



NEW YORK
STATE OF
OPPORTUNITY™

**Thruway
Authority**

**BOARD OF DIRECTORS MEETING NO. 760
TUESDAY NOVEMBER 14, 2023
ALBANY, NEW YORK**



Thruway Authority

BOARD MEETING AGENDA

Meeting Number 760

November 14, 2023

Albany, New York

A. Public Comment Period on the Agenda Items

B. Consent Items

1. Approval of Minutes of Thruway Authority Board Meeting No. 759
2. Financial Reports for July and August 2023
3. Review and Approval of the Authority's Investment Transactions for the Third Quarter of 2023
4. Review and Approve for Board Action the 2023 Revised Budget and 2024 Proposed Budget
5. Review and Approve for Board Action the 2024 Capital Program
6. Authorizing the Acting Executive Director to Implement the NYSTA 10-year Strategic Plan
7. Review and Approval of Revised Procurement Contracts Policy
8. Review and Approve the Sexual Harassment Policy (No.25-2-25)

C. Action Items

9. Authorization for the Acting Executive Director to Execute a Collective Bargaining Agreement between the Thruway Authority and Local 058, New York State Thruway Civil Service Employees Association
10. Authorizing the Acting Executive Director to Execute a Contract with WellNow Urgent Care Practice, P.C. DBA WellNow Urgent Care to provide Off-Site Occupational Medical Services for Thruway Authority Employees
11. Authorizing the Acting Executive Director to Execute a Contract for grant writing services
12. Authorizing the Acting Executive Director to Execute an Agreement C010724 to L3Harris to Provide the Authority with Land Mobile Radio System services
13. Authorizing the Acting Executive Director to Execute an Agreement C010709 with Kapsch TrafficCom USA, Inc.
14. Authorize an increase in the amount payable for a Memorandum of Agreement with the Triborough Bridge and Tunnel Authority for Project Management Services to oversee the New York Customer Service Center Transition Project

15. Authorizing the Acting Executive Director to Execute a Contract Ask Reply, Inc. d/b/a B2Gnow
16. Authorizing an Agreement with Telecommunication Provider for the Use of the New York State Thruway Authority's Fiber Optic System
17. Term Agreement for Material Testing Services – New York Division Contract No.: D214954
18. Term Agreement for Material Testing Services – New York Division Contract No.: D214955
19. Term Agreement for Construction Inspection (CI) Support Services – New York Division Contract No.: D214956
20. Term Agreement for Material Testing Services Albany & Syracuse Division - Contract No.: D214957
21. Term Agreement for Environmental Design Support Services Statewide - Contract No.: D214958
22. Term Agreement for Bridge Design Support Services Primarily in New York Division Contract No.: D214959
23. 2024 Board of Directors Meeting Calendar
24. Honoring Tanya Morris - Retiring Board Secretary

D. Report to the Board

25. Report on Procurement Contracts and Other Agreements Up to \$300,000 Executed by the Executive Director During the Period July 1, 2023 through September 30, 2023
26. 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. 760
Item 1
Appendix A

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Jerry B. Yomoah
Assistant Secretary

SUBJECT: Approval of Minutes of Board Meeting No. 759

Copies of the Minutes of Board Meeting No. 759 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 September 14, 2023 be approved by the Board.


Assistant Secretary

RECOMMENDATION APPROVED:


Acting Executive Director



MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 759
September 18, 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 1:00 p.m.

The following Board 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

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

Also available via Webex:

Steve Peyser, President Public Resources Advisory Group - Financial Advisor
Eric P. Taylor, Partner Hawkins Delafield & Wood LLP - Bond Counsel

Staff present:

Frank G, Hoare, Interim Executive Director
Matthew Trapasso, Chief of Staff
Dave Malone, Acting 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
Josh Klemm, Director, Chief Information Officer
Andrew Trombley, Acting Director of Procurement Services
Erika Beardsley, Acting Director, Center Excellence
Diana Nebiolo, Acting Director, Revenue Management
Sean Lasher, 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).

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. 758

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. 758 held on June 27, 2023, which was made available to the Board Members as part of the Agenda.

Item 2 by Dave Malone (Appendix B)
Financial Report– April, May & June 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 April, May & June.

Item 3 by Dave Malone (Appendix C)
Approval of the Authority’s Investment Transactions –Second 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 Dave Malone (Appendix D)
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

Mr. Malone presented the resolution for Approving the Toll Rate Adjustments.

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

Upon motion duly made and seconded, the Board Approved the Toll Rate Adjustments and adopted the following resolution:

RESOLUTION NO. 6441

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

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 MultiYear 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.

Item 5 Dave Malone (Appendix E)

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

Mr. Malone presented the resolution for 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.

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

Upon motion duly made and seconded, the Board Approved the Twenty First Supplemental Resolution, Authorizing the Issuance of General Revenue Bonds, Series P and adopted the following resolution:

RESOLUTION NO. 6442

**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
THERE TO**

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

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.

Item 6 by Chair Mahoney (Appendix F)

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

Chair Mahoney presented the resolution for Appointing Frank G. Hoare as Acting Executive Director, and Pending Senate Approval, Executive Director, of the New York State Thruway Authority.

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

Upon motion duly made and seconded, the Board Approved the Appointment of Frank G. Hoare as Acting Executive Director, Pending Senate Approval and adopted the following resolution:

RESOLUTION NO. 6443

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

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.

Item 7 by Selica Grant (Appendix F)
Appointing David J. Malone as Chief Financial Officer

Ms. Grant presented the resolution Appointing David J. Malone as Chief Financial Officer.

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

Upon motion duly made and seconded, the Board Approved the Appointment of David J. Malone as Chief Financial Officer and adopted the following resolution:

RESOLUTION NO. 6444

APPOINTING DAVID J. MALONE AS CHIEF FINANCIAL OFFICER

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.

Item 8 by Dave Malone (Appendix H)

Approving the Selection of New Insurance Broker for the Authority's Insurance Program

Mr. Malone presented the resolution Approving the Selection of New Insurance Broker for the Authority's Insurance Program.

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

Upon motion duly made and seconded, the Board Approved the Selection of New Insurance Broker for the Authority's Insurance Program adopted the following resolution:

RESOLUTION NO. 6445

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 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.

Item 9 by Joe Igoe (Appendix I)

Appointing Keith Fragomeni as Assistant Treasurer of the Authority and Christiano DeSorrento as Assistant Secretary of the Authority

Mr. Igoe presented the resolution for Appointing Keith Fragomeni as Assistant Treasurer of the Authority and Christiano DeSorrento as Assistant Secretary of the Authority.

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 Appointments of Keith Fragomeni and Christiano DeSorrento and adopted the following resolution:

RESOLUTION NO. 6446

**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

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

Item 10 by Joe Igoe (Appendix J)

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

Mr. Igoe presented the Item for 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.

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 Release of the Reversion Clause on Land Sold to the Madison County Industrial Development Agency and adopted the following resolution:

RESOLUTION NO. 6447

**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.

Item 11 by Joe Igoe (Appendix K)

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

Mr. Igoe presented the Authorizing the Interim Executive Director to Execute Agreements for Real Property Valuation 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 Interim Executive Director to Execute Agreements for Real Property Valuation Services and adopted the following resolution:

RESOLUTION NO.6448

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

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.

Item 12 by Jim Konstalid (Appendix L)

Authorizing the Interim Executive Director to Execute an Agreement #PT68751 with Alarm & Suppression Inc. for Fire Alarm System Replacement and Maintenance

Mr. Konstalid presented the resolution for Authorizing the Interim Executive Director to Execute an Agreement #PT68751 with Alarm & Suppression Inc. for Fire Alarm System Replacement and Maintenance.

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 Agreement #PT68751 and adopted the following resolution:

RESOLUTION NO. 6449

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 \$563,097 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 \$563,097, 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

Item 13 by Jim Konstalid (Appendix M)

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

Mr. Konstalid presented the resolution for Authorizing Interim Executive Director to Execute an Agreement #PN69178 with New York State Technology Enterprise Corporation to Assist with Land Mobile Contract Negotiations and Project Implementation.

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 Agreement #PN69178 and adopted the following resolution:

RESOLUTION NO. 6450

AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT #PN69178 WITH NEW YORK STATE TECHNOLOGY ENTERPRISE CORPORATION TO ASSIST WITH LAND MOBLE 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

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

Item 14 by Jim Konstalid (Appendix N)

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

Mr. Konstalid presented the resolution 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.

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 First Amendment to Agreement C010561 with Association of Public-Safety Communications Officials and adopted the following resolution:

RESOLUTION NO. 6451
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

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.

Item 15 by Josh Klemm (Appendix O)

Authorizing an Agreement with Various Telecommunication Providers for the Use of the New York State Thruway Authority's Fiber Optic System

Mr. Klemm presented the resolution for Authorizing Agreement with Various Telecommunication Providers for the Use of the New York State Thruway Authority's Fiber Optic System.

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

Board Member Heather Mulligan recused herself from voting on this item.

Upon motion duly made and seconded, the Board Authorized an Agreement with Various Telecommunication Providers for the Use of the New York State Thruway Authority's Fiber Optic System and adopted the following resolution:

RESOLUTION NO. 6452

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 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 and distribute any required documents; and be it further

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

Item 16 by Rich Lee (Appendix P)

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

Mr. Lee presented the resolution for Authorizing the Execution of Agreement D214932; with Stantec Consulting Services, 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 Execution of Agreement D214932; with Stantec Consulting Services, Inc. and adopted the following resolution:

RESOLUTION NO. 6453

**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.

Item 17 by Rich Lee (Appendix Q)
Authorizing the Execution of Agreement D214933; with, WSP USA

Mr. Lee presented the resolution for Authorizing the Execution of Agreement D214933; with WSP USA.

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 Agreement D214933; with WSP USA and adopted the following resolution:

RESOLUTION NO. 6454

**AUTHORIZING THE EXECUTION OF AGREEMENT
D214933 WITH WSP USA**

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.

Item 18 by Rich Lee (Appendix R)

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

Mr. Lee presented the resolution for Authorizing the Execution of Agreement D214934; with Urban Engineers of NY D.P.C.

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 Agreement D214934; with Urban Engineers of NY D.P.C and adopted the following resolution:

RESOLUTION NO. 6455

**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.

Item 19 by Rich Lee (Appendix S)

Authorizing the Execution of Agreement D214935 with ATANE Engineers, Architects and Land Surveyors, D.P.C.

Mr. Lee presented the resolution for Authorizing the Execution of Agreement D214935; with ATANE Engineers, Architects and Land Surveyors, D.P.C.

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 Agreement D214935; with ATANE Engineers, Architects and Land Surveyors, D.P.C. and adopted the following resolution:

RESOLUTION NO. 6456

**AUTHORIZING THE EXECUTION OF AGREEMENT D214935
WITH ATANE ENGINEERS, ARCHITECTS AND LAND
SURVEYORS D.P.C.**

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.

Item 20 by Rich Lee (Appendix T)

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

Mr. Lee presented the resolution for Authorizing the Execution of Agreement D214936; with Gannett Fleming Engineers and Architects, PC.

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 Agreement D214936; with Gannett Fleming Engineers and Architects, PC and adopted the following resolution:

RESOLUTION NO. 6457

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

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.

Item 21 by Rich Lee (Appendix U)

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

Mr. Lee presented the resolution for Authorizing the Execution of Agreement D214938 with Popli Architecture + Engineering & L.S., D.P.C.

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 Agreement D214938 with Popli Architecture + Engineering & L.S., D.P.C. and adopted the following resolution:

RESOLUTION NO. 6458

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

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.

Item 22 by Andrew Trombley (Appendix W)
Report on Procurement Contracts and Other Agreements Up to \$300,000
Executed by the Executive Director During the Period April 1, 2023 through June 30, 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 April 1, 2023 through June 30, 2023.

Report to the Board

Interim Executive Director Hoare began his report with thanking the Governor for her recommendation and the board for vote of confidence in him. Interim Executive Hoare recognized the great work that everybody at the Thruway Authority does every single day from the executive staff to our division directors, to men and women who are out there every single day reporting to the headquarters, reporting to the four division headquarters, reporting to maintenance facilities, working out there all kinds of conditions, the cold of winter, the heat of summer, to deliver what the Board has recognized is truly the best Thruway system in the country.

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

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 2:21p.m.

Tanya M. Morris

Board Secretary

DRAFT

Meeting No. 760
Item 2
Appendix B

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: David Malone
Chief Financial Officer

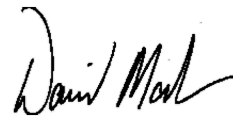
SUBJECT: Financial Report – July and August 2023

The Chief Financial Officer is formally submitting a copy of the Financial Report for the months of July and August 2023.

The Finance Committee considered this item at its November 14, 2023 meeting and recommended that this item be presented to the full Board for consideration.

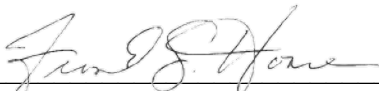
SUBMISSION:

This report is submitted for inclusion as part of the official records for this meeting.



Chief Financial Officer

APPROVED:



Acting Executive Director

**Please refer to Item 2 in the
Finance Committee Meeting
Book for the July and August
2023 Financial Reports**

Meeting No. 760
Item 3
Appendix C

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

DATE: November 14, 2023

SUBJECT: Investment Transactions – Third Quarter Investments 2023

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

The attached Exhibit A presents the details of all investments purchased during the Quarter ending September 30, 2023. The attached Exhibit B details the investments held as of September 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 November 14, 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.



Chief Financial Officer

RECOMMENDATION APPROVED:



Acting Executive Director

Exhibit A

**Investment Transactions
Program Summary
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023**

Program	Cost	Average Yield (%)	Weighted Avg Maturity
Thruway Authority	\$ 2,065,900,403	5.2591%	42
Trust Fund Bond Program	12,367,304	5.2654%	200
State Personal Income Tax Revenue Bond Program (PIT)	2,561,453,591	5.2572%	69
	<u>\$ 4,639,721,298</u>		

Investment Transactions
Thruway Authority Summary
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Cost	Avg Yield (%)	Weighted Avg Maturity
Bond Proceeds - Series O	\$ 74,402,564	5.1095%	10
Environmental Remediation Reserve	28,855,029	5.2877%	35
E-ZPass Revenue	1,110,737,289	5.2482%	27
Facilities Capital Improvement	26,446,728	5.2114%	14
General Reserve	133,323,621	5.2523%	35
Insurance Reserve	2,930,458	2.8308%	66
JIO Debt Service	27,932,446	5.2666%	122
Operating	115,647,514	5.2371%	21
Public Liability Reserve	35,314,807	5.2662%	36
Reserve Maintenance	205,796,751	5.3228%	88
Retirement Pension Accrual	4,936,187	5.3550%	86
Revenue	171,210,485	5.2625%	32
Sr. Debt Service	128,366,525	5.2439%	149
Total	\$ <u>2,065,900,403</u>		
Weighted Average Maturity			42

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
<u>Bond Proceeds - Series O</u>						
	Koch Industries	07/14/2023	07/07/2023	Wells Fargo Securities, LLC	\$ 11,988,240	5.0400
	Federal Home Loan Bank	07/28/2023	07/14/2023	Stern Brothers & Co.	15,968,889	5.0000
	Treasury Bill	08/03/2023	07/21/2023	Multi-Bank Securities Inc.	7,486,215	5.0900
	Federal Home Loan Bank	08/03/2023	07/28/2023	Siebert Williams Shank & Co., LLC	3,996,570	5.1450
	Treasury Bill	08/10/2023	08/03/2023	CastleOak Securities, LP	4,994,906	5.2400
	Federal Home Loan Bank	09/08/2023	08/30/2023	American Veterans Group, PBC	5,992,170	5.2200
	Federal Home Loan Bank	09/15/2023	09/08/2023	Oppenheimer	5,993,933	5.2000
	Treasury Bill	09/21/2023	09/15/2023	Loop Capital Markets	5,994,775	5.2250
	Federal Home Loan Bank	09/29/2023	09/21/2023	Stern Brothers & Co.	5,993,027	5.2300
	Koch Industries	10/06/2023	09/29/2023	Wells Fargo Securities, LLC	5,993,840	5.2800
					<u>\$ 74,402,564</u>	
<u>Environmental Remediation Reserve</u>						
	Roche Holdings Inc.	09/12/2023	08/03/2023	Piper Sandler & Co	\$ 9,941,556	5.2600
	Koch Industries	10/02/2023	09/12/2023	Wells Fargo Securities, LLC	9,970,556	5.3000
	Koch Industries	10/06/2023	08/24/2023	Wells Fargo Securities, LLC	8,942,918	5.3100
					<u>\$ 28,855,029</u>	
<u>E-ZPass Revenue</u>						
	Treasury Bill	07/18/2023	07/10/2023	Loop Capital Markets	\$ 9,988,889	5.0000
	Treasury Bill	07/25/2023	07/03/2023	Stern Brothers & Co.	29,908,790	4.9751
	Treasury Bill	07/25/2023	07/06/2023	BNY Mellon Capital Markets, LLC	24,933,896	5.0100
	Total (Energies) Capital SA	08/08/2023	07/26/2023	Alamo Capital	24,952,559	5.2550
	Koch Industries	08/15/2023	07/05/2023	Piper Sandler & Co	44,737,088	5.1300
	Federal Home Loan Bank	08/15/2023	08/08/2023	Stern Brothers & Co.	24,974,576	5.2300

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
	Treasury Bill	08/17/2023	07/11/2023	Santander US Capital Markets LLC	44,761,350	5.1600
	PSP Captial Inc	08/17/2023	07/25/2023	Piper Sandler & Co	14,949,304	5.2900
	Koch Industries	08/22/2023	07/20/2023	Wells Fargo Securities, LLC	29,856,175	5.2300
	Koch Industries	08/24/2023	07/20/2023	Wells Fargo Securities, LLC	29,847,458	5.2300
National Securities Clearing Corp		08/29/2023	07/13/2023	Loop Capital Markets	14,897,579	5.2300
	Koch Industries	08/29/2023	08/22/2023	Wells Fargo Securities, LLC	49,948,958	5.2500
	Treasury Bill	08/31/2023	07/24/2023	American Veterans Group, PBC	39,779,262	5.2280
	Treasury Bill	08/31/2023	08/21/2023	CastleOak Securities, LP	24,963,681	5.2300
	Treasury Bill	09/05/2023	07/27/2023	Santander US Capital Markets LLC	24,854,139	5.2510
	Koch Industries	09/07/2023	08/10/2023	Wells Fargo Securities, LLC	14,937,933	5.3200
	Treasury Bill	09/07/2023	08/30/2023	Piper Sandler & Co	39,953,556	5.2250
	Treasury Bill	09/12/2023	08/16/2023	Santander US Capital Markets LLC	14,940,645	5.2760
	Treasury Bill	09/12/2023	08/31/2023	BNY Mellon Capital Markets, LLC	24,956,333	5.2400
	Treasury Bill	09/12/2023	09/05/2023	Multi-Bank Securities Inc.	24,974,474	5.2510
	Treasury Bill	09/14/2023	08/17/2023	Santander US Capital Markets LLC	24,897,917	5.2500
	Treasury Bill	09/14/2023	09/07/2023	CastleOak Securities, LP	39,959,400	5.2200
	Treasury Bill	09/19/2023	08/23/2023	Santander US Capital Markets LLC	14,940,701	5.2710
Metlife Short Term Fund		09/19/2023	08/15/2023	Stern Brothers & Co.	24,871,010	5.3070
	Koch Industries	09/19/2023	09/07/2023	Wells Fargo Securities, LLC	24,956,000	5.2800
	Treasury Bill	09/21/2023	08/14/2023	Stern Brothers & Co.	19,889,167	5.2500
	Koch Industries	09/21/2023	09/07/2023	Wells Fargo Securities, LLC	29,938,400	5.2800
Metlife Short Term Fund		09/21/2023	08/15/2023	Stern Brothers & Co.	24,863,640	5.3070
	Treasury Bill	09/26/2023	08/24/2023	Stern Brothers & Co	34,831,563	5.2500
	Treasury Bill	09/26/2023	09/12/2023	Loop Capital Markets	24,948,949	5.2510
	Treasury Bill	09/28/2023	09/12/2023	Wells Fargo Securities, LLC	24,941,667	5.2500
	PSP Captial Inc	09/29/2023	07/27/2023	Loop Capital Markets	24,763,556	5.3200

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
	Koch Industries	09/29/2023	08/11/2023	Wells Fargo Securities, LLC	9,927,725	5.3100
	Treasury Bill	10/03/2023	09/12/2023	Santander US Capital Markets LLC	24,923,277	5.2610
	Treasury Bill	10/05/2023	09/13/2023	Santander US Capital Markets LLC	24,919,714	5.2551
	Treasury Bill	10/10/2023	09/18/2023	Piper Sandler & Co	14,951,646	5.2750
	Koch Industries	10/17/2023	09/21/2023	Wells Fargo Securities, LLC	39,846,311	5.3200
	Metlife Short Term Fund	10/19/2023	09/21/2023	CastleOak Securities, LP	39,834,800	5.3100
	Microsoft Corporation	10/24/2023	09/25/2023	Bank of America Merrill Lynch	24,893,264	5.3000
	Koch Industries	10/24/2023	09/22/2023	Wells Fargo Securities, LLC	9,952,711	5.3200
	Koch Industries	10/31/2023	09/21/2023	Wells Fargo Securities, LLC	9,940,889	5.3200
	Koch Industries	10/31/2023	09/14/2023	Wells Fargo Securities, LLC	19,861,089	5.3200
	Koch Industries	10/31/2023	08/29/2023	Wells Fargo Securities, LLC	24,767,250	5.3200
					<u>\$ 1,110,737,289</u>	
Facilities Capital Improvement						
	Treasury Bill	07/20/2023	07/06/2023	BNY Mellon Capital Markets, LLC	\$ 998,052	5.0100
	Treasury Bill	07/27/2023	07/11/2023	CastleOak Securities, LP	2,494,433	5.0100
	Federal Home Loan Bank	08/04/2023	07/27/2023	Loop Capital Markets	998,849	5.1800
	Federal Home Loan Bank	08/10/2023	07/27/2023	Loop Capital Markets	1,496,938	5.2500
	Treasury Bill	08/17/2023	08/04/2023	Wells Fargo Securities, LLC	1,497,167	5.2300
	Treasury Bill	08/24/2023	08/10/2023	Multi-Bank Securities Inc.	2,993,910	5.2200
	Treasury Bill	08/31/2023	08/17/2023	BNY Mellon Capital Markets, LLC	1,496,949	5.2300
	Treasury Bill	09/07/2023	08/24/2023	Siebert Williams Shank & Co., LLC	2,993,881	5.2450
	Federal Home Loan Bank	09/15/2023	08/31/2023	Santander US Capital Markets LLC	1,496,731	5.2300
	Treasury Bill	09/21/2023	09/07/2023	Loop Capital Markets	2,993,880	5.2455
	Federal Home Loan Bank	09/29/2023	09/15/2023	Alamo Capital	1,995,932	5.2300
	Koch Industries	10/05/2023	09/21/2023	Wells Fargo Securities, LLC	2,993,805	5.3100

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
	Treasury Bill	10/12/2023	09/29/2023	Loop Capital Markets	1,996,200	5.2610
					<u><u>\$ 26,446,728</u></u>	
<u>General Reserve</u>						
	Siemens Capital Co LLC	08/01/2023	07/05/2023	Piper Sandler & Co	\$ 19,923,800	5.0800
	Treasury Bill	08/08/2023	07/10/2023	Siebert Williams Shank & Co., LLC	4,979,478	5.0950
	Koch Industries	08/15/2023	07/11/2023	Wells Fargo Securities, LLC	7,959,711	5.1800
	National Securities Clearing Corp	08/22/2023	07/18/2023	Loop Capital Markets, LLC	7,959,167	5.2500
	Koch Industries	08/29/2023	07/25/2023	Wells Fargo Securities, LLC	3,979,583	5.2500
	Koch Industries	09/05/2023	08/01/2023	Wells Fargo Securities, LLC	19,896,750	5.3100
	Roche Holdings Inc.	09/12/2023	08/08/2023	Piper Sandler & Co	5,969,258	5.2700
	Koch Industries	09/19/2023	08/15/2023	Wells Fargo Securities, LLC	7,958,700	5.3100
	Koch Industries	09/26/2023	08/22/2023	Wells Fargo Securities, LLC	7,958,856	5.2900
	Treasury Bill	10/03/2023	08/29/2023	American Veterans Group, PBC	3,979,525	5.2650
	National Securities Clearing Corp	10/10/2023	09/05/2023	Loop Capital Markets	14,922,635	5.3050
	Treasury Bill	10/17/2023	09/12/2023	CastleOak Securities, LP	5,969,317	5.2600
	Metlife Short Term Fund	10/24/2023	09/15/2023	Stern Brothers & Co.	5,965,550	5.3000
	Koch Industries	10/31/2023	09/19/2023	Wells Fargo Securities, LLC	7,950,440	5.3100
	Treasury Bill	11/07/2023	09/26/2023	Loop Capital Markets	7,950,851	5.2660
					<u><u>\$ 133,323,621</u></u>	
<u>Insurance Reserve</u>						
	Koch Industries	09/06/2023	07/25/2023	Wells Fargo Securities, LLC	\$ 1,192,475	5.2500
	Federal Home Loan Bank	10/11/2023	09/06/2023	Stern Brothers & Co.	1,492,307	5.2750
	Certificate of Deposit	07/05/2024	07/07/2023	NBT Bank NA	245,676	0.0000
					<u><u>\$ 2,930,458</u></u>	

