



# **BOARD OF DIRECTORS MEETING**

**September 18, 2023**

**ALBANY, NEW YORK**



# Thruway Authority

## **BOARD MEETING AGENDA**

Meeting Number 759

September 18, 2023

Albany, New York

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

### **B. Consent Items**

1. To consider and act upon the Minutes of Thruway Authority Board Meeting No. 758
2. Review and Approval of the April, May & June 2023 Financial Reports
3. Approval of the Authority's Investment Transactions –Second Quarter 2023
4. Approve Toll Rate Adjustments
5. Approving the Twenty First Supplemental Resolution, Authorizing the Issuance of General Revenue Bonds, Series P, Approving the Forms of Certain Related Documents and Authorizing an Authorized Officer to Execute Any Other Necessary Documents Related Thereto

### **C. Action Items**

6. Appointing Frank G. Hoare as Acting Executive Director, and Pending Senate Approval, Executive Director, of the New York State Thruway Authority
7. Appointing David J. Malone Chief Financial Officer
8. Approving the Selection of New Insurance Broker for the Authority's Insurance Program
9. Appointing Keith Fragomeni as Assistant Treasurer of the Authority and Christiano DeSorrento as Assistant Secretary of the Authority
10. Authorizing the Release of the Reversion Clause on Land Sold to the Madison County Industrial Development Agency, Currently Owned by the International Boxing Hall of Fame
11. Authorizing the Interim Executive Director to Execute Agreements for Real Property Valuation Services
12. Authorizing the Interim Executive Director to Execute an Agreement #PT68751 with Alarm & Suppression Inc. for Fire Alarm System Replacement and Maintenance
13. Authorizing the Interim Executive Director to Execute an Agreement #PN69178 with New York State Technology Enterprise Corporation to Assist with Land Mobile Radio Contract Negotiations and Project Implementation

14. Authorizing the Interim Executive Director to Execute a First Amendment to Agreement C010561 with Association of Public-Safety Communications Officials (APCO) to Conduct Frequency Analysis in Preparation for an Upgrade to the Authority's and State Police Troop T Radio System
15. Authorizing an Agreement with Various Telecommunication Providers for the Use of the New York State Thruway Authority's Fiber Optic System
16. Authorizing the Execution of Agreement D214932; with Stantec Consulting Services, Inc.
17. Authorizing the Execution of Agreement D214933; with, WSP USA
18. Authorizing the Execution of Agreement D214934; with Urban Engineers of NY D.P.C.
19. Authorizing the Execution of Agreement D214935; with ATANE Engineers, Architects and Land Surveyors, D.P.C.
20. Authorizing the Execution of Agreement D214936; with Gannett Fleming Engineers and Architects, PC.
21. Authorizing the Execution of Agreement D214938; with Popli Architecture + Engineering & L.S., D.P.C.

**D. Report to the Board**

22. Report on Procurement Contracts and Other Agreements Up to \$500,000 Executed by the Executive Director During the Period April 1, 2023 Through June 30, 2023
23. Report from Interim Executive Director Frank Hoare

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

**F. Other Business**

**G. Adjournment**

Meeting No. 759

Item 1

Appendix A

TO: The Thruway Authority Board

DATE: September 18, 2023

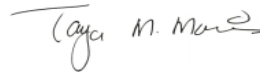
FROM: Tanya M. Morris  
Secretary

SUBJECT: Approval of Minutes of Board Meeting No. 758

Copies of the Minutes of Board Meeting No. 758 was made available to the Board Members as part of the Agenda.

RECOMMENDATION

It is recommended that the Minutes of Board Meeting No. 758 held on June 27, 2023 be approved by the Board.



\_\_\_\_\_  
Secretary

RECOMMENDATION APPROVED:



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



**MINUTES  
NEW YORK STATE THRUWAY AUTHORITY  
BOARD MEETING NO. 758  
June 27, 2023**

Meeting minutes of the New York Thruway Authority, held in the boardroom at 200 Southern Boulevard, Albany, New York.

The meeting of the New York State Thruway Authority Board opened in session for the consideration of various matters. These minutes reflect only the items considered by the New York State Thruway Authority Board. The meeting began approximately at 1:18 p.m.

The following committee members were present:

Joanne M. Mahoney, Chair  
Robert Megna, Vice-Chair  
Jose Holguin-Veras, Ph.D., Board Member  
Heather Briccetti Mulligan, Board Member  
Norman H. Jones, Board Member via Webex

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

Staff present:

Frank G. Hoare, Executive Director  
Matthew Trapasso, Chief of Staff  
Karen Osborn, Interim Chief Financial Officer  
Joseph Igoe, Deputy General Counsel  
Rich Lee, Chief Engineer  
Jim Konstalid, Director of Maintenance & Operations  
Selica Grant, Acting Director of Administrative Services  
Mary Boehm, Director, Audit Management Services  
Andrew Trombley, Director of Procurement Services  
Erika Beardsley, Acting Director, Center Excellence  
Tim Bonney, Director of Applications Development  
Sean Lasher, Information Technology Specialist  
William Hewitt, Information Technology Specialist  
Tanya Morris, Board Secretary

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

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

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

Chair Mahoney asked Ms. Morris if there were any public comments. Ms. Morris stated there were no comments.

#### **Item 1 by Chair Mahoney (Appendix A)** **Approval of the Minutes of Meeting No 757**

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

Upon motion duly made and seconded, the Board approved the minutes of Meeting No. 757 held March 27, 2023, which was made available to the Board Members as part of the Agenda.

#### **Item 2 by Karen Osborn (Appendix B)** **Financial Report– January, February & March 2023**

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

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

Upon motion duly made and seconded, the Board accepted the Financial Reports for January, February & March.

#### **Item 3 by Karen Osborn (Appendix C)** **Approval of the Authority's Investment Transactions –First Quarter 2023**

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

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

Upon motion duly made and seconded, the Board approved the Item.

#### **Item 4 by Selica Grant (Appendix D)** **Authorization for the Interim Executive Director to Approve 2023-2025 Salary** **Actions for Management/Confidential Employees**

Ms. Grant presented the resolution for Authorizing the Interim Executive Director to Approve 2023-2025 Salary Actions for Management/Confidential Employees.

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

Upon motion duly made and seconded, the Board authorized the Interim Executive Director to approve 2023-2025 Salary Actions for Management/Confidential Employees and adopted the following resolution:

RESOLUTION NO. 6431

AUTHORIZATION FOR THE INTERIM EXECUTIVE TO  
APPROVE 2023-2025 SALARY ACTIONS FOR DIRECTOR  
MANAGEMENT/CONFIDENTIAL EMPLOYEES

RESOLVED, the Interim Executive Director be, and is hereby is, authorized to take the necessary steps to grant and implement any 2023-2025 salary actions for M/C employees described in this agenda item, and be it further

RESOLVED, the recommendations to withhold salary increases and/or lump sum payments, in whole or in part, are subject to the approval of the Interim Executive Director, and be it further

RESOLVED, that the Interim Executive Director be, and hereby is, authorized to extend appropriate provisions of collective bargaining agreements that have been or may be reached as a result of labor negotiations with the Authority's unionized employees (including the reduction of such benefits) to the Authority's M/C employees, and be it further

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

**Item 5 by Josh Klemm/Presented by Tim Bonney (Appendix E)**  
**Authorizing the Interim Executive Director to Execute a Non-Engineering Personal Services Contract with I-Site, Inc.**

Mr. Bonney presented the resolution for Authorizing the Interim Executive Director to Execute a Non-Engineering Personal Services Contract with I-Site, Inc.

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

Upon motion duly made and seconded, the Board Authorized the Interim Executive Director to Execute a Non-Engineering Personal Services Contract with I-Site, Inc. and adopted the following resolution:

**RESOLUTION NO. 6432**

AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO EXTEND A NON-ENGINEERING PERSONAL SERVICES CONTRACT WITH I-SITE, INC. TO PROVIDE DRUPAL PLATFORM DEVELOPMENT AND MAINTENANCE SUPPORT SERVICES FOR AUTHORITY CUSTOMER FACING WEB SITES.

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RESOLVED, that the Interim Executive Director or his designee be, and hereby is, authorized to execute an amendment to extend a Non-Engineering Personal Services Contract with I-Site, Inc. for a maximum amount payable of \$487,500 for a five year term for the purpose of providing personal services related to Drupal platform development and maintenance support services for Authority customer facing web sites; and be it further

RESOLVED, that such amendment shall be on terms and conditions deemed to be in the best interest of the Authority and consistent with all Authority policies; and be it further



RESOLVED, that the Interim 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.

**Item 6 by Josh Klemm/Presented by Tim Bonney (Appendix F)**  
**Authorizing the Interim Executive Director to execute a Non-Engineering Personal Services Contract with Oracle**

Mr. Bonney presented the resolution for Authorizing the Interim Executive Director to Execute a Non-Engineering Personal Services Contract with Oracle.

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

Upon motion duly made and seconded, the Board Authorized the Interim Executive Director to Execute a Non-Engineering Personal Services Contract with Oracle and adopted the following resolution:

**RESOLUTION NO. 6433**

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A NON-ENGINEERING PERSONAL SERVICES CONTRACT WITH ORACLE TO PROVIDE UNIFIER PLATFORM MIGRATION, DEVELOPMENT, INTEGRATION, TRAINING, AND MAINTENANCE SUPPORT SERVICES FOR UNIFIER, THE AUTHORITY'S INTEGRATED AND HOLISTIC FINANCIAL MANAGEMENT SYSTEMS.

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RESOLVED, that the Interim Executive Director or his designee be, and hereby is, authorized to execute an agreement with Oracle, Inc. for a maximum amount payable of \$673,800 for a one year term for the purpose of providing personal services related to the Unifier migration, development, integration, training, and maintenance support services for the Authority's integrated and holistic financial management system.

RESOLVED, that such agreement shall be on terms and conditions deemed to be in the best interest of the Authority and consistent with all Authority policies; and be it further

RESOLVED, that the Interim 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.

**Item 7 by Jim Konstalid (Appendix F)**

**Authorizing the Interim Executive Director to Execute an Agreement with the Canal Society of New York State to Operate the Port Byron Old Erie Canal Heritage Park**

Mr. Konstalid presented the resolution for Authorizing the Interim Executive Director to Execute an Agreement with the Canal Society of New York State to Operate the Port Byron Old Erie Canal Heritage Park.

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

Upon motion duly made and seconded, the Board Authorized the Interim Executive Director to Execute an Agreement with the Canal Society of New York State and adopted the following resolution:

**RESOLUTION NO. 6434**

**AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR  
TO EXECUTE AN AGREEMENT WITH THE CANAL  
SOCIETY OF NEW YORK STATE TO OPERATE THE PORT  
BYRON OLD ERIE CANAL HERITAGE PARK AT  
MILEPOST 308.30 EASTBOUND**

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RESOLVED, that the competitive procedures required by the Thruway Authority Procurement Contracts Policy are waived and the Interim Executive Director or designee be, and hereby is, authorized to negotiate and executive an Agreement with Heritage Park to operate the Port Byron Old Erie Canal Heritage Park; and be it further

RESOLVED, that such Agreement will be for a term of August 14, 2023 through December 31, 2026 with the option to renew for one (1) additional one (1) year term, shall have a maximum amount payable not to exceed \$700,204, and shall be on such other terms and conditions as the Interim Executive Director, Director of Maintenance and Operations, and General

Counsel determine to be in the best interest of the Authority; and  
be it further

RESOLVED, that the Interim Chief Financial Officer be,  
and hereby is, authorized to charge expenditures for services  
rendered pursuant to such Agreement to the Department of  
Maintenance and Operations Budget; and be it further

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

**Item 8 by Joe Igoe (Appendix H)**

**Reaffirming Previously Approved Board Resolution No. 6343 Declaring Real Property  
Reference No. TN20-3 - Subject Property B, Located in the Town of Clarkstown and  
County of Rockland, as Not Necessary for Authority Corporate Purposes and  
Authorizing the Negotiated Sale Thereof**

Mr. Igoe presented the resolution for Reaffirming Previously Approved Board Resolution No. 6343.

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

Upon motion duly made and seconded, the Board Authorized the Reaffirming of Previously Approved Board Resolution No. 6343 and adopted the following resolution:

**RESOLUTION NO. 6435**

REAFFIRMING PREVIOUSLY APPROVED BOARD  
RESOLUTION NO. 6343 DECLARING REAL PROPERTY  
REFERENCE NO. TN20-3 – SUBJECT PROPERTY B,  
LOCATED IN THE TOWN OF CLARKSTOWN AND  
COUNTY OF ROCKLAND, AS NOT NECESSARY FOR THE  
AUTHORITY’S CORPORATE PURPOSES AND  
AUTHORIZING THE NEGOTIATED SALE THEREOF

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RESOLVED, that the Board reaffirms Resolution No. 6343 and hereby finds, determines and declares that all remaining right, title and interest in and to Real Property Reference No. TN20-3 (hereinafter, "Subject Property"), as shown and delineated on Exhibits II and III attached hereto and made a part hereof, are not necessary for the Authority's corporate purposes and, therefore, available for auction; and be it further

RESOLVED, that the Interim Executive Director, or his designees, be and the same hereby is/are, authorized to negotiate the disposal of real property because the public auction of the Property resulted in bids below the minimum-bid in open competition; and be it further

RESOLVED, that the Subject Property be, and the same hereby is, authorized for conveyance to GIS Realty, LLC (hereinafter, "Applicant") pursuant to Public Authorities Law Section 2897, subsec. 6, par. C, subpar. iii.; and be it further

RESOLVED, that such conveyance to the Applicant be predicated upon Applicant's payment consideration in the amount of \$110,500; and be it further

RESOLVED, that the Interim Executive Director, or his designee, be, and the same hereby is, authorized to execute an agreement for the Subject Property with the Applicant on the terms and conditions specified herein and other terms and conditions deemed by General Counsel to be in the Authority's best interest, and to take all necessary actions to convey the Subject Property to the Applicant; and be it further

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

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

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

**Item 9 by Joe Igoe(Appendix I)**

**Amending Resolution 6421 Declaring Full Jurisdiction Over Title, Real Property Reference No. TB22-4 Located in the Town of Hamburg and County of Erie, as Not Necessary for the Authority's Corporate Purposes; and Consenting to the Transfer of Such Full Jurisdiction to the New York State Department of Transportation**

Mr. Igoe presented the Item for Amending Resolution 6421 Real Property Reference No. TB22-4.

