



## **MINUTES**

### **NEW YORK STATE THRUWAY AUTHORITY**

#### **BOARD MEETING NO. 676**

**September 16, 2009**

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

**The meeting began at 11:00 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 Thruway Authority 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  
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**  
**Wendy Allen, Deputy Chief of Staff**  
**Michael Sikule, Director, Office of Investments and Asset Management**  
**Thomas Fitzgerald, Director, Office of Human Resource Management**  
**Tony Kirby, Director, Office of Real Property Management**  
**Harry Lennon, Senior Investigator, Audit and Management Services**  
**Tracie Sandell, Assistant Counsel**  
**Joanne Riddett, Director, Information Technology**  
**Daniel Gilbert, Chief of Staff**  
**David Malone, Director, Office of Accounting and Disbursements**  
**Dorraine Steele, Director, Office of Fiscal Audit and Budget**  
**Cathy Sheridan, Manager, Canal Capital Program**  
**Douglas Elson, Information Technology**  
**Also in attendance:**  
**John Armstrong, Assistant Television Engineer, NYN**  
**Thomas Benware, Staff, Senator Dilan's Office**  
**Ronald Toski, Managing Director, Toski, Shaefer & Co., P.C.**  
**Joseph Klimek, Director, Toski, Shaefer & Co., P.C.**  
**Douglas Zimmerman, Director, Toski, Shaefer & Co., P.C.**

**Chairman Buono noted that he, Ms. Crotty, Ms. Luh, Mr. Conway, Mr. Plunkett, Mr. Simberg and Mr. Sall 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.**

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

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**Item 1 Ms. Warner (Appendix A)**  
**Minutes of Meeting No. 675**

On the motion of Mr. Sall, seconded by Mr. Plunkett, without any objections, the Board approved the minutes of Meeting No. 675 held on June 25, 2009, which were made available to the Board Members as part of the Agenda.

**Report by the Governance Committee Chair**

Mr. Plunkett reported that the Governance Committee met earlier this morning and approved the following items:

- A revised Code of Ethics Governing Authority/Corporation Board Members. The revisions include: updating certain provisions to reflect statutory changes made by the Public Employee Ethics Reform Act of 2007; incorporating elements of the Authority Budget Office's Model Code; and re-organizing and re-formatting to improve ease of use. This Revised Code will be presented to the full Board for its consideration at the November meeting.
- A Board Member Qualifications document that was established in accordance with the Public Authorities Accountability Act and Governance Committee's Charter, which provide that one of the responsibilities of the Governance Committee is to advise its appointing authority on the skills and experience required of potential Board Members. The document summarizes the overarching responsibilities of the Authority and Corporation and recommends that Board Members have some experience in one or more subject matter areas outlined therein. The Governance Committee authorized the Executive Director to transmit this document to the Governor's Appointments Office.

In addition, as required by its Charter, the Committee conducted its annual review and assessment of the Charter. The Committee determined that the Charter adequately defines the Committee's functions and responsibilities and did not recommend any revisions.

**Report by the Audit and Finance Committee Chair**

Mr. Conway reported to the Board on the actions taken by the Audit and Finance Committee at Meeting No. 16, held on September 16, 2009. The Committee appointed Toski, Schaefer & Co, P.C. (TS&C) to provide the Authority with accounting and auditing services and approved the scope of services; the



**Report by the Audit and Finance Committee Chair (Continued)**

compensation and other terms and conditions; and authorized the Chairman of the Board to execute a contract with TS&C for such services. The Committee reviewed and approved the Authority's Second Quarter Investment Report for Board Action; and reviewed and accepted the report submitted to the Office of the State Inspector. The Committee also reviewed and discussed the Office of the State Comptroller Audits and Audit and Finance Committee 2009 Draft Work Plan.

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

**Report to Thruway Authority Board for Personal Service Contracts Up to \$150,000 for the Period April 1, 2009 through June 30, 2009**

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

Mr. Plunkett inquired if the Item listed under April 1, 2009 had a contract cap of \$1 million dollars. Mr. Fleischer concurred.

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

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

**Financial Reports – June and July 2009**

Mr. Bryan reported that traffic on the Thruway System in June and July showed some improvement, which was most welcome considering June and July are among our biggest traffic and revenue months and our budget is greatly dependent on a healthy level of summer traffic. As noted in the charts that are attached to the monthly statement, commercial traffic in June and July continued to show declines over last year but the rate of decline is slowing. On the passenger side, we saw positive growth in both June and July.

Since the national economy appears to be exiting the recession and showing signs of life, staff expects that these positive trends will continue throughout the year and will allow us to stay in good shape from a budget perspective. In fact, our daily traffic figures for August and September suggest this to be the case.

To summarize the year to date traffic numbers, for the first 7 months of 2009, total traffic was down approximately 1.9% over the same period of 2008 – mirroring the trend on the nation's roads and highways. After adjusting for the leap year



**Item 3 by Mr. Bryan (Appendix C)**  
**Financial Reports – June and July 2009 (Continued)**

impact, underlying traffic was down 1.4 percent in the first 7 months of 2009, with passenger traffic down 0.3 percent and commercial traffic down 11.0 percent.

With respect to revenues, through the end of July the Authority collected \$363.5 million in tolls, which was \$30.7 million higher than the level collected in the same period of 2008, representing an increase of 9.7 percent.

Other revenue sources slightly offset this increase, with total revenues from all sources increasing by \$28.2 million or 8.4 percent over the first 7 months of last year.

On the expense side, as staff has seen for nearly 2 years now, cost containment continues to produce good results. Operating expenses for both the Thruway and the Canal through July were down 0.6 percent from the same period in 2008 and the Authority is approximately 2.8 percent below its operating budget at this time.

So, for yet another month staff can safely say that from a budget perspective the Authority has weathered the economic downturn well so far and within the next few weeks staff will be briefing the Board on the draft 2010 Budget that will show what the future holds for the Authority in terms of traffic forecasts, budget and long-term fiscal situation.

