



MINUTES
NEW YORK STATE CANAL CORPORATION
BOARD MEETING NO. CC-193
January 29, 2015

Minutes of a meeting of the New York State Canal Corporation, held in the board room at, 200 Southern Boulevard, Albany, New York and by video conference from the New NY Bridge Project Office in Tarrytown, 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 Canal Corporation. The meeting began at 11:30 a.m.

Members Present:

Donna J. Luh, Vice Chairperson
J. Donald Rice, Jr., Board Member
Brandon R. Sall, Board Member, via video conference
Richard N. Simberg, Board Member
E. Virgil Conway, Board Member, via video conference
Jose Holguin-Veras, Ph.D.

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

Staff Present:

Robert Megna, Acting Executive Director

Jen McCormick, Interim Deputy Executive Director

Gordon Cuffy, General Counsel

Maria Lehman, Interim Director of Maintenance and Operations

Brian Stratton, Director of the NYS Canal Corporation

John Barr, Director of Administrative Services

Harry Lennon, Acting Director of Department of Audit & Management Services

Matt Howard, Treasurer and Chief Financial Officer

Kevin Allen, Director of Thruway Purchasing

Tony Kirby, Director of Real Property Management

Frank Macarilla, Information Tech. Specialist

Michael Shamma, Acting Chief Engineer

Tom Pericak, Buffalo Division Director

Stephen Grabowski, Acting New York Division Director

Ahmad Ibrahim, Acting Albany Division Director

John Callaghan, Deputy Director of the NYS Canal Corporation

Dan Weiller, Director of Media Relations & Communications

Jerry Yomoah, Board Administrator

Also in attendance:

Onondaga County Executive, Joanie Mahoney, Chair-elect

Vice Chair Luh called the meeting of the Thruway Authority and Canal Corporation Boards to order.

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

Item 1 by Vice Chair Luh (Appendix A)
Approval of Minutes of Meeting No. 192

Vice Chair Luh 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. 192 held on December 19, 2014, which were made available to the Board Members as part of the Agenda.

Item 2 by Vice Chair Luh (Appendix B)
Appointing Robert Megna as Acting Executive Director, and Pending Senate Approval, Executive Director, of the New York State Thruway and New York State Canal Corporation

Vice Chair Luh presented the item appointing Robert Megna as Acting Executive Director and provided an overview of his background and qualifications. Details of the presentation and comments by Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, the Board appointed Robert Megna as Acting Executive Director, and pending Senate approval, Executive Director, of the New York State Thruway and New York State Canal Corporation and adopted the following resolution:

RESOLUTION NO. 620
APPOINTING MR. ROBERT MEGNA AS ACTING
EXECUTIVE DIRECTOR, AND PENDING SENATE
APPROVAL, EXECUTIVE DIRECTOR, OF THE NEW YORK
STATE THRUWAY AND NEW YORK STATE CANAL
CORPORATION

RESOLVED, that the Boards of the New York State Thruway Authority and New York State Canal Corporation hereby appoint Robert Megna as Acting Executive Director effective January 16, 2015, at an annual salary of \$175,748, funds for which are available in the 2015 Operating Budget, and be it further

RESOLVED, that should the New York State Senate be inclined to approve of Mr. Megna's nomination, he would become Executive Director at an annual salary set forth above, and be it further

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

Item 3 by Mr. Megna (Appendix C)
Staff Appointment of Michael A. Shamma as Chief Engineer and Rescinding Resolution No. 5862

Mr. Megna next presented the item appointing Michael Shamma to the position of Chief Engineer. Details of the presentation and comments by Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, without any objections, the Board approved the staff appointment of Michael A. Shamma as Chief Engineer and adopted the following resolution:

RESOLUTION NO. 621
STAFF APPOINTMENT OF MICHAEL A. SHAMMA AS
CHIEF ENGINEER AND RESCINDING RESOLUTION NO.
5862

RESOLVED, that the Board hereby appoints Michael Shamma as Chief Engineer effective January 29, 2015, at salary grade 37, Step 4, and a salary of \$151,682, funds for which are available in the 2015 Operating Budget, and be it further

RESOLVED, the Resolution No. 5862 adopted on November 17, 2010 at Meeting No. 683 is hereby rescinded, and be it further,

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

Item 4 by Messrs. Megna and Allen (Appendix D)
Report on Procurement Contracts and Other Agreements Up to \$150,000
Executed by the Executive Director During the Period April 1, 2014
Through December 31, 2014

Mr. Megna invited Mr. Allen to give an overview of contracts executed during the period. Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, the Board accepted Mr. Megna's report on procurement contracts and other agreements up to \$150,000 executed during the period April 1, 2014 through December 31, 2014.