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

Upon motion duly made and seconded, the Board Authorized the Amending Resolution No. 6421 Real Property Reference No. TB22-4 and adopted the following resolution:

RESOLUTION NO. 6436

AMENDING RESOLUTION 6421 DECLARING FULL JURISDICTION OVER TITLE TO REAL PROPERTY REFERENCE NO. TB22-4, LOCATED IN THE TOWN OF HAMBURG AND COUNTY OF ERIE, AS NOT NECESSARY FOR THE AUTHORITY'S CORPORATE PURPOSES; AND CONSENTING TO THE TRANSFER OF SUCH JURISDICTION TO THE NEW YORK STATE DEPARTMENT OF TRANSPORTATION

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RESOLVED, that full jurisdiction over title in and to certain real property designated as revised Real Property Reference No. TB22-4 (hereinafter, "Subject Property") and shown on, and described in Exhibit I attached hereto and made a part hereof, is hereby found to be not necessary for the Authority's corporate purposes; and be it further

RESOLVED, that, pursuant to New York Public Lands Law § 3, subdivision 4, and without any monetary consideration to be given by any party to the other, a transfer of full jurisdiction over title in and to Real Property Reference No. TB22-4 (hereinafter, "TJ") from the Authority to the New York State Department of Transportation be, and the same hereby is, authorized; and be it further

RESOLVED, that the Interim Executive Director, Chief Engineer, Chief Financial Officer, Director of Maintenance and Operations and General Counsel be, and the same hereby are, authorized to take all steps necessary to implement this board action; and be it further

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

**Item 10 by Joe Igoe (Appendix J)**

**Amending Resolution 6420 Declaring Real Property Reference No. TB21-2, Located in the Town of Hamburg and County of Erie, as Not Necessary for Authority Corporate Purposes and Authorizing the Auction Thereof**

Mr. Igoe presented Amending Resolution No. 6420 Real Property Reference No. TB21-2.

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

Upon motion duly made and seconded, the Board authorized Amending Resolution No. 6420 Real Property Reference No. TB21-2 and adopted the following resolution:

**RESOLUTION NO. 6437**

AMENDING RESOLUTION 6420 DECLARING REAL PROPERTY  
REFERENCE NO. TB21-2, LOCATED IN THE TOWN OF  
HAMBURG AND COUNTY OF ERIE, AS NOT NECESSARY FOR  
THE AUTHORITY'S CORPORATE PURPOSES AND  
AUTHORIZING THE AUCTION THEREOF

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RESOLVED, that the Board hereby finds, determines and declares that all remaining right, title and interest in and to revised Real Property Reference No. TB21-2 (hereinafter, "Subject Property"), as shown and delineated on Exhibit I attached hereto and made a part hereof, is not necessary for the Authority's corporate purposes and, therefore, available for auction subject to the reservation of a drainage easement for the People of the State of New York; and be it further

RESOLVED, that the Office of Real Property Management is authorized to conduct a public auction (hereinafter, "Auction") of the Property at a minimum-bid amount of \$4,965,000 (hereinafter, "Minimum Bid"); and be it further



RESOLVED, that the Interim Executive Director, or designee, be, and the same hereby is, authorized to accept the highest responsive bid that meets or exceeds the Minimum Bid, to memorialize such acceptance via the execution of an agreement for the sale of real property with the highest bidder on terms and conditions deemed by General Counsel to be in the Authority's best interest, and to convey the Subject Property to such highest responsive bidder; and be it further

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

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

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

**Item 11 by Rich Lee (Appendix K)**

**Authorizing Additional Funding for TAA 23-13B/D214916, MP 111.13 and 113.22 Bridge Preservation**

Mr. Lee presented the resolution for Authorizing Additional Funding for TAA-23-13B/D214916, MP 111.13 and 113.22 Bridge Preservation.

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

Upon motion duly made and seconded, the Board authorized the Additional and adopted the following resolution:

RESOLUTION NO. 6438

AUTHORIZING ADDITIONAL FUNDING FOR TAA 23-13B/D214916, MP 111.13 AND 113.22 BRIDGE PRESERVATION

RESOLVED, that an additional \$5,283,000.00 (revising the total contract value to \$9,283,000.00) for TAA 23-13B/D214916, MP 111.13 and 113.22 Bridge Preservation be, and the same hereby is authorized, and be it further

RESOLVED, that the additional funding be allocated to TAA 23-13B/D214916, from project deferments and bid savings from the 2023 Contracts Program, and be it further

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

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

**Item 12 by Rick Lee (Appendix L)**

**Authorizing Additional Funding for TAN 23-15B/D214897A, Structural steel repairs, seismic retrofits & light pole replacements of the North Grand Island bridges and light pole replacements of the South Grand Island Bridges**

Mr. Lee presented the resolution for Authorizing Additional Funding for TAN 23-15B/D214897A.

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

Upon motion duly made and seconded, the Board Authorized the Additional Funding for TAN 23-15B/D214897A and adopted the following resolution:

RESOLUTION NO. 6439

AUTHORIZING ADDITIONAL FUNDING FOR TAN 23-15B/D214897A, STRUCTURAL STEEL REPAIRS, SEISMIC RETROFITS & LIGHT POLE REPLACEMENTS FOR THE NORTH GRAND ISLAND BRIDGES AND LIGHT POLE REPLACEMENTS OF THE SOUTH GRAND ISLAND BRIDGES

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RESOLVED, that an additional \$31,705,000.00 (revising the total contract value to \$67,705,000.00) for TAN 23-15B/D214897A, Structural steel repairs, seismic retrofits & light pole replacements for the North Grand Island bridges and light pole replacements of the South Grand Island Bridges be, and the same hereby is authorized, and be it further

RESOLVED, that the additional funding be allocated to TAN 23-15B/D214897A from project deferments and bid savings from the 2023 Contracts Program, and be it further

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

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

**Item 13 by Rich Lee (Appendix M)**

**Authorizing the Execution of Term Agreement D214917 with Stantec Consulting Services, Inc.**

Mr. Lee presented the resolution for Authorizing the Execution of Term Agreement D214917 with Stantec Consulting Services.

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

Upon motion duly made and seconded, the Board Authorized the Execution of Term Agreement D214917 with Stantec Consulting Services, Inc. and adopted the following resolution:

**RESOLUTION NO. 6440**

**AUTHORIZING THE EXECUTION OF AGREEMENT D214917  
WITH STANTEC CONSULTING SERVICES, INC.**

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement (D214917) 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 2023 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.

**Item 14 by Andrew Trombley (Appendix Y) Report on Procurement Contracts and Other Agreements Up to \$300,000 Executed by the Executive Director During the Period January, 2023 through March 31, 2023**

Mr. Trombley presented the report on Procurement Contracts to the Board.

Upon motion duly made and seconded, without any objections, the Board accepted the Report on Procurement Contracts and other Agreements Executed by the Executive Director during the period January 1, 2023 through March December 31, 2023.

**Report to the Board**

Interim Executive Director Hoare started off with thanking Tanya Morris, Board Secretary and Department heads on doing a good job preparing for the Agenda and Board meeting. It takes a lot of work scheduling and preparing for these meetings, and it is all lead by Tanya Morris.

Mr. Hoare recognized and thanked Karen Osborn for being the Interim Chief Financial Officer. He spoke about Karen's distinguished career here at the Thruway Authority. Karen will be retiring in July 2023.

Mr. Hoare also updated the Board on two critical projects the Service Areas and Comptroller's Audit.

**GENERAL PUBLIC COMMENT PERIOD**

Chair Mahoney asked Ms. Morris if there was any public comment regarding the Board Meeting and Ms. Morris said no comments were made.

## **ADJOURNMENT**

There being no other business, upon motion duly made and seconded, the board voted to adjourn the meeting at 2:18 p.m.

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Tanya M. Morris  
Board Secretary

DRAFT

Meeting No. 759  
Item 2  
Appendix B

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: David Malone  
Acting Chief Financial Officer

SUBJECT: Financial Report – April, May, and June 2023

The Acting Chief Financial Officer is formally submitting a copy of the Financial Report for the months of April, May, and June 2023.

The Finance Committee considered this item at its September 18, 2023 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.



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Acting Chief Financial Officer

APPROVED:



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Interim Executive Director

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



Meeting No. 759  
Item 3  
Appendix C

TO: The Thruway Authority Board  
FROM: David Malone  
Acting Chief Financial Officer

DATE: September 18, 2023

SUBJECT: Investment Transactions – Second Quarter Investments 2023

The Acting 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 June 30, 2023. The attached Exhibit B details the investments held as of June 30, 2023. These Exhibits are submitted in accordance with the Authority's Investment Policy as approved by the Board on March 27, 2023.

The Finance Committee considered this item at its September 18, 2023 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.

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

RECOMMENDATION APPROVED:

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

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

Meeting No.	759
Item	4
Appendix	D

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: David Malone  
Acting Chief Financial Officer

SUBJECT: Approving Proposed Toll Rate Adjustments in Order to Provide Sufficient Net Revenue to Finance the Authority's Multi-Year Capital Program and to Comply with the General Revenue Bond Resolution, the Authority's Fiscal Management Guidelines and to Meet the Requirements of 2 NYCRR Part 203, the Issuance of a Negative Declaration of Environmental Significance, and Any Other Action Necessary for Implementation of the Proposed Toll Rate Adjustment

By Resolution No. 6395, adopted at Meeting No. 756, held on December 5, 2022, the Authority Board authorized the Executive Director to take the necessary actions preparatory to a Thruway toll rate adjustment. The Resolution also declared that after the necessary actions had been taken the Executive Director would recommend to the Board for consideration a specific toll rate adjustment plan that would fund the Authority's Multi-Year Capital Program ("Capital Program") and to comply with the General Revenue Bond Resolution, the Authority's Fiscal Management Guidelines and to meet the requirements of 2 NYCRR Part 203.

The necessary actions have been taken and the Authority has complied with the procedures set forth in Public Authorities Law Section 2804, Executive Law Section 101-a, the State Administrative Procedure Act ("SAPA"), and the State Environmental Quality Review Act ("SEQRA"). Specifically, following the Board Meeting on December 5, 2022, wherein the Authority Board directed the implementation of the required statutory and regulatory procedures preparatory to a toll rate adjustment, pursuant to Public Authorities Law Section 2804, the Stantec Report entitled, "New York State Thruway Authority Financial Requirements and Proposed Toll Adjustments" (the "Report") was filed with the necessary offices.

Pursuant to SAPA Section 202, the Authority submitted to the Department of State a Notice of Proposed Rule Making concerning the toll adjustment for publication in the State Register on January 4, 2023. Required notices were also provided pursuant to Executive Law Section 101-a at the time of the filing in the State Register.

In accordance with SEQRA, Authority staff and its consultants undertook a comprehensive analysis of the potential environmental impact from the implementation of a proposed toll adjustment.

Public hearings required by Section 2804 of the Public Authorities Law were held on May 8, 2023 in Cheektowaga, May 9, 2023 in Syracuse, May 16, 2023 in West Nyack, May 22, 2023 in Glenmont and virtually on June 5, 2023. The necessary notices of said hearings were published in the State Register on April 19, 2023 and sent as required. Relevant materials, including the Report from Stantec, the Authority's independent traffic consultant, and the proposed toll schedule were made available for public review on the Authority's website or upon request. Public comments were considered until June 12, 2023 and assessed pursuant to SAPA. The Authority received comments starting in December 2022 and received comments both in support and in opposition to its proposed toll adjustment.

There were comments generally opposed to a toll increase as well as opposition specific to higher tolls and non-E-ZPass users and infrequent users of the Thruway as well as opposing higher tolls for non-NY E-ZPass holders. There were concerns raised about the impact of the proposed toll adjustment on the trucking and bus industries, vehicles transporting agricultural products and small businesses and the timing of the toll adjustment implementation during inflation and economic struggles. The comments from the construction industry generally supported the

increase and the need to address deteriorating infrastructure but some noted the revenues were not sufficient to support the infrastructure needs. There were comments received regarding pursuing uncollected tolls particularly from out of state users. There were no suggestions within the Authority's control that raised suitable alternatives to the toll adjustment. The proposed toll adjustment and related components are necessary and are critical in providing funding necessary for the Authority's financial obligations.

The *Assessment of Public Comments* is attached hereto as Exhibit I.

**Environmental Assessment:**

In accordance with the applicable provisions of the SEQRA and the regulations promulgated thereunder (6 NYCRR Part 617), the Authority and Stantec Consulting Services, Inc. (Stantec), the Authority's independent traffic engineer, have prepared a Full Environmental Assessment Form ("Assessment"), attached hereto as Exhibit II, and a comprehensive report titled "New York State Thruway Authority Environmental Assessment for Proposed Toll Modification" ("Environmental Report"), attached hereto as Exhibit III to examine the potential environmental significance of the toll adjustment. Based on the findings of the Assessment and Environmental Report, issuance of a Determination of Non-Significance (Negative Declaration) is recommended by the Authority's Chief Engineer. It is recommended that the Negative Declaration be approved by the Board and the Chief Engineer is authorized to execute and issue such.

**Proposal:**

In accordance with the recommendations of Stantec, and its report previously approved by the Board on December 5, 2022, Authority staff is recommending that the Board adopt the following toll adjustment proposal ("Toll Adjustments"):

#### Changes Applicable to Entire System

- Beginning on January 1, 2024, increase the current 30 percent Tolls by Mail rate differential (a toll rate 30 percent above the NY E-ZPass rate) to a 75 percent differential.
- Beginning on January 1, 2024, increase the current Non-NY E-ZPass toll rate differential from a 15 percent rate differential (a toll rate 15 percent above the NY E-ZPass rate for Non-NY E-ZPass tolls) to a 75 percent differential.

#### Changes Not Applicable to Governor Mario M. Cuomo Bridge

- On January 1, 2024, and January 1, 2027, increases NY E-ZPass toll rates by 5% across the System with the exception of the Governor Mario M. Cuomo Bridge.

#### Changes Specific to the Governor Mario M. Cuomo Bridge

- Beginning on January 1, 2024, and continuing through January 1, 2027, provides annual 50 cent increases to the NY E-ZPass passenger toll rate. This would increase the rate to \$7.75 as of January 1, 2027.
- Increases commercial toll rates in proportion to the NY E-ZPass passenger rate increases.
- Maintains the Commuter Discount of 40% off the NY E-ZPass passenger rate.
- Increases the Resident Discount Program from 17% to 20% off the NY E-ZPass rate that is applicable to qualified Westchester and Rockland residents with class 2L passenger vehicles, a NY E-ZPass account and who opt into the plan and provide proof of residency.

#### Continuation of Toll Practices

The Authority will continue the following practices implemented as of January 1, 2021:

- Impose a \$2 Administrative Surcharge on Tolls by Mail Bills for non-E-ZPass statements to support the administrative costs associated with processing transactions through the

Tolls by Mail program and to incentivize more customers to sign up for an E-ZPass account.

- Image Tolls Policy: All transactions that are processed through a license plate image review pay the Tolls by Mail toll rate. Customers who have an E-ZPass account yet their toll transaction must be processed via the Tolls by Mail process (ex. due to failure to mount the E-ZPass transponder properly and a toll transaction is processed through a license plate image review under the Tolls by Mail process) are charged the Tolls by Mail toll rate to account for the higher administrative cost incurred for processing the transaction.

The proposed regulations implementing these Toll Adjustments are attached hereto as Exhibit IV.