Mr. Simberg stated that the biggest upturn he has noticed this year has been in gas prices, they appear to be rising more than expected and he isn't sure that's going to stop any time soon. The estimates seem to imply prices are leveling off but he is unsure that will be the case moving forward.

Following discussion regarding the financial condition of the Authority, on the motion of Mr. Simberg, seconded by Mr. Plunkett, without any objections, the Board accepted the Financial Report for the months of June and July 2009.

**Item 4 by Mr. Bryan (Appendix D)**  
**Investment Transactions**

Mr. Bryan stated that the Audit and Finance Committee approved this report earlier this morning and he reported that OSC guidelines require the Authority provide a quarterly report on all investments made by the Authority. The report details, by fund, the investments made and yield obtained for each investment. The types of investments include amortized securities (such as Treasury Notes),



**Item 4 by Mr. Bryan (Appendix D)**  
**Investment Transactions (Continued)**

repurchase agreements and certificates of deposit. In total, in the second quarter of 2009, the Authority invested a total of \$884.8 million, earning an average yield of approximately 0.4 percent.

Most of the Authority's investments are made for the short-term – less than 60 days. Low market investment rates have dropped, last week:

- 1-month CD's earned an average rate of 0.22 percent;
- 1-month commercial paper earned an average 0.17 percent; and
- 1-month Treasuries earned an average 0.09 percent.

Following discussion regarding the purchase of authorized securities, repurchase agreements and certificates of deposit, on the motion of Ms. Crotty, seconded by Mr. Sall, without any objections, the Board accepted the Authority's quarterly report on Investment Transactions.

**Item 5 by Mr. Bryan (Appendix E)**  
**Declaring Real Property Reference No. 528 Not Presently Necessary for the Authority's Corporate Purposes and Authorizing Its Lease to the City of New Rochelle**

Mr. Bryan reported that the City of New Rochelle is preparing to relocate its department of public works operations in order to make property available for a mixed-use development related to its Local Waterfront Revitalization Program. As a result of this relocation, the City would like to lease the Authority's property beneath the I-95 Viaduct to park its public works vehicles and store non-hazardous materials.

The City is amenable to paying a market value annual lease payment which was derived via an appraisal process set at \$50,100 in the first year with a 5 percent escalation per year thereafter over the 30-year term of the lease.

Mr. Simberg requested that where the Agreement mentions hazardous materials that staff also include language regarding flammable materials because the Viaduct is not very high and a big stack of wood or old materials stored there could cause potential damage to the Viaduct. Mr. Bryan concurred and responded that the change would be made.

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



**Item 5 by Mr. Bryan (Appendix E)**

**Declaring Real Property Reference No. 528 Not Presently Necessary for the Authority's Corporate Purposes and Authorizing Its Lease to the City of New Rochelle (Continued)**

**RESOLUTION NO. 5771**

**DECLARING REAL PROPERTY REFERENCE NO. 528  
NOT PRESENTLY NECESSARY FOR THE  
AUTHORITY'S CORPORATE PURPOSES AND  
AUTHORIZING ITS LEASE TO THE CITY OF NEW  
ROCHELLE**

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**RESOLVED**, that the Authority Board hereby finds and determines that Real Property Reference No. 528 (hereinafter, "Property"), as delineated on Exhibit I attached hereto and made a part hereof, is hereby declared not presently necessary for the Authority's corporate purposes, and be it further

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

**RESOLVED**, that the Authority's Contracting Officer determined that the Property may be leased to the City of New Rochelle (hereinafter, "Applicant") by negotiation without public advertising pursuant to Public Authorities Law (hereinafter, "PAL") §2897 (6) (c) (iv) and Thruway Real Property Management Policy (hereinafter, "Policy") §IV. G., and that the leasing of the Property, on the terms recommended in this agenda item, complies with all other applicable provisions of law relating to the disposal of real property, including, PAL article 9, title 5-A, and with the Policy, and be it further

**RESOLVED**, that a lease of the Property to the Applicant: (1) for a period of thirty years, (2) for annual rent in the amount of \$50,100 for the first year, escalated at



**Item 5 by Mr. Bryan (Appendix E)**

**Declaring Real Property Reference No. 528 Not Presently Necessary for the Authority's Corporate Purposes and Authorizing Its Lease to the City of New Rochelle (Continued)**

five percent per annum or in accordance with a change in the consumer-price index for NY/Northeastern NJ from the previous year, whichever is higher, for years two through thirty, and (3) in accordance with the terms described and recommended in this agenda item, be, and the same hereby is, authorized, subject to such other terms as may be deemed by the Executive Director, the Chief Engineer, the Chief Financial Officer, and the General Counsel to be in the best interest of the Authority, and that are consistent with the substance and intent of this agenda item, provided, however, that if any adverse comments are received in response to the Explanatory Statement, this matter must be re-submitted to the Authority Board for further consideration, and be it further

**RESOLVED**, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute a lease agreement ("Agreement"), along with all other documents necessary to effectuate the leasing of the Property in accordance with the terms described and recommended in this agenda item, and be it further

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



**Item 5 by Mr. Bryan (Appendix E)**

**Declaring Real Property Reference No. 528 Not Presently Necessary for the Authority's Corporate Purposes and Authorizing Its Lease to the City of New Rochelle (Continued)**

required documents on behalf of the Board relative to such adoption, and be it further

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

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

**Item 6 by Mr. Bryan (Appendix F)**

**Accepting the Audit and Finance Committee's Appointment of Toski, Schaefer & Co., P.C. and Their Authorization of the Chairman to Execute a Contract with Toski, Schaefer & Co., P.C. for Accounting and Auditing Services**

Mr. Bryan reported that this resolution seeks the Board's approval to select Toski, Schaefer and Co. to serve as the Authority's independent auditor, as recommended by the Audit and Finance Committee.

