



## **MINUTES**

### **NEW YORK STATE CANAL CORPORATION**

#### **BOARD MEETING NO. CC-164**

**November 18, 2009**

**Minutes of a meeting of the New York State Canal Corporation, held in the Board Room at Administrative Headquarters, 200 Southern Boulevard, Albany, New York 12209.**

**The meeting began at 11:35 a.m.**

**There were present:**

**Chairman John L. Buono  
E. Virgil Conway, Board Member  
Erin M. Crotty, Vice Chair  
Donna J. Luh, Board Member  
Kevin J. Plunkett, Board Member  
Brandon R. Sall, Board Member  
Richard N. Simberg, Board Member**

**Constituting all of the members of the Canal Corporation Board.**

**In addition, there were present the following staff personnel:**

**Michael R. Fleischer, Executive Director  
William Estes, General Counsel**

**John Bryan, Chief Financial Officer**  
**Jill Warner, Secretary and Board Administrator**  
**Christopher Waite, Chief Engineer**  
**Betsy Graham, Acting Director, Office of Public Affairs**  
**Thomas Pericak, Division Director, Buffalo Division**  
**William Rinaldi, Division Director, Albany Division**  
**Ted Nadratowski, Division Director, New York Division**  
**Richard Garrabrant, Division Director, Syracuse Division**  
**Kevin Allen, Acting Director, Audit and Management Services**  
**John Barr, Director, Administrative Services**  
**Donald Bell, Director, Operations and Maintenance**  
**Carmella Mantello, Director of Canal Corporation**  
**Major Robert Meyers, Troop T**  
**James Chicoine, Director, Office of Capital Program Management**  
**Wendy Allen, Deputy Chief of Staff**  
**Tony Kirby, Director, Office of Real Property Management**  
**Harry Lennon, Senior Investigator, Audit and Management Services**  
**Joanne Riddett, Director, Information Technology**  
**Daniel Gilbert, Chief of Staff**  
**Dorraine Steele, Director, Office of Fiscal Audit and Budget**  
**Cathy Sheridan, Manager, Canal Capital Program**  
**Also in attendance:**  
**John Armstrong, Assistant Television Engineer, NYN**  
**Gerry DeLuca, DeLuca Public Affairs**

**Chairman Buono noted that he, Mr. Conway, Ms. Crotty, Ms. Luh, Mr. Plunkett, Mr. Sall and Mr. Simberg had received and reviewed the Agenda submitted for consideration at this meeting and were prepared to act on each of the Items.**

**Chairman Buono called the meeting to order.**

**Ms. Warner recorded the minutes as contained herein.**

**Ms. Warner said public notice of the meeting had been given.**

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**Item 1 by Ms. Warner (Appendix A)**  
**Minutes of Meeting No. CC-163**

**On the motion of Mr. Sall, seconded by Ms. Crotty, without any objections, the Board approved the minutes of Meeting No. CC-163 held on September 16, 2009 which were made available to the Board Members as part of the Agenda.**



**Item 2 by Mr. Fleischer (Appendix B)**

**Report to Canal Corporation Board for Personal Service Contracts Up to \$150,000 for the Period July 1, 2009 through September 30, 2009**

Mr. Fleischer submitted as Exhibit I a listing containing Personal Service Contracts up to \$150,000 for the period of July 1, 2009 through September 30, 2009.

After full discussion, on the motion of Mr. Plunkett, seconded by Mr. Sall, without any objections, the Board accepted Mr. Fleischer's report.

