



MINUTES

NEW YORK STATE THRUWAY AUTHORITY

BOARD MEETING NO. 683

November 17, 2010

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
Donna J. Luh, Vice Chair
J. Donald Rice, Board Member
Brandon R. Sall, Board Member
Richard N. Simberg, Board Member

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

Board Member Dr. Jose Holguin-Veras was absent from the meeting.

In addition, there were present the following staff personnel:

Michael R. Fleischer, Executive Director
John Barr, Director, Administrative Services
Donald Bell, Director, Operations and Maintenance

John Bryan, Chief Financial Officer
William Estes, General Counsel
J. Marc Hannibal, Director, Audit and Management Services
Carmella Mantello, Director of Canal Corporation
Major Robert C. Meyers, Troop T
Thomas Ryan, Director, Office of Public Affairs
Richard Garrabrant, Division Director, Syracuse Division
Ted Nadratowski, Chief Engineer
Thomas Pericak, Division Director, Buffalo Division
Michael Loftus, Deputy Division Director, Albany Division
Stephen Grabowski, Acting New York Division Director via video conference
Catherine Sheridan, Acting Deputy Director for Canal Maintenance, Operations & Engineering
Wendy Allen, Director, Management and Planning
Anthony Kirby, Director, Real Property Management
Michael Sikule, Director, Investments and Asset Management
Doraine Steele, Director, Fiscal Audit and Budget
Karen Osborn, Budget Manager
Harry Lennon, Senior Investigator
Tracie Sandell, Assistant Director, Audit and Management Services
Jonathan Gunther, Assistant Counsel
Lawrence Norville, Chief Compliance Officer
Judy Gallagher, Assistant Secretary

Also in attendance:

John Armstrong, New York Network
Doron Bar-Levav, Partner, Harris Beach PLLC
Eric Taylor, Partner, Harris Beach PLLC

Chairman Buono noted that he, Mr. Conway, Ms. Luh, Mr. Rice, 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. Gallagher recorded the minutes as contained herein (public notice of the meeting had been given).

Item 1 by Board Secretary (Appendix A)
Approval of Minutes of Meeting No. 682

On the motion of Ms. Luh, seconded by Mr. Conway, without any objections, the Board approved the minutes of Meeting No. 682 held on September 22, 2010, which were made available to the Board Members as part of the Agenda.

Report by Finance Committee Chair

As Chair of the Finance Committee, Mr. Conway reported on the recent actions taken by the Committee which met earlier this morning to discuss the following items:

- the Report on Investments that were made for the Quarter Ending September 30, 2010;
- the Revised 2010 Financial Plan and 2011 Thruway and Canal Budgets;
- the expansion of the Authority's list of senior underwriting firms from 11 to 15 firms discussed at the last Board Meeting;
- the 2011 Thruway and Canal Contracts Programs.

These items were unanimously approved by the Finance Committee to be sent to the full Board for consideration at today's meeting.

Item 2 by Mr. Fleischer (Appendix B)
Report to Thruway Authority Board for Personal Service Contracts up to \$150,000 for the Period July 1, 2010 through September 30, 2010

Mr. Fleischer submitted as Exhibit I a listing containing Personal Service Contracts up to \$150,000 for the period July 1, 2010 through September 30, 2010.

Mr. Rice asked what types of services are provided by Harris Beach PLLC under this contract. Mr. Estes responded that Harris Beach PLLC provides general corporate legal services

such as general litigation, intellectual property, labor and appointment under this personal services contract. Mr. Rice asked what types of services are provided by Bentley Systems under this contract. Mr. Bryan will check with IT and have an answer by the end of the meeting (see Other Business).

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

Item 3 by Mr. Fleischer (Appendix C)
Staff Appointment of Theodore Nadratowski as Chief Engineer

Mr. Fleischer recommended the Board's approval to appoint Theodore Nadratowski as Chief Engineer of the Thruway Authority at the same grade level as the previous Chief Engineer. Mr. Nadratowski has over 20 years of experience with the Authority; actually over 30 years of engineering experience, 20 of which are with the Authority. His engineering experience is in several areas including construction, design and most recently in his capacity of New York Division Director.

Mr. Simberg reported that he has worked with Mr. Nadratowski on construction and design projects including the Tappan Zee Bridge project and found him to be an outstanding engineer. Mr. Conway said Ted is an excellent choice for the job. Mr. Fleischer reported that Stephen Grabowski is now Acting Division Director for New York Division and is doing a great job.

