



**BOARD OF DIRECTORS' MEETING NO. 770  
TUESDAY, JUNE 3, 2025  
ALBANY, NEW YORK**



## **BOARD MEETING AGENDA**

Meeting No. 770

June 3, 2025

Albany, New York

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### **A. Public Comment Period on the Agenda Items**

### **B. Consent Items**

1. Approval of Minutes for Thruway Board of Directors Meeting No. 769
2. Approval of January, February, and March 2025 Monthly Financial Reports
3. Approval of Investment Transactions – First Quarter Investments 2025
4. Authorization of General Revenue Junior Indebtedness Obligations (JIO's) Series 2025A
5. Authorization of Personal Income Tax (PIT) Revenue Bonds - Series 2025A

### **C. Action Items**

6. Authorizing the Executive Director to Execute a Contract for Custody and Safekeeping Services with The Bank of New York Mellon
7. Authorizing the Executive Director to Execute a Contract with Energetix Corporation to Provide Statewide Drug and Alcohol Testing Services for Thruway Authority Employees
8. Authorizing the Executive Director to Execute a First Amendment to Agreement C010674 with American Traffic Solutions, Inc. (DBA "Verra Mobility") for Automated Work Zone Speed Enforcement
9. Authorizing the Executive Director to Execute Change Order No. 2 to Agreement C010724 with L3Harris Technologies Inc.
10. Authorizing the Executive Director to Execute a Third Amendment to Lease Agreement X010535 with Empire State Thruway Partners LLC for the Design, Construction, Financing, Operation and Maintenance of the 27 Food Facilities Located at the Service Areas Along the Thruway
11. Authorizing the Executive Director to Execute a Lease Agreement for Office Space at 6040 Tarbell Road, Syracuse, NY 13206 with Tarbell Road Associates, LLC
12. Authorizing the Executive Director to Execute a First Amendment to the Agreement with Nixon Peabody LLP for General Bond Counsel Services (C010617) to Increase the Maximum Amount Payable

13. Authorizing the Executive Director to Execute Personal Service Agreements with PMA Consultants, Ankura, and Mueser Rutledge Consulting Engineers PLLC to Provide Litigation Support Related to Tappan Zee Constructors, LLC Litigation
14. Authorizing the Execution of Agreement D215027 with Hardesty & Hanover Construction Services, LLC - Engineers, Architects, Landscape Architects, and Surveyors
15. Authorizing the Execution of Agreement D215029 with WSP USA for Planning and Environmental Linkages (PEL) Study of the Grand Island Bridges and Interstate 190 Corridor in Western New York
16. Authorizing the Execution of Agreement D215030 with Popli, Architecture + Engineering & L.S., D.P.C., for the 2026-2027 Biennial Bridge and Other Structure Inspections in the Syracuse and Buffalo Divisions
17. Authorizing the Execution of Agreement D215033 with ATANE Engineers, Architects and Land Surveyors for the 2026-2027 Biennial Bridge and Other Structure Inspections in the New York Division
18. Authorizing the Execution of Agreement D215034 with WSP USA Inc. for the 2026-2027 Biennial Bridge and Other Structure Inspections in the Albany Division
19. Authorizing the Execution of Agreement D215035 with Stantec Consulting Services Inc. for the 2026-2027 Biennial Bridge Inspection of the Governor Mario M. Cuomo Bridge in the New York Division
20. Authorizing the Execution of a Time Extension to Engineering Agreement D214187 with HNTB New York Engineering and Architecture, P.C.

**D. Report to the Board**

21. Procurement Report

22. Executive Director's Report

**E. Public Comment Period for General Thruway Authority Matters (15-Minute Limit)**

**F. Other Business**

**G. Adjournment**

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TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Julie Miskinis  
Board Secretary

SUBJECT: Approval of Minutes of Board Meeting No. 769

Copies of the Minutes of Board Meeting No. 769 were made available to the Board Members as part of the agenda.

#### RECOMMENDATION

It is recommended that the Minutes of Board Meeting No. 769, held on April 23, 2025, be approved by the Board.

  
\_\_\_\_\_  
Board Secretary

RECOMMENDATION APPROVED:

  
\_\_\_\_\_  
Executive Director





**MINUTES**  
**NEW YORK STATE THRUWAY AUTHORITY**  
**BOARD MEETING NO. 769**  
**April 23, 2025**

The meeting minutes of the New York State Thruway Authority were held in the Boardroom at 200 Southern Boulevard, Albany, New York, and via video conference at the following locations:

SUNY College of Environmental Science and Forestry  
 229 Bray Hall  
 1 Forestry Drive  
 Syracuse, NY 13210

Westchester County Office Building  
 148 Martine Ave  
 White Plains, NY 10601

Monroe County City Place Building  
 50 W. Main Street, Rochester, NY 14614

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. It is noted that Board Member Paul Tokasz is absent.

**The following Board Members were present:**

Robert Megna, Vice-Chair  
 Jose Holguin-Veras, Ph.D., Board Member  
 Heather Briccetti Mulligan, Board Member

**Also available via WebEx:**

Joanne M. Mahoney, Chair  
 Joan McDonald, Board Member  
 Norman Jones, Board Member

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

**Staff present:**

Frank Hoare, Executive Director

Nicole Leblond, Chief of Staff  
 Tom McIntyre, Deputy Executive Director of Operations & Special Projects  
 Dave Malone, Chief Financial Officer  
 Sandra Rivera, General Counsel  
 Brent Howard, Chief Engineer  
 Kevin Wisely, Chief Maintenance & Operations Officer  
 Jennifer Givner, Chief Media & Government Relations Officer  
 Julie Miskinis, Board Secretary  
 Michelle McHale, Assistant Board Secretary  
 William Hewitt, Information Technology Specialist  
 Ari Rosenblum, Information Technology Specialist  
 Jonathan Dougherty, Deputy Director of Media Relations  
 Kira Gruber, Excelsior Service Fellow  
 Cassandra Klewicki, Empire Service Fellow

**Also present:**

Jonathan Gibbs, BST & Co. CPA's LLC

Chair Mahoney called the meeting of the Thruway Authority Board to order at 2:14 p.m.

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

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**A. PUBLIC COMMENT PERIOD RELATED TO THE MEETING AGENDA (12:32)**

Chair Mahoney asked the Board Secretary if there were any public comments related to today's agenda items. Ms. Miskinis stated there were no comments.

**B. CONSENT ITEMS (13:00)**

**Item 1 by Chair Mahoney (Appendix A)**

**Approval of the Minutes of Meeting No. 768**

Chair Mahoney requested a motion to approve the minutes from the previous Board of Directors meeting held on March 25, 2025.

Upon motion duly made and seconded, the Board approved the minutes of Meeting No. 768, which were made available to the Board Members as part of the agenda.

**Item 2 by Chair Mahoney (Appendix B)**

**Report of BST & Co. CPAs, LLC's Audit of the Authority's Financial Statements, Single Audit Report, Report on Compliance with Investment Guidelines and Required Communications to the Authority's Board**

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

Upon motion duly made and seconded, the Board accepted the referenced reports and required communications to the Authority Board and adopted the following resolution:

**RESOLUTION NO. 6574**

REVIEW AND APPROVAL OF THE REPORT OF BST & CO. CPAs, LLC's AUDIT OF THE AUTHORITY'S FINANCIAL STATEMENTS, REPORT ON COMPLIANCE WITH SINGLE AUDIT REQUIREMENTS, REPORT ON COMPLIANCE WITH INVESTMENT GUIDELINES AND REQUIRED COMMUNICATIONS TO THE AUTHORITY'S BOARD

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RESOLVED, that the Authority's Financial Statements, Report on Compliance with Single Audit Requirements, Report on Compliance with Investment Guidelines, Report on Internal Control Over Financial Reporting and Compliance and Other Matters Based on an Audit of the Authority's Financial Statements has been reviewed and is hereby approved, and be it further

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

**C. ACTION ITEMS (13:27)**

**Item 3 by Brent Howard (Appendix C)**

**Authorizing the Executive Director to Execute an Agreement C010764 with Geocomp, P.C. dba Geocomp Engineering to Provide the Authority with Acoustic Emissions Monitoring Services**

Chief Engineer, Brent Howard, presented the resolution to the Board to execute an Agreement with Geocomp, P.C. to provide the Authority with Acoustic Emissions Monitoring for the Governor Mario M. Cuomo Bridge. The proposed monitoring system will supplement periodic inspections by continuously monitoring key structural components and alerting Authority staff of any conditions requiring detailed inspection.

The Agreement is for a term of three (3) years with the option to renew for one (1) 5-year period. The maximum amount payable for the term of this contract will not exceed \$999,744.00.

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

Upon motion duly made and seconded, the Board authorized the Agreement with Geocomp P.C. for Acoustic Monitoring Services and adopted the following resolution:

**RESOLUTION NO. 6575**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
AN AGREEMENT C010764 WITH GEOCOMP TO PROVIDE  
THE AUTHORITY WITH ACOUSTIC EMISSIONS  
MONITORING SERVICES

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RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to execute an agreement with Geocomp P.C. dba Geocomp Engineering for a term of three (3) years with the option to renew for one (1), 5-year period. The maximum amount payable for the term of this contract will not exceed \$999,744.00 to provide the Authority with Acoustic Emissions Monitoring Services; and be it further

RESOLVED, that such shall be on such other terms and conditions as the Executive Director and General Counsel determine to be in the best interest of the Authority; and be it further

RESOLVED, that Chief Financial Officer be, and hereby is, authorized to charge expenditures for goods and services rendered pursuant to such agreement to the GMMCB 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 terminate the agreement in the best interests of the Authority; and be it further

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

**D. REPORT TO THE BOARD (16:10)**

The Executive Director, Frank Hoare, provided a report for the Board Members. He highlighted that the Thruway Authority was in the middle of National Work Zone Safety Week and stressed the importance of drivers slowing down and paying attention in work zones.

The Chair thanked the Thruway's Communication team for their public outreach.

Details of the overview and discussion with Board Members are included in the audio recording of the meeting.

**E. PUBLIC COMMENT PERIOD FOR GENERAL THRUWAY AUTHORITY MATTERS (15-Minute Limit) (22:25)**

Chair Mahoney asked the Board Secretary if there were any public comments regarding general matters not included on today's agenda. Ms. Miskinis stated there were no comments.

Details of the public comment period are included in the audio recording of the meeting.

**F. OTHER BUSINESS (22:45)**

**G. ADJOURNMENT (22:55)**

There being no other business, upon motion duly made and seconded, the Board voted to adjourn the meeting at approximately 2:25 p.m.

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Julie Miskinis  
Board Secretary

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TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: David Malone  
Chief Financial Officer

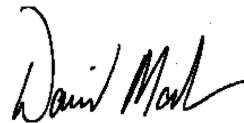
SUBJECT: Financial Report – January, February, and March 2025

The Chief Financial Officer is formally submitting a copy of the Financial Report for the months of January, February, and March 2025.

The Finance Committee considered this item at its March 25, 2025 meeting and recommended that this item be presented to the full Board for consideration.

SUBMISSION:

This report is submitted for inclusion as part of the official records for this meeting. Authority staff may use these Financial Reports and/or other unaudited Financial Reports, or portions thereof, for meeting disclosure requirements.