The selection of Toski, Shaefer was through a competitive RFP procurement process. Notices regarding the RFP were sent to 122 potential contractors and the RFP was advertised in the Contract Reporter resulting in an additional 22 bid package mailings. The Authority received 10 proposals and after evaluations and the application of scoring weights were completed, Toski, Shaefer was selected as the winning bidder.

Toski, Schaefer has been in business for 18 years and is located in Williamsville, New York. They have 60 employees, 25 of which are Certified Public Accountants. They have over 800 clients, including several state agencies and public authorities, with their largest client being the New York State Division of the Budget.

Toski, Shaefer will perform the annual independent audit of the Authority's financial statements, perform an annual audit of the Authority's concessionaire contracts and the annual Federal single audit. In addition, at the Authority's option,



**Item 6 by Mr. Bryan (Appendix F)**

**Accepting the Audit and Finance Committee's Appointment of Toski, Schaefer & Co., P.C. and Their Authorization of the Chairman to Execute a Contract with Toski, Schaefer & Co., P.C. for Accounting and Auditing Services (Continued)**

Toski, Shaefer will perform a quality assessment of the Authority's internal audit functions. The term of the contract is for 3 years with one optional 2-year extension. Collectively, the contract cap will be set at \$439,800.

Mr. Bryan stated that members from the firm were available to answer any questions the Board may have.

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

**RESOLUTION NO. 5772**

**ACCEPTING THE AUDIT AND FINANCE COMMITTEE'S APPOINTMENT OF TOSKI, SCHAEFER & CO., P.C. AND THEIR AUTHORIZATION OF THE CHAIRMAN TO EXECUTE A CONTRACT WITH TOSKI, SCHAEFER & CO., P.C. FOR ACCOUNTING AND AUDITING SERVICES**

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**RESOLVED, that the Board hereby accepts the Audit and Finance Committee's appointment of Toski, Schaefer & Co., P.C. to serve as the Authority's independent auditor, and be it further**

**RESOLVED, that the Board hereby accepts the Audit and Finance Committee's approval of the scope of services, the compensation terms and the terms and conditions for such auditor contained in the form of agreement attached hereto as Exhibit I, and be it further**

**RESOLVED, the Board hereby accepts the Audit and Finance Committee's authorization of the Chairman of the Board to enter into an agreement with Toski, Schaefer & Co., P.C. for professional accounting and auditing services for a three-year term with a monetary cap of \$269,800, and be it further**



**Item 6 by Mr. Bryan (Appendix F)**

**Accepting the Audit and Finance Committee's Appointment of Toski, Schaefer & Co., P.C. and Their Authorization of the Chairman to Execute a Contract with Toski, Schaefer & Co., P.C. for Accounting and Auditing Services (Continued)**

RESOLVED, that the Board hereby accepts the Audit and Finance Committee's authorization of the Chairman of the Board, after consultation with the Executive Director, Chief Financial Officer and the Audit & Finance Committee, to exercise the Authority's option to extend the agreement for one additional two-year term, with a maximum overall contract cap not to exceed \$439,800, if services provided by Toski, Schaefer & Co., P.C. during the initial three-year term of the agreement are satisfactory, and be it further

RESOLVED, that the Board accepts the Audit and Finance Committee's authorization to the Chairman of the Board (or his designee) to exercise all powers reserved to the Authority under the provisions of the contract, manage and administer the contract, amend the provisions of the contract consistent with the terms of this item and other Audit & Finance Committee authorizations and suspend or terminate the contract in the best interests of the Authority, and be it further

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

**Item 7 by Mr. Bryan and Mr. Bell (Appendix G)**

**Authorizing Expansion of the Authority's Green Discount Plan to Include Electric Vehicles That Meet the Requirements of New York State's Clean Pass Program**

Mr. Bryan reported that this resolution seeks the Board's approval to expand the Authority's Green Pass discount program to include several types of electric vehicles. The Authority's existing Green Pass Program provides an additional 10 percent E-ZPass discount to three models of hybrid cars that have both high fuel efficiency and high emission standards.

The Authority's Green Pass Program is based on the New York State Department of Motor Vehicle's Clean Pass Program under which certain eligible



**Item 7 by Mr. Bryan and Mr. Bell (Appendix G)**

**Authorizing Expansion of the Authority's Green Discount Plan to Include Electric Vehicles That Meet the Requirements of New York State's Clean Pass Program (Continued)**

vehicle types are able take advantage of HOV lanes regardless of the number of occupants.

DMV recently expanded their Clean Pass Program to include several electric vehicle types and this resolution would add those same electric vehicle types to the Authority's Green Pass E-ZPass discount program. The Port Authority is planning on bringing a similar expansion to their Board in the near future (MTA and the Bridge Authority do not offer Green Pass discounts).

The Authority's traffic engineer, HDR, analyzed the potential impact this expansion would have on the Authority's revenues and their report is embodied in Exhibit 1 of this Item. As there are only a very small number of these vehicles on the roads nationally, HDR has therefore concluded that the impact on Authority revenues would be de-minimus and there would be no impact to the covenants the Authority has made to its bond holders.

Mr. Simberg inquired if this would have any impact on the HOV lanes on the Tappan Zee Bridge which are already a reduced rate. Mr. Bryan clarified that there are commuter plans for Tappan Zee Bridge customers, rather than HOV lanes, and stated that commuters with these types of vehicles would want to access the Green Pass program since their discount would be greater. Mr. Bell stated that the HOV program customers must use cash lanes so that the number of people in the car can be verified and a discounted toll given. Cars with the Green Pass would go through the E-ZPass lanes and receive a discount based on the type of vehicle rather than the number of travelers in the vehicle.

