



**MINUTES  
NEW YORK STATE THRUWAY AUTHORITY  
BOARD MEETING NO. 731  
November 13, 2017**

Minutes of a meeting of the New York Thruway Authority, held in the boardroom at 200 Southern Boulevard, Albany, New York.

The meeting of the New York State Thruway Authority Board opened in session for the consideration of various matters. These minutes reflect only the items considered by the New York State Thruway Authority Board. The meeting began approximately at 11:45 a.m.

The following committee members were present:

- Joanne M. Mahoney, Chair
- Robert Megna, Vice-Chair
- Richard N. Simberg, Board Member
- Jose Holguin-Veras, Ph.D., Board Member
- George Miranda, Board Member
- Don Rice, Board Member (via phone)

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

Board Member Stephen Saland was excused.

Staff Present:

- Matthew J. Driscoll, Acting Executive Director
- Adam Wood, Chief of Staff
- Matt Howard, Treasurer and Chief Financial Officer
- Jennifer Givner, Director of Media Relations & Communications
- Joseph Igoe, Assistant Counsel
- Richard Lee, Chief Engineer
- Kim McKinney, Chief Technology Officer
- Dave Malone, Director of Accounting & Disbursements
- Major Douglas Keyer, New York State Police
- Harry Lennon, Director of Internal Audit
- John Barr, Acting Director of Administrative Services
- Eric Christensen, Director of Operations
- Joseph Stahl, Acting Albany Division Director
- Kevin Allen, Director of Purchasing
- Dorraine Steele, Director of Fiscal Audit and Budget
- Tony Kirby, Director of Real Property Management

Carlos Millan, Director of Labor Relations and Employee Safety  
Frank Macarilla, Information Technology Specialist  
Karen Wilson, Information Technology Specialist  
Kathleen LeFave, Board Secretary

Also in attendance:

Joe Bress, Chief Negotiator  
Paul Goetz, Partner BST  
Jonathan Gibbs, Manager BST  
Rick Karlin, Times Union  
Jerry Olbrich, OGS Media Services Center  
Fred Abramson, OGS Media Services Center

Chair Mahoney called the meeting of the Thruway Authority Board to order.

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

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

There were no comments made during the period.

**Item 1 by Acting Albany Division Director Joseph Stahl (Appendix A)**  
**Winter Preparation Presentation**

Acting Albany Division Director Joseph Stahl provided staff with an update regarding the organization's upcoming snow and ice season.

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

**Item 2 by Kevin Allen (Appendix B)**  
**Report on Procurement Contracts and Other Agreements Executed by the Acting Executive Director during the Period July 1, 2017 through September 30, 2017**

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

Upon motion duly made and seconded, without any objections, the Board accepted the Report on Procurement Contracts and other Agreements Executed by the Acting Executive Director during the quarter ending September 30, 2017

**Item 3 by Chair Mahoney (Appendix C)**  
**Approval of the Minutes of Meeting No 729 & Meeting No. 730**

Chair Mahoney asked for a motion to approve the minutes of the previous two meetings.

Upon motion duly made and seconded, the Board approved the minutes of Meeting No. 729 held on September 17, 2017, and September 25, 2017, which were made available to the Board Members as part of the Agenda.

**Item 4 by Matt Howard (Appendix D)**  
**Financial Reports for August and September 2017**

The financial reports were advanced to the Board at the recommendation of the Finance Committee.

Upon motion duly made and seconded, the Board accepted the Financial Reports for August and September 2017.

**Item 5 by Matt Howard (Appendix E)**  
**Approval of the Authority's Investment Transactions – Third Quarter**

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

Upon motion duly made and seconded, the Board accepted the Authority's Investment Transactions – Third Quarter.

