



**MINUTES  
NEW YORK STATE THRUWAY AUTHORITY  
BOARD MEETING NO. 730  
September 25, 2017**

Minutes of a meeting of the New York Thruway Authority, held in the boardroom 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 items considered by the New York State Thruway Authority Board. The meeting began approximately at 11:26 a.m.

The following committee members were present:

- Joanne M. Mahoney, Chair
- Robert Megna, Vice-Chair
- Richard N. Simberg, Board Member
- Stephen Saland, Board Member
- George Miranda, Board Member

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

Members of the Board excused:

- Jose Holguin-Veras, Ph.D.
- Don Rice

Staff Present:

- Matthew J. Driscoll, Acting Executive Director
- Adam Wood, Chief of Staff
- Matt Howard, Treasurer and Chief Financial Officer
- Jennifer Givner, Director of Media Relations & Communications
- Joseph Igoe, Assistant Counsel
- Richard Lee, Chief Engineer
- Mark Hixson, Deputy Director Maintenance & Operations
- Kim McKinney, Chief Technology Officer
- Dave Malone, Director of Accounting & Disbursements
- Major Douglas Keyer, New York State Police
- Harry Lennon, Director of Internal Audit
- John Barr, Acting Director of Administrative Services
- Eric Christensen, Director of Operations
- Sharon Tate, Manager Information Technical Services 1
- Kevin Allen, Director of Purchasing

Tony Kirby, Director of Real Property Management  
Jonathan Dougherty, Deputy Director of Media Relations and Communications  
Larry Soeller, Interim Division Director - New York Division  
Pat Dunnigan, Thruway Maintenance Supervisor 2  
Donald Wood, Thruway Maintenance Supervisor 2  
Frank Macarilla, Information Technology Specialist  
Karen Wilson, Information Technology Specialist  
Kathleen LeFave, Board Secretary

Also in attendance:

Stephen Grabowski, Acting New York Division Director (RETIRED)  
Rick Karlin, Times Union  
Jerry Olbrich, OGS Media Services Center  
Steven Alifano, OGS Media Services Center

Chair Mahoney 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).

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### **PUBLIC COMMENT PERIOD RELATED TO THE MEETING AGENDA**

There were no comments made during the period.

#### **Item 1 by Chair Mahoney (Appendix A)** **Approval of the Minutes of Meeting No. 728**

Chair Mahoney 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. 728 held on July 17, 2017, which were made available to the Board Members as part of the Agenda.

#### **Item 2 by Matt Howard (Appendix B)** **Financial Reports for June and July 2017**

The financial reports were advanced to the Board at the recommendation of the Finance Committee.

Upon motion duly made and seconded, the Board accepted the Financial Reports for June and July 2017.

#### **Item 3 by Matt Howard (Appendix C)** **Approval of the Authority's Investment Transactions – Second Quarter**

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

Upon motion duly made and seconded, the Board accepted the Authority's Investment Transactions – Second Quarter.

**Item 4 by Matt Howard (Appendix D)**

**Authorizing the Acting Executive Director to Enter into a Contract for the Provision of Government Banking Services**

Mr. Howard presented the resolution to permit the designation of a firm to provide general banking services for depositing, disbursing, monitoring and reporting of Authority funds, and to provide web based banking and electronic cash management system services for 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 accepted the resolution and exhibits approving the Acting Executive Director to enter into a contract for the Provision of Government Banking Services documents and authorizing and authorized officer to execute any other necessary documents related thereto:

RESOLUTION NO. 6147

AUTHORIZING THE DESIGNATION OF A FIRM TO PERFORM GOVERNMENT BANKING SERVICES AND AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO ENTER INTO A CONTRACT WITH THE DESIGNATED FIRM FOR GOVERNMENT BANKING SERVICES

RESOLVED, that the Board authorizes the designation of JPMorgan Chase Bank, N.A. to provide general banking services for depositing, disbursing, monitoring and reporting of Authority funds, and to provide web based banking and electronic cash management system services for the Authority, and be it further

RESOLVED, that contingent upon the completion of vendor responsibility reviews and positive results, the Acting Executive Director is authorized to enter into a contract with JPMorgan Chase Bank, N.A. to provide general banking services for the Authority related to Authority funds deposited and dispersed on such terms and conditions deemed to be in the best interests of the Authority, and be it further