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Chief Financial Officer

APPROVED:



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Executive Director

Please refer to Item # 2  
in the Finance  
Committee Meeting  
Book

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TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: David Malone  
Chief Financial Officer

SUBJECT: Investment Transactions – First Quarter Investments 2025


The Chief Financial Officer or designated representative has engaged in numerous financial transactions investing funds not immediately required for the fiscal management of the New York State Thruway Authority or for the Local Highway and Bridge Service Contract Bond Program, Second General Highway and Bridge Trust Fund Bond Program, or the State Personal Income Tax Revenue Bond Program. These transactions include the purchase of authorized securities, repurchase agreements, and certificates of deposit.

The attached Exhibit A presents the details of all investments purchased during the Quarter ending March 31, 2025. The attached Exhibit B details the investments held as of March 31, 2025. These Exhibits are submitted in accordance with the Authority's Investment Policy as approved by the Board on March 25, 2025.

The Finance Committee considered this item at its June 3, 2025, meeting and recommended that this item be presented to the full Board for consideration.

RECOMMENDATION:

It is recommended that the Board accept these reports and that this item be included in the minutes of this meeting.

  
\_\_\_\_\_  
Chief Financial Officer

RECOMMENDATION APPROVED:

  
\_\_\_\_\_  
Executive Director



Please refer to Item # 3  
in the Finance  
Committee Meeting  
Book

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TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: David Malone  
Chief Financial Officer

SUBJECT: Authorizing the Issuance of General Revenue Junior Indebtedness Obligations and/or General Revenue Bonds to Refund Certain Outstanding Bonds, Approving the Forms of Certain Related Documents and Authorizing an Authorized Officer to Execute Any Other Necessary Documents Related Thereto

In accordance with the New York State Thruway Authority Act, Title 9 of Article 2 of the New York State Public Authorities Law, as amended (the “Act”), the Authority is authorized to issue its bonds and notes, in such principal amount, in the opinion of the Authority, as shall be necessary to provide sufficient moneys for achieving its corporate purposes. In order to finance the design and construction of the Governor Mario M. Cuomo Bridge, the Authority previously issued Junior Indebtedness Obligations (“JIOs”) pursuant to the Resolution Authorizing General Revenue Junior Indebtedness Obligations, adopted by the Authority on November 7, 2013, as amended on August 6, 2014 (as amended and supplemented, the “Junior Indebtedness Resolution”). The Authority has also previously issued its General Revenue Bonds (“General Revenue Bonds”) pursuant to its General Revenue Bond Resolution adopted on August 3, 1992, and as amended on January 5, 2007 (as amended and supplemented, the “General Revenue Bond Resolution”) for capital and refunding purposes.

The Series 2016A JIOs and the Series M General Revenue Bonds (the “Refunding Candidates”) issued by the Authority may be refunded to provide the Authority with net present value savings. Therefore, it is the Authority’s intent to authorize the issuance of Junior

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Indebtedness Obligations, Series 2025A (the “Series 2025A JIOs”) and/or General Revenue Bonds, in an aggregate principal amount not to exceed \$1,350,000,000 at any one or more times prior to June 3, 2026 in order to (i) refund all or a portion of one or more series of outstanding JIOs or General Revenue Bonds of the Authority, including the Refunding Candidates; (ii) pay the tender price of all or a portion of certain outstanding JIOs or General Revenue Bonds, including the Refunding Candidates, (iii) pay costs of issuance, and (iv) fund required deposits to debt service reserve accounts, or in lieu thereof, purchase one or more Reserve Credit Facilities.

The Eighth Supplemental Resolution Authorizing General Revenue Junior Indebtedness Obligations (the “Eighth Supplemental Resolution”), which authorizes the issuance of the Series 2025A JIOs is also being submitted to the Board for its approval. Pursuant to the Junior Indebtedness Resolution and the Eighth Supplemental Resolution, the Series 2025A JIOs are special obligations of the Authority secured by (i) a pledge of and a junior lien on the Revenues of the Authority, (ii) a pledge and first lien on moneys on deposit in the Junior Indebtedness Fund (other than the Junior Indebtedness Fund Debt Service Reserve Account (except as set forth in clause (iii)) and the Junior Indebtedness Rebate Account), and (iii) a pledge and first lien on monies on deposit in the Series 2025A Subaccount of the Junior Indebtedness Fund Debt Service Reserve Account which would be established and funded to solely secure the Series 2025A JIOs.

In accordance with the Act and the Junior Indebtedness Resolution, the Authority will also need to adopt, execute, or deliver various other documents. The Eighth Supplemental Resolution authorizes an Authorized Officer (as defined in the Junior Indebtedness Resolution) to determine whether the Series 2025A JIOs will be sold on a competitive or negotiated basis. While it is

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currently anticipated that the Series 2025A JIOs will be offered and sold on a negotiated basis, a final determination as to whether to undertake a negotiated or competitive offering of the Series 2025A JIOs to the public is best determined closer to the anticipated offering date to investors. Accordingly, the Board is being asked to approve both a competitive offering and a negotiated offering, as well as the following documents, in order to effectuate the financing plan to issue the Series 2025A JIOs:

1. The Eighth Supplemental Resolution Authorizing Series 2025A JIOs.

The form of the Eighth Supplemental Resolution is presented to the Board for authorization to issue Series 2025A JIOs. The Eighth Supplemental Resolution authorizes the issuance of up to \$1,350,000,000 of Series 2025A JIOs on a tax-exempt and/or taxable basis to (i) refund all or a portion of certain outstanding JIOs or General Revenue Bonds; (ii) pay the tender price of all or a portion of certain outstanding JIOs or General Revenue Bonds, including the Refunding Candidates; (iii) make a deposit to the Series 2025A subaccount of the Junior Indebtedness Debt Service Reserve Account for the benefit of the holders of the Series 2025A JIOs or, in lieu thereof, purchase one or more Reserve Credit Facilities; and (iv) pay the costs of issuance of the Series 2025A JIOs. The Eighth Supplemental Resolution delegates to an Authorized Officer (as defined in the Junior Indebtedness Resolution), within certain parameters, the power to determine certain matters, including the principal amount of Series 2025A JIOs to be issued, the method of sale, maturity dates, interest rates and redemption prices for the Series 2025A JIOs and whether to obtain a Credit Facility or a Reserve Credit Facility (each as defined in the Eighth Supplemental Resolution) which could include a

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municipal bond insurance policy, as well as the power to execute and deliver any further documents and instruments necessary to carry out the provisions of such supplemental resolution.

The following documents are not before the Finance Committee/Board, but are being authorized by the Finance Committee/Board:

2. Notice of Sale and Bid Form (only used for a competitive offering) and Bond Purchase Agreement (only used for a negotiated offering).

A notice of sale and bid form (the "Notice of Sale") will be issued if the Series 2025A JIOs are to be competitively offered. Pursuant to the Notice of Sale, the Authority will award the Series 2025A JIOs to the winning bidder(s) with the lowest true interest cost to the Authority and the winning bidder(s) will agree to purchase on the closing date all the Series 2025A JIOs pursuant to the prices, costs and other consideration included in the winning bid. Pursuant to the Eighth Supplemental Resolution, the Board has delegated to an Authorized Officer the authority to execute and deliver the Notice of Sale and to determine the winning bid(s) at the lowest true interest cost to the Authority and award the Series 2025A JIOs to the winning bidder(s) as may be approved by such Authorized Officer. If any Series 2025A JIOs are to be sold on a negotiated basis, a bond purchase agreement (the "Bond Purchase Agreement") will be entered into among the Authority and the underwriters named therein. Pursuant to the Eighth Supplemental Resolution, the Board has delegated to an Authorized Officer the authority to execute and deliver the Bond Purchase Agreement setting forth the terms and conditions of the sale of the Series 2025A JIOs.

3. Series 2025A JIOs Preliminary Official Statement.

A Preliminary Official Statement and final Official Statement (collectively referred to as the “Official Statement”) will be prepared and distributed to potential investors of the Series 2025A JIOs. In order to comply with federal securities law requirements, the Official Statement will include descriptions of the material aspects of the financing (except, in the case of the Preliminary Official Statement, for the omission of pricing terms) and the Series 2025A JIOs, the security therefor and related matters, and will contain historic and current financial and operating information relating to the Authority. Following the pricing of the Series 2025A JIOs, certain details regarding the bonds would be added, and a final Official Statement would be published.

4. Escrow Agreement.

The Series 2016A JIOs are not subject to redemption until January 1, 2026. It is currently expected that the Authority would close on the Series 2025A JIOs prior to that date. Accordingly, the Authority expects that it would deposit the portion of Series 2025A JIO proceeds to be used for refunding purposes into a separate account to be held in trust under an escrow agreement with an escrow trustee (the “Escrow Agreement”) for the benefit of the holders of the refunded bonds. The Escrow Agreement would instruct the escrow trustee to hold the funds, invest them in certain limited investments, and pay the holders of the Series 2016A JIOs or other outstanding JIOs or General Revenue Bonds on the redemption date. The Board is being asked to approve an Escrow Agreement.

5. Tender Invitation.

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The Authority is considering making an offer to purchase certain maturities of its outstanding JIOs or General Revenue Bonds, including the Refunding Candidates (the “Tender Offer”), for cash. The methodology for establishing the purchase price of such General Revenue Bonds or JIOs will be determined by the Authority in consultation with its advisors. No bonds will be purchased unless such purchase results in debt service savings for the Authority. The terms of the Tender Offer, including the purchase date, the amount of General Revenue Bonds or JIOs to be purchased, and the pricing methodology, will be outlined in the Tender Invitation, which will be provided to holders of the bonds. Funds for the purchase of the tendered bonds will come from a portion of the proceeds of the 2025A JIOs. The Authority previously made a tender offer for outstanding General Revenue Bonds in connection with the issuance of its General Revenue Bonds, Series P in 2024, and the Tender Invitation would be similar to the document used in that transaction.

The Authority also seeks authorization to refund the Refunding Candidates or other JIOs or General Revenue Bonds with General Revenue Bonds in addition to or in lieu of JIOs in the event that refunding the Refunding Candidates or other JIOs or General Revenue Bonds is more advantageous pursuant to the General Revenue Bond Resolution than the Junior Indebtedness Resolution. If an Authorized Officer determines to refund the Refunding Candidates or other JIOs or General Revenue Bonds pursuant to the General Revenue Bond Resolution, the Authorized Officer is authorized to issue a supplemental resolution under the General Revenue Bond Resolution. The supplemental resolution would authorize the issuance of up to \$1,350,000,000 aggregate principal amount of bonds on a tax-exempt and/or taxable basis to (i) refund all or a

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portion of outstanding JIOs or General Revenue Bonds; (ii) pay the tender price of all or a portion of certain outstanding JIOs or General Revenue Bonds, including the refunding candidates, (iii) pay the costs of issuance of the bonds; and (iv) make a deposit, to the extent necessary, to make the balance within the Senior Debt Service Reserve Fund equal to the Senior Debt Service Reserve Fund Requirement or, in lieu thereof, purchase one or more Reserve Credit Facilities.