**Item 3 by Mr. Bryan (Appendix C)**

**Approval of the 2010 Proposed Budget for the New York State Canal Corporation**

After full discussion, on the motion of Mr. Sall, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 488**

**APPROVAL OF THE 2010 PROPOSED BUDGET FOR THE NEW YORK STATE CANAL CORPORATION**

**RESOLVED**, that the Canal Corporation's proposed Budget for the fiscal year 2010, submitted by the Executive Director, the Chief of Staff and the Chief Financial Officer, be, and the same hereby is, approved and funded in accordance with the attached Exhibit I, and be it further

**RESOLVED**, that the 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



**Item 3 by Mr. Bryan (Appendix C)**

**Approval of the 2010 Proposed Budget for the New York State Canal Corporation  
(Continued)**

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

**Item 4 by Ms. Mantello and Mr. Bryan (Appendix D)**

**Authorizing the Abandonment of Approximately 3,069 Square Feet of Canal Land  
Located in the Town of Colonie, County of Albany and Authorizing Their Sale to  
Natalie Nussbaum and Alan Tallman**

After full discussion, on the motion of Mr. Simberg, seconded by Mr. Conway,  
without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 489**

**AUTHORIZING THE ABANDONMENT OF  
APPROXIMATELY 3,069 SQUARE FEET OF CANAL  
LAND LOCATED IN THE TOWN OF COLONIE,  
COUNTY OF ALBANY AND AUTHORIZING THEIR  
SALE TO NATALIE NUSSBAUM AND ALAN  
TALLMAN**

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**RESOLVED**, that approximately 3,069 square feet of  
Canal land located in the Town of Colonie, County of  
Albany are no longer useful or necessary as part of the  
Barge Canal System, as an aid to navigation thereon, or for  
Barge Canal purposes, and be it further

**RESOLVED**, the Office of Canal Maintenance and  
Operations shall prepare an Official Order abandoning the  
land for Canal purposes, together with a map and  
description of such lands for review and execution by the  
Executive Director, and be it further

**RESOLVED**, that following preparation of the  
Official Order of Abandonment, the Executive Director or  
his designee be, and he hereby is, authorized to execute such  
Order of Abandonment, and be it further



**Item 4 by Ms. Mantello and Mr. Bryan (Appendix D)**  
**Authorizing the Abandonment of Approximately 3,069 Square Feet of Canal Land Located in the Town of Colonie, County of Albany and Authorizing Their Sale to Natalie Nussbaum and Alan Tallman (Continued)**

**RESOLVED**, that the recommendation for issuance of a Negative Declaration based on an environmental assessment of the proposed action completed in accordance with the provisions of the State Environmental Quality Review Act (“SEQRA”) be, and hereby is, approved, and be it further

**RESOLVED**, the Chief Engineer, or his designee, be, and he hereby is, authorized to sign the SEQRA Environmental Assessment and issue the Negative Declaration, and to distribute any required notices on behalf of the Corporation Board with relation to this action, and be it further

**RESOLVED**, that the sale of said approximately 3,069 square feet of land by quitclaim deed to Natalie Nussbaum and Alan Tallman for \$4,700 be, and hereby is, approved, subject to such other legal, financial, engineering and other terms as may be deemed by the Executive Director, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

**RESOLVED**, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, and be it further

**RESOLVED**, that the Corporation’s Contracting Officer determined that the Property may be sold by negotiation without public advertising because such disposal falls under Section 2897 (6) (c) (ii) of the Public Authorities Law, and Section IV.H. of the Canal Real Property Management Policy, and that the sale of the Property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of



**Item 4 by Ms. Mantello and Mr. Bryan (Appendix D)**

**Authorizing the Abandonment of Approximately 3,069 Square Feet of Canal Land Located in the Town of Colonie, County of Albany and Authorizing Their Sale to Natalie Nussbaum and Alan Tallman (Continued)**

the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

RESOLVED, that the Executive Director, or his designee, be authorized to execute a contract of sale, and all other documents necessary for closing of title, and be it further

RESOLVED, that the Executive Director, the Director of Canals, the Chief Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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

**Item 5 by Ms. Mantello and Mr. Bryan (Appendix E)**

**Authorizing the Abandonment of Approximately 4,380 Square Feet of Canal Land Located in the Town of Halfmoon, County of Saratoga and Authorizing Their Sale to Joanne Ropelewski**

Ms. Crotty inquired if the owners on this property, as well as in the prior Item, have permits with the Canal Corporation for their docks. Ms. Mantello stated that they do, and that they pay \$50.00 for those permits. Ms. Crotty then asked if staff makes sure they are in compliance. Ms. Mantello concurred and stated that revenues have increased in the Canal Development Fund as a result of increased enforcement.