RESOLVED, that the Contract shall be for a term of five years, with options to renew for two additional one year terms at the Authority's sole discretion, for a maximum amount payable of \$950,000, and be it further

RESOLVED, that the costs of such services will be covered under a compensating balance arrangement where applicable, or by direct payment at the Authority's option, where the compensating balance arrangement provides for earnings credit on a monthly basis, and such earnings credit is based upon an earnings credit rate applied to a monthly balance retained for such purpose, and the calculated earnings credit is applied as compensation for fees charged for services provided, 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 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 5 by Mark Hixson (Appendix E)**  
**Recognizing and Honoring Stephen Grabowski**

Mr. Hixson presented the resolution recognizing and honoring Stephen Grabowski for his outstanding commitment and public service to the New York State Thruway Authority as the Acting New York Division Director.

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 and adopted the following resolution:

RESOLUTION NO. 6148

**RECOGINZING AND HONORING STEPHEN GRABOWSKI**

WHEREAS, Stephen Grabowski was employed by the New York State Thruway Authority since January 1988, and

WHEREAS, Mr. Grabowski provided meritorious and distinguished service to the New York State Thruway Authority, and

WHEREAS, the numerous highlights and achievements of Mr. Grabowski's service record with the Authority include the initial installation of the movable barrier on the Tappan Zee Bridge; the Interchange 8 Reconstruction Project in Westchester; the reconstruction of Interchange 17 in Newburgh/I-84/Route 17K/Stewart Airport and the Authority's maintenance facilities in Newburgh; his

critical role in the operation and maintenance of the Tappan Zee Bridge and instrumental coordination of the current and future bridge operations with the New New York Bridge Team; and Mr. Grabowski's vital part in the Authority's response efforts to major storms in the New York Division, including super-storm Sandy, and tropical storms Irene and Lee, now therefore, be it,

RESOLVED, Mr. Grabowski's service is hereby proclaimed as meeting the very highest standards in public service, and be it further

RESOLVED, the Thruway Authority Board hereby extends to Mr. Grabowski its thanks and appreciation for his service and his many contributions to the Board and Staff in their respective activities and programs, and be it further

RESOLVED, the Thruway Authority Board hereby extends to Mr. Grabowski its best wishes for a happy, healthy, and productive retirement, and be it further

RESOLVED, a copy of this resolution be presented to Mr. Grabowski and be incorporated in the minutes of this meeting.

**Item 6 by Mark Hixson (Appendix F)**

**Authorizing the Acting Executive Director to Execute an Agreement with the Thousand Islands Bridge Authority for the Provision of E-ZPass Services**

Mr. Hixson presented the resolution seeking the approval of the Board to authorize the Acting Executive Director to Execute an Agreement with the Thousand Islands Bridge Authority for the Provision of E-ZPass 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 and adopted the following resolution:

RESOLUTION NO. 6149

**AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH THE THOUSAND ISLANDS BRIDGE AUTHORITY FOR THE PROVISION OF E-ZPASS SERVICES**

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RESOLVED, that the Acting Executive Director be, and hereby is, authorized to execute an agreement with the Thousand Islands Bridge Authority ("TIBA") for the provision of E-ZPass services ("Agreement"); and be it further

RESOLVED, that such Agreement shall have a term that is coterminous with the term of the NYSTA's June 12, 2007 agreement with CONDUENT for operation of the E-ZPass New York Customer Service Center, shall provide that TIBA reimburse the Authority for the operational and other costs associated with processing TIBA's E-ZPass transactions, and shall be on such other terms and conditions as 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, 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.

**Item 7 by Mark Hixson (Appendix G)**

**Authorizing an Agreement(s) with the County of Seneca and the Seneca County Route 318 Corridor Sewer Improvement District for the Installation of Waste Water Treatment Facilities and the Provision of Waste Water Treatment Services**

Mr. Hixson presented the resolution seeking the approval of the Board authorizing an Amendment(s) with the County of Seneca and the Seneca County Route 318 Corridor Sewer Improvement District for the Installation of Waste Water Treatment Facilities and the Provision of Waste Water Treatment 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 and adopted the following resolution:

RESOLUTION NO. 6150

**AUTHORIZING AGREEMENT(S) WITH THE COUNTY OF SENECA AND THE SENECA COUNTY ROUTE 318 CORRIDOR SEWER IMPROVEMENT DISTRICT FOR THE INSTALLATION OF WASTE WATER TREATMENT FACILITIES AND THE PROVISION OF WASTE WATER TREATMENT SERVICES**