The supplemental resolution would delegate to an Authorized Officer (as defined in the General Bond Resolution) within certain parameters, the power to determine certain matters, including the principal amount of bonds to be issued, maturity dates, interest rates and redemption prices for the bonds and whether to obtain a Credit Facility or a Reserve Credit Facility, as well as the power to execute and deliver any further documents and instruments necessary to carry out the provisions of such supplemental resolution. If the Refunding Candidates or other JIOs or General Revenue Bonds are to be refunded pursuant to the General Bond Resolution, then an Authorized Officer would also be authorized to issue a notice of sale and bid form if the bonds are to be competitively offered and execute a bond purchase agreement with the underwriters named therein if the bonds are to be offered on a negotiated basis. An Authorized Officer would also be authorized to prepare and distribute to potential investors a Preliminary Official Statement and a final Official Statement. Additionally, an Authorized Officer would be authorized to enter into a Continuing Disclosure Agreement that meets the requirements of Rule 15c2-12 promulgated under Securities Exchange Act of 1934, pursuant to which the Authority will become contractually obligated to provide continuing disclosure of annual financial and operating information to EMMA in connection with the issuance of the bonds. In addition, the Continuing Disclosure Agreement



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establishes the Authority's contractual obligation to file notice of the occurrence of certain types of "Listed Events" with EMMA.

In either case, the issuance of Series 2025A JIOs and/or General Revenue Bonds will only occur upon the finding of an Authorized Officer (as such term is defined in the applicable bond resolution) that such issuance complies with the requirements established by the applicable resolution. The total aggregate of the principal of Series 2025A JIOs and/or General Revenue Bonds will not exceed \$1,350,000,000.

The Finance Committee reviewed and accepted this item at its June 3, 2025 meeting and recommended that it be advanced to and approved by the Authority Board.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6576**

REVIEW AND APPROVAL OF THE ISSUANCE OF JUNIOR INDEBTEDNESS OBLIGATIONS AND/OR GENERAL REVENUE BONDS TO REFUND CERTAIN OUTSTANDING BONDS, APPROVING THE FORMS OF CERTAIN RELATED DOCUMENTS AND AUTHORIZING AN AUTHORIZED OFFICER TO EXECUTE ANY OTHER NECESSARY DOCUMENTS RELATED THERETO

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RESOLVED, in accordance with the New York State Thruway Act, Title 9 of Article 2 of the New York State Public Authorities Law, as amended (the "Act"), the Authority is authorized to issue its bonds and notes in such principal amount as,

in the opinion of the Authority, shall be necessary to provide sufficient moneys for achieving the corporate purposes of the Authority, and be it further

RESOLVED, that the Act authorizes the Authority to adopt bond resolutions establishing the contract with its bondholders, and be it further

RESOLVED, that there has been approved by the Board, on November 7, 2013, a Resolution Authorizing General Revenue Junior Indebtedness Obligations (as amended on August 6, 2014 and as supplemented from time to time, the “Junior Indebtedness Resolution”), and which consistent with the Act and the Authority’s General Revenue Bond Resolution, authorizes the issuance of Junior Indebtedness Obligations (“JIOs”), as special obligations of the Authority in accordance with the terms thereof to finance all or a portion of the costs of various corporate purposes of the Authority, and be it further

RESOLVED, that there has been approved by the Board, on August 3, 1992 a General Revenue Bond Resolution (as amended on January 5, 2007 and supplemented from time to time, the “General Revenue Bond Resolution”) which authorizes the issuance of General Revenue Bonds (“General Revenue Bonds”) as special

obligations of the Authority in accordance with the terms thereof to finance all or a portion of the costs of various corporate purposes of the Authority, and be it further

RESOLVED, that the Junior Indebtedness Resolution requires that the issuance of JIOs by the Authority shall be authorized by a supplemental resolution or resolutions of the Authority adopted at or prior to the time of issuance, and be it further

RESOLVED, that there has been prepared and submitted to the Board an Eighth Supplemental Resolution authorizing the issuance of Series 2025A JIOs on a tax-exempt and/or taxable basis to provide sufficient funds, with additional available funds of the Authority, if necessary, (i) to refund all or a portion of one or more series of outstanding JIOs or General Revenue Bonds, (ii) pay the tender price of all or a portion of certain outstanding JIOs or General Revenue Bonds, (iii) to make a deposit to the Series 2025A Subaccount (or to one or more subseries subaccounts thereof) of the Junior Indebtedness Debt Service Reserve Account, or, in lieu thereof, purchase one or more Reserve Credit Facilities, (iv) to pay costs of issuance relating to the Series 2025A JIOs, and be it further

RESOLVED, that the Series 2025A JIOs are special obligations of the Authority secured by (i) a pledge of and a junior

lien on the Revenues of the Authority, (ii) a pledge and first lien on moneys on deposit in the Junior Indebtedness Fund (other than the Junior Indebtedness Fund Debt Service Reserve Account (except as set forth in clause (iii)) and the Junior Indebtedness Rebate Account), and (iii) a pledge and first lien on monies on deposit in the Series 2025A Subaccount of the Junior Indebtedness Fund Debt Service Reserve Account to be established and funded to solely secure the Series 2025A JIOs, and be it further

RESOLVED, that the Board approves the form of the Eighth Supplemental Resolution as submitted with this item and made a part of this resolution as though set forth in full herein, and authorizes an Authorized Officer (as defined in the Junior Indebtedness Resolution) to approve and execute such changes to the Eighth Supplemental Resolution as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that an Authorized Officer of the Authority is authorized to determine whether the Series 2025A JIOs shall be issued on a tax-exempt and/or federally taxable basis; bearing interest at a fixed or variable rate; and as a single issue or with multiple subseries or whether to issue General Revenue Bonds instead of JIOs, and be it further

RESOLVED, that the Eighth Supplemental Resolution authorizes an Authorized Officer the power to determine whether the sale of the Series 2025A JIOs will be sold on a competitive or negotiated basis, and be it further

RESOLVED, if the Authority intends to issue and sell its Series 2025A JIOs to underwriters on a negotiated basis pursuant to a Purchase Agreement, an Authorized Officer is authorized to execute and deliver such Purchase Agreement and to approve and execute such changes to such Purchase Agreement as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that if an Authorized Officer determines to offer and sell the Series 2025A JIOs on a competitive basis, such offer and sale shall be pursuant to a Notice of Sale and award of the Series 2025A JIOs shall be made to the winning bidder(s) at the lowest true interest cost to the Authority, and be it further

RESOLVED, that the Board authorizes the distribution and use of a Preliminary Official Statement relating to the public offering and sale of the Series 2025A JIOs, with such changes, updates, insertions and omissions to the Preliminary Official Statement as may be approved by an Authorized Officer, said

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distribution and use being conclusive evidence of such approval, and any amendments or supplements thereto which may be necessary or desirable, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to confirm that the Preliminary Official Statement related to the Series 2025A JIOs is deemed final for purposes of Rule 15c2-12, promulgated under the Securities and Exchange Act of 1934 (“Rule 15c2-12”), except for certain permitted omissions and information not required under said Rule to be included therein, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to execute and deliver on behalf of the Authority, a final Official Statement relating to the Series 2025A JIOs, and any amendments or supplements thereto which may be necessary or desirable. After execution, if appropriate, an Authorized Officer is hereby authorized to deliver to the underwriters or purchasers of the Series 2025A JIOs one or more executed copies of such final Official Statement and any further amendments or supplements thereto, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to enter into an escrow agreement to provide for the deposit

of proceeds of the Series 2025A JIOs, together with such other funds as the Authorized Officers determine, to be held for the benefit of holders of JIOs or General Revenue Bonds to be refunded, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to offer to purchase and to purchase, for cash, certain outstanding bonds, including both JIOs and General Revenue Bonds (the “Target Bonds”) of the Authority and to determine the terms of such purchase including the purchase prices or methodology for determining such prices, the timing of such offer, the bonds to be purchased and the quantities thereof, provided that such purchase results in debt service savings, and be it further

RESOLVED, that the Board authorizes the preparation, execution and distribution of an Invitation to Tender setting forth the terms and conditions of the tender offer and any other ancillary or related documents or agreements in connection therewith, the form and content of which shall be approved by an Authorized Officer, to holders of the Target Bonds, and be it further

RESOLVED, that the Board authorizes the selection of one or more Dealer Managers and execution of a Dealer Manager

Agreement, with customary provisions, and the selection of an information agent, and be it further

RESOLVED, that the Board appoints The Bank of New York Mellon, New York, New York as Trustee and Paying Agent for the Series 2025A JIOs, and be it further

RESOLVED, that an Authorized Officer (as defined in the Junior Indebtedness Resolution) is authorized to: (i) make any determinations or selections and/or appointments of any necessary or convenient consultants or agents, (ii) execute any additional certificates, agreements or other documents necessary to facilitate the authorization, sale, issuance and delivery of the Series 2025A JIOs or General Revenue Bonds, (iii) achieve the other purposes of this resolution, including but not limited to agreements with securities depositories and documents relating to credit enhancement, and (iv) do and cause to be done any and all acts and things necessary or proper to carry out the transactions contemplated by this Resolution, and be it further

RESOLVED, that in addition to or in lieu of refunding the outstanding Junior Indebtedness Obligations or General Revenue Bonds pursuant to the issuance of the Series 2025A Junior Indebtedness Obligations authorized herein, the Chief Financial



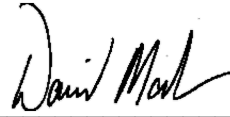
Officer of the Authority or other Authorized Officer is authorized to issue General Revenue Bonds pursuant to the Authority's General Revenue Bond Resolution, which would be pursuant to supplemental resolution that authorizes the issuance of bonds on a tax-exempt and/or taxable basis to (i) refund all or a portion of outstanding Junior Indebtedness Obligations or General Revenue Bonds; (ii) pay the tender price of all or a portion of certain outstanding JIOs or General Revenue Bonds, (iii) pay the Costs of Issuance of the bonds; and (iv) make a deposit, to the extent necessary, to make the balance within the Senior Debt Service Reserve Fund equal to the Senior Debt Service Reserve Fund Requirement, or, in lieu thereof, purchase one or more Reserve Credit Facilities, and be it further

RESOLVED, that with respect to the issuance of General Revenue Bonds in in addition to or in lieu of the Series 2025A Junior Indebtedness Obligations authorized herein, an Authorized Officer (as defined in the General Revenue Bond Resolution) is authorized to take all actions that this resolution authorizes an Authorized Officer to take for the Series 2025A Junior Indebtedness Obligations, and be it further

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Appendix	D

RESOLVED, that the total aggregate amount of the principal of General Revenue Bonds and Series 2025A Junior Indebtedness Obligations authorized herein shall not exceed \$1,350,000,000, and be it further

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



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Chief Financial Officer

RECOMMENDATION APPROVED:



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Executive Director

Please refer to Item # 4  
in the Finance  
Committee Meeting  
Book

Meeting No. 770  
Item 5  
Appendix E

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: David Malone  
Chief Financial Officer

SUBJECT: Approving and Adopting the Fifteenth Supplemental Bond Resolution Authorizing the Issuance of State Personal Income Tax Revenue Bonds, Approving the Forms of Certain Related Documents and Authorizing the Execution of Any Other Documents Thereto

Part I of Chapter 383 of the Laws of New York of 2001 ("Chapter 383") provides for the issuance of, and a source of payment for, State Personal Income Tax Revenue Bonds by establishing the Revenue Bond Tax Fund held separate and apart from all other moneys of the State in the joint custody of the Commissioner of Taxation and Finance and the Comptroller of the State (the "State Comptroller"). The State Personal Income Tax Revenue Bonds are the primary financing vehicle for a broad range of existing transportation and transit State-supported programs previously secured by service contract or lease-purchase payments subject to appropriation by the State Legislature (collectively the "Programs").

