



**MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 725
January 23, 2017**

Minutes of a meeting of the New York Thruway Authority, held in the board room at, 200 Southern Boulevard, Albany, New York.

The meeting of the New York State Thruway Authority Board opened in session for the consideration of various matters. These minutes reflect only the item considered by the New York State Thruway Authority Board. The meeting began approximately at 11:33 a.m.

The following committee members were present:

- Donna Luh, Vice Chair
- Richard N. Simberg, Board Member
- Robert Megna, Board Member
- Jose Holguin-Veras, Ph.D., Board Member
- Stephen Saland, Board Member
- Robert Megna, Board Member, via video conference
- Joanne Mahoney, Chair, phone conference

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

Member of the Board excused:

- J. Donald Rice, Jr.

Staff Present:

- Bill Finch, Acting Executive Director
- Gordon Cuffy, General Counsel
- Matt Howard, Treasurer and Chief Financial Officer
- Richard Lee, Chief Engineer
- Jennifer Givner, Director of Media Relations & Communications
- Harry Lennon, Director of Internal Audit
- Major Joseph Dodd, New York State Police
- Brian Digman, Director of Information Technology
- Kim McKinney, Chief Technology Officer
- John Barr, Acting Director of Administrative Services
- Mark Hixson, Deputy Director Maintenance & Operations
- Lawrence Norville, Chief Compliance Officer
- Tony Kirby, Director of Real Property Management
- Rick Matters, Real Estate Officer 1
- Kevin Allen, Director of Purchasing

Frank Macarilla, Information Technology Specialist
Kathleen LeFave, Board Secretary

Also in attendance:

Brian Stratton, Director NYS Canal Corporation
John Callaghan, Deputy Director of Canals
Howard Goebel, Deputy Director for Canal Engineering, Construction & Maintenance
Vincent Pellegrino, OGS Media Services
Paul Minni, OGS Media Services
Rick Karlin, Times Union
Nick Niedzwiadek, Politico

Vice-Chair Luh called the meeting of the Thruway Authority Board to order.

Ms. LeFave recorded the minutes as contained herein (public notice of the meeting had been given).

PUBLIC COMMENT PERIOD RELATED TO THE MEETING AGENDA

There were no comments made during the period.

Item 1 by Vice-Chair Donna Luh (Appendix A)
Governor's Executive Budget Transcript

Vice Chair Luh informed Board Members that the Governor's Executive Budget transcript was in their material for them to review.

Discussion with the Board Members is included in the video recording of the meeting.

Item 2 by Kevin Allen (Appendix B)
Report on Procurement Contracts and Other Agreements Up to \$200,000 Executed by the Acting Executive Director During the Period October 1, 2016 Through December 31, 2016

Vice-Chair Luh invited Mr. Allen to present the report of procurement contracts.

Upon motion duly made and seconded, without any objections, the Board accepted the Report on Procurement Contracts and other Agreements Executed by the Acting Executive Director during the quarter ending December 31, 2016.

Item 3 by Vice-Chair Luh and Acting Executive Director Finch (Appendix C)
Acknowledged Canal Corporation Director Brian Stratton and Corporation Staff

Vice-Chair Luh and Acting Executive Director Finch presented Director Brian Stratton with a Pen Certificate and Citation from Governor Andrew M. Cuomo offering congratulations and best wishes to the Canal Corporation and the Canal Recreationway Commission as they embark on a third century of operating the NYS Canals under the oversight of the New York Power Authority.

Item 4 by Vice-Chair Luh (Appendix D)
Approval of Minutes of Meeting No. 724 and CC-209

Vice-Chair Luh asked for a motion to approve the minutes of the previous meeting.

Upon motion duly made and seconded, the Board approved the minutes of Meeting No. 724 and CC-209 held on December 5, 2016, which were made available to the Board Members as part of the Agenda.

Item 5 by Matt Howard (Appendix E)
Financial Report for November 2016

The financial report was advanced to the Board at the recommendation of the Finance Committee.

Upon motion duly made and seconded, the Board accepted the Financial Report for November 2016.

Item 6 by Matt Howard (Appendix F)
Investment Transaction – Fourth Quarter 2016

The item was advanced to the Board at the recommendation of the Finance Committee.

Upon motion duly made and seconded, the Board accepted the exhibits submitted in accordance with the Authority's Investment Policy.

Item 7 by Matt Howard (Appendix G)
Approval of the Thruway Real Property Management Plan for 2017; Proposed Transactional Authorizations Thereunder; and Approval of Proposed Amendments to the Thruway Real Property Management Policy

After a brief discussion with the Board Members of the Governance Committee this item was tabled until a future Board Meeting.