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

**RESOLUTION NO. 5773**

**AUTHORIZING EXPANSION OF THE AUTHORITY'S  
GREEN DISCOUNT PLAN TO INCLUDE ELECTRIC  
VEHICLES THAT MEET THE REQUIREMENTS OF  
NEW YORK STATE'S CLEAN PASS PROGRAM**



**Item 7 by Mr. Bryan and Mr. Bell (Appendix G)**

**Authorizing Expansion of the Authority's Green Discount Plan to Include Electric Vehicles That Meet the Requirements of New York State's Clean Pass Program (Continued)**

RESOLVED, that the Board approves and authorizes the expansion of the Authority's Green Discount Plan to electric vehicles meeting the requirements of New York State's Clean Pass Program as described in this item, and be it further

RESOLVED, that this expansion of the Authority's Green Discount Plan is de minimus on Authority revenues and will be in compliance with the applicable provisions of the Authority's General Revenue Bond Resolution, and be it further

RESOLVED, that this expansion of the Authority's Green Discount Plan is a SEQRA Type II action as described in this item, and be it further

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

**Item 8 by Mr. Estes (Appendix H)**

**Authorizing the Executive Director to Negotiate and Execute Agreements with Five (5) Law Firms to Provide Special Bond Counsel Services to the Authority for the Issuance of State-Supported Special Obligations**

In advance of Mr. Estes' presentation of the Item and any associated discussion, Chairman Buono issued the following statement and subsequently left the room:

A matter is currently pending before the Board that involves the potential selection of a panel of special bond counsel firms. I believe I should recuse myself from any vote pertaining to this because I have a relative employed by one of the law firms.

I will not participate in any discussion and will not vote on this item. Such recusal will also apply to any vote or any subsequent discussion concerning this item. Additionally, no confidential information concerning this matter has been or will be



**Item 8 by Mr. Estes (Appendix H)**

**Authorizing the Executive Director to Negotiate and Execute Agreements with Five (5) Law Firms to Provide Special Bond Counsel Services to the Authority for the Issuance of State-Supported Special Obligations (Continued)**

shared with me. I have requested the Executive Director advise all staff that they shall not communicate with me about this matter.

I will now leave the Board Room while this matter is under consideration and turn this Item over to Ms. Crotty as Vice Chair.

Mr. Estes reported that the Authority currently has agreements with three firms to provide special bond counsel services for State-supported special obligations, the current agreements will expire on December 31, 2009. The Authority issued a Request for Proposals (RFP) dated May 21, 2009 and received 27 proposals. The RFP was drafted in accordance with Recommendations Regarding Best Practices in the Procurement for Legal Services as adopted by the Task Force to Increase the Utilization of Minority and Women-Owned Business Enterprises (MWBE) in State Debt Offerings. The Evaluation Committee scored the criteria from each proposal and the Purchasing Department applied weights to the raw scores. Five firms were selected to provide the Authority with the greatest rate of flexibility. One firm is MWBE certified and a second firm has an application pending. Therefore, it is recommended that the Board authorize the Executive Director to negotiate and execute agreements with the five firms for a term of five years each with a maximum amount payable of \$500,000. In two years a supplemental RFP will be issued for special bond counsel for State debt offerings.

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

**RESOLUTION NO. 5774**

**AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE AND EXECUTE AGREEMENTS WITH FIVE (5) LAW FIRMS TO PROVIDE SPECIAL BOND COUNSEL SERVICES TO THE AUTHORITY FOR THE ISSUANCE OF STATE-SUPPORTED SPECIAL OBLIGATIONS**

**RESOLVED, that the Executive Director be, and hereby is, authorized to negotiate and execute agreements with Harris Beach, PLLC; Hawkins Delafield & Wood,**



**Item 8 by Mr. Estes (Appendix H)**

**Authorizing the Executive Director to Negotiate and Execute Agreements with Five (5) Law Firms to Provide Special Bond Counsel Services to the Authority for the Issuance of State-Supported Special Obligations (Continued)**

LLP; Hiscock & Barclay, LLP/Law Offices of Joseph C. Reid, P.A.; Holland & Knight, LLP/Rivera Driscoll & Carey, LLP and Sidley Austin, LLP to provide special bond counsel services for State-supported special obligations on an as-needed and non-exclusive basis, and be it further

RESOLVED, that such agreements shall be for a term of five (5) years commencing January 1, 2010 each with a maximum amount payable of \$500,000 and shall be on such other terms and conditions that the Executive Director, in consultation with the General Counsel, determines to be in the best interests of the Authority, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of these agreements, manage and administer these 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 full in the minutes of this meeting

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

**Authorizing the Executive Director to Execute a Contract With Energetix Corporation to Provide Drug and Alcohol Testing Services for Thruway Authority and Canal Corporation Employees**

Mr. Barr reported that the Omnibus Transportation Employee Testing Act of 1991 (OTETA), under the authority of the U.S. Department of Transportation (USDOT), requires drug and alcohol testing of employees who hold commercial driver licenses and perform safety sensitive duties. There are seven situations for which testing is required and depending on the circumstance, the test may be



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

**Authorizing the Executive Director to Execute a Contract With Energetix Corporation to Provide Drug and Alcohol Testing Services for Thruway Authority and Canal Corporation Employees (Continued)**

conducted on-site or at a non-worksites (“off-site”) location, during normal business hours or after hours. The Authority has neither the means nor the expertise to conduct such testing itself, therefore, it was necessary to solicit the services of an outside contractor. In June of 2009 the Authority issued a Request for Proposals (RFP) for employee drug and alcohol testing. By August of 2009 the Authority had received three proposals in response to the RFP. An evaluation committee comprised of Authority and Corporation staff reviewed and scored each proposals. The firm that received the highest weighted score is Energetix Corporation (“Energetix”). Energetix has provided the Authority/Corporation’s drug and alcohol testing since 2005. There are approximately 1,300 Authority/Corporation employees subject to drug and alcohol testing and the term of the Contract will be for a five-year period with a maximum amount payable of \$306,016.