Chapter 383 authorizes the Authority, as an Authorized Issuer, to issue State Personal Income Tax Revenue Bonds for Authorized Purposes. Authorized Purposes is defined by State Finance Law Section ("SFL") 68-a (2) to include any purpose for which state-supported debt (as defined in SFL Section 67-a) may be issued. As an Authorized Issuer, the Authority may issue State Personal Income Tax Revenue Bonds for any Authorized Purpose, including (but not limited to) the following Programs: (1) the Local Highway and Bridge Service Contract Bond Program (Public Authorities Law Section 380); (2) the financing of certain Metropolitan Transportation Authority ("MTA") transportation facilities (Public Authorities Law Section 386- a); (3) financing

portions of certain high speed rail projects (Part R-1 of Chapter 109 of the Laws of New York of 2006 ("Chapter 109")); and (4) refunding previously issued bonds.

The State Personal Income Tax Revenue Bonds are secured by: (i) payments to be made pursuant to a financing agreement ("Financing Agreement Payments") entered into with the Director of the Division of the Budget of the State of New York (the "Director of the Budget"), as amended; (ii) the pledge of certain funds held by the applicable trustee or Authorized Issuer under a general resolution and the investment earnings thereon; and (iii) the lien on the pledged property created by a pledge under the applicable general resolution. Financing Agreement Payments are paid by the State Comptroller to the applicable trustee on behalf of the Authorized Issuers from amounts deposited to the Revenue Bond Tax Fund. Financing Agreement Payments will equal amounts necessary to pay the debt service and other cash requirements on all State Personal Income Tax Revenue Bonds based upon the certificate of cash requirements of the Director of the Division of the Budget.

All payments required by financing agreements entered into by the State are executory only to the extent of appropriations available for payment, of which payments are made from revenues in the Revenue Bond Tax Fund. The obligation of the State to make Financing Agreement Payments is subject to the State Legislature making annual appropriations for such purpose, and such obligation does not constitute or create a debt of the State, nor a contractual obligation more than the amounts appropriated therefore. The State has no continuing obligation to appropriate money for payments due under any financing agreement.

The Division of the Budget notified Authority staff that on March 27, 2025, the debt service bill was signed into law, authorizing the expenditure of funds to meet the debt service requirements

of the State for the current year, including debt service payments in connection with the issuance of the proposed State Personal Income Tax Revenue Bonds (the "Series 2025 Bonds").

The Director of the Budget has asked the Authority to issue up to \$3,500,000,000 aggregate principal amount of such Series 2025 Bonds, for Authorized Purposes. The Series 2025 Bonds may be issued in one or more series or sub-series and on a tax-exempt and/or federally taxable basis, as determined by an Authorized Officer of the Authority. In addition, some or all of the Series 2025 Bonds may be issued as "Green Bonds." While it is currently anticipated that the Series 2025 Bonds will be offered and sold on a competitive basis, a final determination as to whether to undertake a competitive or negotiated offering of the Series 2025 Bonds to the public is best determined closer to the anticipated offering date to investors. Accordingly, the Board is being asked to approve both a competitive offering and a negotiated offering.

The Series 2025 Bonds are being issued to provide the Authority with funds expected to be used to: (a) fund or reimburse the cost of various transportation and transit projects throughout the State and (b) pay certain costs relating to the issuance of the Series 2025 Bonds. The Series 2025 Bonds will be special obligations of the Authority secured by the pledged property, including the Authority's pledge of Financing Agreement Payments to be made by the State Comptroller to the Trustee on behalf of the Authority. There is no recourse against any other assets, revenues, or funds of, or any other payments due to the Authority to secure the Series 2025 Bonds.

The following necessary documents and agreements are before the Finance Committee/Board for consideration and approval:

1. The Fifteenth Supplemental Bond Resolution.

The Fifteenth Supplemental Bond Resolution (the “Fifteenth Supplemental Resolution”) supplements and amends the State Personal Income Tax Revenue Bonds Resolution, as previously supplemented and amended, authorizing the issuance of tax-exempt and/or federally taxable State Personal Income Tax Revenue Bonds, Series 2025, at any time prior to June 3, 2026, in one or more series or sub-series of an aggregate principal amount of not to exceed \$3,500,000,000 for certain expenditures made or to be made in connection with authorized new purposes for the Programs and contains specific parameters relating to the terms of the Series 2025 Bonds.

The Fifteenth Supplemental Resolution delegates to any Authorized Officers of the Authority within the parameters set forth therein, the authority to execute and deliver a supplement to the Financing Agreement relating to the issuance of the Series 2025 Bonds and the authority to determine the terms and conditions of the Series 2025 Bonds, including: (A) the final aggregate principal amount of the Series 2025 Bonds to be issued; (B) the interest rates, maturities, principal amounts and prices or yields of the Series 2025 Bonds; (C) redemption provisions; (D) whether the Series 2025 Bonds shall be issued on a tax-exempt and/or federally taxable basis and as a single issue or with multiple subseries; (E) whether any of the Series 2025 Bonds shall be designated as “Green Bonds”; (F) whether any of the Series 2025 Bonds will be offered and sold on a competitive or negotiated basis; and (G) such other determinations not inconsistent with the parameters set forth in the Fifteenth Supplemental Resolution (including, but not limited to, whether one or more Credit Facilities will be obtained in connection with the Series 2025 Bonds).

The following documents are not before the Finance Committee/Board, but are being authorized by the Finance Committee/Board:

2. Notice of Sale and Bid Form (only used for a competitive offering) and Bond Purchase Agreement (only used for a negotiated offering).

A notice of sale and bid form (the "Notice of Sale") will be issued if the Series 2025 Bonds are to be competitively offered. Pursuant to the Notice of Sale, the Authority will award the Series 2025 Bonds to the winning bidder(s) at the lowest true interest cost to the Authority and the winning bidder(s) will agree to purchase on the closing date all of the Series 2025 Bonds pursuant to the prices, costs and other consideration included in the winning bid. Pursuant to the Fifteenth Supplemental Resolution, the Board has delegated to an Authorized Officer the authority to execute and deliver the Notice of Sale and to determine the winning bid(s) at the lowest true interest cost to the Authority and award the Series 2025 Bonds to the winning bidder(s) as may be approved by such Authorized Officer. If any Series 2025 Bonds are to be sold on a negotiated basis, a bond purchase agreement (the "Bond Purchase Agreement") will be entered into among the Authority and the underwriters named therein. Pursuant to the Fifteenth Supplemental Resolution, the Board has delegated to an Authorized Officer the authority to execute and deliver the Bond Purchase Agreement setting forth the terms and conditions of the sale of the Series 2025 Bonds.

3. Continuing Disclosure Agreement.

The Authority executed the Master Continuing Disclosure Agreement (as amended and restated on July 1, 2009, as of December 1, 2010 and as of June 10, 2019). Since State Personal Income Tax Bonds are issued by the Authority and four other State authorities (collectively, the "Authorized Issuers") under disclosure documents containing significant amounts of



common information, the Division of the Budget developed a Master Continuing Disclosure Agreement to which it and all of the Authorized Issuers became signatories. Upon the issuance of a series of State Personal Income Tax Bonds by an Authorized Issuer, such series of State Personal Income Tax Bonds is added to the master list of bond issues covered by the Master Continuing Disclosure Agreement. It is intended that the Series 2025 Bonds will be so added to such master list.

4. Preliminary Official Statement and Official Statement.

A form of Preliminary Official Statement will be provided to the Authority by the New York State Division of Budget for use in connection with the offering of the Series 2025 Bonds, and once modified and finalized, it will be distributed to the potential investors of the Series 2025 Bonds. The Preliminary Official Statement distributed to investors is intended to meet federal securities law requirements that the material aspects of the financing (other than pricing terms) and the Series 2025 Bonds, the security therefor and related matters be adequately disclosed. To accomplish that goal, the Preliminary Official Statement will contain historic and current financial information relating to the State Personal Income Tax Revenue Bond financing program. A final Official Statement in substantially the same form as the Preliminary Official Statement and containing the final pricing terms shall be delivered to the successful bidder for timely delivery to the Electronic Municipal Market Access System of the Municipal Securities Rulemaking Board.

The resolution before the Board would authorize the issuance of the Series 2025 Bonds, approve the form of and authorize the execution of the documents for the transaction, and

authorize the execution of any other document deemed necessary or desirable for the sale of the Series 2025 Bonds.

The Finance Committee approved this item at its June 3, 2025 meeting.

RECOMMENDATION:

It is recommended that the Board approve this item.

**RESOLUTION NO. 6577**

APPROVING AND ADOPTING THE FIFTEENTH SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE ISSUANCE OF STATE PERSONAL INCOME TAX REVENUE BONDS, SERIES 2025, APPROVING THE FORMS OF CERTAIN RELATED DOCUMENTS AND AUTHORIZING THE EXECUTION OF ANY OTHER DOCUMENTS THERETO

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RESOLVED, that Part I of Chapter 383 of the Laws of New York of 2001 ("Chapter 383") authorized the Authority solely upon the determination of the Director of the Division of the Budget of the State of New York ("Director of the Budget"), to issue State Personal Income Tax Revenue Bonds (exclusive of certain costs) to finance the costs of various projects which meet the statutory definition of Authorized Purposes, and be it further

RESOLVED, Chapter 383 authorized the Director of the Budget to enter into a financing agreement (each, a "Financing Agreement") with Authorized Issuers to secure payment of debt

service and other cash requirements in connection with the issuance of State Personal Income Tax Revenue Bonds, and be it further

RESOLVED, that on June 27, 2002, the Board approved the execution of a Financing Agreement to provide for the financing of Authorized Purposes pursuant to Chapter 383, and be it further

RESOLVED, that on August 7, 2002, the Executive Director and the Director of the Budget executed a Financing Agreement to provide for the financing of Authorized Purposes pursuant to Chapter 383, and be it further

RESOLVED, that on May 1, 2002, and as amended and restated on July 1, 2009, as of December 1, 2010 and as of June 10, 2019, the Authority executed the Master Continuing Disclosure Agreement, since State Personal Income Tax Bonds are issued by the Authority and four other State authorities (collectively, the "Authorized Issuers") under disclosure documents containing significant amounts of common information, the Division of the Budget developed a Master Continuing Disclosure Agreement to which it and all of the Authorized Issuers became signatories. Upon the issuance of a series of State Personal Income Tax Bonds by an Authorized Issuer, such series of State Personal Income Tax Bonds is added to the master list of bond issues covered by the Master

Continuing Disclosure Agreement, and it is intended that the Series 2025 Bonds will be so added to such master list, and be it further

RESOLVED, that on June 27, 2002, the Board adopted the State Personal Income Tax Revenue Bonds (Transportation) General Bond Resolution (the "General Bond Resolution") and the State Income Tax Revenue Bonds Standard Resolution Provisions ("Annex A"), which was amended pursuant to the Fourteenth Supplemental Resolution, (the General Bond Resolution, as amended and supplemented, and Annex A collectively hereinafter referred to as the "Bond Resolution") which authorizes the bonds of the Authority, designated as State Personal Income Tax Revenue Bonds to finance all or a portion of the cost of projects which meet the statutory definition of Authorized Purposes, and to refinance prior bonds, and be it further