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

RESOLUTION NO. 5862

**STAFF APPOINTMENT OF THEODORE NADRATOWSKI
AS CHIEF ENGINEER**

RESOLVED, that the Board hereby appoints Theodore Nadratowski as Chief Engineer, effective November 17, 2010, at salary grade 37 with an annual salary of \$151,092, funds for which are available in the 2010 and proposed 2011 operating budgets, and be it further

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

Item 4 by Mr. Fleischer (Appendix D)

Appointment of Judy A. Gallagher and Elizabeth A. Yanus as Assistant Secretaries to the Authority

Mr. Fleischer reported that Board Secretary Jill Warner has been out ill for some time (approx. 3 months) and this appointment is necessary so that the Board Secretary's official role can be carried out, which includes taking and preparing minutes, preparation of Board Meetings and signing Board and Certification documents.

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

RESOLUTION NO. 5863

**APPOINTMENT OF JUDY A. GALLAGHER AND
ELIZABETH A. YANUS AS ASSISTANT SECRETARIES
TO THE AUTHORITY**

RESOLVED, that the Board hereby names and appoints Judy A. Gallagher and Elizabeth A. Yanus to serve as Assistant Secretaries to the Authority, and be it further

RESOLVED, that Ms. Gallagher and Ms. Yanus, during their terms as Assistant Secretaries, shall perform the duties of the Assistant Secretary as set forth in the Bylaws of the Authority, and be it further

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

Item 5 by Mr. Bryan (Appendix E)

Financial Reports – August and September 2010

Mr. Bryan presented the following report seeking the Board's acceptance of the financial report for August and September 2010:

Total traffic for the first 9 months of the year was up by 0.3 percent and the trends established on the Thruway System continue to closely follow those established on the nation's roads and highways as reported by the Federal Highway Administration.

Commercial traffic continued to show some growth through September, growing by 2.5 percent in the first 9 months of the year. Over the same period, passenger traffic continued to remain quite flat, growing by only 0.1 percent and based on the daily traffic counts for October and so far in November these trends are improving slightly.

Through the end of September, the Authority collected \$484 million in tolls, which was \$23.4 million higher than the level collected in the same period of 2009, representing an increase of 5.1 percent. Other revenue sources, which include concessionaire revenues, interest and sundry revenues, were up just a bit. As a result, revenues from all sources increased by \$24.2 million or 5.0 percent in the first 9 months over last year. Compared to our budget forecast, total revenues came in about \$1.4 million or 0.3 percent higher than expected.

On the expense side, cost containment continues to help us manage and absorb the many different budgetary pressures that we experience. Operating expenses for both the Thruway and the Canal through September were up by 3.1 percent from the same period in 2009. Compared to our budget, expenses were nearly \$15.0 million below our 2010 Budget forecast but, after adjusting for the Early Retirement Surcharge that we started accruing, the net amount we are under budget is \$11.4 million which is 3.5 percent below our target.

So, I think barring any sudden fiscal emergency or terrible bout of weather, I can say that the budget is in good order and there is a high likelihood we will end the current year in balance.

Mr. Rice asked for an estimate of the anticipated revenue and the actual revenue collected. Mr. Bryan reported that the anticipated operating revenue amounted to approximately \$506 million and the actual collected revenue amounted to approximately \$508 million.

Mr. Sall asked for clarification of the E-ZPass airport fees item in the budget. Mr. Bryan and Mr. Bell responded that a fee is collected at the E-ZPass booths at the airports as part of an E-ZPass Plus program and the Authority receives a small percentage of that revenue. Mr. Bell explained that the Authority is involved with 25 other toll entities across 14 states. The Authority collects money from the tag holder, gives the money to the entity being used, splits the cost of service center operation based on a formula on how many trips are made on our facility versus other facility, and divide cost of operating E-ZPass service center system. Mr. Bryan

reported that this surcharge helps compensate us for the transactional costs that we incur because people are using E-ZPass to park at a non-Thruway facility.

After full discussion, on the motion of Ms. Luh, seconded by Mr. Sall, without any objections, the Board accepted the Financial Reports for the month of August and September 2010.

Item 6 by Mr. Bryan (Appendix F)
Investment Transactions – Third Quarter 2010

Mr. Bryan presented the following report to the Board today on the recommendation of the Finance Committee seeking approval for the Investment Report for the Third Quarter of 2010. Guidelines established by the Office of the State Comptroller 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.

In the third quarter of 2010, the Authority made just over \$1.8 billion in investments, earning an average yield of 0.19 percent.

At the end of September, the Authority had \$775.1 million invested in a variety of instruments that are authorized under our governing statute and our Board-adopted investment policy. Of the amount of investments we had at the end of September, 63 percent was invested in Federal Agency Securities, 29 percent in commercial paper, 5 percent in Treasuries, 2 percent in repurchase agreements and 2.0 percent in various Certificates of Deposit.

The Finance Committee considered this item at their November 2010 meeting and recommended that this item be presented to the full Board for consideration.

After full discussion, on the motion of Mr. Conway, seconded by Mr. Simberg, without any objections, the Board accepted the Investment Transactions – Third Quarter 2010 Report.