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

**RESOLUTION NO. 5775**

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

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

**RESOLVED**, that the Agreement shall be for a term of five years, the cost of these services is anticipated to be \$60,886 for each of the years 2010, 2011 and 2012, and \$61,679 for each of the years 2013 and 2014, for a maximum



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

**Authorizing the Executive Director to Execute a Contract With Energetix Corporation to Provide Drug and Alcohol Testing Services for Thruway Authority and Canal Corporation Employees (Continued)**

amount payable for the five- year term of \$306,016, and be it further

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

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, to manage and 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 Director of Thruway Finance 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 10 by Mr. Barr (Appendix J)**

**Authorizing the Executive Director to Execute a Contract With Davis Vision to Provide Vision Care Services for Thruway Authority and Canal Corporation Employees and their Dependents**

Mr. Barr stated that it is important to note that the vision care program provides employees and their dependents with regular fashion eyewear and contact lenses. It also provides employees only with occupational safety eyewear. The Authority negotiated agreements to provide vision care to unionized employees and



**Item 10 by Mr. Barr (Appendix J)**

**Authorizing the Executive Director to Execute a Contract With Davis Vision to Provide Vision Care Services for Thruway Authority and Canal Corporation Employees and their Dependents (Continued)**

their dependents, these benefits have also been extended to M/C employees. The Authority issued an RFP for vision care in 2009 and by the due date received three proposals. The evaluation committee reviewed and scored each proposal and the firm that received the highest overall score was Davis Vision. Davis Vision has been providing vision care services to the Authority since 1987. They have a network of over 1,742 vision care providers throughout the State and to date have provided very satisfactory customer service. The term of the Contract is for five years and is not to exceed \$1,765,000.

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

**RESOLUTION NO. 5776**

**AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT WITH DAVIS VISION TO PROVIDE A VISION CARE PROGRAM FOR THRUWAY AUTHORITY AND CANAL CORPORATION EMPLOYEES AND THEIR DEPENDENTS**

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**RESOLVED**, that the Executive Director be, and hereby is, authorized to execute an agreement with Davis Vision to provide Vision Care Services for both Thruway Authority and Canal Corporation employees and their dependents (“Agreement”), and be it further

**RESOLVED**, that the Agreement shall be for a term of five years, the cost of these services is anticipated to be approximately \$350,000 for each year of the contract term, for a maximum amount payable for the five year term of \$1,765,000, and be it further

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



**Item 10 by Mr. Barr (Appendix J)**

**Authorizing the Executive Director to Execute a Contract With Davis Vision to Provide Vision Care Services for Thruway Authority and Canal Corporation Employees and their Dependents (Continued)**

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, to manage and 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 Director of Thruway Finance 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 11 by Ms. Riddett (Appendix K)**

**Authorizing the Executive Director to Execute a Contract for the Purchase of E-Business Suite Professional Licenses and Maintenance Offered by Oracle USA, Inc.**

Ms. Riddett reported that Oracle is the software company from which the Authority purchased its financial management system software. In 2006 the Authority purchased 500 licenses which bundled several modules within one license and now the OGS contract has expired. The Authority currently owns several E-Business Suite licenses and Oracle will allow staff to migrate some of them to Professional User licenses. The Authority needs these licenses to access the modules that are systems for facilities and bridge and highway. The new systems will be integrated into the financial management systems and eliminate manual data entry of inventory and direct purchased materials. Additionally, the systems being replaced will become unsupported at the end of the year.

Under Oracle's existing State contract the licenses would cost more than \$3 million. Even if the Authority migrated all the existing licenses under the new



**Item 11 by Ms. Riddett (Appendix K)**

**Authorizing the Executive Director to Execute a Contract for the Purchase of E-Business Suite Professional Licenses and Maintenance Offered by Oracle USA, Inc. (Continued)**

Contract the cost would be \$2.8 million. Staff negotiated to allow the Authority to migrate the Employee User licenses to E-Business Suite Professional User licenses for only \$300,000 including maintenance for a year, with maintenance fees remaining constant for another two years. The Authority's Purchasing Policy states that the Board may waive competition if it's in the Authority's best interest. The Purchasing Bureau has requested and received an exemption from pre-advertising from the Office of the State Comptroller. Funding for this purchase is available in the 2009 IT reserve budget.

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

**RESOLUTION NO. 5777**

**AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT FOR THE PURCHASE OF E-BUSINESS SUITE PROFESSIONAL LICENSES AND MAINTENANCE OFFERED BY ORACLE USA, INC.**

**RESOLVED**, that the Board approves the waiver of competition for the procurement of E-Business Suite Professional Licenses and maintenance offered by Oracle USA, Inc., and be it further

**RESOLVED**, that the Executive Director, or his designee, be, and he hereby is, authorized to execute an agreement with Oracle USA, Inc. for the procurement of E-Business Suite Professional User Licenses and maintenance ("Agreement"), and be it further

**RESOLVED**, that such Agreement shall be for a term of two years, with a maximum amount payable of \$300,000, and shall be on such other terms and conditions as the Executive Director, in consultation with the General Counsel and Director of Information Technology, determines to be in the best interests of the Authority, and be it further



**Item 11 by Ms. Riddett (Appendix K)**

**Authorizing the Executive Director to Execute a Contract for the Purchase of E-Business Suite Professional Licenses and Maintenance Offered by Oracle USA, Inc. (Continued)**

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

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

**Item 12 by Mr. Waite (Appendix L)**

**Report on the Capital Program**

Mr. Waite noted that the June Report contains his quarterly report for the second quarter of the year that includes five exhibits detailing the Items that are often referenced in the Board Meetings.

Based upon the approved 2009 Contracts Program, the 2009 letting target is \$192 million and the cash flow target (for all fund sources) is \$496 million. For projects let to date, the Authority let 35 projects through August 28th, with a combined low bid amount of \$88.6 million, which is 12.7 percent less than the Engineers' Estimate total of \$101.5 million. Staff expects to let another 20 projects in 2009 with a value of \$73.6 million. Combined with what has been let to date, the current 2009 letting total is \$162.2 million. In order to achieve the letting goal, the Board was presented with a request to approve the acceleration of seven projects with a total construction value of \$37.2 million bringing the total to approximately \$199 million for the year, perhaps less, given bid savings.

