



**Thruway
Authority**

**Canal
Corporation**

**MINUTES
GOVERNANCE COMMITTEE MEETING NO. 22
200 Southern Boulevard
Albany, NY
February 23, 2016**

The following Members of the Governance Committee were present, constituting a quorum:

Present:

Chair Joanie Mahoney (ex officio)
Donna J. Luh
Richard N. Simberg

In addition, the following were present:

J. Donald Rice, Jr., Board Member

Maria Lehman, Interim Executive Director
Karen Hunter, Chief of Staff
Gordon Cuffy, General Counsel
Brian Stratton, Director of the NYS Canal Corporation
John Barr, Director of Administrative Services
Matt Howard, Treasurer and Chief Financial Officer
Larry Norville, Chief Compliance Officer
Cathy Sheridan, Acting Chief Engineer
Harry Lennon, Department of Audit & Management Services
Major Joseph Dodd, NYS Police
Mark Hixson, Deputy Director Maintenance & Operations
Doug Tokarczyk, Acting Buffalo Division Director
Joseph Moloughney, Acting Albany Division Director
Pat Hoehn, Acting Syracuse Division Director
Stephen Grabowski, Acting New York Division Director



**Thruway
Authority**

**Canal
Corporation**

John Callaghan, Deputy Director of the NYS Canal Corporation
Jennifer Givner, Director of Media Relations & Communications
Jerry Yomoah, Board Administrator

Also in attendance:

Darcy Volans, Member of the Public
Rick Karlin, Times Union
Skip Dickstein, Times Union
Greg Floyd, CBS 6
Dan Cohen, Director - Citigroup
Bill Thompson, Sr., Managing Director - Siebert Brandford Shank & Co., LLC
John Carter, Managing Director - Siebert Brandford Shank & Co., LLC
Monika Conley, Senior Managing Director - Public Resources Advisory Group
Doron M. Bar-Levav, Partner - Harris Beach PLLC
Eric P. Taylor, Partner - Harris Beach PLLC
Ron Thaniel, Deputy Secretary for Transportation, Office of Governor Andrew M. Cuomo

Board Chair Mahoney called the meeting of the Governance Committee to order.

Mr. Yomoah recorded the minutes as contained herein.

Item 1

Approval of Minutes of Governance Committee Meeting No. 21

Upon motion duly made and seconded, the Governance Committee approved the minutes of Governance Committee Meeting No. 21, held on December 19, 2014.

Item 2

Appointing Kathleen LeFave as Secretary of the Authority/Corporation

Chair Mahoney nominated Kathleen LeFave to serve as the Secretary to the Boards of the Thruway Authority and Canal Corporation.

Details of the discussions are included in the video recording of the meeting maintained in the Authority's records.



Upon motion duly made and seconded, the Governance Committee appointed Kathy LeFave to serve as Secretary to the Boards and authorized the appointment be submitted to the Authority Board for consideration.

Item 3

Reappointing Matthew Howard as Treasurer of the Authority/Corporation

Chair Mahoney nominated Matthew Howard to serve as the Treasurer to the Boards of the Thruway Authority and Canal Corporation.

Details of the discussions are included in the video recording of the meeting maintained in the Authority's records.

Upon motion duly made and seconded, the Governance Committee appointed Matthew Howard to serve as Treasurer to the Boards and authorized the appointment be submitted to the Authority Board for consideration.

Adjournment

There being no further business to come before the Governance Committee, the meeting was adjourned.

Note: Webcasts, which include dialogue of the Authority/Corporation Governance Committee Meeting, are available on the Thruway Authority website 48 hours after such meetings occur and remain on the website for a period of 4 months