



**MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 737
April 4, 2019**

Meeting minutes 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 12:09 p.m.

The following committee member was present in Syracuse Division:
Joanne M. Mahoney, Chair

In Albany:
Robert Megna, Vice-Chair
Jose Holguin-Veras, Ph.D., Board Member

In Tarrytown:
George Miranda, Board Member

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

Board Members Donald Rice and Stephen Saland were excused.

Staff Present:
Matthew Trapasso, Chief of Staff
Christopher O'Brien, General Counsel
Matt Howard, Treasurer and Chief Financial Officer
Richard Lee, Chief Engineer
Major Doug Keyer, Troop T
Harry Lennon, Director of Internal Audit
Joseph Igoe, Deputy General Counsel
Jennifer Givner, Director of Media Relations & Communications
Dave Malone, Director of Accounting & Disbursements
Kevin Allen, Director of Purchasing
Scott Hollis, Information Technology Specialist 3
Kathleen LeFave, Board Secretary

Staff Present in Syracuse
Matthew J. Driscoll, Acting Executive Director
Frank Macarilla, Information Technology Specialist

Staff Present in Tarrytown:
Khurram Saeed, Director of Communication New NY Bridge

Also in attendance:
Paul Goetz, BST
Jon Gibbs, BST
Doron Bar-Levan, Harris Beach
Steve Peyser, Public Resources Advisory Group
Murray Bodin, Welded Steel Sculptures
Adam Toteno, OGS Media Services Center
Fred Abramson, 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).

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 736

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. 736 held on November 26, 2018, which was made available to the Board Members as part of the Agenda.

Item 2 by Matt Howard (Appendix B)
Financial Reports for October, November December 2018 and January 2019

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 October, November, December 2018 and January 2019.

Item 3 by Matt Howard (Appendix C)
Review and approval of the Authority's Investment Transactions – Fourth Quarter 2018

The Authority's Investment Transactions item was advanced to the Board at the recommendation of the Finance Committee.

Upon motion duly made and seconded, without any objections, the Board accepted the Authority's Investment Transactions – Fourth Quarter report.

Item 4 by Matt Howard (Appendix D)
Review and approval of the Authority's Annual Investment Report

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

Upon motion duly made and seconded, without any objections, the Board approved the Authority's Annual Investment Report and adopted the following resolution:

RESOLUTION NO.6198

REVIEW AND APPROVAL OF THE AUTHORITY'S ANNUAL INVESTMENT REPORT

RESOLVED, that the Authority's Investment Report including the revised policy statement FINANCIAL INVESTMENTS, the annual report by the independent auditors, and the listing of investment income has been reviewed and is hereby approved, and be it further

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

Item 5 by Matt Howard
Review and approval of the Annual Report of 2018 Procurement Contracts

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

Upon motion duly made and seconded, without any objections, the Board approved 2018 Procurement Contracts and adopted the following resolution:

RESOLUTION NO. 6199

ANNUAL REPORT OF 2018 PROCUREMENT CONTRACTS

RESOLVED, that the Schedules of 2018 Procurement Contracts (Exhibits A1, A2 and A3), as submitted, are hereby accepted, and be it further

RESOLVED, that all such contracts were executed in accordance with the applicable provisions of the following Board approved Policy Statement: PROCUREMENT CONTRACTS (25-5-01), unless otherwise authorized by the Board, and be it further

RESOLVED, that the Bond Sale Report for Calendar Year 2018 (Exhibit B), as submitted, is hereby accepted, and be it further

RESOLVED, that staff is authorized to submit this report to the New York State entities as required by Section 2879 of the Public Authorities Law, and be it further

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

Item 6 by Matt Howard (Appendix E)

Review and Approval of the Issuance of Series 2019A Junior Indebtedness Obligation Anticipation Notes (the “2019 JIANs”) to Repay Outstanding Series 2013A Junior Indebtedness Obligations and the Issuance of Series 2019B Junior Indebtedness Obligations to Repay Such Series 2019A Junior Indebtedness Obligations Anticipation Notes (the “Series 2019B JIOs”)

The Item was advanced to the board at the recommendation of the Finance Committee.