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
<u>JIO Debt Service</u>						
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	\$ 3,430,886	5.3050
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	3,431,272	5.2610
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	152,987	5.2280
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	3,430,255	5.2520
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	599,281	5.2280
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	5,628,387	5.2610
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	5,629,337	5.3050
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	5,630,040	5.2520
					\$ 27,932,446	
<u>Operating</u>						
	Treasury Bill	07/18/2023	07/05/2023	Piper Sandler & Co	\$ 5,989,210	4.9800
	Koch Industries	07/24/2023	07/10/2023	Wells Fargo Securities, LLC	9,980,322	5.0600
	Koch Industries	08/02/2023	07/10/2023	Loop Capital Markets	9,967,353	5.1100
	Koch Industries	08/07/2023	08/02/2023	Wells Fargo Securities, LLC	4,996,340	5.2700
	Koch Industries	08/15/2023	08/02/2023	Wells Fargo Securities, LLC	4,990,449	5.2900
	Koch Industries	08/23/2023	08/07/2023	Wells Fargo Securities, LLC	4,988,244	5.2900
	Roche Holdings Inc.	08/28/2023	08/09/2023	Loop Capital Markets	14,958,438	5.2500
	Roche Holdings Inc.	09/05/2023	08/09/2023	Loop Capital Markets	14,940,713	5.2700
	Treasury Bill	09/12/2023	08/17/2023	Santander US Capital Markets LLC	4,981,020	5.2560
	Treasury Bill	09/21/2023	08/23/2023	Multi-Bank Securities Inc.	4,978,866	5.2470
	Treasury Bill	09/26/2023	09/05/2023	CastleOak Securities, LP	4,984,629	5.2700
	Federal Home Loan Bank	09/26/2023	09/21/2023	Wells Fargo Securities, LLC	4,996,368	5.2300
	Koch Industries	09/26/2023	09/01/2023	Wells Fargo Securities, LLC	4,981,597	5.3000
	National Securities Clearing Corp	10/03/2023	09/05/2023	Loop Capital Markets	9,958,778	5.3000

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
	Koch Industries	10/10/2023	09/15/2023	Wells Fargo Securities, LLC	4,981,563	5.3100
	Federal Home Loan Bank	10/11/2023	09/05/2023	Siebert Williams Shank & Co., LLC	4,973,625	5.2750
					\$ 115,647,514	
Public Liability Reserve						
	Koch Industries	08/22/2023	07/11/2023	Bank of America Merrill Lynch	\$ 10,436,300	5.2000
	Koch Industries	09/19/2023	08/22/2023	Wells Fargo Securities, LLC	12,448,569	5.2900
	Koch Industries	10/27/2023	09/19/2023	Wells Fargo Securities, LLC	12,429,938	5.3100
					\$ 35,314,807	
Reserve Maintenance						
	National Securities Clearing Corp	10/06/2023	07/06/2023	Loop Capital Markets	\$ 21,703,709	5.2700
	National Securities Clearing Corp	10/13/2023	07/10/2023	Piper Sandler & Co	14,790,208	5.3000
	Toyota Motor Credit Corporation	10/20/2023	07/13/2023	Stern Brothers & Co.	28,573,497	5.3480
	Treasury Bill	10/26/2023	07/20/2023	Piper Sandler & Co	13,800,488	5.2350
	Koch Industries	11/02/2023	09/08/2023	Wells Fargo Securities, LLC	16,862,088	5.3100
	Treasury Bill	11/02/2023	07/27/2023	Santander US Capital Markets LLC	5,914,087	5.2600
	PSP Captial Inc	11/09/2023	08/03/2023	Loop Capital Markets	15,272,994	5.3800
	National Securities Clearing Corp	11/17/2023	08/10/2023	Piper Sandler & Co	9,852,875	5.3500
	Koch Industries	11/17/2023	09/22/2023	Wells Fargo Securities, LLC	2,975,127	5.3300
	Treasury Bill	11/21/2023	08/17/2023	Santander US Capital Markets LLC	9,859,707	5.2610
	Koch Industries	11/21/2023	09/29/2023	Wells Fargo Securities, LLC	11,905,307	5.3600
	Toyota Motor Credit Corporation	11/30/2023	08/24/2023	Stern Brothers & Co.	4,926,296	5.4150
	National Securities Clearing Corp	11/30/2023	08/31/2023	Loop Capital Markets	14,796,388	5.3700
	Metlife Short Term Fund	12/08/2023	09/15/2023	Stern Brothers & Co.	34,563,982	5.3390
					\$ 205,796,751	

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
<u>Retirement Pension Accrual</u>						
	PSP Captial Inc	11/02/2023	09/18/2023	Piper Sandler & Co	\$ 2,980,050	5.3200
	Metlife Short Term Fund	12/05/2023	07/11/2023	Stern Brothers & Co.	1,956,137	5.3710
					<u>\$ 4,936,187</u>	
<u>Revenue</u>						
	Koch Industries	08/31/2023	07/25/2023	Wells Fargo Securities, LLC	\$ 24,865,104	5.2500
	Treasury Bill	08/31/2023	07/27/2023	Siebert Williams Shank & Co., LLC	19,898,111	5.2400
	Koch Industries	08/31/2023	07/19/2023	Wells Fargo Securities, LLC	11,924,893	5.2400
	Treasury Bill	09/28/2023	08/31/2023	BNY Mellon Capital Markets, LLC	54,774,775	5.2650
	Treasury Bill	10/05/2023	09/28/2023	CastleOak Securities, LP	9,989,831	5.2300
	Federal Home Loan Bank	10/31/2023	09/28/2023	Loop Capital Markets	49,757,771	5.2850
					<u>\$ 171,210,485</u>	
<u>Sr. Debt Service</u>						
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	\$ 5,762,085	5.2520
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	21,051,821	5.2280
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	5,762,022	5.2610
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	5,761,560	5.3050
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	5,156,690	5.3050
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	15,450,735	5.2280
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	5,156,631	5.2520
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	5,156,735	5.2610
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	4,561,687	5.3050
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	4,561,273	5.2610
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	17,843,962	5.2280
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	4,560,958	5.2520

Investment Transactions
Thruway Authority Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	8,985,319	5.2280
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	3,681,838	5.2610
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	3,682,504	5.3050
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	3,682,609	5.2520
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	1,548,191	5.3050
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	1,549,575	5.2610
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	44,824	5.2280
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	1,548,359	5.2520
	Treasury Bill	12/28/2023	07/31/2023	The Williams Capital Group, LP	360,925	5.2520
	Treasury Bill	12/28/2023	08/31/2023	CastleOak Securities, LP	360,618	5.2610
	Treasury Bill	12/28/2023	07/05/2023	The Williams Capital Group, LP	1,774,457	5.2280
	Treasury Bill	12/28/2023	09/29/2023	Santander US Capital Markets LLC	361,146	5.3050
					<u>\$ 128,366,525</u>	

Investment Transactions
Trust Fund Bond Summary
Time Deposits and Purchase of Securities
 New York State Thruway Authority
 Quarter Ending September 30, 2023

Fund	Cost	Avg Yield (%)	Weighted Avg Maturity
Trust Fund Debt Service	\$ 12,367,304	5.2654%	200
Total	<u>\$ 12,367,304</u>		
		Weighted Average Maturity	200

Investment Transactions
Trust Fund Bond Detail
Time Deposits and Purchase of Securities
 New York State Thruway Authority
 Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
<u>Trust Fund Debt Service</u>						
	Toyota Motor Credit Corp	01/12/2024	09/25/2023	Stern Brothers & Co.	\$ 3,276,215	5.4320
	Federal Home Loan Bank	03/28/2024	07/25/2023	Santander US Capital Markets LLC	4,545,653	5.2050
	Federal Home Loan Bank	03/28/2024	08/25/2023	Stern Brothers & Co.	4,545,435	5.2750
					<u>\$ 12,367,304</u>	

Investment Transactions
State Personal Income Tax (PIT) Revenue Bonds Summary
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Cost	Avg Yield (%)	Weighted Avg Maturity
PIT Bond Proceeds	\$ 1,976,535,254	5.2585%	79
PIT Debt Service	584,918,337	5.2472%	35
Total	\$ 2,561,453,591		
		Weighted Average Maturity	69

Investment Transactions
State Personal Income Tax (PIT) Revenue Bonds Program Detail
Time Deposits and Purchase of Securities
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Purchase Date	Broker	Cost	Yield to Maturity (%)
<u>PIT Bond Proceeds</u>						
	Federal Home Loan Bank	09/12/2023	08/10/2023	CastleOak Securities, LP	\$ 141,562,093	5.2450
	Treasury Bill	09/14/2023	09/12/2023	Multi-Bank Securities Inc.	141,561,471	5.1520
	Treasury Bill	09/14/2023	07/13/2023	Stern Brothers & Co.	45,067,290	5.1730
	Treasury Bill	09/28/2023	08/17/2023	BNY Mellon Capital Markets, LLC	197,059,752	5.2750
	Treasury Bill	09/28/2023	09/07/2023	Piper Sandler & Co	117,609,714	5.2500
	Treasury Bill	11/07/2023	07/13/2023	Loop Capital Markets, LLC	194,601,377	5.2280
	Treasury Bill	11/14/2023	07/20/2023	Wells Fargo Securities, LLC	413,199,019	5.2510
	Treasury Bill	12/14/2023	09/28/2023	Wells Fargo Securities, LLC	314,669,414	5.2950
	Treasury Bill	12/19/2023	09/14/2023	Wells Fargo Securities, LLC	399,778,157	5.2860
	Treasury Bill	03/21/2024	07/20/2023	BNY Mellon Capital Markets, LLC	11,426,968	5.0300
					<u>\$ 1,976,535,254</u>	
<u>PIT Debt Service</u>						
	Treasury Bill	09/14/2023	07/28/2023	Wells Fargo Securities, LLC	\$ 14,299,392	5.2400
	Treasury Bill	09/14/2023	09/08/2023	Multi-Bank Securities Inc.	19,790,833	5.2000
	Treasury Bill	09/14/2023	07/11/2023	Stern Brothers & Co.	43,428,705	5.1710
	Treasury Bill	09/14/2023	09/01/2023	Loop Capital Markets, LLC	6,221,226	5.2310
	Treasury Bill	09/28/2023	08/01/2023	Wells Fargo Securities, LLC	249,522,342	5.2625
	Treasury Bill	10/05/2023	09/28/2023	Bank of America Merrill Lynch	251,655,839	5.2500
					<u>\$ 584,918,337</u>	

Exhibit B

Time Deposits and Securities

Program Summary

New York State Thruway Authority

Quarter Ending September 30, 2023

Program	Cost	Par
Thruway Authority	\$ 1,099,503,748	\$ 1,116,124,676
Trust Fund Bond Program	16,913,593	17,461,000
State Personal Income Tax Revenue Bond Program (PIT)	1,585,330,774	1,605,851,000
Total	\$ 2,701,748,114	\$ 2,739,436,676

Time Deposits & Purchase of Securities

Thruway Authority Summary

New York State Thruway Authority

Quarter Ending September 30, 2023

Fund	Cost	Par
Bond Proceeds Series O	\$ 5,993,840	\$ 6,000,000
Capitalized Interest - Series O	22,961,695	23,585,000
Construction	10,805,667	11,000,000
Environmental Remediation Reserve	18,913,473	19,000,000
E-ZPass Revenue	233,890,951	235,000,000
Facilities Capital Improvement	4,990,005	5,000,000
General Reserve	46,738,318	47,000,000
Insurance Reserve	2,024,983	2,032,676
JIO Debt Service 2016A	10,445,401	10,633,000.00
JIO Debt Service Reserve 2016A	62,212,995	63,745,000
JIO Debt Service 2019B	17,487,045	17,804,000.00
Operating	19,913,965	20,000,000
Public Liability Reserve	12,429,938	12,500,000
Reserve Maintenance	205,796,751	208,500,000
Retirement Pension Accrual	21,066,317	21,500,000
Revenue	59,747,601	60,000,000
Sr. Debt Service	128,366,525	131,203,000.00
Sr. Debt Service Reserve	215,718,279	221,622,000
Total	\$ 1,099,503,748	\$ 1,116,124,676

Time Deposits & Securities
Thruway Authority Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
Bond Proceeds - Series O							
	Koch Industries	10/06/2023	Wells Fargo Securities, LLC	5.2800	\$ 5,993,840	\$ 6,000,000	7
					<u>\$ 5,993,840</u>	<u>\$ 6,000,000</u>	
Capitalized Interest - Series O							
	Treasury Bill	12/28/2023	Stern Brothers & Co.	5.2275	\$ 22,961,695	\$ 23,585,000	182
					<u>\$ 22,961,695</u>	<u>\$ 23,585,000</u>	
Construction							
	Toyota Motor Credit Corp	10/04/2023	Wells Fargo Securities, LLC	5.3000	\$ 10,805,667	\$ 11,000,000	120
					<u>\$ 10,805,667</u>	<u>\$ 11,000,000</u>	
Environmental Remediation Reserve							
	Koch Industries	10/02/2023	Wells Fargo Securities, LLC	5.3000	\$ 9,970,556	\$ 10,000,000	20
	Koch Industries	10/06/2023	Wells Fargo Securities, LLC	5.3100	8,942,918	9,000,000	43
					<u>\$ 18,913,473</u>	<u>\$ 19,000,000</u>	
E-ZPass Revenue							
	Treasury Bill	10/03/2023	Santander US Capital Markets LLC	5.261	\$ 24,923,277	\$ 25,000,000	21
	Treasury Bill	10/05/2023	Santander US Capital Markets LLC	5.255	24,919,714	25,000,000	22
	Treasury Bill	10/10/2023	Piper Sandler & Co	5.275	14,951,646	15,000,000	22
	Koch Industries	10/17/2023	Wells Fargo Securities, LLC	5.320	39,846,311	40,000,000	26
	Metlife Short Term Fund	10/19/2023	CastleOak Securities, LP	5.310	39,834,800	40,000,000	28
	Microsoft Corporation	10/24/2023	Bank of America Merrill Lynch	5.300	24,893,264	25,000,000	29
	Koch Industries	10/24/2023	Wells Fargo Securities, LLC	5.320	9,952,711	10,000,000	32
	Koch Industries	10/31/2023	Wells Fargo Securities, LLC	5.320	9,940,889	10,000,000	40
	Koch Industries	10/31/2023	Wells Fargo Securities, LLC	5.320	19,861,089	20,000,000	47
	Koch Industries	10/31/2023	Wells Fargo Securities, LLC	5.320	24,767,250	25,000,000	63
					<u>\$ 233,890,951</u>	<u>\$ 235,000,000</u>	
Facilities Capital Improvement							
	Koch Industries	10/05/2023	Wells Fargo Securities, LLC	5.3100	\$ 2,993,805	\$ 3,000,000	14

Time Deposits & Securities
Thruway Authority Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
	Treasury Bill	10/12/2023	Loop Capital Markets	5.2610	1,996,200	2,000,000	13
					\$ 4,990,005	\$ 5,000,000	
General Reserve							
	Treasury Bill	10/03/2023	American Veterans Group, PBC	5.2650	\$ 3,979,525	\$ 4,000,000	35
	Nat'l Secs Clearing Corp	10/10/2023	Loop Capital Markets	5.3050	14,922,635	15,000,000	35
	Treasury Bill	10/17/2023	CastleOak Securities, LP	5.2600	5,969,317	6,000,000	35
	Metlife Short Term Fund	10/24/2023	Stern Brothers & Co.	5.3000	5,965,550	6,000,000	39
	Koch Industries	10/31/2023	Wells Fargo Securities, LLC	5.3100	7,950,440	8,000,000	42
	Treasury Bill	11/07/2023	Loop Capital Markets	5.2660	7,950,851	8,000,000	42
					\$ 46,738,318	\$ 47,000,000	
Insurance Reserve							
	Federal Home Loan Bank	10/11/2023	Stern Brothers & Co.	5.2750	\$ 1,492,307	\$ 1,500,000	35
	Certificate of Deposit	03/08/2024	M & T Bank	0.0000	37,000	37,000	366
	Certificate of Deposit	06/20/2024	Community Bank NA	0.0000	250,000	250,000	366
	Certificate of Deposit	07/05/2024	NBT Bank NA	0.0000	245,676	245,676	364
					\$ 2,024,983	\$ 2,032,676	
JIO Debt Service 2016A							
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	\$ 3,430,886	\$ 3,477,000	90
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	3,431,272	3,492,000	119
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	152,987	157,000	176
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	3,430,255	3,507,000	150
					\$ 10,445,401	\$ 10,633,000	
JIO Debt Service Reserve 2016A							
	Treasury Bill	12/07/2023	Stern Brothers & Co.	5.1500	\$ 62,212,995	\$ 63,745,000	168
					\$ 62,212,995	\$ 63,745,000	
JIO Debt Service 2019B							
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	\$ 599,281	\$ 615,000	176
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	5,628,387	5,728,000	119

Time Deposits & Securities
Thruway Authority Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	5,629,337	5,705,000	90
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	5,630,040	5,756,000	150
					\$ 17,487,045	\$ 17,804,000	
Operating							
	Nat'l Secs Clearing Corp	10/03/2023	Loop Capital Markets	5.3000	\$ 9,958,778	\$ 10,000,000	28
	Koch Industries	10/10/2023	Wells Fargo Securities, LLC	5.3100	4,981,563	5,000,000	25
	Federal Home Loan Bank	10/11/2023	Siebert Williams Shank & Co., LLC	5.2750	4,973,625	5,000,000	36
					\$ 19,913,965	\$ 20,000,000	
Public Liability Reserve							
	Koch Industries	10/27/2023	Wells Fargo Securities, LLC	5.3100	\$ 12,429,938	\$ 12,500,000	38
					\$ 12,429,938	\$ 12,500,000	
Reserve Maintenance							
	Nat'l Secs Clearing Corp	10/06/2023	Loop Capital Markets	5.270	\$ 21,703,709	\$ 22,000,000	92
	Nat'l Secs Clearing Corp	10/13/2023	Piper Sandler & Co	5.300	14,790,208	15,000,000	95
	Toyota Motor Credit Corp	10/20/2023	Stern Brothers & Co.	5.348	28,573,497	29,000,000	99
	Treasury Bill	10/26/2023	Piper Sandler & Co	5.235	13,800,488	14,000,000	98
	Koch Industries	11/02/2023	Wells Fargo Securities, LLC	5.310	16,862,088	17,000,000	55
	Treasury Bill	11/02/2023	Santander US Capital Markets LLC	5.260	5,914,087	6,000,000	98
	PSP Captial Inc	11/09/2023	Loop Capital Markets	5.380	15,272,994	15,500,000	98
	Nat'l Secs Clearing Corp	11/17/2023	Piper Sandler & Co	5.350	9,852,875	10,000,000	99
	Koch Industries	11/17/2023	Wells Fargo Securities, LLC	5.330	2,975,127	3,000,000	56
	Treasury Bill	11/21/2023	Santander US Capital Markets LLC	5.261	9,859,707	10,000,000	96
	Koch Industries	11/21/2023	Wells Fargo Securities, LLC	5.360	11,905,307	12,000,000	53
	Toyota Motor Credit Corp	11/30/2023	Stern Brothers & Co.	5.415	4,926,296	5,000,000	98
	Nat'l Secs Clearing Corp	11/30/2023	Loop Capital Markets	5.370	14,796,388	15,000,000	91
	Metlife Short Term Fund	12/08/2023	Stern Brothers & Co.	5.339	34,563,982	35,000,000	84
					\$ 205,796,751	\$ 208,500,000	
Retirement Pension Accrual							
	Treasury Bill	11/02/2023	CastleOak Securities, LP	5.0900	\$ 2,931,285	\$ 3,000,000	162

Time Deposits & Securities
Thruway Authority Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
	Treasury Bill	11/02/2023	Multi-Bank Securities Inc.	5.1600	1,468,395	1,500,000	147
	Treasury Bill	11/02/2023	BNY Mellon Capital Markets, LLC	4.8000	1,951,467	2,000,000	182
	PSP Captial Inc	11/02/2023	Piper Sandler & Co	5.3200	2,980,050	3,000,000	45
	Toyota Motor Credit Corp	11/02/2023	Wells Fargo Securities, LLC	5.3400	9,778,983	10,000,000	149
	Metlife Short Term Fund	12/05/2023	Stern Brothers & Co.	5.3710	1,956,137	2,000,000	147
					\$ 21,066,317	\$ 21,500,000	
Revenue							
	Treasury Bill	10/05/2023	CastleOak Securities, LP	5.2300	\$ 9,989,831	\$ 10,000,000	7
	Federal Home Loan Bank	10/31/2023	Loop Capital Markets	5.2850	49,757,771	50,000,000	33
					\$ 59,747,601	\$ 60,000,000	
Sr. Debt Service							
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	\$ 5,762,085	\$ 5,891,000	150
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	21,051,821	21,604,000	176
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	5,762,022	5,864,000	119
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	5,761,560	5,839,000	90
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	5,156,690	5,226,000	90
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	15,450,735	15,856,000	176
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	5,156,631	5,272,000	150
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	5,156,735	5,248,000	119
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	4,561,687	4,623,000	90
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	4,561,273	4,642,000	119
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	17,843,962	18,312,000	176
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	4,560,958	4,663,000	150
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	8,985,319	9,221,000	176
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	3,681,838	3,747,000	119
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	3,682,504	3,732,000	90
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	3,682,609	3,765,000	150
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	1,548,191	1,569,000	90
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	1,549,575	1,577,000	119
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	44,824	46,000	176

Time Deposits & Securities
Thruway Authority Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	1,548,359	1,583,000	150
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2520	360,925	369,000	150
	Treasury Bill	12/28/2023	CastleOak Securities, LP	5.2610	360,618	367,000	119
	Treasury Bill	12/28/2023	The Williams Capital Group, LP	5.2280	1,774,457	1,821,000	176
	Treasury Bill	12/28/2023	Santander US Capital Markets LLC	5.3050	361,146	366,000	90
					\$ 128,366,525	\$ 131,203,000	
<u>Sr. Debt Service Reserve</u>							
	Treasury Bill	12/07/2023	BNY Mellon Capital Markets, LLC	5.1000	\$ 17,443,551	\$ 17,887,000	175
	Treasury Bill	12/14/2023	Piper Sandler & Co	5.1050	71,620,603	73,518,000	182
	Treasury Bill	12/14/2023	CastleOak Securities, LP	5.1000	999,692	1,026,000	181
	Toyota Motor Credit Corp	12/14/2023	Wells Fargo Securities, LLC	5.3500	23,072,843	23,736,000	188
	Federal Home Loan Bank	12/21/2023	Santander US Capital Markets LLC	5.1150	84,610,201	86,945,000	189
	Federal Home Loan Bank	12/29/2023	Piper Sandler & Co	5.1350	17,971,390	18,510,000	204
					\$ 215,718,279	\$ 221,622,000	
					\$ 1,099,503,748	\$ 1,116,124,676	

Time Deposits & Purchase of Securities

Trust Fund Bonds Summary

New York State Thruway Authority

Quarter Ending September 30, 2023

Fund	Cost	Par
Trust Fund Debt Service	\$ 16,913,593	\$ 17,461,000
Total	\$ 16,913,593	\$ 17,461,000

Time Deposits & Securities
Trust Fund Bond Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
<u>Trust Fund Debt Service</u>							
	Toyota Motor Credit Corporation	01/12/2024	Stern Brothers & Co.	5.432	\$ 3,276,215	\$ 3,331,000	109
	Treasury Bill	03/21/2024	American Veterans Group, PBC	4.925	4,546,289	4,722,000	272
	Federal Home Loan Bank	03/28/2024	Santander US Capital Markets LLC	5.205	4,545,653	4,714,000	247
	Federal Home Loan Bank	03/28/2024	Stern Brothers & Co.	5.275	4,545,435	4,694,000	216
					<u>\$ 16,913,593</u>	<u>\$ 17,461,000</u>	
Grand Total Trust Fund Program					<u>\$ 16,913,593</u>	<u>\$ 17,461,000</u>	

Time Deposits & Purchase of Securities
State Personal Income Tax (PIT) Revenue Bonds Summary
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Cost	Par
PIT Bond Proceeds	\$ 1,333,674,935	\$ 1,353,938,000
PIT Debt Service	251,655,839	251,913,000
Total	\$ 1,585,330,774	\$ 1,605,851,000

Time Deposits & Securities
State Personal Income Tax (PIT) Revenue Bonds Program Detail
New York State Thruway Authority
Quarter Ending September 30, 2023

Fund	Security	Maturity Date	Broker	Yield to Maturity (%)	Cost	Par	Days Purch Maturity
<u>PIT Bond Proceeds</u>							
	Treasury Bill	11/07/2023	Loop Capital Markets, LLC	5.228	\$ 194,601,377	\$ 197,965,000	117
	Treasury Bill	11/14/2023	Wells Fargo Securities, LLC	5.251	413,199,019	420,373,000	117
	Treasury Bill	12/14/2023	Wells Fargo Securities, LLC	5.295	314,669,414	318,274,000	77
	Treasury Bill	12/19/2023	Wells Fargo Securities, LLC	5.286	399,778,157	405,494,000	96
	Treasury Bill	03/21/2024	BNY Mellon Capital Markets, LLC	5.030	11,426,968	11,832,000	245
					\$ 1,333,674,935	\$ 1,353,938,000	
<u>PIT Debt Service</u>							
	Treasury Bill	10/05/2023	Bank of America Merrill Lynch	5.250	\$ 251,655,839	\$ 251,913,000	7
					\$ 251,655,839	\$ 251,913,000	
					\$ 1,585,330,774	\$ 1,605,851,000	

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: David J. Malone
Chief Financial Officer

SUBJECT: Approval of the 2023 Revised Budget and the 2024 Proposed Budget for the New York State Thruway Authority and Adoption of Declaration of Official Intent to Issue Tax-exempt and/or Taxable Obligations

The New York State Thruway Authority's (the "Authority") 2023 Revised Budget has been reviewed and is recommended for adjustment by the Department of Finance and Accounts. As noted in Exhibit I, the 2023 Revised Budget is adjusted downward from \$1.24 billion to \$1.18 billion, or by \$51.4 million or 4.2 percent. This downward revision is mainly attributable to a \$52.8 million decrease in Capital Program expenses. In addition, there is a \$1.3 million decrease in Debt Service expenses. These decreases are offset by a \$2.8 million increase in Operating Expenses and Provisions.