Mr. Plunkett inquired as to whether or not title insurance companies are involved in these property transactions since the applicants are encroaching on Corporation property. Ms. Mantello stated that many of these issues are 60 or 70 years old. Mr. Bryan added that in the case of the Kayuta Lake property (Item 6) the Town authorized the development because it was poorly monumented and the applicants bought this property and paid taxes on it for years thinking they owned it until the Attorney



**Item 5 by Ms. Mantello and Mr. Bryan (Appendix E)**  
**Authorizing the Abandonment of Approximately 4,380 Square Feet of Canal Land Located in the Town of Halfmoon, County of Saratoga and Authorizing Their Sale to Joanne Ropelewski (Continued)**

General's Office became involved and the land was resurveyed. The results of the survey showed that there was a question as to who owned the property. The Canal Corporation now enters into quit claim deeds so now staff are trying to correct these issues. Since there are many people who are encroaching on Authority property Ms. Mantello added that across the Canal system people often don't know there is an issue until they go to sell their property and they find out that the corner of their garage encroaches on Canal Corporation property.

Mr. Sall asked what it costs the Corporation to conduct these appraisals and complete the sales to these applicants. Ms. Mantello stated that if the appraisal is under \$10,000 it can be done in-house and that the applicant covers the costs if an outside appraisal needs to be done. Mr. Bryan gave the following example: if an applicant applies for a piece of property that is valued at \$20,000, the Corporation must dispose of it competitively. However, the applicant will have to put down a deposit against the survey and appraisal costs. If the applicant is not the winning bidder, the applicants deposit will be refunded and the winning bidder will have to compensate the Corporation for the full cost of the appraisal and survey.

Mr. Sall stated that he believes, at least in Items 4 and 5, that the Corporation would be losing money. Mr. Bryan concurred but added that the Corporation has a vested interest to clear encumbrances on Canal property, if people have buildings on Canal land that should not be there it's in the Corporation's interest to clear those issues up. Mr. Estes added that part of the concept is alleviating risk. If someone is in an encroaching structure on Canal property and something were to happen the Corporation could be sued so staff believes that it's a good idea to sell that property rather than assume the risk. Ms. Mantello stated that the property owners also cannot sell until they cure that encroachment.

After full discussion, on the motion of Mr. Sall, seconded by Ms. Crotty, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 490**  
**AUTHORIZING THE ABANDONMENT OF**  
**APPROXIMATELY 4,380 SQUARE FEET OF CANAL**  
**LAND LOCATED IN THE TOWN OF HALFMOON,**



**Item 5 by Ms. Mantello and Mr. Bryan (Appendix E)**  
**Authorizing the Abandonment of Approximately 4,380 Square Feet of Canal Land Located in the Town of Halfmoon, County of Saratoga and Authorizing Their Sale to Joanne Ropelewski (Continued)**

**COUNTY OF SARATOGA AND AUTHORIZING THEIR SALE TO JOANNE ROPELEWSKI**

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**RESOLVED**, that approximately 4,380 square feet of Canal land located in the Town of Halfmoon, County of Saratoga are no longer useful or necessary as part of the Barge Canal System, as an aid to navigation thereon, or for Barge Canal purposes, and be it further

**RESOLVED**, the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the land for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, and be it further

**RESOLVED**, that following preparation of the Official Order of Abandonment, the Executive Director or his designee be, and he hereby is, authorized to execute such Order of Abandonment, and be it further

**RESOLVED**, that the recommendation for issuance of a Negative Declaration based on an environmental assessment of the proposed action completed in accordance with the provisions of the State Environmental Quality Review Act ("SEQRA") be, and hereby is, approved, and be it further