RESOLVED, that Sections 201 and A-201, A-202, A-204 of the Bond Resolution require that the issuance of State Personal Income Tax Revenue Bonds by the Authority shall be authorized by a supplemental resolution or resolutions of the Authority adopted at or prior to the time of issuance, and be it further

RESOLVED, that Section A-902 of the Bond Resolution empowers the Authority to adopt, for any one or more of the

purposes set forth therein, a supplemental resolution, and be it further

RESOLVED, that upon the request of the Director of the Budget, the Authority intends to issue in one or more series or subseries up to \$3,500,000,000 aggregate principal amount of State Personal Income Tax Bonds Series 2025 (the "Series 2025 Bonds"), in order to finance the costs of various Authorized Purposes, and be it further

RESOLVED, that an Authorized Officer of the Authority is authorized to determine whether the Series 2025 Bonds shall be issued on a tax-exempt and/or federally taxable basis; and as a single issue or with multiple subseries, and be it further

RESOLVED, that there has been prepared and submitted to the Board a form of the Fifteenth Supplemental Bond Resolution Authorizing an Aggregate Principal Amount Not to Exceed \$3,500,000,000 of State Personal Income Tax Revenue Bonds, Series 2025 (the "Fifteenth Supplemental Resolution"), and be it further

RESOLVED, that the Fifteenth Supplemental Resolution authorizes an Authorized Officer the power to determine whether the sale of the Series 2025 Bonds will be sold on a competitive or negotiated basis, and be it further

RESOLVED, that if an Authorized Officer determines to offer and sell the Series 2025 Bonds on a competitive basis, such offer and sale shall be pursuant to a Notice of Sale and the award of the Series 2025 Bonds shall be made to the winning bidder(s) at the lowest true interest cost to the Authority, and be it further

RESOLVED, that the Board approves and adopts the form of the Fifteenth Supplemental Resolution as submitted at this meeting and made a part of this resolution as though set forth in full herein, and delegates and authorizes an Authorized Officer of the Authority the power to determine the terms and conditions of the Series 2025 Bonds in accordance with the parameters set forth in the Fifteenth Supplemental Resolution pursuant to a certificate or certificates of determination, including: (A) the final aggregate principal amount of the Series 2025 Bonds to be issued for new Program purposes; (B) the interest rates, maturities and principal amounts of Series 2025 Bonds; (C) redemption provisions; (D) whether the Series 2025 Bonds shall be issued on a tax-exempt and/or federally taxable basis; and as a single issue or with multiple subseries; (E) whether any of the Series 2025 Bonds shall be designated as “Green Bonds”; (F) whether any of the Series 2025 Bonds will be offered and sold on a competitive or negotiated basis; and (G) such other terms and conditions not inconsistent with the

parameters set forth in the Fifteenth Supplemental Resolution as may be deemed necessary or desirable to effectuate the purposes of the Fifteenth Supplemental Resolution, and be it further

RESOLVED, that in connection with the offering and sale of the Series 2025 Bonds, the Board authorizes an Authorized Officer of the Authority to approve the form and distribution of one or more Preliminary Official Statements for the Series 2025 Bonds that is intended to meet federal securities law requirements that the material aspects of the financing (other than pricing terms) and the Series 2025 Bonds, the security therefor and related matters be adequately disclosed, and execute any amendments and supplements thereto as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that the Board authorizes an Authorized Officer of the Authority to confirm that any Preliminary Official Statement relating to the issuance of Series 2025 Bonds is deemed final for purposes of Rule 15c2-12, promulgated by the Securities and Exchange Commission under the Securities and Exchange Act of 1934, as amended, except for certain omissions relating to certain State information and information not required under said Rule to be included therein, and be it further

RESOLVED, that the Board authorizes an Authorized Officer of the Authority to execute and deliver, on behalf of the Authority, one or more final Official Statements relating to the Series 2025 Bonds with such changes, insertions and/deletions as may be approved by such Authorized Officer of the Authority, said execution being conclusive evidence of such approval, and any amendments or supplements thereto which may be necessary or desirable. After execution, such Authorized Officer of the Authority or his or her designee is hereby authorized to deliver to the winning bidder(s) of the Series 2025 Bonds an executed copy or copies of such Official Statement(s) and any amendments or supplements thereto, and be it further

RESOLVED, that an Authorized Officer of the Authority is authorized to execute an updated schedule to the Financing Agreement relating to the Series 2025 Bonds, and be it further

RESOLVED, that the Board confirms and ratifies the continuation and selection of The Bank of New York Mellon, New York, New York, as Trustee and Paying Agent, and be it further


RESOLVED, that an Authorized Officer is authorized to: (i) make any determinations or selections and/or appointments of any necessary or desirable consultants or agents; (ii) execute any additional certificates, agreements or other documents necessary to



facilitate the authorization, sale, issuance and delivery of the Series 2025 Bonds; (iii) accomplish the other purposes of this Resolution, including but not limited to agreements with securities depositories and documents relating to credit enhancement; and (iv) do and cause to be done any and all acts and things necessary or desirable to carry out the transactions contemplated by this Resolution, and be it further

RESOLVED, that all the authorizations contained herein shall be effective until June 3, 2026.

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

  
\_\_\_\_\_  
Chief Financial Officer

RECOMMENDATION APPROVED:

  
\_\_\_\_\_  
Executive Director

Please refer to Item # 5  
in the Finance  
Committee Meeting  
Book

Meeting No.	770
Item	6
Appendix	F

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: David Malone  
Chief Financial Officer

SUBJECT: Approving the Selection of a Firm for Custody and Safekeeping Services and Authorizing Execution of a Contract for Such Services

This item seeks Board authorization permitting the selection of a firm and execution of a contract for custody and safekeeping services for all investments purchased by the Authority, and for collateral held for all of the Authority's demand deposit accounts. Further, this item seeks Board authorization permitting the Executive Director to enter into a contract for the above-described services.

In accordance with the Purchasing Policy for Personal Service Contracts (25-5-01), a Request for Proposals (RFP) for custody and safekeeping services was originally developed in 2024. This RFP was issued on December 31, 2024. An advertisement for Custody and Safekeeping services was published in the "New York State Contract Reporter" and a Request for Proposals ("RFP") was issued. The RFP was distributed to 151 firms, and 1 proposal was received by the due date of April 1, 2025.

Prior to the selection process, evaluation and weighting committees were appointed for rating and scoring the proposals. The weighting committee independently assigned a percentage value to each of the evaluation criteria set forth in the RFP. The evaluation committee reviewed and scored each proposal against the evaluation criteria. The committee's consensus scores were then multiplied by the weights for each evaluation category and a weighted score was assigned to each proposal. The Bank of New York Mellon ("BNYM") received the highest weighted score.

A vendor responsibility review was conducted by the Bureau of Purchasing, and BNYM has been deemed responsible.

The Selection Committee reviewed the scores, rankings, and proposals and recommended to the Executive Director the selection of BNYM. The Executive Director concurred with the proposed recommendation for the selection of BNYM as the Authority's custody and safekeeping services provider.

BNYM is among the largest custodian Banks in the world and is capable of meeting the custody and safekeeping needs of the Authority. BNYM is a member of the Federal Reserve Bank of New York, The Clearing House Payments Company LLC, the Federal Deposit Insurance Corporation, and a direct participant in the Depository Trust Company.

The Authority anticipates entering into a contract with BNYM for custody and safekeeping services. The term of the contract will be for a five-year period beginning on December 18, 2025, and will provide payment based on rates and fees as submitted in the bid proposal. The maximum amount payable for the term of this contract will not exceed \$800,105.

The costs for custody and safekeeping services related to the funds of the Authority for general purposes will be paid by the Authority and services related to the funds of the State bond programs will be funded from the respective programs' administrative funds.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6578**

APPROVING THE SELECTION OF A FIRM FOR CUSTODY  
AND SAFEKEEPING SERVICES AND AUTHORIZING  
EXECUTION OF A CONTRACT FOR SUCH SERVICES

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RESOLVED, that the selection of The Bank of New York Mellon (BNYM) to provide custody and safekeeping services to the Authority is hereby approved, and be it further

RESOLVED, that the Executive Director be, and hereby is, authorized to execute an agreement with BNYM for the provision of custody and safekeeping services to the Authority on such terms and conditions as deemed 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 contract, manage and administer the contract, amend the provisions of the contract consistent with the terms of the 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 costs of such services related to the funds of the Authority for general purposes will be paid by the Authority and services related to the funds of the State bond

programs will be funded from the respective programs' administrative funds and that the funding of such costs be, and the same hereby is approved, and be it further

RESOLVED, that the Agreement shall be for a term of five years and shall have a maximum amount payable of \$800,105, and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered under such agreements to the appropriated fund provided therefore, subject to reallocation and adjustment as determined by final audit of charges, and be it further

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

  
\_\_\_\_\_  
Chief Financial Officer

RECOMMENDATION APPROVED:

  
\_\_\_\_\_  
Executive Director

Meeting No. 770  
Item 7  
Appendix G

TO: The Thruway Authority Board  
FROM: Selica Grant  
Chief Administrative Officer  
SUBJECT: Authorizing the Executive Director to Execute a Contract with Energetix Corporation to Provide Statewide Drug and Alcohol Testing Services for Thruway Authority Employees

DATE: June 3, 2025

The Omnibus Transportation Employee Testing Act of 1991 (OTETA), under the authority of the U.S. Department of Transportation (DOT), requires drug and alcohol testing of employees who hold commercial driver licenses and perform safety sensitive duties. Such testing must also be accomplished for employees under the authority of U.S. Department of Homeland Security and the U.S. Coast Guard. There are approximately 1,100 Thruway Authority employees who fall under the testing requirements. There are seven situations for which testing is required, including pre-employment, random, reasonable suspicion, post-accident, reasonable cause, follow-up and return to duty. Depending on the circumstance, the test may be conducted on-site or at a non-worksites (“off-site”), during normal business hours or after hours. The Authority has neither the means nor the expertise to conduct such testing itself, therefore, it was necessary to solicit the services of an outside contractor.

On January 27, 2025, the Authority advertised in the New York State Contract Reporter its issuance of RFP #24C12 for statewide employee drug and alcohol testing services. The RFP was made available on the Authority’s website and an announcement was e-mailed to 269 potential vendors who were on the Authority’s bidders list. By the due date of March 5, 2025, the Authority received four proposals in response to the RFP. An evaluation committee representing Personnel Services & Performance Management and Employee Safety and Health within the

Department of Administrative Services, and Albany Division Administrative Services, reviewed the proposals and scored the proposals against pre-defined evaluation criteria. The committee's consensus scores were then multiplied by previously established weights for each evaluation criteria and a weighted score was assigned to the proposals. The selected firm, Energetix Corporation ("Energetix") was found to be fully responsive.

As the vendor for the Authority's drug and alcohol testing program since 2002, Energetix is a trusted provider of drug and alcohol testing services. Energetix is the largest supplier of municipal DOT testing services in New York and New Jersey, managing the testing programs for New York State DOT as well as holding the contract to service all New Jersey state agencies since 2010, covering more than 11,000 safety-sensitive employees. They offer competitive pricing, prompt responsiveness, and reliable customer service. Their longstanding experience with the State allows them to seamlessly manage the Authority's unique needs while ensuring compliance with federal and state regulations. Based on the results of the competitive selection process, I recommend Energetix to perform Statewide Employee Drug & Alcohol Testing services.