RESOLVED, that the Acting Executive Director or his designee be, and hereby is authorized to execute Agreement(s) with the County of Seneca and the Seneca County Route 318 Corridor Sewer Improvement District for the installation of a sewer transmission system and for the provision of waste water treatment service for the Junius Pond Service Area, both as outlined in the agenda item, provided that the Authority's payment related to construction shall not exceed one million three hundred ninety two thousand five hundred ninety four dollars, and provided further that such agreement(s) include such other terms and conditions as may be deemed to be necessary or in the best interest of the Authority by the Acting Director of Maintenance and Operations, the General Counsel and the Chief Financial Officer, 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 agreement(s), to manage and administer the agreements, to amend the provisions of the agreements provisions of the agreements, consistent with the terms of this Item and other Board authorizations and to suspend or terminate the agreements if in the best interests of the Authority; and be it further

RESOLVED, that sufficient funds will be identified in the Authority's 2018 Operating Budget and the 2017 and draft 2018 Contracts Programs through Item A867.3; and be it further

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

**Item 8 by Joe Igoe (Appendix H)**

**Authorizing the Acting Executive Director to Execute a Contract with the Town of Montgomery, New York for the Transfer of Tappan Zee Bridge Deck Panels for Less Than Fair Market Value**

Mr. Igoe presented the resolution seeking the approval of the Board to authorize the Acting Executive Director to execute a contract with the Town of Montgomery, New York for the Transfer of Tappan Zee Bridge Deck Panels for less than fair market value.

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 authorized the transfer and adopted the following resolution:

RESOLUTION NO. 6151

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE  
A CONTRACT WITH THE TOWN OF MONTGOMERY, NEW YORK  
FOR THE TRANSFER OF TAPPAN ZEE BRIDGE DECK PANELS FOR  
LESS THAN FAIR MARKET VALUE

RESOLVED, that the transfer of two deck panels from the Tappan Zee Bridge to the Town of Montgomery for one dollar consideration, on the terms described and recommended in this agenda item, be and hereby is, approved, subject to such other legal, financial, engineering, and other terms as may be deemed by the Acting Executive Director, the Project Director for the New NY Bridge Project, or the General Counsel, to be in the best interest of the Thruway Authority and consistent with the intent of this agenda item, and be it further

RESOLVED, that the Authority's Contracting Officer determined the transfer of two panels to the Town of Montgomery may be by negotiation without public advertising because such disposal falls under Section 2897 (6) (c) (v) and Section 2897 (7) of the Public Authorities Law, and Section IV.E. of the Personal Property Disposal Policy, and that the transfer of the deck panels on the terms recommended in the agenda item complies with all applicable provisions of law, including Article 9, Title 5-A of the Public Authorities Law, and with the Personal Property Disposal Policy; and be it further

RESOLVED, that, based upon the information provided by the Town of Montgomery, as found in Exhibit C, there is no reasonable alternative to the proposed below-market transfer to the Town of Montgomery that would achieve the same purposes of such transfer, and be it further

RESOLVED, that the Acting Executive Director, or his designee, be authorized to execute all documents necessary to effectuate the transfer of the deck panels to the Town of Montgomery; and be it further

RESOLVED, that the Acting Executive Director, the Chief Financial Officer, the Project Director for the New NY Bridge Project, and the General Counsel be, and the same hereby are, authorized to take all actions necessary to effectuate the transfer of the deck panels to the Town of Montgomery; and be it further

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

**Item 9 by Rich Lee (Appendix I)**  
**Authorizing the Execution of Supplemental Agreement No. 1 to Engineering Agreements D214445 and D214446**

Mr. Lee presented the resolution seeking authorization for the execution of Supplemental Agreement No. 1 to Engineering Agreements D21445 and D214446.