Authority staff presented this item to the Finance Committee at its September 18, 2023 meeting, and the Committee recommended that Authority staff present this item to the full Board at its September 18, 2023 meeting.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. \_\_\_\_\_

APPROVING PROPOSED TOLL RATE ADJUSTMENTS IN ORDER TO PROVIDE SUFFICIENT NET REVENUE TO FINANCE THE AUTHORITY'S MULTI-YEAR CAPITAL PROGRAM AND TO COMPLY WITH THE GENERAL REVENUE BOND RESOLUTION, THE AUTHORITY'S FISCAL MANAGEMENT GUIDELINES AND TO MEET THE REQUIREMENTS OF 2 NYCRR PART 203, ISSUANCE OF A NEGATIVE DECLARATION OF ENVIRONMENTAL SIGNIFICANCE, AND ANY OTHER ACTION NECESSARY FOR IMPLEMENTATION OF THE PROPOSED TOLL RATE ADJUSTMENT

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RESOLVED, in accordance with the provision of Resolution No. 6395 adopted at Meeting No. 756 held on December 5, 2022, the staff of the Authority has undertaken preparatory actions in relation to establishing a toll rate adjustment and that such actions conform with the Authority's General Revenue Bond Resolution, the Authority's Fiscal Management Guidelines, 2 NYCRR Part 203 and the applicable statutory procedures outlined in the Public Authorities Law and the State Environmental Quality Review Act, and be it further

RESOLVED, that in accordance with the applicable provisions of the State Environmental Quality Review Act ("SEQRA") and the regulations promulgated thereunder (6 NYCRR Part 617), as the SEQRA Lead Agency, for this action, the Authority has prepared a Full Environmental Assessment Form, attached hereto as Exhibit II and made a part hereof, and has undertaken a full environmental assessment to examine the environmental significance of the proposed toll adjustment, and be it further

RESOLVED, that the Board approves the Negative Declaration of Environmental Significance attached hereto as Exhibit II and made a part hereof and approves the execution and issuance of such Negative Declaration of Environmental



Significance by the Chief Engineer in accordance with the provisions of 6 NYCRR Part 617, and be it further

RESOLVED, that the Board approves and adopts the specific toll adjustment proposal as detailed in this agenda item, and Exhibit IV attached hereto and made a part hereof, such toll adjustment proposal being necessary to fund the Authority's Multi-Year Capital Plan and to meet the requirements of the Authority's General Revenue Bond Resolution, the Authority's Fiscal Management Guidelines and 2 NYCRR Part 203 and hereby authorizes the Executive Director, or his designee, to take all actions necessary to amend the rules and regulations of the Authority and to implement the toll adjustment proposal in accordance with this agenda item, and be it further

RESOLVED, that the Board authorizes the Interim Executive Director, or his designee, to take any other action deemed necessary to accomplish the implementation of the toll adjustment proposal authorized herein, and be it further

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



Acting Chief Financial Officer



Interim Executive Director

Please refer to Item 4 in the  
Finance Committee Meeting  
Book

Meeting No. 759  
Item 5  
Appendix E

TO: The Thruway Authority Board  
FROM: David Malone  
Acting Chief Financial Officer

DATE: September 18, 2023

SUBJECT: Approving the Twenty First Supplemental Resolution, Authorizing the Issuance of General Revenue Bonds, Series P, 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 as shall be necessary, in the opinion of the Authority, to provide sufficient moneys for achieving its corporate purposes. The Authority desires to authorize the issuance of General Revenue Bonds, Series P (the “Series P Bonds”), in an aggregate principal amount not to exceed \$1,700,000,000, in one or more Series or subseries and at any one or more times prior to September 18, 2024, in order to: (i) finance a portion of its ongoing capital programs; (ii) pay capitalized interest on any outstanding debt; (iii) refund all or a portion of certain outstanding General Revenue Bonds; (iv) pay the tender price of all or a portion of certain outstanding General Revenue Bonds; (v) fund reserves or purchase Reserve Credit Facilities; and (vi) pay cost of issuance of the Series P Bonds .

The Series P Bonds will be issued pursuant to the General Revenue Bond Resolution, adopted by the Board on August 3, 1992 and as amended on January 5, 2007 (as amended and supplemented, the “Resolution”) and will be the sixteenth series of Bonds issued thereunder. The Authority previously issued: (i) \$350,000,000 of Series A Bonds on August 25, 1992; (ii) \$202,345,000 of Series B Bonds on December 23, 1993; (iii) \$320,000,000 of Series C Bonds on February 23, 1995; (iv) \$350,000,000 of Series D Bonds on May 15, 1997; (v) \$575,555,000 of

Series E Bonds on June 18, 1998; (vi) \$624,570,000 of Series F Bonds on March 30, 2005; (vii) \$738,925,000 of Series G Bonds on September 29, 2005; (viii) \$1,008,910,000 of Series H Bonds on October 11, 2007; (ix) \$1,122,560,000 of Series I Bonds on June 27, 2012; (x) \$677,460,000 of Series J Bonds on February 6, 2014; (xi) \$743,865,000 of Series K Bonds on December 17, 2014; (xii) \$596,220,000 of Series L Bonds on March 8, 2018; (xiii) \$857,625,000 of Series M Bonds on October 30, 2019; (xiv) \$450,000,000 of Series N Bonds on March 5, 2020; and (xv) \$549,580,000 of Series O Bonds on March 5, 2021 (the remaining outstanding bonds of the foregoing series of General Revenue Bonds, together with the Series P Bonds, are hereinafter referred to collectively as the “Bonds”).

The Resolution establishes limits on the issuance of additional series of General Revenue Bonds, through an additional bonds test, a refunding bonds test (as applicable) and a toll covenant. Subject to such incurrence tests, General Revenue Bonds may be issued or incurred to: finance Authority project costs authorized by law, including capital costs relating to the Thruway System, to pay previously issued notes, to refund certain outstanding bonds, to make deposits into the Senior Debt Service Reserve Fund, to pay costs of issuance, and if prudent, to make deposits into the Reserve Maintenance Fund. The issuance of Series P Bonds will only occur upon a finding of an Authorized Officer (as that term is defined in the Resolution) that such issuance complies with the requirements established by the Resolution.

In order to issue the Series P Bonds, Section 202 of the Resolution requires that a Twenty-First Supplemental Revenue Bond Resolution (“Series P Supplemental Resolution”) be adopted by the Board. The Series P Supplemental Resolution authorizing the issuance of the Series P Bonds is submitted to the Board for approval. The Bonds, including the Series P Bonds, are direct

obligations of the Authority, and the full faith and credit of the Authority and all Revenues of the Authority, not subject to prior liens, are thereby pledged in accordance with the terms of the Resolution.

The Resolution established a flow of funds for Authority operations, which among other things, established the operating and maintenance needs of the Thruway System as the highest priority. It established reserve funds for the capital program including equipment for the Thruway System and for the payment of principal of and interest on General Revenue Bonds, as well as a General Reserve Fund, whose funds are available, subject to Board approval, for any lawful corporate purposes of the Authority.

In accordance with the Act and the Resolution, the Authority will also need to adopt, execute or deliver various other documents. The Series P Bonds Resolution authorizes an Authorized Officer the power to determine whether the sale of the Series P Bonds will be sold on a competitive or negotiated basis. While it is currently anticipated that the Series P Bonds will be offered and sold on a negotiated basis, a final determination as to whether to undertake a competitive or negotiated offering of the Series P 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, as well as the following documents, which are either attached as exhibits or described below, in order to effectuate the financing plan to issue the Series P Bonds:

1. The Twenty-First Supplemental Resolution Authorizing Series P Bonds: The form of the Twenty-First Supplemental Resolution, attached hereto, is presented to the Board for authorization to issue Series P Bonds. The Twenty-First Supplemental Resolution

authorizes the issuance of up to \$1,700,000,000 aggregate principal amount of Series P Bonds which may be issued in one or more Series or subseries and on a tax-exempt and/or taxable basis to (i) pay or reimburse the Authority for Project Costs, including any amount determined by an Authorized Officer pursuant to a Certificate of Determination to be used to make required deposits into the Reserve Maintenance Fund; (ii) pay capitalized interest on any outstanding debt; (iii) refund all or a portion of certain outstanding General Revenue Bonds; (iv) pay the tender price of all or a portion of certain outstanding General Revenue Bonds; (v) fund reserves or purchase Reserve Credit Facilities; and (vi) pay cost of issuance of the Series P Bonds. The Twenty First Supplemental Resolution delegates to an Authorized Officer, within certain parameters, the power to determine certain matters, including the principal amount of Series P Bonds to be issued, maturity dates, interest rates and redemption prices for the Series P Bonds and whether to obtain a Credit Facility or a Reserve Credit Facility (as such terms are defined in the Resolution), as well as the power to execute and deliver any further documents and instruments necessary to carry out the provisions of such supplemental resolution.

2. Series P Bonds Preliminary Official Statement: A Preliminary Official Statement and final Official Statement (collectively referred to as the “Official Statement”) substantially in the form of the official statement relating to the Series O Bonds will be prepared and distributed to the potential investors of the Series P Bonds. The Official Statement distributed to investors is intended to meet federal securities law requirements that the material aspects of the financing (except, in the case of the Preliminary Official Statement, for pricing terms) and the Series P Bonds, the security therefor and related matters be

- adequately disclosed and in order to accomplish that goal, the Official Statement will contain historic and current financial and operating information relating to the Authority.
3. Tender Invitation: The Authority intends to make an offer to purchase certain maturities of its outstanding General Revenue Bonds, including the Series M Bonds (the “Tender Offer”), for cash. The methodology for establishing the purchase price of the Series M Bonds will be determined by the Authority in consultation with its advisors. No Series M 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 Series M Bonds to be purchased, and the pricing methodology will be set forth in the Tender Invitation, which will be provided to holders of the Series M Bonds. Funds for purchase of the tendered Series M Bonds will come from a portion of the proceeds of the Series P Bonds.
  4. Continuing Disclosure Agreement: Rule 15c2-12, promulgated under the Securities Exchange Act of 1934 (“Rule 15c2-12”), mandates certain disclosure requirements for municipal securities offerings in the secondary market. The rule requires underwriters of municipal securities to determine that municipal issuers have agreed to provide ongoing disclosure of certain material information to the Municipal Securities Rulemaking Board (“MSRB”), through its Electronic Municipal Market Access System (“EMMA”) and that such underwriters have systems in place to monitor such information concerning municipal bonds, notes or other securities in the secondary market. Entering into the Continuing Disclosure Agreement will (i) enable such purchasers/underwriters to comply with their SEC regulatory requirements and (ii) facilitate the best competitive bid(s) or negotiated

prices for the Series P Bonds. The form of the Continuing Disclosure Agreement, attached hereto, complies with Rule 15c2-12 in that the Authority is obligated to provide continuing disclosure of annual financial and operating information to EMMA. In addition, the agreement establishes the Authority's continuing responsibility for providing required notices to EMMA.

The Finance Committee reviewed and accepted this item at its September 18, 2023 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.

APPROVING THE TWENTY FIRST SUPPLEMENTAL RESOLUTION, AUTHORIZING THE ISSUANCE OF GENERAL REVENUE BONDS, SERIES P, APPROVING THE FORMS OF CERTAIN RELATED DOCUMENTS; 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, in such principal amount, in the opinion of the Authority, as shall be necessary to provide sufficient moneys for achieving its corporate purposes, and be it further



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

RESOLVED, that the Board approved, on August 3, 1992, and amended on January 5, 2007 a General Revenue Bond Resolution (as amended and supplemented, the “Resolution”) which, consistent with the Act, authorizes bonds of the Authority, designated as “General Revenue Bonds”, as direct and general 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 Section 202 of the Resolution requires that the issuance of General Revenue Bonds by the Authority shall be authorized by a supplemental resolution or resolutions of the Authority adopted by the Board at, or prior to, the time of issuance, and be it further

RESOLVED, that there has been prepared and submitted to the Board a form of Twenty First Supplemental Revenue Bond Resolution Authorizing General Revenue Bonds, Series P (the “Series P Supplemental Resolution”), authorizing an aggregate principal amount of up to \$1,700,000,000 of General Revenue Bonds, Series P (“Series P Bonds”) to be issued in one or more series

or subseries and at any one or more times prior to September 18, 2024 to: (i) pay Project Costs, including any amount determined by an Authorized Officer (as defined in the Resolution) pursuant to a Certificate of Determination to be used to make required deposits into the Reserve Maintenance Fund; (ii) pay capitalized interest on any outstanding debt; (iii) refund all or portions of outstanding Bonds; (iv) pay the tender price of all or a portion of certain outstanding General Revenue Bonds; (v) fund reserves or purchase Reserve Credit Facilities; and (vi) pay cost of issuance of the Series P Bonds, and be it further

RESOLVED, that pursuant to the Resolution and the Series P Supplemental Resolution, the Authority intends to authorize the issuance of an aggregate principal amount of up to \$1,700,000,000 of the Series P Bonds to be issued in one or more Series or subseries and at any one or more times prior to September 18, 2024, and be it further

RESOLVED, that the Series P Supplemental Resolution authorizes an Authorized Officer the power to determine whether the sale of the Series P 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 P Bonds on a competitive basis, such offer

and sale shall be pursuant to a Notice of Sale, substantially in the form of the notice of sale used in connection with the Series O Bonds, with such changes to the terms of such Notice of Sale as an Authorized Officer may deem necessary or desirable to effectuate the purposes thereof, and award of the Series P Bonds shall be made to the winning bidder(s) at the lowest true interest cost to the Authority, and be it further

RESOLVED that if an Authorized Officer determines to sell the Series P Bonds through a negotiated offering, the Authorized Officer shall have the power to select the underwriter(s) of the Series P Bonds, and execute and deliver one or more Bond Purchase Agreements between the Authority and the underwriter(s) of the Series P Bonds with customary financing provisions, subject to the limitations set forth in the Resolution, with such terms that are in the best interests of the Authority as determined by such Authorized Officer in his or her reasonable judgment, said execution and delivery being conclusive evidence of such approval, and be it further

RESOLVED, that the Board approves the form of the Series P 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 to approve and execute such

changes to the Series P Supplemental Resolution as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that in connection with the offering and sale of the Series P Bonds, the Board approves the preparation and delivery of a Preliminary Official Statement, final Official Statement, substantially in the form of the Preliminary Official Statement and final Official Statement used in connection with the Series O Bonds, with such changes to the terms of such documents as an Authorized Officer may deem necessary or desirable to effectuate the purposes thereof, and any amendments or supplements thereto which may be necessary or desirable and authorizes an Authorized Officer to approve and execute such documents , and be it further

RESOLVED, that the Board authorizes the distribution by an Authorized Officer of the Preliminary Official Statement, final Official Statement relating to the Series P Bonds and any amendments or supplements thereto which may be necessary or desirable to investors, and after execution, if appropriate, an Authorized Officer is hereby authorized to deliver to the underwriter(s), as the case may be, of the Series P Bonds an

executed copy or copies of such final Official Statement, and be it further, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to confirm that the Preliminary Official Statement related to the Series P Bonds 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 offer to purchase and to purchase, for cash, certain outstanding 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 approves the Continuing Disclosure Agreement in substantially the form submitted with this item and made a part of this resolution as though set forth in full herein and authorizes an Authorized Officer to execute and deliver such Continuing Disclosure Agreement and to approve and execute such changes as may be deemed necessary or desirable to effectuate the purposes thereof, 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 the Board authorizes the execution by the Chief Financial Officer of the Authority of a Declaration of Intent under Section 1.150-2 of the Income Tax Regulations promulgated by the Department of the Treasury, evidencing the intent of the Authority to use proceeds of the Series P Bonds to reimburse itself for the payment of certain acquisition, construction, equipping, planning, design, legal and other costs and expenses with its own funds prior to the issuance of the Series P Bonds, and be it further

Meeting No. 759

Item 5

Appendix E

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 P 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 proper to carry out the transactions contemplated by this Resolution, and be it further

RESOLVED, that all the authorizations contained herein shall be effective until September 18, 2024.