Revenues and other available sources in 2023 are also being adjusted downward by a total of \$51.4 million. This downward revision is the net result of a \$19.8 million decrease in the use of Senior Debt Proceeds, a \$45.0 million decrease in the use of Junior Debt Proceeds and a \$19.0 million decrease in the use of Prior Year Reserve Balances. These reductions were offset by a \$30.1 million increase in Thruway Revenues and a \$2.2 million increase in Other Funds.

The Authority's Proposed 2024 Budget is a balanced budget that provides the necessary resources to preserve current levels of safety, service and maintenance. As noted in Exhibit II, the Proposed 2024 Budget totals \$1.30 billion, an increase of \$114.3 million or 9.7 percent from the 2023 Revised Budget, primarily due to the following factors:

- The Authority's Capital Program is expected to increase from \$360.0 million in 2023 to \$450.9 million in 2024, representing an increase of \$91.0 million or 25.3 percent. The increase is primarily related to a \$76.4 million increase in capital expenses for the Authority's highways and bridges program, as well as a \$14.0 million increase in capital expenses related to the New NY Bridge Project and a \$3.3 million increase in the Authority's architectural and Facilities program. These increases are offset by a \$2.7

million reduction in the Authority’s ITS programs, mainly due to completing the conversion to Cashless Tolling.

- Total Operating Expenses and Provisions are expected to increase by \$13.7 million, or 2.9%, in 2024. This increase is mainly attributable to higher personal service and fringe benefit costs.
- Debt Service Expenses are expected to increase by \$9.5 million, or 2.71%, in 2024.

Revenues and other sources in 2024 are expected to increase by \$114.3 million or 9.7 percent. This increase is the net result of a \$167.3 million increase in Thruway Revenues, a \$29.0 million increase in Prior Year Reserve Balances and a \$2.2 million increase in Other Funds. These increases are offset by a \$84.2 million decrease in the use of Senior Debt Proceeds. The increase in Thruway revenues is primarily due to toll rate changes that go into effect on January 1, 2024.

The 2023 Revised Budget and 2024 Proposed Budget are summarized in Exhibit II. They are hereby submitted for consideration and approval by the Board.

The Finance Committee considered this item as well as adoption by the Board of a Declaration of Official Intent to issue tax-exempt and/or taxable obligations that qualify for reimbursement of certain costs incurred in connection with the capital projects described in or contemplated by the Authority’s 2024-2028 Capital Program at its November 14, 2023 meeting and recommended that these items be presented to the full Board for consideration.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6459
APPROVAL OF THE 2023 REVISED BUDGET AND THE 2024 PROPOSED BUDGET FOR THE NEW YORK STATE THRUWAY AUTHORITY AND ADOPTION OF A DECLARATION OF OFFICIAL INTENT TO ISSUE TAX-EXEMPT AND/OR TAXABLE OBLIGATIONS

RESOLVED, that the Report on the 2023 Revised Budget as presented in this item be, and the same hereby is, accepted by the Board, and be it further

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized to make any and all adjustments to the appropriate funds consistent with this 2023 Revised Budget, and be it further

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

RESOLVED, that the New York State Thruway Authority’s (the “Authority”) proposed Budget for the fiscal year 2024, submitted by the Acting Executive Director and the Chief Financial Officer, be, and the same hereby is, approved and funded in accordance with the attached Exhibit II, and be it further

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

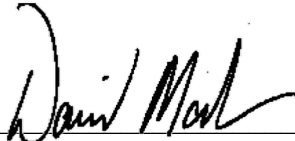
RESOLVED, that a copy of the Budget approved herein, when printed in final form, be attached to these minutes, and made a part thereof, and be submitted to the New York State entities in accordance with Section 2801 of the Public Authorities Law, and be it further

RESOLVED, that (1) the Authority hereby expresses its intention to issue tax-exempt and/or taxable obligations in one or more series in a maximum principal amount not to exceed \$1,700,000,000 (collectively, the “Bonds”) for the purpose of financing capital projects for the New York State Thruway sections and connections constituting roads or bridges as described in or contemplated by the Authority’s 2024-2028 Capital Program, including any facilities and equipment used for or in support thereof (collectively, the “Project”); this Declaration of Official Intent (the “Declaration”) shall constitute a declaration of the official intent on behalf of the Authority, under Section 1.150-2 of the Income Tax Regulations promulgated by the Department of the Treasury, to use proceeds of the Bonds to reimburse itself for certain acquisition, construction, equipping, planning, design, legal or other costs and expenses originally paid by the Authority in connection with the Project with funds other than proceeds of the Bonds prior to the issuance of the Bonds (the "Advanced Funds"); (2) all of the expenditures initially made or to be made with the Advanced Funds and then to be reimbursed to the Authority from proceeds of the applicable series of Bonds will be for (a) costs of a type properly chargeable to the capital account of the Project under general income tax principles, (b) extraordinary, non-recurring working capital expenditures (of a type not customarily payable from current revenues) for which the Authority or a related party does not maintain a reserve for such items, or (c) costs of issuing the Bonds; (3) other than any preliminary expenditures for architectural, engineering, surveying, soil testing, costs of issuing the Bonds or similar purposes that may have been paid more than sixty days prior to the date of this Declaration, no expenditures to be reimbursed have been paid more than sixty days earlier than the date of this Declaration; and (4) the officers and employees of the Authority are hereby authorized to do all acts and things required of them by this Declaration for the full, punctual and complete

Meeting No. 760
Item 4
Appendix D

performance of all the terms, covenants and agreements contained herein or necessary or convenient to the issuance of the Bonds as provided herein.

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



Chief Financial Officer

RECOMMENDATION APPROVED:



Acting Executive Director

EXHIBIT I

Original 2023 Budget vs. Revised 2023 Budget

	Original 2023	Revised 2023	Change	
			Dollar	Percent
<u>SOURCES:</u>				
Thruway Revenues	\$889,607,000	\$919,751,000	\$30,144,000	3.4%
<i>Toll Collections</i>	\$800,737,000	\$817,760,000	17,023,000	2.1%
<i>Toll Related Fees</i>	\$61,100,000	\$52,100,000	(9,000,000)	-14.7%
<i>Lease Revenue</i>	\$2,750,000	\$2,900,000	150,000	5.5%
<i>Interest Earnings</i>	\$2,000,000	\$30,000,000	28,000,000	-
<i>Sundry Revenues</i>	\$23,020,000	\$16,991,000	(6,029,000)	-26.2%
Prior Year Reserve Balances	25,000,000	6,000,000	(19,000,000)	-76.0%
Senior Debt	274,311,913	254,540,796	(19,771,117)	-7.2%
Junior Debt	45,000,000	0	(45,000,000)	-
Federal Funds	0	0	0	-
Other Funds	1,291,667	3,516,782	2,225,115	-
Total Sources	1,235,210,580	1,183,808,578	(51,402,002)	-4.2%
<u>USES:</u>				
Operating Expenses:				
Thruway Operating	396,494,578	401,285,961	4,791,383	1.2%
State Police Operating	68,906,934	68,606,291	(300,643)	-0.4%
Sub Total	465,401,512	469,892,252	4,490,740	1.0%
Provisions for Claims, Env Remediation & AET Transition	1,000,000	(685,000)	(1,685,000)	-
Total	466,401,512	469,207,252	2,805,740	0.6%
Retained for Working Capital	0	0	0	-
Debt Service:				
Senior Debt	248,550,073	247,471,523	(1,078,550)	-0.4%
Junior Debt	107,479,850	107,168,850	(311,000)	-0.3%
JIAN Debt Service	0	0	0	-
Total	356,029,923	354,640,373	(1,389,550)	-0.4%
Capital Program:				
Thruway Capital - Highways and Bridges	302,689,125	293,170,115	(9,519,010)	-3.1%
Thruway Capital - New NY Bridge	45,000,000	6,000,000	(39,000,000)	-86.7%
Thruway Capital - Architectural & Facilities	13,878,816	9,896,807	(3,982,009)	-28.7%
Thruway Capital - Equipment & Systems/ITS	51,022,166	50,704,993	(317,173)	-0.6%
Thruway Capital - SP Equipment/Facilities	189,038	189,038	0	0.0%
Total	412,779,145	359,960,953	(52,818,192)	-12.8%
Total Uses	1,235,210,580	1,183,808,578	(51,402,002)	-4.2%

EXHIBIT II

Revised 2023 Budget vs. Proposed 2024 Budget

	Revised 2023	Proposed 2024	Change	
			Dollar	Percent
<u>SOURCES:</u>				
Thruway Revenues	\$919,751,000	\$1,087,046,605	\$167,295,605	18.2%
<i>Toll Collections</i>	817,760,000	\$986,020,000	168,260,000	20.6%
<i>Toll Related Fees</i>	52,100,000	\$49,600,000	(2,500,000)	-4.8%
<i>Lease Revenue</i>	2,900,000	\$3,735,605	835,605	28.8%
<i>Interest Earnings</i>	30,000,000	\$25,000,000	(5,000,000)	-16.7%
<i>Sundry Revenues</i>	16,991,000	\$22,691,000	5,700,000	33.5%
Prior Year Reserve Balances	6,000,000	35,000,000	29,000,000	-
Senior Debt	254,540,796	170,256,239	(84,284,557)	-33.1%
Junior Debt	0	0	0	-
Federal Funds	0	0	0	-
Other Funds	3,516,782	5,806,530	2,289,748	65.1%
Total Sources	1,183,808,578	1,298,109,374	114,300,796	9.7%
<u>USES:</u>				
Operating Expenses:				
Thruway Operating	401,285,961	410,925,906	9,639,945	2.4%
State Police Operating	68,606,291	71,029,518	2,423,227	3.5%
Sub Total	469,892,252	481,955,424	12,063,172	2.6%
Provisions for Claims, Env Remediation & AET Transition	(685,000)	1,000,000	1,685,000	-246.0%
Total	469,207,252	482,955,424	13,748,172	2.9%
Retained for Working Capital	0	0	0	-
Debt Service:				
Senior Debt	247,471,523	255,300,124	7,828,601	3.2%
Junior Debt	107,168,850	108,908,850	1,740,000	1.6%
JIAN Debt Service	0	0	0	-
Total	354,640,373	364,208,974	9,568,601	2.7%
Capital Program:				
Thruway Capital - Highways and Bridges	293,170,115	369,571,212	76,401,097	26.1%
Thruway Capital - New NY Bridge	6,000,000	20,000,000	14,000,000	-
Thruway Capital - Architectural & Facilities	9,896,807	13,186,652	3,289,845	33.2%
Thruway Capital - Equipment & Systems/ITS	50,704,993	48,042,112	(2,662,881)	-5.3%
Thruway Capital - SP Equipment/Facilities	189,038	145,000	(44,038)	-23.3%
Total	359,960,953	450,944,976	90,984,023	25.3%
Total Uses	1,183,808,578	1,298,109,374	114,300,796	9.7%

**Please refer to Item 4 in the
Finance Committee Meeting
Book for the 2024 Budget Book**

Meeting No. 760
Item 5
Appendix E

TO: The Thruway Authority Board DATE: November 14, 2023
FROM: Richard W. Lee, P.E.
Chief Engineer
SUBJECT: Approving the 2024 Thruway Contracts Program

In conjunction with the Thruway Authority's 2024 Budget, Authority staff has prepared the 2024 Thruway Contracts Program for rehabilitation/reconstruction of highway, bridge facilities, and the progression of intelligent transportation systems and architectural projects.

The Thruway Authority's estimated cash flow (as shown on the attached Exhibit A) for the 2024 Thruway Program amounts to \$391,283,879. This amount includes the estimated cost of construction contracts, contingencies and engineering. (Design and/or construction inspection will be provided by staff, designated engineering firms or the New York State Department of Transportation.) A list of projects that will be let in 2024 is also attached (Exhibit B). These projects will be progressed using a combination of funding from Thruway revenues, bond proceeds, the State and other sources.

In order to effectively administer the 2024 Thruway Contracts Program and expedite the awarding of contracts, it is recommended that the Executive Director, Chief Engineer, and Chief Financial Officer be authorized to take the respective actions as outlined in the resolutions of this item.

The Finance Committee considered this item at its November 14, 2023 meeting and recommended that this item be presented to the Authority Board for consideration.

RECOMMENDATION:

It is recommended that the Boards adopt the following resolution:

RESOLUTION NO. 6460
APPROVING THE 2024 THRUWAY CONTRACTS PROGRAM

RESOLVED, that the 2024 Thruway Contracts Program for Highway, Bridge, Intelligent Transportation Systems, Architectural and related facility projects, full copies of which have been provided to the Boards for review, be, and the same hereby are, approved, and be it further

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

- A. to prepare and approve Official Proposals, Plans and Specifications, Engineer's/Architect's Estimates of Cost and Contract Documents for such projects as are tabulated in the 2024 Thruway Contracts Program;
- B. to hold the respective Engineer's/ Architect's Estimates of Cost for such contracts confidential until after contracts have been awarded;
- C. to advertise for receipt of bids and proposals for those projects which are tabulated in the 2024 Thruway Contracts Program using the following table regarding the approved budget allocation and current funding for the project:

Amount of Engineer's/Architect's Estimates of Cost (EE/AE) in Relation to Contracts Program Budget Allocation Prior to Letting	Action Required to Advertise Project			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
EE/AE is equal to or less than the project's budget allocation;	Approval	No Action Required	No Action Required	No Action Required
EE/AE does exceed the Contracts Program Budget Allocation by no more than 40 percent on contracts less than or equal to \$5,000,000	Approval	Confirm Funding	Approval	No Action Required
EE/AE exceeds the Contracts Program Budget Allocation by no more than 25 percent on contracts greater than \$5,000,000- AND less than or equal to \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
EE/AE exceeds the Contracts Program Budget Allocation by no more than 20 percent on contracts greater than \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
EE/AE exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

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

Amount of the Low Bid in Relation to Contracts Program Budget Allocation	Action Required to Award Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Low bid is equal to or less than the ; Contracts Program Budget Allocation	Approval	No Action Required	No Action Required	No Action Required
Low bid exceeds the Contracts Program Budget Allocation by no more than 40 percent on contracts up to and including \$5,000,000	Approval	Confirm Funding	Approval	No Action Required
Low bid exceeds the Contracts Program Budget Allocation by no more than 25 percent on contracts between \$5,000,000-up to and including \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the Contracts Program Budget Allocation by no more than 20 percent on contracts over \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

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

Amount of the Cost in the Best Value/Design-Build Proposal in Relation to Contracts Program Budget Allocation	Action Required to Award Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Low bid is equal to or less than the Contracts Program Budget Allocation;	Approval	No Action Required	No Action Required	No Action Required
Low bid exceeds the Contracts Program Budget Allocation by no more than 40 percent on contracts up to and including \$5,000,000	Approval	Confirm Funding	Approval	No Action Required
Low bid exceeds the Contracts Program Budget Allocation by no more than 25 percent on contracts between \$5,000,000 up to and including \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the Contracts Program Budget Allocation by no more than 20 percent on contracts over \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

G. reject bids for any such contract which are determined to be not in accordance with bid documents and specifications thereof, or not in the Authority's best interest, or which are submitted by bidders determined to be not responsible. In these cases and where no bids are received, he may again advertise for receipt of bids pursuant to paragraph C;

- H. to prepare and approve, for declared emergency work, Official Proposals, Plans and Specifications, Engineer's/Architect's Estimates of Cost and Contract Documents, including amendments and order-on-contracts, award (pursuant to paragraph D) and reject bids (pursuant to paragraph F) for such work being progressed to address a declared emergency, provided that the total of the Engineer's/Architect's Estimate of Cost for any such contract, amendment or order-on-contract does not exceed \$2,000,000; the Board will receive contemporaneous notifications of those actions taken for emergency work;
- I. to approve contingent or extra work on construction and design-build contracts, when necessary, and to adjust and determine disputed contract claims in accordance with contract documents, using the following table for the additional funding:

Amount of the Additional Funds for Construction and Design-Build Contracts in Relation to Contracts Program Budget Allocation	Action Required for Additional Funding for Construction Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Additional Funds exceed the Contracts Program Budget Allocation by no more than 40 percent on contracts up to and including \$5,000,000	Approval	Confirm Funding	Approval	No Action Required
Additional Funds exceed the Contracts Program Budget Allocation by no more than 25 percent on contracts \$5,000,000- up to and including \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Additional Funds exceed the Contracts Program Budget Allocation by no more than 20 percent on contracts over \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

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- K. enter into, extend, and modify project specific agreements or multi-project agreements with federal and state agencies, localities, utility companies, railroads, and/or others as may be necessary in order to facilitate the administration, award, progress and completion of such contracts;
- L. to acquire such real property interests (fee title, easements,

etc.) in accordance with the provisions of the Authority's Real Property Management Policy, as may be necessary for implementation of the 2024 Thruway Contracts Program, provided that the total amount of acquisitions shall not exceed \$300,000 without Board authorization;

M. to advertise for, and upon receiving approval by the Board, or where otherwise authorized by the Executive Director, to execute engineering agreements, including amendments thereto, for services relating to projects included in the 2024 Thruway Contracts Program;

N. to execute a supplemental agreement for expenditure of additional funds of an engineering agreement, provided that such supplemental agreement be based upon a determination that the assignment of the additional tasks is in the best interest of the Authority when considering the proximity of the additional tasks to the ongoing tasks, or to expedite the additional tasks through such assignment, or that significant savings to the Authority will result through the assignment of the additional tasks; and further, such approval of additional funds shall be based upon the following table:

Amount of the Additional Funds for Supplemental Agreements in Relation to Contracts Program Budget Allocation	Action Required for Supplemental Agreement Funding			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Additional funds do not exceed the Board-approved Maximum Amount Payable (MAP) by more than 40% for agreements with a Board-approved MAP up to and including \$5,000,000, or 25 percent for agreements with a Board-approved MAP that is between \$5,000,000- up to and including \$10,000,000	Approval	Confirm Funding	Approval	No Action Required
Additional funds do not exceed the Board-approved MAP by more 20 percent for agreements with a Board-approved MAP that exceeds \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Additional funds exceed the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

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

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

RESOLVED, that in accordance with the other powers delegated herein, the Chief Engineer shall be, and hereby is, authorized to make all necessary decisions pursuant to the State Environmental Quality Review Act (SEQRA) with relation to the 2024 Thruway Contracts Program, and be it further

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

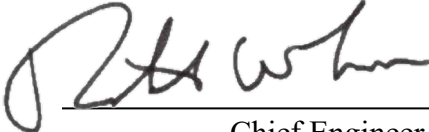
RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized:

- A. upon award of such contracts to return such funds budgeted for such projects in the 2024 Budget which are otherwise not required for expenditure during 2024 to the proper fund in accordance with acceptable budgeting and accounting procedures;
- B. to monitor total cash expenditures for the 2024 Contracts Program and other capital expenditures to ensure that they do not exceed the amount approved in the Thruway's 2024 Budget for the Capital Program. ;
- C. to return bid checks submitted for such contracts to unsuccessful bidders, and to make necessary adjustments in respective 2024 approved Budget as required by implementation of any part of this Resolution;
- D. to consummate transfers of jurisdiction of real property with other State agencies or authorities, and to dispose of real property interests (fee title, easements, etc.) in accordance with the provisions of the Authority's Real Property Management Policy, as may be necessary for implementation

of the 2024 Thruway Contracts Program; and be it further

RESOLVED, that the provisions of this resolution shall be deemed to supersede all other inconsistent Authority policies and procedures to the extent necessary to implement the approved 2024 Thruway Contracts Program and for no other purposes, and be it further

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



Chief Engineer

RECOMMENDATION APPROVED:



Executive Director

EXHIBIT A

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2024 Contracts Program Summary
New York State Thruway Authority

Use of Funds		Source of Funds								
Category	Amount	Res. Maint. - Highways & Bridges	Res. Maint. - Equip & Facilities	Facilities Capital Improv. Fund	Federal Funds	State & Other Funds	Senior Debt	Junior Debt	Operating Fund	Total
Highways	\$222,832,650	\$105,208,644	\$0	\$0	\$0	\$5,806,530	\$106,787,116	\$0	\$5,030,360	\$222,832,650
Bridges	132,441,003	63,546,035	0	0	0	0	63,469,123	0	5,425,845	132,441,003
New NY Bridge	19,380,361	19,380,361	0	0	0	0	0	0	0	19,380,361
Intelligent Trans. Systems	2,829,667	0	2,829,667	0	0	0	0	0	0	2,829,667
Architectural (Facilities)	13,236,652	0	13,236,652	0	0	0	0	0	50,000	13,286,652
Studies	563,546	0	0	0	0	0	0	0	563,546	563,546
Grand Total	\$391,283,879	\$188,135,040	\$16,066,319	\$0	\$0	\$5,806,530	\$170,256,239	\$0	\$11,069,751	\$391,333,879

NYS THRUWAY AUTHORITY
Proposed 2024 Capital Program Letting List

LETTING				PROJECT DESCRIPTION	ESTIMATED
YEAR	QTR.	ITEM NO.	MILEPOST		CONSTRUCTION
					CONTRACT VALUE
New York Division Projects					
2024	1	B797.1	600.17- 614.11	I-95 (NE Thruway) Bridge Maintenance Cleaning for Steel Preservation	\$700,000
	1	H161.1	46.0- 60.1	North of Harriman Toll Barrier to Newburgh: Pavement Resurfacing	\$28,000,000
	1	H139.1	24.0 - 29.4	2" Mill and Overlay: Pavement Resurfacing and Bridge Deck Repairs	\$18,000,000
	2	B661.1, B2223.1 & B700.1	605.09-607.72	I-95 New England Thruway Viaduct, Railroad Span, Chatsworth Ave over I-95, Rehabilitation and Larchmont Station Plaza Substructure Repairs	\$11,500,000
	2	B674.1	605.4-607.4	Retaining Wall Repairs	\$3,500,000
	2	H355.1	604.0-608.8	I-95, New England Thruway Highway Rehabilitation 2024-2025	\$45,000,000
	2	B776.2	29.54	NY Division: Bridge Preservation for Thruway over Suffren-Mt. Ivy Route 202	\$10,000,000
	3	B378.1	47.04	Rehabilitation of Thruway Bridgeover Smith Clove Rd. (CR 19)	\$3,000,000
	3	B776.1	23.53	Bridge Preservation for Garden State Parkway Connector over Thruway	\$4,000,000
	3	B884.1	47.58	Pine Hill Road Bridge over Thruway - Replacement	\$8,000,000
	3	H385.1	46.0-48.0	MP 46.0 to MP 48.0: Pavement Resurfacing	\$4,000,000
	4	B229.1	NY Div.	New York Division - On-Demand Repair Contract - 2025-2026	\$3,000,000
	4	B762.1	60.95	Meadow Hill Road Bridge over Thruway - Replacement	\$9,000,000
2024 Total					\$147,700,000
Albany Division Projects					
2024	1	B221.1	165.10- 185.93	Scour Repairs at Various Bridges (MP 165.10,171.31, 174.71, 179.76 & 185.93)	\$4,000,000
	1	B975.1	81.72	Thruway Bridge over Wallkill River	\$23,000,000
	1	H140.1	154.3-161.3	West of Schenectady / I-890 to West of Schenectady / Scotia : Pavement Resurfacing	\$21,000,000
	1	H140.2	153.83 -154.30	Bridge Pavement Vertical Clearance Improvements and 2" M/F	\$1,000,000
	2	B786.1	801.08	Castleton Bridge - Rehabilitation	\$35,000,000
	3	B787.1	103.16	Malden Road - Replacement	\$8,000,000
	3	B994.1	113.89	Rehabilitation of Interchange 21(Catskill) Bridge over Thruway	\$4,500,000
	4	B872.2	Alb Div.	Albany Division: On-Demand Repair Contract - 2025-2026	\$3,000,000
2024 Total					\$99,500,000

LETTING				ESTIMATED		
YEAR	QTR.	ITEM NO.	MILEPOST	CONSTRUCTION CONTRACT VALUE		
Syracuse Division Projects						
2024	1	B222.1	227.40 & 227.41	Mainline Bridge Rehabs over Sterling Creek EB & WB	\$6,000,000	
	1	B754.1	313.82 & 320.41	Rehabilitation of Seneca River Bridge WB and Clyde Waterloo Interchange	\$3,500,000	
	1	H563.1	SYR Div.	Syracuse Division Pavement Repairs at Various Locations 2024-2025	\$7,500,000	
	1	A172.1	304.2	Weedsport Maintenance Section - Renovations to Maintenance Building & Roof Replacement	\$2,000,000	
	1	H162.1	197.9-210.3	West of Canajoharie to east of Little Falls: Pavement Resurfacing	\$17,000,000	
	2	A354.1	252.71	Verona Maintenance - Construct Municipal Sewer / Water Connections	\$1,000,000	
	2	H557.1	347.1-351.4	Canandaigua (Exit 44) to Rochester (Exit 45) : Pavement Rehabilitation	\$45,000,000	
	3	B742.1	219.70-219.91	Thruway Bridge OverMohawk Street (Route 28): Replacement	\$16,200,000	
	3	B802.1	280.31	Town Line Road over Thruway -Replacement	\$11,000,000	
	3	B499.1	238.22	Thruway Bridge over Oriskany Boulevard (Route 69) - Replacement	\$12,000,000	
	4	B197.1	SYR Div.	Syracuse Division: On-Demand Repair Contract - 2026-2027	\$3,000,000	
					2024 Total	\$124,200,000
	Buffalo Division Projects					
2024	1	B779.1	914.35- 921.12	South and North Grand Island Bridges: TWY Maintenance Cleaning for Steel Preservation	\$800,000	
	1	H384.1	Buf Div.	Buffalo Division: Pavement Repairs at Various Locations	\$7,500,000	
	1	H446.1	467.0 to 483.0	MP 467.0 to 483.0 -Pavement Rehabilitation	\$40,000,000	
	2	H152.1	900.7 – 904.2	South end of Viaduct:Pavement Rehabilitation	\$45,000,000	
	2	A228.1	909.1	Niagara Section pumphouse upgrade	\$875,000	
	4	B227.1	Buf Div.	Buffalo Division: On-Demand Repair Contract - 2025-2026	\$3,000,000	
	4	H438.1	416.9-419.40	East of Depew (Exit 49) to east of Niagara Falls (Exit 50): Pavement Resurfacing	\$7,000,000	
					2024 Total	\$104,175,000
Statewide Projects						
2024	1	H376.1	TWY wide	Statewide: Wetland Mitigation Site Repairs	\$1,000,000	
	2	A175.1	TWY wide	Radio System Upgrade Project - Engineering Analysis and Link Upgrade	\$45,000,000	
	4	H378.1	TWY wide	Statewide: Pavement Safety Striping - 2025	\$4,000,000	
	4	I116.1	TWY wide	Replacement of ITS Equipment Statewide	\$3,000,000	
	4	H755.1	TWY wide	Regional Tandom Lot Initiative Study	\$500,000	
					2024 Total	\$53,500,000

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TO: The Thruway Authority Board
FROM: Erika Beardsley
Director of Center of Excellence
SUBJECT: Approving the Thruway Authority Strategic Plan

Presented for approval of the Board is the Authority's 10-year Strategic Plan. As a part of the Vision Forward program to help the Authority reach its goals and modernize operations and business processes, Authority staff from all over the organization met every other week over several months to develop the organization's strategic goals over the next 5-10 years. These discussions involved six operating principles, including safety, operational excellence, customer service, infrastructure integrity, fiscal responsibility, and environmental stewardship. The executive leadership team met bi-weekly to review the overall results of the department and division meetings to provide support of the goals moving forward into the strategic plan.

