



MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 712
August 31, 2015

Minutes of a meeting of the New York State Thruway Authority, held at the Syracuse Division office in Liverpool, New York and by video conference from the board room at 200 Southern Boulevard, Albany, NY.

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 1:20 p.m.

Members of the Board present were:

Joanne M. Mahoney, Chair
Donna J. Luh, Vice Chairperson
Richard N. Simberg, Board Member
Jose Holguin-Veras, Ph.D., Board Member, via video conference
Virgil Conway, Board Member, via teleconference but abstained from voting

Members of the Board not present:

J. Donald Rice, Jr.

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

Staff Present:

Robert Megna, 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
Larry Norville, Chief Compliance Officer
Cathy Sheridan, Acting Chief Engineer
Joseph Moloughney, Acting Albany Division Director
Pat Hoehn, Acting Syracuse Division Director
Stephen Grabowski, Acting New York Division Director
John Callaghan, Deputy Director of the NYS Canal Corporation
Jennifer Givner, Director of Media Relations & Communications
Jerry Yomoah, Board Administrator

Chair Mahoney 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 Chair Mahoney (Appendix A)
Approval of Minutes of Meeting No. 711

Chair Mahoney 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. 711 held on July 13, 2015, which were made available to the Board Members as part of the Agenda.

Item 2 by Mr. Howard (Appendix B)
Financial Reports for June and July 2015

The item was advanced to the Board at the recommendation of the Finance Committee.

Upon motion duly made and seconded, the Board accepted the Financial Reports for June and July 2015.

Item 3 by Mr. Howard (Appendix C)
Approval of Investment Transactions for the Second Quarter of 2015

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

Upon motion duly made and seconded, the Board approved the Investment Transactions for the Second Quarter of 2015.

Item 4 by Mr. Megna (Appendix D)
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, 2015 through June 30, 2015

Chair Mahoney invited Kevin Allen to present the report of procurement contracts.

Upon motion duly made and seconded, without any objections, the Board accepted the Report on Procurement Contracts and other Agreements up to \$150,000 Executed by the Executive Director during the Period April 1, 2015 through June 30, 2015.

Item 5 by Ms. Lehman (Appendix E)
Authorizing the Executive Director to Execute an Agreement with the New York State Department of Transportation (DOT) for the sharing of employees, services and resources and to work on each other's facilities and property to address an emergency situation or extreme weather conditions

Ms. Lehman presented the item seeking board approval to enter into a shared services agreement with DOT. 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 Executive Director to execute a shared services agreement with DOT and adopted the following resolution:

RESOLUTION NO. 6057
AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH THE NEW YORK STATE DEPARTMENT OF TRANSPORTATION (DOT) FOR THE SHARING OF EMPLOYEES, SERVICES AND RESOURCES AND TO WORK ON EACH OTHER'S FACILITIES AND PROPERTY TO ADDRESS AND EMERGENCY SITUATION OR EXTREME WEATHER CONDITIONS

RESOLVED, that the Executive Director be, and he hereby is, authorized to execute an Agreement with DOT for the sharing of employees, services and resources and to work on each other's facilities and property to address an emergency situation or extreme weather conditions, 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 interest of the Authority, and be it further

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

Item 6 by Ms. Sheridan (Appendix F)
Authorizing Additional Funding for the Award of TANY 15-21B (D214398),
Rehabilitation of Seven New York Division Bridges

Ms. Sheridan presented the item seeking additional funding for a bridge rehabilitation project in the NY Division.

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 authorized additional funding for the project and adopted the following resolution:

RESOLUTION NO. 6058
AUTHORIZING ADDITIONAL FUNDING FOR THE AWARD OF
TANY 15-21B (D214398), REHABILITATION OF SEVEN NEW
YORK DIVISION BRIDGES

RESOLVED, that additional funding for the award of TANY 15-21B (D214398), Rehabilitation of Seven New York Division Bridges, to E. Daskal Corporation for its low bid of \$4,122,687.00 be, and the same hereby is authorized, and be it further

RESOLVED, that an additional sum of \$810,087.00 be, and the same hereby is, allocated toward contract TANY

15-21B (Item B970.1) from bid savings in the 2015 Contracts Program, and be it further

RESOLVED, that the Chief Engineer or her 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 this resolution be incorporated in the minutes of this meeting.

Item 7 by Ms. Sheridan (Appendix G)
Authorizing an Amendment to the 2015 Contracts Program for A366.1, to Construct a Replacement Salt Shed at Larchmont Maintenance Section on I-95 (New England Thruway), and Allocating Funds Therefor

Ms. Sheridan presented the item seeking authorization to build a replacement salt shed at the Larchmont Maintenance Section of the Thruway.