**Item 6 by Matt Howard (Appendix D)**  
**Approval of the 2017 Revised Budget and the 2018 Proposed Budget for the New York State Thruway Authority**

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

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 approved the revised plan and adopted the following resolution:

THRUWAY AUTHORITY RESOLUTION NO. 6156

APPROVAL OF THE 2017 REVISED BUDGET AND THE 2018  
PROPOSED BUDGET FOR THE NEW YORK STATE THRUWAY  
AUTHORITY

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RESOLVED, that the Report on the 2017 Revised Budget as presented in this item be, and the same hereby is, accepted by the Board, and be it further

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized to make any and all adjustments to the appropriate funds

consistent with this 2017 Revised Budget, including but not limited to funds from the Other Authority Projects Operating Fund to the General Reserve Fund, and be it further

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized to make any other adjustments based on actual results that are consistent with this projected plan, and report such actions to the Board, and be it further

RESOLVED, that the Authority's proposed Budget for the fiscal year 2018, submitted by the Acting Executive Director and the Chief Financial Officer, be, and the same hereby is, approved and funded in accordance with the attached Exhibit II, and be it further

RESOLVED, that the Acting Executive Director or his designee be, and he hereby is, authorized to make such expenditures as set forth in this Budget, subject to compliance with Authority policies and procedures, and to make such internal adjustments and transfers within the Authority Budget as are necessary and proper, and to make any other adjustment with the concurrence of the Board, and be it further

RESOLVED, that a copy of the Budget approved herein, when printed in final form, be attached to these minutes and made a part thereof, and be submitted to the New York State entities in accordance with Section 2801 of the Public Authorities Law, and be it further

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

**Item 7 by Rich Lee (Appendix G)**  
**Approval of the 2018 Thruway Authority Contracts Program**

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

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 approved the 2018 Thruway Authority Contracts Program and adopted the following resolution:

THRUWAY AUTHORITY RESOLUTION NO. 6157

**APPROVING THE 2018 THRUWAY CONTRACTS PROGRAM**

RESOLVED, that the 2018 Thruway Contracts Program for Highway, Bridge, Intelligent Transportation Systems, Architectural

and related facility projects, full copies of which have been provided to the Boards for review, be, and the same hereby are, approved, and be it further

RESOLVED, that the Chief Engineer or his designee be, and hereby is, authorized:

- A. to prepare and approve Official Proposals, Plans and Specifications, Engineer's/Architect's Estimates of Cost and Contract Documents for such projects as are tabulated in the 2018 Thruway Contracts Program;
- B. to hold the respective Engineer's/Architect's Estimates of Cost for such contracts confidential until after contracts have been awarded;
- C. to advertise for receipt of bids and proposals for those projects which are tabulated in the 2018 Thruway Contracts Program using the following table regarding the approved budget allocation and current funding for the project:

Amount of Engineer's/Architect's Estimates of Cost (EE/AE) in Relation to Contracts Program Budget Allocation	Action Required to Advertise Project			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
EE/AE is equal to or less than the project's budget allocation;	Approval	No Action Required	No Action Required	No Action Required
EE/AE does not exceed the project's budget allocation by more than \$75,000 for projects with budget allocations of up to and including \$500,000, or by more than 15 percent for projects with budget allocations that exceed \$500,000;	Approval	Confirm Funding	No Action Required	No Action Required
EE/AE exceeds the limits listed above in this chart.	Concur	Confirm Funding	Approval	No Action Required

- D. to award any such contract to the lowest responsible bidder when it is deemed to be an acceptable bid, and further, the following table shall be used when determining the steps needed to award the contract:

Amount of the Low Bid in Relation to the Engineer's/Architect's Estimates of Cost (EE/AE)	Action Required to Award Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Low bid is equal to or less than the EE/AE;	Approval	No Action Required	No Action Required	No Action Required
Low bid exceeds the EE/AE by no more than \$75,000 on contracts up to and including \$500,000, or by no more than 15 percent on contracts over \$500,000;	Approval	Confirm Funding	No Action Required	No Action Required
Low bid exceeds the EE/AE by no more than \$100,000 on contracts up to and including \$500,000, or by no more than 20 percent on contracts over \$500,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

- E. to award any such best value and design-build contracts to the firm with the best combined technical and cost score, and further, the following table shall be used when determining the steps to award the contract:

Amount of the Cost in the Best Value/Design-Build Proposal in Relation to the Engineer's/Architect's Estimates of Cost (EE/AE)	Action Required to Award Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
The proposed cost is equal to or less than the EE/AE;	Approval	No Action Required	No Action Required	No Action Required
The proposed cost exceeds the EE/AE by no more than \$75,000 on contracts up to and including \$500,000, or by no more than 15 percent on contracts over \$500,000;	Approval	Confirm Funding	No Action Required	No Action Required