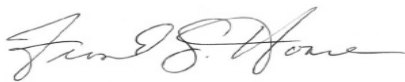
RESOLVED, that this resolution be incorporated in full in the minutes of this meeting.



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Acting Chief Financial Officer

RECOMMENDATION APPROVED:



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Interim Executive Director

Please refer to Item 5 in the  
Finance Committee Meeting  
Book



TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Ms. Joanne M. Mahoney  
Chair

SUBJECT: Appointing Frank G. Hoare as Acting Executive Director, and Pending Senate Approval, Executive Director, of the New York State Thruway Authority

Pursuant to Public Authorities Law (PAL) sections 352(3) and 354(6), the Board of the New York State Thruway Authority may delegate powers and duties to its officers, agents and employees and fix their compensation. Authority Bylaws Article V section G establish the position of Executive Director. Pursuant to PAL sections 354(6) and 2852, the New York State Senate shall vote to confirm the Board's appointment of the Executive Director.

The Executive Director, under the supervision of and subject to the directions of the Chair, is the chief executive officer of the Authority and is primarily responsible for the discharge of the administrative functions of the Authority, including the giving of such orders and directives as are necessary for the conduct of the Authority's business.

I recommend Frank G. Hoare be appointed as Acting Executive Director, effective September 18, 2023 at an annual salary of \$216,416. Mr. Hoare would serve as Acting Executive Director until the Senate takes action to confirm his nomination. Upon his confirmation, Mr. Hoare would serve as the Executive Director.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

APPOINTING MR. FRANK G. HOARE AS ACTING  
EXECUTIVE DIRECTOR, AND PENDING SENATE  
APPROVAL, EXECUTIVE DIRECTOR, OF THE NEW YORK  
STATE THRUWAY AUTHORITY

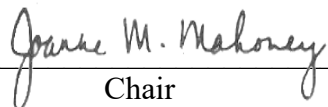
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RESOLVED, that the Board of the New York State Thruway  
Authority hereby appoint Frank G. Hoare as Acting Executive  
Director effective September 18, 2023, at an annual salary of  
\$216,416, funds for which are available in the 2023 Operating  
Budget, and be it further

RESOLVED, that Mr. Hoare as Acting Executive Director  
shall possess all of the powers reserved to the Executive Director  
pursuant to the Bylaws of the New York State Thruway Authority;

RESOLVED, that upon confirmation of Mr. Hoare's  
nomination by the New York State Senate, Mr. Hoare shall become  
Executive Director at an annual salary set forth above, as may be  
adjusted by salary adjustments applicable to M/C employees  
approved by the Board and be it further

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

  
Chair

Meeting No. 759  
Item 7  
Appendix G

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Selica Grant  
Acting Director Administrative Services

SUBJECT: Appointing David J. Malone as Chief Financial Officer

The Chief Financial Officer serves as the chief fiscal officer of the Thruway Authority, as Director of the Department of Finance and Accounts, Treasurer of the Authority, and advises the Chair and the Board on policy matters relating to financial planning and operation, fiscal management and budgeting.

David J. Malone was appointed on an acting basis effective June 30, 2023 as the Chief Financial Officer. The Board is asked to consider Mr. Malone for appointment to the position at a grade 37 with an annual salary of \$176,141.

**RECOMMENDATION:**

It is recommended the Board adopt the following resolution:

**RESOLUTION NO.**

**APPOINTING DAVID J. MALONE AS CHIEF  
FINANCIAL OFFICER**

Meeting No. 759  
Item 7  
Appendix G

RESOLVED, that the BOARD hereby  
appoints David J. Malone as Chief Financial  
Officer effective September 18, 2023 with an  
annual salary of \$176,141, for which funds are  
available in the 2023 Operating Budget, and it  
be further

RESOLVED, that David J. Malone shall  
serve as the Treasurer of the Authority, and be it  
further

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



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Acting Director of Administrative Services

Meeting No.	759
Item	8
Appendix	H

TO: Thruway Authority Board

DATE: September 18, 2023

FROM: David Malone  
Acting Chief Financial Officer

SUBJECT: Approving the Selection of an Insurance Broker for the Authority's Insurance Program

The Thruway Authority currently places their insurance policies, with the exception of workers' compensation insurance, through insurance broker NFP Property & Casualty Services, Inc (NFP). The services are provided under a competitively bid contract which expires on November 7, 2023. In addition to placing insurance policies for the Authority, the insurance broker provides consulting regarding the insurance provisions in the Authority's contracts and other matters involving insurance.

In accordance with the Purchasing Policy for Personal Service Contracts (25-5-01), a Request for Proposals ("RFP") was developed and an advertisement regarding the RFP was published in the New York State Contract Reporter on January 31, 2023. On January 31, 2023, RFP announcement emails were sent to 143 insurance agents and brokers and 21 copies of the RFP were also downloaded from the Authority's website. The Authority received four (4) proposals in response to the RFP by the due date of March 16, 2023. An evaluation committee consisting of representatives from the Department of Finance & Accounts reviewed each proposal and scored the proposals against pre-defined evaluation criteria set forth in the RFP. The committee's consensus scores were then multiplied by independently established weights for each evaluation category and a weighted score was assigned to each proposal. The firm

receiving the highest weighted score with 74.4 out of a possible 100 was NFP Property & Casualty Services, Inc.

The Bureau of Purchasing is in the process of conducting a Vendor Responsibility Review of NFP.

It is recommended that the Board authorize the Interim Executive Director to execute a contract with NFP Property & Casualty Services, Inc., pending determination that NFP is found to be responsible, to provide insurance brokerage services for a four-year period. The cost of services under this contract will be \$137,500 the first year, \$141,500 the second year, \$145,500 the third year, and \$150,000 the fourth year. The total four-year value of the contract is \$574,500. The contract provides for one option to renew the contract for one additional year for an additional \$154,500. The total contract value, inclusive of the one-year renewal option, is \$729,000. Sufficient funds will be provided in the 2024 Thruway operating budget to pay for the first year of this contract. Funding for subsequent years will be included in those years' budgets.

All insurance policies placed by NFP Property & Casualty Services, Inc. on behalf of the Authority will be invoiced to the Authority and paid outside of the contract with NFP. The total premiums paid for these policies will be approximately \$4.5 million annually. Sufficient funds for the insurance premiums will be provided in the appropriate operating budgets each year.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO

APPROVING THE SELECTION OF AN INSURANCE  
BROKER FOR THE AUTHORITY'S INSURANCE PROGRAM

---

RESOLVED, that the Interim Executive Director, or his designee, be, and hereby is, authorized to execute an agreement with a term of four (4) years and an Authority option to renew for an additional year with NFP Property & Casualty Services, Inc. to provide insurance brokerage services for Thruway Authority ("Agreement"), and be it further

RESOLVED, the Agreement shall be for a maximum amount payable of \$729,000, exclusive of the insurance premiums for the purchased policies, and be it further

RESOLVED, that the Agreement shall be on such other terms and conditions as the Interim Executive Director, in consultation with the General Counsel and Acting Chief Financial Officer, determines to be in the best interests of the Authority, and be it further

RESOLVED, that the Interim 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

Meeting No.	759
Item	8
Appendix	H

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 the Acting 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.



---

Acting Chief Financial Officer

RECOMMENDATION APPROVED:



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Interim Executive Director



TO: The Thruway Authority Board  
DATE: September 18, 2023  
FROM: Joseph P. Igoe  
First Deputy General Counsel  
SUBJECT: Appointing Keith Fragomeni as Assistant Treasurer of the Authority and Christiano DeSorrento as Assistant Secretary of the Authority

The Office of Assistant Treasurer has been vacant since the retirement of William F. McDonough, who was the Director of Investments and Asset Management. Mr. Keith Fragomeni has been appointed to replace Mr. McDonough as Director of Investments and Asset Management and this item seeks to name and appoint him to the office of Assistant Treasurer and remove him from the Office of Assistant Secretary. Cristiano DeSorrento is an Associate Investment Officer in the Department of Finance and Accounts and this item also seeks to name and appoint him to the Office of Assistant Secretary. The Assistant Treasurer and Assistant Secretary are officers of the Authority. The Board of the Authority has the power to name and appoint these officers, and these offices may be held by persons other than Board Members.

The Bylaws of the Authority state that the Assistant Treasurer shall perform such duties as may be assigned by the Treasurer, and shall perform the duties of the Treasurer in the event the Office of Treasurer is vacant, or in the event the Treasurer is unable to perform such duties by reason of illness, disability or absence. As Assistant Treasurer, Mr. Fragomeni's responsibilities would include signing vouchers, payrolls and requisitions for the disbursement of monies of the Authority from funds of the Authority, including any funds held by the Comptroller of the State of New York as Agent for the Authority; and signing and co-signing checks in the name of the Authority for withdrawal of monies from any bank account held by the Authority. The Assistant Treasurer is authorized to sign statements showing the financial condition of the Authority and

perform such other tasks of the Office of the Treasurer that are authorized by the Board, including the endorsement of documents and materials necessary for the transactions of the various financings authorized by the Board. The Bylaws of the Authority state that Assistant Secretaries shall perform such duties as may be assigned by the Secretary, and shall perform the duties of the Secretary in the event the office of the Secretary is vacant, or in the event that the Secretary is

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

RESOLUTION NO. APPOINTING KEITH FRAGOMENI  
AS ASSISTANT TREASURER OF THE AUTHORITY  
AND CHRISTIANO DESORRENTO AS ASSISTANT  
SECRETARY OF THE AUTHORITY

RESOLVED, that Keith Fragomeni is appointed as an Assistant  
Treasurer of the Authority and shall have all of the powers and duties of  
Assistant Treasurer under the Authority's Bylaws; and be it further

RESOLVED, that Christiano DeSorrento is appointed to serve in the  
Office of Assistant Secretary of the Authority and shall have all of the  
powers and duties of Assistant Secretary under the Authority's Bylaws; and  
be it further

RESOLVED, that William F. McDonough shall no longer serve as  
an Assistant Treasurer of the Authority, and Keith Fragomeni shall no longer  
serve as an Assistant Secretary of the Authority; and be it further

Meeting No.759

Item 9

Appendix I

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

A handwritten signature in cursive script, reading "Joseph P. Dye".

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First Deputy General Counsel

RECOMMENDATION APPROVED:

A handwritten signature in cursive script, reading "Jim D. Howe".

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Interim Executive Director

Meeting No. 759  
Item 10  
Appendix J

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Joseph Igoe  
First Deputy General Counsel

SUBJECT: Authorizing the Release of the Reversion Clause on Land Sold to the Madison County Industrial Development Agency, Currently Owned by the International Boxing Hall of Fame

Proposed is the transaction of Real Property Reference No. TS22-2 (hereinafter, "Subject Property") with the International Boxing Hall of Fame (hereinafter "IBHF") to pay fair market value for the release of the reversion clause on land conveyed in 2013 and 2023, as authorized pursuant to chapter 445 of the New York session laws of 2022.

On September 11, 2013, at Meeting Number 699, the Board authorized the first conveyance of 3.29± acres to IBHF via the Madison County Industrial Development Agency (hereinafter, "MCIDA") for \$1 payment waived pursuant to chapter 254 of the New York session laws of 2013, as shown hereto as Exhibit I. Chapter 254 contained a reversion clause, stating that should the land cease to be used by the IBHF, it will then revert to the Authority. Chapter 254 was subsequently amended by chapter 129 of the New York session laws of 2018 and chapter 445 of the New York session laws of 2022, copies of which are hereto as Exhibit II ("Special Legislation").

On December 5, 2022, at Meeting Number 756, the Board authorized the second conveyance of 4.609± acres to IBHF via MCIDA for \$1 payment waived as authorized by the Special Legislation, under Map 289-C, Parcel 362, attached hereto as Exhibit III. This transaction contained the same reversion clause described hereinabove for the first conveyance.

The Subject Property is comprised of two parcels with a combined 7.889± acres and are currently owned by the IBHF, which is seeking to purchase the removal of the reversion clause for fair market value pursuant to the Special Legislation as amended by chapter 445 of the New York session laws of 2022. The IBHF is planning to expand and further develop the parcel for additional IBHF needs; release of the reverter will assist with future development and financing.

VALUATION:

In accordance with the Authority's Real Property Management Policy, the value of the Subject Property was independently appraised by an appraisal consultant. CNY Pomeroy (hereinafter, "Appraiser") independently estimated the value of the reversion clause at \$107,000.

In a review appraisal conducted by staff from the Office of Real Property Management (hereinafter, "ORPM"), the Appraiser's estimate of value of the reversion was found to be justified, defensible and soundly reasoned.

APPROVAL PROCESS:

Inasmuch as the 2022 legislation authorizes the reverter release, Office of Real Property Management (hereinafter, "ORPM") staff has recommended that the reversion on the Subject Property be released to the IBHOF for fair market value consideration in the amount of \$107,000.

It is further recommended that the Interim Executive Director be authorized to execute an agreement for the release of the reversion clause on the Subject Property. In accordance with Thruway Real Property Management Policy, such agreement would be subject to approval by the Office of the Attorney General and by the State Comptroller. Following an approval of any agreement, a deed would be prepared by the Office of the Attorney General.

FIRST DEPUTY GENERAL COUNSEL’S CERTIFICATION:

In my capacity as First Deputy General Counsel, I concur with the foregoing recommendations and advice by ORPM staff, and attest that the proposed transaction complies with all applicable provisions of law relating to such transactions and with the Thruway Real Property Management Policy.

