



MINUTES

NEW YORK STATE THRUWAY AUTHORITY

BOARD MEETING NO. 648

January 19, 2006

Minutes of a meeting of the New York State Thruway Authority, held in the Board room at Administrative Headquarters, 200 Southern Boulevard, Albany, New York, 12209.

The meeting began at 11:00 a.m.

**John L. Buono, Chairman
John R. Riedman, Board Member**

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

In addition, there were present the following staff personnel:

**Michael R. Fleischer, Executive Director
John Brizzell, Deputy Executive Director, Chief Engineer
John Bryan, Chief Financial Officer
Sharon O'Connor, General Counsel
William Rinaldi, Acting Director, Operations
Joanne Riddett, Director, Information Technology
George Tanner, Director, Maintenance Engineering and Assistant Chief Engineer
Michael Flynn, Director, Audit and Management Services
Jill Warner, Secretary and Board Administrator
Major George Beach, Troop T
Daniel Gilbert, Director, Public Affairs
Thomas Fitzgerald, Acting Director, Administrative Services
Donald Bell, Director, Albany Division
Christopher Waite, Director, Engineering Services and Assistant Chief Engineer
Carmella Mantello, Director of Canal Corporation
Lawrence Frame, Deputy Director of Canal Corporation**

Richard Garrabrant, Director, Syracuse Division
William Leslie, Director, Buffalo Division
Ramesh Mehta, Director, New York Division
David Boshart, Director, Office of Canal Land Management
Jennifer Meicht, Deputy Director of Canal Corporation
Will Ristau, Deputy Director, Department of Planning Services
Dorraine Steele, Director, Office of Fiscal Audit and Budget
Katherine McCartney, Deputy Counsel
Howard Goebel, Hydrologist, Office of Canals Maintenance and Operations
Cathy Sheridan, Canal Capital Program
Also in Attendance:
Kathy Garceau, Auditor, Office of the State Comptroller
Roger Mazula, Auditor, Office of the State Comptroller

Chairman Buono noted that he and Mr. Riedman had received and reviewed the Agenda submitted for consideration at this meeting and were prepared to act on each of the items.

The Chairman called the meeting to order.

Ms. Warner recorded the minutes as contained herein.

Public notice of the meeting had been given, Ms. Warner said.

Item 1 by Ms. Warner (Appendix A)
Minutes of Meeting No. 647

On the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board approved the minutes of Meeting No. 647 held on November 14, 2005, which were made available to the Board Members as part of the Agenda.

Item 2 by Chairman Buono (Appendix B)
Recognizing and Honoring Wilma DeLucco

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:



Item 2 by Chairman Buono (Appendix B)
Recognizing and Honoring Wilma DeLucco (Continued)

RESOLUTION NO. 5479
RECOGNIZING AND HONORING WILMA DELUCCO

WHEREAS, Wilma DeLucco has been employed by the New York State Thruway Authority since 1994, and

WHEREAS, Ms. DeLucco has a long and distinguished record of public service including serving as the Chair of the New York State Personnel Council, and

WHEREAS, Ms. DeLucco in her position as Director of Administrative Services and throughout her career has provided meritorious service to the New York State Thruway Authority, the New York State Canal Corporation and the State of New York, and

WHEREAS, the numerous highlights of Ms. DeLucco's service record with the New York State Thruway Authority include: overseeing the modernization of the Authority's computerized Human Resource Management, Payroll and Time and Attendance Systems; the establishment of the Thruway Maintenance Worker title which has greatly increased managerial and operational flexibility and employee productivity; the design and implementation of the Thruway Authority and Canal Corporation's Drug and Alcohol Testing Program which has significantly contributed to employee and customer safety; the publication of the award winning quarterly publication HRM UPDATE for managers and supervisors; the creation and implementation of the Annual Conference for Employees and Supervisors (ACES) program; the development of the Authority and Canal Corporation's first employee Mobile Medical Testing Program which has enabled the Thruway Authority and Canal Corporation to meet OSHA employee safety regulations in an efficient manner with a minimum of lost work time; the post 9/11 enhancement of security at the Administrative Headquarters complex; the leasing of office facilities for