The proposed cost exceeds the EE/AE by no more than \$100,000 on contracts up to and including \$500,000, or by no more than 20 percent on contracts over \$500,000;	Concur	Confirm Funding	Approval	No Action Required
The proposed cost exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

- F. to reject bids for any such contract which are determined to be not in accordance with bid documents and specifications thereof, or not in the Authority’s best interest, or which are submitted by bidders determined to be not responsible. In these cases and where no bids are received, he may again advertise for receipt of bids pursuant to paragraph C;
- G. to prepare and approve, for declared emergency work, Official Proposals, Plans and Specifications, Engineer’s/Architect’s Estimates of Cost and Contract Documents, including amendments and order-on-contracts, award (pursuant to paragraph D) and reject bids (pursuant to paragraph F) for such work being progressed to address a declared emergency, provided that the total of the Engineer’s/Architect’s Estimate of Cost for any such contract, amendment or order-on-contract does not exceed \$2,000,000; the Board will receive contemporaneous notifications of those actions taken for emergency work;
- H. to approve contingent or extra work on construction and design-build contracts, when necessary, and to adjust and determine disputed contract claims in accordance with contract documents, using the following table for the additional funding:

Amount of the Additional Funds for Construction and Design-Build Contracts	Action Required for Additional Funding for Construction Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Additional funds do not exceed the bid/proposal price by more than \$150,000 for contracts bid up to and including \$1,000,000, or 15 percent for contracts bid in excess of \$1,000,000;	Approval	Confirm Funding	No Action Required	No Action Required

Additional funds do not exceed the total bid/proposal price by more than \$200,000 for contracts bid up to and including \$1,000,000, or 20 percent for contracts bid in excess of \$1,000,000;	Concur	Confirm Funding	Approval	No Action Required
Additional funds exceed the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

- I. to enter into, extend, and modify project specific agreements or multi-project agreements with federal and state agencies, localities, utility companies, railroads, and/or others as may be necessary in order to facilitate the administration, award, progress and completion of such contracts;
- J. to acquire and grant such property interests (fee title, easements, etc.) in accordance with the provisions of the Authority's and Corporation's Real Property Management Policies, as may be necessary for implementation of the 2018 Thruway Contracts Program, provided that the total amount of acquisitions or the amount of grants for any one project shall not exceed \$150,000 without Board authorization;
- K. to advertise for, and upon receiving approval by the Board, or where otherwise authorized by the Acting Executive Director, to execute engineering agreements, including amendments thereto, for services relating to projects included in the 2018 Thruway Contracts Program;
- L. to execute a supplemental agreement for expenditure of additional funds of an engineering agreement, provided that such supplemental agreement be based upon a determination that the assignment of the additional tasks is in the best interest of the Authority when considering the proximity of the additional tasks to the ongoing tasks, or to expedite the additional tasks through such assignment, or that significant savings to the Authority will result through the assignment of the additional tasks; and further, such approval of additional funds shall be based upon the following table:

Amount of the Additional Funds for the Supplemental Agreement	Action Required for Supplemental Agreement Funding			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Additional funds do not exceed the original MAP by more than \$150,000 for agreements with an original Maximum Amount Payable (MAP) up to and including \$1,000,000, or 15 percent for agreements with an original MAP that exceeds \$1,000,000;	Approval	Confirm Funding	No Action Required	No Action Required
Additional funds do not exceed the original MAP by more than \$200,000 for agreements with an original MAP up to and including \$1,000,000, or 20 percent for agreements with an original MAP that exceeds \$1,000,000;	Concur	Confirm Funding	Approval	No Action Required
Additional funds exceed the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

M. to exercise all powers reserved to the Authority under the provisions of any contracts or agreements executed pursuant to these items, manage and administer any such contracts or agreements, amend the provisions of any such contracts or agreements consistent with the terms of this item and in accordance with other applicable Board authorizations, and suspend or terminate any such contracts or agreements in the best interests of the Authority, and be it further

RESOLVED, that any powers granted to the Acting Executive Director by the Board to approve expenditures or to increase expenditures for contracts and agreements shall be in addition to those powers granted under these resolutions and any action taken pursuant thereto shall be deemed to be authorized under this resolution, and be it further

RESOLVED, that in accordance with the other powers delegated herein, the Chief Engineer shall be, and hereby is, authorized to make all necessary decisions pursuant to the State Environmental

Quality Review Act (SEQRA) with relation to the 2018 Thruway Contracts Program, and be it further