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 Issuance of Series 2019A Junior Indebtedness Obligation Anticipation Notes (the 2019 JIANs”) and adopted the following resolution:

RESOLUTION NO. 6200

REVIEW AND APPROVAL OF THE ISSUANCE OF GENERAL REVENUE JUNIOR INDEBTEDNESS ANTICIPATION NOTES TO REPAY THE OUTSTANDING SERIES 2013A JUNIOR INDEBTEDNESS OBLIGATIONS AND THE ISSUANCE OF SERIES 2019B JUNIOR INDEBTEDNESS OBLIGATIONS TO REPAY THE SERIES 2019A JUNIOR INDEBTEDNESS ANTICIPATION NOTES

RESOLVED, in accordance with the New York State Thruway Act, Title 9 of Article 2 of the New York State Public Authorities Law, as amended (the “Act”), the Authority is authorized to issue its bonds, including refunding bonds and notes in such principal amount as, in the opinion of the Authority, shall be necessary to provide sufficient moneys for achieving the corporate purposes of the Authority, and be it further

RESOLVED, that the Act authorizes the Authority to adopt bond and note resolutions establishing the contract with its bond and note holders, and be it further

RESOLVED, that there has been approved by the Board, on November 7, 2013, a Resolution Authorizing General Revenue Junior Indebtedness Obligations (as amended on August 6, 2014 and as supplemented from time to time, the “Junior Indebtedness Resolution”), and which consistent with the Act and the Authority’s General Revenue Bond Resolution, authorizes the issuance of Junior Indebtedness Obligations (“JIOs”), as special obligations of the Authority in accordance with the terms thereof to finance all or a portion of the costs of various corporate purposes of the Authority, and be it further

RESOLVED, that the Junior Indebtedness Resolution requires that the issuance of JIOs by the Authority shall be authorized by a supplemental resolution or resolutions of the Authority adopted at or prior to the time of issuance. In order to issue this series of JIOs, there has been prepared and submitted to the Board for approval a form of a Seventh Supplemental Junior Indebtedness Resolution Authorizing the Issuance of General Revenue Junior Indebtedness Obligations, Series 2019B (the “Series 2019B Supplemental Resolution”) authorizing the issuance of up to \$2,200,000,000 of Junior Indebtedness Obligations, Series 2019B (“Series 2019B JIOs”), and be it further

RESOLVED, that Section 206 of the Junior Indebtedness Resolution provides that whenever the Authority shall by supplemental resolution have authorized the issuance of a Series of Junior Indebtedness Obligations, the Authority may by resolution authorize the issuance of Junior Indebtedness Obligation Anticipation Notes in anticipation of the issuance of such Series of Junior Indebtedness Obligations, in a principal amount not exceeding the principal amount of the Junior Indebtedness Obligations of such series so authorized, and be it further

RESOLVED, that there has been prepared and submitted to the Board a form of resolution (the “Series 2019A JIAN Resolution”) authorizing up to \$1,605,000,000 2019A JIANs to provide sufficient funds to: (i) repay the outstanding principal amount of \$1.6 billion of Series 2013A Junior Indebtedness Obligations (“Series 2013A JIOs”); and (ii) Costs of Issuance of the 2019A JIANs, and be it further

RESOLVED, that there has been prepared and submitted to the Board the Series 2019B Supplemental Resolution authorizing the issuance of up to \$2,200,000,000 of Series 2019B JIOs on a tax-exempt and/or taxable basis to provide sufficient funds to (i) pay the principal of and interest on Junior Indebtedness Anticipation Notes, Series 2019A (“Series 2019A JIANs”) and costs related thereto upon their maturity; (ii) fund capitalized interest on the Series 2019B JIOs, (iii) make a deposit to the Junior Indebtedness Debt Service Reserve

Account established for the benefit of the holders of the Series 2019B JIOs; and (iv) pay the Costs of Issuance of the Series 2019B JIOs, and be it further

RESOLVED, that interest due on the Series 2013A JIOs at maturity will not be financed and will be paid from other available resources of the Authority, and be it further

RESOLVED, that pursuant to the Series 2019A JIAN Resolution and in accordance with Section 206 of the Junior Indebtedness Resolution, the Authority authorizes the issuance of Series 2019A JIANS and to sell such Series 2019A JIANS, at the discretion of an Authorized Officer (as defined in the Junior Indebtedness Resolution) either on a competitive or negotiated basis, and be it further

RESOLVED, that pursuant to the Series 2019B Supplemental Resolution, the Authority authorizes the issuance of its Series 2019B JIOs on a tax-exempt and/or taxable basis, and to sell such Series 2019B JIOs, at the discretion of an Authorized Officer (as defined in the Junior Indebtedness Resolution) either on a competitive or negotiated basis, and be it further