The Authority developed goals for each of the operating principles. The seven (7) safety goals focus on the Authority's commitment to safety and target both the driving public and Authority employees. Additionally, the Authority will look to collaborate with state agencies to develop strategies and campaigns designed to reduce traffic incidents. There are nine (9) operational excellence goals to improve internal operations, resource allocation, and cybersecurity framework. These goals will help the Authority deliver reliable, modern, streamlined internal services. For the Authority to meet customer needs and continually improve services and customer experience, the strategic plan identifies four (4) goals for customer service.

The integrity of the Thruway system requires asset management to ensure the timely and high-quality implementation of critical projects for the maintenance and improvement of infrastructure. Further, the Authority's technology and digital infrastructure is critical for Vision Forward and innovation. The Authority has identified twelve (12) goals for infrastructure integrity. Four (4) fiscal responsibility goals have been identified to address changing fiscal needs of the

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organization. Maintaining the Thruway system in an environmentally sustainable way is the Authority's final focus area with five (5) goals supporting the National Electric Vehicle Infrastructure plan and Executive Order 22.

The Strategic Plan, attached as Exhibit A to this item, will help the Governance Committee and the Board in its annual re-examination of the Authority's mission statement and the measurements by which performance of the Authority and achievement of its goals may be evaluated, and its annual publication of a self-evaluation based on the stated measurements pursuant to of the Public Authorities Law §2824-a.

RECOMMENDATION:

It is recommended that the Board approve the following resolution:

RESOLUTION NO.6461

APPROVING THE THRUWAY AUTHORITY STRATEGIC PLAN

RESOLVED, that the Thruway Authority's 10-year Strategic Plan as contained in Exhibit A, be, and the same hereby is, approved, and be it further

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



Director Strategic Center of Excellence

RECOMMENDATION APPROVED:



Acting Executive Director

**Please refer to Item 2 in the
Governance Committee
Meeting Book for Exhibit A**

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TO: The Thruway Authority Board
FROM: Andrew Trombley
Director of Procurement Services
SUBJECT: Approving the Procurement Contracts Policy (No. 25-5-01)

The Public Authorities Law requires the Thruway Authority Board (the “Board”) to annually review and approve by resolution comprehensive guidelines which detail the Authority’s operative policy and instructions regarding the use, awarding, monitoring and reporting of procurement contracts. Consistent with such, attached in Exhibit A for the review of the Board is the Procurement Contracts Policy. There are no changes to the version which was approved by the Board in December 2022.

The Governance Committee considered this item at its November 14, 2023 meeting and recommended that this item be presented to the full Board for consideration.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6462

APPROVING THE PROCUREMENT CONTRACTS POLICY (25-5-01)

RESOLVED, that the Procurement Contracts Policy (25-5-01), as contained in Exhibit 1 and as approved by the Board on December 5, 2022 pursuant to Resolution No. 6396, be, and the same hereby is, approved, and be it further

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




Director of Procurement Services

RECOMMENDATION APPROVED:



Acting Executive Director

 NEW YORK STATE OF OPPORTUNITY. Thruway Authority	GENERAL POLICY	SECTION TITLE POLICIES -- PURCHASING	NUMBER 25-5-01
	APPROVED BOARD MEETING NUMBER: XXX RESOLUTION NUMBER: DATE: November 14, 2023	SUBJECT PROCUREMENT CONTRACTS	

Introduction

This Policy, established pursuant to Section 2879 of the New York State Public Authorities Law, sets forth the guidelines of the New York State Thruway Authority (Authority) regarding the Authority’s use, awarding, monitoring and reporting of Procurement Contracts. These guidelines are not intended and shall not be deemed to grant or confer any rights or remedies to or upon any third party.

Except as otherwise provided herein, all Authority Procurement Contracts are subject to this Policy. Attachment 1 sets forth a representative (but not exclusive) list of the types of goods purchased, and a description of those areas of responsibility and oversight requiring the use of services and the reasons for the use of services in such areas.

I. Definitions

- A. “Discretionary Purchase” is a procurement made below statutorily established monetary threshold amounts (e.g., not exceeding \$500,000 for the purchase of commodities and/or services from Small Business Concern or NYS-certified MWBE firms, and without a dollar cap for SDVOBE firms) and at the discretion of the Authority, without the need for a formal competitive bid process. For the purpose of determining whether a purchase is within the discretionary thresholds, the aggregate amount of all purchases of the same commodities and/or services to be made within the 12- month period commencing on the date of purchase shall be considered. A change to or a renewal of a discretionary purchase shall not be permitted if the change or renewal would bring the reasonably expected aggregate amount of all purchases of the same commodities and/or services from the same provider within the 12- month period commencing on the date of the first purchase to an amount greater than \$500,000, pursuant to State Finance Law § 163.
- B. “Emergency” shall mean an unanticipated, sudden or unexpected event or escalation of an event beyond the control of the Authority which, if not immediately corrected, would endanger: a) the life, health, safety or welfare of any person, or b) the continued public use or function of a transportation or other facility or property of the Authority or the State of New York.
- C. “Foreign Business Enterprise” shall mean a business enterprise, including a sole proprietorship, partnership or corporation, which offers for sale, lease or other form of exchange, goods sought by the Authority and which are substantially produced outside New York State, or services sought by the Authority and which are substantially

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performed outside New York State. For purposes of construction services, a Foreign Business Enterprise shall mean a business enterprise, including a sole proprietorship, partnership or corporation, which has its principal place of business outside New York State.

- D. “Goods” include equipment, material and supplies of any kind. Procurement Contracts that include both goods and services may be classified as for “goods” where 60% or more of the total projected contract value will be for the purchase of equipment, material or supplies.
- E. “Minority Owned Business Enterprise” shall have the same meaning as that set forth in Public Authorities Law Section 2879.
- F. “New York State Business Enterprise” shall mean any business enterprise which offers for sale, lease or other form of exchange, goods or services sought by the Authority which are substantially manufactured, produced, assembled or performed within New York State.
- G. “New York State Resident” shall have the same meaning as that set forth in Public Authorities Law Section 2879.
- H. “Procurement Contract” shall mean any written agreement for the acquisition of goods or services of any kind, in the actual or estimated amount of fifteen thousand dollars (\$15,000) or more. Construction contracts and design-build contracts are included within the scope of the definition of a Procurement Contract pursuant to this Policy, but are not Procurement Contracts pursuant to Public Authorities Law Section 2879. A Procurement Contract does not include contracts valued under \$15,000, agreements for the settlement or compromise of any action, proceeding or claim by or against the Authority, certain financial, insurance and healthcare products that do not readily lend themselves to a competitive solicitation, contracts for the direct and indirect placement of advertisements with radio, television, print and electronic media, periodicals, subscriptions, reference materials or professional research tools, written materials, fees or tuition associated with continuing education courses, training courses, conferences, seminars and symposiums, funding agreements, co-funding agreements, grants or memberships in various industry groups, professional societies or similar cooperative associations, or any cooperative projects and procurement activities conducted or sponsored by such organizations in which the Authority participates.
- I. “Professional Firm” shall mean any individual or sole proprietorship, partnership, corporation, association or other legal entity permitted by law to practice the professions of architecture, engineering or surveying.
- J. “Services” shall mean services of a consulting, professional or technical nature

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provided by outside consultants/contractors (individuals, partnerships or firms who are not and do not employ officers or employees of the Authority) for a fee or other compensation.

- K. “Service Disabled Veteran Owned Business Enterprise” shall have the same meaning as that set forth in Article 17-B of the Executive Law Section 369-H.
- L. “Small Business Concern” is a business that is resident in New York State, is independently owned and operated, not dominant in its field and employs not more than 100 people.
- M. “Women Owned Business Enterprise” shall have the same meaning as that set forth in Public Authorities Law Section 2879.

II. Selection of Contractors for Goods

Except as otherwise provided in this Policy, the Authority shall award Procurement Contracts for goods to the lowest responsible bidder as will best promote the Authority’s interests, taking into consideration: the reliability of the contractor; the quality of the goods to be furnished; the goods’ conformity with the specifications; the terms of delivery; and/or such other criteria as the Authority determines appropriate. The Authority shall solicit bidders for applicable contracts pursuant to Article 4-C of the New York State Economic Development Law (e.g., advertise in the Contract Reporter). The Authority shall solicit price quotes from at least three (3) sources, if available.

III. Selection of Contractors for Services

- A. The Authority may contract for services when, because of one or more of the following factors or considerations, it is more beneficial for such services to be contracted for than performed by employees of the Authority:
 - 1. lack of or unavailability of sufficient staff, facilities, equipment or other resources;
 - 2. requirement of special expertise or abilities not adequately possessed by Authority employees;
 - 3. timing;
 - 4. short term or infrequent need for the service; or
 - 5. distance of the location(s) where the services must be performed from Authority offices or facilities.

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- B. Except as otherwise provided in this Policy, the Authority shall award Procurement Contracts for professional services, except those to Professional Firms, to a responsive and responsible contractor on the basis of best value, taking into account: the contractor's experience and capability to perform the required services, the adequacy of contractor's staff to be assigned to Authority work, the overall quality and responsiveness of the contractor's proposal, the contractor's fee structure and overall price; and/or such other criteria as the Authority determined appropriate. Procurement Contracts for construction and design-build services shall be awarded in compliance with all applicable laws. The Authority shall solicit proposals for applicable contracts pursuant to Article 4-C of the New York State Economic Development Law (e.g., advertise in the Contractor Reporter). The Authority shall solicit price quotes from at least three (3) sources, if available.
- C. The Authority shall award Procurement Contracts for the services of Professional Firms on the basis of demonstrated competence and qualification for the type of professional services required and at fair and reasonable fees. The Authority shall not refuse to negotiate with a Professional Firm solely because the ratio of the "allowable indirect costs" to direct labor costs of the Professional Firm or the hourly labor rate in any labor category of the Professional Firm exceeds a limitation generally set by the Authority in the determination of the reasonableness of the estimated cost of services to be rendered by the Professional Firm, but rather the Authority should also consider the reasonableness of cost based on the total estimated cost of the service of the Professional Firm which should include, among other things, all the direct labor costs of the Professional Firm for such services plus all "allowable indirect costs," other direct costs, and negotiated profit of the Professional Firm. "Allowable indirect costs" of a Professional Firm are defined as those costs generally associated with overhead which cannot be specifically identified with a single project or contract and are considered reasonable and allowable under specific state contract or allowability limits.
- D. The Director of Procurement Services may, in consultation with the appropriate Authority program managers, designate those services other than the services of Professional Firms for which cost will be the only criterion for determining best value.

IV. Waiver of Competition

The Authority Board may waive the use of the competitive procedure for Procurement Contracts provided in this Policy based upon one or more of the following findings:

- A. There is a need to respond to an Emergency.
- B. A condition exists that makes it impractical or not in the Authority's best interest to seek competition due to the specialized nature of the goods or services required.

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- C. There is a historical relationship, the continuation of which is in the best interests of the Authority.
- D. There is a need for confidentiality.
- E. The proposed project requires specialized knowledge of, or proximity to, the Authority.
- F. There is a requirement for which, in the sole opinion of the Authority, there is a lack of responsible competition to perform the desired services.
- G. There is a specific contractor selection that is necessary or convenient to the operations of the Authority.

V. General Procurement Requirements

- A. The Authority shall ensure that its Procurement Contracts in an amount equal to or in excess of fifty thousand dollars (\$50,000) comply with the public notification requirements of Article 4-C of the New York State Economic Development Law.
- B. The Authority shall not enter into a Procurement Contract with any current or former officer or employee of the Authority where such contract would be in contravention of law or would create a conflict of interest.
- C. Pursuant to Public Authorities Law § 2879-a, the Comptroller Regulations and the State Authority Contract Manual, the Authority may be required to submit certain contracts to the New York State Comptroller for approval that are awarded on a Sole Source, Single Source, or other non-competitive basis for the purchase of goods and/or services in an amount in excess of \$1 million, and shall notify the successful bidder therefor. Such contracts or contract amendments shall not be valid and enforceable unless approved by the Comptroller or until 90 days have elapsed from such submission without action by the Comptroller, as further set forth in the referenced law and regulations.
- D. The Executive Director must approve all contractor selections for Procurement Contracts for services based upon the recommendation of either the Non-Engineering Personal Services Committee or the Engineering Selection Committee.
- E. The Authority may utilize the Procurement Contracts of other Federal, State or local entities to purchase goods or services provided it would be in the Authority's best interests to do so.
- F. The Authority shall comply with State Finance Law Sections 139-j and 139-k that place restrictions on attempts to influence during the procurement process, require the

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recording of attempts to influence made during the restricted period for a procurement, and outline the responsibilities of offerors relative to the procurement process.

- G. The Authority will perform an affirmative review of a contractor's responsibility, in accordance with applicable laws, rules, regulations and guidelines, prior to the award of a Procurement Contract. This review shall be designed to provide reasonable assurance that a proposed or current contractor is responsible and should consider such issues as: integrity; performance on other governmental contracts; legal ability to supply the product or perform the services; and financial and organizational capability.
- H. The Authority will create a record for each Procurement Contract that documents its compliance with this Policy.

VI. Participation of Minority and/or Women-Owned Business Enterprises (MWBEs)

It is the policy of the Authority to comply with the provisions of Article 15-A of the New York State Executive Law, which requires that every Procurement Contract over \$15,000 will afford equality of economic opportunities for minority group members and women and the facilitation of participation by MWBEs. The Authority shall establish separate goals for participation of MWBEs on all Authority contracts where applicable. Furthermore, if the performance of any Procurement Contracts permits or requires the use of a subcontractor, these contracts shall require the prime contractor to act affirmatively to encourage participation by MWBEs in such subcontract and to report the nature and extent of such efforts to the Authority. Authority staff will also review the Directory of MWBEs prior to making discretionary purchases and choose MWBEs when feasible.

All Procurement Contracts, where required, shall comply with Executive Law Article 15-A and the Public Authorities Law, and rules and regulations promulgated thereunder.

- A. In furtherance of the above, and to promote the use of certified MWBEs in Procurement Contracts, the Authority shall:
 - 1. Designate appropriate staff to oversee the Authority's programs established to promote and assist: (i) participation by certified MWBEs in the Authority's procurement opportunities and facilitation of the award of Procurement Contracts to such enterprises; (ii) the utilization of certified MWBEs as subcontractors and suppliers by entities having Procurement Contracts with the Authority; and (iii) the utilization of partnerships, joint ventures or other similar arrangements between certified MWBEs and other entities having Procurement Contracts with the Authority. Such staff will be familiar with the procurement process utilized by the Authority, report directly to the Executive Director and either directly or through their designees participate in the procurement process.

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2. Establish appropriate goals for participation of MWBEs in Procurement Contracts and for the utilization of MWBEs as subcontractors and suppliers.
3. Provide notice of any procurement to appropriate professional organizations that serve MWBEs so that members of these organizations are apprised of potential opportunities to contract with the Authority.
4. Include language regarding equal employment opportunity and non-discrimination in all Procurement Contracts and/or all documents soliciting bids or proposals for Procurement Contracts, and require the contractor to include this language in all subcontracts.
5. Include a provision in the Authority's Procurement Contracts expressly providing that any contractor who willfully and intentionally fails to comply with the MWBE participation requirements as set forth in the contract shall be liable to the Authority for liquidated or other appropriate damages as may be determined by the Authority.
6. Maintain lists of qualified certified MWBEs that have expressed an interest in doing business with the Authority and ensure such entities receive direct notice of any impending procurements. The Authority shall also consult the lists of certified MWBEs maintained by the Department of Economic Development.
7. List applicable goals for participation of certified MWBEs in Procurement Contracts in all solicitations and for the utilization of MWBEs as subcontractors and suppliers by entities having Procurement Contracts with the Authority.
8. Conduct procurements in a manner that will enable the Authority to achieve the maximum feasible portion of the goals established and eliminate barriers to participation of MWBEs on Procurement Contracts. The Authority shall include, without limitation:
 - a. the expected degree of MWBE participation;
 - b. provisions relating to joint ventures, under which a bidder may count toward meeting its MWBE participation goal;
 - c. provisions under which the Authority may waive obligations of the contractor relating to MWBE participation after a showing of good faith efforts to comply with the requirements of this Policy and all applicable laws pursuant to the waiver provisions contained in Executive Law Article 15-A; and

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d. verification that MWBEs listed in a successful bid are actually participating to the extent listed on the project for which the bid was submitted.

B. In implementing the provisions of this Section VI, the Authority shall:

1. Consider, where practicable, the severability of construction projects and other bundled projects;
2. Implement a program that will enable it to evaluate each Procurement Contract to determine the appropriateness of the established goal;
3. Consider compliance with the requirements of any federal law concerning opportunities for MWBEs which effectuates the purpose of this section; and
4. Consult the most recent disparity study pursuant to Article 15-A of the Executive Law.

VII. Participation of Service-Disabled Veteran-Owned Business Enterprises (SDVOBEs)

It is the policy of the Authority to comply with the provisions of Article 17-B of the New York State Executive Law, which requires that every Procurement Contract over \$15,000 will afford equality of economic opportunities to certified SDVOBEs thereby further integrating such businesses into New York State's economy. The Authority will make a good faith effort to achieve SDVOBE participation to the extent such firms are available, and will use its best effort so that SDVOBE firms are included in Procurement Contracts. All Procurement Contracts, where required, shall comply with Executive Law Article 17-B. The Executive Director shall appoint one or more senior staff to oversee the Authority's SDVOBE program.

Before the Authority issues bid documents, or during the Authority's bid development phase, the Authority's procurement staff will consult the Directory of SDVOBEs posted on the OGS website to determine whether the solicitation may be considered for a SDVOBE goal.

Authority staff will also review the Directory of SDVOBEs prior to making discretionary purchases and choose SDVOBEs when feasible.

All procurements subject to Executive Law Article 17-B will contain standard language in solicitations and Procurement Contracts regarding participation of SDVOBEs on State contracts.

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VIII. Promotion of New York State Business Enterprises and New York State Residents in Procurement Contracts

The Authority shall promote and solicit the participation by New York State Business Enterprises and New York State Residents in Procurement Contracts in compliance with Public Authorities Law Section 2879 and shall develop procedures consistent with such.

IX. Requirements Regarding Foreign Business Enterprises and Discriminatory Jurisdictions

The Authority will follow the requirements and procedures of Public Authorities Law Section 2879(5) with respect to Procurement Contracts with Foreign Business Enterprises. Accordingly, the Authority shall notify the Department of Economic Development of the award of a Procurement Contract for the purchase of goods or services from a Foreign Business Enterprise in an amount greater than or equal to one million dollars simultaneously with notifying the successful bidder. The Authority will not enter into any such Procurement Contract until at least 15 days have elapsed from notice to the Department of Economic Development, except where the Procurement Contract was awarded on an emergency or critical basis or where the Commissioner of Economic Development waives the notice requirement.

In addition, pursuant to Public Authorities Law Section 2879(5), the Authority will impose restrictions on Foreign Business Enterprises located in Discriminatory Jurisdictions with respect to the solicitation and award of Procurement Contracts.

X. Procurement Contract Provisions

To the extent deemed appropriate by the Executive Director and the General Counsel, Procurement Contracts may include, but should not necessarily be limited to, the following provisions:

- A. Scope of Services
- B. Compensation and Allowable Expenses
- C. Payment Methodology
- D. Term or Time for Performance
- E. Personnel, Equipment and Supplies
- F. Standards of Performance
- G. Independent Contractor
- H. Subcontracting
- I. Insurance and Bond Requirements
- J. Liability and Indemnification
- K. Ethics

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- L. Confidentiality and Non-Disclosure
- M. Lobbying Law Certification
- N. Public Announcements
- O. Interchange of Data
- P. Environmental Review
- Q. Damages for Delay
- R. Suspension, Abandonment and Termination
- S. Severability Clause
- T. Non-Assignment Clause
- U. Comptroller Approval
- V. Workers' Compensation and Disability Benefits
- W. Non-Discrimination Requirements
- X. Wage and Hours Provisions
- Y. Non-Collusive Bidding Certification
- Z. International Boycott Prohibition
- AA. Set-Off Rights
- AB. Records
- AC. Identifying Information and Privacy Notification
- AD. Equal Employment Opportunities for Minorities and Women
- AE. Conflicting Terms
- AF. Governing Law
- AG. Late Payment
- AH. No Arbitration
- AI. Service of Process
- AJ. Prohibition on Purchase of Tropical Hardwoods
- AK. MacBride Fair Employment Principles
- AL. Omnibus Procurement Act of 1992
- AM. Reciprocity and Sanctions Provisions
- AN. Purchases of Apparel
- AO. Observance of Laws
- AP. No Waiver of Provisions
- AQ. Entire Agreement
- AR. Iranian Energy Sector Divestment
- AS. Promotion of New York State Business Enterprises and New York State Residents in Procurements
- AT. Contractor Requirements and Procedures for Business Participation Opportunities for New York State Certified MWBEs
- AU. Participation Opportunities for New York State Certified SDVOBES
- AV. Ensuring Pay Equity (Executive Order No. 162)
- AW. Prohibiting Contracts with Entities that Support Discrimination (Executive Order No. 177)

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AX. Ownership of Materials

AY. Compliance with New York State Information Security Breach and Notification Act

AZ. Net Neutrality Principles (Executive Order No. 175)

XI. Delegations

The Authority Board must approve all Procurement Contracts unless such approval has been otherwise delegated in this Policy.

A. The Executive Director or the Executive Director's designee is authorized to:

1. Execute any Procurement Contract, including any amendments thereto, for expenditures in an amount not to exceed five hundred thousand dollars (\$500,000) provided that a Procurement Contract for professional services with a term in excess of one year shall require the Board's review and approval within one year of execution of the Procurement Contract. For a Procurement Contract for professional services with a term in excess of one year that must be awarded prior to the next Board meeting, the initial contract will be issued for the entire intended term of the contract. Based on its total term and value, such contract must be approved in writing by the Executive Director and such contract is subject to the Board's approval at the next Board meeting. If such approval is not granted, the contract will be terminated or amended immediately.
2. Approve an increased expenditure by the Authority not to exceed five hundred thousand dollars (\$500,000) for any Procurement Contract previously approved by the Authority Board.
3. Approve or extend Procurement Contracts for a period in excess of one year provided such contract or extension does not exceed five hundred thousand dollars (\$500,000); provided that Procurement Contracts for professional services may not be extended for a period in excess of one year without approval of the Board.
4. Waive the use of a competitive procedure for any Procurement Contract needed to respond to an Emergency in accordance with the procedure set forth in the Authority Procedure for Declared Emergency Work, the Board resolution authorizing the Authority's Contracts Program, and/or pursuant to an Executive Order of the Governor.
5. Waive the use of a competitive procedure for any Procurement Contract in an amount not to exceed five hundred thousand dollars (\$500,000) when the

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Executive Director or the Executive Director's designee finds one or more of the conditions set forth in Article IV. B. - H. of this Policy to be present.