It is recommended that the Board authorize the Executive Director to execute a contract with Energetix for a five-year term. The cost of services under this agreement will be up to a maximum amount payable for the five-year term of \$765,525.

There is sufficient funding in the 2025 Authority operating budget for these services. Funding for 2026 and any subsequent years will be included in that year's operating budget.



RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6579**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
A CONTRACT WITH ENERGETIX CORPORATION TO  
PROVIDE DRUG AND ALCOHOL TESTING SERVICES FOR  
AUTHORITY EMPLOYEES

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RESOLVED, that the Executive Director be, and hereby is,  
authorized to execute an agreement with Energetix Corporation to  
provide U.S. Department of Transportation, U.S. Department of  
Homeland Security and U.S. Coast Guard mandated drug and  
alcohol testing services for Authority employees (“Agreement”),  
and be it further

RESOLVED, that the Agreement shall be for a term of five  
years, the cost of these services is anticipated to be up to a  
maximum amount payable for the five-year term of \$765,525, and  
be it further

RESOLVED, that the Agreement shall be on such other  
terms and conditions as 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 Agreement, to manage and

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Item 7  
Appendix G

administer the Agreement, amend provisions of the Agreement consistent with the terms of this item and other Board authorizations and suspend or terminate the Agreement in the best interests of the Authority, and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered under such Agreement to the appropriate funds provided therefore, subject to reallocation and adjustment as determined by final audit of charges, and be it further

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

RECOMMENDATION APPROVED:

  
Executive Director

  
Chief Administrative Officer

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Appendix H

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Kevin E. Wisely  
Chief Maintenance & Operations Officer

SUBJECT: Authorizing the Executive Director to Execute a First Amendment to Agreement C010674 with American Traffic Solutions, Inc. (DBA "Verra Mobility") for Automated Work Zone Speed Enforcement

On June 6, 2022, at Meeting No. 754, the Board adopted Resolution No. 6360 which authorized the Executive Director to execute an Agreement with American Traffic Solutions, Inc. (DBA "Verra Mobility") to for Work Zone Demonstration Program and to use automated photo enforcement technologies to impose monetary liability on vehicle owners for speed violations in work zones. Under such authorization, the Executive Director entered into Agreement C010674, which was fully executed on August 4, 2022. The Agreement had an initial term of three-years and two (2) one-year optional renewal terms with a maximum amount payable ("MAP") of \$5,163,000.

This item seeks Board authorization to execute an amendment to the agreement to increase the MAP by \$3,500,000, resulting in a new MAP of \$8,663,000. The proposed amendment will also exercise the first one-year renewal term.

The Department of Maintenance and Operations has sufficient funds in the 2025 Budget, which will be allocated to the program and will allocate funds to the project for the remainder of the term.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6580**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
A FIRST AMENDMENT TO AGREEMENT C010674 WITH  
AMERICAN TRAFFIC SOLUTIONS, INC. (DBA “VERRA  
MOBILITY”) FOR AUTOMATED WORK ZONE SPEED  
ENFORCEMENT

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RESOLVED, that the Executive Director or designee be,  
hereby is, authorized to execute an Amendment to the Agreement  
with American Traffic Solutions, Inc. (DBA “Verra Mobility”) to  
increase the maximum amount payable (“MAP”) by \$3,500,000 to  
\$8,663,000 and exercise the first one-year renewal term; and be it  
further

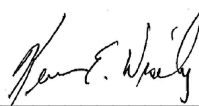
RESOLVED that the Executive Director or his designee  
shall have the authority to exercise all powers reserved to the  
Authority under the provisions of the Agreement, manage and  
administer the Agreement, amend the provisions of the Agreement  
consistent with the terms of this item and other Board authorizations  
and suspend and terminate the Agreement in the best interests of the  
Authority; and be it further

RESOLVED, that the Authority’s Chief Financial Officer  
be, and hereby is, authorized to charge expenditures for services

Meeting No. 770  
Item 8  
Appendix H

rendered pursuant to such Agreement to the Operating Budget; and  
be it further

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



Chief Maintenance & Operations Officer

RECOMMENDATION APPROVED:



Executive Director

Meeting No.	770
Item	9
Appendix	I

TO:	The Thruway Authority Board	DATE: June 3, 2025
FROM:	Kevin E. Wisely Chief Maintenance & Operations Officer	
SUBJECT:	Authorizing the Executive Director to Execute Change Order No. 2 to Agreement C010724 with L3Harris Technologies Inc.	

On November 14, 2023, at Meeting No. 760, the Board adopted Resolution No. 6467 which authorized the Executive Director to execute an Agreement with L3Harris Technologies, Inc. ("L3Harris") to provide the Authority with Land Mobile Radio System Services. The Agreement was executed on November 18, 2024, and the contract services include design, construction, implementation, and maintenance of a modern P25 Public Safety Radio System that will serve as frontline communications for the Authority and State Police Troop T. On March 27, 2025, the Executive Director executed Change Order No. 1 to change from Dark fiber to Lit fiber and include Cisco C9300 switches with a cost of \$471,593.29.

This item seeks Board authorization to process Change Order No. 2 to the Agreement to add optional items for the Land Mobile Radio System and add an additional not to exceed amount of \$5,271,593.29 in additional funds. This amount consists of \$471,593.29 for Change Order No. 1 and \$4,800,000.00 for Change Order No 2. The new maximum amount payable for the Agreement will be \$156,914,427.29. The proposed Change Order No. 2 will reduce shelter size, provide pricing for accessories to be included in the contract, and add identified necessary equipment discussed during contract negotiations. Additional equipment is necessary to further enhance the Radio System, including building radio communications.

The Department of Maintenance and Operations has funding available in the 2025 Budget and Capital Program that will be allocated to this project and will include appropriate budget amounts in the remaining years of the Agreement.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6581**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
CHANGE ORDER NO. 2 TO AGREEMENT C010724 WITH  
L3HARRIS TECHNOLOGIES

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RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to execute Change Order No. 2 to the Agreement with L3Harris Technologies Inc. for reducing shelter size, providing pricing for accessories to be included in the contract, adding identified necessary equipment discussed during contract negotiations and increasing the maximum amount payable by \$5,271,593.29 to a new maximum amount payable of \$156,914,427.29; and be it further

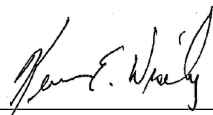
RESOLVED, that such shall be on such other terms and conditions as the Executive Director and General Counsel determine to be in the best interest of the Authority; and be it further

RESOLVED, that Chief Financial Officer be, and hereby is, authorized to charge expenditures for goods and services

rendered pursuant to such Agreement to the Department of Maintenance and Operations Budget and Capital 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 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 interests of the Authority; and be it further

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

  
\_\_\_\_\_  
Chief Maintenance & Operations Officer

RECOMMENDATION APPROVED:

  
\_\_\_\_\_  
Executive Director



Meeting No. 770  
Item 10  
Appendix J

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Kevin E. Wisely  
Chief Maintenance & Operations Officer

SUBJECT: Authorizing the Executive Director to Execute a Third Amendment to Lease Agreement X010535 with Empire State Thruway Partners LLC for the Design, Construction, Financing, Operation and Maintenance of the 27 Food Facilities Located at the Service Areas Along the Thruway

On May 12, 2020, at Meeting No. 744, the Board adopted Resolution No. 6249 which authorized the Executive Director to execute an Agreement with Empire State Thruway Partners LLC ("Empire") for the design, construction, financing, operation and maintenance of the 27 food facilities located at the service areas along the Thruway. In accordance with such authorization, the Executive Director entered into Agreement X010535, which was fully executed on January 29, 2021. The Lease Agreement has a term of 33 years from the date Empire commenced operation of the first 16 food service facilities.

This item seeks Board authorization to execute an amendment to the Lease Agreement to revise the terms for light-duty electric vehicle (EV) charging station implementation to align with the federal National Electric Vehicle Infrastructure (NEVI) program requirements that will allow the Authority to be eligible for federal funding. Additionally, the amendment will include the installation of a limited number of medium and heavy-duty electric vehicle (EV) charging stations at five Thruway service areas. These stations will supplement the existing light-duty charging infrastructure already being installed and maintained by Empire.

Utilizing Empire will address an immediate need for medium and heavy-duty EV charging across the Thruway system with limited disruptions to service area customers.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6582**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A THIRD AMENDMENT TO LEASE AGREEMENT X010535 WITH EMPIRE STATE THRUWAY PARTNERS LLC FOR THE DESIGN, CONSTRUCTION, FINANCING, OPERATION, AND MAINTENANCE OF THE 27 FOOD FACILITIES LOCATED AT THE SERVICE AREAS ALONG THE THRUWAY.

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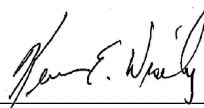
RESOLVED, that the Executive Director or designee be, hereby is, authorized to execute an Amendment to the Lease Agreement with “Empire” to revise the requirements for light-duty charging stations in order for the Authority to qualify for Federal NEVI funding. The Amendment will also include the installation of a limited number of medium and heavy-duty Electric Vehicle (“EV”) charging stations at five Thruway service areas, 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 Lease Agreement, manage and administer the Lease Agreement, amend the provisions of the Lease Agreement consistent with the terms of this item and other Board authorizations and suspend and terminate the Agreement in the best interests of the Authority; and be it further

Meeting No. 770  
Item 10  
Appendix J

RESOLVED, that the Authority's Chief Financial Officer  
be, and hereby is, authorized to charge expenditures for services  
rendered pursuant to such Agreement to the Operating Budget; and  
be it further

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



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Chief Maintenance & Operations Officer

RECOMMENDATION APPROVED:



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Executive Director

Meeting No. 770  
Item 11  
Appendix K

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Kevin E. Wisely  
Chief Maintenance & Operations Officer

SUBJECT: Authorizing the Executive Director to Execute a Lease Agreement for Office Space at 6040 Tarbell Road, Syracuse, NY 13206 with Tarbell Road Associates, LLC

This agenda item seeks authorization for the Executive Director to execute a lease agreement with Tarbell Road Associates, LLC, with respect to 11,766 square feet of office space located at 6040 Tarbell Road, Syracuse, NY 13206, to be used in connection with the Authority's Syracuse Division Headquarters.

The Authority leased office space for the Syracuse Division Headquarters at 290 Elwood Davis Road in Syracuse. On February 11, 2025, a fire occurred at the premises, causing it to be deemed uninhabitable, and the lease was terminated. The Authority announced a Request for Quotes ("RFQ") #25C10 for the Lease of Syracuse Office Space on March 18, 2025. Six quotes were received, two of which were disqualified for their location in excess of 1500 feet from the Thruway mainline, and four site visits were conducted. Tarbell Road Associates, LLC's quote was selected due to its compatibility with the Authority's needs, including ample parking, proximity to the Syracuse Division Maintenance Facility and Dewitt Travel Plaza, and recently updated, fully furnished, and competitive pricing.