**RESOLVED**, the Chief Engineer, or his designee, be, and he hereby is, authorized to sign the SEQRA Environmental Assessment and issue the Negative Declaration, and to distribute any required notices on behalf of the Corporation Board with relation to this action, and be it further

**RESOLVED**, that the sale of said approximately 4,380 square feet of land by quitclaim deed to Joanne



**Item 5 by Ms. Mantello and Mr. Bryan (Appendix E)**  
**Authorizing the Abandonment of Approximately 4,380 Square Feet of Canal Land Located in the Town of Halfmoon, County of Saratoga and Authorizing Their Sale to Joanne Ropelewski (Continued)**

Ropelewski for \$6,600 be, and hereby is, approved, subject to such other legal, financial, engineering and other terms as may be deemed by the Executive Director, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

**RESOLVED**, that such sale shall be conditioned upon the payment of certain costs incidental to the transfer of real property, and be it further

**RESOLVED**, that the Corporation's Contracting Officer determined that the Property may be sold by negotiation without public advertising because such disposal falls under Section 2897 (6) (c) (ii) of the Public Authorities Law, and Section IV.H. of the Canal Real Property Management Policy, and that the sale of the Property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

**RESOLVED**, that the Executive Director, or his designee, be authorized to execute a contract of sale, and all other documents necessary for closing of title, and be it further

**RESOLVED**, that the Executive Director, the Director of Canals, the Chief Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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



**Item 6 by Ms. Mantello and Mr. Bryan (Appendix F)**  
**Authorizing the Abandonment of: Approximately 9,473 Square Feet of Canal Land Located in the Located in the Town of Forestport, County of Oneida, and Authorizing Their Sale to Charles Rieben**

Mr. Conway inquired if a survey was done. Mr. Fleischer responded affirmatively.

After full discussion, on the motion of Ms. Sall, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 491**

**AUTHORIZING THE ABANDONMENT OF APPROXIMATELY 9,473 SQUARE FEET OF CANAL LAND LOCATED IN THE TOWN OF FORESTPORT, COUNTY OF ONEIDA, AND AUTHORIZING THEIR SALE TO CHARLES RIEBEN**

**RESOLVED**, that approximately 9,473 square feet of Canal land located in the Town of Forestport, County of Oneida are no longer useful or necessary as part of the Barge Canal System, as an aid to navigation thereon, or for Barge Canal purposes, and be it further

**RESOLVED**, the Office of Canal Maintenance and Operations shall prepare an Official Order abandoning the land for Canal purposes, together with a map and description of such lands for review and execution by the Executive Director, and be it further

**RESOLVED**, that following preparation of the Official Order of Abandonment, the Executive Director, or his designee be, and he hereby is, authorized to execute such order of abandonment, and be it further

**RESOLVED**, that the recommendation for issuance of a Negative Declaration based on an environmental assessment of the proposed action completed in accordance with the provisions of the State Environmental Quality Review Act (“SEQRA”) be, and hereby is, approved, and be it further



**Item 6 by Ms. Mantello and Mr. Bryan (Appendix F)**  
**Authorizing the Abandonment of: Approximately 9,473 Square Feet of Canal Land**  
**Located in the Located in the Town of Forestport, County of Oneida, and Authorizing**  
**Their Sale to Charles Rieben (Continued)**

**RESOLVED**, the Chief Engineer, or his designee, be, and he hereby is, authorized to sign the SEQRA Environmental Assessment and issue the Negative Declaration, and to distribute any required notices on behalf of the Corporation Board with relation to this action, and be it further

**RESOLVED**, that the sale of said approximately 9,473 square feet of land by quitclaim deed to Charles Rieben for \$8,900 be, and hereby is, approved, subject to such other legal, financial, engineering and other terms as may be deemed by the Executive Director, the Director of Canals or the General Counsel, to be in the best interest of the Canal Corporation and consistent with the intent of this agenda item, and be it further

**RESOLVED**, that such sale shall be conditioned upon the payment of certain costs incidental to the transfers of real property, and be it further