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 authorized an amendment to the 2015 Contracts Program for A366.1, to construct a replacement salt shed at Larchmont Maintenance Section and adopted the following resolution:

RESOLUTION NO. 6059
AUTHORIZING AN AMENDMENT TO THE 2015 CONTRACTS PROGRAM FOR A366.1, CONSTRUCT A REPLACEMENT SALT SHED AT LARCHMONT MAINTENANCE SECTION ON I-95 (NEW ENGLANG THRUWAY), AND ALLOCATING FUNDS THEREFOR

RESOLVED, that the 2015 Contracts Program be amended in order to progress A366.1, construct a replacement salt shed at Larchmont Maintenance Section on I-95 (New England Thruway), be, and the same hereby is, approved, and be it further

RESOLVED, that the 2015 Contracts Program be amended to account for the additional \$880,000 (\$800,000 for construction and \$80,000 for construction inspection) in Thruway Capital funds, and the same hereby

is, allocated towards A366.1 from bid savings and other adjustments made to the 2015 Contracts Program, and be it further

RESOLVED, that the Chief Engineer or her 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 this resolution be incorporated in the minutes of this meeting.

Item 8 by Ms. Sheridan (Appendix H)
Authorizing the Execution of Two Agreements (D214422 and D214423) with Two Firms

Ms. Sheridan presented the item seeking authorization to enter into engineering agreements with two firms.

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 authorized the execution of the agreements and adopted the following resolution:

RESOLUTION NO. 6060
AUTHORIZING THE EXECUTION OF TWO AGREEMENTS
(D214422 AND D214423) WITH TWO FIRMS

RESOLVED, that the Chief Engineer be, and she hereby is, authorized to execute two agreements (D214422 and D214423) with the two 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, and be it further

RESOLVED, that the Chief Engineer or her designees shall have the authority to exercise all powers reserved to the Authority 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 2015 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority, 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.

Item 9 by Mr. Howard (Appendix I)

Declaring Real Property Reference No. TS13-1, Located in the Town of Verona and County of Oneida, as Not Necessary for the Authority's Corporate Purposes and Authorizing the Sale Thereof

Mr. Howard presented the item related to a real property transaction in the Town of Verona, NY.

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 declared Real Property Reference No. TS13-1, located in the Town of Verona and County of Oneida, as not necessary for the Authority's corporate purposes and authorizing the sale thereof and adopted the following resolution:

RESOLUTION NO. 6061

**DECLARING REAL PROPERTY REFERENCE NO. TS13-1,
LOCATED IN THE TOWN OF VERONA AND COUNTY OF
ONEIDA, AS NOT NECESSARY FOR THE AUTHORITY'S
CORPORATE PURPOSES AND AUTHORIZING THE SALE
THEREOF**

RESOLVED, that the Board of the New York State Thruway Authority (hereinafter, "Board") hereby finds, determines, and declares that all remaining right, title and interest in and to Real Property Reference No. TS13-1

(hereinafter, "Subject Property"), as shown and delineated on Exhibit II attached hereto and made a part hereof, is not necessary for the Authority's corporate purposes and, therefore, available for disposal, and be it further

RESOLVED, that the Property be, and the same hereby is, authorized for conveyance to the Town of Verona (hereinafter, "Applicant") pursuant to Public Authorities Law Section 2897, subsec. 6, par. c, subpar. iv., and be it further

RESOLVED, that such conveyance to the Applicant be predicated upon payment of consideration in the amount of \$1,077,000 and upon the Authority's retention of reversionary interest as described hereinabove, and be it further

RESOLVED, that the Executive Director be, and the same hereby is, authorized to execute an agreement for the sale of real property with the Applicant on the terms and conditions specified herein and other terms and conditions deemed by General Counsel to be in the Authority's best interest, and to convey the Property to such highest bidder, and be it further

RESOLVED, that the recommendation regarding the environmental significance of this Board action (hereinafter, "Recommendation"), pursuant to the State Environmental Quality Review Act (hereinafter, "SEQRA"), be, and the same hereby is, approved, and be it further

RESOLVED, that the Acting Chief Engineer, or her designee, be, and the same hereby is, authorized to execute the SEQRA Short Environmental Assessment Form and SEQRA Negative Declaration, and to distribute any required documents on behalf of the Board relative to such adoption, and be it further

RESOLVED, that the Executive Director, the Acting Chief Engineer, the Chief Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all steps necessary to implement this Board action, and be it further

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

PUBLIC COMMENT PERIOD

There were no comments from the public.

ADJOURNMENT

There being no other business, upon motion duly made and seconded, the meeting was adjourned.

A handwritten signature in blue ink, appearing to read "Jerry Yomoah", is written over a horizontal line.

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.