Item 7 by Mr. Bryan (Appendix G)
Approval of Revisions to the 2010 Financial Plan and the 2011 Proposed Budget for the New York State Thruway Authority

Mr. Bryan presented this item to the Board on the advice of the Finance Committee and it seeks the full Board's approval of the Authority's Revised 2010 Financial Plan, the Proposed 2011 Budget and the Revised Multi-Year Financial Plan.

As with the 2010 Budget that was originally adopted by the Board in November of 2009, the Revised 2010 Financial Plan includes revenue, expense and fund deposit adjustments that will result in a balanced budget for the year. The impact that slow and deliberate national economic growth has had on passenger and commercial traffic throughout the year has constrained revenue growth. However, the continuation of operating expense reductions, principally an extension of strict hiring controls and other actions that have been put in place over the past 4 or 5 years, and the impact of the Early Retirement Incentive Program, will allow the Authority to remain in good financial health through the end of 2010.

The Proposed 2011 Budget is based on the assumption that we will begin to see a slightly stronger economic growth that will allow traffic and revenues a chance to show some better, albeit small, growth. In addition, we expect Federal aid that is allocated to the Thruway to continue to remain at very low levels – representing only 0.4 percent of the sources that will fund our 2011 budget. To help meet the challenges of low federal aid and a slow and protracted economic recovery, the Proposed 2011 Budget includes a continuation of ongoing strict hiring controls and other enhanced cost containment measures. In fact, last week Mr. Fleischer re-issued his Executive Instruction that affirmed the Authority's cost containment program will extend through 2011.

The Proposed 2011 Budget also includes the elimination of 170 full time, permanent positions, 89 which were vacated as a result of the transfer of I-84 to the NYS Department of Transportation and 81 that were made vacant and unfunded due to the Early Retirement Incentive Program that the Authority offered this past summer. As a result of these staffing reductions, full-time, permanent staffing at the Authority has been reduced by 714 positions since 1995, representing a decline of 17 percent.

As a result, we anticipate the total combined operating budget for the Thruway and Canal to grow by 3.5 percent, respectively. However, if we adjust for mandated, non-discretionary costs, operating expenses for both the Canal and the Thruway are expected to only increase by 0.7 percent, respectively.

As noted in the Budget Book, an increase in Capital Program expenses estimated for 2011 make up the overwhelming growth in the overall Authority's budget. There are a number of important capital projects which will be funded in the Proposed 2011 Budget that are designed

to retain the overall good rating condition of the Authority's roads and bridges, expand capacity and reduce congestion as well as other service improvements.

While Mr. Nadratowski may go into greater detail when the Board considers the 2011 Contracts Program later this morning, I thought it be worth mentioning a few:

- Continuation of additional deck replacement and other repairs on the Tappan Zee Bridge in the New York Division (around \$150 million);
- Rehabilitation of pavement between Exit 17 and Exit 18 in the New York Division (around \$30 million);
- Pavement reconstruction and capacity improvements between Exit 23 and 24 in the Albany Division (around \$115 million);
- Pavement reconstruction and rehabilitation of 11 bridges between Exit 37 and Exit 39 in the Syracuse Division (\$70 million);
- Pavement reconstruction between Exit 47 through to the West of Batavia in the Buffalo Division (\$150 million); and
- Deck rehabilitation of the South Grand Island Bridge in the Buffalo Division (\$21 million);

The 2011 Proposed Budget also contains an update to the Authority's Multi-Year Financial Plan, which shows that:

- Debt service coverage is expected to remain above the minimum levels established in the Authority's Fiscal Management Guidelines and bond resolution in 2010 and 2011 – offering a great opportunity for the Authority to preserve its current high, A grade credit rating;
- No reductions in the Capital Program are required to retain a balanced financial plan in 2010 and 2011. The Authority will continue to have the resources to provide safe and efficient transportation services to our patrons and to invest in its infrastructure, with nearly \$600 million in lettings scheduled from now until the end of 2011; and
- Sufficient cash resources will be available to maintain a balanced budget and allow pay-as-you-go financing in the Capital Program to remain around 20 percent in 2010 and 2011.

Before we ask for a vote on the budget, I would like to briefly thank the Chairman and the Board for their involvement and input to the budget-making process this year. I have to say, that in general, staff feels that the leadership and guidance the Board provides on a daily basis has certainly helped make the Authority a much more responsive, efficient and effective organization.

The Chairman asked what amount is set aside in the budget for claims. Ms. Steele reported that there is \$8 million to \$10 million in the claims reserve based on the anticipated obligations that are out there. Mr. Estes reported that there is an adjuster that comes in to audit the outstanding claims against the Authority.

