



MINUTES
NEW YORK STATE CANAL CORPORATION
BOARD MEETING NO. CC-184
SEPTEMBER 11, 2013

Minutes of a meeting of the New York State Thruway Authority, held in the Board Room at the New NY Bridge Project Office, 303 South Broadway, Tarrytown, New York; as well as via video conference from the Buffalo Division Conference Room, 455 Cayuga Road, Cheektowaga, New York.

The meetings of the New York State Thruway Authority and Canal Corporation Boards opened in joint session for the consideration of various matters. These minutes reflect only those items considered by the New York State Thruway Authority Board. The meeting began at 3:00 p.m.

There were present:

Chairman Howard P. Milstein

Donna J. Luh, Vice Chairperson, via video conference

J. Donald Rice, Jr., Board Member

Brandon R. Sall, Board Member,

Richard N. Simberg, Board Member

E. Virgil Conway, Board Member

Constituting a majority of the members of the Thruway Authority Board.

Jose-Holguin-Veras, Ph.D. participated in the meeting via video conference but did not vote on any of the Items.

In addition, there were present the following staff personnel:

Thomas J. Madison, Jr., Executive Director

John Bryan, Chief Financial Officer and Treasurer

William Estes, General Counsel

Jerry Yomoah, Board Administrator

Jonathan Ehrlich, Special Assistant to the Chairman

Scott Hollis, Information Technology Specialist III

Sergeant John Antonelli, Troop T

Michael Shamma, Acting Chief Engineer

Daniel Weiller, Director, Office of Media Relations and Communications

Ted Nadratowski, Interim Director, Maintenance and Operations

John Barr, Director, Administrative Services

Stephen Grabowski, NY Division Director

Peter Sanderson, Project Director, New NY Bridge

Harry Lennon, Acting Director of Audit & Management Services

Brian Stratton, Director, Canal Corporation

William McDonough, Investment Officer

Also in attendance:

Karen Rae, Deputy Secretary for Transportation, Governor's Office

Janet Ho, Assistant Deputy Secretary for Transportation, Governor's Office

Doron Bar-Levav, NYSTA Bond Counsel, Harris Beach, PLLC

Karen Wilson, CSEA Local President

Herb Hardwick, Attorney, Hardwick Law Firm, LLC

Alex Saunders, Member of the Public

Murray Bodin, Member of the Public

Chairman Milstein called the meeting of the Thruway Authority and Canal Corporation Boards to order. (00:53:32)

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

Item 1 by Mr. Yomoah (Appendix A)
Approval of Minutes of Meeting No. 183 (00:53:32)

At the recommendation of Ms. Luh, seconded by Mr. Sall, without any objections, the Board approved the minutes of Meeting No. CC-183 held on June 14, 2013, which were made available to the Board Members as part of the Agenda.

Item 2 by Mr. Estes (Appendix B)
Approval of the Statewide Equal Employment Complaint Investigation Process (00:54:00)

This Item was advanced to the Board at the recommendation of the Governance Committee.

At the recommendation of Chairman Milstein, seconded by Mr. Conway, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 582
APPROVAL OF THE STATEWIDE EQUAL
EMPLOYMENT COMPLAINT INVESTIGATION
PROCESSES

RESOLVED, that the Equal Employment Investigatory Processes, attached hereto as Exhibit 1, be, and the same hereby are approved, and be it further

RESOLVED, that the Executive Director, or his designee(s), is/are authorized to incorporate modifications to the processes in response to any updates

that may be provided by the Governor's Office or the Governor's Office of Employee Relations, and be it further

RESOLVED, that the Executive Director, or his designee(s), is/are authorized to take all actions necessary to implement the processes, and be it further

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

Item 3 by Mr. Bryan (Appendix C)
Approval of the Negotiation and Execution of an Agreement with Rose & Kiernan, Inc. to Provide Health Insurance Brokerage Services (00:54:00)

This Item was advanced to the Board at the recommendation of the Finance Committee.