Item 2 by Chairman Buono (Appendix B)
Recognizing and Honoring Wilma DeLucco (Continued)

each of the Authority's four Division Headquarters; and with the Chief Financial Officer, the design and implementation of the Authority's Procurement Card Program which has reduced cost and increased efficiency in the Authority's Procurement program, now, therefore, be it,

RESOLVED, that Ms. DeLucco's service is hereby proclaimed as meeting the very highest standards in public service, and be it further

RESOLVED, that the Thruway Authority Board hereby extends to Ms. DeLucco its thanks and appreciation for her service and her many contributions to the Board and Staff in their respective activities and programs, and be it further

RESOLVED, that the Thruway Authority Board hereby extends to Ms. DeLucco its best wishes for a happy, healthy, and productive retirement, and be it further

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

Item 3 by Mr. Bryan (Appendix C)
Financial Reports – October and November 2005

Mr. Bryan reported to the Board that net toll revenue for the first eleven months of 2005 was \$63.3 million over the level collected in the same period of 2004, representing an increase of 15.6 percent (\$41.1 million of this increase was from passenger vehicles and \$22.2 million was from commercial vehicles).

Approximately 24 percent of toll collections in November were due to the toll adjustment. In dollar terms, the Authority estimates that \$8.6 million of the \$44.4 million in net collections was generated by the toll adjustment.



Item 3 by Mr. Bryan (Appendix C)
Financial Reports – October and November 2005 (Continued)

High fuel prices and their impact on traffic in the last three months have led to a sizable reduction in gasoline deliveries and revenues and a slight reduction in restaurant sales. As a result, for the first eleven months of 2005, total concession revenue is about 3.5 percent or \$459,000 below the level collected in the first eleven months of 2004.

Sundry and other revenue collections continue to significantly exceed last year's levels – up by over \$6.2 million or 43.0 percent for the first eleven months of 2005. This is almost entirely due to higher interest earnings received on Authority investments

At the Board's request, included with these reports are expanded summary tables to show major sub-items in the sundry category such as rental income, sales of surplus property and logo permits. There are over 30 items in this category, so only the major ones of interest are included.

Accounting for toll, concession, sundry and other revenue collections, total revenue collected in the first eleven months of 2005 reached over \$502 million which was \$69.0 million or 15.9 percent above the level collected in the first eleven months of 2004.

On the expense side, for the first eleven months of 2005 total operating expenses were \$10.3 million or 3.9 percent above expenses for the same period in 2004. As noted in previous monthly reports, nondiscretionary expenses, such as growing health insurance premiums, pension costs and high fuel and electricity costs are driving increases in the budget from year-to-year. Compared to the revised budget for 2005, the Authority is \$9.3 million below estimates.

Based on recent data for December, some of this budget surplus will be consumed by year end. However, due to slightly declining gas prices and some other expenses that were overvalued in the budget update, the Authority expects to see a \$5.0-6.0 million surplus for 2005. Mr. Bryan told the Board that when the December Blue Book is released in the coming weeks, he will make sure to provide them with an update to the 2005 close-out numbers immediately afterwards.

Following discussion regarding the financial condition of the Authority, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board accepted the Financial Reports for the months of October and November 2005.



Item 4 by Mr. Fleischer (Appendix D)
Report to the Thruway Authority Board for Personal Service Contracts Up to \$150,000 for the period October 1, 2005 through December 31, 2005

Mr. Fleischer submitted as Exhibit I a listing containing Personal Service Contracts up to \$150,000 for the period of October 1, 2005 through December 31, 2005.

After full discussion, on the motion of Chairman Buono, seconded by Mr. Riedman, without any objections, the Board accepted Mr. Fleischer's report.