The lease agreement is a full-service lease with a term of ten years from June 2025 until June 2035 at a starting rate of \$21.21 per square foot and two optional 5-year renewal terms with annual escalations of 3% to be applied. The estimated maximum amount payable under the lease would be \$6,705,686.28 based on base rent and potential escalations.

This proposed lease complies with procurement laws, the Public Authorities Law, and Section II.C. “Acquisitions” of the Thruway Real Property Management Policy (the “Policy”).

Since there is an immediate operational need to lease office space for Syracuse Division Headquarters, and the premises have been improved for and are well suited to the Authority’s needs, it is recommended that the Board authorize a new lease with the recommended term and rent, as well as the provisions described above.

For the purpose of satisfying the Authority’s obligations pursuant to the State Environmental Quality Review Act (hereinafter, “SEQRA”), a SEQRA Short Environmental Assessment form was completed for the proposed transaction. The Chief Engineer has recommended the execution of a SEQRA Negative Declaration.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6583**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
A LEASE AGREEMENT FOR OFFICE SPACE AT 6040  
TARBELL ROAD, SYRACUSE, NY 13206 WITH TARBELL  
ROAD ASSOCIATES, LLC.

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RESOLVED, that a lease agreement (hereinafter, “Lease”),  
between the Authority and Tarbell Road Associates, LLC, for the  
purposes and consistent with the provisions described in this agenda  
item, be, and the same hereby is, authorized; and be it further

RESOLVED, that the Executive Director, or his designee,  
be, and the same hereby is, authorized to execute the Lease, along  
with all other documents necessary to effectuate such execution in

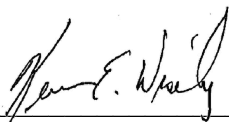
Meeting No. 770  
Item 11  
Appendix K

accordance with the terms authorized during this meeting; and be it further

RESOLVED, that the Executive Director, or his designee, shall, relative to the Lease, have the authority to: (1) exercise all powers reserved to the Authority under the provisions of the Lease, including, but not limited to, exercising any termination right the Authority has, (2) manage and administer the Lease, and (3) alter the provisions of the Lease, consistent with terms of this agenda item and other applicable Board authorizations; and be it further

RESOLVED, the Executive Director, the Chief Financial Officer, and the General Counsel be, and the same are hereby, 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.

  
\_\_\_\_\_  
Chief Maintenance & Operations Officer

RECOMMENDATION APPROVED:

  
\_\_\_\_\_  
Executive Director

Meeting No. 770  
Item 12  
Appendix L

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Sandra Rivera  
General Counsel

SUBJECT: Authorizing the Executive Director to Execute a First Amendment to the Agreement with Nixon Peabody LLP for General Bond Counsel Services (C010617) to Increase the Maximum Amount Payable

On June 21, 2021 at Meeting No. 749, the Authority Board adopted resolution No. 6299, which authorized the Authority's Executive Director to execute an agreement with Nixon Peabody LLP to provide general bond counsel services. The Agreement commenced on January 4, 2022, and has a term of five years, with an initial monetary cap of \$800,000.

Nixon Peabody LLP has provided substantial services to the Authority pertaining to the litigation commenced by the Seneca Nation of Indians concerning the validity of the Authority's easement through the SNI's territory in the Buffalo Division. Nixon Peabody has also served as bond counsel to the Authority for State-supported debt transactions. The Authority is reimbursed by the State for State-supported debt transactions.

Due to the complex Seneca litigation and continued need for support with State debt transactions, authorization is hereby requested for the Executive Director to execute a First Amendment with Nixon Peabody LLP that would increase the monetary cap by an additional \$1,000,000 for a new maximum amount payable of \$1,800,000.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6584**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
AN AMENDMENT TO THE AGREEMENT WITH NIXON

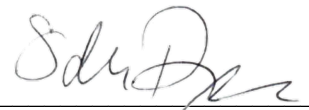
PEABODY LLP FOR OUTSIDE COUNSEL SERVICES  
(C010617) TO INCREASE THE MAXIMUM AMOUNT  
PAYABLE AND ALLOCATE THE FUNDS

RESOLVED, that the Executive Director be, and he hereby is, authorized to execute a First Amendment to the Agreement with Nixon Peabody LLP (C010617) for general bond counsel services, to increase the maximum amount payable under such agreement by \$1,000,000 to \$1,800,000;

RESOLVED, that sufficient funding is provided in several Authority funds, 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 with Nixon Peabody LLP, 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.

  
\_\_\_\_\_  
General Counsel



Meeting No.	770
Item	12
Appendix	L

RECOMMENDATION APPROVED:

  
Executive Director

Meeting No. 770  
Item 13  
Appendix M

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Sandra D. Rivera, Esq.  
General Counsel

SUBJECT: Authorizing the Executive Director to Execute Personal Service Agreements with PMA Consultants, Ankura and Mueser Rutledge Consulting Engineers PLLC to Provide Litigation Support Related to Tappan Zee Constructors, LLC Litigation

The Thruway Authority (“Authority”) contracted with Tappan Zee Constructors, LLC (“TZC”) to design and construct the Governor Mario M. Cuomo Bridge, D214134, Tappan Zee Hudson River Crossing Project. In August 2024, the Thruway Authority commenced a lawsuit in New York State Supreme Court against TZC for deficient work. In October 2024, TZC commenced a lawsuit against the Authority in New York State Court of Claims for additional compensation under the contract.

In order to vigorously defend the Authority in the Court of Claims action and litigate the Supreme Court action, the Authority needs litigation support from PMA Consultants (to provide claims analysis support), Ankura (to provide financial and damage analysis support) and Mueser Rutledge Consulting Engineers PLLC (to provide geotechnical support). Therefore, it is recommended that the Board authorize the Executive Director to contract PMA Consultants, Ankura and Mueser Rutledge Consulting Engineers PLLC. The contracts would be for three (3) years with the option to renew for two (2), one (1) year terms and would have a maximum amount payable of \$2,000,000 for PMA Consultants and Ankura and a maximum amount payable of \$300,000 for Mueser Rutledge. The term shall commence upon approval by the Authority’s Board and shall terminate 3 years after commencement.

There is sufficient funding in the Authority Tappan Zee Hudson River Crossing Project budget for these services.

**RECOMMENDATION:**

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6585**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE PERSONAL SERVICE AGREEMENTS WITH PMA CONSULTANTS, ANKURA AND MUESER RUTLEDGE CONSULTING ENGINEERS PLLC TO PROVIDE SUPPORT RELATED TO TAPPAN ZEE CONSTRUCTORS, LLC LITIGATION.

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RESOLVED, that the Executive Director be, and he hereby is, authorized to execute agreements with contract PMA Consultants, Ankura and Mueser Rutledge Consulting Engineers PLLC, and be it further

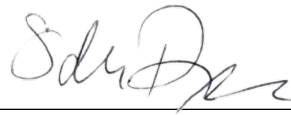
RESOLVED, that each agreement shall be for a 3 year term with an Authority option to renew for two one year extensions with a maximum amount payable of \$2,000,000 for contract PMA Consultants and Ankura and a maximum amount payable of \$300,000 Mueser Rutledge Consulting Engineers PLLC and with terms and conditions that the Executive Director, in consultation with the Legal Department determines to be in the best interest 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, to manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this item and other Board

Meeting No. 770  
Item 13  
Appendix M

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.



General Counsel

RECOMMENDATION APPROVED:

  
Executive Director

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Brent Howard, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D215027 with Hardesty & Hanover Construction Services, LLC - Engineers, Architects, Landscape Architects and Surveyors

In accordance with Authority policy, Hardesty & Hanover Construction Services, LLC has been designated to provide services through agreement D215027; as presented in Exhibit A. Board authorization is requested to execute an agreement with Hardesty & Hanover Construction Services, LLC for Construction Inspection Support Services for the Mario M. Cuomo Bridge in the New York Division. Sufficient funding for agreement D215027 is provided for in the 2025-2029 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6586**

**AUTHORIZING THE EXECUTION OF AGREEMENT D215027  
WITH HARDESTY & HANOVER CONSTRUCTION  
SERVICES, LLC**

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D215027 with Hardesty & Hanover Construction Services, LLC as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2025 Contracts Program Resolution 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.



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Chief Engineer

RECOMMENDATION APPROVED:

  
Executive Director

EXHIBIT A  
Agreements for Engineering Services

<b>D No. / Agreement / Designation Date</b>	<b>Firm / Address</b>	<b>MAP / Contracts Program Item No.</b>	<b>Term of Agreement</b>	<b>M/WBE and SDVOB Firms/Goals</b>
D215027, Term Agreement for Construction Inspection (CI) Support Services for the Governor Mario M. Cuomo Bridge (MMCB),	Hardesty & Hanover Construction Services, LLC 1501 Broadway, New York, NY 10036	\$6,000,000 Funding will be allocated according to the Board authorized Capital Program for amounts not to exceed the designated amounts in each Capital project, total spending of this item will not exceed the Maximum Amount payable specified in the competitive solicitation.	Three years, with an option for the Authority to extend for two (2) additional one (1) year terms	<ul style="list-style-type: none"> <li>• ALRA Engineers, P.C. (MBE)</li> <li>• C.V. Associates NY; PE, LS, P.C. (MBE)</li> <li>• Hudson Valley Engineering Associates, P.C. (WBE)</li> <li>• Invictus Engineering, P.C (SDVOB)</li> </ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>





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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2025 Contracts Program Resolution 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.



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Chief Engineer

RECOMMENDATION APPROVED:

  
Executive Director

EXHIBIT A  
Agreements for Engineering Services

<b>D No. /Agreement / Designation Date</b>	<b>Firm / Address</b>	<b>MAP / Contracts Program Item No.</b>	<b>Term of Agreement</b>	<b>M/WBE and SDVOB Firms/Goals</b>
D215029, Term Agreement for Planning and Environmental Linkages (PEL) Study of the Grand Island Bridges and Interstate 190 Corridor in Western New York.	WSP USA 40 La Riviere Dr, Ste 320 Buffalo, NY 14202	\$1,600,000 Funding will be allocated according to the Board authorized Capital Program for amounts not to exceed the designated amounts in each Capital project, total spending of this item will not exceed the Maximum Amount payable specified in the competitive solicitation.	Two years with an option for the Authority to extend for one (1) additional one (1) year term	<ul style="list-style-type: none"> <li>• CHA Consulting, Inc.</li> <li>• Popli, Architecture + Engineering &amp; L.S., D.P.C., dba Popli Design Group (PDG) (MBE)</li> <li>• Environmental Design &amp; Research, Landscape Architecture, Engineers &amp; Environmental Services, D.P.C. (EDR) (WBE)</li> <li>• Hayduk Engineering (HE) (SDVOB)</li> </ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Brent Howard, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of a Term Agreement for with Popli, Architecture + Engineering & L.S., D.P.C., dba Popli Design Group (PDG) for 2026-2027 Biennial Bridge and Other Structure Inspections in the Syracuse and Buffalo Divisions

In accordance with Authority policy, Popli, Architecture + Engineering & L.S., D.P.C., dba Popli Design Group (PDG) has been designated to provide services through agreement D215030 as presented in Exhibit A. Board authorization is requested to execute an Agreement for 2026-2027 Biennial Bridge and Other Structure Inspections in the Syracuse and Buffalo Divisions. Sufficient funding for agreement D215030 is provided for in the 2025-2029 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6588**

**AUTHORIZING THE EXECUTION OF AGREEMENT D215030  
WITH POPLI, ARCHITECTURE + ENGINEERING & L.S., D.P.C., dba  
POPLI DESIGN GROUP (PDG)**

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D215030 with Popli, Architecture + Engineering & L.S., D.P.C., dba Popli Design Group (PDG) as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2025 Contracts Program Resolution 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.