Item 8 by Bill Finch (Appendix H)
Appointing Harry Lennon as Director of Audit and Management Services

Mr. Finch presented the resolution seeking the approval of the Board to appoint Harry Lennon as Director of Audit and Management Services.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, the Board approved the amendment and adopted the following resolution:

RESOLUTION NO.6123

**STAFF APPOINTMENT OF HARRY LENNON AS
DIRECTOR OF AUDIT AND MANAGEMENT SERVICES**

RESOLVED, that the BOARD hereby appoints Harry Lennon as Director of Audit and Management Services effective January 23, 2017, for which funds are available in the 2017 Operating Budget, and it be further

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

Item 9 by Gordon Cuffy (Appendix I)

To consider at act upon authorizing the Acting Executive Director to Enter into an Agreement with Pugh, Jones & Johnson, P.C. to Provide Co-Bond Counsel Services to the Authority

Mr. Cuffy presented the resolution seeking the approval of the Board to enter into an agreement with Pugh, Jones & Johnson, P.C. to provide co-bond counsel services to the Authority.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, the Board approved the amendment and adopted the following resolution:

RESOLUTION NO.6124

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH PUGH, JONES & JOHNSON, P.C. TO PROVIDE CO-BOND COUNSEL SERVICES TO THE AUTHORITY

RESOLVED, that the Acting Executive Director be, and he hereby is, authorized to execute an agreement with Pugh, Jones & Johnson, P.C. to Provide Co-Bond Counsel Services to the Authority.

RESOLVED, that the co-bond counsel agreement with Pugh, Jones & Johnson, P.C. shall have a maximum amount payable of \$200,000 and the agreement shall commence as soon as practicable, and end on or about June 30, 2021 and shall be on such other terms and conditions that the Acting 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 Acting Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, to manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this item and other Board authorizations, and suspend or terminate the agreements in the best interests of the Authority, and be it further

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

Item 10 by Rich Lee (Appendix J)

Authorizing the Execution of Nine Agreements (D214534, D214535, D214536, D214538, D214539, D214540, D214541, D214553 and D214562) with Eight Firms

Mr. Lee presented the resolution seeking the approval of the Board to execute engineering agreements with eight firms.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, the Board approved the amendment and adopted the following resolution:

RESOLUTION NO. 6125

AUTHORIZING THE EXECUTION OF NINE ENGINEERING AGREEMENTS (D214534, D214535, D214536, D214538, D214539, D214540, D214541, D214553 AND D214562) WITH EIGHT FIRMS

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute nine agreements (D214534, D214535, D214536, D214538, D214539, D214540, D214541, D214553 and D214562) with the eight firms listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete

services for the projects through these agreements, with the Maximum Amount Payable of each agreement not to exceed the amount shown in the attached Exhibit A, and such agreements shall be on such other terms and conditions as the Chief Engineer, in consultation with the General Counsel, determines to be in the best interest of the Authority, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreements, manage and administer the agreements, amend the provisions of the agreements consistent with the terms of this Item and in accordance with the 2017 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 11 by Matt Howard (Appendix K)

Authorizing the Acting Executive Director to Execute an Agreement with Applications Software Technology Corporation for the Upgrade of the Authority's Oracle eBusiness Suite and for Ongoing Application Support

Mr. Howard presented the resolution seeking the approval of the Board to authorize the Acting Executive Director to execute an agreement with Applications Software Technology Corporation for the Upgrade of the Authority's Oracle eBusiness Suite and for ongoing application support.

Details of the presentation and discussion with Board Members are included in the video recording of the meeting.

Upon motion duly made and seconded, the Board approved the amendment and adopted the following resolution:

RESOLUTION NO.6126

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH APPLICATIONS SOFTWARE TECHNOLOGY CORPORATION FOR THE UPGRADE OF THE AUTHORITY'S ORACLE EBUSINESS SUITE AND FOR ONGOING APPLICATION SUPPORT

RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to execute an agreement with Applications Software Technology Corporation, 1775 Park Street, Suite 100, Naperville, IL 60563 for a maximum amount payable of \$1,815,400 for the Upgrade of the Authority's Oracle eBusiness Suite and for Ongoing Application Support; and be it further

RESOLVED, that such agreement be on terms and conditions deemed to be in the best interest of the Authority and consistent with all Authority polices; and be it further

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

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

GENERAL PUBLIC COMMENT PERIOD

There were no comments made during the period.

ADJOURNMENT

There being no other business, upon motion duly made and seconded, the board voted to adjourn until its next meeting scheduled for March 27, 2017.


Kathleen LeFave
Board 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 four months.