Item 5 by Mr. Fleischer (Appendix E)
Adoption and Implementation of Budget Bulletin Number D-1117

After full discussion, on the motion of Chairman Buono, seconded by Mr. Riedman, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5480
ADOPTION AND IMPLEMENTATION OF BUDGET
BULLETIN NUMBER D-1117

RESOLVED, that New York State Budget Bulletin D-1117 be adopted by the New York State Thruway Authority, and be it further

RESOLVED, that the Executive Director be authorized to implement the terms of New York State Budget Bulletin D-1117 applicable to Thruway Authority Managerial/Confidential employees, and be it further

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

Item 6 by Mr. Bryan (Appendix F)
Approval to Assign Parking Lot Lease Number X100353 with Allright New York Parking, Inc. to Pro Park L.L.C

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:



Item 6 by Mr. Bryan (Appendix F)

Approval to Assign Parking Lot Lease Number X100353 with Allright New York Parking, Inc. to Pro Park L.L.C (Continued)

RESOLUTION NO. 5481

**APPROVAL TO ASSIGN PARKING LOT LEASE
NUMBER X100353 WITH ALLRIGHT NEW YORK
PARKING, INC. TO PRO PARK L.L.C.**

RESOLVED, that the Chief Financial Officer, or his designee, be, and hereby is, authorized to negotiate an assignment of the Lease between the Thruway Authority and Allright New York Parking, Inc. for lots 2 and 3 on such terms authorized during this meeting, and such other terms as may be deemed by the Chief Financial Officer, or his designee, to be in the best interest of the Authority and consistent with the terms of this item and the Thruway Real Property Management Policy (25-6-02), and be it further

RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to execute such assignment agreement on behalf of the Authority, and all other documents necessary to implement, or related to, said assignment, and be it further

RESOLVED, that the Executive Director, the Chief Financial Officer, the General Counsel and the Director of Administrative Services be, and the same hereby are, authorized to take all steps necessary to implement the assignment of the Lease to Pro Park L.L.C., and be it further

RESOLVED, that said assignment agreement must be fully executed no later than one year from the date that this resolution is approved and that if the assignment agreement is not fully approved and executed, all authorization to enter into an assignment agreement shall be deemed to have expired, and be in further

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



Item 7 by Mr. Bryan (Appendix G)
Approving the Selection of a Firm for Financial Advisory Services and Authorizing Execution of a Contract for Such Services

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5482

**APPROVING THE SELECTION OF A FIRM FOR
FINANCIAL ADVISORY SERVICES AND
AUTHORIZING EXECUTION OF A CONTRACT FOR
SUCH SERVICES**

RESOLVED, that the selection of First Southwest to provide financial advisory services to the Authority is hereby approved, and be it further

RESOLVED, that the costs of such services related to the issuance of bonds be funded from the respective bond proceeds and that the funding of such costs be, and the same hereby is, approved, 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 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 Authority, and be it further

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized to charge expenditures for services rendered under such agreements to the appropriated fund provided therefore, subject to reallocation and adjustment, and be it further

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



Item 8 by Ms. Riddett (Appendix H)

Authorizing the Executive Director to Execute an Agreement with Castle Rock Consultants, Inc. to Provide an Advanced Traffic Management System

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5483

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH CASTLE ROCK CONSULTANTS, INC. TO PROVIDE AN ADVANCED TRAFFIC MANAGEMENT SYSTEM

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an agreement with Castle Rock Consultants Incorporated, 6222 S.W. Virginia Ave #2, Portland, Oregon 97239 for a maximum amount payable of \$1,500,000 for the purpose of providing an Advanced Traffic Management System, and be it further

RESOLVED, that sufficient funds are provided in the 2006 Reserve Maintenance Fund Budget, 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 terminated 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.



2005 Contracts Program Update by Mr. Waite

Mr. Waite reported to the Board that 34 projects were let in 2005 and five were rejected for a total of 29 projects in 2005 amounting to \$209.3 Million. The Authority's Contract Program came in 30 percent under what was budgeted. The savings will be used to accelerate projects in 2006. Mr. Waite will provide quarterly updates to the Board on Contracts Program projects.