6. Interpret, implement and administer this Policy, including the development of operational and/or administrative policies, guidance and procedures necessary to carry out its intent. These operational and/or administrative policies should, at a minimum, identify the roles and responsibilities of Authority personnel implementing and administering this Policy and the manner in which those responsibilities are to be fulfilled.
 7. Appoint a Procurement Integrity Officer whose responsibilities shall include the establishment of processes to prevent or detect improper lobbying influence, to provide guidance to program managers regarding vendor responsibility determinations, to administer the Contract Review and Vendor Responsibility Committee, and to ensure the Authority is in compliance with applicable executive orders, laws, rules and regulations regarding procurement integrity and vendor responsibility.
- B. The Director of Procurement Services or the Director of Procurement Services' designee is authorized to execute Procurement Contracts for goods provided the process used to procure such goods is in accordance with Authority procedures, and the contractor was selected based on a solicitation for bids. The Director of Procurement Services may, without a formal competitive process, execute any Procurement Contract for the purchase of goods or services from a Small Business Concern, certified MWBE, or from a certified SDVOBE, or for goods or technology that are recycled or remanufactured, in an amount not to exceed five hundred thousand dollars (\$500,000).
- C. Procurement Contracts involving the Authority's Contracts Program shall be awarded, amended/supplemented and managed by the Chief Engineer, Executive Director and Chief Financial Officer pursuant to the Board resolutions authorizing the Authority's Contracts Program.

XII. Review and Reporting Requirements

- A. In accordance with Public Authorities Law Section 2879, the Authority Board shall annually review and approve this Policy.
- B. Information related to Procurement Contracts involving the Contract Program shall be included in the submittal to the Board seeking authorization for the Contracts Program for the Board's review and approval.
- C. The Executive Director or designee shall report to the Board quarterly on all

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Procurement Contracts or amendments thereto that he or she has executed pursuant to Article XI. A. of this Policy.

- D. Following each fiscal year, the Authority Board shall approve an annual report on Procurement Contracts as required by subdivision 7 of section 2879 of the Public Authorities Law. Such annual report will include: (i) this Policy and any amendments hereto; (ii) an explanation of this Policy and any amendments hereof; (iii) a list of the year's Procurement Contracts and their status and selection process; (iv) a list of the aforesaid contracts entered into with New York State Business Enterprises (as defined in Public Authorities Law, Section 2879(3)(i)), and the subject matter and value thereof; (v) a list of the aforesaid contracts entered into with Foreign Business Enterprises and the subject matter and value thereof; (vi) a list of contracts entered into with certified MWBEs and value thereof; (vii) all referrals made and all penalties imposed pursuant to Executive Law Section 316; and (viii) a list of Procurement Contracts exempted from reporting in the Contract Reporter and the basis for each exemption. The annual report on Procurement Contracts, after being approved by the Board, shall be submitted to the Division of the Budget with copies to the Department of Audit and Control, the Department of Economic Development, the Senate Finance Committee and the Assembly Ways and Means Committee.

XIII. Miscellaneous Provisions

- A. The Authority's failure to comply with the provisions of this Policy shall not alter, modify the terms of, affect the validity of, or impair any of the Authority's rights or privileges under any Procurement Contract to which the Authority is a party, nor shall it provide any rights or privileges to an entity seeking a Procurement Contract with the Authority.
- B. The Authority may allow other Federal, State or local entities to purchase goods or services through an Authority Procurement Contract provided it would be in the Authority's best interests to do so and such procurement is acceptable to the contractor.

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ATTACHMENT 1

A. Types of Goods Purchased

The following is an illustrative (but not exclusive) list of the types of goods the Authority has purchased in the past and may purchase in the future:

- Office equipment, furniture and supplies such as fax machines, copiers, audio/video equipment, copier toner and paper;
- Computer equipment and supplies such as mainframe components and related equipment, personal computers, software, and peripheral equipment, accessories and supplies;
- Heavy construction equipment such as bulldozers, wheel loaders, crawler loaders, excavators and pavers;
- Marine fleet vessels and related equipment such as barges, tugs and marine generators;
- Motorized automotive truck fleet and related equipment such as diesel and gas trucks of all sizes, plow trucks, plow attachments, material spreaders, aerial lift trucks and tow trucks;
- Prefabricated buildings, building equipment such as furnaces, boilers, and air conditioners, and building maintenance equipment and supplies;
- Uniforms for employees;
- Road maintenance materials such as salt, ice control abrasives and de-icing solutions;
- Highway construction materials such as asphaltic materials, sand, stone, gravel and ready-mix concrete;
- Property maintenance equipment and supplies such as mowers, tractors and associated equipment;
- Telecommunication systems utilizing conventional and fiber optic technologies including cell phones, pagers, telephone switching equipment, radios, radio towers, equipment and accessories;

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- Intelligent transportation systems equipment supporting E-ZPass® and automatic vehicle identification (AVI);
- Sign fabrication materials, equipment and supplies including aluminum sheets and sign blanks, reflective sheeting and sign making machines;
- Building security systems, fire alarms and suppression systems, and card access and badging systems.

B. Types of Services Purchased

The Authority purchases services for a variety of reasons including, but not limited to, the need to: augment in-house staff; provide expertise in specialized areas; provide independent review; serve as a liaison with certain entities; and handle specialized matters expeditiously. The following is an illustrative (but not exclusive) list of the types of services the Authority has purchased in the past or may purchase in the future:

- Legal
Provide legal services to the Authority in the areas of bond and note financing, environmental review compliance, litigation, real property matters, labor issues, intellectual property, technology and computer law, insurance law and government relations.
- Construction
Construction, reconstruction, repair, rehabilitation, and improvement of highway, bridges and other facilities under the jurisdiction of the Authority.
- Expert Witness
Provide the Authority with expert analysis of issues raised in litigation and serve as expert witness at trial as needed. Such issues may include, but shall not be limited to: medical assessment of personal injuries, economic analysis of potential lost earnings and accident reconstruction.
- Audit and Accounting
Provide audit services pertaining to the year-end preparation of financial statements for the Authority in conformance with generally accepted accounting principles. Perform special audits and provide financial advisory services as requested.
- Building Maintenance and Security
Provide building maintenance services such as janitorial, HVAC, rubbish removal, electrical preventive maintenance, elevator inspection and maintenance, and security, including guards.

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- Investment Banking
Competitive sales: Purchase and distribute Authority debt issuances. Negotiated sales: Provide assistance in the preparation, sale, marketing and distribution of Authority debt issuances.
- Environmental
Provide environmental services such as hazardous waste removal and disposal, asbestos removal, air quality testing and weather forecasting.
- Financial/Transportation/Counting
Provide courier and money counting services from toll facilities to banking facilities and Dun and Bradstreet financial reporting.
- Trustee Banking Services
Provide banking services to monitor the timely receipt of debt service payments, compliance and reserve requirements, retirement of debt, collateral evaluations and other services as required by the various debt resolutions.
- Communications
Provide radio and intercom installation, highway advisory radio installation and radio tower installation.
- Engineering
Provide engineering services for Authority owned or operated facilities, including but not limited to, design and construction inspection engineering services.
- Architectural
Provide architectural services for Authority owned or operated facilities.
- Surveying
Provide surveys of Authority owned properties to establish boundaries, utility locations, etc.
- Real Property Advisory Services
Assist the Authority with evaluations of Authority property including the value and potential uses thereof.
- Computer Programming Services
Assist the Authority with the design, implementation and operation of computer programs that will enable the Authority to function more efficiently.

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- Health
Provide health care services such as medical testing, nursing and prescription eyeglass services.
- Equipment Maintenance
Provide routine service and repair of office, data processing, bridge, building, highway maintenance and motorized equipment.
- Risk Management Consulting
Provide risk management services to assist the Authority with its insurance program.
- Training
Provide supervisory and special skills to Authority employees.
- Printing
Provide financial printing services based upon specifications and detail developed by the Authority. Provide various technical printing services relative to the reproduction of forms and other printed matter. Provide technical, graphic, layout and printing services in connection with production of the Authority's annual report and any other reports, brochures, maps or printed matter that may be necessary or desirable.

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TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Selica Grant, Director of Administrative Services

SUBJECT: Amending the Thruway Authority Sexual Harassment in the Workplace Policy
(25-2-25)

On April 12, 2018, Chapter 57 of the Laws of 2018 was enacted, requiring the New York State Department of Labor, in consultation with the New York State Division of Human Rights, to produce a Model Sexual Harassment Prevention Policy (“Model Policy”). On July 6, 2022 Governor Kathy Hochul announced that the New York State Department of Labor will update its nation-leading sexual harassment prevention policy and on April 11, 2023, Governor Kathy Hochul announced that the New York State Department of Labor has finalized updates to the State's Sexual Harassment Model Policy, a template document that New York State provides to employers to help them comply with State laws and access best-in-class policies on sexual harassment and related topics to protect employees in the workplace. The New York State Department of Labor collaborated with the New York State Division of Human Rights on the strengthened guidance, which addresses remote workers, gender discrimination, retaliation, and other new guidance for workers in New York State. The New York State Department of Labor also unveiled a new interactive training video and online resources to help employers and employees statewide understand and comply with the newly enhanced policy and mandatory training requirements.

While the Authority’s current Sexual Harassment in the Workplace Policy (25-2-25) is comprehensive and is consistent with the minimum standards, I recommend adopting the revised Model Policy with minor modifications suggested by Authority staff of the Bureau of Equal Employment Opportunity and Diversity Development in the Department of Administrative Services with the consultation of the Legal Department.

A copy of the proposed revised Sexual Harassment in the Workplace Policy is attached as Exhibit A. A version of the proposed amended policy with the revisions from the current policy

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displayed is attached as Exhibit B. The proposed policy includes federal and state statutory sexual harassment provisions; remedies available to victims; procedures for prompt and confidential investigations; available forums for filing complaints; and a statement on unlawful retaliation.

If the amended policy is approved by the Board, Authority employees will receive a revised copy of the Sexual Harassment in the Workplace Policy. The policy will be distributed in writing and electronically, posted on all Authority bulletin boards and the Authority's Intranet, and provided in training. In addition, newly hired employees will sign to acknowledge receipt of the policy on their first day of employment.

Another key component of the new requirements is annual interactive training on sexual harassment prevention for all Authority employees. All employees have been trained to date and will continue to be trained on an annual basis. The Authority's Sexual Harassment Prevention training program exceeds the minimum standards included in the model training program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6463

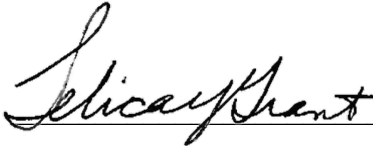
AMENDING THE THRUWAY AUTHORITY SEXUAL HARASSMENT IN THE WORKPLACE POLICY (25-2-25)

RESOLVED, that the amended Thruway Authority Policy (25-2-25), attached hereto as Exhibit A be, and hereby is, adopted; and be it further

RESOLVED, that such Policy shall take effect immediately; and be it further;

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

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Director of Administrative Services

RECOMMENDATION APPROVED:



Acting Executive Director

 NEW YORK STATE OF OPPORTUNITY. Thruway Authority GENERAL POLICY	SECTION TITLE	NUMBER 25-2-25
APPROVED BOARD MEETING NUMBER: RESOLUTION NUMBER: DATE:	SUBJECT SEXUAL HARASSMENT IN THE WORKPLACE	

I. INTRODUCTION

The New York State Thruway Authority (Authority) is committed to maintaining a workplace free from sexual harassment. Sexual harassment is against the law.

Sexual harassment is a form of workplace discrimination that violates Title VII of the federal Civil Rights Act of 1964 and the New York State Human Rights Law. The Authority recognizes that discrimination can be related to or affected by other identities beyond gender. While this Policy is focused on sexual harassment and gender discrimination, the methods for reporting and investigating discrimination based on other protected identities are the same. More information can be found in the Executive Instruction entitled **ILLEGAL DISCRIMINATION IN THE WORKPLACE**.

Employees, managers and supervisors are required to work in a manner designed to prevent sexual harassment in the workplace. This Policy is one component of the Authority's commitment to a discrimination-free work environment.

II. POLICY

- A. This Policy applies to all Authority employees, including interns, whether paid or unpaid, applicants for employment and covered individuals⁺ who are not direct employees of the Authority, regardless of immigration status.
- B. Sexual harassment of any type will not be tolerated. Any employee or covered individual who engages in sexual harassment or retaliation will be subject to remedial action, including appropriate discipline for employees. In New York, sexual harassment does not need to be severe or pervasive to be illegal. Employees and covered individuals should not feel discouraged from reporting sexual harassment because they do not feel it is bad enough or, conversely, because they do not want to see a colleague fired over less severe behavior. Just as harassment can happen in different degrees, administrative action for employees engaging in sexual harassment will depend on the degree of harassment and might include education and counseling, discipline or lead to suspension or termination when appropriate.

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- C. **Retaliation Prohibition:** No one should fear reporting sexual harassment. Any employee or covered individual who reports an incident of sexual harassment, provides information or otherwise assists in any investigation of a sexual harassment complaint is protected from retaliation so long as the person reasonably believes that they have witnessed or experienced such behavior. Any employee who retaliates against anyone involved in a sexual harassment investigation will be subject to administrative action, including discipline up to, and including, termination. All employees or covered individuals who believe they have been subject to such retaliation should inform a supervisor, manager or the Bureau of Equal Employment Opportunity and Diversity Development (EEODD). All employees or covered individuals who believe they have been a target of such retaliation may also seek relief from government agencies as explained below in the section on Legal Protections.
- D. Sexual harassment is offensive, is a violation of the Authority's policies, is unlawful and may subject the Authority to liability for the harm experienced by targets of sexual harassment. Harassers as well as employers and supervisors who aid and abet such behavior by failing to report or act on harassment may also be individually subject to liability. Employees of every level who engage in sexual harassment, including managers and supervisors who engage in sexual harassment or who allow such behavior to continue, will be penalized for such misconduct.
- E. The Authority will conduct a prompt and thorough investigation whenever managers, supervisors or EEODD receive a complaint about sexual harassment or otherwise know of possible sexual harassment occurring. The Authority will keep the investigation confidential to the extent possible. Corrective action will be taken whenever the investigation finds sexual harassment occurred. In addition to any required administrative action, the Authority will also take steps to ensure a safe work environment for the employee(s) who experienced the harassment. All employees, including managers and supervisors, are required to cooperate with any internal investigation of sexual harassment. The failure to cooperate may result in administrative action by the Authority against the non-cooperating individual, including discipline up to, and including, termination.
- F. All employees and covered individuals are encouraged to report any harassment or behaviors that violate this Policy. Employees may complete a NEW YORK STATE EMPLOYEE DISCRIMINATION COMPLAINT (COMPLAINT) form to report harassment and file complaints. The COMPLAINT form is available on the Intranet or can be obtained by contacting EEODD. The COMPLAINT form is not required to file a complaint. Complaints reported verbally or by email will be treated with equal priority. An employee or covered individual who prefers not to report harassment to

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their manager or employer may instead report harassment to the New York State Division of Human Rights and/or the United States Equal Employment Opportunity Commission. Complaints may be made to both the employer and a government agency.

- G. Managers and supervisors are **required** to report any complaint they receive, or any harassment they observe or become aware of, to EEODD.
- H. This Policy applies to all employees and covered individuals and all must follow and uphold this Policy. This Policy must be provided to all employees in person or digitally upon hiring, posted prominently in all work locations and available on the Intranet.

III. WHAT IS “SEXUAL HARASSMENT”?

Sexual harassment is a form of gender-based discrimination and is unlawful under federal, state and, where applicable, local law. Sexual harassment includes harassment on the basis of sex, sexual orientation, self-identified or perceived sex, sex stereotypes, gender expression, gender identity or the status of being transgender. Sexual harassment is not limited to sexual contact, touching or expressions of a sexually suggestive nature. Sexual harassment includes all forms of gender discrimination including gender role stereotyping and treating employees differently because of their gender. The gender spectrum is nuanced. Training and information are available on EEODD’s [Gender Identity and Expression](#) Intranet page.

Sexual harassment is unlawful when it subjects an individual to inferior terms, conditions, or privileges of employment. Harassment does not need to be severe or pervasive to be illegal. It can be any harassing behavior that rises above petty slights or trivial inconveniences. Every instance of harassment is unique to those experiencing it, and there is no single boundary between petty slights and harassing behavior. However, the Human Rights Law specifies that whether harassing conduct is considered petty or trivial is to be viewed from the standpoint of a reasonable victim of discrimination with the same protected characteristics. Generally, any behavior in which an employee or covered individual is treated worse because of their gender (perceived or actual), sexual orientation or gender expression is considered a violation of this Policy. The intent of the behavior (e.g., making a joke) does not neutralize a harassment claim. Not intending to harass is not a defense. The impact of the behavior on a person is what counts.

Sexual harassment includes any unwelcome conduct which is either of a sexual nature, or directed at an individual because of that individual’s sex, gender identity or expression (perceived or actual) when:

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- The purpose or effect of this behavior unreasonably interferes with an individual's work performance or creates an intimidating, hostile or offensive work environment. The impacted person does not need to be the intended target of the sexual harassment;
- Such conduct is made, either explicitly or implicitly, a term or condition of employment; or
- Submission to such conduct or rejection of such conduct is used as the basis for employment decisions affecting an individual's employment. Such decisions can include what shifts and how many hours an employee might work, project assignments, as well as salary and promotion decisions.

There are two main types of sexual harassment:

- Behaviors that contribute to a **hostile work environment** include, but are not limited to, words, signs, jokes, pranks, intimidation or physical violence which are of a sexual nature, or which are directed at an individual because of that individual's sex, gender identity or gender expression. Sexual harassment also consists of any unwanted verbal or physical advances, sexually explicit derogatory or discriminatory statements which are offensive or objectionable to the recipient, cause the recipient discomfort or humiliation, or interfere with the recipient's job performance.
- Sexual harassment also occurs when a person in authority or perceived to be in authority tries to trade job benefits for sexual favors. This can include hiring, promotion, continued employment or any other terms, conditions or privileges of employment. This is also called **quid pro quo** harassment.

Any employee or covered individual who feels harassed should report the behavior so any violation of this Policy can be corrected promptly. Any harassing conduct, even a single incident, is covered by this Policy.

IV. EXAMPLES OF SEXUAL HARASSMENT

The following list describes types of acts that may be unlawful sexual harassment and are strictly prohibited. **It is just a sample of behaviors and shall not be considered exhaustive or determinative.** Any employee or covered individual who believes they have experienced sexual harassment, even if it does not appear on this list, should report it:

- Physical acts of a sexual nature, such as:

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- Touching, pinching, patting, kissing, hugging, grabbing, brushing against another individual's body or poking another individual's body; or
- Rape, sexual battery, molestation or attempts to commit these assaults, which may be considered criminal conduct outside the scope of this Policy. (Local law enforcement should be contacted to pursue criminal charges.)
- Unwanted sexual comments, advances or propositions, such as:
 - Requests for sexual favors accompanied by implied or overt threats concerning the target's job performance evaluation, a promotion or other job benefits; or
 - Subtle or obvious pressure for unwelcome sexual activities; or
 - Repeated requests for dates or romantic gestures, including gift-giving.
- Sexually oriented gestures, noises, remarks, jokes, questions or comments about an individual's sexuality, sexual experience or romantic history, which create a hostile work environment. This is not limited to interactions in person. Remarks made over virtual platforms and in messaging apps when employees are working remotely can create a similarly hostile work environment.
- Sex stereotyping, which occurs when someone's conduct or personality traits are judged based on other people's ideas or perceptions about how individuals of a particular sex should act or look, such as:
 - Remarks regarding an employee's gender expression, such as wearing a garment typically associated with a different gender identity; or
 - Asking employees to take on traditionally gendered roles, such as asking a woman to serve meeting refreshments when it is not part of, or appropriate to, her job duties.
- Sexual or discriminatory displays or publications anywhere in the workplace, such as displaying pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic. This includes such sexual displays on workplace computers or cell phones and sharing such displays while in the workplace or conducting Authority business in remote work locations.
- Hostile actions taken against an individual because of that individual's sex, sexual orientation, gender identity or gender expression, such as:

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- Interfering with, destroying or damaging a person’s workstation, tools or equipment, or otherwise interfering with the individual’s ability to perform the job;
- Sabotaging an individual’s work;
- Bullying, yelling or name-calling;
- Intentionally misusing an individual’s preferred pronouns; or
- Creating different expectations for individuals based on their perceived identities (e.g., dress codes that place more emphasis on women’s attire or leaving parents/caregivers out of meetings).

V. WHO CAN BE A TARGET OF SEXUAL HARASSMENT?

Sexual harassment can occur between any individuals, regardless of their sex or gender. Harassment does not have to be between members of the opposite sex or gender. **Harassers can be anyone in the workplace** including a supervisor, subordinate, coworker, independent contractor, contract worker, vendor, client, customer or visitor.

VI. WHERE CAN SEXUAL HARASSMENT OCCUR?

Unlawful sexual harassment is not limited to the physical workplace itself. It can occur while employees or covered individuals are traveling for business or at employer sponsored events or parties. Calls, texts, emails and social media usage by employees or covered individuals can constitute unlawful workplace harassment, even if they occur away from the workplace premises, on personal devices or during non-work hours, or when using virtual meeting platforms or messaging apps.

Sexual harassment can occur when employees are working remotely. Any behaviors outlined above that leave an employee feeling uncomfortable, humiliated or unable to meet their job requirements constitute harassment even if the employee or covered individual is at home or at another non-workplace location when the harassment occurs.

VII. RETALIATION

Retaliation is unlawful. It can be any action by an employee or supervisor that punishes an individual upon learning of a harassment claim, or discourages an individual from making a formal complaint or supporting a sexual harassment claim. These actions need not be job-related or occur in the workplace to constitute unlawful retaliation.

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Examples of retaliation may include, but are not limited to:

- Demotion, termination, denying reasonable accommodations, reduced hours or assignment of less desirable shifts;
- Publicly releasing personnel files;
- Refusing to provide a reference or providing an unwarranted negative reference;
- Labeling an employee as “difficult” and excluding them from projects to avoid “drama”;
- Undermining an individual’s immigration status;
- Reducing work responsibilities, passing over for a promotion or moving an individual’s desk to a less desirable office location;
- Threats of physical violence outside of work hours; or
- Disparaging someone on social media.

Such retaliation is unlawful under federal, state and, where applicable, local law. The New York State Human Rights Law protects any individual who has engaged in “protected activity.” Protected activity occurs when a person has:

- Made a complaint of sexual harassment, either internally or with any government agency;
- Testified or assisted in a proceeding involving sexual harassment under the Human Rights Law or any other anti-discrimination law;
- Opposed sexual harassment by making a verbal or informal complaint to a supervisor, manager, EEOOD or by simply informing a supervisor or manager of suspected harassment;
- Reported that another individual has been sexually harassed; or
- Encouraged a fellow employee or individual to report harassment.

Even if the alleged harassment does not turn out to rise to the level of a violation of law, the

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individual is protected from retaliation if the person had a good faith belief that the practices were unlawful. However, the retaliation provision is not intended to protect persons making intentionally false charges of harassment nor insulate the reporting individual from any acts of harassment that they have engaged in.

VIII. REPORTING SEXUAL HARASSMENT

Everyone must work towards preventing sexual harassment, but leadership matters. Supervisors and managers have a special responsibility to ensure employees feel safe at work and that workplaces are free from harassment. Any employee or covered individual is encouraged to report harassing behavior to a supervisor, manager or EEODD. Anyone who witnesses or becomes aware of potential instances of sexual harassment should report such behavior to a supervisor, manager or EEODD.

Any employee witnessing harassment as a bystander is encouraged to report it. A supervisor or manager that is a bystander to harassment is **required** to report it. There are five standard methods of bystander intervention that can be used when anyone witnesses harassment and wants to help.

1. A bystander can interrupt the harassment by engaging with the individual being harassed and distracting them from the harassing behavior;
2. A bystander who feels unsafe interrupting on their own can ask a third party to help intervene in the harassment;
3. A bystander can record or take notes on the harassment incident to benefit a future investigation;
4. A bystander might check in with the person who has been harassed after the incident, see how they are feeling and let them know the behavior was not ok; and
5. If a bystander feels safe, they can name the behavior as inappropriate. Physically assaulting an individual is never an appropriate response.

Though not exhaustive, and dependent on the circumstances, the guidelines above can serve as a brief guide of how to react when witnessing harassment in the workplace.

Reports of sexual harassment on behalf of oneself or another covered individual may be made verbally or in writing. A [COMPLAINT form](#) is available on the Intranet or can be obtained by contacting EEODD, but it is not required. Employees using the COMPLAINT

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form to report sexual harassment on behalf of other employees should note that it is on another employee's behalf.

