



MINUTES
NEW YORK STATE CANAL CORPORATION
BOARD MEETING NO. CC-190
AUGUST 6, 2014

Minutes of a meeting of the New York State Thruway Authority, held in the conference room of Empire State Development, 633 3rd Avenue, 37th Floor, New York, 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 3:50 p.m.

There following were present:

Chairman Howard P. Milstein
Donna J. Luh, Vice Chairperson
J. Donald Rice, Jr., Board Member
Brandon R. Sall, Board Member
Richard N. Simberg, Board Member
E. Virgil Conway, Board Member, via teleconference and abstained from voting
Jose Holguin-Veras, Ph.D., via teleconference and abstained from voting

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

In addition, the following staff personnel were present:

Thomas J. Madison, Jr., Executive Director
William Estes, Secretary and General Counsel
Brian Stratton, Director of the NYS Canal Corporation
John Bryan, Treasurer and Chief Financial Officer
Jonathan Ehrlich, Special Assistant to the Chairman
Scott Hollis, Information Tech. Specialist
Frank Macarilla, Information Tech. Specialist
Major Evelyn Mallard, NYS Police Troop T
Michael Shamma, Acting Chief Engineer
Ted Nadratowski, Interim Director, Maintenance and Operations
Dan Weiller, Director of Media Relations & Communications
Elizabeth Novak, Director of Transp. Planning and Environmental Services
Timothy Burns, NYS Environmental Facilities Corp. Director of Engineering & Program Management
Nick Foglia, Special Assistant to the Executive Director and the C.O.O.
Jerry Yomoah, Board Administrator

Also in attendance:

Murray Bodin, Member of Public
Vincent Pellecchia, Tri-State Transportation Coalition
Brendan Woodruff, Environmental Advocates
Sarathi Ray, Lewis & Munday
Eric Taylor, Harris Beach
Doron Bar Levav, Harris Beach
Steven Gerber, Gonzalez Saggio & Harlan LLP
Gregory B. Gilmore, Gonzalez Saggio & Harlan LLP
Theresa Juva-Brown, The Journal News
Scott Windham, Capital New York

Chairman Milstein called the meeting of the Thruway Authority and Canal Corporation Boards to order. (0:50:21)

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. 189 (0:52:01)

Chairman Milstein asked for a motion to approve the minutes of the previous meeting. Upon motion duly made and seconded, the Board approved the minutes of Meeting No. CC-189 held on June 6, 2014, which were made available to the Board Members as part of the Agenda.

Item 2 by Mr. Madison (Appendix B)
Report to the Thruway Authority and Canal Corporation Boards on Procurement Contracts and Other Agreements Up to \$150,000 Executed by the Executive Director During the Period April 1, 2014 through June 30, 2014 (0:50:21)

Chairman Milstein then asked Mr. Madison to present the item on Thruway and Canal procurement contracts and agreements. After full discussion, the Board accepted Mr. Madison's report on Procurement Contracts and other Agreements up to \$150,000 executed during the period April 1, 2014 through June 30, 2014.

Item 3 by Mr. Shamma (Appendix C)
Report on the 2014 Capital Program (0:53:31)

Chairman Milstein then asked Mr. Shamma to give the Board update on the Capital Program. His 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 report on the Thruway Authority and Canal Corporation 2014 Capital Program

Item 4 by Mr. Shamma (Appendix D)
Authorizing Execution of Three Engineering Agreements (D214309, D214326 and D214329) with Three Firms (0:58:45)

Chairman Milstein then asked Mr. Shamma present Item 8, engineering agreements with three firms. Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

Upon duly motioned, seconded and without any objections, the Board authorized Execution of Three Engineering Agreements (D214309, D214326 and D214329) with Three Firms and adopted the following resolution:

RESOLUTION NO.
AUTHORIZING EXECUTION OF THREE
AGREEMENTS (D214309, D214326 AND
D214329) WITH THREE FIRMS

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute three agreements (D214309, D214326 and D214329) with the three firms listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through these agreements, with the Maximum Amount Payable of each agreement not to exceed the amount shown in the attached Exhibit A, and such agreements shall be on such other terms and conditions as the Chief Engineer, in consultation with the General Counsel, determines to be in the best interest of the Authority/Corporation, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers

reserved to the Authority/ 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 2014 Contracts Program Resolutions and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority/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 these meetings.

PUBLIC COMMENT PERIOD (01:12:14)

There was one public speaker 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 statement.

- **Mr. Murray Bodin, Member of the Public**

ADJOURNMENT AND EXECUTIVE SESSION(01:15:00)

Chairman Milstein asked for a motion to adjourn the August 2014 Canal Corporation Board meeting. Upon motion duly made and seconded, the Board voted to adjourn the meeting at 4:15 p.m.

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.