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Chief Engineer

RECOMMENDATION APPROVED:

  
Executive Director

EXHIBIT A  
Agreements for Engineering Services

<b>D No. /Agreement / Designation Date</b>	<b>Firm / Address</b>	<b>MAP / Contracts Program Item No.</b>	<b>Term of Agreement</b>	<b>M/WBE and SDVOB Firms/Goals</b>
D215030, Term Agreement for 2026-2027 Biennial Bridge and Other Structure Inspections in the Syracuse and Buffalo Divisions.	Popli, Architecture + Engineering & L.S., D.P.C., dba Popli Design Group (PDG), 555 Pembroke Drive, Penfield, NY 14256 (MBE)	\$3,500,000 Funding will be allocated according to the Board authorized Capital Program for amounts not to exceed the designated amounts in each Capital project, the total spending of this item will not exceed the Maximum Amount payable specified in the competitive solicitation.	Two years with an option for the Authority to extend for one (1) additional two (2) term	<ul style="list-style-type: none"> <li>• Ravi Engineering and Land Surveying, P.C. (RE&amp;LS) (MBE)</li> <li>• Joseph C. Lu Engineering, P.C. (dba Lu Engineers) (MBE)</li> <li>• CHA Consulting, Inc.</li> <li>• GPI Engineering, Landscape Architecture and Surveying, LLP</li> <li>• MS Engineers, P.C. (SDVOB)</li> </ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Brent Howard, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D215033 with ATANE Engineers,  
Architects and Land Surveyors, D.P.C.

In accordance with Authority policy, ATANE Engineers, Architects and Land Surveyors, D.P.C has been designated to provide services through agreement D215033; as presented in Exhibit A. Board authorization is requested to execute an agreement with ATANE Engineers, Architects and Land Surveyors, D.P.C for Biennial Bridge and Other Structure Inspections in the New York Division. Sufficient funding for agreement D215033 is provided for in the 2025-2029 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6589**

**AUTHORIZING THE EXECUTION OF AGREEMENT D215033  
WITH ATANE ENGINEERS, ARCHITECTS AND LAND  
SURVEYORS, D.P.C.**

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D215033 with ATANE Engineers, Architects and Land Surveyors, D.P.C as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement 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 agreement, manage and administer the agreement, amend  
the provisions of the agreement consistent with the terms of this Item and in  
accordance with the 2025 Contracts Program Resolution 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.



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Chief Engineer

RECOMMENDATION APPROVED:

  
Executive Director

EXHIBIT A  
Agreements for Engineering Services

<b>D No. /Agreement / Designation Date</b>	<b>Firm / Address</b>	<b>MAP/ Contracts Program Item No.</b>	<b>Term of Agreement</b>	<b>M/WBE and SDVOB Firms/Goals</b>
D215033, Term Agreement for 2026- 2027 Biennial Bridge and Other Structure Inspections in the New York Division	ATANE Engineers, Architects and Land Surveyors, D.P.C. 47 Hudson Street, Ossining, NY 10562	\$5,500,000 Funding will be allocated according to the Board authorized Capital Program for amounts not to exceed the designated amounts in each Capital project, total spending of this item will not exceed the Maximum Amount payable specified in the competitive solicitation.	Two years, with an option for the Authority to extend for one (1) additional two (2) year term	<ul style="list-style-type: none"> <li>• A. DiCesare Associates, P.C. (WBE)</li> <li>• American Structural Engineering, P.C. (MBE)</li> <li>• Collins Engineers, P.C.</li> <li>• MS Engineers, P.C. (SDVOB)</li> <li>• South Col Engineering, P.C. (MBE)</li> </ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>



TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Brent Howard, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Term Agreement D215034 with WSP USA, INC.  
for 2026-2027 Biennial Bridge and Other Structure Inspections in the Albany  
Division.

In accordance with Authority policy, WSP USA, INC. has been designated to provide services through agreement D215034 as presented in Exhibit A. Board authorization is requested to execute an Agreement for Biennial Bridge Inspection and Other Structure Inspections 2026-2027 for the Albany Division. Sufficient funding for agreement D215034 is provided for in the 2025-2029 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6590**

**AUTHORIZING THE EXECUTION OF AGREEMENT D215034  
WITH WSP USA, INC.**

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D215034 with WSP USA INC. as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2025 Contracts Program Resolution 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.



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Chief Engineer

RECOMMENDATION APPROVED:

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Executive Director

EXHIBIT A  
Agreements for Engineering Services

<b>D No. /Agreement / Designation Date</b>	<b>Firm / Address</b>	<b>MAP / Contracts Program Item No.</b>	<b>Term of Agreement</b>	<b>M/WBE and SDVOB Firms/Goals</b>
D215034, Term Agreement for 2026-2027 Biennial Bridge and Other Structure Inspections in the Albany Division	WSP USA INC. 500 Summit Lake Drive, Suite 450 Valhalla, NY 10595	\$3,000,000 Funding will be allocated according to the Board authorized Capital Program for amounts not to exceed the designated amounts in each Capital project, total spending of this item will not exceed the Maximum Amount payable specified in the competitive solicitation.	Two years, with an option for the Authority to extend for one (1) additional two (2) year term	<ul style="list-style-type: none"> <li>• Marine Infrastructure Engineering Solutions D.P.C. (WBE)</li> <li>• MS Engineers P.C. (SDVOB)</li> <li>• South Col Engineering, P.C. (MBE)</li> </ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Brent Howard, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Term Agreement D215035 with Stantec Consulting Services Inc. for the 2026-2027 Biennial Bridge Inspection of Governor Mario M. Cuomo Bridges in the New York Division.

In accordance with Authority policy, Stantec Consulting Services Inc. has been designated to provide services through agreement D215035 as presented in Exhibit A. Board authorization is requested to execute a Term Agreement for the 2026-2027 Biennial Bridge Inspection of the Governor Mario M. Cuomo Bridges in the New York Division. Sufficient funding for agreement D215035 is provided for in the 2025-2029 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6591**

**AUTHORIZING THE EXECUTION OF AGREEMENT D215035  
WITH STANTEC CONSULTING SERVICES, INC.**

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D215035 with Stantec Consulting Services Inc. as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2025 Contracts Program Resolution 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.



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Chief Engineer

RECOMMENDATION APPROVED:

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Executive Director

EXHIBIT A  
Agreements for Engineering Services

<b>D No. /Agreement / Designation Date</b>	<b>Firm/Address</b>	<b>MAP / Contracts Program Item No.</b>	<b>Term of Agreement</b>	<b>M/WBE and SDVOB Firms/Goals</b>
D215035, Term Agreement for the 2026-2027 Biennial Bridge Inspection of the Governor Mario M. Cuomo Bridges in the New York Division	Stantec Consulting Services, Inc. 475 Fifth Avenue, 12th Floor New York, NY 10017	\$4,500,000 Funding will be allocated according to the Board authorized Capital Program for amounts not to exceed the designated amounts in each Capital project; total spending of this item will not exceed the Maximum Amount payable specified in the competitive solicitation.	Two years, with an option for the Authority to extend for one (1) additional two (2) year term	Goals: 30% M/WBE and 6% SDVOB

TO: The Thruway Authority Board

FROM: Brent E. Howard, P.E.  
Chief Engineer

DATE: June 3, 2025

SUBJECT: Authorizing the Execution of a Time Extension to Engineering Agreement D214187 with HNTB New York Engineering and Architecture, P.C.

At its December 17, 2012 meeting (Meeting No. 695, Resolution No. 5937), the Authority Board authorized the Chief Engineer to execute an agreement with HNTB New York Engineering and Architecture, P.C. to perform Owner's Engineering Services pertaining to the project for the design and construction of the Governor Mario M. Cuomo Bridge. The Authority executed a contract with HNTB with an initial term until June 30, 2015. The Agreement has been extended several times and expires on June 30, 2025. The contract needs to be extended so that HNTB can assist the Authority with project oversight related to the anchor pipes and with litigation involving Tappan Zee Constructors, LLC.

Based upon HNTB New York Engineering and Architecture, P.C.'s performance, Authority staff recommends that the agreement be extended. Board authorization is requested to execute a two (2) year, six-month time extension with HNTB New York Engineering and Architecture, P.C. No additional costs will be required.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

**RESOLUTION NO. 6592**

AUTHORIZING THE EXECUTION OF A TIME EXTENSION  
TO THE ENGINEERING AGREEMENT D214187 WITH HNTB  
NEW YORK ENGINEERING AND ARCHITECTURE, P.C.

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute a two year, six month time extension to D214187 with HNTB New York Engineering and Architecture, P.C., and such time extension 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 Supplemental Agreements, manage and administer the Supplemental Agreement, amend the provisions of the Supplemental Agreement consistent with the terms of this Item and in accordance with the 2025 Contracts Program Resolution 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.



Meeting No. 770  
Item 20  
Appendix T



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Chief Engineer

RECOMMENDATION APPROVED:

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Executive Director

Meeting No. 770  
Item 21  
Appendix U

TO: The Thruway Authority Board

DATE: June 3, 2025

FROM: Frank G. Hoare, Esq.  
Executive Director

SUBJECT: Report on Procurement Contracts and Other Agreements Up to \$500,000  
Executed by the Executive Director During the Period January 1, 2025 to March  
31, 2025

Pursuant to Resolution No. 6461 adopted at Meeting No. 760 held on November 14, 2023, the Board adopted the Procurement Contracts Policy which authorizes the Executive Director to: execute any procurement contract, including amendments thereto, in an amount not to exceed \$500,000 provided that a Procurement Contract for professional services has a term of one year or less; increase by up to \$500,000 any procurement contract previously approved by the Board; extend any procurement contract for a period in excess of one year provided such contract or extension does not exceed \$500,000 provided that a Procurement Contract for professional services has a term of one year or less; and waive the use of a competitive procedure for certain procurement contracts. The Procurement Contracts Policy requires that the Executive Director report to the Board quarterly on all Procurement Contracts or Amendments thereto that have been executed pursuant to such authority.

Pursuant to this Resolution, attached hereto as Exhibit I is a list of the Procurement Contracts and or Amendments thereto executed by the Executive Director pursuant to the authority in the Procurement Contracts Policy during the time period of January 1, 2025 to March 31, 2025.

Meeting No.	770
Item	21
Appendix	U

RECOMMENDATION:

It is recommended that the Boards receive these Procurement Contracts and Other Agreements and file them for the public record.

  
Executive Director

Meeting No. 770  
Item 21  
Appendix U

EXHIBIT I

THRUWAY PERSONAL SERVICE CONTRACTS UP TO \$500,000  
FOR THE PERIOD January 1, 2025 – March 31, 2025

Approval Date	Amount	Contractor	Amendment No.	MWBE Goal %	SDVOBE Goal %	Purpose
1/24/25	\$0 (Amendment) \$94,000,000 (contract Value)	Kapsch TrafficCom USA, Inc	1	30%	6%	Amendment #1 to revise the change order language within the contract.