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 execution of a SEQRA Negative Declaration.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. \_\_\_\_\_

AUTHORIZING THE RELEASE OF THE REVERSION  
CLAUSE ON LAND SOLD TO THE MADISON COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY, CURRENTLY  
OWNED BY THE INTERNATIONAL BOXING HALL OF  
FAME

---

RESOLVED, that the Authority Board hereby authorizes  
Real Property Reference No. TS22-2 to be released from the  
reversion clause as authorized by chapter 445 of the New York  
session laws of 2022, and be it further

RESOLVED, that the Interim Executive Director, or his  
designee, be, and the same hereby is, authorized to execute an  
agreement for release of the reverter of the Subject Property with the

International Boxing Hall of Fame on the terms and conditions specified herein, and in chapter 445 of the New York session laws of 2022, and other terms and conditions deemed by General Counsel to be in the Authority's best interest, and to take all necessary actions necessary to convey the Subject Property, and be it further

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

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

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



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First Deputy General Counsel

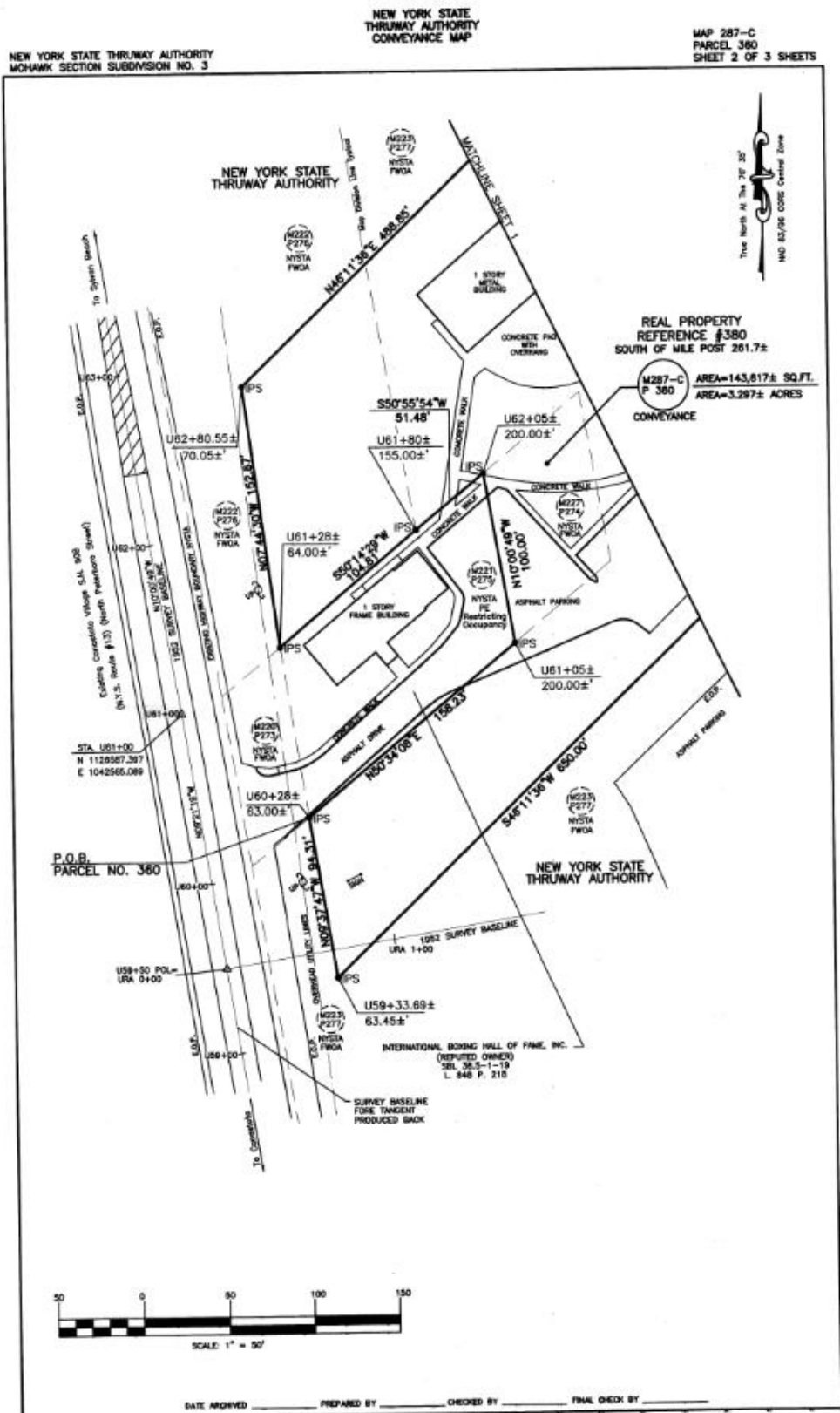
RECOMMENDATION APPROVED:



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Interim Executive Director

Exhibit I





## Exhibit II

LAWS OF NEW YORK, 2013

### CHAPTER 254

AN ACT to authorize the New York state thruway authority to convey certain land located in the village of Canastota, county of Madison

Became a law July 31, 2013, with the approval of the Governor.  
Passed by a two-thirds vote.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. Declaration of purpose. The state of New York has determined that the development of the village of Canastota's underutilized property, uniquely located near the New York state thruway, may provide benefits to the local economy, such as job opportunities, expand tourism and recreational related industry, and increase municipal revenue for the residents of the village of Canastota and the overall Central New York region. In general, the state of New York desires to improve this corridor to create opportunities for tourism and recreation. A parcel of such certain land has been identified, which is under its present jurisdiction and owned by the people of the state of New York, that may be utilized by the International Boxing Hall of Fame to allow realization of such opportunities for tourism and recreation. The county of Madison has established an industrial development agency pursuant to section 893 of the general municipal law with the intention of using such agency for the purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, and such other purposes as may be authorized by section 893 of the general municipal law.

§ 2. Notwithstanding any other law to the contrary, the New York state thruway authority shall transfer and convey to the Madison county industrial development agency, created pursuant to section 893 of the general municipal law, those parcels of certain lands referenced and described in section four of this act.

§ 3. Within 180 days of such transfer and conveyance by the authority, the Madison county industrial development agency shall transfer and convey such land to the International Boxing Hall of Fame, Inc., a domestic not-for-profit corporation, upon terms and conditions as may be required by the agency.

§ 4. The lands authorized to be conveyed pursuant to section two of this act are generally described as follows:

1. All that tract or parcel of land, situated, lying, and being in the Village of Canastota, Town of Lenox, County of Madison, State of New York, more particularly bounded and described as follows:

Beginning at an iron pin set at the northeasterly corner of Parcel No. 273 heretofore appropriated by the People of the State of New York ("State") by virtue of Map No. 220 (Mohawk Thruway-Madison County) filed in the Madison County Clerk's Office ("Clerk's Office") on August 20, 1952, said pin also being set at the northwesterly corner of lands conveyed to The International Boxing Hall of Fame, Inc. ("IBHF") by deed recorded in the Clerk's Office on October 6, 1987 in Liber 848 at page

EXPLANATION--Matter in italics is new; matter in brackets [-] is old law to be omitted.

218, and at a point in the easterly boundary of state Route 13 (a/k/a North Peterboro Street); thence along said easterly boundary, North 7°-13'-07" East, 150.08 feet to an iron pin; thence through lands appropriated by the State the following four courses and distances: (1) North 47°-35'-00" East, 488.85 feet to an iron pin; (2) South 6°-35'-00" West, 52.00 feet to an iron pin; (3) South 42°-25'-00" East, 250.00 to an iron pin; and (4) South 47°-35'-00" West, 650.00 feet to an iron pin set at a point in the aforesaid easterly boundary of state Route 13; thence along said easterly boundary North 7°-13'-07" West, 97.60 feet to an iron pin set at the southeasterly corner of the aforesaid Parcel No. 273, said pin also being set at the southwesterly corner of the aforementioned lands conveyed to the IBHF; thence along the division line between lands appropriated by the State and lands conveyed to the IBHF the following three courses and distances: (1) North 52°-01'-00" East, 158.74 feet to an iron pin; (2) North 8°-27'-51" West, 98.75 feet to an iron pin; and (3) South 52°-01'-00" West, 156.25 feet to the point and place of beginning; containing 3.29 acres, more or less, all as shown on a map made by Myers and Associates, P.C., dated April 22, 1998 and last revised December 18, 1998, entitled "Portion of Lands of the New York State Thruway Authority," filed in the Clerk's Office on June 17, 2002 under Control No. 3867.

Being all of Parcel No. 274 appropriated by the State in fee without the right of access reserved to abutting owners, by virtue of Map No. 227 (Mohawk Thruway-Madison County) filed in the Clerk's Office on August 20, 1952; and a portion of Parcel Nos. 276 and 277 appropriated by the State in fee without the right of access reserved to abutting owners, by virtue of Map Nos. 222 and 223 (Mohawk Thruway-Madison County), respectively, filed in the Clerk's Office on August 20, 1952 and November 10, 1952, respectively.

Access to and/or from the above-described lands is restricted to the following described boundaries: North 7°-13'-07" West, 97.60 feet; North 52°-01'-00" East, 158.74 feet; North 8°-27'-51" West, 98.75 feet; South 52°-01'-00" West, 156.25 feet; and North 7°-13'-07" West, 150.08 feet. Access, therefore, is strictly prohibited across all other boundaries described hereinabove.

Such conveyance shall be subject to all covenants, conditions, easements and restrictions of record; and

2. All that tract or parcel of land, situated, lying, and being in the village of Canastota, town of Lenox, county of Madison, state of New York, abutting and bounded generally on the south by lands described in subdivision 1 of this section, state route 13 on the west, the thruway on the north, and other lands under the authority's jurisdiction on the east, having an area not to exceed five acres. Such specific area, configuration, and boundaries shall be determined by the authority.

Such conveyance shall be subject to all covenants, conditions, easements and restrictions of record.

§ 5. The authorizations to transfer and convey land pursuant to this act shall be subject to the requirement that such lands shall be used exclusively by the International Boxing Hall of Fame for the purposes of developing, expanding and operating a boxing hall of fame and museum. In the event that the lands cease to be used for such purposes, or if such lands are not developed within 5 years from the effective date of this act, title to such lands and any improvements thereon shall revert to the people of the state of New York under the jurisdiction of the New York state thruway authority.

§ 6. This act shall take effect immediately.

The Legislature of the STATE OF NEW YORK ss:

Pursuant to the authority vested in us by section 70-b of the Public Officers Law, we hereby jointly certify that this slip copy of this session law was printed under our direction and, in accordance with such section, is entitled to be read into evidence.

DEAN G. SKELOS  
Temporary President of the Senate

SHELDON SILVER  
Speaker of the Assembly

LAWS OF NEW YORK, 2018

CHAPTER 129

AN ACT to amend chapter 254 of the laws of 2013 relating to authorizing the New York state thruway authority to convey certain land located in the village of Canastota, county of Madison, in relation to the development of such land

Became a law July 31, 2018, with the approval of the Governor.  
Passed by a two-thirds vote.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. Section 5 of chapter 254 of the laws of 2013 relating to authorizing the New York state thruway authority to convey certain land located in the village of Canastota, county of Madison, is amended to read as follows:

§ 5. The authorizations to transfer and convey land pursuant to this act shall be subject to the requirement that such lands shall be used exclusively by the International Boxing Hall of Fame for the purposes of developing, expanding and operating a boxing hall of fame and museum. In the event that the lands cease to be used for such purposes, or if such lands are not developed within [5] 10 years from the effective date of this act, title to such lands and any improvements thereon shall revert to the people of the state of New York under the jurisdiction of the New York state thruway authority.

§ 2. This act shall take effect immediately.

The Legislature of the STATE OF NEW YORK ss:

Pursuant to the authority vested in us by section 70-b of the Public Officers Law, we hereby jointly certify that this slip copy of this session law was printed under our direction and, in accordance with such section, is entitled to be read into evidence.

JOHN J. FLANAGAN  
Temporary President of the Senate

CARL E. HEASTIE  
Speaker of the Assembly

EXPLANATION--Matter in italics is new; matter in brackets [-] is old law to be omitted.

LAWS OF NEW YORK, 2022

CHAPTER 445

AN ACT to amend chapter 254 of the laws of 2013 relating to authorizing the New York state thruway authority to convey certain land located in the village of Canastota, county of Madison relating to the use and development of such land, in relation to providing the International Boxing Hall of Fame the option to purchase the reverter interest in such land

Became a law July 21, 2022, with the approval of the Governor.  
Passed by a majority vote, three-fifths being present.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. Section 5 of chapter 254 of the laws of 2013 relating to authorizing the New York state thruway authority to convey certain land located in the village of Canastota, county of Madison, as amended by chapter 129 of the laws of 2018, is amended to read as follows:

§ 5. The authorizations to transfer and convey land pursuant to this act shall be subject to the requirement that such lands shall be used exclusively by the International Boxing Hall of Fame for the purposes of developing, expanding and operating a boxing hall of fame and museum. In the event that the lands cease to be used for such purposes, or if such lands are not developed within 10 years from the effective date of this act, title to such lands and any improvements thereon shall revert to the people of the state of New York under the jurisdiction of the New York state thruway authority. The International Boxing Hall of Fame may purchase the reverter interest from the people of the state of New York at the current fair market value less the value of any improvements thereto as determined by independent certified appraisal or appraisals, and less any proportionate consideration previously paid.

§ 2. This act shall take effect immediately.

The Legislature of the STATE OF NEW YORK ss:

Pursuant to the authority vested in us by section 70-b of the Public Officers Law, we hereby jointly certify that this slip copy of this session law was printed under our direction and, in accordance with such section, is entitled to be read into evidence.

ANDREA STEWART-COUSINS  
Temporary President of the Senate

CARL E. HEASTIE  
Speaker of the Assembly

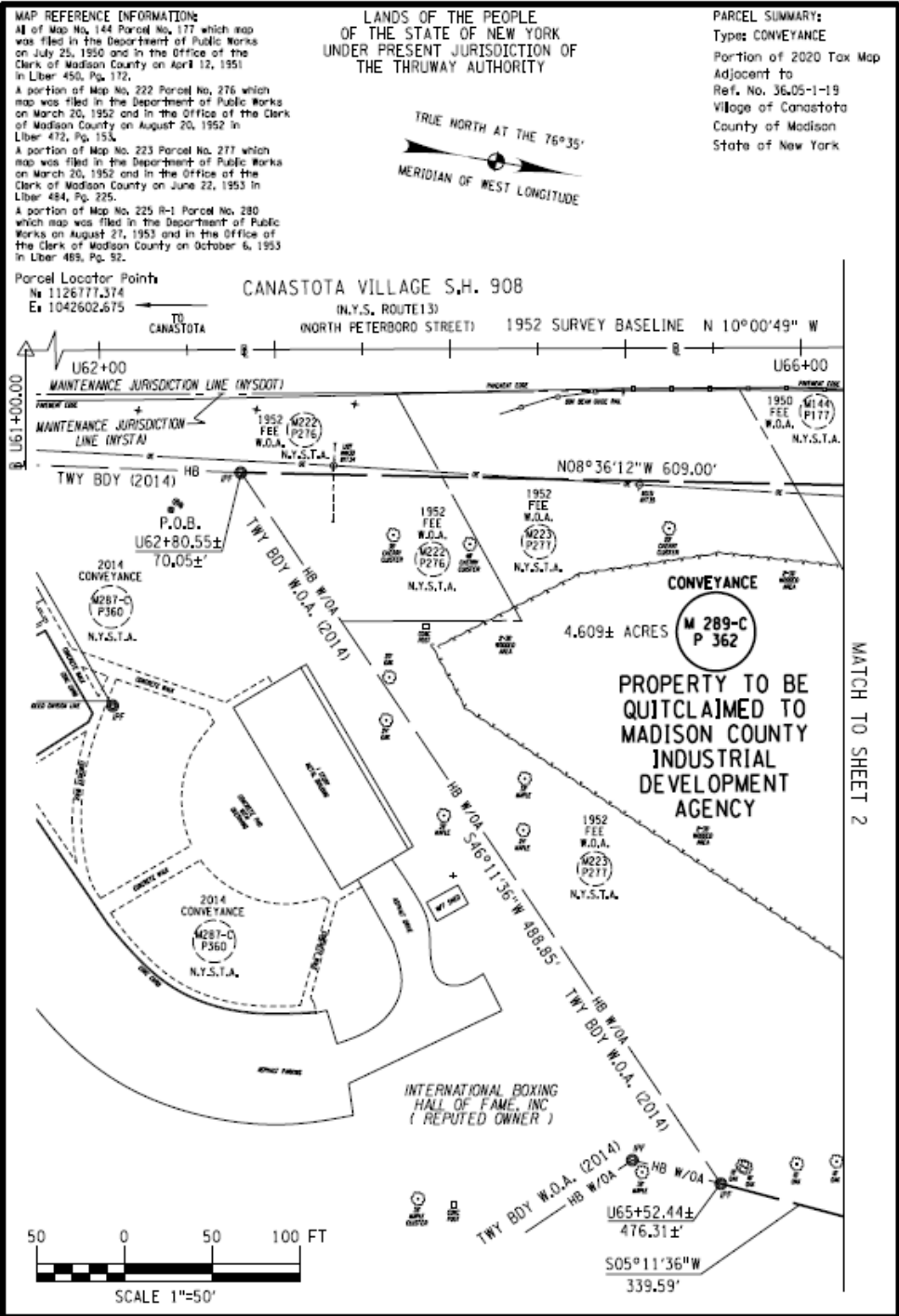
EXPLANATION--Matter in italics is new; matter in brackets [-] is old law to be omitted.