RESOLVED that if an Authorized Officer determines to offer and sell the Series 2019A JIANS and/or the Series 2019B JIOs on a competitive bid basis, such offer and sale shall be pursuant to a Notice of Sale, the form of which Notice of Sale for the Series 2019A JIANS has been set forth before the Board, and award of the Series 2019A JIANS and/or Series 2019B JIOs shall be made to the winning bidder(s) at the lowest true interest cost to the Authority, and be it further

RESOLVED, that the Board approves the form of the Notice of Sale for the Series 2019A JIANS in substantially the form submitted with this item and made a part of this resolution as though set forth in full herein, and to approve such changes to the terms of such Notice of Sale as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED that if an Authorized Officer (as defined in the Junior Indebtedness Resolution) determines to sell the Series 2019A JIANS and/or Series 2019B JIOs through a negotiated offering, the Authorized Officer shall have the power to select the underwriter(s) of the Series 2019A JIANS and/or Series 2019B JIOs, and that the Board approves the execution and delivery of a Note Purchase Agreement between the Authority and the underwriter(s) of the 2019A JIANS with customary financing provisions, subject to the limitations set forth in Sections 204 and 301 of the 2019A JIANS Resolution, and delegates to

an Authorized Officer the approval of such Note Purchase Agreement, and to execute and deliver a Purchase Agreement(s) with the underwriters on such terms that are in the best interests of the Authority as determined by such Authorized Officer in his or her reasonable judgment, said execution and delivery being conclusive evidence of such approval, and be it further

RESOLVED, that in connection with the offering and sale of the Series 2019A JIANS, the Board approves the form of the Preliminary Official Statement for the 2019A JIANS as submitted with this item, recognizing that such form will be subject to further changes and updating, and authorizes an Authorized Officer to approve such changes, updates, insertions and omissions as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that the Board authorizes the distribution and use of a Preliminary Official Statement relating to the offering and sale of the Series 2019A JIANS, with such changes, updates, insertions and omissions to the Preliminary Official Statements as may be approved by an Authorized Officer, said distribution and use being conclusive evidence of such approval, and any amendments or supplements thereto which may be necessary or desirable, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to confirm that the Preliminary Official Statements related to the Series 2019A JIANS is deemed final for purposes of Rule 15c2-12, promulgated under the Securities and Exchange Act of 1934 (“Rule 15c2-12”), except for certain permitted omissions and information not required under said Rule to be included therein, and be it further

RESOLVED, that the Board approves the form of the Amended and Restated Master Continuing Disclosure Agreement (the “Master CDA”) as submitted with this item, with such changes, updates, insertions and omissions as may be approved by an Authorized Officer, and authorizes an Authorized Officer to execute and deliver, on behalf of the Authority, the Master CDA, said execution and delivery being conclusive evidence of such approval, and be it further

RESOLVED, that the Board authorizes an Authorized Officer to execute and deliver, on behalf of the Authority, a final Official Statement relating to the Series 2019A JIANS in substantially the form of the Preliminary Official Statement, with such changes, updates, insertions and omissions as may be approved by an Authorized Officer, said execution or delivery being conclusive evidence of such approval, and any amendments or supplements thereto which may be necessary or desirable. After execution, if appropriate, an Authorized Officer is

hereby authorized to deliver to the initial purchaser(s) or underwriter(s), as the case may be, of the Series 2019A JIANs one or more executed copies of such final Official Statements and any further amendments or supplements thereto, and be it further

RESOLVED, that the Board approves the form of the Series 2019A JIAN Resolution as submitted with this item and made a part of this resolution as though set forth in full herein, and authorizes an Authorized Officer (as defined in the Junior Indebtedness Resolution) to approve and execute such changes to the Series 2019A JIAN Resolution as may be deemed necessary or convenient to effectuate the purposes thereof, and be it further

RESOLVED, that the Board approves the form of the Series 2019B Supplemental Resolution as submitted with this item and made a part of this resolution as though set forth in full herein, and authorizes an Authorized Officer (as defined in the Junior Indebtedness Resolution) to approve and execute such changes to the Series 2019B Supplemental Resolution as may be deemed necessary or convenient to effectuate the purposes thereof, and be it further

RESOLVED, that the Board confirms and ratifies the continuation and selection of The Bank of New York Mellon, New York, New York as Trustee and Paying Agent, and be it further