Item 5 by Mr. Stratton (Appendix E)

Abandonment of Approximately 0.81+ Acres Of Canal Land Located In The Town Of Halfmoon, Saratoga County, And Sale Of Said Canal Land At Public Auction For Not-Less-Than Twenty Five Thousand Dollars To The Highest Qualified Bidder

Vice Chair Luh next invited Mr. Stratton to present the resolution related to the auction of land in the town of Halfmoon, NY. 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 the abandonment of approximately 0.81+ acres of canal land located in the town of Halfmoon, Saratoga county, and sale of said canal land at public auction for not-less-than twenty five thousand dollars to the highest qualified bidder and adopted the following resolution:

RESOLUTION NO. 622

ABANDONMENT OF APPROXIMATELY 0.81+ ACRES OF CANAL LAND LOCATED IN THE TOWN OF HALFMOON, SARATOGA COUNTY, AND SALE OF SAID CANAL LAND AT PUBLIC AUCTION FOR NOT-LESS-THAN TWENTY FIVE THOUSAND DOLLARS TO THE HIGHEST QUALIFIED BIDDER

RESOLVED, that approximately 0.81+ acres of Canal land located in the Town of Halfmoon, County of Saratoga 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 to overflow and flood the Property, and be it further

RESOLVED, that the sale of said Canal land for not-less-than \$25,000 by quitclaim deed to the highest

acknowledged bidder at public 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 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 0.81+ acres of land by public 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 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 6 by Mr. Stratton (Appendix F)
Authorizing the Abandonment of Approximately 0.89+ Acre of Canal Land
Located in the Town of Ohio, County of Herkimer, and Authorizing Its Sale
to David and Diane Kaiser

Vice Chair Luh next invited Mr. Stratton to present the resolution related to the auction of land in the town of Ohio, NY. 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 voted to table the item and asked staff to present it at a later meeting.

Item 7 by Mr. Stratton (Appendix G)
Extending Expiration Date of Resolution No. 593 Adopted at Meeting CC-
184, Which Authorized the Sale 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

Vice Chair Luh next called upon Mr. Stratton to present the item extending the expiration date of a land auction in the town of Schenectady, NY. 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 extending the expiration date of resolution no. 593 adopted at meeting cc-184, which authorized the sale 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 and adopted the following resolution:

RESOLUTION NO. 623
EXTENDING EXPIRATION DATE OF RESOLUTION
NO. 593 ADOPTED AT MEETING CC-184, WHICH
AUTHORIZED THE SALE 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

RESOLVED, that the expiration date for the transaction authorized by Resolution No. 593, adopted at Canal Corporation Meeting No. CC-184 held on September 11, 2013, be, and the same hereby is, extended through May 1, 2015; and be it further

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

Item 8 by Mr. Stratton (Appendix H)
Authorizing the Abandonment of Approximately 36.15+ Acres of Canal Land Located in the Town of Aurelius, Cayuga County, and Its Sale to the Town of Aurelius

Vice Chair Luh next called upon Mr. Stratton to present the item related to a land sale in the town of Aurelius, NY. 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 the abandonment of approximately 36.15+ acres of canal land located in the Town of Aurelius, Cayuga County, and its sale to the town of Aurelius and adopted the following resolution:

RESOLUTION NO. 624
AUTHORIZING THE ABANDONMENT OF APPROXIMATELY 36.15+ ACRES OF CANAL LAND LOCATED IN THE TOWN OF AURELIUS, CAYUGA COUNTY, AND ITS SALE TO THE TOWN OF AURELIUS

RESOLVED, that approximately 36.15+ acres of Canal land located in the Town of Aurelius, County of Cayuga 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 36.15+ 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. (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 36.15+ acres of canal land to the Town of Aurelius for \$145,000 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 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 Executive Director, or his designee, be, and the same hereby is, authorized to execute an Agreement for Sale of Real Property with the Town of Aurelius 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

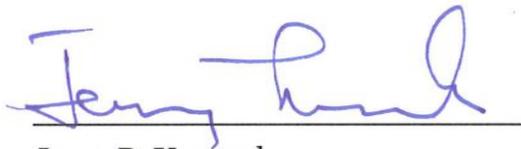
RESOLVED, that this resolution be incorporated in the minutes of this meeting.

PUBLIC COMMENT PERIOD

There were no registrants for the public commenting period.

ADJOURNMENT

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:40 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.