The Authority is also in the process completing TIGER (Transportation Investments Generating Economic Recovery) funding applications through American Recovery and Reinvestment Act (ARRA) of 2009. TIGER applications will be submitted for the following projects:



**Item 12 by Mr. Waite (Appendix L)**  
**Report on the Capital Program (Continued)**

- **Tappan Zee Bridge Repairs:** staff requested \$160 million for a \$241 million project
- **South Grand Island Bridge Rehabilitation:** staff requested \$22 million for a \$70 million project
- **Erie Canalway Trail Non-Motorized Transportation Linkage value:** the project has a total value of \$20.2 million and staff requested \$18.3 million.

Ms. Crotty asked Mr. Waite how optimistic he was that the Authority would get the funding. He responded that he's not terribly optimistic, however they are great projects with excellent write-ups, adding that his money is on Canals. Ms. Crotty then asked how likely it is that the Authority will hit its letting goal for the year. Mr. Waite responded that one or two projects are problematic as the Authority is having trouble reaching an agreement with another State on funding and that will create a \$30 million hole in the \$199 million total unless it happens in the next couple months. Staff continues to try to resolve the issue.

Mr. Sall inquired as to the status of the Woodbury Toll Project. Mr. Waite responded that it is behind schedule but is looking to wrap up in the Spring of 2010 and be fully operational. The contractor is currently concentrating on getting the roadways to the North and South back to normal configuration so that come Winter the Authority won't have any operational difficulties with plowing, traffic control, cones or barrels, or anything out there so that when Spring comes he can do the barrier work to blow out the middle toll booths and put the high speed lanes in. Mr. Sall asked if the project is on budget. Mr. Waite responded that it is pretty close to being on budget, it doesn't have excessive overruns.

Ms. Luh stated that while she is supportive of the Canal projects the public seems to have no idea that the Authority has anything to do with them. The Authority invests a lot of money into trail projects and harbor projects, among others, and you sure wouldn't know that we're involved. Ms. Crotty inquired if Ms. Luh thought the Authority needs to do a better job at publicly taking credit for such projects. Ms. Luh responded that the Authority needs to work on marketing these projects. Chairman Buono inquired as to what the Authority does in terms of marketing now. Mr. Fleischer responded that with regard to the harbor projects, the money was transferred in 15 years ago as part of the Thruway 2000 legislation. The Thruway was directed to provide funds for the inner harbor in Syracuse and the outer harbor in Buffalo as well as some harbors in Tonawanda and the connection at Stewart Airport. The money has been sitting there forever and a lot of these projects are just now



**Item 12 by Mr. Waite (Appendix L)**  
**Report on the Capital Program (Continued)**

coming to fruition and people are starting to get excited about it. Chairman Buono suggested that staff follow-up on these projects and work to get publicity in the local papers. Ms. Luh stated that everyone loves the Canal they just don't associate it with the Authority. Ms. Mantello responded that there have been 54 grants since 2006 as part of the \$10 million one shot funding. With each of those grants the local officials are having press conferences with Canal staff in attendance for ribbon cuttings and they are getting a lot of credit for the work being done. Ms. Luh concurred but she pointed out that that's all credit going to the Canal Corporation with no mention of the involvement of the Thruway Authority. Mr. Simberg inquired if all of the Canal projects are funded through tolls. Mr. Fleischer stated that all except those that receive funding from the \$10 million grants. Ms. Luh stated that a better job needs to be done through the Authority's use of public relations and marketing to make sure the Authority is getting credit for the work being done on the Canal. Chairman Buono requested that staff come up with some ideas of how to better market these projects and report back to the Board at its next meeting.

On the motion of Mr. Sall seconded by Ms. Crotty, without any objections, the Board accepted the Report (June, July and August 2009) on the Capital Program.

**Item 13 by Mr. Waite (Appendix M)**  
**Confirming the Informal Action by the Board Authorizing an Amendment to the 2009 Contracts Program for Seven Projects**

Mr. Waite stated that these projects will not effect the 2009 cash flow as all expenditures will occur in 2010 and beyond. Mr. Plunkett requested that Mr. Waite describe the seven projects so that they be entered into the public record. Mr. Waite stated that the seven projects that will be accelerated into 2009 are: washing of the North Grand Island Bridges; washing of I-95, New England Thruway Bridges; Carrier Circle (Exit 35, M.P. 279) to Electronics Parkway (Exit 37, M.P. 284), Highway Resurfacing; Installation of Protective Screening on various Buffalo Division Bridges; West of Batavia (Exit 48, M.P. 393) to West of Pembroke (Exit 48A, M.P. 404), Highway Resurfacing; H2171.1, Geneva (Exit 42, MP 327) to Canandaigua (Exit 44, MP 347), Highway Resurfacing; and Construction of a new Buffalo Division State Police Zone Headquarters Building. Mr. Plunkett stated that he thought list was a good cross section of the types of projects the Authority does across the highway.

Mr. Sall inquired as to how often the Authority's bridges are scheduled to be washed and wondered why the work isn't done in-house. Mr. Waite responded that



**Item 13 by Mr. Waite (Appendix M)**  
**Confirming the Informal Action by the Board Authorizing an Amendment to the 2009 Contracts Program for Seven Projects (Continued)**

it's not all bridges, but the ones on the Grand Island and New England portion are washed every two years. Mr. Bell added that the smaller bridges are done with Authority crews but those specific bridges are so difficult the Authority doesn't have the proper equipment, so the work has to be contracted out. Mr. Waite stated that the dirt and soot that builds up over time on these bridges can attract corrosion so this has proven to be a beneficial project. The bridges are tricky on the Niagara and the traffic is horrendous on the New England so the work also has to be done at night.