**RESOLVED**, that the Corporation's Contracting Officer determined that the Property may be sold by negotiation without public advertising because such disposal falls under Section 2897 (6) (c) (ii) of the Public Authorities Law, and Section IV.H. of the Canal Real Property Management Policy, and that the sale of the Property on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Canal Real Property Management Policy, and be it further

**RESOLVED**, that the Executive Director, or his designee, be authorized to execute a contract of sale, and all other documents necessary for closing of title, and be it further



**Item 6 by Ms. Mantello and Mr. Bryan (Appendix F)**  
**Authorizing the Abandonment of: Approximately 9,473 Square Feet of Canal Land Located in the Located in the Town of Forestport, County of Oneida, and Authorizing Their Sale to Charles Rieben (Continued)**

RESOLVED, that the Executive Director, the Director of Canals, the Chief Financial Officer, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate closing of title, and be it further

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

**Item 7 by Mr. Estes (Appendix G)**  
**Approving a Revised Code of Ethics Governing Board Members**

Mr. Estes stated that this Item is identical to the Item he presented at the Thruway Authority Board Meeting. The amended version of the Agenda Item will also be included in the Canal Corporation Board Meeting Minutes (see Appendix G).

After full discussion, on the motion of Mr. Plunkett, seconded by Mr. Simberg, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 492**  
**APPROVING A REVISED CODE OF ETHICS**  
**GOVERNING BOARD MEMBERS**

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RESOLVED, that the revised Code of Ethics Governing Board Members attached hereto as Exhibit B be, and the same hereby is, approved, and be it further

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



**Item 8 by Mr. Waite (Appendix H)**  
**Approving the 2010 Canal Contracts Program**

Mr. Waite reported that with the Canal Contracts Program staff is likely to expend approximately \$20.6 million in 2010 and let six projects worth just over \$36 million. It will be funded with Thruway revenues, bond proceeds, Federal aid, Canal Development funds, and some ongoing projects are funded with the 2005 Transportation Bond Act funds.

Mr. Plunkett inquired as to the percentage of Canal infrastructure that is funded through Thruway revenues. Mr. Waite responded 90 percent. Mr. Bryan added that without the Bond Act it would be closer to 100 percent. Mr. Fleischer added that because the cap was not lifted that total is in cash.

Chairman Buono inquired as to the total revenue generated by the Canal. Ms. Mantello responded that it fluctuates, but is approximately \$2 to \$3 million a year.

Ms. Crotty asked how much was spent on the Canal Capital Program in 2009. Mr. Waite responded \$25 million.

Chairman Buono inquired if the Corporation had received all of the Federal reimbursement funds from the 2008 emergency flooding situation. Ms. Mantello responded that the work is still not complete, staff is still working on finishing one of the lock houses, it will be complete in the Spring of 2010. To date, the Corporation has received approximately 75 percent of the FEMA funds but continues to receive money incrementally.

After full discussion, on the motion of Mr. Plunkett, seconded by Ms. Luh, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 493**  
**APPROVING THE 2010 CANAL CONTRACTS PROGRAM**

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**RESOLVED, that the 2010 CONTRACTS PROGRAM for Canals and Related Facility Projects be, and the same hereby is, approved, and be it further**

**RESOLVED, that the Chief Engineer be, and hereby is, authorized:**



**Item 8 by Mr. Waite (Appendix H)**  
**Approving the 2010 Canal Contracts Program (Continued)**

**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 2010 CONTRACTS PROGRAM;**

**B. to hold the respective Engineer's/ Architect's Estimate of Cost for such contracts confidential;**

**C. to advertise for receipt of bids for those projects which are tabulated in the 2010 CONTRACTS PROGRAM; (1) when the final Engineer's/Architect's Estimates of Cost are equal to or less than the project's budget allocations, and (2) when the final Engineer's/Architect's Estimate of Cost does not exceed the project's budget allocation by more than \$75,000 for projects with budget allocations of up to \$500,000 or by more than 15 percent for projects with budget allocations that exceed \$500,000 provided confirmation is received from the Department of Finance and Accounts that sufficient funds are available in the 2010 CONTRACTS PROGRAM, or (3) when the final Engineer's/Architect's Estimate of Cost exceeds the project's budget allocation beyond the limits in (2), provided that he receives prior approval of the Executive Director and confirmation from the Department of Finance and Accounts that sufficient funds are available in the 2010 CONTRACTS PROGRAM;**