Exhibit III

NEW YORK STATE  
THRUWAY AUTHORITY  
MOHAWK SECTION  
SUBDIVISION NO. 3

NEW YORK STATE  
THRUWAY AUTHORITY  
CONVEYANCE MAP

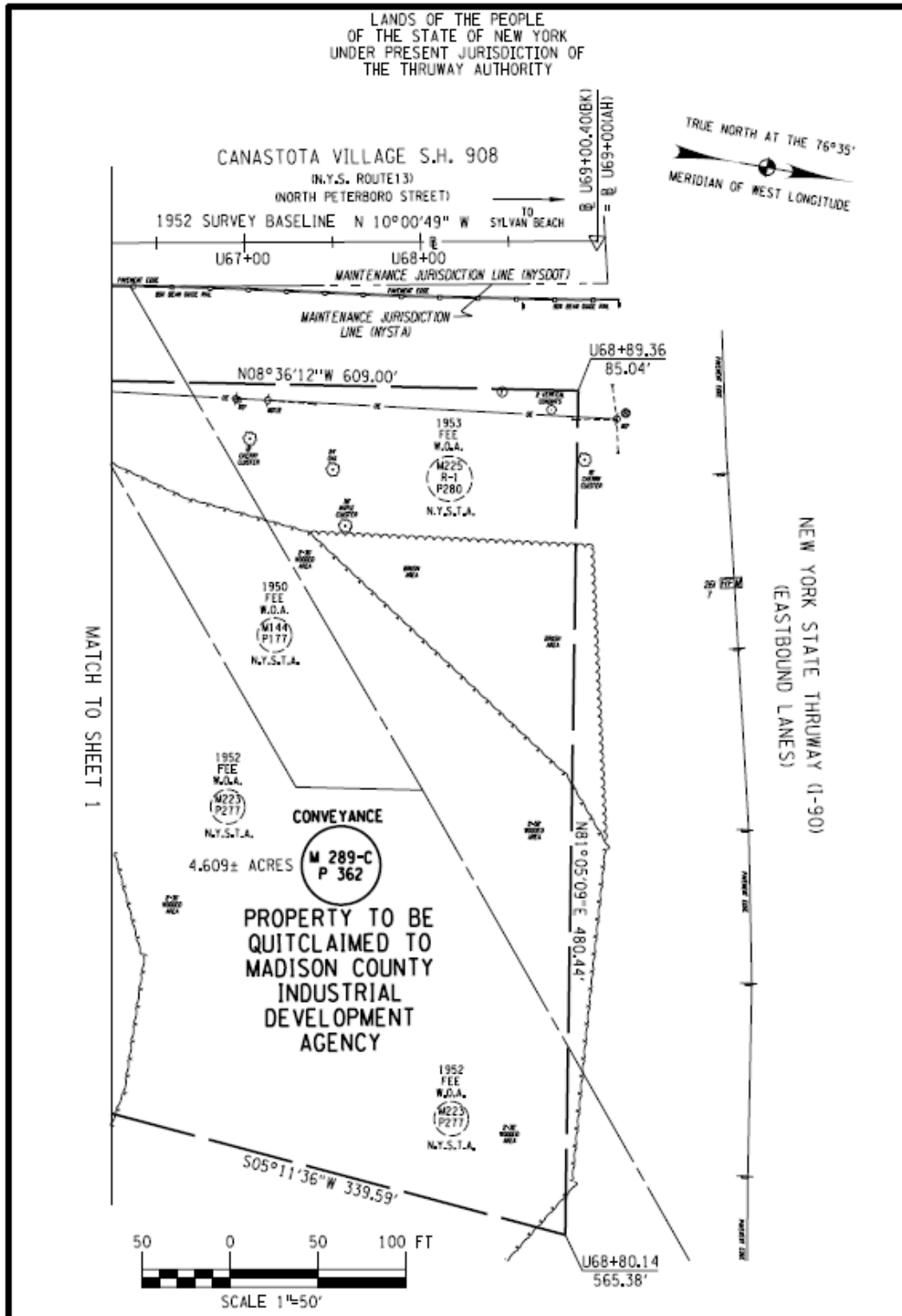
MAP NO. 289-C  
PARCEL NO. 362  
SHEET 1 OF 4 SHEETS



NEW YORK STATE  
THRUWAY AUTHORITY  
MOHAWK SECTION  
SUBDIVISION NO. 3

NEW YORK STATE  
THRUWAY AUTHORITY  
CONVEYANCE MAP

MAP NO. 289-C  
PARCEL NO. 362  
SHEET 2 OF 4 SHEETS



Meeting No. 759  
Item 11  
Appendix K

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Joseph Igoe  
First Deputy General Counsel

SUBJECT: Authorizing the Interim Executive Director to Execute Agreements for Real  
Property Valuation Services

The Authority requires various services related to the valuation of real property, which are required to be completed by an independent appraiser. The Authority issued a Request for Proposals (“RFP”) on January 10, 2023 which established the criteria by which proposals received would be evaluated. A Weight Committee established the weights for each of the evaluation criterion prior to the issuance of the RFP.

The Authority received eight (8) proposals by the March 7, 2023 due date, and distributed them to the Evaluation Committee. The Committee evaluated the proposals in accordance with four (4) criteria areas, as set forth in the RFP, with two (2) remaining criteria areas evaluated by qualified Authority personnel who were non-members of the Evaluation Committee. Based on the evaluations, consensus scores were reached for each criterion stated in the RFP. The weights for each criterion, previously established by the Weight Committee, were applied to the consensus scores to produce final weighted scores, and the proposals were then ranked. Based on the evaluations of Authority staff and the weighted scores achieved, the following firms have been selected to serve the needs of the Authority:

Ackerly & Hubbel Appraisal Corp.

Conti Appraisal & Consulting, LLC

CNY Pomeroy Appraisers, Inc.

GAR Associates, LLC

Goodman-Marks Associates, Inc.

Hudson Valley Appraisal Corp.

KLW Appraisal Group, Inc.

Thurston, Casale & Ryan, LLC

It is recommended that the Board authorize the Interim Executive Director or designee to execute agreements with the above-named firms to perform real property valuation services to serve the needs of the Authority on an as-needed basis. The agreements will be for a five (5) year term, up to a maximum amount payable of \$200,000.00 for each agreement. Appropriate funding has been or will be allocated in the Legal operating budget.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. \_\_\_\_\_

AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO  
EXECUTE AGREEMENTS FOR REAL PROPERTY  
VALUATION SERVICES

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RESOLVED, that the Interim Executive Director be, and hereby is, authorized to execute agreements with Ackerly & Hubbel Appraisal Corp.; Conti Appraisal & Consulting, LLC; CNY Pomeroy Appraisers, Inc.; GAR Associates, LLC; Goodman-Marks Associates, Inc.; Hudson Valley Appraisal Corp.; KLW Appraisal Group, Inc.; and Thurston, Casale & Ryan, LLC for real property valuation services for the Authority; and be it further



RESOLVED, that each real property valuation service contract shall each be for a 5-year term commencing on or about September 6, 2023; each agreement shall have a maximum amount payable of up to \$200,000.00; and the agreements shall be on such other terms and conditions that the Interim Executive Director, in consultation with the Office of Real Property Management, determines to be in the best interests of the Authority; and be it further

RESOLVED, that the Interim 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 authorizations, and suspend or terminate the agreements in the best interests of the Authority; and be it further

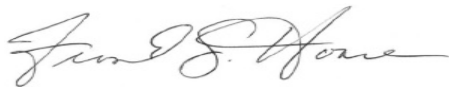
RESOLVED, that this resolution be incorporated in the minutes of this meeting.



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First Deputy General Counsel

RECOMMENDATION APPROVED:



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Interim Executive Director

TO: The Thruway Authority Board DATE: September 18, 2023  
FROM: James Konstalid,  
Director of Maintenance and Operations  
SUBJECT: Authorizing the Interim Executive Director to Execute an Agreement #PT68751 with Alarm & Suppression Inc. for Fire Alarm System Replacement and Maintenance

The Authority is seeking to replace the existing fire alarm system at the Authority Headquarters Building to be updated to building code and fire safety standards and will improve the reliability of an essential service and both short and long-term maintenance costs.

A competitive selection process was followed utilizing NYS Office of General Services (“OGS”) Contract Award #23150 for Group 77201 – Intelligent Facility & Security System & Solutions. On May 15, 2023, the Authority released RFP #23C07 and received one proposal. The proposal was evaluated and scored by an Evaluation Committee representing Maintenance and Operations, Albany Division Facilities, and Engineering. Alarm & Suppression Inc. (“Alarm”) was the selected proposer. Alarm’s industry experience, over 25 years, providing system services and inspections. Their trained service team has over 100 years of combined experience in the delivery, service and support of fire and security systems.

The agreement term is for 3-months implementation period and a maintenance term of 3 years with the option to renew for two,1-year periods. The maximum amount payable for the term of this contract will not exceed \$591,337. The Department of Maintenance and Operations Budget has funding available in the 2023 Budget that will be allocated to this project and will include appropriate budget amounts in the years of the agreement.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO  
EXECUTE AN AGREEMENT #PT68751 WITH ALARM &  
SUPPRESSION INC. FOR FIRE ALARM SYSTEM  
REPLACEMENT AND MAINTENANCE

RESOLVED, that the Interim Executive Director, or his designee, be, and hereby is, authorized to execute an agreement with Alarm & Suppression Inc. ("Contract"), with a maximum amount payable of \$591,337 for fire alarm system replacement and maintenance; and be it further

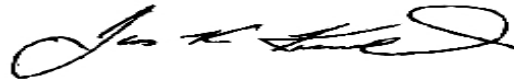
RESOLVED, that such Agreement will have a 3-month implementation period and a maintenance term of 3 years with the option to renew for two, 1-year periods, shall have a maximum amount payable for the term of this contract not to exceed \$591,337, and shall be on such other terms and conditions as the Interim Executive Director and General Counsel determine to be in the best interest of the Authority, and be it further

RESOLVED, that Acting 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 be it further

RESOLVED, that the Interim 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 provision 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.



Director of Maintenance and Operations

RECOMMENDATION APPROVED:



Interim Executive Director

TO: The Thruway Authority Board DATE: September 18, 2023  
FROM: James Konstalid,  
Director of Maintenance and Operations  
SUBJECT: Authorizing the Interim Executive Director to Execute an Agreement #PN69178 with  
New York State Technology Enterprise Corporation to Assist with Land Mobile Radio  
Contract Negotiations and Project Implementation

The Authority is seeking assistance with contract negotiations and project implementation related to RFP #22C13-Land Mobile Radio System.

New York State Technology Enterprise Corporation (NYSTEC) is a not-for-profit company founded by New York State in 1995, the same year Griffiss Air Force Base closed in Rome, NY. NYSTEC was formed to help leverage technologies and expertise at Rome Laboratory (now the Air Force Research Lab's Information Directorate in Rome) to benefit businesses and government entities statewide in the wake of the base closing. Legislation was enacted in 1996 (Section 188 of Chapter 474 of the Laws of 1996) enabling New York State governmental entities to contract with NYSTEC. Therefore, governmental entities utilizing this OGS Statewide contract do not need to justify a single/sole source use of NYSTEC and competition is not required.

The Authority utilized NYSTEC for the development of RFP #22C13-Land Mobile Radio System and for assistance with evaluating proposals received in response to the RFP. It would be in the Authority's best interest to continue utilizing NYSTEC to provide assistance with contract negotiations with the tentatively awarded proposer and assistance with the project implementation. NYSTEC will provide a project manager dedicated to supporting the Authority in the deployment of a new land mobile radio communication system.

The Authority has utilized NYSTEC on two previous occasions: 1) 2016 – A Purchase Order (P.O.) was issued in the amount of \$195,679.76 for services related to the planning and development of fiber optic contracts and 2017-2020 – A P.O. was issued in the total amount of \$159,624.82 for assistance with writing two RFPs related to the maintenance/marketing of the fiber optic system.

The agreement term is for 4 years. The maximum amount payable for the term of this contract will not exceed \$5,000,000. The Department of Maintenance and Operations has funding available in the 2023 Budget 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.

AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT #PN69178 WITH NEW YORK STATE TECHNOLOGY ENTERPRISE CORPORATION TO ASSIST WITH LAND MOBILE RADIO CONTRACT NEGOTIATIONS AND PROJECT IMPLEMENTATION

RESOLVED, that the Interim Executive Director, or his designee, be, and hereby is, authorized to execute an agreement with New York State Technology Enterprise Corporation, with a maximum amount payable of \$5,000,000 to assist with land mobile radio contract negotiations and project implementation; and be it further

RESOLVED, that such Agreement term of 4 years, shall have a maximum amount payable for the term of this contract not to exceed \$5,000,000, and shall be on such other terms and conditions as the Interim 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 be it further

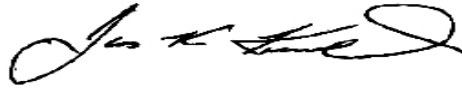
RESOLVED, that the Interim Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, manage and administer the Agreement, amend the provision of the Agreement consistent with the terms of this item and other Board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

Meeting No.759

Item 13

Appendix M

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



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Director of Maintenance and Operations

RECOMMENDATION APPROVED:



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Interim Executive Director



DATE: September 18, 2023

In accordance with Purchasing Policy 25-5-01, Section IV, Waiver of Competition, the Board may waive the use of the competitive procedure for procurement contracts when there is a condition that exists that makes it impractical or not in the Authority's best interest to seek

competition due to the specialized nature of goods and services required, or there is a historical relationship, the continuation of which is in the best interest of the Authority. Given the specialized nature of radio frequency analysis and the limited providers that engage in such work, waiving the competitive process is clearly in the best interest of the Authority. The necessary exemption approval has been sought and granted from the New York State Office of the Comptroller.