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

**RESOLUTION NO. 5778**  
**CONFIRMING THE INFORMAL ACTION BY THE BOARD AUTHORIZING AN AMENDMENT TO THE 2009 CONTRACTS PROGRAM FOR SEVEN PROJECTS**

**RESOLVED**, that the informal action by Chairman Buono and Board Members Crotty, Conway, Plunkett, Luh, Sall and Simberg in authorizing an amendment to the 2009 Contracts Program so that B460.2, Washing of the North Grand Island Bridges; B912.1, Washing of I-95, New England Thruway Bridges; H1072.1, Carrier Circle (Exit 35, M.P. 279) to Electronics Parkway (Exit 37, M.P. 284), Highway Resurfacing; B2059.1, Installation of Protective Screening on various Buffalo Division Bridges; H1010.1, West of Batavia (Exit 48, M.P. 393) to West of Pembroke (Exit 48A, M.P. 404), Highway Resurfacing; H2171.1, Geneva (Exit 42, MP 327) to Canandaigua (Exit 44, MP 347), Highway Resurfacing; and A775.1, Construction of a new Buffalo Division State Police Zone Headquarters Building can be let in 2009, be, and the same hereby is, confirmed, and be it further

**RESOLVED**, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the contracts, manage and administer the contracts, amend the



**Item 13 by Mr. Waite (Appendix M)**  
**Confirming the Informal Action by the Board Authorizing an Amendment to the 2009**  
**Contracts Program for Seven Projects (Continued)**

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

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

**Item 14 by Mr. Waite (Appendix N)**  
**Authorizing Negotiation and Execution of Four Term Agreements (D213892,**  
**D213893, D213894 and D213895) with Four Firms for Materials Testing and**  
**Inspection Services for a Period of Three Years**

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

**RESOLUTION NO. 5779**

**AUTHORIZING NEGOTIATION AND EXECUTION OF  
FOUR TERM AGREEMENTS (D213892, D213893,  
D213894 and D213895) WITH FOUR FIRMS FOR  
MATERIALS TESTING AND INSPECTION SERVICES  
FOR A PERIOD OF THREE YEARS**

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to negotiate and execute four (4) term agreements (D213892, D213893, D213894 and D213895) for materials testing and inspection services with the four (4) firms listed in Exhibit A, attached hereto, with the Maximum Amount Payable of each of these agreements not to exceed the amount shown in the attached Exhibit A, 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 agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of



**Item 14 by Mr. Waite (Appendix N)**

**Authorizing Negotiation and Execution of Four Term Agreements (D213892, D213893, D213894 and D213895) with Four Firms for Materials Testing and Inspection Services for a Period of Three Years (Continued)**

this item and in accordance with the 2009 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority, and be it further

RESOLVED, that information relating to each agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities which will include the date of execution of each agreement, and be it further

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

**Item 15 by Mr. Waite (Appendix O)**

**Authorizing Negotiation and Execution of Two Term Agreements (D213897 and D213898) with Two Firms for Structural Steel Testing and Inspection Services Statewide for a Period of Three Years**

Mr. Plunkett stated that one of the firms selected is from Illinois and he questioned why a New York firm was not chosen, pointing out that all four firms in the previous Item, and the second firm in this Item, are New York based. Mr. Waite responded that two separate ads went out and six letters of interest were received. For each agreement short lists were developed and three firms made it on to both lists. Two of the three firms were from New York, but for the one agreement the Bureau Veritas (the Illinois firm) ranked number one and had the best proposal even though the other firms were New York firms.

Ms. Crotty inquired if New York firms get extra points during staff review of the selection criteria. Mr. Waite responded that geographic proximity to the work is a factor; having a Manhattan firm inspect a Buffalo project is not something the Authority would normally do due to the extra expenses of travel and lodging.

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



**Item 15 by Mr. Waite (Appendix O)**

**Authorizing Negotiation and Execution of Two Term Agreements (D213897 and D213898) with Two Firms for Structural Steel Testing and Inspection Services Statewide for a Period of Three Years (Continued)**

**RESOLUTION NO. 5780**

**AUTHORIZING NEGOTIATION AND EXECUTION OF TWO TERM AGREEMENTS (D213897 and D213898) WITH TWO FIRMS FOR STRUCTURAL STEEL TESTING AND INSPECTION SERVICES STATEWIDE FOR A PERIOD OF THREE YEARS**

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**RESOLVED**, that the Chief Engineer be, and he hereby is, authorized to negotiate and execute two (2) term agreements (D213897 and D213898) for structural steel testing and inspection services statewide with the two (2) firms listed in Exhibit A, attached hereto, with the Maximum Amount Payable of each of these agreements not to exceed the amount shown in the attached Exhibit A, 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 agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this item and in accordance with the 2009 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority, and be it further

**RESOLVED**, that information relating to each agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities which will include the date of execution of each agreement, and be it further

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



**Item 16 by Mr. Waite (Appendix P)**

**Authorizing Negotiation and Execution of Two Term Agreements (D213889 and D213890) with Two Firms for Land Surveying Services for a Period of Three Years**

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

**RESOLUTION NO. 5781**

**AUTHORIZING NEGOTIATION AND EXECUTION OF  
TWO TERM AGREEMENTS (D213889 and D213890)  
WITH TWO FIRMS FOR LAND SURVEYING  
SERVICES FOR A PERIOD OF THREE YEARS**

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**RESOLVED**, that the Chief Engineer be, and he hereby is, authorized to negotiate and execute two (2) term agreements (D213889 and D213890) for land surveying services with the two (2) firms listed in Exhibit A, attached hereto, with the Maximum Amount Payable of each of these agreements not to exceed the amount shown in the attached Exhibit A, 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 agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this item and in accordance with the 2009 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority, and be it further

**RESOLVED**, that information relating to each agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities which will include the date of execution of each agreement, and be it further