**D. to award any such contract to the lowest responsible bidder when it is deemed to be an acceptable bid, and:**

**1. the low bid is equal to or less than the Engineer's/Architect's Estimate; or**

**2. the low bid exceeds the Engineer's/Architect's Estimate by up to \$75,000 on contracts up to and including \$500,000, or 15 percent on contracts over \$500,000 and confirmation is received from the Department of Finance and Accounts that, by virtue of bid savings and/or deferrals, sufficient funds are available for the additional difference between the Estimate amount and the low bid; or**

**3. the low bid exceeds the Engineer's/Architect's Estimate by up to \$100,000 on contracts up to and**



**Item 8 by Mr. Waite (Appendix H)**  
**Approving the 2010 Canal Contracts Program (Continued)**

including \$500,000, or 20 percent on contracts over \$500,000, provided that he receives prior approval of the Executive Director and confirmation from the Department of Finance and Accounts that, by virtue of bid savings and/or deferrals, sufficient funds are available for the additional difference between the Estimate amount and the low bid; or

4. the low bid exceeds the limits of (1), (2) or (3) provided he obtains Board authorization for the necessary additional funds;

E. to reject bids for any such contract which are determined to be not in accordance with bid documents and specifications thereof, or not in the Corporation's best interests, 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;

F. to approve contingent or extra work on such construction contracts, when necessary, provided the additional cost shall not exceed the bid price by more than \$150,000, for contracts bid up to and including \$1,000,000, or 15 percent for contracts bid in excess of \$1,000,000 and to approve additional extra work, beyond that authorized above with the prior approval of the Executive Director, provided the final cost of the respective contracts shall not exceed the total bid price by more than \$200,000, for contracts bid up to and including \$1,000,000, or 20 percent for contracts bid in excess of \$1,000,000; and to adjust and determine disputed contract claims in accordance with contract documents;

G. to enter into, extend, and modify project specific agreements or multi-project agreements with localities, utility companies, railroads, and/or others as may be necessary in order to facilitate the administration, award, progress and completion of such contracts;

H. to acquire and grant such property interests (fee title, easements, etc.), in accordance with the provisions of the Corporation's Real Property Management Policy, as



**Item 8 by Mr. Waite (Appendix H)**  
**Approving the 2010 Canal Contracts Program (Continued)**

may be necessary for implementation of the 2010 CONTRACTS PROGRAM; provided that the total amount of acquisitions or the amount of grants for any one project shall not exceed \$150,000 each without Board authorization;

I. to execute engineering agreements approved by the Board, or where otherwise authorized by the Executive Director, including amendments thereto, for services relating to projects included in the 2010 CONTRACTS PROGRAM;

J. to approve a supplemental agreement, for expenditure of additional funds in furtherance of a Board approved engineering agreement, including any Board approved supplemental agreement, provided that the amount of such additional funds does not exceed \$150,000 in the case of agreements up to and including \$3,000,000, or 5 percent, in the case of agreements over \$3,000,000;

K. to approve, with the prior approval of the Executive Director, a supplemental agreement for expenditure of additional funds in furtherance of a Board approved engineering agreement, including any Board approved supplemental agreement, provided that the amount of such additional funds does not exceed 25 percent including any additional funds authorized in paragraph J; and provided further, when such supplemental agreement includes additional new design or construction inspection tasks, such approval must be based upon the following: it is determined that the assignment of the additional tasks is in the best interests of the Corporation when considering the proximity of the additional tasks to the ongoing tasks, or it is determined to be in the best interests of the Corporation to expedite the additional tasks through such assignment, or it is determined that significant savings to the Corporation will result through the assignment of the additional tasks;