RESOLVED, that an Authorized Officer (as defined in the Junior Indebtedness Resolution) is authorized to: (i) make any determinations or selections and/or appointments of any necessary or convenient consultants or agents, (ii) execute any additional certificates, agreements or other documents necessary to facilitate the authorization, sale, issuance and delivery of the Series 2019A JIANs and the Series 2019B JIOs, (iii) achieve the other purposes of this Resolution, including but not limited to agreements with securities depositories and documents relating to credit enhancement, and (iv) do and cause to be done any and all acts and things necessary or proper to carry out the transactions contemplated by this Resolution, and be it further

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

Item 7 by Matt Howard (Appendix G)
Review and approval of the Report of BST & Co. CPAs, LLP Audit of the Authority's Financial Statements, Report on Compliance with Investment Guidelines, Report on Compliance with Single Audit Requirements and Required Communications

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

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 BST & Co. CPAs, LLC's Audit of the Authority's Financial Statements and adopted the following resolution:

RESOLUTION NO. 6201

REVIEW AND APPROVAL OF THE REPORT OF BST
& CO. CPAs, LLC'S AUDIT OF THE AUTHORITY'S
FINANCIAL STATEMENTS, REPORT ON
COMPLIANCE WITH INVESTMENT GUIDELINES
AND REPORTS ON COMPLIANCE WITH SINGLE
AUDIT REQUIREMENTS

RESOLVED, that the Authority's Financial Statements, Report on Compliance with Investment Guidelines and Reports on Compliance with Single Audit Requirements has been reviewed and is hereby approved, and be it further

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

Item 8 by Director Matthew Driscoll (Appendix H)

To consider and act upon the appointment of Matthew J. Trapasso to be the Chief of Staff

Director Driscoll presented the resolution seeking the authorization from the Board for the staff appointment of Matthew J. Trapasso to be Chief of Staff.

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 staff appointment of Matthew J. Trapasso to be the Chief of Staff of the Authority and adopted the following resolution:

RESOLUTION NO. 6202

STAFF APPOINTMENT OF MATTHEW J. TRAPASSO
AS CHIEF OF STAFF

RESOLVED, that the Board hereby appoints Matthew J. Trapasso as Chief of Staff effective April 1, 2019, at a salary designated by the Acting Executive Director, for which funds are available in the 2019 Operating Budget and it be further

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

Item 9 by Richard Lee (Appendix)

Authorizing the Execution of Four Agreements (D214711, D214712, D214713 and D214723) with Four Firms

Mr. Lee presented the resolution seeking authorization for the execution of four Engineering Agreements (D214711, D214712, D214713 and D214723) with four 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 execution of the four agreements and adopted the following resolution:

RESOLUTION NO. 6203

**AUTHORIZING THE EXECUTION OF FOUR AGREEMENTS
(D214711, D214712, D214713 and D214723) WITH FOUR
FIRMS**

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute four engineering agreements (D214711, D214712, D214713 and D214723) 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 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 2019 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 10 by Richard Lee (Appendix J)

Authorizing the Execution of Supplemental Agreement No. 1 to Engineering Agreement D214693 with WSA Group PE-PC

Mr. Lee presented the resolution seeking authorization for the Execution of Supplemental Agreement No. 1 to Engineering Agreement D214693 with WSA Group PE-PC.

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 Supplemental Agreement No. 1 to Engineering Agreement D214693 and adopted the following resolution:

RESOLUTION NO. 6204

AUTHORIZING THE EXECUTION OF SUPPLEMENTAL AGREEMENT NO. 1 TO ENGINEERING AGREEMENT D214693 WITH WSA GROUP PE-PC

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 1 to D214693 with WSA Group PE-PC, 11 British American Boulevard, Suite 200, Latham, New York 12110, for an additional sum of \$1,700,000 (Item BS916.1 of the 2019 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 this Agreement (D214693) be \$3,700,000 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 2019 Contracts Program Resolution and other Board authorizations, and suspend or terminate the Supplemental Agreement in the best interest of the Authority, and be it further

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

Item 11 by Richard Lee (Appendix K)

Authorizing Additional Funding for TAS 16-28B/D214479, Replacement of the I-90 over CSX Railroad (MP 284.74) and I-90 over Vine Street (MP 284.80) Bridges

Mr. Lee presented this resolution seeking authorization for the additional funding for TAS 16-28B/D214479, replacement of the I-90 over CSX Railroad and I-90 over Vine Street.