Item 9 by Waite (Appendix I)

Confirming the Informal Action by the Board Authorizing Additional Funding for the Award of TAB 05-34BP, Bridge Painting in Buffalo Division

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5484

CONFIRMING THE INFORMAL ACTION BY THE BOARD AUTHORIZING ADDITIONAL FUNDING FOR THE AWARD OF TAB 05-34BP, BRIDGE PAINTING IN THE BUFFALO DIVISION

RESOLVED, that the informal action by Chairman Buono and Board Members Carey and Reidman in authorizing additional funding for the award of TAB 05-34BP, Bridge Painting in the Buffalo Division, to Atlas Painting & Sheeting Corporation for its low bid of \$2,799,000 be, and the same hereby is, confirmed, and be it further

RESOLVED, that an additional sum of \$699,000 be, and the same hereby is, allocated toward Contract TAB 05-34BP from savings in the 2006 Contracts Program, 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 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



Item 9 by Waite (Appendix I)
Confirming the Informal Action by the Board Authorizing Additional Funding for the Award of TAB 05-34BP, Bridge Painting in Buffalo Division (Continued)

terminate the contract in the best interests of the Authority,
and be it further

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

Item 10 by Mr. Waite (Appendix J)
Authorizing Negotiation and Execution of Engineering Agreement D213537 with Prudent Engineering, LLP for Construction Inspection Services Relative to TAS 05-26B, Replacement of Thruway Bridges Over Route 167 at M.P. 213.96 and M.P. 213.97 in Syracuse Division

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5485
**AUTHORIZING NEGOTIATION AND EXECUTION OF
ENGINEERING AGREEMENT D213537 WITH
PRUDENT ENGINEERING, LLP FOR CONSTRUCTION
INSPECTION SERVICES RELATIVE TO TAS 05-26B,
REPLACEMENT OF THRUWAY BRIDGES OVER
ROUTE 167 AT M.P. 213.96 and M.P. 213.97 IN THE
SYRACUSE DIVISION**

RESOLVED, that the Chief Engineer or Director of Engineering Services be, and they hereby are, authorized to negotiate and execute engineering agreement D213537 with Prudent Engineering, LLP, 6390 Fly Road, East Syracuse, New York 13057 for construction inspection services relative to TAS 05-26B, Replacement of Thruway Bridges over Route 167 at M.P. 213.96 and M.P. 213.97 in the Syracuse Division, provided that the Maximum Amount Payable does not exceed the \$575,000 which is currently provided through the 2006 Contracts Program (B158.1), and be it further



Item 10 by Mr. Waite (Appendix J)
Authorizing Negotiation and Execution of Engineering Agreement D213537 with Prudent Engineering, LLP for Construction Inspection Services Relative to TAS 05-26B, Replacement of Thruway Bridges Over Route 167 at M.P. 213.96 and M.P. 213.97 in Syracuse Division (Continued)

RESOLVED, that the Chief Engineer or the Director of Engineering Services or their designees 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 in accordance with the 2006 Contracts Program Resolution No. 5457 and other Board authorizations, and suspend or terminate the Agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Director of Engineering Services' Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

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

Item 11 by Mr. Waite (Appendix K)
Approving Engineering Agreement D213497 with WSA Group PE-PC for Biennial Bridge Inspections in the New York and Albany Divisions During 2006 and 2007

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5486
**APPROVING ENGINEERING AGREEMENT D213497
WITH WSA GROUP PE-PC FOR BIENNIAL BRIDGE
INSPECTIONS IN THE NEW YORK AND ALBANY
DIVISIONS DURING 2006 AND 2007**



Item 11 by Mr. Waite (Appendix K)

Approving Engineering Agreement D213497 with WSA Group PE-PC for Biennial Bridge Inspections in the New York and Albany Division During 2006 and 2007 (Continued)