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



**Item 17 by Mr. Waite (Appendix Q)**

**Approving Supplemental Agreement No. 3 to D213202 with Stantec Consulting Services, Inc. for Design Services Relative to the Rehabilitation of I-90, M.P. 438.5 to M.P. 451.5 in the Buffalo Division**

Mr. Waite reported that in January of 2003 the Board approved an engineering agreement to complete the preliminary (Phases I-IV) design services relative to the rehabilitation of I-90, M.P. 438.5 to M.P. 454.4. Further, because of funding and other reasons, the project was split into two sections. At Meeting No. 656, in January of 2007, the Board approved Supplemental Agreement No. 1 in the amount of \$918,000, which provided funding for final design (Phases V & VI). Supplemental Agreement No. 2 was executed in June of 2009 in the amount of \$350,000 to additional final design tasks; this was done by the Chief Engineer and Executive Director utilizing authority granted to them through the Contracts Program. At this time, staff is requesting Supplemental Agreement No. 3 in the amount of \$500,000. This supplemental agreement provides funding for additional final design tasks and recombining the projects into one letting.

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

**RESOLUTION NO. 5782**

**APPROVING SUPPLEMENTAL AGREEMENT NO. 3 TO D213202 WITH STANTEC CONSULTING SERVICES, INC. FOR DESIGN SERVICES RELATIVE TO THE REHABILITATION OF I-90, M.P. 438.5 TO M.P. 451.5 IN THE BUFFALO DIVISION**

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**RESOLVED**, that the proposed Supplemental Agreement No. 3 to D213202 with Stantec Consulting Services, Inc., 2060 Brighton Henrietta Town Line Road, Rochester, New York 14623, for an additional sum of \$500,000, be, and the same hereby is, approved, and be it further

**RESOLVED**, that the revised Maximum Amount Payable for this Agreement (D213202) be \$2,710,000, and be it further

**RESOLVED**, that the Chief Engineer or his designees shall have the authority to exercise all powers



**Item 17 by Mr. Waite (Appendix Q)**

**Approving Supplemental Agreement No. 3 to D213202 with Stantec Consulting Services, Inc. for Design Services Relative to the Rehabilitation of I-90, M.P. 438.5 to M.P. 451.5 in the Buffalo Division (Continued)**

reserved to the Authority under the provisions of the Supplemental Agreement, manage and administer the Supplemental Agreement, amend the provisions of the Supplemental Agreement consistent with the terms of this item and in accordance with the 2009 Contracts Program Resolution and other Board authorizations, and suspend or terminate the Supplemental 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 18 by Mr. Waite (Appendix R)**

**Approving Supplemental Agreement No. 2 to D213345 with Watts Architecture & Engineering, P.C. for Design Services Relative to the Rehabilitation of I-90, M.P. 483.0 to M.P. 496.0 Eastbound and M.P. 485.5 to M.P. 496.0 Westbound in the Buffalo Division**

At Meeting No. 627 in March of 2004, the Board approved an engineering agreement with Watts Architecture & Engineering, P.C. to complete the preliminary and final design services. The Board approved \$1,150,000 for this agreement. Supplemental Agreement No. 1 was executed in June 2009 in the amount of \$250,000 to complete the final design for this project, thus revising the MAP to \$1,400,000.

Staff now requests approval of Supplemental Agreement No. 2 in the amount of \$100,000. This supplemental agreement provides funding to redesign side slopes to one on six slopes where appropriate. Normally one on six is the desired slope, but in many cases where there are wetlands along the Thruway or the embankment is relatively steep and the right of way is narrow staff cannot always achieve that. Staff started this project knowing there would be pushback from the Army Corps of Engineers and the DEC on the wetlands and tried for a one on four, a steeper slope. Staff came to an agreement with the Corps and DEC on wetland mitigation and a realization was reached on their part that one on six side slopes are safer for the patrons and a good investment on everyone's part. So staff are having the consultant revise the design back to the original intended design by removing the guide rail and providing safe side slopes.



**Item 18 by Mr. Waite (Appendix R)**

**Approving Supplemental Agreement No. 2 to D213345 with Watts Architecture & Engineering, P.C. for Design Services Relative to the Rehabilitation of I-90, M.P. 483.0 to M.P. 496.0 Eastbound and M.P. 485.5 to M.P. 496.0 Westbound in the Buffalo Division (Continued)**

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

**RESOLUTION NO. 5783**

**APPROVING SUPPLEMENTAL AGREEMENT NO. 2 TO D213345 WITH WATTS ARCHITECTURE & ENGINEERING, P.C. FOR DESIGN SERVICES RELATIVE TO THE REHABILITATION OF I-90, M.P. 483.0 to M.P. 496.0 EASTBOUND and M.P. 485.5 to M.P. 496.0 WESTBOUND IN THE BUFFALO DIVISION**

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**RESOLVED**, that the proposed Supplemental Agreement No. 2 to D213345 with Watts Architecture & Engineering, P.C., 95 Perry Street, Suite 300, Buffalo, New York 14203, for an additional sum of \$100,000, be, and the same hereby is, approved, and be it further

**RESOLVED**, that the revised Maximum Amount Payable for this Agreement (D213345) be \$1,500,000, and be it further

**RESOLVED**, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the Supplemental Agreement, manage and administer the Supplemental Agreement, amend the provisions of the Supplemental Agreement consistent with the terms of this item and in accordance with the 2009 Contracts Program Resolution and other Board authorizations, and suspend or terminate the Supplemental Agreement in the best interests of the Authority, and be it further

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



**Other Business**

Ms. Luh thanked Mr. Waite for the information he provides in advance of the meetings for the Board to review.

Chairman Buono announced that this is Mr. Waite's 35<sup>th</sup> Anniversary at the Thruway Authority. The Board Members and staff offered Mr. Waite their Congratulations.

**Adjournment**

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

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**Jill B. Warner**  
Secretary