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

RESOLUTION NO. 5864

APPROVAL OF REVISIONS TO THE 2010 FINANCIAL PLAN AND THE 2011 PROPOSED BUDGET FOR THE NEW YORK STATE THRUWAY AUTHORITY

RESOLVED, that the Report on the 2010 Financial Plan as presented in this item be, and the same hereby is, accepted by the Board, and be it further

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized to make any and all adjustments to the appropriate funds consistent with this revised Financial Plan for 2010, and be it further

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

RESOLVED, that the Authority's proposed Budget for the fiscal year 2011, submitted by the Executive Director and the Chief Financial Officer, be, and the same hereby is, approved and funded in accordance with the attached Exhibit III, 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

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

Item 8 by Mr. Bryan (Appendix H)
Authorizing the Re-Designation of Underwriting Firms to Serve as Senior Managers for Authority Bond Sales and Authorizing the Executive Director to Enter into Contract Amendments with the Re-Designated Firms for Underwriting Services

Mr. Bryan presented this item to the Board on the advice of the Finance Committee seeking the full Board's approval to add 4 firms to the Authority's senior pool of underwriters for our bond transactions.

Working within the framework and guidelines established by the Governor's Executive Order 10 Task Force, last year the Authority issued an RFP seeking firms to serve as underwriters, in a pool, for the Authority's General Revenue bond transactions and bond transactions the Authority undertakes on behalf of the State.

Last January, the Board approved the selection of 11 firms to serve in the Senior Manager pool (where Bookrunners and Co-Senior underwriters are selected from) and 13 firms to serve in the Co-Manager pool. These investment banking firms serve in the respective pools on an as-needed and non-exclusive basis and the current agreements expire on December 31, 2011 with 2 options to extend each for six months.

This resolution seeks to increase the number of firms in the senior underwriting pool from 11 to 15 by adding 4 firms that had the next highest score on last years RFP. The four firms that would be moved up all currently serve in the Co-Manager pool and are Loop Capital Markets, Samuel Ramirez and Company, Siebert Brandford Shank and Co. and Stifel Nicolaus and Company.

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

RESOLUTION NO. 5865

AUTHORIZING THE RE-DESIGNATION OF UNDERWRITING FIRMS TO SERVE AS SENIOR MANAGERS FOR AUTHORITY BOND SALES AND AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO CONTRACT AMENDMENTS WITH THE RE-DESIGNATED FIRMS FOR UNDERWRITING SERVICES

RESOLVED, that the Board authorizes the re-designation of Loop Capital Markets, LLC, Samuel A. Ramirez & Company, Inc., Siebert Brandford Shank & Co, LLC and Stifel, Nicholas & Company, Inc. from the Co-Manager pool to the Senior Manager pool, from which firms will be selected to serve as Senior Managers to the Authority when issuing bonds, and the same hereby is approved, and be it further

RESOLVED, that by virtue of designation to the Senior Manager pool, said firms may also be selected to serve as Co-Senior Managers and Co-Managers to the Authority when issuing bonds, and be it further

RESOLVED, that Exhibit A contains the complete list of underwriting firms and their designated pools approved by the Board pursuant to Resolution No. 5785 as well as those underwriting firms and their designated pools to be approved by the Board today, and be it further

RESOLVED, that the Executive Director is authorized to designate, in accordance with this resolution, from the firms listed in Exhibit A, the Senior Managers, Co-Senior Managers and Co-Managers to perform the necessary banking services for the bond sales occurring through December 31, 2011, and be it further

RESOLVED, that the Executive Director is authorized to enter into contract amendments with each firm re-designated to the Senior Manager pool for underwriting services, 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 contract, manage and administer the contract, amend the provisions of the contract consistent with the terms of this item and other Board authorizations and suspend or terminate the contract in the best interests of the Authority, and be it further

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

Item 9 by Mr. Estes (Appendix I)

Authorizing the Executive Director to Execute Agreements with Hawkins Delafield & Wood, LLP and Harris Beach, PLLC to Provide General Bond Counsel Services to the Authority

Mr. Estes reported that this item is seeking authorization to enter into an agreement with Hawkins Delafield and Wood LLP and Harris Beach PLLC to provide legal counsel services to the Authority on matters related to public finance. At the last Board Meeting, the Board expressed a preference in having two firms under contract to perform general bond counsel services. On December 31, 2010 the Authority's current agreement with its bond counsel, Hawkins Delafield and Wood will expire.

In anticipation of this expiration, the Authority issued a request for proposal in April 2010 for firms interested in providing legal advice regarding the Authority's general bonds and other obligations.

The request for proposal was drafted in accordance with the Recommendations regarding Best Practices in Procurements for Legal Services adopted by the Executive Order No. 10 Task Force to Increase the Utilization of Minority and Women-Owned Business Enterprise in State Debt Offerings.

The Authority received 19 proposals by interested firms. An evaluation committee consisting of Authority staff from the Authority's Legal, Finance and Purchasing Departments

evaluated the proposals in accordance with criteria that had been set forth in the request for proposal and using a numerical evaluation. Previously established weights for each criteria were then applied to the raw scores. Hawkins Delafield and Wood LLP received the highest weighted score and Harris Beach PLLC received the second highest score.