Employees or covered individuals who believe they have been a target of sexual harassment may seek assistance at any time in additional available forums as explained in the section on Legal Protections.

IX. SUPERVISORY RESPONSIBILITIES

Supervisors and managers have a responsibility to prevent sexual harassment. All supervisors and managers who receive a complaint or information about suspected sexual harassment, observe what may be sexually harassing behavior or for any reason suspect that sexual harassment is occurring, **are required** to report such suspected sexual harassment to EEOOD. Supervisors and managers should not be passive and wait for an employee to make a claim of harassment. If they observe such behavior, they must act promptly. They are responsible for any harassment or discrimination they know of or which they should have known.

Under the direction of EEOOD, supervisors should also document the circumstances of any allegation, observation or rumored sexual harassment, including what actions were taken by the supervisor or manager to ascertain the facts.

Supervisors and managers are held to a higher standard of conduct and are expected to model appropriate workplace behavior. In addition to being subject to administrative action if they engage in sexually harassing conduct themselves, supervisors and managers can also be subject to administrative action, up to and including discipline, for failing to report suspected sexual harassment or otherwise knowingly allowing sexual harassment to continue after they know about it.

Supervisors and managers will also be subject to administrative action, up to and including discipline, for engaging in any retaliation.

While supervisors and managers have a responsibility to report harassment, supervisors and managers must be mindful of the impact that harassment and a subsequent investigation has on victims. Being identified as a possible victim of harassment and questioned about harassment can be intimidating, uncomfortable and re-traumatizing for individuals. Supervisors and managers must accommodate the needs of individuals who have experienced harassment to ensure the workplace is safe, supportive and free from retaliation for them during and after any investigation.

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X. COMPLAINT AND INVESTIGATION OF SEXUAL HARASSMENT

All complaints or information about sexual harassment will be investigated, whether that information was reported in verbal or written form. An investigation of any complaint, information or knowledge of suspected sexual harassment will be prompt and thorough, commenced immediately and completed as soon as possible. The investigation will be kept confidential to the extent possible. All persons involved, including complainants, witnesses and alleged harassers, deserve a fair and impartial investigation.

Any employee may be required to cooperate as needed in an investigation of suspected sexual harassment. The Authority will take disciplinary action against anyone engaging in retaliation against employees who file complaints, support another's complaint or participate in harassment investigations.

The Authority recognizes that participating in a harassment investigation can be uncomfortable and has the potential to retraumatize an employee. Those receiving claims and leading investigations will handle complaints and questions with sensitivity toward participants.

While the process may vary from case to case, investigations should be done in accordance with the following steps. Upon receipt of a complaint, EEODD will:

- Conduct an immediate review of the allegations, assess the appropriate scope of the investigation and take any interim actions (e.g., instructing the respondent to refrain from communications with the complainant), as appropriate. If a complaint is verbal, request that the individual complete the COMPLAINT form in writing. If the complainant prefers not to complete the form, EEODD will prepare a COMPLAINT form or equivalent documentation based on the verbal reporting.
- Take steps to obtain, review and preserve records sufficient to assess the allegations, including documents, photos, emails or phone records that may be relevant to the investigation.
- Consider and implement appropriate record request, review and preservation measures, including for electronic communications.
- Seek to interview all parties involved, including any relevant witnesses.
- Create written documentation of the investigation (such as a letter, memo or email),

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which contains the following:

- A list of all documents reviewed, along with a detailed summary of relevant documents;
 - A list of names of those interviewed, along with a detailed summary of their statements;
 - A timeline of events;
 - A summary of any prior relevant incidents disclosed in the investigation, reported or unreported; and
 - The basis for the decision and final resolution of the complaint, together with any corrective action(s).
- Keep the written documentation and associated documents in a secure and confidential location.
 - Promptly notify the individual(s) who reported the harassment and the individual(s) about whom the complaint was made that the investigation has been completed and implement any corrective actions identified in the written documentation.
 - Inform the individual(s) who reported the harassment of the right to file a complaint or charge externally as outlined in the next section.

XI. LEGAL PROTECTIONS AND EXTERNAL REMEDIES

Sexual harassment is not only prohibited by the Authority but is also prohibited by federal, state and, where applicable, local law.

Aside from the Authority's internal process, employees may also choose to pursue legal remedies with the following governmental entities. While a private attorney is not required to file a complaint with a governmental agency, employees may seek the legal advice of an attorney.

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XII. NEW YORK STATE HUMAN RIGHTS LAW (HRL)

The HRL, N.Y. Executive Law, art. 15, § 290 et seq., applies to all employers in New York State and protects employees and covered individuals regardless of immigration status. A complaint alleging violation of the HRL may be filed either with the New York State Division of Human Rights (DHR) or in New York State Supreme Court.

Complaints of sexual harassment may be filed with DHR any time **within three years** of the harassment. If an individual does not file a complaint with DHR, they can bring a lawsuit directly in state court under the HRL **within three years** of the alleged sexual harassment. An individual may not file with DHR if they have already filed a HRL complaint in state court.

Complaining internally to EEODD does not extend the time to file with DHR or in court. The three years are counted from the date of the most recent incident of harassment.

Individuals do not need an attorney to file a complaint with DHR, and there is no cost to file with DHR.

DHR will investigate the complaint and determine whether there is probable cause to believe that sexual harassment has occurred. Probable cause cases receive a public hearing before an administrative law judge. If sexual harassment is found at the hearing, DHR has the power to award relief. Relief varies but it may include requiring the employer to take action to stop the harassment or repair the damage caused by the harassment, including paying of monetary damages, punitive damages, attorney's fees and civil fines.

Contact DHR at (718) 741-8400 or visit its website at www.dhr.ny.gov, which contains contact information for DHR's regional offices across New York State. Go to www.dhr.ny.gov/complaint or call the DHR sexual harassment hotline at (800) HARASS3 for more information about filing a sexual harassment complaint. The website has a digital complaint process that can be completed via computer or mobile device from start to finish and a complaint form that can be downloaded, filled out and mailed to DHR. The hotline can also provide a referral to a volunteer attorney experienced in sexual harassment matters who can offer limited free assistance and counsel over the phone.

XIII. UNITED STATES EQUAL EMPLOYMENT OPPORTUNITY COMMISSION (EEOC)

EEOC enforces federal anti-discrimination laws, including Title VII of the 1964 federal Civil Rights Act, 42 U.S.C. § 2000e et seq. An individual can file a complaint with EEOC anytime

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within 300 days from the most recent incident of the harassment. There is no cost to file a complaint with EEOC. EEOC will investigate the complaint and determine whether there is reasonable cause to believe that discrimination has occurred. If EEOC determines that the law may have been violated, EEOC will try to reach a voluntary settlement with the employer. If EEOC cannot reach a settlement, EEOC (or the Department of Justice in certain cases) will decide whether to file a lawsuit. EEOC will issue a Notice of Right to Sue permitting workers to file a lawsuit in federal court if the EEOC closes the charge, is unable to determine if federal employment discrimination laws may have been violated, or believes that unlawful discrimination occurred but does not file a lawsuit.

Individuals may obtain relief in mediation, settlement or conciliation. In addition, federal courts may award remedies if discrimination is found to have occurred. In general, private employers must have at least 15 employees to come within the jurisdiction of EEOC.

An employee alleging discrimination at work can file a “Charge of Discrimination.” EEOC has district, area and field offices where complaints can be filed. Contact EEOC by calling (800) 669-4000 (TTY: (800) 669-6820), visiting www.eeoc.gov or emailing info@eeoc.gov.

If an individual filed an administrative complaint with DHR, DHR will automatically file the complaint with EEOC to preserve the right to proceed in federal court.

XIV. LOCAL PROTECTIONS

Many localities enforce laws protecting individuals from sexual harassment and discrimination. An individual should contact the county, city or town in which they live to find out if such a law exists.


If the harassment involves unwanted physical touching, coerced physical confinement or coerced sex acts, the conduct may constitute a crime. Those wishing to pursue criminal charges should contact their local police department.

XV. QUESTIONS REGARDING POLICY

Any questions regarding this Policy should be directed to EEODD at (518) 471-4321.

XVI. ADMINISTRATION OF POLICY

The Executive Director shall be responsible for interpreting, implementing and administering this Policy. Such responsibility may include developing any operational and/or administrative policies and procedures necessary to carry out the intent of the Policy.

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I. INTRODUCTION

The New York State Thruway Authority (Authority) is committed to maintaining a workplace free from sexual harassment. Sexual harassment is against the law.

Sexual harassment is a form of ~~sex~~workplace discrimination that violates Title VII of the federal Civil Rights Act of 1964 and the New York State Human Rights Law. ~~All employees are required to work in a manner that prevents sexual harassment in the workplace.~~ The Authority recognizes that discrimination can be related to or affected by other identities beyond gender. While this Policy is focused on sexual harassment and gender discrimination, the methods for reporting and investigating discrimination based on other protected identities are the same. More information can be found in the Executive Instruction entitled **ILLEGAL DISCRIMINATION IN THE WORKPLACE.**

~~All employees, managers and supervisors are required to work in a manner that designed to prevents sexual harassment in the workplace.~~ This Policy¹ is one component of the Authority's commitment to a discrimination-free work environment.

~~All employees have a legal right to a workplace free from sexual harassment and employees are urged to report sexual harassment by filing a complaint internally with the Authority. Employees can also file a complaint with a government agency or in court under federal, state or local anti-discrimination laws.~~


II. POLICY

A. This Policy applies to all Authority employees, including interns, whether paid or unpaid, applicants for employment and covered individuals¹ who are not direct employees of the Authority~~non-employee²~~, regardless of immigration status.

B. Sexual harassment of any type will not be tolerated. Any employee or covered individual by this Policy who engages in sexual harassment or retaliation will be subject to remedial ~~and/or disciplinary~~ action, including appropriate discipline for employees (e.g., counseling, suspension, termination). In New York, sexual harassment does not need to be severe or pervasive to be illegal. Employees and covered individuals should not feel discouraged from reporting sexual harassment because they do not feel it is bad enough or, conversely, because they do not want to see a colleague fired over less severe behavior. Just as harassment can happen in different degrees, administrative action for employees engaging in sexual harassment will depend on the degree of harassment and might include education and counseling.

¹While this Policy specifically addresses sexual harassment, harassment because of protected class and discrimination against persons of all protected classes is prohibited. In New York State, such classes include age, race, creed, color, national origin, sexual orientation, military status, sex, disability, marital status, domestic violence victim status, gender identity and criminal history.

²A non-employee covered individual is someone who is (or is employed by) a contractor, subcontractor, independent contractor, vendor, consultant or anyone providing services or conducting business in the workplace. Protected ~~non-employees~~covered individuals also include ~~applicants for employment, patrons and visitors.~~

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discipline or lead to suspension or termination when appropriate.

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- C. Retaliation Prohibition: ~~No one should fear reporting sexual harassment. No person covered by this Policy shall be subject to adverse action for Any employee or covered individual who~~ reports ~~ing~~ an incident of sexual harassment, provides ~~ing~~ information or otherwise assists ~~ing~~ in any investigation of a sexual harassment complaint is protected from retaliation so long as the person reasonably believes that they have witnessed or experienced such behavior. The Authority will not tolerate such retaliation against anyone who, in good faith, reports or provides information about suspected sexual harassment. Any employee who retaliates against anyone involved in a sexual harassment investigation will be subject to ~~disciplinary~~ administrative action, including discipline up to, and including, termination. All employees or ~~non-employees~~ covered individuals who believe they have been subject to such retaliation should inform a supervisor, manager or the Bureau of Equal Employment Opportunity and Diversity Development (EEOOD). All employees or ~~covered individuals~~ non-employees who believe they have been a target of such retaliation may also seek relief from government agencies in other available forums as explained below in the section on Legal Protections.
- D. Sexual harassment is offensive, is a violation of the Authority's policies, is unlawful and may subject the Authority to liability for the harm experienced by targets of sexual harassment. Harassers as well as employers and supervisors who aid and abet such behavior by failing to report or act on harassment may also be individually subject to liability. Employees of every level who engage in sexual harassment, including managers and supervisors who engage in sexual harassment or who allow such behavior to continue, will be penalized for such misconduct.
- E. The Authority will conduct a prompt and thorough investigation ~~that ensures due process for all parties~~ whenever managers, supervisors or EEOOD receive a complaint about sexual harassment or otherwise know of possible sexual harassment occurring. The Authority will keep the investigation confidential to the ~~fullest~~ extent possible. ~~Effective e~~ Corrective action will be taken whenever the investigation finds sexual harassment ~~is found to have~~ occurred. In addition to any required administrative action, the Authority will also take steps to ensure a safe work environment for the employee(s) who experienced the harassment. All employees, including managers and supervisors, are required to cooperate with any internal investigation of sexual harassment. The failure to cooperate may result in administrative action by the Authority against the non-cooperating individual, including discipline up to, and including, termination.
- F. All employees and covered individuals are encouraged to report any harassment or behaviors that violate this Policy. Employees may complete a NEW YORK STATE

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EMPLOYEE DISCRIMINATION/SEXUAL HARASSMENT COMPLAINT (TA-N1030) (COMPLAINT) form to report harassment and file complaints. The COMPLAINT form is available on the Intranet or can be obtained by contacting EEODD. ~~The COMPLAINT form is not required to file a complaint. Complaints reported verbally or by email will be treated with equal priority. An employee or covered individual who prefers not to report harassment to their manager or employer may instead report harassment to the New York State Division of Human Rights and/or the United States Equal Employment Opportunity Commission. Complaints may be made to both the employer and a government agency.~~

- G. Managers and supervisors are **required** to report any complaint they receive, or any harassment they observe or become aware of, to EEODD.
- H. This Policy applies to all employees and covered individuals~~non-employees~~ and all must follow and uphold this Policy. This Policy must be provided to all employees in person or digitally upon hiring and should be posted prominently in all work locations and available on the Intranet to the extent practicable (for example, in a main office, not an offsite work location) and be provided to employees upon hiring.

III. WHAT IS “SEXUAL HARASSMENT”?

Sexual harassment is a form of sex/gender-based discrimination and is unlawful under federal, state and, where applicable, local law. Sexual harassment includes harassment on the basis of sex, sexual orientation, self-identified or perceived sex, sex stereotypes, gender expression, gender identity or the status of being transgender. Sexual harassment is not limited to sexual contact, touching or expressions of a sexually suggestive nature. Sexual harassment includes all forms of gender discrimination including gender role stereotyping and treating employees differently because of their gender. The gender spectrum is nuanced. Training and information are available on EEODD’s Gender Identity and Expression Intranet page.

Sexual harassment is unlawful when it subjects an individual to inferior terms, conditions, or privileges of employment. Harassment does not need to be severe or pervasive to be illegal. It can be any harassing behavior that rises above petty slights or trivial inconveniences. Every instance of harassment is unique to those experiencing it, and there is no single boundary between petty slights and harassing behavior. However, the Human Rights Law specifies that whether harassing conduct is considered petty or trivial is to be viewed from the standpoint of a reasonable victim of discrimination with the same protected characteristics. Generally, any behavior in which an employee or covered individual is treated worse because of their gender (perceived or actual), sexual orientation

or gender expression is considered a violation of this Policy. The intent of the behavior (e.g., making a joke) does not neutralize a harassment claim. Not intending to harass is not a defense. The impact of the behavior on a person is what counts.

Sexual harassment includes any unwelcome conduct which is either of a sexual nature, or which is directed at an individual because of that individual’s sex, gender identity or expression (perceived or actual) when:

- ~~Such conduct has the~~ purpose or effect of this behavior unreasonably interfering ~~ing~~ with an individual’s work performance or creating ~~ing~~ an intimidating, hostile or offensive work environment, ~~even if the reporting individual is~~ The impacted person does not need to be the intended target of the sexual harassment;
- Such conduct is made, either explicitly or implicitly, a term or condition of employment; or
- Submission to such conduct or rejection of such conduct is used as the basis for employment decisions affecting an individual’s employment. Such decisions can include what shifts and how many hours an employee might work, project assignments, as well as salary and promotion decisions.

There are two main types of sexual harassment:

- ~~A sexually harassing~~ Behaviors that contribute to a hostile work environment includes, but ~~are~~ is not limited to, words, signs, jokes, pranks, intimidation or physical violence which are of a sexual nature, or which are directed at an individual because of that individual’s sex, gender identity or gender expression. Sexual harassment also consists of any unwanted verbal or physical advances, sexually explicit derogatory ~~statements or sexually discriminatory statements remarks made by someone~~ which are offensive or objectionable to the recipient, ~~which~~ cause the recipient discomfort or humiliation, or ~~which~~ interfere with the recipient’s job performance.
- Sexual harassment also occurs when a person in authority or perceived to be in authority tries to trade job benefits for sexual favors. This can include hiring, promotion, continued employment or any other terms, conditions or privileges of employment. This is also called “quid pro quo” harassment.

Any employee or ~~covered individual non-employee~~ who feels harassed should report the ~~conduct~~ behavior so any violation of this Policy can be corrected promptly. Any harassing conduct, even a single incident, ~~can be addressed under~~ is covered by this Policy.

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IV. EXAMPLES OF SEXUAL HARASSMENT

The following list describes types of acts that may be unlawful sexual harassment and are strictly prohibited. It is just a sample of behaviors and shall not be considered exhaustive or determinative. Any employee or covered individual who believes they have experienced sexual harassment, even if it does not appear on this list, should report it:

- Physical acts of a sexual nature, such as:
 - Touching, pinching, patting, kissing, hugging, grabbing, brushing against another individual's body or poking another individual's body; or
 - Rape, sexual battery, molestation or attempts to commit these assaults, which may be considered criminal conduct outside the scope of this Policy. (Local law enforcement should be contacted to pursue criminal charges.)
- Unwanted sexual comments, advances or propositions, such as:
 - Requests for sexual favors accompanied by implied or overt threats concerning the target's job performance evaluation, a promotion or other job benefits ~~or detriments~~; or
 - Subtle or obvious pressure for unwelcome sexual activities; ~~or~~
 - Repeated requests for dates or romantic gestures, including gift-giving.
- Sexually oriented gestures, noises, remarks, jokes, questions or comments about an individual's sexuality, ~~or~~ sexual experience or romantic history, which create a hostile work environment. This is not limited to interactions in person. Remarks made over virtual platforms and in messaging apps when employees are working remotely can create a similarly hostile work environment.
- Sex stereotyping, which occurs when someone's conduct or personality traits are judged based ~~considered inappropriate simply because they may not conform to~~ other people's ideas or perceptions about how individuals of a particular sex should act or look, such as:-
 - Remarks regarding an employee's gender expression, such as wearing a garment typically associated with a different gender identity; or

o Asking employees to take on traditionally gendered roles, such as asking a woman to serve meeting refreshments when it is not part of, or appropriate to, her job duties.

~~• Derogatory comments directed at a person who has undergone sex reassignment surgery can be sexual harassment, just as comments about secondary sex characteristics of any person can be sexual harassment.~~

• Sexual or discriminatory displays or publications anywhere in the workplace, such as displaying pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic. This includes such sexual displays on workplace computers or cell phones and sharing such displays while in the workplace or conducting Authority business in remote work locations.

• Hostile actions taken against an individual because of that individual’s sex, sexual orientation, gender identity or gender expression~~and the status of being transgender~~, such as:

o Interfering with, destroying or damaging a person’s workstation, tools or equipment, or otherwise interfering with the individual’s ability to perform the job;

o Sabotaging an individual’s work;~~or~~

o Bullying, yelling or name-calling;

o Intentionally misusing an individual’s preferred pronouns; or

o Creating different expectations for individuals based on their perceived identities (e.g., dress codes that place more emphasis on women’s attire or leaving parents/caregivers out of meetings).

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V. WHO CAN BE A TARGET OF SEXUAL HARASSMENT?

Sexual harassment can occur between ~~or among~~ any individuals, regardless of their sex or gender. Harassment does not have to be between members of the opposite sex or gender. ~~A harasser can be a superior, subordinate, coworker or~~ **anyone in the workplace** including ~~a~~ **supervisor, subordinate, coworker,** independent contractor, contract worker, vendor, client, customer or visitor.

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VI. WHERE CAN SEXUAL HARASSMENT OCCUR?

Unlawful sexual harassment is not limited to the physical workplace itself. It can occur while employees or covered individuals~~non-employees~~ are traveling for business or at employer sponsored events or parties. Calls, texts, emails and social media usage by employees or covered individuals~~non-employees~~ can constitute unlawful workplace harassment, even if they occur away from the workplace premises, on personal devices or during non-work hours, or when using virtual meeting platforms or messaging apps.

Sexual harassment can occur when employees are working remotely. Any behaviors outlined above that leave an employee feeling uncomfortable, humiliated or unable to meet their job requirements constitute harassment even if the employee or covered individual is at home or at another non-workplace location when the harassment occurs.

VII. RETALIATION

~~Unlawful~~ Retaliation is unlawful. It can be any action by an employee or supervisor that punishes an individual upon learning of a harassment claim, ~~could or~~ discourages an individual from making a formal complaint or supporting a sexual harassment claim. Adverse These actions need not be job-related or occur in the workplace to constitute unlawful retaliation (e.g., ~~threats of physical violence outside of work hours~~).

Examples of retaliation may include, but are not limited to:

- Demotion, termination, denying reasonable accommodations, reduced hours or assignment of less desirable shifts;
- Publicly releasing personnel files;
- Refusing to provide a reference or providing an unwarranted negative reference;
- Labeling an employee as “difficult” and excluding them from projects to avoid “drama”;
- Undermining an individual’s immigration status;
- Reducing work responsibilities, passing over for a promotion or moving an individual’s desk to a less desirable office location;
- Threats of physical violence outside of work hours; or

- Disparaging someone on social media.

Such retaliation is unlawful under federal, state and, where applicable, local law. The New York State Human Rights Law protects any individual who has engaged in “protected activity.” Protected activity occurs when a person has:

- Made a complaint of sexual harassment, either internally or with any government anti-discrimination agency;
- Testified or assisted in a proceeding involving sexual harassment under the Human Rights Law or any other anti-discrimination law;
- Opposed sexual harassment by making a verbal or informal complaint to a supervisor, manager, EEODD or by simply informing a supervisor or manager of suspected harassment;
- Reported that another individual has been sexually harassed; or
- Encouraged a fellow employee or individual to report harassment.

Even if the alleged harassment does not turn out to rise to the level of a violation of law, the individual is protected from retaliation if the person had a good faith belief that the practices were unlawful. However, the retaliation provision is not intended to protect persons making intentionally false charges of harassment nor insulate the reporting individual from any acts of harassment that they have engaged in or protect persons from any personnel action which otherwise would have been taken regardless of any participation in a protected activity.

VIII. REPORTING SEXUAL HARASSMENT

Everyone must work towards preventing sexual harassment, but leadership matters. Supervisors and managers have a special is everyone’s responsibility to ensure employees feel safe at work and that workplaces are free from harassment. The Authority cannot prevent or remedy sexual harassment unless it knows about it. Any employee or covered individual non-employee who has been subjected to behavior that may constitute sexual harassment is encouraged to report such harassing behavior to a supervisor, manager or EEODD. Anyone who witnesses or becomes aware of potential instances of sexual harassment should report such behavior to a supervisor, manager or EEODD.

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Any employee witnessing harassment as a bystander is encouraged to report it. A supervisor or manager that is a bystander to harassment is **required** to report it. There are five standard methods of bystander intervention that can be used when anyone witnesses harassment and wants to help.

1. A bystander can interrupt the harassment by engaging with the individual being harassed and distracting them from the harassing behavior;
2. A bystander who feels unsafe interrupting on their own can ask a third party to help intervene in the harassment;
3. A bystander can record or take notes on the harassment incident to benefit a future investigation;
4. A bystander might check in with the person who has been harassed after the incident, see how they are feeling and let them know the behavior was not ok; and
5. If a bystander feels safe, they can name the behavior as inappropriate. Physically assaulting an individual is never an appropriate response.

Though not exhaustive, and dependent on the circumstances, the guidelines above can serve as a brief guide of how to react when witnessing harassment in the workplace.

Reports of sexual harassment on behalf of oneself or another covered individual may be made verbally or in writing. A COMPLAINT form for submission of a written complaint is available on the Intranet or can be obtained by contacting EEODD, but it is not required. ~~All employees are encouraged to use this COMPLAINT form.~~ Employees using the COMPLAINT form to who are reporting sexual harassment on behalf of other employees ~~or non-employees~~ should use the COMPLAINT form and note that it is on behalf of another employee's behalf or non-employee.

Employees or covered individuals ~~non-employees~~ who believe they have been a target of sexual harassment may also seek assistance at any time in other additional available forums as explained in the section on Legal Protections.

IX. SUPERVISORY RESPONSIBILITIES

Supervisors and managers have a responsibility to prevent sexual harassment. All supervisors and managers who receive a complaint or information about suspected sexual harassment, even if it is a rumor, observe what may be sexually harassing behavior or for

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any reason suspect that sexual harassment is occurring, **are required** to report such suspected sexual harassment to EEODD. Supervisors and managers should not be passive and wait for an employee to make a claim of harassment. If they observe such behavior, they must act promptly. Supervisors and managers are held to a higher standard of conduct and are expected to model appropriate workplace behavior. They are responsible for any harassment or discrimination they know of or which they should have known.