RESOLVED, that the proposed engineering agreement D213497 with WSA Group PE-PC, 3 Lear Jet Lane, Suite 202, Latham, New York 12110 for the inspection of bridges, sign structures, high mast lighting structures, and radio towers in the New York and Albany Divisions during 2006 and 2007, for a Maximum Amount Payable of \$2,800,000, (sufficient funds are available in Item BS907.1 of the 2006 Contracts Program), be, and the same hereby is, approved, and be it further

RESOLVED, that the Chief Engineer or the Director of Engineering Services or their designees 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 in accordance with the 2006 Contracts Program Resolution No. 5457 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 12 by Mr. Waite (Appendix L)

Approving Engineering Agreement D213498 with DiDonato Associates, P.E., P.C. for Biennial Bridge Inspections in the Syracuse and Buffalo Divisions During 2006 and 2007

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:



Item 12 by Mr. Waite (Appendix L)

Approving Engineering Agreement D213498 with DiDonato Associates, P.E., P.C. for Biennial Bridge Inspections in the Syracuse and Buffalo Divisions During 2006 and 2007 (Continued)

RESOLUTION NO. 5487

APPROVING ENGINEERING AGREEMENT D213498 WITH DIDONATO ASSOCIATES, P.E., P.C. FOR BIENNIAL BRIDGE INSPECTIONS IN THE SYRACUSE AND BUFFALO DIVISIONS DURING 2006 AND 2007

RESOLVED, that the proposed engineering agreement D213498 with DiDonato Associates, P.E., P.C., 689 Main Street, Buffalo, New York 14203, for the inspection of bridges, sign structures, high mast lighting structures, and radio towers in the Syracuse and Buffalo Divisions during 2006 and 2007, for a Maximum Amount Payable of \$1,980,000, (sufficient funds are available in Item BS907.2 of the 2006 Contracts Program), be, and the same hereby is, approved, and be it further

RESOLVED, that the Chief Engineer or the Director of Engineering Services or their designees 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 in accordance with the 2006 Contracts Program Resolution No. 5457 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 13 by Mr. Waite (Appendix M)

Approving Engineering Agreement D213488 with Chas. H. Sells, Inc. for Final Design Services Relative to the Reconstruction of the Mainline Between Interchanges 23 and 24, M.P. 141.35 to M.P. 148.0 in the Albany Division

After full discussion, on the motion of Mr. Riedman, seconded by Chairman Buono, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 5488

APPROVING ENGINEERING AGREEMENT D213488 WITH CHAS H. SELLS, INC. FOR FINAL DESIGN SERVICES RELATIVE TO THE RECONSTRUCTION OF THE MAINLINE BETWEEN INTERCHANGES 23 AND 24, M.P. 141.35 to M.P. 148.0 IN THE ALBANY DIVISION

RESOLVED, that the proposed engineering agreement D213488 with Chas. H. Sells, Inc., 7 Washington Square, Washington Avenue Extension, Albany, New York 12205 for final design services (Phases V & VI) relative to the reconstruction of the Mainline between Interchanges 23 and 24, M.P. 141.35 to M.P. 148.0 in the Albany Division, for a Maximum Amount Payable of \$4,000,000 (sufficient funds are available in Item H2034.1 of the 2006 Contracts Program), be, and the same hereby is, approved, and be it further

RESOLVED, that the Chief Engineer or the Director of Engineering Services or their designees 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 in accordance with the 2006 Contracts Program Resolution No. 5457 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.



Report to the Board by Michael Fleischer

Executive Director Michael Fleischer reported to the Board on the Authority's On-the-Go E-ZPass program. Tags are now available at NoCo Convenient Stores in western N.Y. and will be marketed to nearly 1,200 franchised new car and truck dealers in New York State. The Authority continues to seek additional qualified retailers to distribute E-ZPass Tags.

Executive Session

On the motion of Mr. Riedman, seconded by Chairman Buono, the Board voted to convene to Executive Session to discuss matters relating to the possible appointment of a corporation.

Adjournment

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

Jill B. Warner
Secretary