The First Amendment will add three (3) years to the term of the Agreement and will not change the maximum amount payable. After approval of the First Amendment the term of the Agreement will be five (5) years with a maximum amount payable that will not exceed \$160,000.00. The Department of Maintenance and Operations has funds in the 2023 Budget which will be allocated to this project 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.

AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO EXECUTE A FIRST AMENDMENT TO AGREEMENT C010561 WITH ASSOCIATION OF PUBLIC-SAFETY COMMUNICATIONS OFFICIALS (APCO) TO CONDUCT FREQUENCY ANALYSIS IN PREPARATION FOR AN UPGRADE TO THE AUTHORITY'S AND STATE POLICE TROOP T RADIO SYSTEM

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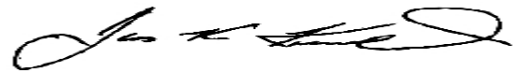
RESOLVED, that the competitive procedures required by the Thruway Authority Procurement Contracts Policy are waived and the Interim Executive Director or his designee be, and hereby is, authorized to negotiate and execute a First Amendment with Association of Public-Safety Communications Officials to conduct

frequency analysis in preparation for an update to the Authority's and State Police Troop T radio system; and be it further

RESOLVED, that such First Amendment will be for a term of three (3) years, shall have a maximum amount payable not to exceed \$160,000.00, and shall be on such other terms and conditions as the Interim Executive Director and General Counsel determine to be in the best interest of the Authority; and be it further

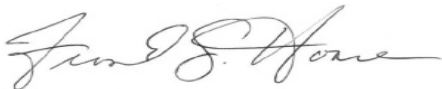
RESOLVED, that the Interim Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, manage and administer the Agreement, amend the provisions of the Agreement consistent with the terms of this item and other Board 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 the minutes of this meeting.



Director of Maintenance and Operations

RECOMMENDATION APPROVED:



Interim Executive Director

Meeting No. 759  
Item 15  
Appendix 0

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Joshua Klemm  
Chief Information Officer

SUBJECT: Authorizing Agreements with Various Telecommunication Providers for the Use  
of the New York State Thruway Authority's Fiber Optic System.

The following telecommunication providers ("Users") have requested the use of the New York State Thruway Authority's ("Authority") fiber optic system ("System") for their own use: AT&T Corporation ("AT&T") and NYS Office of Information Technology Services ("ITS"). The assets to be leased to each User are detailed in Exhibits 2 and 3. Total fees payable by these Users to the Authority are \$13,041,283 and the breakdown of such is contained in Exhibit 1.

Under the agreement, the Authority will also provide maintenance of the System and electric power in the regeneration facilities. Maintenance will be furnished through a third-party contractor retained by the Authority, presently Adesta LLC.

Public Authorities Law ("PAL") § 2897 (6) (f) allows for disposals of the Authority's System, or any part thereof, through agreements based on set fees and does not require public auction for them, provided that: (i) the Authority has determined the disposal of such property complies with all applicable provisions of the PAL; (ii) the disposal is in the best interests of the Authority and (iii) the set fees established by the Authority for use of the fiber optic system or part thereof shall be based on an independent appraisal of the fair market value of the property.

PAL § 2897 (6) (f) also requires that the agreements be sent to the Attorney General's Office and the Office of the State Comptroller for their review and approval.

Staff advises that the disposal: (i) is in the best interest of the Authority because it will provide value to the Authority through long-term agreements; and (ii) the disposal complies with all applicable terms of the PAL. The Authority obtained an independent appraisal establishing the fair market value of the duct, fiber optic cable and regeneration building space. The Authority's Finance Committee for Fiber Optics consisting of executive staff reviewed the valuation and approved the User fees for these disposals. The fees to be charged each User are set forth in the Exhibits.

In addition, it is recommended the Chief Information Officer ("CIO") be delegated the authority to make all necessary decisions pursuant to SEQRA<sup>1</sup> as needed to execute and administer the Agreement, and any future agreements relative to any use of the System.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. \_\_\_\_\_

AUTHORIZING AGREEMENTS WITH VARIOUS  
TELECOMMUNICATIONS PROVIDERS FOR THE USE OF  
THE NEW YORK STATE THRUWAY AUTHORITY'S FIBER  
OPTIC SYSTEM

\_\_\_\_\_  
RESOLVED, that agreements with the telecommunications

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1. New York State Environmental Conservation Law Article 8, and implementing regulations 6 NYCRR Part 617 et seq.

providers set forth in this agenda item for the use and maintenance of the Authority's fiber optic system ("System") on the terms and conditions contained in the agenda item and such other terms as are deemed to be in the best interest of the Authority by the Chief Information Officer ("CIO"), the General Counsel and the Chief Financial Officer, be, and hereby are, authorized, and be it further

RESOLVED, that the Interim Executive Director or his designee be, and hereby is, authorized to execute such agreements and any associated documentation; and be it further

RESOLVED, that the Interim 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 agreements, amend the provisions of the agreements consistent with the terms of this item and other Board authorizations and suspend or terminate the agreements in the best interests of the Authority; and be it further

RESOLVED, that the CIO shall be, and hereby is, authorized to undertake review and make all necessary decisions pursuant to the State Environmental Quality Review Act ("SEQRA") with relation to activities necessary to support the agreement and any future agreements relative to any use of the System, and is authorized to execute the SEQRA documentation and to publish

Meeting No. 759  
Item 15  
Appendix 0

and distribute any required documents; and be it further

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



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Chief Information Officer

RECOMMENDATION APPROVED:



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Interim Executive Director

## Exhibit 1



### Legacy Duct Users

User	Contract Number	Lease Term (Years)	Lease Fee (One-Time)	First-Year Maintenance Fee (Annual)	First-Year Regen Bldg. Space Leased Space Fee (Annual)	Adesta Marketing Services Fee (16% of One-Time Fee)	Estimated Lease Term Agreement Value
NYS Office of Information Technology Services	X010621	10	\$ 1,535,648.00	\$ 138,356.00	\$ 195,000.00	-	5,185,803.19
Totals for Duct Customers:			\$ 1,535,648.00	\$ 138,356.00	\$ 195,000.00	\$ -	\$ 5,185,803.19

### NEW Duct Users Planning to Execute IRU Agreements

User	Contract Number	Lease Term (Years)	Lease Fee (One-Time)	First Year Maintenance Fee (Annual)	First-Year Regen Bldg. Space Leased Space Fee (Annual)	Adesta Marketing Services Fee (27% of One-Time Fee)	Estimated Lease Term Agreement Value
AT&T Corp.	X010721	30	\$ 11,116,079.00	\$ 56,200.00	\$ -	3,001,341.33	13,789,817.36
Totals for NEW Duct Users:			\$ 11,116,079.00	\$ 56,200.00	\$ -	3,001,341.33	13,789,817.36

Total for Legacy and NEW duct users:	\$ 12,651,727.00	\$ 194,556.00	\$ 195,000.00	\$ 3,001,341.33	\$ 18,975,620.56
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Total Lease Fee, Maint. Fee & Regen Bldg. Space Fee:	\$ 13,041,283.00
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August 11, 2023





## **Exhibit 2**

**NYS Office of Information**

**Technology Services**

**(10-Year IRU)**



## Memorandum

To:	Finance Committee for Fiber Optics	Date:	September 7, 2023
From:	Caitlin Cady	Subject:	Telecommunications Customer Agreement with NYS Office of Information Technology Services, Contract #X010621

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This is a notification of the proposed fees and charges for a telecommunications customer agreement with NYS Office of Information Technology Services ("NYS ITS"). A Board agenda item for this agreement will be processed and presented to the Board at the September 18, 2023 Board meeting. If you have any questions or need additional information, do not hesitate to contact me at extension x3061.

### BACKGROUND:

NYS ITS is utilizing the Authority's fiber optic system ("System"), for the assets listed below. NYS ITS does not have an occupancy permit for the assets they're using along the System rather, the IRU begin date will be backdated to October 9, 2020.

NYS ITS has requested a lease agreement for use of the System. The lease proposal will be in accordance with Public Authorities Law Section 2897 (6)(f). The set fees described in the Law and included in the proposal has been determined by an independent appraisal by CBRE of the fair market value of the Authority's fiber optic network. The pricing recommendations included in the asset valuation report prepared by CBRE was approved by The Fiber Optic Steering Committee on November 4, 2020. The revised asset valuation report with additional pricing recommendations for alternate length terms was approved by the Finance Committee for Fiber Optics on June 7, 2021. The asset valuation report is attached for your reference.

In coordination with the Authority's Legal department, Adesta has provided marketing services in accordance with a Settlement Agreement and has drafted the IRU agreements for the telecom customers. The agreement with NYS ITS is in the process of being finalized; however, the proposed fees are final.

### PROPOSAL SUMMARY:

The summary below includes the fees, lease term in years, the assets to be leased and the egress connections for the user.

Term: 10 years commencing on the Effective Date of October 9, 2020.

### User Route and User Ducts

The User Route consists of the following segments:

**Duct Segments With 24FCable Owned by ITS + 8 Fibers Within 94F Cable, With 86 Fibers Owned by the Authority**

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Ardley Regen to Exit 8 (I-287)	1	5.11	\$26,495	\$135,389	\$250	\$1,278
				\$135,389		\$1,278
User Fee Based on User's Ownership of 32 of 118 Total Fibers in Duct			27.1%	\$36,691		

**Duct Segments With 24FCable Owned by ITS + 8 Fibers Within 88F Cable, With 80 Fibers Owned by the Authority**

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Exit 23 to Exit 25 (Carmen Road)	1	12.00	\$26,495	\$317,940	\$250	\$3,000
				\$317,940		\$3,000
User Fee Based on User's Ownership of 32 of 112 Total Fibers in Duct			28.6%	\$90,931		

**Duct Segments With 8 Fibers Within 100F Cable, With 92 Fibers Owned by the Authority**

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Exit 53 Buffalo Regen to I-190 MH 11 @ MP N1.99	1	1.99	\$26,495	\$52,725	\$250	\$498
				\$52,725		\$498
User Fee Based on User's Ownership of 8 of 100 Total Fibers in Duct			8.0%	\$4,218		

### Duct Segments With 8 Fibers Within 94F Cable, With 86 Fibers Owned by the Authority

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Mainline MP 0.30 to Ardsley Regen	1	5.90	\$26,495	\$156,321	\$250	\$1,475
Mainline Exit 8 to Exit 23	1	131.09	\$26,495	\$3,473,230	\$250	\$32,773
I-190 MH 11 @ MP N1.99 to I-190 MH 24 @ MP N4.72	1	2.73	\$26,495	\$72,331	\$250	\$683
				\$3,701,882		\$34,931
<b>User Fee Based on User's Ownership of 8 of 94 Total Fibers in Duct</b>				8.5%	\$314,660	

### Duct Segments With 8 Fibers Within 88F Cable, With 80 Fibers Owned by the Authority

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Mainline Exit 25 (Carmen Road) to Exit 53-Buffalo Regen	1	271.77	\$26,495	\$7,200,546	\$250	\$67,943
				\$7,200,546		\$67,943
<b>User Fee Based on User's Ownership of 8 of 88 Total Fibers in Duct</b>				9.1%	\$655,250	

### Duct Segments With 8 Fibers Within 72F Cable, With 64 Fibers Owned by the Authority

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Berkshire Spur	1	24.30	\$26,495	\$643,829	\$250	\$6,075
				\$643,829		\$6,075
<b>User Fee Based on User's Ownership of 8 of 72 Total Fibers in Duct</b>				11.1%	\$71,465	

### Duct Segments With 8 Fibers Within 64F Cable, With 56 Fibers Owned by the Authority

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Exit 53 Buffalo Regen to Ripley Barrier MP 494.49*	1	93.67	\$26,495	\$2,481,787	\$250	\$23,418
				\$2,481,787		\$23,418
<b>User Fee Based on User's Ownership of 8 of 64 Total Fibers in Duct</b>			12.5%	\$310,223		

\* Includes Seneca Re-route (30.11 miles)

### Duct Segments With 8 Fibers Within 48F Cable, With 40 Fibers Owned by the Authority

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
Ripley Barrier MP 494.49 to MP 494.92	1	0.43	\$26,495	\$11,393	\$250	\$108
				\$11,393		\$108
<b>User Fee Based on User's Ownership of 8 of 48 Total Fibers in Duct</b>			16.7%	\$1,903		

### Duct Segment With 48F Cable Owned by ITS

Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (10-Year Term)	User Fee (10-Year Term)	First Year Annual Maintenance Fee Per Route Mile	First Year Annual Maintenance Fee
I-190 MH 24 @ MP N4.72 to I-190 MH 27 @ MP N5.36	1	0.64	\$26,495	\$16,957	\$250	\$160
				\$16,957		\$160
<b>User Fee Based on User's Ownership of 48 of 48 Total Fibers in Duct</b>			100.0%	\$16,957		

**Duct Segment With 8 Fibers within 24F Cable, with 16 Fibers Owned by the Authority**

<b>Description</b>	<b>Number of Ducts</b>	<b>Route Miles</b>	<b>User Fee Per Duct Mile (10-Year Term)</b>	<b>User Fee (10-Year Term)</b>	<b>First Year Annual Maintenance Fee Per Route Mile</b>	<b>First Year Annual Maintenance Fee</b>
I-287 - Cross Westchester Expwy.	1	3.78	\$26,495	\$100,151	\$250	\$945
				\$100,151		\$945
<b>User Fee Based on User's Ownership of 8 of 24 Total Fibers in Duct</b>				33.3%		
				\$33,350		
<b>Total User Fee - All Segments:</b>				<b>\$ 1,535,648</b>	<b>Total Mtce. Fee:</b>	<b>\$138,356</b>

**User Regen Space**

The User will have access to a cage space in the Regeneration Facilities listed below.