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 additional funding and adopted the following resolution:

RESOLUTION NO. 6205

AUTHORIZING ADDITIONAL FUNDING FOR TAS 16-23B/D214479, REPLACEMENT OF THE I-90 BRIDGE OVER CSX RAILROAD (MP 284.74) AND I-90 OVER VINE STREET (MP 284.80) BRIDGES

RESOLVED, that an additional \$1,400,000 (revising the total contract value to \$19,667,573.46) for TAS 16-23B/D214479, Replacement of the I-90 over CSX Railroad (MP 284.74) and I-90 over Vine Street (MP 284.80) Bridges be, and the same hereby is authorized, and be it further

RESOLVED, that the additional funding be allocated to TAS 16-23B/D214447 (Items B190.1 and B968.1) from bid savings and other adjustments made to the 2019 Contracts Program, and be it further

RESOLVED, that the Chief Engineer 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 the minutes of this meeting.

Item 12 by Matt Howard (Appendix L)

Authorizing the Acting Executive Director to Execute a Supplemental Contract with The Bank of New York Mellon (Contract C100932) to Extend the End Date of the Contract to March 15, 2033

Mr. Howard presented this resolution requesting authorization for the Acting Executive Director to execute a supplemental contract with The Bank of New York Mellon.

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 execution of the agreement and adopted the following resolution:

RESOLUTION NO. 6206

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE A SUPPLEMENTAL CONTRACT WITH THE BANK OF NEW YORK MELLON (CONTRACT C100932) TO EXTEND THE END DATE OF THE CONTRACT TO MARCH 15, 2033

RESOLVED, that the Board authorizes the Acting Executive Director or his designee to negotiate and execute a supplemental agreement with The Bank of New York Mellon (BNY Mellon) to extend the end date of the contract to March 15, 2033, 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 the minutes of this meeting.

Item 13 by Matt Howard (Appendix M)

Authorizing the Acting Executive Director to Execute an Agreement with Deloitte Consulting LLP for Services Related to the Configuration and Implementation of Hyperion PBCS as the Authority's New Budget Management Software System

Mr. Howard presented this resolution requesting authorization for the Acting Executive Director to execute an agreement with Deloitte Consulting LLP for services related to the configuration and implementation of Hyperion PBCS as the Authority's new Budget Management Software System.

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 execution of the agreement and adopted the following resolution:

RESOLUTION NO. 6207

AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH DELOITTE CONSULTING LLP FOR SERVICES RELATED TO THE CONFIGURATION AND IMPLEMENTATION OF HYPERION PBCS AS THE AUTHORITY'S NEW BUDGET MANAGEMENT SOFTWARE SYSTEM.

RESOLVED, that the Acting Executive Director or his designee be, and hereby is, authorized to execute an agreement with Deloitte Consulting LLP, 30 Rockefeller Plaza, New York, NY 10112-0015 for a maximum amount payable of \$699,000 for the configuration and implementation of Hyperion PBCS as the Authority's new budget management software system; 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 14 by Matt Howard (Appendix N)

Declaring Real Property Reference No. 391, Located in the Town of DeWitt and County of Onondaga, Not Necessary for the Authority's Corporate Purposes; and Authorizing the Sale Thereof

Mr. Howard presented this resolution declaring real property reference no. 391, located in the town of DeWitt and County of Onondaga, not necessary for the Authority's corporate purposes, authorized the sale thereof.

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 sale of real property reference no. 391 and adopted the following resolution:

RESOLUTION NO. 6208

DECLARING REAL PROPERTY REFERENCE NO. 391, LOCATED IN THE TOWN OF DEWITT AND COUNTY OF ONONDAGA, AS NOT NECESSARY FOR THE AUTHORITY'S CORPORATE PURPOSES; AND AUTHORIZING THE SALE THEREOF

RESOLVED, that the Board hereby finds, determines, and declares that real property reference no. 391 (hereinafter, "Property"), as shown and delineated as parcel no. 775 on exhibit II attached hereto and made a part hereof, is not necessary for the Authority's corporate purposes and, therefore, available for disposal; and be it further

RESOLVED, that the Acting Executive Director, or his designee(s), be, and the same hereby is/are, authorized to conduct a public, sealed-bid auction (hereinafter, "Auction") of the Property at a minimum-bid amount of \$202,500 (hereinafter, "Minimum Bid"); and be it further