Under the direction of EEODD, Ssupervisors should also document the circumstances of any allegation, observation or rumored sexual harassment, including what actions were taken by the supervisor or manager to ascertain the facts.

Supervisors and managers are held to a higher standard of conduct and are expected to model appropriate workplace behavior. In addition to being subject to administrative action~~discipline~~ if they engaged in sexually harassing conduct themselves, supervisors and managers ~~will be subject to~~can also be subject to administrative action, up to and including discipline, for failing to report suspected sexual harassment or otherwise knowingly allowing sexual harassment to continue after they know about it.

Supervisors and managers will also be subject to ~~discipline~~administrative action, up to and including discipline, for engaging in any retaliation.

While supervisors and managers have a responsibility to report harassment, supervisors and managers must be mindful of the impact that harassment and a subsequent investigation has on victims. Being identified as a possible victim of harassment and questioned about harassment can be intimidating, uncomfortable and re-traumatizing for individuals. Supervisors and managers must accommodate the needs of individuals who have experienced harassment to ensure the workplace is safe, supportive and free from retaliation for them during and after any investigation.

X. COMPLAINT AND INVESTIGATION OF SEXUAL HARASSMENT

All complaints or information about sexual harassment will be investigated, whether that information was reported in verbal or written form. An investigation of any complaint, information or knowledge of suspected sexual harassment will be prompt and thorough, commenced immediately and completed as soon as possible. The investigation will be kept confidential to the ~~fullest~~ extent possible. All persons involved, including complainants, witnesses and alleged harassers, ~~will be afforded due process, as outlined below, to protect their rights~~deserve to a fair and impartial investigation.

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Any employee may be required to cooperate as needed in an investigation of suspected sexual harassment. The Authority will ~~not tolerate an employee's take disciplinary action against anyone engaging in~~ retaliation against ~~employees/individuals~~ who file complaints, support another's complaint or participate in ~~an harassment~~ investigations ~~regarding a violation of this Policy.~~

The Authority recognizes that participating in a harassment investigation can be uncomfortable and has the potential to retraumatize an employee. Those receiving claims and leading investigations will handle complaints and questions with sensitivity toward participants.

While the process may vary from case to case, investigations should be done in accordance with the following steps: Upon receipt of a complaint, EEODD will:

- Upon receipt of complaint, EEODD will eConduct an immediate review of the allegations, assess the appropriate scope of the investigation and take any interim actions (e.g., instructing the respondent to refrain from communications with the complainant), as appropriate. If a complaint is verbal, request that the individual will be encouraged to complete the COMPLAINT form in writing. If the complainant prefers not to complete the form he or she refuses, EEODD will prepare a COMPLAINT form or equivalent documentation based on the verbal reporting.
- Take steps to obtain, review and preserve records sufficient to assess the allegations, including #documents, photos, emails or phone records are that may be relevant to the investigation, take steps to obtain and preserve them.
- Consider and implement appropriate record Rrequest, and review all relevant documents, and preservation measures, including allfor electronic communications.
- Seek to finterview all parties involved, including any relevant witnesses.
- Create written documentation of the investigation (such as a letter, memo or email), which contains the following:
 - A list of all documents reviewed, along with a detailed summary of relevant documents;
 - A list of names of those interviewed, along with a detailed summary of their statements;

- A timeline of events;
- A summary of any prior relevant incidents disclosed in the investigation, reported or unreported; and
- The basis for the decision and final resolution of the complaint, together with any corrective action(s).
- Keep the written documentation and associated documents in a secure and confidential location.
- Promptly notify the individual(s) who reported the harassment and the individual(s) about whom the complaint was made that the investigation has been completed of the final determination and implement any corrective actions identified in the written documentation.
- Inform the individual(s) who reported the harassment of the right to file a complaint or charge externally as outlined in the next section.

XI. LEGAL PROTECTIONS AND EXTERNAL REMEDIES

Sexual harassment is not only prohibited by the Authority but is also prohibited by federal, state and, where applicable, local law.

Aside from the Authority’s internal process, employees may also choose to pursue legal remedies with the following governmental entities. While a private attorney is not required to file a complaint with a governmental agency, employees may seek the legal advice of an attorney.

~~In addition to those outlined below, employees in certain industries may have additional legal protections.~~

XII. NEW YORK STATE HUMAN RIGHTS LAW (HRL)

The HRL, ~~codified as~~ N.Y. Executive Law, art. 15, § 290 et seq., applies to all employers in New York State ~~with regard to sexual harassment~~ and protects employees and covered individuals ~~non-employees~~ regardless of immigration status. A complaint alleging violation of the HRL may be filed either with the New York State Division of Human Rights (DHR) or in New York State Supreme Court.

Complaints ~~of sexual harassment with DHR~~ may be filed with DHR any time **within onethree years** of the harassment. If an individual ~~did~~ does not file a complaint with DHR, they can ~~sue~~ bring a lawsuit directly in state court under the HRL **within three years** of the alleged sexual harassment. An individual may not file with DHR if they have already filed a HRL complaint in state court.

Complaining internally to ~~EEODD the Authority~~ does not extend the time to file with DHR or in state court. The ~~one year or~~ three years are counted from the date of the most recent incident of harassment.

Individuals do not need an attorney to file a complaint with DHR, and there is no cost to file with DHR.

DHR will investigate the complaint and determine whether there is probable cause to believe that sexual harassment has occurred. Probable cause cases ~~are forwarded to receive~~ a public hearing before an administrative law judge. If sexual harassment is found ~~after~~ at the hearing, DHR has the power to award relief, ~~which~~ Relief varies but it may include requiring the Authority employer to take action to stop the harassment or ~~redress~~ repair the damage caused by the harassment, including paying of monetary damages, punitive damages, attorney’s fees and civil fines.

Contact DHR at ~~(718) 741-8400(888) 392-3644~~ or visit its website at www.dhr.ny.gov, which contains contact information for DHR’s regional offices across New York State. Go to www.dhr.ny.gov/complaint or call the DHR sexual harassment hotline at (800) HARASS3 for more information about filing a sexual harassment complaint. The website has a digital complaint process that can be completed via computer or mobile device from start to finish~~The website has~~ and a complaint form that can be downloaded, filled out, ~~notarized~~ and mailed to DHR. The hotline can also provide a referral to a volunteer attorney experienced in sexual harassment matters who can offer limited free assistance and counsel over the phone~~The website also contains contact information for DHR’s regional offices across New York State.~~

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XIII. CIVIL RIGHTS ACT OF 1964 UNITED STATES EQUAL EMPLOYMENT OPPORTUNITY COMMISSION (EEOC)

~~The United States Equal Employment Opportunity Commission~~ (EEOC) enforces federal anti-discrimination laws, including Title VII of the 1964 federal Civil Rights Act, ~~of 1964~~ (~~codified as~~ 42 U.S.C. § 2000e et seq.). An individual can file a complaint with EEOC anytime within 300 days from the most recent incident of the harassment. There is no cost

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to file a complaint with EEOC. EEOC will investigate the complaint and determine whether there is reasonable cause to believe that discrimination has occurred, ~~at which point EEOC will issue a Right to Sue letter permitting the individual to file a complaint in federal court. If EEOC determines that the law may have been violated, EEOC will try to reach a voluntary settlement with the employer. If EEOC cannot reach a settlement, EEOC (or the Department of Justice in certain cases) will decide whether to file a lawsuit. EEOC will issue a Notice of Right to Sue permitting workers to file a lawsuit in federal court if the EEOC closes the charge, is unable to determine if federal employment discrimination laws may have been violated, or believes that unlawful discrimination occurred but does not file a lawsuit.~~

~~EEOC does not hold hearings or award relief, but may take other action including pursuing cases in federal court on behalf of complaining parties. Individuals may obtain relief in mediation, settlement or conciliation. In addition, F~~ederal courts may award remedies if discrimination is found to have occurred. In general, private employers must have at least 15 employees to come within the jurisdiction of EEOC.

An employee alleging discrimination at work can file a “Charge of Discrimination.” EEOC has district, area and field offices where complaints can be filed. Contact EEOC by calling (800) 669-4000 (TTY: (800) 669-6820), visiting www.eeoc.gov or emailing info@eeoc.gov.

If an individual filed an administrative complaint with DHR, DHR will automatically file the complaint with EEOC to preserve the right to proceed in federal court.

XIV. LOCAL PROTECTIONS

Many localities enforce laws protecting individuals from sexual harassment and discrimination. An individual should contact the county, city or town in which they live to find out if such a law exists.

~~**XV. CONTACT THE LOCAL POLICE DEPARTMENT**~~

If the harassment involves unwanted physical touching, coerced physical confinement or coerced sex acts, the conduct may constitute a crime. ~~To report a possible crime, individuals~~ Those wishing to pursue criminal charges should contact their local police department.

~~**XVI. QUESTIONS REGARDING POLICY**~~

Any questions regarding this Policy should be directed to EEODD at (518) 471-4321.

XVII. ADMINISTRATION OF POLICY

The Executive Director shall be responsible for interpreting, implementing and administering this Policy. Such responsibility may include developing any operational and/or administrative policies and procedures necessary to carry out the intent of the Policy.

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Selica Y. Grant, Esq.
Acting Director of Administrative Services

Subject: Authorization for the Acting Executive Director to Execute a Collective Bargaining Agreement between the Thruway Authority and Local 058, New York State Thruway Civil Service Employees Association

Representatives of the New York State Thruway Authority (Authority) and Local 058, New York State Thruway Civil Service Employees Association (CSEA) (Local 058, the certified representative of employees in Negotiating Unit II, professional, supervisory and technical employees), have reached a tentative Collective Bargaining Agreement (Agreement). The Agreement has been ratified by the members of Unit II. The tentative Agreement includes significant changes to employee Health Insurance contributions resulting in long term reduced costs to the Authority. The major salary terms of the tentative agreement, match those negotiated by the State and those of Local 456, New York State Thruway International Brotherhood of Teamsters. The previous agreement between the Authority and Local 058 expired on June 30, 2022. The new Agreement with Local 058 is effective July 1, 2022 through June 30, 2026 subject to ratification by both parties and the execution of the Agreement by both parties. Following are the major provisions of the Agreement:

SALARY

General Salary Increase

- Retroactive to the pay period that includes July 1, 2022, the base salary of employees and the Unit II Salary Schedule will be increased by 2.0%
- Retroactive to the pay period that includes July 1, 2023, the base salary of employees and the Unit II Salary Schedule will be increased by 3.0%
- Effective the pay period that includes July 1, 2024, the base salary of employees and the Unit II Salary Schedule will be increased by 3.0%
- Effective the pay period that includes July 1, 2025, the base salary of employees and the Unit II Salary Schedule will be increased by 3.0%
- Eligible Unit II employees will receive a lump sum payment of \$3,000 not added to base.

Lag Payroll

- Authority gains the ability to institute a lag payroll.

Location Differential

- Increases from \$3,026 to \$3,116 annually for Bronx, Rockland, or Westchester counties retroactive to the pay period that includes July 1, 2023. Effective July 1, 2024 increases from \$3,116 to \$3,400 annually.
- Increases from \$1,513 to \$1,600 annually for Dutchess, Putnam, and Orange counties effective July 1, 2023. Effective July 1, 2024 increases from \$1,600 to \$1,700 annually.

Overtime Calculation

- For 37.5-hour employees the hourly rate is to be calculated as: $(\text{Annual Salary} \div 1950)$
- For 40-hour employees the hourly rate is to be calculated as: $(\text{Annual Salary} \div 2080)$
- Grade 24 Professional Engineer 1, Senior Landscape Architect, Senior Architect, Senior Land Surveyor, and Professional Geologist 1 are overtime eligible.

HEALTH INSURANCE

- Effective January 1, 2024: For all employees Salary Grade 10 and above the Authority will contribute at a rate of 84% of the cost for individual coverage and at a rate of 69% of the cost for dependent coverage for the Empire Plan.
- Effective January 1, 2024: For all employees Salary Grade 9 and below the Authority will contribute at a rate of 88% of the cost for individual coverage and at a rate of 73% of the cost for dependent coverage for the Empire Plan.
- For such employees enrolled in the HMO plans, the Authority further agrees to pay up to the same dollar amounts as for the Empire Plan.
- Effective January 1, 2024: The existing Health Insurance Opt-out benefit will be available to all employees in the unit.

EMPLOYEE BENEFIT FUND

The monthly contribution to the CSEA Employee Benefit fund for dental insurance for each eligible Unit II employee will be increased up to:

- \$130.50 effective July 1, 2022
- \$131.81 effective July 1, 2023
- \$133.13 effective July 1, 2024
- \$134.46 effective July 1, 2025

ALLOWANCES

Night Shift Differential

- The I Shift is increasing from \$4.80/hr. to \$12.25/hr.
- The III Shift is increasing from \$3.60/hr. to \$8.25/hr.

Safety Shoe Reimbursement

- Increased from \$150 per pair to \$175 per pair for eligible staff.

High Level Premium Pay

- Increased from \$.30/hr. to \$.60/hr.
- Unit supervisors in Maintenance, Facilities and ITSM Field Units, as well as IT staff in the Network Services and Fiber Optic Program Work Units are eligible for this hourly premium pay when assigned to work at heights of 25 feet or more.

Work Clothing and Cleaning Allowance

- Increased from \$125 annually to \$175 annually for eligible staff.

First Aid/Defensive Driving Training

- Increased from \$1/hr. to \$4/hr.

Overtime Meal Allowance

- Increases from \$6 to \$8.

OTHER

Professional Organizations

- The Authority will reimburse the cost of the dues or membership fees to one professional organization in the employee’s discipline or for acquisition and renewal of a required license or certification up to \$300 per calendar year.

Posting of Examination and Promotion Opportunities

- Effective July 1, 2024, the Authority has full discretion to use either the promotional process or transfer process when filling vacancies.

COST

The total increased cost for all items of the proposal, including Social Security and Retirement, is as follows:

July1, 2022	July 1, 2023	July 1, 2024	July 1, 2025
\$3,736,213	\$3,345,034	\$4,833,516	\$4,891,250

No additional appropriations are required since sufficient funds have been included in the Operating Budget.

RECOMMENDATION

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6464

**AUTHORIZATION FOR THE ACTING EXECUTIVE DIRECTOR
TO EXECUTE A COLLECTIVE BARGAINING AGREEMENT
BETWEEN THE THRUWAY AUTHORITY AND LOCAL 058 NEW
YORK STATE THRUWAY EMPLOYEES CIVIL SERVICE
EMPLOYEES ASSOCIATION**

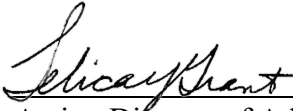
RESOLVED, that the Acting Executive Director be, and hereby is,
authorized to execute an Agreement between the Authority and Local 058,

New York State Thruway Employees Civil Service Employees Association
(as representatives of employees in Negotiating Unit II), and be it further

RESOLVED, that such Agreement shall have a term beginning July 1, 2022 and ending June 30, 2026, and shall be on the terms and conditions consistent with this Board item, and be it further

RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to enter into Memoranda of Understanding or Settlement Agreements with representatives of Local 058 to clarify or otherwise settle questions or disputes regarding the interpretation and application of the Agreement, and be it further

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



Acting Director of Administrative Services

RECOMMENDATION APPROVED:



Acting Executive Director

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TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Selica Y. Grant, Esq.
Acting Director of Administrative Services

SUBJECT: Authorizing the Acting Executive Director to Execute a Contract with WellNow Urgent Care Practice, P.C. DBA WellNow Urgent Care to provide Off-Site Occupational Medical Services for Thruway Authority Employees

In accordance with the Authority's Procurement Contracts Policy, Board authorization is requested to execute an Agreement with WellNow Urgent Care Practice, P.C. doing business as WellNow Urgent Care to provide off-site occupational medical health services to Authority employees. The Authority is required to provide medical surveillance and testing to employees who are exposed to specific hazards during their work duties in accordance with the United States Department of Labor, Occupational Safety and Health Administration (OSHA).

OSHA regulations state that for specific hazards, an occupational medical surveillance program must be established and employers must provide medical tests that pertain to their potential exposures. 29 CFR 1910.134 specifies annual requirements under the Respiratory Protection Standard; 29 CFR 1910.95 specifies annual testing required under the Hearing Conservation Standard; and 29 CFR 1910.1025 specifies annual testing required for Lead Exposures. 29 CFR 1926.1153 specifies testing for employees exposed to Respirable Crystalline Silica. The Occupational Safety and Health Medical Screening and Surveillance Program is offered to all eligible permanent Authority employees who work in industrial areas upon initial assignment.

On March 30, 2023, the Authority advertised in the New York State Contract Reporter its issuance of the RFP #22C17 for Off-Site Occupational Medical Services. The RFP was made available on the Authority's website and an announcement was emailed to 73 potential vendors who were on the Authority's bidders list. By the due date of May 11, 2023, the Authority received four proposals in response to the RFP. An evaluation committee representing the Authority's Bureau of Personnel and the Bureau of Employee Safety & Health reviewed the proposals and

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scored the proposals against pre-defined evaluation criteria. The committee's consensus scores were then multiplied by previously established weights for each evaluation criteria and a weighted score was assigned to each proposal. WellNow Urgent Care Practice, P.C. DBA WellNow Urgent Care was found to be fully responsive.

WellNow was the highest rated proposer for Albany Division, Buffalo Division and Syracuse Division. WellNow can provide the most modern, cost-efficient, convenient, quality-driven, and responsive occupational health services. In addition, they have the ability to schedule and conduct most evaluations/examinations within the same day of the request.

NAO Medical was the only Contractor to propose for New York Division. The proposal did not demonstrate the prior experience required to successfully provide the services; therefore, the Authority has not issued an award and will begin the process for a new RFP for New York Division.

It is recommended that the Board authorize the Acting Executive Director to execute a contract with WellNow Urgent Care Practice, P.C. DBA WellNow Urgent Care for three (3) years with the option to renew for one (1), two (2) year term. The cost of services under this agreement will be a maximum amount payable of \$506,130. The term shall commence upon approval by the Authority's Acting Executive Director and shall terminate 3 years after commencement. The Authority shall have the option, in its sole discretion, to renew the Agreement for 1 additional 2-year term.

There is sufficient funding in the 2023 Authority operating budget for these services. Funding for 2024 and any subsequent years will be included in that year's operating budget.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6465

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT WITH WELLNOW URGENT CARE PRACTICE, P.C. DBA WELLNOW URGENT CARE TO PROVIDE OFF-SITE OCCUPATIONAL MEDICAL SERVICES FOR THRUWAY EMPLOYEES

RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to execute an Agreement with WellNow Urgent Care Practice, P.C. DBA WellNow Urgent Care to provide off-site Occupational Medical Services for Thruway employees, and be it further

RESOLVED, that the Agreement shall be for the term of three (3) years and the option to renew for one (1), two (2) year term, the cost of these services is anticipated to be a maximum amount payable of \$506,130, and be it further

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

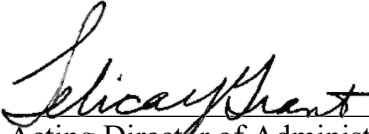
RESOLVED, that the Acting Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, to manage and administer the Agreement, amend provisions of the Agreement consistent with the terms of this item and other Board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

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered under such Agreement to the appropriate funds provided therefore, subject to

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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 Director of Administrative Services

RECOMMENDATION APPROVED:



Acting Executive Director

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TO: The Thruway Authority Board DATE: November 14, 2023
FROM: Erika Beardsley,
Director of Strategic Center of Excellence
SUBJEC: Authorizing the Acting Executive Director to Execute Contract C010731 with
Strategic Development Specialists for Grant Writing and Grant Administration
Services

To continue and increase The Authority’s grant award opportunities, The Authority is seeking to enter into an agreement for grant writing and administrative services with Strategic Development Specialists (#C010731).

On August 10, 2023, The Authority advertised in the New York State Contract Reporter its issuance of the RFP #23C05 for Grant Writing Services. By September 21, 2023, the Authority received four (4) proposals in response to the RFP. An evaluation committee representing the Authority’s Department of Maintenance & Operations, Information Technology, and Department of Strategic Center of Excellence reviewed the proposals and scored the proposals against pre-defined evaluation criteria. The committee’s consensus scores were then multiplied by previously established weights for each evaluation criteria and weighted score was assigned to the proposal. The firm, Strategic Development Specialists (Strategic) was found to be fully responsive.

Strategic provides comprehensive grant writing services to clients across New York State, as well as offering government relations assistance. Strategic’s main office is located in Syracuse, NY. Strategic is a New York State certified woman-owned business that began in 2012 and is made up of grant writing and government relations professionals. Strategic provides a variety of clients with grant consulting services, economic development, business advancement, and project funding assistance across New York State.

Strategic has developed a keen understanding of all phases of federal and state funding vehicles from project development to application, and award to grant administration, and final

close-out. This familiarity with all aspects of federal and state grants and other financial incentives has allowed Strategic to successfully apply for and position priority projects on behalf of clients with numerous agencies.

The contract term is for two (2) years with three (3) 1-year renewal options. The maximum amount payable for the term of this contract will not exceed \$432,000. The Department of Strategic Center of Excellence has funding available in the 2024 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. 6466

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE CONTRACT C010731 WITH STRATEGIC DEVELOPMENT SPECIALISTS TO PROVIDE GRANT WRITING SERVICES

RESOLVED, that the Acting Executive Director, or his designee, be, and hereby is, authorized to execute a contract with Strategic Development Specialists for a term of two (2) years with three (3) 1-year extensions and a maximum amount payable of \$432,000 to assist finding and writing grant applications and grant administration post award.

RESOLVED, that such shall be on such other terms and conditions as the Acting 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 Strategic Center of Excellence, and
be it further

RESOLVED, that the Acting 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.



Director of Strategic Center of Excellence

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 12

Appendix L

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: James Konstalid,
Director of Maintenance and Operations

SUBJECT: Authorizing the Acting Executive Director to Execute an Agreement C010724 with L3Harris Technologies Inc. to Provide the Authority with Land Mobile Radio System Services

In accordance with the Authority's Procurement Contracts Policy, Board authorization is requested to execute an agreement with L3Harris Technologies Inc. ("L3Harris") to provide the Authority with land mobile radio system services. The services to be provided include design, construction, implementation, and maintenance of a modern P25 Public Safety Radio System that will serve as frontline communications for the Authority and State Police Troop T.

A competitive selection process was followed according to Authority Procurement Policy and Procedure. A Request for Proposals was issued on November 7, 2022 and the Authority received four proposals by the due date of April 20, 2023. The proposals were evaluated and scored by an Evaluation Committee representing Maintenance and Operations, and Information Technology. L3Harris was the selected proposer. L3Harris is a Rochester, NY based company with extensive experience in designing end-to-end solutions, including portables, mobiles, base stations, core infrastructure and consoles.

The agreement term is for ten (10) years with the option to renew for two, 5-year periods. The maximum amount payable for the term of this contract will not exceed \$152,000,000. The Department of Maintenance and Operations has funding available in the 2023 Budget and

Capital Program that will be allocated to this project and will include appropriate budget amounts in the remaining years of the agreement.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6467

AUTHORIZING THE ACTNG EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT C010724 WITH L3HARRIS TO PROVIDE THE AUTHORITY WITH LAND MOBILE RADIO SYSTEM SERVICES

RESOLVED, that the Acting Executive Director, or his designee, be, and hereby is, authorized to execute an agreement with L3Harris Technologies Inc. for a term of ten (10) years with the option to renew for two, 5-year periods. The maximum amount payable for the term of this contract will not exceed \$152,000,000 to provide the Authority with land mobile radio system services; and be it further

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

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

RESOLVED, that the Acting 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

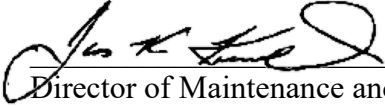
Meeting No. 760

Item 12

Appendix L

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:



Acting Executive Director

Meeting No. 760

Item 13

Appendix M

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: James K. Konstalid
Director of Maintenance and Operations

SUBJECT: Authorizing the Acting Executive Director to Execute an Agreement C010709 with Kapsch TrafficCom USA, Inc. for All-Electronic Toll Collection System Maintenance, Around the Clock Fault Monitoring, Repair Parts, and Materials

The item seeks the waiver of competitive procedures for a single source contract with Kapsch TrafficCom USA, Inc. (“Kapsch”) for All-Electronic Toll Collection System (“AETC”) maintenance, around the clock fault monitoring, repair parts, and materials.

Kapsch was originally selected to implement its AETC as a result of RFP #13C13. The resulting contract was executed on June 13, 2014, and the implementation of the system has since been completed. The system is proprietary to Kapsch and has a life expectancy of ten more years. Processing a single source contract with Kapsch will enable the Authority to continue to collect tolls using the Kapsch AETC system at the eight Phase I barrier sites, and the twenty-one Phase II terminus and mainline sites.

The term of this agreement is six (6) years with the option to renew for two, 2-year periods and will begin on June 13, 2024. The agreement has a maximum amount payable of \$97,000,000. The Department of Maintenance and Operations has sufficient funds in its Budget to cover the costs in 2024 and will allocate funds in future budget years to continue funding these part and materials and services pursuant to this agreement.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6468

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT C010709 WITH KAPSCH TRAFFICOM USA, INC. FOR ALL-ELECTRONIC TOLL COLLECTION SYSTEM MAINTENANCE, AROUND THE

CLOCK FAULT MONITORING, REPAIRS PARTS AND MATERIALS

RESOLVED, that the competitive procedures required by the Thruway Authority Procurement Contracts Policy are waived and the Acting Executive Director or his designee be, and hereby is, authorized to execute an agreement with Kapsch TrafficCom USA, Inc. for All-Electronic Toll Collection System maintenance, around the clock fault monitoring, repair parts, and materials for a term of six (6) years with the option to renew for two, 2-year periods. The maximum amount payable for the term of this contract will not exceed \$94,000,000; and be it further

RESOLVED, that such shall be on such other terms and conditions as the Acting 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 Acting 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.