RESOLVED, that quarterly reports shall be submitted to the Board by the Chief Engineer on: all awarded construction contracts; approved additional funds for construction contracts over and above the contingency funds; and all engineering agreements and supplemental engineering agreements, approved pursuant to the provisions of these resolutions, and be it further

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized:

- A. upon award of such contracts to return such funds budgeted for such projects in the 2018 Budget which are otherwise not required for expenditure during 2018 to the proper fund in accordance with acceptable budgeting and accounting procedures;
- B. to monitor total cash expenditures for the 2018 Contracts Program to ensure that they do not exceed \$801,266,041 for the Thruway Authority during the 2018 Fiscal Year;
- C. to return bid checks submitted for such contracts to unsuccessful bidders, and to make necessary adjustments in the respective 2018 approved Budget as required by implementation of any part of this Resolution, and be it further

RESOLVED, that the provisions of this resolution shall be deemed to supersede all other inconsistent Authority policies and procedures to the extent necessary to implement the approved 2018 Thruway Contracts Program and for no other purposes, and be it further

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

**Item 8 by Chair Mahoney (Appendix H)**  
**Adoption of the 2018 Board of Directors Meeting Schedule**

Chair Mahoney proposed Board meeting dates for the 2018 calendar year.

Upon motion duly made and seconded, the Board approved the Board calendar and adopted the following board meeting dates:

## Board of Directors Meeting Schedule Calendar Year 2018

January 22, 2018  
March 26, 2018  
May 30, 2018  
July 23, 2018  
September 24, 2018  
November 14, 2018

### **Item 9 by Rich Lee (Appendix I)**

### **Authorizing the Execution of Three Engineering Agreements (D214617, D214618 and D214626) with Three Firms**

Mr. Lee presented the resolution seeking authorization for the execution of three Engineering Agreements (D214617, D214618 and D214626) with three 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 transfer and adopted the following resolution:

#### RESOLUTION NO. 6158

#### **AUTHORIZING THE EXECUTION OF THREE ENGINEERING AGREEMENTS (D214617, D214618 AND D214626) WITH THREE FIRMS**

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RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute three agreements (D214617, D214618 and D214626) 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, and be it further

RESOLVED, that the Chief Engineer or his 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 2018 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 10 by John Barr (Appendix J)**

**Authorizing the Acting Executive Director to Execute a Collective Bargaining Agreement between the Thruway Authority and Local 72 New York State Thruway Employees International Brotherhood of Teamsters**

Mr. Barr presented the Collective Bargaining Agreement between the Thruway Authority and Local 72 New York State Thruway Employees International Brotherhood of Teamsters pending ratification from the membership.

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 approved the CBA between the Authority and Local 72 NYS Thruway Employees International Brotherhood of Teamsters and adopted the following resolution:

RESOLUTION NO. 6159

**AUTHORIZATION FOR THE ACTING EXECUTIVE DIRECTOR TO EXECUTE A COLLECTIVE BARGAINING AGREEMENT BETWEEN THE THRUWAY AUTHORITY AND LOCAL 72, NEW YORK STATE THRUWAY EMPLOYEES INTERNATIONAL BROTHERHOOD OF TEAMSTERS**

RESOLVED, that the Acting Executive Director be, and hereby is, authorized to execute an agreement between the Authority and Local 72, New York State Thruway Employees International Brotherhood of Teamsters (as representatives of employees in Negotiating Unit I) ("Agreement") after the Agreement is ratified by the members of Unit I and notice of such ratification is provided to the Acting Executive Director, and be it further

RESOLVED, that such Agreement shall have a term beginning July 1, 2012 and ending June 30, 2022, and shall be on the terms and conditions consistent with this Board item, and be it further

RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to enter into Memoranda of Understanding or Settlement Agreements with representatives of Local

72 to clarify or otherwise settle questions or disputes regarding the interpretation and application of the Agreement, and be it further

RESOLVED, that this resolution is contingent upon Unit I ratification of the Agreement; and be it further

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

**GENERAL PUBLIC COMMENT PERIOD**

There were no comments made during this period

**ADJOURNMENT**

There being no other business, upon motion duly made and seconded, the board voted to adjourn until its next meeting scheduled for January 22, 2018.

  
Kathleen LeFave  
Board Secretary