At the recommendation of Chairman Milstein, seconded by Mr. Conway, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 583
AUTHORIZING THE NEGOTIATION AND EXECUTION OF AN AGREEMENT WITH ROSE & KIERNAN, INC. TO PROVIDE HEALTH INSURANCE BROKERAGE SERVICES

RESOLVED, that the Board authorizes the Executive Director or his designee to negotiate and execute an agreement with Rose & Kiernan, Inc. to provide Health Insurance Brokerage Services for a five year period at a total contract cap not to exceed \$650,000, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, manage and administer the Agreement, amend the provisions of the Agreement consistent with

the terms of this item, and other Board authorizations, and suspend or terminate the Agreement in the best interests of the Authority, and be it further

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

Item 4 by Mr. Estes (Appendix D)

Approval of Updated Finance, Audit, Major Projects and Governance Committee Charters (00:54:00)

The Charters were advanced to the Board at the recommendation of the Finance, Audit, Major Projects and Governance Committees.

At the recommendation of Chairman Milstein, seconded by Mr. Conway, without any objections, the Board unanimously adopted the following resolutions:

RESOLUTION NO. 584

ADOPTING A REVISED FINANCE COMMITTEE CHARTER

RESOLVED, that the revised Finance Committee Charter, attached hereto as Exhibit B, be, and hereby is adopted, replacing all prior Finance Committee Charters, and be it further

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

RESOLUTION NO. 585

ADOPTING A REVISED AUDIT COMMITTEE CHARTER

RESOLVED, that the revised Audit Committee Charter, attached hereto as Exhibit B, be, and hereby is adopted, replacing all prior Audit Committee Charters, and be it further

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

RESOLUTION NO. 586
ADOPTING A REVISED MAJOR PROJECTS COMMITTEE CHARTER

RESOLVED, that the revised Major Projects Committee Charter, attached hereto as Exhibit B, be, and hereby is adopted, replacing all prior Major Projects Committee Charters, and be it further

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

RESOLUTION NO. 587
ADOPTING A REVISED GOVERNANCE COMMITTEE CHARTER

RESOLVED, that the revised Governance Committee Charter, attached hereto as Exhibit B, be, and hereby is adopted, replacing all prior Governance Committee Charters, and be it further

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

Item 5 by Mr. Madison (Appendix E)
Report on Procurement Contracts and Other Agreements Up to \$150,000 Executed by the Executive Director During the Period April 1, 2013 through June 30, 2013 (00:54:20)

On the motion of Mr. Sall, seconded by Chairman Milstein, without any objections, the Board unanimously accepted the report on Contracts and other Agreements Up to \$150,000 Executed by the Executive Director during the period April 1, 2013 through June 30, 2013.

Item 6 by Mr. Shamma (Appendix F)
Report on the 2013 Capital Program (00:58:58)

Extensive discussion of the Capital Program was undertaken by members of the Board. Mr. Shamma's report was distributed to Board Members and a copy is maintained in the Authority's records along with details of the Board Members' discussion included in the video recording of the meeting.

After full discussion, the Board accepted the monthly status reports on the Thruway Authority and Canal Corporation's 2013 Capital Program.

Item 7 by Mr. Estes (Appendix G)
Authorizing a Contract with Joseph Bress to Assist in Negotiation of Authority Labor Agreements and a Related Reimbursement to The New York State Division of Budget (01:00:45)

An extensive discussion of the contract agreement with Joseph Bress was undertaken by members of the Board. The details and dialogue of Mr. Estes and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Chairman Milstein, seconded by Mr. Sall, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 588
AUTHORIZING A CONTRACT WITH JOSEPH BRESS TO ASSIST IN NEGOTIATION OF AUTHORITY LABOR AGREEMENTS AND A RELATED REIMBURSEMENT TO THE NEW YORK STATE DIVISION OF BUDGET

RESOLVED, that an agreement with Joseph M. Bress on the terms and conditions contained in the agenda item, and such other terms and conditions as may be determined by the Executive Director, or his designee, and the General Counsel to be in the Authority's/Corporation's

best interests be, and hereby is, authorized, and be it further

RESOLVED, that the competitive procedures required by the Thruway Authority/Canal Corporation Procurement Contracts Policies be, and hereby are, waived, and be it further

RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to execute an agreement with Mr. Joseph M. Bress and to take all such actions as may be necessary to effectuate such agreement, including execution of any and all documents relating thereto, and be it further

RESOLVED, that such agreement shall include such indemnification and defense language as may be determined by the Authority's/Corporation's Executive Director and General Counsel to be in the best interests of the Authority/Corporation, and be it further

RESOLVED, that the Executive Director, or his designee, shall have the authority to exercise all powers reserved to the Authority/Corporation under the contract with Mr. Bress; manage and administer such contract; amend the provisions of the contract consistent with the terms of this item and other Board authorizations; and suspend or terminate the contract as may be in the best interests of the Authority/Corporation, and be it further

RESOLVED, that reimbursement to the Division of Budget for services rendered to date by Mr. Bress, be, and hereby is, authorized, and be it further

RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to take all such actions as may be necessary to accomplish reimbursement,

including, but not limited, to, execution of such documents as may be necessary, and be it further

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

Item 8 by Mr. Shamma (Appendix H)
Authorizing an Amendment to the 2013 Canal Contracts Program for C99.1, Design and Construction/Installation of a Flood Warning System for the Upper Hudson, Mohawk and Oswego River Basins, and Allocating Funds Therefor (01:02:26)

A discussion regarding an amendment to the Canal Contracts Program for design and construction/installation of a Flood Warning System for the Upper Hudson, Mohawk and Oswego River Basins was undertaken by members of the Board.. The details of the presentation by Mr. Shamma and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Ms. Luh, seconded by Chairman Milstein, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 589

**AUTHORIZING AN AMENDMENT TO THE 2013
CANAL CONTRACTS PROGRAM FOR C99.1,
IMPLEMENTATION OF A FLOOD WARNING
SYSTEM IN THE UPPER HUDSON, MOHAWK
AND OSWEGO RIVER BASINS, AND
ALLOCATING FUNDS THEREFOR**

RESOLVED, that the 2013 Canal Contracts Program be amended in order to progress C99.1, implementation of a flood warning system in the Upper Hudson, Mohawk and Oswego River Basins, be, and the same hereby is, approved, and be it further

RESOLVED, that the project will not be progressed until sufficient FEMA funding has been approved, and be it further

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute engineering agreement (D214257) with Riverside Technology, Inc. (d/b/a Riverside Global Science Solutions), 2950 E. Harmony Road, Suite 390, Ft. Collins, Colorado 80528, for design and implementation services, provided that sufficient funding has been identified to complete the project, with the Maximum Amount Payable of \$6,450,000, and be it further

RESOLVED, that the 2013 Contracts Program be amended to account for the additional \$9,490,000, of which \$2,332,500 is Canal Capital funding (for design, construction, construction inspection and maintenance), and the same hereby is, allocated towards C99.1 from bid savings and other adjustments made to the 2013 Canal Contracts Program, 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2013 Canal Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interests of the Corporation, and be it further

RESOLVED, that information relating to agreement D214267 be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities which will include the date of execution of the agreement, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Corporation under the provisions of the contract, manage and administer the contract, amend the provisions of the contract consistent with the terms of this Item and other Board authorizations and suspend or terminate the contract in the best interests of the Corporation, and be it further

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

Item 9 by Mr. Stratton and Mr. Bryan (Appendix I)
Authorizing the Abandonment of Approximately 3.615 + Acres of Canal Terminal Land Located in the City of Syracuse, Onondaga County, Pursuant to Canal Law as Authorized By Chapter 160 of the Laws of 2013 (01:07:28)

A discussion of abandonment of approximately 3.615 acres of Canal Terminal Land in the City of Syracuse was undertaken by members of the Board. The details of the presentation by Mr. Bryan and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Mr. Conway, seconded by Chairman Milstein, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 589
AUTHORIZING AN AMENDMENT TO THE 2013 CANAL CONTRACTS PROGRAM FOR C99.1, IMPLEMENTATION OF A FLOOD WARNING SYSTEM IN THE UPPER HUDSON, MOHAWK AND OSWEGO RIVER BASINS, AND ALLOCATING FUNDS THEREFOR

