



**Thruway  
Authority**

## **MINUTES**

### **NEW YORK STATE THRUWAY AUTHORITY**

#### **BOARD MEETING NO. 719**

**April 8, 2016**

Minutes of a meeting of the New York State Thruway Authority, held in the conference room at, Syracuse Division, 290 Elwood Davis Drive, Liverpool, New York and by video conference from the Headquarters Board Room in Albany, New York and MTA Headquarters, 2 Broadway, New York, 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 11:30 a.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  
J. Donald Rice, Jr., Board Member, via video conference

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

Staff Present:

Maria Lehman, Interim Executive Director  
Karen Hunter, Chief of Staff, via video conference  
Gordon Cuffy, General Counsel  
Matt Howard, Treasurer and Chief Financial Officer  
Cathy Sheridan, Chief Engineer  
Harry Lennon, Acting Director of Audit & Management Services, via video conference  
Major Joseph Dodd, NYS Police, via video conference  
Mark Hixson, Deputy Director Maintenance & Operations  
Pat Hoehn, Acting Syracuse Division Director  
Doug Tokarczyk, Acting Buffalo Division Director  
John Barr, Director of Administrative Services, via video conference  
Tim Wainwright, Albany Division Highway Engineer, via video conference  
John Callaghan, Deputy Director of the NYS Canal Corporation, via video conference  
Jennifer Givner, Director of Media Relations & Communications  
Eric Christensen, Deputy Director of Operations



**Thruway  
Authority**

Shane Mahar, Deputy Communications Director  
Dorraine Steele, Director of Fiscal Audit and Budget  
Kevin Allen, Director of Purchasing  
Frank Macarilla, Information Technology Specialist  
Jerry Yomoah, Assistant Secretary

Also in attendance:

Jimmy Vielkind – Politico NY

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).

#### **PUBLIC COMMENT PERIOD RELATED TO THE MEETING AGENDA**

There were no comments made during the period.

#### **Item 1 by Chair Mahoney (Appendix A)** **Approval of Minutes of Meeting No. 718**

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. 718 held on March 21, 2016, which were made available to the Board Members as part of the Agenda.

#### **Item 2 by Mr. Howard (Appendix B)** **Financial Reports for February 2016**

The financial report 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 February 2016.

#### **Item 3 by Mr. Hixson (Appendix C)** **Modification of the Carpool Commuter Program**

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

Upon motion duly made and seconded, without any objections, the Board approved the Authority's annual investment report and adopted the following resolution:



**Thruway  
Authority**

RESOLUTION NO. 6091

ALL-ELECTRONIC TOLL COLLECTION SYSTEM  
IMPLEMENTATION - APPROVING A REVISION TO THE  
E-ZPASS DISCOUNT PROGRAMS

**RESOLVED**, that the Board approves and adopts a revision to the E-ZPass Discount Programs as detailed in Exhibit I, attached hereto and made a part hereof, and hereby authorizes the Interim Executive Director, or her/his designee, to take all actions necessary to implement any changes to the E-ZPass Discount Programs, and be it further

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

**Item 4 by Mr. Hixson (Appendix D)**  
**Thruway Maintenance Worker Training Program Update**

Mr. Hixson presented the Board with an update of the Thruway Maintenance Worker Program.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

**Item 5 by Mr. Howard (Appendix E)**  
**Canadian Currency Exchange Policy Report**

Mr. Howard presented to the Board information on the Canadian Currency Exchange Policy.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

**Item 6 by Mr. Howard**  
**2016 – 2017 New York State Budget Update**



Mr. Howard presented to the Board information on the 2016 – 2017 New York State Budget Update.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

**Item 7 by Mr. Cuffy**

**Authorizing the Interim Executive Director to Execute Agreements with Hawkins Delafield & Wood LLP and Harris Beach PLLC to Provide General Bond Counsel Services to the Authority and Authorizing the Interim Executive Director to Execute Agreements with Bryant Rabbino LLP, Hardwick Law Firm LLC, Lewis & Munday PC and Golden Holley James LLP to Provide Co-Bond Counsel Services to the Authority**

Mr. Cuffy presented the item seeking Board authorization to enter into general and co-bond counsel services agreements with three firms.

Details of Mr. Cuffy's presentation and discussion with Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, without any objections, the Board authorized the Interim Executive Director to execute general and co-bond counsel services agreements and adopted the following resolution:

**RESOLUTION NO. 6092**

**AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO EXECUTE AGREEMENTS WITH HAWKINS DELAFIELD & WOOD LLP AND HARRIS BEACH PLLC TO PROVIDE GENERAL BOND COUNSEL SERVICES TO THE AUTHORITY AND AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO EXECUTE AGREEMENTS WITH BRYANT RABBINO LLP, HARDWICK LAW FIRM LLC, LEWIS & MUNDAY PC AND GOLDEN HOLLEY JAMES LLP TO PROVIDE CO-BOND COUNSEL SERVICES TO THE AUTHORITY**

**RESOLVED**, that the Interim Executive Director be, and he hereby is, authorized to execute agreements with Hawkins Delafield & Wood LLP and Harris Beach PLLC to Provide General Bond Counsel Services to the Authority and Authorizing the Interim Executive Director to Execute Agreements with Bryant



Rabbino LLP, Hardwick Law Firm LLC, Lewis & Munday PC and Golden Holley James LLP to Provide Co-Bond Counsel Services to the Authority.

**RESOLVED**, that each general bond counsel agreement shall have a maximum amount payable of \$600,000 and that each co-bond counsel agreement shall have a maximum amount payable of \$200,000 each and the agreements shall each be for a term of five (5) years commencing on or about July 1, 2016 and shall be on such other terms and conditions that the Executive Director, in consultation with the General Counsel, determines to be in the best interests of the Authority, 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 agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this item and other Board authorizations, and suspend or terminate the agreements 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**

**Authorizing the execution of four Engineering Agreements (D214462, D214463, D214476 and D214477) with four firms**

Ms. Sheridan presented the resolution seeking board authorization to execute engineering agreements with four 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, without any objections, the Board authorized the Chief Engineer to execute the agreements and adopted the following resolution:



**RESOLUTION NO. 6093**

AUTHORIZING THE EXECUTION OF FOUR AGREEMENTS (D214462, D214463, D214476 and D214477) WITH FOUR FIRMS, AND ALLOCATING FUNDS THEREFOR

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**RESOLVED**, that the Chief Engineer be, and she hereby is, authorized to execute four agreements (D214462, D214463, D214476 and D214477) with the four 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 an additional \$100,000 be allocated to Agreement D214476 (B731.1) through bid savings and other adjustments made to the 2016 Contracts Program, 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 2016 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



**Thruway  
Authority**

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**

**Declaring Real Property Reference No. TA15-2, Located in the City and County of Albany, as not Presently Necessary for the Authority's Corporate Purposes and Authorizing the Leasing thereof**

Mr. Howard presented the item related to a real property transaction in city of Albany, New York.

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 moved to table the item until a future Board Meeting.

**GENERAL PUBLIC COMMENT PERIOD**

There were no comments made during the period.

**ADJOURNMENT**

There being no other business, upon motion duly made and seconded, the board voted to adjourn the till its next meeting scheduled for June 6, 2016.

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*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.*