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 authorized the transfer and adopted the following resolution:

RESOLUTION NO. 6152

AUTHORIZING THE EXECUTION OF SUPPLEMENTAL AGREEMENT NO. 1 TO ENGINEERING AGREEMENTS D214445 AND D214446

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RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 1 to D214445 with HAKS Engineers, Architects and Land Surveyors, D.P.C., 40 Wall Street, 11<sup>th</sup> Floor, New York, New York 12110, for an additional sum of \$4,000,000 (Item BS916.1 of the 2017 Contracts Program), and such Supplemental Agreement 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 revised Maximum Amount Payable for Agreement D214445 be \$8,200,000, and be it further

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 1 to D214446 with WSA Group PE-PC, 11 British American Boulevard, Suite 200, Latham, New York 12110, for an additional sum of \$3,400,000 (Item BS916.2 of the 2017 Contracts Program), and such Supplemental Agreement 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 revised Maximum Amount Payable for Agreement D214446 be \$6,000,000, and be it further

RESOLVED, that there is sufficient funding from Items BS916.1 and BS916.2 of the 2017 and proposed draft 2018 Contracts

Programs for the Supplemental Agreements to D21445 and D21446, 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 Agreements, manage and administer the Supplemental Agreements, amend the provisions of the Supplemental 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 Supplemental Agreements in the best interest 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 Five Engineering Agreements (D214590, D214591, D214592, D214616 and D214619) with Five Firms**

Mr. Lee presented the resolution seeking authorization for the execution of Five Engineering Agreements (D214590, D214591, D214592, D214616 and D214619) with Five 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 authorized the transfer and adopted the following resolution:

RESOLUTION NO. 6153

**AUTHORIZING THE EXECUTION OF FIVE ENGINEERING AGREEMENTS (D214590, D214591, D214592, D214616 and D214619) WITH FOUR FIRMS**

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RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute five agreements (D214590, D214591, D214592, D214616 and D214619) with the four 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 sufficient funding for the five agreements (D214590, D214591, D214592, D214616 and D214619) are provided from the 2017 and proposed draft 2018 Contracts Programs Items listed in 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 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 Kim McKinney (Appendix K)**

**Authorizing the Acting Executive Director to Execute an Agreement with AT&T Corporation for the Implementation of a Global Position System for Authority Plow Trucks**

Ms. McKinney presented the resolution seeking authorization for the Acting Executive Director to Execute an Agreement with AT&T Corporation for the Implementation of a Global Position System for Authority Plow Trucks.

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 authorized the transfer and adopted the following resolution:

RESOLUTION NO. 6154

**AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH AT&T CORPORATION FOR THE IMPLEMENTATION OF A GLOBAL POSITION SYSTEM FOR AUTHORITY PLOW TRUCKS.**

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RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to execute an agreement with AT&T Corporation, One AT&T Way, Bedminster, NJ 07921, for a

maximum amount payable of \$366,090 for the implementation of a Global Positioning System for Authority Plow Trucks; 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.

**Item 12 by Kim McKinney (Appendix L)**

**Authorizing the Acting Executive Director to Execute a Non-Engineering Personal Services Contract with New York State Technology Enterprise Corporation (NYSTEC) Assistance with the Development of Two RFPs, Fiber Maintenance and Marketing**

Ms. McKinney presented the resolution seeking authorization for the Acting Executive Director to Execute a Non-Engineering Personal Services Contract with New York State Technology Enterprise Corporation (NYSTEC) Assistance with the Development of Two RFPs, Fiber Maintenance and Marketing.

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 authorized the transfer and adopted the following resolution:

RESOLUTION NO. 6155

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE A NON-ENGINEERING PERSONAL SERVICES CONTRACT WITH NEW YORK STATE TECHYNOLOGY ENTERPRISE CORPORATION (NYSTEC) ASSISTANCE WITH THE DEVELOPMENT OF TWO RFP'S, FIBER MAINTENANCE AND MARKETING

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RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to execute an purchase order with New York

State Technology Enterprise for a maximum amount payable of \$159,624.82 for the purpose of providing personal services in connection with the Authority's fiber optics system as described in this Board item; 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 policies; 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.

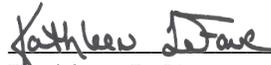
**Item 13 by Director Driscoll (Appendix M)**  
**Suggested 2018 Meeting Dates**

Chair Mahoney asked Board Members to review the suggested meeting dates for 2018 and if there are any issues with the suggested date please let Kathy LeFave know.

**GENERAL PUBLIC COMMENT PERIOD**

**ADJOURNMENT**

There being no other business, upon motion duly made and seconded, the board voted to adjourn until its next meeting scheduled for November 13, 2017.

  
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Kathleen LeFave  
Board Secretary