RESOLVED, that pursuant to Chapter 160 of the Laws of 2013, that approximately 3.615+ acres of Canal Terminal land located in the City of Syracuse, County of

Onondaga is 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 the abandonment of said Canal land pursuant to Sections 50 and 51 of the Canal law be, and hereby is, approved, subject to such other legal, financial, engineering, and other terms as may be deemed by the Executive Director, the Chief Operating and Financial Officer, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

RESOLVED, that the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the lands for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, or his designee, and be it further

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

RESOLVED, that the Corporation's Contracting Officer determined that the abandonment of said 3.615+ acres of land, and that the transfer of the property to the Commissioner of General Services on the terms recommended in the agenda item complies with all applicable provisions of Sections 50 and 51 of the Canal Law; 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 Acting 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 Canal Corporation Board with relation to this action, and be it further

RESOLVED, that the Executive Director, or his designee, the Director of Canals, the Chief Operating and Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate abandonment of the property and transfer of same to the Commissioner of General Services, and be it further

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

RESOLVED, that approximately 4.994+ acres of Canal land located in the City of Rome, County of Oneida is 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 the sale of said Canal land for not-less-than \$400,000 by quitclaim deed to the highest acknowledged bidder at public voice-bid auction be, and hereby is, approved, subject to such other legal, financial, engineering and other terms as may be deemed by the Executive Director, the Chief Operating and Financial Officer, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

RESOLVED, that the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the lands for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, or his designee, and be it further

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

RESOLVED, that the Corporation's Contracting Officer determined that the sale of said 4.994+ acres of land by public voice-bid auction is in compliance with Section 2897 (6) of the Public Authorities Law, and Section IV.I. of the Canal Real Property Management Policy, and that the transfer of the property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

RESOLVED, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, and be it further

RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute an Agreement for Sale of Real Property with the highest acknowledged bidder and any amendments and/or conforming changes thereto consistent with the terms of this agenda item, along with all other documents necessary to effectuate the conveyance of the Property, in accordance with the terms authorized during this meeting, 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 Acting 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 Canal Corporation Board with relation to this action, and be it further

RESOLVED, that the Executive Director, or his designee, the Director of Canals, the Chief Operating and Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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

Item 10 by Mr. Stratton and Mr. Bryan (Appendix J)
Authorizing the Abandonment of Approximately 0.90+ Acres of Canal Land Located in the Village of Fairport, Monroe County; and Authorizing Its Sale to the Village of Fairport Industrial Development Agency Subject to Reservation of Permanent Easement (01:07:28)

A discussion of abandonment of approximately 0.90+ Acres of Canal Land Located in the Village of Fairport, Monroe County; and Authorizing Its Sale to the Village of Fairport Industrial Development Agency was undertaken by members of the Board. The details of the presentation by Mr. Bryan, Mr. Stratton and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Mr. Conway, seconded by Chairman Milstein, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 591
**AUTHORIZING AN AMENDMENT TO THE 2013
CANAL CONTRACTS PROGRAM FOR C99.1,
IMPLEMENTATION OF A FLOOD WARNING
SYSTEM IN THE UPPER HUDSON, MOHAWK
AND OSWEGO RIVER BASINS, AND
ALLOCATING FUNDS THEREFOR**

RESOLVED, that approximately 0.90+ acres of Canal land located in the Village of Fairport, County of Monroe is no longer useful or necessary as part of the Barge Canal System, as an aid to navigation thereon, or for Barge Canal purposes, excepting however, a permanent easement for access to contiguous Canal lands, as same may be further described by Corporation staff, necessary as part of the Barge Canal System, and be it further

RESOLVED, that the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the lands for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, or his designee, and be it further

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

RESOLVED, that the Corporation's Contracting Officer determined that the sale of said 0.90+ acres of land may be by negotiation without public advertising because such disposal falls under Section 2897 (6) (c) (iv) of the Public Authorities Law, and Section IV. (I) (3) of the Canal