L. to exercise all powers reserved to the Corporation under the provisions of any contracts or agreements executed pursuant to this item, manage and administer any such contracts or agreements, amend the



**Item 8 by Mr. Waite (Appendix H)**  
**Approving the 2010 Canal Contracts Program (Continued)**

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 Corporation, 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 this resolution 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 2010 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; on approved additional funds for construction contracts over and above the contingency funds; on all engineering agreements and supplemental engineering agreements, approved pursuant to the provisions of this resolution, 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 respective 2010 Budgets which are otherwise not required for expenditure during 2010 to its proper fund in accordance with acceptable budgeting and accounting procedure;

B. to monitor total cash expenditures for the 2010 CONTRACTS PROGRAM to insure that they do not exceed \$20,655,521 during the 2010 Fiscal Year;



**Item 8 by Mr. Waite (Appendix H)**  
**Approving the 2010 Canal Contracts Program (Continued)**

C. to return bid checks submitted for such contracts to unsuccessful bidders; and to make necessary adjustments in the respective 2010 approved Budgets as required by implementation of any part of the Resolution relative to the 2010 CONTRACTS PROGRAM, and be it further

RESOLVED, that the Executive Director or Chief Engineer be, and they hereby are, authorized to execute such contracts, including any amendments thereto, provided such amendments do not increase the authorized contract value beyond that which is otherwise authorized, and be it further

RESOLVED, that the provisions of this resolution shall be deemed to supersede all other inconsistent Corporation/Thruway Authority policies and procedures to the extent necessary to implement the approved 2010 CONTRACTS PROGRAM and for no other purposes, and be it further

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

**Item 9 by Mr. Waite (Appendix I)**  
**Approving Engineering Agreement D213882 with M.G. McLaren, P.C. for Below Water Inspection of Canal Structures System-Wide**

Ms. Crotty inquired if the Corporation had used M.G. McLaren before. Mr. Waite responded affirmatively, adding that it was many years ago.

After full discussion, on the motion of Ms. Crotty, seconded by Mr. Plunkett, without any objections, the Board adopted the following resolution:

**RESOLUTION NO. 494**  
**APPROVING ENGINEERING AGREEMENT D213882  
WITH M.G. MCLAREN, P.C. FOR BELOW WATER  
INSPECTION OF CANAL STRUCTURES SYSTEMWIDE**

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**Item 9 by Mr. Waite (Appendix I)**

**Approving Engineering Agreement D213882 with M.G. McLaren, P.C. for Below Water Inspection of Canal Structures System-Wide (Continued)**

**RESOLVED, that the proposed engineering agreement D213882 with M.G. McLaren, P.C., 100 Snake Hill Road, West Nyack, New York 10994, to complete below water inspections of canal structures system-wide for a Maximum Amount Payable of \$1,000,000, which is provided through the 2010 Canal Contracts Program (Item CS4.1), be, and the same hereby is, approved, and be it further**

**RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Corporation 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 2010 Canal Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interests of the Corporation, and be it further**

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

**Other Business**

**Mr. Plunkett asked Ms. Mantello about usage on the Canal during the 2009 season. Ms. Mantello responded that overall traffic was up 5 percent over last year. Over the last two years commercial traffic has continued to rise with more oversized cargo, commercial shipping on the Canal has tripled and is seen as the greener, cleaner alternative to trucking. Land-side events have also quadrupled over the last four years, so it was a very positive season overall. She added that people are looking to stay closer to home and plan family oriented trips or inexpensive vacations. Ms. Luh requested additional public relations efforts in terms of the Canal.**



**Executive Session**

**On the motion of Mr. Conway, seconded by Ms. Luh, the Board voted to convene to Executive Session to discuss matters which may imperil the public safety if disclosed, as well as the proposed acquisition, sale or lease of real property.**

**Adjournment**

**There being no further business to come before the Board, on the motion of Mr. Conway, seconded by Ms. Luh, without any objections, the meeting was adjourned.**

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**Jill B. Warner  
Secretary**