The Authority has worked with Hawkins Delafield and Wood and Harris Beach in the past and has found that both firms provide high quality work at competitive rates.

Authority staff recommends the Board authorize the Executive Director to execute agreements with Hawkins Delafield and Wood LLP and Harris Beach PLLC for a five-year term and a Maximum Amount Payable amount of \$500,000.

Messrs. Dovon Bar-Levav and Eric Taylor, Partners at Harris Beach are here today to introduce themselves and their firm. The Board previously met Stan Kramer from Hawkins Delafield and Wood at a prior Board Meeting.

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

RESOLUTION NO. 5866

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AGREEMENTS WITH HAWKINS DELAFIELD & WOOD, LLP AND HARRIS BEACH, PLLC TO PROVIDE GENERAL BOND COUNSEL SERVICES TO THE AUTHORITY

RESOLVED, that the Executive Director be, and hereby is, authorized to execute agreements with Hawkins Delafield & Wood, LLP and Harris Beach, PLLC to provide general bond counsel services on an as-needed and non-exclusive basis, and be it further

RESOLVED, that each such agreement shall be for a term of five (5) years commencing January 1, 2011, 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 the agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this item and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority, and be it further

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

At this time Chairman Buono asked for feedback on the Tappan Zee Tour with Governor-Elect Andrew Cuomo last week. Mr. Nadratowski reported that he, the Chairman, Mr. Fleischer and other Thruway Authority staff gave an infrastructure tour of the Tappan Zee Bridge to Governor-Elect Andrew Cuomo and his staff on Monday, November 15, 2010. The tour, including an inspection of the bridge by tugboat, showed the enormity and elements of the bridge. Mr. Nadratowski reported that the inspection showed the bridge is in good condition; this is due in part to the Board supporting the efforts for the repair and maintenance of the bridge and he thanked the Board for their commitment.

Item 10 by Mr. Nadratowski (Appendix J)
Report on the 2010 Capital Program

Mr. Nadratowski formally submitted a copy of the September and October 2010 Capital Program Monthly Reports, seeking Board acceptance of the September and October Monthly Status Reports on the combined Thruway Authority and Canal Corporation 2010 Capital Program.

Noteworthy in the September Report are 3 projects that were approved in the 2010 program that have been postponed out of the 2010 program year. The combined value of these projects totals \$10.4 million. The reasons for each project's delay and the anticipated new project delivery date are detailed in the report.

Through the end of October, the Authority has let 39 projects with a combined low bid amount of \$430.4 million dollars. During the last 2 months of this year, staff expects to let

another 14 projects with a value of \$175.6 million. Combined with what has been let to date, the 2010 letting total will be \$606 million.

Over the last year we have seen bid savings of approximately 20 percent. Staff believes we will continue to see lower bids from Contractors for the remaining projects to be let this year. If that pattern continues we project that our final letting total for 2010 will be \$585 million dollars.

Mr. Rice asked how long bid savings is anticipated and believes it is a recession-based economic savings. Mr. Nadratowski reported that it is hard to tell; the Authority tracks its traffic volumes; a lot of the economy is based on the commercial traffic. We want to continue to make our projects and contractors more competitive. Mr. Fleischer reported that the Int. 23 and Int. 24 Reconstruction Project was let today with an Engineer's Estimate of approximately \$115,000,000, and we just found out the low bidder came in at approximately \$99.7 million which is 87% of the Engineer's Estimate.

After full discussion, on the motion of Mr. Simberg, seconded by Mr. Rice, without any objections, the Board accepted the September and October monthly status reports on the combined Thruway Authority and Canal Corporation 2010 Capital Program.

Item 11 by Mr. Nadratowski (Appendix K)
Authorizing an Amendment to the 2010 Contracts Program for Three Projects

Mr. Nadratowski presented this item seeking Board approval to add three projects to the 2010 Contracts Program. All three projects are fully designed and are currently in the 2011 Contracts Program - set for a first quarter letting. Given that DOT's fourth quarter letting program is typically their largest of the year, we anticipate that we will see more interested, motivated bidders if we let these project before DOT's fourth quarter begins (Jan – March). These projects include 2 painting contracts and one bridge washing contract, and are ready to let. If approved, the 2010 letting program will be increased by \$22.7 million.

Mr. Sall asked if the Authority employs its own painters and bridge washers. He raised his concern with the amount of money being spent on hiring contractors versus doing the work with in-house staff. He suggested possibly job sharing with other State Agencies. Mr. Nadratowski reported that a small number of projects are contracted out. Our maintenance staff does the smaller bridges; contractors do the larger bridges. Mr. Bell reported we do many of our

own bridges, but need contractors due to access and specialty equipment that is needed. Mr. Rice asked about the cost-effectiveness of using in-house staff versus outside contractors. Mr. Nadratowski reported there is a risk involved with bridge painting with the use of specialty equipment. Mr. Bryan reported that we would need general liability policies. Mr. Estes reported that in addition to the need to acquire insurance, there are litigation risks. Mr. Nadratowski will look into this but mentioned that staff would have to be substantially increased if we were to do more in-house work.