Real Property Management Policy, and that the sale of the property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

RESOLVED, that sale of said approximately 0.90+ acres of Canal land to the Village of Fairport Industrial Development Agency for \$64,000 consideration be, on the terms described and recommended in this agenda item, be and hereby is, approved, subject to such other legal, financial, engineering, and other terms as may be deemed by the Executive Director, the Chief Operating and Financial Officer, the Director of Canals or the General Counsel to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

RESOLVED, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, 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 are, approved, and be it further

RESOLVED, the Acting 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 Canal Corporation Board with relation to this action, and be it further

RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute an Agreement for Sale of Real Property with the Village of Fairport Industrial Development Agency and any amendments and/or conforming changes thereto consistent with the terms of this agenda item, along with all other documents necessary to effectuate the conveyance of the Property, in accordance with the terms authorized during this meeting, and be it further

RESOLVED, that the Executive Director, or his designee, the Director of Canals, the Chief Operating and Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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

Item 11 by Mr. Stratton and Mr. Bryan (Appendix K)
Authorizing the Abandonment of Approximately 11.96+ Acres of Canal Land Located in the Village of Frankfort, Herkimer County, to the Village of Frankfort (01:07:28)

A discussion of abandonment of approximately 11.96+ acres of canal land located in the Village of Frankfort, NY was undertaken by members of the Board. The details of the presentation by Mr. Bryan, Mr. Stratton and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Mr. Conway, seconded by Chairman Milstein, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 592
**AUTHORIZING THE ABANDONMENT OF
APPROXIMATELY 11.96+ ACRES OF CANAL
LAND LOCATED IN THE VILLAGE OF**

**FRANKFORT, HERKIMER COUNTY, TO THE
VILLAGE OF FRANKFORT**

RESOLVED, that approximately 11.96+ acres of Canal land located in the Village of Frankfort, County of Herkimer is 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 the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the lands for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, or his designee, and be it further

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

RESOLVED, that the Corporation's Contracting Officer determined that the sale of said 11.96+ acres of land may be by negotiation without public advertising because such disposal falls under Section 2897 (6) (c) (v) of the Public Authorities Law, and Section IV.H. of the Canal Real Property Management Policy, and that the transfer of the property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

RESOLVED, that sale of said approximately 11.96+ acres of canal land to the Village of Frankfort for \$90,000 consideration be, on the terms described and recommended in this agenda item be and hereby is, approved, subject to

such other legal, financial, engineering, and other terms as may be deemed by the Executive Director, the Chief Operating and Financial Officer, the Director of Canals or the General Counsel to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

RESOLVED, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, and be it further

RESOLVED, that based upon the information provided by the Village of Frankfort and Canal Corporation Staff, that there is no reasonable alternative to the proposed below-market transfer that would achieve the same purpose as the proposed transfer to the Village of Frankfort, 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 Canal Corporation Board with relation to this action, and be it further

RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute an Agreement for Sale of Real Property with the Village of Frankfort and any amendments and/or conforming changes

thereto consistent with the terms of this agenda item, along with all other documents necessary to effectuate the conveyance of the Property, in accordance with the terms authorized during this meeting, and be it further

RESOLVED, that the Executive Director, or his designee, 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 effectuate closing of title, and be it further

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

Item 12 by Mr. Stratton and Mr. Bryan (Appendix L)
Authorizing the Abandonment of Approximately 0.55+ Acres of Canal Land Located in the City of Schenectady, Schenectady County, and Sale of Said Canal Land at Public Auction For Not-Less-Than Forty-Nine Thousand Dollars to the Highest Qualified Bidder (01:07:28)

A discussion of abandonment of approximately 0.55+ acres of canal land located in the City of Schenectady, NY was undertaken by members of the Board. The details of the presentation by Mr. Bryan, Mr. Stratton and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Mr. Conway, seconded by Chairman Milstein, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 593
AUTHORIZING THE ABANDONMENT OF APPROXIMATELY 11.96+ ACRES OF CANAL LAND LOCATED IN THE VILLAGE OF FRANKFORT, HERKIMER COUNTY, TO THE VILLAGE OF FRANKFORT