RESOLVED, that the Acting Executive Director, or his designee, be, and the same hereby is, authorized to accept the highest bid that meets or exceeds the Auction's Minimum Bid, to memorialize such acceptance via the execution of an agreement for the sale of the Property with the highest bidder on terms and conditions consistent with those recommended in this agenda item, including payment of to cover the Authority's cost of installing a guiderail to separate the Property from the adjacent tandem lot and on such other terms and conditions deemed by General Counsel to be in the Authority's best interest, and to convey the Property to such highest bidder; and be it further

RESOLVED, that the Board's prior determination regarding the environmental significance of the disposal of this Property pursuant to the State Environmental Quality Review Act (hereinafter, "SEQRA"), pursuant to Resolution No. 6036 adopted at Meeting No. 708 on January 29, 2019, be, and the same hereby is, affirmed; and be it further

RESOLVED, that the Chief Engineer, or his designee, be, and the same hereby is, authorized to prepare and distribute any appropriate document(s) on behalf of the Board relative to such affirmation; and be it further

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

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

Item 15 by Matt Howard (Appendix O)

Declaring Real Property Reference Nos. TB17-1 and TB17-2, Located in the Town of Attica and County of Wyoming, as Necessary for the Authority's Corporate Purposes; and Authorizing the Acquisition thereof via Appropriation

Mr. Howard presented this resolution declaring real property reference nos. TB17-1 and TB17-2, located in the town of Attica and County of Wyoming, not necessary for the Authority's corporate purposes, authorized the acquisition thereof via appropriate.

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 acquisition of real property reference nos. TB17-1 and TB17-2 and adopted the following resolution:

RESOLUTION NO. 6209

DECLARING REAL PROPERTY REFERENCE NO. TB17-1, LOCATED IN THE TOWN OF ATTICA AND COUNTY OF WYOMING, AS NECESSARY FOR THE AUTHORITY'S CORPORATE PURPOSES; AND AUTHORIZING THE ACQUISITION THEREOF VIA APPROPRIATION

RESOLVED, that Real Property Reference No. TB17-1 (hereinafter, "Property"), as delineated on acquisition map nos. 900 and 901 in the county of Wyoming in the Ontario section of the Thruway, is hereby declared necessary for the Authority's corporate purposes; and be it further

RESOLVED, that acquisition of the Property by appropriation be, and the same hereby is, authorized in accordance with article 2, title 9, §354, subdivision 4 of the New York Public Authorities Law; and be it further

RESOLVED, that, pursuant to article 2, title 9, §358, subdivision 1 of the New York Public Authorities Law, the New York State Commissioner of Transportation (hereinafter, the

“Commissioner”) is hereby authorized to acquire, by appropriation, the Property for and on behalf of the Authority, and to execute any and all agreements and documents necessary to consummate such appropriation of the Property on the terms approved herein, provided, however, that Board authorization shall be required for any additional expenditures related to such acquisition that are not judicially ordered; and be it further

RESOLVED, that the sum of \$178,600.00 be, and the same hereby is, approved as the total value of the Property for the purpose of establishing the amount of just compensation to be offered to the owners thereof at the time of title vesting and to be apportioned as follows: \$3,600.00 to the owner of the portion of the Property delineated on map no. 900 and \$175,000.00 to the owner of the portion of the Property delineated on map no. 901; and be it further

RESOLVED, that, based upon the rationale set forth in this agenda item, acquisition of the Property is hereby found to be de minimis in nature, and that, in accordance with § 206 (D) of the New York Eminent Domain Procedure Law, the Authority hereby acknowledges itself as being exempt from the requirement of conducting a public hearing; and be it further

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

RESOLVED, that the Chief Engineer be, and the same hereby is, authorized to execute the SEQRA Short Environmental Assessment Forms and Negative Declarations in accordance with the Recommendation, and to distribute any required documents on behalf of the Board relative to the implementation of this Board action; and be it further

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

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

Item 16 by Kevin Allen (Appendix P)

Report on Procurement Contracts and Other Agreements Up to \$200,000 Executed by the Acting Executive Director During the Period October 1, 2018 Through December 31, 2018

Mr. Allen presented the report of procurement contracts to the Board.

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 period October 1, 2018 through December 31, 2018.

GENERAL PUBLIC COMMENT PERIOD

Mr. Murray Bodin of Welded Steel Sculptures signed up for the general comment period. Mr. Bodin's comments are included in the video recording of the meeting.

ADJOURNMENT

There being no other business, upon motion duly made and seconded, the board voted to adjourn the meeting at 12:33 p.m. The next meeting is scheduled for June 17, 2019.



Kathleen LeFave
Board Secretary