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

RESOLUTION NO. 5867

**AUTHORIZING AN AMENDMENT TO THE 2010
CONTRACTS PROGRAM FOR THREE PROJECTS**

RESOLVED, that the 2010 Contracts Program be amended to include the following three projects (all costs are for construction and construction inspection): B951.1, Paint Thirteen Albany Division Bridges, \$8,900,000; B930.1, Paint Twelve Syracuse Division Bridges, \$15,400,000; and B954.1, I-95 (New England Thruway) Bridge Washing, \$784,000, can be let in 2010, be, and the same hereby is, confirmed, and be it further

RESOLVED, that the 2010 Contracts Program be amended to account for the additional \$25,084,000 in Thruway funds, and the same hereby is, allocated toward the three projects from bid savings and adjustments to the 2010 Contracts Program, 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 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 12 by Mr. Nadratowski (Appendix L)
Approving the 2011 Contracts Program

Mr. Nadratowski advanced this item to the Board on the advice of the Finance Committee, seeking the full Board's approval of the Authority's 2011 Contracts Program for the rehabilitation and reconstruction of the highway and bridge facilities, intelligent transportation systems projects and architectural projects. The estimated 2011 cash flow for the program amounts to \$384,290,298 as will be funded from the 2011 Budget. This amount includes the cost for construction contracts, contingencies and engineering.

Several of the larger projects in the proposed program include a \$32 million dollar contract to rehabilitate the pavement between the Newburgh interchange and the New Paltz interchange in New York Division, a \$70 million dollar project for pavement reconstruction between Exit 37 (Electronics parkway) and Exit 39 (I-690) which also includes the rehabilitation of 11 bridges in the Syracuse Division, and 150 million dollar pavement reconstruction project between Exit 47 (Leroy) to just west of Batavia in the Buffalo Division. Investing quite a sum of money in the infrastructure this year would be a good thing.

This program will be funded using a combination of Thruway Revenues, bond proceeds, federal aid, state and other funds. In order to administer the 2011 Contracts Program and expedite the awarding of contracts, this board resolution authorizes the Executive Director, Chief Engineer, and Chief Financial Officer to take various actions as outlined in the resolution for this item. The authorizations provided for in the 2011 resolution are the same as those in the 2010 Contracts Program item. This is the last year of the 5 - 6 year Plan from 2005.

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

RESOLUTION NO. 5868

APPROVING THE 2011 CONTRACTS PROGRAM

RESOLVED, that the 2011 Contracts Program for Highway, Bridge, Intelligent Transportation Systems and

Architectural projects be, and the same hereby is, approved, and be it further

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

- A. to prepare and approve Official Proposals, Plans and Specifications, Engineer's/Architect's Estimates of Cost and Contract Documents for such projects as are tabulated in the 2011 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 2011 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 2011 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 2011 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 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 Authority'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 Authority's Real Property Management Policy, as may be necessary for implementation of the 2011 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 2011 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 of 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 Authority when considering the proximity of the additional tasks to the ongoing tasks, or it is determined to be in the best interests of the Authority to expedite the additional tasks through such assignment, or it is determined that significant savings to the Authority will result through the assignment of the additional tasks;

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

RESOLVED, that any powers granted to the Executive Director by the Board to approve expenditures or to increase

expenditures for contracts and agreements shall be in addition to those powers granted under 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 2011 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 2011 Budgets which are otherwise not required for expenditure during 2011 to its proper fund in accordance with acceptable budgeting and accounting procedures;
- B. to monitor total cash expenditures for the 2011 Contracts Program to insure that they do not exceed \$384,290,298 during the 2011 Fiscal Year;
- C. to return bid checks submitted for such contracts to unsuccessful bidders; and to make necessary adjustments in the respective 2011 approved Budgets as required by implementation of any part of the resolution relative to the 2011 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 supercede all other inconsistent Authority policies and procedures to the extent necessary to implement the approved 2011 Contracts Program and for no other purposes, and be it further

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

Item 13 by Mr. Nadratowski (Appendix M)
Authorizing Negotiation and Execution of Engineering Term Agreement D214017 with The RBA Group for Construction Inspection Support Services for the New York Division

Mr. Nadratowski presented this item seeking authorization to negotiate and execute Term Agreement D214017 for Construction Inspection Support Services in the New York Division with the RBA Group with a Maximum Amount Payable not to exceed \$1,000,000.

In accordance with Authority policy, the RBA Group has been designated to provide construction inspection services for a period of three years with the option to extend the agreement for an additional one-year term.