Meeting No. 760

Item 13

Appendix M



Director of Maintenance and Operations

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 14

Appendix N

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Diana Nebiolo
Director of Revenue Management

SUBJECT: Authorizing an Increase in the Amount Payable for a Memorandum of Agreement with the Triborough Bridge and Tunnel Authority for Project Management Services to oversee the New York Customer Service Center Transition Project

In January 2022, the Board provided authorization for the Authority to enter into a Memorandum of Agreement with the Triborough Bridge and Tunnel Authority (“TBTA”) to reimburse TBTA for the Authority’s share of costs of consultant services provided by Gannett Fleming (“Gannett”) for the project management and oversight of the New York Customer Service Center Transition Project (“Transition Project”). The Board authorization was for \$622,501.75, the Authority’s one-third share of the total cost and for an Agreement term of two years.

Gannett has successfully worked directly with the three contractors (Conduent, TTEC and TransCore) and the agency’s project managers through system development and testing phases. However, given the sheer size and complexity of the Transition Project, leadership at all three agencies agree that additional project management expertise is needed in the final months, in order to ensure an on-time transition that meets all the requirements of the RFP. This additional expertise will focus on schedule management, requirements traceability, document review, data migration/transition and overall project oversight and coordination to ensure an on-time go live date of January 29, 2024.

This item seeks Board authorization to increase the Authority’s maximum amount payable to Gannett by \$207,128.49, bringing the Authority’s total cost share to \$829,630.24. All three agencies have an equal cost share. Funding will be provided in the 2024 operating budget.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6469

AUTHORIZING AN INCREASE IN THE AMOUNT PAYABLE FOR A MEMORANDUM OF AGREEMENT WITH THE TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY FOR PROJECT MANAGEMENT SERVICES TO OVERSEE THE NEW YORK CUSTOMER SERVICE CENTER TRANSITION PROJECT

RESOLVED, that the Executive Director, or his designee, be, and hereby is, authorized to increase the amount of a Memorandum of Agreement with the Triborough Bridge and Tunnel Authority consistent with the terms of this item; and be it further

RESOLVED, that the maximum amount payable for this Agreement is \$829,630.24 and shall be on such other terms and conditions as the Acting Executive Director, Director of Revenue Management and General Counsel determine to be in the best interests of the Authority; and be it further

RESOLVED, that the Acting 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

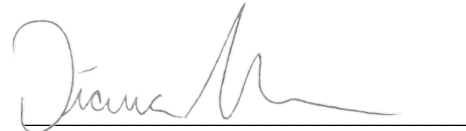
RESOLVED, that the Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the appropriate Budget; and be it further

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

Meeting No. 760

Item 14

Appendix N



Acting Director of Revenue Management

RECOMMENDATION APPROVED:


Acting Executive Director

Meeting No.	760
Item	15
Appendix	O

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Andrew Trombley
Director of Procurement Services

SUBJECT: Authorizing the Acting Executive Director to Execute a Second Amendment to Agreement C010601 with Ask Reply, Inc. d/b/a B2GNow to provide integration and maintenance services for the statewide Minority- and Women-owned Business Enterprise tracking system known as the New York State Contract System (“NYSCS”).

Board approval is being sought for a second amendment to Contract #CM04893 with Ask Reply, Inc. d/b/a B2Gnow. The contract is necessary to provide the Authority with integration and maintenance services for the statewide Minority and Women-owned Business Enterprise (“MWBE”) tracking system known as the NYS Contract System (“NYSCS”).

This contract provides the Authority with MWBE program and aides the Authority in certain data reporting activities, access the availability of MWBE firms to perform contract opportunities, facilitate activities of state governmental entities pursuant to their obligations under Article 15-A of the Executive Law (“Article 15-A”). B2GNow was originally selected as a single source as they were the awarded vendor resulting from Department of Economic Development’s (“DED”) RFP #18-6132, which solicited proposals from qualified independent contractors to develop, support, maintain, and upgrade the NYSCS. The Authority was able to utilize DED’s contract #CM04893 with B2Gnow to execute a single source contract for the same services. The original contract term was 8/3/2020-11/30/2023 and the maximum amount payable for this contract is \$75,000. This second amendment will extend the term of the agreement for the same term as DED’s contract and increase the MAP by \$75,000.00 to a new MAP of \$150,000.00. The Authority verified that DED will be extending their contract with B2Gnow for a two-year period. Continuing to engage B2Gnow in the procurement of the NYSCS services is in the best interest of the Authority as it will ensure the Authority remains compliant with Article 15-A.

The Department of Procurement Services has funds in its budget that will be allocated to this project.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6470

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE A SECOND AMENDMENT TO AGREEMENT C010601 WITH ASK REPLY, INC. D/B/A B2GNOW TO PROVIDE INTEGRATION AND MAINTENANCE SERVICES FOR THE STATEWIDE MINORITY- AND WOMEN-OWNED BUSINESS ENTERPRISE TRACKING SYSTEM KNOWN AS THE NEW YORK STATE CONTRACT SYSTEM (“NYSCS”)

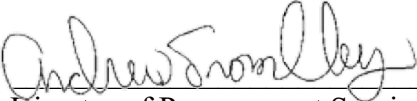
RESOLVED, that the competitive procedures required by the Thruway Authority Procurement Contracts Policy are waived and the Acting Executive Director, or his designee, be, and hereby is, authorized to execute a second amendment to the Agreement with Ask Reply, Inc. d/b/a B2Gnow to provide integration and maintenance services for the statewide Minority and Women-owned Business Enterprise (“MWBE”) tracking system known as the NYS Contract System (“NYSCS”); and be it further

RESOLVED, that such second amendment to the Agreement will be for a term of two (2) years, shall increase the maximum amount payable of the Agreement to \$150,000, and shall be on such other terms and conditions as the Acting 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 services rendered pursuant to such Agreement to the Department of Procurement Services Budget; and be it further

Meeting No.	760
Item	15
Appendix	O

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



Director of Procurement Services

RECOMMENDATION APPROVED:



Acting Executive Director

TO: The Thruway Authority Board DATE: November 14, 2023

FROM: Joshua Klemm
Chief Information Officer

SUBJECT: Authorizing an Agreement with Telecommunication Provider for the Use of the New York State Thruway Authority's Fiber Optic System.

The following telecommunication provider ("User") has requested the use of the New York State Thruway Authority's ("Authority") fiber optic system ("System") for their own use: ErieNET Local Development Corporation ("ErieNET"). The assets to be leased to the User are detailed in Exhibit 2. Total fees payable by the User to the Authority are \$25,380 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 this disposal. The fees to be charged the 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 SEQRA¹ 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. 6471
**AUTHORIZING AN AGREEMENT WITH
TELECOMMUNICATION PROVIDER FOR THE USE OF THE
NEW YORK STATE THRUWAY AUTHORITY'S FIBER OPTIC
SYSTEM**

RESOLVED, that agreement with the telecommunications provider 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

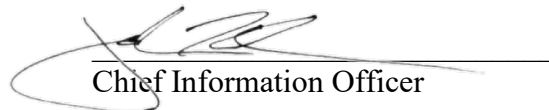
RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to execute such agreement and any associated documentation; and be it further

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

RESOLVED, that the Acting 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 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 and distribute any required documents; and be it further

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


Chief Information Officer

RECOMMENDATION APPROVED:


Acting Executive Director

Exhibit 1



NEW Duct Users Planning to Execute IRU Agreements

User	Contract Number	Lease Term (Years)	Lease Fee (One-Time)	Prepaid Maintenance Fee	First-Year Regen Bldg. Space Leased Space Fee (Annual)	Adesta Marketing Services Fee (27% of One-Time Fee)	Estimated Lease Term Agreement Value
ErieNET Local Development Corp.	X010725	20	\$ 21,380.00	\$ 4,000.00	\$ -	-	25,380.00
Totals for NEW Duct Users:			\$ 21,380.00	\$ 4,000.00	\$ -	-	25,380.00

Total Lease Fee, Maint. Fee & Regen Bldg. Space Fee: \$ 25,380.00

October 10, 2023



**Thruway
Authority**

Exhibit 2

ErieNET Local Development Corp.

(20-Year IRU)



Memorandum

To: Finance Committee for Fiber Optics Date: October 11, 2023
From: Caitlin Cady Subject: Telecommunications Customer Agreement with ErieNET Local Development Corporation Contract #X010725

This is a notification of the proposed fees and charges for a telecommunications customer agreement with ErieNET Local Development Corporation ("ErieNET"). A Board agenda item for this agreement will be processed and presented to the Board at the Novemebr 14, 2023 Board meeting. If you have any questions or need additional information, do not hesitate to contact me at extension x3061.

BACKGROUND:

ErieNET has requested a lease agreement for use of the Authority's fiber optic system ("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 have 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 agreement for the telecom customer. The agreement with ErieNET 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: 20 years from the date the agreement is approved by the Office of the New York State Comptroller ("OSC").

User Route and User Ducts

The User Route consists of the following segments:

Duct Segments

Table with 7 columns: Description, Number of Ducts, Route Miles, User Fee Per Duct Mile (20 Year Term), User Fee (20 Year Term), Prepaid Maintenance Fee per Duct Mile, Prepaid Maintenance Fee. Row 1: MP N14.4 River Road (PB14A) to MP N14.9 East River Road (PB13), 1 duct, 0.5 miles, \$42,760 per mile, \$21,380 total, \$8000 per mile, \$4000 total.

Egress Connections

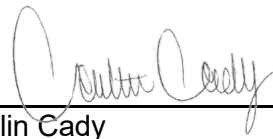
Milepost Marker	Egress Description
MP N14.4	River Road (PB14A)
MP N14.9	East River Road (PB13)

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

- One-Time Use Fee: \$21,380
- Prepaid Maintenance Fee: \$4,000

The total estimated Lease Agreement value (20 years) is \$25,380.

In accordance with the Settlement agreement, the Authority is not required to pay Adesta a Marketing Services Fee due to this User being a not-for profit company.



Caitlin Cady
Contract Management Specialist 2

Meeting No. 760
Item 17
Appendix Q

TO: The Thruway Authority Board DATE: November 14, 2023
FROM: Richard W. Lee, P.E.
Chief Engineer
SUBJECT: Authorizing the Execution of Agreement D214954 with Advance Testing
Company, Inc.

In accordance with Authority policy, Advance Testing Company, Inc. has been designated to provide services through agreement D214954; as presented in Exhibit A. Board authorization is requested to execute an agreement with Advance Testing Company, Inc. for Material Testing and Inspection Support Services in the New York Division. Sufficient funding for agreement D214954 is provided for in the 2024-2028 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

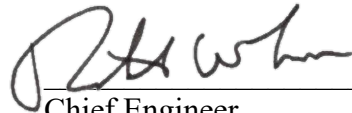
RESOLUTION NO. 6472
AUTHORIZING THE EXECUTION OF AGREEMENT D214954
WITH ADVANCE TESTING COMPANY, INC.

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement(D214954 with Advance Testing Company, 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

Meeting No.	760
Item	17
Appendix	Q

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 2024 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.



Chief Engineer

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 17

Appendix Q

EXHIBIT A

Agreements for Engineering Services

D No./Agreement/ Designation Date	Firm/Address	MAP/ Contracts Program Item No.	Term of Agreement	M/WBE and SDVOB Firms/Goals
D214954, Term Agreement for Material Testing Services New York Division	Advance Testing Company, Inc. 3348 Route 208, Campbell Hall, NY 10916	\$750,000	Three years, with an option for the Authority to extend for (1) additional one (2) year term	None

MAP = Maximum Amount Payable

Meeting No.	760
Item	18
Appendix	R

TO: The Thruway Authority Board

DATE: November 14, 2023

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

SUBJECT: Authorizing the Execution of Agreement D214955 with Atlantic Testing Laboratories

In accordance with Authority policy, Atlantic Testing Laboratories, has been designated to provide services through agreement D214955; as presented in Exhibit A. Board authorization is requested to execute an agreement with Atlantic Testing Laboratories, for Material Testing in the New York Division. Sufficient funding for agreement D214955 is provided for in the 2024-2028 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6473

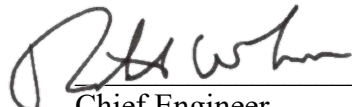
**AUTHORIZING THE EXECUTION OF AGREEMENT D214955
WITH ATLANTIC TESTING LABORATORIES**

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214955 with Atlantic Testing Laboratories, 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 2024 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.



Chief Engineer

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 18

Appendix R

EXHIBIT A
Agreements for Engineering Services

D No./Agreement/ Designation Date	Firm/Address	MAP/ Contracts Program Item No.	Term of Agreement	M/WBE and SDVOB Firms/Goals
D214955, Term Agreement for Material Testing Services New York Division	Atlantic Testing Laboratories, Limited 22 Corporate Drive, Clifton Park, NY 12065	\$750,000	Three years, with an option for the Authority to extend for (1) additional one (2) year term	None

MAP = Maximum Amount Payable

Meeting No.	760
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Appendix	S

TO: The Thruway Authority Board

DATE: November 14, 2023

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

SUBJECT: Authorizing the Execution of Agreement D214956 with Hardesty & Hanover LLC.

In accordance with Authority policy, Hardesty & Hanover LLC, has been designated to provide services through agreement D214956; as presented in Exhibit A. Board authorization is requested to execute an agreement with Hardesty & Hanover LLC, for Construction Inspection (CI) Support Services in the New York Division. Sufficient funding for agreement D214956 is provided for in the 2024-2028 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

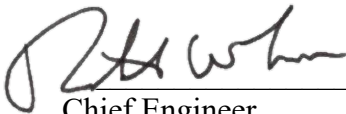
RESOLUTION NO. 6474
AUTHORIZING THE EXECUTION OF AGREEMENT D214956
WITH HARDESTY & HANOVER LLC.

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement (D214956) with Hardesty & Hanover LLC., as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement shall be on such other terms and conditions as the Chief Engineer, in consultation with the General Counsel, determines to be in the best interest of the Authority, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend

the provisions of the agreement consistent with the terms of this Item and in accordance with the 2024 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.



Chief Engineer

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 19

Appendix S

EXHIBIT A
Agreements for Engineering Services

D No./Agreement/ Designation Date	Firm/Address	MAP/ Contracts Program Item No.	Term of Agreement	M/WBE and SDVOB Firms/Goals
D214956, Term Agreement for Construction Inspection (CI) Support Services New York Division	Hardesty & Hanover LLC 1501 Broadway New York, NY 10036	\$2,000,000	Two years, with an option for the Authority to extend for (1) additional one (1) year term	<ul style="list-style-type: none">• M/WBE Goal - 30%• SDVOB Goal - 6%

MAP = Maximum Amount Payable

Meeting No. 760
Item 20
Appendix T

TO: The Thruway Authority Board DATE: November 14, 2023
FROM: Richard W. Lee, P.E.
Chief Engineer
SUBJECT: Authorizing the Execution of Agreement D214957 with Atlantic Testing Laboratories

In accordance with Authority policy, Atlantic Testing Laboratories, has been designated to provide services through agreement D214957; as presented in Exhibit A. Board authorization is requested to execute an agreement with Atlantic Testing Laboratories, for Material Testing and Inspection Support Services in the Albany and Syracuse Divisions. Sufficient funding for agreement D214957 is provided for in the 2024-2028 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

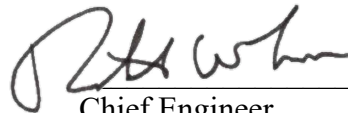
RESOLUTION NO. 6475
AUTHORIZING THE EXECUTION OF AGREEMENT D214957
WITH ATLANTIC TESTING LABORATORIES

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214957 with Atlantic Testing Laboratories, 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

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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 2024 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.



Chief Engineer

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 20

Appendix T

EXHIBIT A
Agreements for Engineering Services

D No./Agreement/ Designation Date	Firm/Address	MAP/ Contracts Program Item No.	Term of Agreement	M/WBE and SDVOB Firms/Goals
D214957, Term Agreement for Material Testing Services, Albany and Syracuse Divisions	Atlantic Testing Laboratories, Limited 22 Corporate Drive, Clifton Park, NY 12065	\$750,000	Three years, with an option for the Authority to extend for (1) additional one (2) year term	None

MAP = Maximum Amount Payable

Meeting No. 760
Item 21
Appendix U

TO: The Thruway Authority Board

DATE: November 14, 2023

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

SUBJECT: Authorizing the Execution of Agreement D214958 with HUNT Engineers,
Architects, Land Surveyors & Landscape Architect, D.P.C.

In accordance with Authority policy, HUNT Engineers, Architects, Land Surveyors & Landscape Architect, D.P.C., has been designated to provide services through agreement D214958; as presented in Exhibit A. Board authorization is requested to execute an agreement with HUNT Engineers, Architects, Land Surveyors & Landscape Architect, D.P.C., for Environmental Design Support Services Statewide. Sufficient funding for agreement D214958 is provided for in the 2024-2028 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6476

**AUTHORIZING THE EXECUTION OF AGREEMENT D214958
WITH HUNT ENGINEERS, ARCHITECTS, LAND SURVEYORS &
LANDSCAPE ARCHITECT, D.P.C.**

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214958 with HUNT Engineers, Architects, Land Surveyors & Landscape Architect, 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 2024 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.



Chief Engineer

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 21

Appendix U

EXHIBIT A
Agreements for Engineering Services

D No./Agreement/ Designation Date	Firm/Address	MAP/ Contracts Program Item No.	Term of Agreement	M/WBE and SDVOB Firms/Goals
D214958, Term Agreement for Environmental Design Support Services Statewide	HUNT Engineers, Architects, Land Surveyors & Landscape Architect, D.P.C. 143 Court St. Binghamton, NY 13901	\$2,000,000	Three years, with an option for the Authority to extend for (1) additional one (2) year term	<ul style="list-style-type: none">• M/WBE Goal - 30%• SDVOB Goal - 6%

MAP = Maximum Amount Payable

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Appendix V

TO: The Thruway Authority Board

DATE: November 14, 2023

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

SUBJECT: Authorizing the Execution of Agreement D214959 with Hardesty & Hanover LLC.

In accordance with Authority policy, Hardesty & Hanover LLC, has been designated to provide services through agreement D214959; as presented in Exhibit A. Board authorization is requested to execute an agreement with Hardesty & Hanover LLC. for Bridge Design and Support Services Statewide. Sufficient funding for agreement D214959 is provided for in the 2024-2028 Contracts Program.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

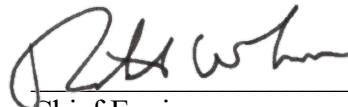
RESOLUTION NO. 6477
AUTHORIZING THE EXECUTION OF AGREEMENT D214959
WITH HARDESTY & HANOVER LLC

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement (D214959) with Hardesty & Hanover LLC, as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement shall be on such other terms and conditions as the Chief Engineer, in consultation with the General Counsel, determines to be in the best interest of the Authority, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend

the provisions of the agreement consistent with the terms of this Item and in accordance with the 2024 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.



Chief Engineer

RECOMMENDATION APPROVED:



Acting Executive Director

Meeting No. 760

Item 21

Appendix U

EXHIBIT A
Agreements for Engineering Services

D No./Agreement/ Designation Date	Firm/Address	MAP/ Contracts Program Item No.	Term of Agreement	M/WBE and SDVOB Firms/Goals
D214958, Term Agreement for Environmental Design Support Services Statewide	HUNT Engineers, Architects, Land Surveyors & Landscape Architect, D.P.C. 143 Court St. Binghamton, NY 13901	\$2,000,000	Three years, with an option for the Authority to extend for (1) additional one (2) year term	<ul style="list-style-type: none">• M/WBE Goal - 30%• SDVOB Goal - 6%

MAP = Maximum Amount Payable

Meeting No. 760

Item 23

Appendix W

TO: The Thruway Authority Board

DATE: November 14, 2023

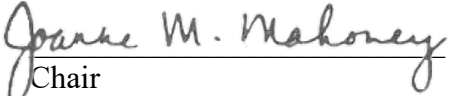
FROM: Joanne M. Mahoney
Chair of the Board of Directors

SUBJECT: 2024 Board of Directors Meeting Schedule

The item seeks the Board to consider and adopt the proposed Board meeting schedule for 2024, direct the Secretary to the Board to notify staff and publish the scheduled meeting dates on the Thruway Authority's public website. The meetings will be held in the Board Room at 200 Southern Boulevard, Albany, New York and shall commence at 1:00 p.m.

RECOMMENDATION

I recommend the Board approve and adopt the revised meeting calendar for 2024 attached hereto Exhibit A.


Chair



**Thruway
Authority**

TO: Board Members

FROM: Frank Hoare

SUBJECT: Proposed 2024 Board Meeting Dates

Listed below are proposed dates for the 2024 Thruway Authority Board Meeting Calendar. If you have concerns regarding any of the proposed dates, please contact Juliane Greco and your concerns will be addressed prior to finalizing the schedule for the upcoming year. Thank you.

Board of Directors Meeting Schedule Calendar Year 2024

Start Time 1:00 p.m.

Tuesday, January 23, 2024

Tuesday, March 26, 2024

Tuesday, May 21, 2024

Wednesday, September 18, 2024

Tuesday, November 19, 2024

Meeting No. 760

Item 24

Appendix X

TO: The Thruway Authority Board

DATE: November 14, 2023

FROM: Ms. Joanne Mahoney
Chair

SUBJECT: Recognizing and Honoring Tanya M. Morris

Tanya Morris, Board Secretary and Executive Assistant, has retired from the New York State Thruway Authority effective October 30, 2023. Ms. Morris served as Board Administrator and Executive Assistant since December 19, 2019.

Tanya Morris began her journey in New York State service in 1986, as an Assistant to an attorney in the Counsel's office for Governor Mario Cuomo.

In 1988, Tanya's strong work ethic and "can do" attitude led to a secretarial promotion in the Office of Gubernatorial Appointments. In this position, she demonstrated invaluable administrative expertise in providing support to the Appointments Officers throughout the rigorous nomination and legislative confirmation processes.

In 1995, Tanya began work at the Thruway Authority assisting the Board Administrator in managing the affairs of the board of directors. Her career at the Thruway Authority continued as she moved on to the engineering department in 2001 playing a vital support role in administering consultant and engineering contracts essential for the maintenance and rehabilitation of the Authority's infrastructure assets.

The next chapter and significant milestone of her career began in 2012 when she was promoted to the position of Executive Assistant to the Executive Director and Chief of Staff. Over the next 11 years, Tanya provided invaluable counsel and support to numerous Executive Directors and Chiefs of Staff.

Her role further expanded in 2019 when she took on the duties of Board Administrator assisting the Chair and Board members in fulfilling their duties as the governing body of the Authority. She was instrumental in helping the Board and Executive team continue to work throughout the Covid-19 pandemic, transition to All Electronic Toll Collection, and move critical board actions through the process.

RECOMMENDATION:

It is recommended the Board adopt the following resolution:

RESOLUTION NO. 6478

RECOGNIZING AND HONORING TANYA M. MORRIS

WHEREAS, Tanya M. Morris has been employed by the State of New York since 1986 and the Thruway Authority since August 1995, and

WHEREAS, Ms. Morris in her position as Board Administrator and Executive Assistant provided meritorious service to the New York State Thruway Authority, and

WHEREAS, Ms. Morris' meritorious service record is highlighted with numerous accomplishments, including her integral roles with: Executive support, the Board and the Chair, now therefore it be it,

RESOLVED, that the members of the New York State Thruway Authority Board hereby extend their deepest appreciation to Ms. Morris for her service and contributions to the Board and Staff in their respective activities and programs, and be it further

RESOLVED, that Ms. Morris' service is hereby proclaimed as meeting the very highest standards of public service, and be it further

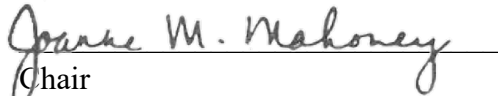
Meeting No. 760

Item 24

Appendix X

RESOLVED, that a copy of this resolution be presented to Ms. Morris and be incorporated in the minutes of this meeting.

RECOMMENDATION APPROVED:


Chair

Meeting No. 760
Item 24
Appendix X

TO: The Thruway Authority Board

DATE: November 14, 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 July 1, 2023 Through September 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 July 1, 2023 through September 30, 2023.

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RECOMMENDATION:

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


Acting Executive Director

Meeting No. 760
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 Appendix X

EXHIBIT I

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

Date	Amount	Contractor	Amendment No.	MWBE Goal %	SDVOBE Goal %	Purpose
9/27/23	\$0	NYS Department of Agriculture and Markets	1	0%	0%	Operation of the Capital Region Welcome Center. Amendment to extend term to 10/3/2028.
8/8/23	\$0	NYS Department of Agriculture and Markets	1	0%	0%	Operation of the Western New York Welcome Center. Amendment to extend term to 8/30/2028.
9/13/23	\$7,800,000	Duncan Business Solutions Inc. DBA Professional Account Management, LLC	2	30%	6%	Collection Services for Electronic Tolling - 2 yr Renewal