required by Section 51 of the Canal Law and transmittal of such notice to the CRC, the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the land for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, provided, however, that if any negative comments are received as a result of said notice and/or hearing, no order shall be prepared until the Corporation Board has been informed, and be it further

RESOLVED, that following preparation of the Official Order of Abandonment, the Executive Director be, and he hereby is, authorized to execute such order of abandonment, and be it further

RESOLVED, that the recommendation for issuance of a Negative Declaration based on an environmental assessment of the proposed action completed in accordance with the provisions of the State Environmental Quality Review Act (SEQRA) be, and hereby is, approved, and be it further

RESOLVED, the Chief Engineer, or his designee, be, and he hereby is, authorized to sign the SEQRA Environmental Assessment and issue the Negative Declaration, and to distribute any required notices on behalf of the Corporation Board with relation to this action, and be it further

RESOLVED, that the transfer of jurisdiction over such lands to OPRHP in accordance with all other terms of this agenda item be, and hereby is, authorized, and be it further

RESOLVED, that the transfer of jurisdiction over the subject Property must be completed in accordance with all applicable provisions of the Canal Real Property Management Policy, and be it further

RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to execute all documents to effectuate such transfer of jurisdiction, and be it further

RESOLVED, that the Executive Director, the Director of Canals, the Chief Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to implement this Board item, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

Item 7 by Mr. Nadratowski (Appendix G)
Authorizing Negotiation and Execution of Two Term Agreements (D214049 and D214050)
with Two Engineering Firms to Provide Various Support Services

Mr. Nadratowski stated that in accordance with Thruway policy two different firms have been designated to provide various support services. Bergman Associates has been designated to provide Canal dam safety support services under a two-year term agreement that has an option to extend the agreement for an additional year. T. Y. Lin International Engineering, Architecture and Land Surveying, PC, has been designated to provide Canal design support services under a three-year term agreement that has an option to extend the agreement for one additional year

After full discussion, on the motion of Mr. Conway, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 540
TERM AGREEMENTS (D214049 and D214050) WITH TWO
ENGINEERING FIRMS TO PROVIDE VARIOUS
SUPPORT SERVICES

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to negotiate and execute two term agreements (D214049 and D214050) for support services with the two (2) engineering firms listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete the projects to be inspected through this agreement, with the Maximum Amount Payable of each of these agreements not to exceed the amount shown in the attached Exhibit A, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Corporation under the provisions of the agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this Item and in accordance with the 2011 Canal Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreements in the best interests of the Corporation, and be it further

RESOLVED, that information relating to each agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities which will include the date of execution of each agreement, and be it further

RESOLVED, that this resolution be incorporated in the minutes of this meeting

ADJOURNMENT

There being no further business to come before the Board, without any objections, on the motion of Ms. Luh, seconded by Chairman Buono, the meeting was adjourned.

Jill B. Warner
Secretary

Note: Webcasts, which include dialogue of Authority/Corporation Board Meetings, are available on the Thruway Authority website 48 hours after such meetings occur and remain on the website for a period of 4 months.