RESOLVED, that approximately 0.55+ acres of Canal land located in the City of Schenectady, County of

Schenectady is 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 the sale of said Canal land for not-less-than \$49,000 by quitclaim deed to the highest acknowledged bidder at public voice-bid auction be, and hereby is, approved, subject to such other legal, financial, engineering, and other terms as may be deemed by the Executive Director, the Chief Operating and Financial Officer, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

RESOLVED, that the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the lands for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, or his designee, and be it further

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

RESOLVED, that the Corporation's Contracting Officer determined that the sale of said 0.55+ acres of land by public voice-bid auction is in compliance with Section 2897 (6) of the Public Authorities Law, and Section IV.I. of the Canal Real Property Management Policy, and that the transfer of the property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

RESOLVED, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, and be it further

RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute an Agreement for Sale of Real Property with the highest acknowledged bidder and any amendments and/or conforming changes thereto consistent with the terms of this agenda item, along with all other documents necessary to effectuate the conveyance of the Property, in accordance with the terms authorized during this meeting, 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 Acting 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 Canal Corporation Board with relation to this action, and be it further

RESOLVED, that the Executive Director, or his designee, the Director of Canals, the Chief Operating and Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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

Item 13 by Mr. Stratton and Mr. Bryan (Appendix M)
Authorizing the Abandonment of Approximately 4.994+ Acres of Canal Land Located in the City of Rome, Oneida County, and Sale of Said Canal Land at Public Auction for Not-Less-Than Four Hundred Thousand Dollars to the Highest Qualified Bidder (01:07:28)

A discussion of abandonment of approximately 4.994+ acres of canal land located in the City of Rome, NY was undertaken by members of the Board. The details of the presentation by Mr. Bryan, Mr. Stratton and Board Members' comments and questions with respect thereto are included in the video recording of the meeting maintained in Authority records.

On the motion of Mr. Conway, seconded by Chairman Milstein, without any objections, the Board unanimously adopted the following resolution:

RESOLUTION NO. 594
AUTHORIZING THE ABANDONMENT OF APPROXIMATELY 11.96+ ACRES OF CANAL LAND LOCATED IN THE VILLAGE OF FRANKFORT, HERKIMER COUNTY, TO THE VILLAGE OF FRANKFORT

RESOLVED, that approximately 4.994+ acres of Canal land located in the City of Rome, County of Oneida is 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 the sale of said Canal land for not-less-than \$400,000 by quitclaim deed to the highest acknowledged bidder at public voice-bid auction be, and hereby is, approved, subject to such other legal, financial, engineering and other terms as may be deemed by the Executive Director, the Chief Operating and Financial Officer, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

RESOLVED, that the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the lands for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, or his designee, and be it further

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

RESOLVED, that the Corporation's Contracting Officer determined that the sale of said 4.994+ acres of land by public voice-bid auction is in compliance with Section 2897 (6) of the Public Authorities Law, and Section IV.I. of the Canal Real Property Management Policy, and that the transfer of the property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

RESOLVED, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, and be it further

RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute an Agreement for Sale of Real Property with the highest acknowledged bidder and any amendments and/or conforming changes thereto consistent with the terms of this agenda item, along with all other documents necessary to effectuate the conveyance of the Property, in accordance with the terms authorized during this meeting, 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 Acting 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 Canal Corporation Board with relation to this action, and be it further

RESOLVED, that the Executive Director, or his designee, the Director of Canals, the Chief Operating and Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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

PUBLIC COMMENT PERIOD

There were two public speakers who did not address items specific to the Authority agenda. Please refer to the video recording of the meeting for the content of the speaker's statements.

Murray Bodin, public (1:11:28)

Alex Saunders, public (1:15:16)

ADJOURNMENT (01:21:00)

There being no further business, the meeting was adjourned, without any objections, on the motion of Mr. Conway, seconded by Ms. Luh, the meeting was adjourned.

Jerry B. Yomoah
Board Administrator

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 four months.