Mr. Sall asked when the inspections will take place. Mr. Nadratowski responded that the time has not been determined as yet. Inspectors will be supplied to fill in on smaller jobs on an as-needed basis through this Term Agreement.

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

RESOLUTION NO. 5869

**AUTHORIZING NEGOTIATION AND EXECUTION OF
ENGINEERING TERM AGREEMENT D214017 WITH THE
RBA GROUP - NEW YORK FOR CONSTRUCTION
INSPECTION SUPPORT SERVICES FOR THE NEW
YORK DIVISION**

RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering term agreement D214017 with The RBA Group - New York, 27 Union Square West, 4th Floor, New York, New York, 10003, for construction inspection support services for New York Division, provided that the Maximum Amount Payable does not exceed \$1,000,000 which is currently provided through the 2011 Contracts Program (Item HS421.1), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2011 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

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

Item 14 by Mr. Nadratowski (Appendix N)
Authorizing Negotiation and Execution of Engineering Agreement D214003 with KS Engineers, P.C. for Construction Inspection Services Relative to TANY 10-34I (D213736), Installation of ITS Devices at Various Locations in the New York Division

Mr. Nadratowski presented this item seeking Board approval for the designation of KS Engineers, P.C., in accordance with Authority policy, to provide Construction Inspection Services relative to Construction Contract TANY 10-34I, Installation of ITS Devices at various locations in the New York Division. The construction contract low bid amount is \$8,914,924.42. The contract is scheduled for completion in August of 2012. Board authorization is requested to negotiate and execute engineering agreement D214003 with KS Engineers, PC. The estimated cost to inspect the construction contract is \$1.1 million which is 12 percent of the low bid. Sufficient funding for this proposed agreement is provided in Item I96.1 of the 2011 Contracts Program.

Mr. Sall asked what is involved with this job. Mr. Nadratowski reported that this job involves installation of VMS boards and ITSM devices. It is a large contract, and the contractors have given us a schedule. Mr. Simberg asked if there were specific things that drive up the cost. Mr. Nadratowski reported that the electronics nature of the overhead structures, including environmental elements can drive up the cost.

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

RESOLUTION NO. 5870

**AUTHORIZING NEGOTIATION AND EXECUTION OF
ENGINEERING AGREEMENT D214003 WITH KS
ENGINEERS, P.C. FOR CONSTRUCTION INSPECTION
SERVICES RELATIVE TO TANY 10-34I (D213736),
INSTALLATION OF ITS DEVICES AT VARIOUS
LOCATIONS IN THE NEW YORK DIVISION**

RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D214003 with KS Engineers, P.C., 65 Broadway, Suite 401, New York, New York 10006 for construction inspection services relative to TANY 10-34I (D213736), installation of ITS devices at various locations in the New York Division, provided that the

Maximum Amount Payable does not exceed \$1,100,000 (Item I96.1 of the 2011 Contracts Program), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2011 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

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

Item 15 by Mr. Nadratowski (Appendix O)

Authorizing Negotiation and Execution of Engineering Agreement D213988 with Stantec Consulting Services, Inc. for Construction Inspection Services Relative to TAA 10-36 (D213986), Pavement Reconstruction between Interchange 23 and Interchange 24 in the Albany Division

Mr. Nadratowski presented this item seeking Board approval for the designation of Stantec Consulting Services, Inc., in accordance with Authority policy, to provide Construction Inspection Services relative to Contract TAA 10-36 for the Pavement Reconstruction between Interchange 23 and Interchange 24 in the Albany Division. The construction contract is scheduled to be let today, with an approved construction cost of \$115 million. The construction contract is scheduled to be completed in November 2013.

Board Authorization is requested to negotiate and execute Agreement D213988 with Stantec Consulting Services, Inc. The cost to inspect this contract is estimated to be \$5 million dollars which is 4 percent of the construction cost estimate. There is sufficient funding for this

proposed agreement in Item H2034.1 of the 2011 Contracts Program. There will be 2 in-house Consultant Inspectors on this job.

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

RESOLUTION NO. 5871

**AUTHORIZING NEGOTIATION AND EXECUTION OF
ENGINEERING AGREEMENT D213988 WITH STANTEC
CONSULTING SERVICES, INC. FOR CONSTRUCTION
INSPECTION SERVICES RELATIVE TO TAA 10-36
(D213986), PAVEMENT RECONSTRUCTION BETWEEN
INTERCHANGE 23 AND INTERCHANGE 24 IN THE
ALBANY DIVISION**

RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering agreement D213988 with Stantec Consulting Services, Inc., 3 Columbia Circle, Suite 6, Albany, New York 12203 for construction inspection services relative to TAA 10-36 (D213986), pavement reconstruction between Interchange 23 (M.P. 141.9) and Interchange 24 (M.P. 148.1) in the Albany Division, provided that the Maximum Amount Payable does not exceed \$5,000,000 (Item H2034.1 of the 2011 Contracts Program), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2011 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to

the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

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

Item 16 by Mr. Nadratowski (Appendix P)
Approving Supplemental Agreement No. 1 to D213654 with Greenman-Pedersen, Inc. for Design Services Relative to the Reconstruction of I-90, Leroy (MP 378.2) to the West of Batavia (MP 393.7) in the Buffalo Division

Mr. Nadratowski presented this item seeking Board approval for Supplemental agreement No.1 to D213654 with Greenman-Pedersen, Inc. for design services relative to the reconstruction of I-90 from MP 378.2 to MP 393.7 in the Buffalo Division. Agreement D213654 was executed in January 2007 with a Maximum Amount Payable of \$3.3 million.

The original scope of the work was to complete a rehabilitation of the pavement; however an analysis of pavement cores, soil samples and other testing showed that full-depth reconstruction of the highway was the most cost effective alternative.

At this time Authority staff is requesting approval of a Supplemental Agreement in the amount of \$1,000,000 which would revise the Maximum Amount Payable to \$4.3 million which is less than 3 percent of the estimated construction cost of \$150,000,000. Sufficient funding for the proposed Supplemental Agreement is provided in Item H911.1 of the 2011 Contracts Program.

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

RESOLUTION NO. 5872

APPROVING SUPPLEMENTAL AGREEMENT NO. 1 TO D213654 WITH GREENMAN-PEDERSEN, INC. FOR DESIGN SERVICES RELATIVE TO THE RECONSTRUCTION OF I-90, LEROY (MP 378.2) TO THE WEST OF BATAVIA (MP 393.7) IN THE BUFFALO DIVISION

RESOLVED, that the proposed Supplemental Agreement No. 1 to D213654 with Greenman-Pedersen, Inc., 80 Wolf Road,

Suite 300, Albany, New York 12205, for an additional sum of \$1,000,000 (Item H508.1 of the 2011 Contracts Program), be, and the same hereby is, approved, and be it further

RESOLVED, that the revised Maximum Amount Payable for this Agreement (D213654) be \$4,300,000 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 2011 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 17 by Mr. Bell and Mr. Nadratowski (Appendix Q)
Authorizing Negotiation and Execution of Engineering Term Agreement D214024 with HNTB New York Engineering and Architecture, P.C. for Services Relative to All Electronic Toll Collection

Mr. Bell presented this item seeking Board authorization to negotiate and execute Agreement D214024 with HNTB New York Engineering and Architecture PC with a Maximum Amount Payable not to exceed \$2,000,000. Sufficient funding for this Agreement is provided for in Item I 102.1 of the 2011 Contracts Program.

In accordance with Authority policy, HNTB New York Engineering and Architecture PC has been designated to examine the feasibility of implementing All Electronic Toll Collection on the Thruway System. Under this agreement, the Authority Board can opt to move forward with the implementation of All Electronic Toll Collection, and the firm may be required to provide design services to change/replace current toll collection facilities to adapt to All Electronic Toll Collection. The period for this Agreement is three years with an option for an additional year. This is a sorely needed contract.

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

RESOLUTION NO. 5873

**AUTHORIZING NEGOTIATION AND EXECUTION OF
ENGINEERING TERM AGREEMENT D214024 WITH
HNTB NEW YORK ENGINEERING AND
ARCHITECTURE, P.C. FOR SERVICES RELATIVE TO
ALL ELECTRONIC TOLL COLLECTION**

RESOLVED, that the Chief Engineer be, and hereby is, authorized to negotiate and execute engineering term agreement D214024 with HNTB New York Engineering and Architecture, P.C., 1762 Central Avenue, Albany, New York 12205, for services relative to all electronic toll collection, provided that the Maximum Amount Payable does not exceed \$2,000,000 which is currently provided through the 2011 Contracts Program (Item I102.1), and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2011 Contracts Program Resolution and other Board authorizations, and suspend or terminate the agreement in the best interests of the Authority, and be it further

RESOLVED, that the information relating to this agreement be included in the Chief Engineer's Quarterly Report to the Board on Contracts Program activities, such information to include the exact Maximum Amount Payable and date of execution of the agreement, and be it further

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

OTHER BUSINESS

Mr. Bryan reported on the Bentley Systems contract listed in the Personal Service Contract item (which Mr. Rice inquired about earlier). This is an engineering project that IT is assisting with for Bentley to help digitize the Authority's ancient architectural and design drawings which are currently on very old film and degrading paper.

ADJOURNMENT

There being no further business to come before the Board, without any objections, on the motion of Ms. Luh, seconded by Mr. Sall, the meeting was adjourned at 12:00 p.m. and went directly into the Canal Corporation Board Meeting.

Judy A. Gallagher
Assistant Secretary

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