**Regen Building Space**

<b>Location</b>	<b>User Square Feet</b>	<b>First Year Monthly Regen Space Fee (Per Sq. Ft.)</b>	<b>First Year Regen Space Fee</b>
Regen 4 Dunkirk	50	\$25	\$15,000
Regen 5 Eden-Angola	50	\$25	\$15,000
Regen 6 Buffalo	50	\$25	\$15,000
Regen 7 Scottsville	50	\$25	\$15,000
Regen 8 Waterloo	50	\$25	\$15,000
Regen 9 Watertown	50	\$25	\$15,000
Regen 10 Utica	50	\$25	\$15,000
Regen 11 Lock 13	50	\$25	\$15,000
Regen 12 Albany	50	\$25	\$15,000
Regen 12A Selkirk	0	\$25	\$0
Regen 13 Saugerties	50	\$25	\$15,000
Regen 14 New Paltz	50	\$25	\$15,000
Regen 15 Woodbury	50	\$25	\$15,000
Regen 16 Ardsley	50	\$25	\$15,000
<b>Total</b>	<b>650</b>		<b>\$195,000</b>

## Egress Connections

Milepost Marker	Egress Description
0.30	McClean Ave.- Begin Thruway
75.80	To City of New Paltz
75.80	To City of New Poughkeepsie
142.40	To City of Albany
147.40	To Albany Fuller Road and Campus
154.40	Meet MH-To Schenectady
232.85	Utica Regen - To City of Utica
282.70	To City of Syracuse
282.70	To City of Salina
366.35	To City of Rochester
494.92	Ripley Toll Barrier at Shortman Road
CW 3.70	City of White Plains at Church Street
N-5.36	To City of Buffalo at Church Street

In accordance with the User Agreement for Duct in progress between NYS ITS and the Authority, the following are the fees and charges that are applicable to this agreement:

- One-Time Use Fee: \$1,535,648.00
  - Annual Maintenance Fee: \$138,356.00  
Escallated annually using the lessor of the year-over-year CPI or 3%, but in no event less than 0.
  - Annual Regen Facility Fee: \$195,000.00  
Escallated annually using the lessor of the year-over-year CPI or 3%, but in no event less than 0.
- Monthly Electric Power Fee:

$$\text{Electric Power Fee} = \text{Utility Charges} \times \frac{\text{User Regen Space (sq. ft)}}{\text{Total Leased Space (sq. ft)}} \times 120\%$$

The total estimated Lease Agreement Value for 10 years is \$5,185,803.

In accordance with the Settlement agreement, the Authority is not required to pay Adesta a Marketing Services Fee due to this User being New York State Agency.

  
Caitlin Cady  
Contract Management Specialist 2



## **Exhibit 3**

**AT&T Corp.**

**(30-Year IRU)**





## Memorandum

To: Finance Committee for Fiber Optics      Date: September 7, 2023

From: Caitlin Cady      Subject: Telecommunications Customer Agreement  
with AT&T Corp.  
Contract # X010721

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This is a notification of the proposed fees and charges for a telecommunications customer agreement with AT&T Corporation ("AT&T"). A Board agenda item for this agreement will be processed and presented to the Board at the September 18, 2023 Board meeting. If you have any questions or need additional information, do not hesitate to contact me at extension x3061.

### BACKGROUND:

AT&T has requested a lease agreement for use of the System. The lease proposal will be in accordance with Public Authorities Law Section 2897 (6)(f). The set fees described in the Law and included in the proposal has been determined by an independent appraisal by CBRE of the fair market value of the Authority's fiber optic network. The pricing recommendations included in the asset valuation report prepared by CBRE was approved by the Finance Committee for Fiber Optics on July 14, 2023. The asset valuation report is attached for your reference.

In coordination with the Authority's Legal department, Adesta has provided marketing services in accordance with a Settlement Agreement and has drafted the IRU agreements for the telecom customers. The agreement with AT&T is in the process of being finalized; however, the proposed fees are final.

### PROPOSAL SUMMARY:

The summary below includes the fees, lease term in years, the assets to be leased and the egress connections for the user.

Term: 30 years from the date the agreement is approved by the Office of the New York State Comptroller ("OSC").

### User Route and User Fibers

The User Route consists of the following segments:

Duct Segments						
Description	Number of Ducts	Route Miles	User Fee Per Duct Mile (30 Year Term)	User Fee (30 Year Term)	First Year Annual Maintenance Fee per Duct Mile	First Year Annual Maintenance Fee
Mainline –Albany (Exit 23) to Syracuse (Exit 36)	1	140.50	\$79,118	\$11,116,079	\$400	\$56,200
Total				\$11,116,079		\$56,200

In accordance with the User Agreement for Innerduct in progress between AT&T and the Authority, the following are the fees and charges that are applicable to this agreement:

- One-Time Use Fee: \$11,116,079
- Annual Maintenance Fee: \$56,200  
Escallated annually using the lessor of the year-over-year CPI or 3%, but in no event less than 0.
- Monthly Electric Power Fee:

$$\text{Electric Power Fee} = \text{Utility Charges} \times \frac{\text{User Regen Space (sq. ft)}}{\text{Total Leased Space (sq. ft)}} \times 120\%$$

The total estimated Lease Agreement value (30 years) is \$ 13,789,817.36.

In accordance with the Settlement agreement, the Authority is required to pay Adesta a Marketing Services Fee of 27% of the One-Time Use Fee. For this agreement with AT&T the Marketing Services Fee to be paid to Adesta is \$3,001,341.33.

  
\_\_\_\_\_  
Caitlin Cady  
Contract Management Specialist 2

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Richard W. Lee, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D214932 with Stantec Consulting Services, Inc.

In accordance with Authority policy, Stantec Consulting Services, Inc., has been designated to provide services through agreement D214932; as presented in Exhibit A. Board authorization is requested to execute an agreement with Stantec Consulting Services, Inc. for Biennial Bridge Inspection of the Mario M. Cuomo Bridges in the New York Division. Sufficient funding for agreement D214932 is provided for in the 2023-2027 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE EXECUTION OF AGREEMENT D214932  
WITH STANTEC CONSULTING SERVICES INC.

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214932 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 2023 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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Interim Executive Director

Meeting No. 759

Item 16

Appendix P

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>
D214932, Agreement for the Biennial Bridge Inspection of the Governor Mario M. Cuomo Bridges in the New York Division, 08/25/2023	Stantec Consulting Services, Inc. 475 Fifth Avenue, 12 <sup>th</sup> Floor, New York, NY 10017	\$2,500,000 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.	28 months, with an option for the Authority to extend for one (1) additional two (2) year term.	<ul style="list-style-type: none"><li>• PK Engineering, P.C. (MBE)</li><li>• A. DiCesare Associates, P.C. (WBE)</li><li>• Hayduk Engineering, LLC (SDVOB)</li></ul> Goals: 30% M/WBE and 6% SDVOB

MAP = Maximum Amount Payable

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Richard W. Lee, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D214933 with WSP USA.

In accordance with Authority policy, WSP USA has been designated to provide services through agreement D214933; as presented in Exhibit A. Board authorization is requested to execute an agreement with WSP USA for Geotechnical, Hydrology and Hydraulic Support Services Statewide. Sufficient funding for agreement D214933 is provided for in the 2023-2027 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE EXECUTION OF AGREEMENT  
D214933 WITH WSP USA.

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214933 with WSP USA, 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 2023 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interest of the Authority, and be it further

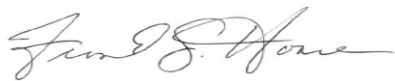
RESOLVED, that this resolution be incorporated in the minutes of this meeting.



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Chief Engineer

RECOMMENDATION APPROVED:



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Interim Executive Director

Meeting No. 759

Item 17

Appendix Q

**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>
D214933, Term Agreement for Geotechnical, Hydrology and Hydraulic Support Services Statewide, 08/25/2023	WSP USA One Penn Plaza New York, NY 10119	\$2,000,000 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 one (1) additional two (2) year terms.	<ul style="list-style-type: none"><li>• Atlantic Testing Laboratories, Limited (WBE)</li><li>• Boomi Environmental, LLC (MBE)</li><li>• Hayduk Engineering, LLC (SDVOB)</li><li>• Hudson Valley Engineering Associates, P.C. (WBE)</li><li>• Prudent Engineering, LLP (MBE)</li><li>• Ravi Engineering &amp; Land Surveying, P.C. (MBE)</li><li>• Watts Architecture &amp; Engineering, D.P.C. (MBE)</li></ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>

MAP = Maximum Amount Payable



TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Richard W. Lee, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D214934 with Urban Engineers of NY D.P.C.

In accordance with Authority policy, Urban Engineers of NY D.P.C., has been designated to provide services through agreement D214934; as presented in Exhibit A. Board authorization is requested to execute an agreement with Urban Engineers of NY D.P.C. for Construction Inspection Support Services in the Buffalo Division. Sufficient funding for agreement D214934 is provided for in the 2023-2027 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE EXECUTION OF AGREEMENT  
D214934 WITH URBAN ENGINEERS OF NY D.P.C.

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214934 with Urban Engineers of NY 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 2023 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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Interim Executive Director

Meeting No. 759

Item 18

Appendix R

**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>
D214934, Term Agreement For Construction Inspection Support Services – Buffalo Division, 08/17/2023	Urban Engineers of NY D.P.C.	\$4,000,000 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 one (1) additional one (1) year terms.	<ul style="list-style-type: none"><li>• Ravi Engineering &amp; Land Surveying, P.C. (MBE)</li><li>• Watts Architecture &amp; Engineering, D.P.C. (MBE)</li><li>• Tolman Engineering, Architecture &amp; Surveying, PLLC dba. Patriot Design &amp; Consulting (SDVOB)</li></ul> Goals: 30% M/WBE and 6% SDVOB

MAP = Maximum Amount Payable

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Richard W. Lee, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D214935 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 D214935; as presented in Exhibit A. Board authorization is requested to execute an agreement with ATANE Engineers, Architects and Land Surveyors, D.P.C. for 2024-2025 Biennial Bridge and Other Structure Inspection Services in the New York and Albany Divisions. Sufficient funding for agreement D214935 is provided for in the 2023-2027 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE EXECUTION OF AGREEMENT  
D214935 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 D214935 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 2023 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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Interim Executive Director

Meeting No. 759

Item 19

Appendix S

**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>
D214935, Agreement for 2024-2025 Biennial Bridge and Other Structure Inspections in the New York and Albany Divisions, 08/30/2023	ATANE Engineers, Architects and Land Surveyors, D.P.C.	\$6,300,000 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.	28 months, with an option for the Authority to extend for one (1) additional two (2) year terms.	<ul style="list-style-type: none"><li>• South Col Engineering, P.C. (MBE)</li><li>• American Structural Engineering, P.C. (MBE)</li><li>• A. DiCesare Associates, P.C. (WBE)</li><li>• Hayduk Engineering, LLC (SDVOB)</li></ul> <p>Goals: 30% M/WBE and 6% SDVOB</p>

MAP = Maximum Amount Payable

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Richard W. Lee, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D214936 with Gannett  
Fleming Engineers and Architects, PC.

In accordance with Authority policy, Gannett Fleming Engineers and Architects PC, has been designated to provide services through agreement D214936; as presented in Exhibit A. Board authorization is requested to execute an agreement with Gannett Fleming Engineers and Architects, PC for Construction Inspection Support Services in the New York Division. Sufficient funding for agreement D214936 is provided for in the 2023-2027 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE EXECUTION OF AGREEMENT  
D214936 WITH GANNETT FLEMING ENGINEERS  
AND ARCHITECTS, PC

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214936 with Gannett Fleming Engineers and Architects PC 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 2023 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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Interim Executive Director



Meeting No. 759

Item 20

Appendix T

**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>
D214936, Term Agreement For Construction Inspection Support Services – New York Division, 08/25/2023	Gannett Fleming Engineers and Architects, PC	\$2,000,000 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 one (1) year terms.	<ul style="list-style-type: none"><li>• ALRA Engineers, P.C. (MBE)</li><li>• Infra Tech Engineering, LLC (MBE)</li><li>• W. Allen Engineering PLLC (MBE, SDVOB)</li></ul> Goals: 30% M/WBE and 6% SDVOB

MAP = Maximum Amount Payable

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Richard W. Lee, P.E.  
Chief Engineer

SUBJECT: Authorizing the Execution of Agreement D214938 with Popli Architecture + Engineering & L.S., D.P.C.

In accordance with Authority policy, Popli Architecture + Engineering & L.S., D.P.C. has been designated to provide services through agreement D214938; as presented in Exhibit A. Board authorization is requested to execute an agreement with Popli Architecture + Engineering & L.S., D.P.C. for Biennial Bridge and Other Structure Inspections in the Syracuse and Buffalo Divisions. Sufficient funding for agreement D214938 is provided for in the 2023-2027 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO.

AUTHORIZING THE EXECUTION OF AGREEMENT D214938  
WITH POPLI ARCHITECTURE + ENGINEERING & L.S.,  
D.P.C.

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RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214938 with Popli Architecture + Engineering & L.S., 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 2023 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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Interim Executive Director

Meeting No. 759

Item 21

Appendix U

**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>
D214938, Agreement for 2024-2025 Biennial Bridge and Other Structure Inspections in the Syracuse and Buffalo Divisions, 08/16/2023	Popli, Architecture + Engineering & L.S., D.P.C., dba Popli Design Group 555 Penbrooke Drive Penfield, NY 14526	\$3,200,000 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.	28 months, with an option for the Authority to extend for one (1) additional two (2) year terms.	<ul style="list-style-type: none"><li>• Ravi Engineering and Land Surveying, P.C. (MBE)</li><li>• Joseph C. Lu Engineering, P.C. dba Lu Engineers (MBE)</li><li>• MS Engineers P.C. (SDVOB)</li></ul> Goals: 30% M/WBE and 6% SDVOB

MAP = Maximum Amount Payable

Meeting No. 759  
Item 22  
Appendix V

TO: The Thruway Authority Board

DATE: September 18, 2023

FROM: Frank G. Hoare  
Interim Executive Director

SUBJECT: Report on Procurement Contracts and Other Agreements Up to \$500,000  
Executed by the Executive Director During the Period April 1, 2023 Through June  
30, 2023

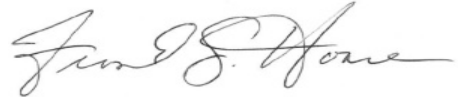
Pursuant to Resolution No. 6396 adopted at Meeting No. 756 held on December 5, 2022, the Board adopted the Procurement Contracts Policy which authorizes the Executive Director to: execute any procurement contract, including amendments thereto, in an amount not to exceed \$500,000 provided that a Procurement 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 Interim Executive Director pursuant to the authority in the Procurement Contracts Policy during the time period of April 1, 2023 through June 30, 2023.

Meeting No.	759
Item	22
Appendix	V

RECOMMENDATION:

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



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Interim Executive Director

EXHIBIT I

THRUWAY PERSONAL SERVICE CONTRACTS UP TO \$500,000  
FOR THE PERIOD April 1, 2023 – June 30, 2023

Date	Amount	Contractor	Amendment No.	MWBE Goal %	SDVOBE Goal %	Purpose
4/17/23	\$0	Adopt a Highway Maintenance Corporation of NY	N/A	0	0	ASSISST Services
4/3/23	\$0	Fugro USA Land Inc.	1	0	0	iVision 5 Hosting Services. Amendment #1 exercised the 2 year renewal option.
4/3/23	\$0	NYSTEC	1	0	0	Assistance with the development of the RFP for Radio Modernization Project. Amendment extended the term by 6 months.
5/18/23	\$49,900	Canal Society of NYS	N/A	0	0	Erie Canal Heritage Park at Port Byron