



**MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 749
June 7, 2021**

Meeting minutes of the New York Thruway Authority, due to COVID19 was held by Webinar.

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 11:25 a.m.

The following committee members were present on Webinar:

Joanne M. Mahoney, Chair
Robert Megna, Vice-Chair
Jose Holguin-Veras, Ph.D., Board Member
Donald Rice, Board Member
Stephen Saland, Board Member

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

Staff present on Webinar:

Matthew J. Driscoll, Executive Director
Matthew Trapasso, Chief of Staff
Frank Hoare, General Counsel
Matt Howard, Treasurer and Chief Financial Officer
Rich Lee, Chief Engineer
Jim Konstalid, Director of Maintenance & Operations
Harry Lennon, Director, Audit & Management Services
John Barr, Administrative Services
Eric Christensen, Deputy Director, Maintenance & Operations
Tim Bonney, Director of Application Development
Jon Dougherty, Deputy Director Media Relations
Andy Trombley, Director of Contracts & Procurements
Peter Nilsson, Information Technology Specialist
Sean Lasher, Information Technology Specialist
Tanya Morris, Board Secretary

Chair Mahoney called the meeting of the Thruway Authority Board to order.

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

PUBLIC COMMENT PERIOD RELATED TO THE MEETING AGENDA

Chair Mahoney stated that due to COVID19 and Executive Order 202.1, we are able to have our Board Meeting by Webinar. Individuals who wish to address items on today's agenda would have had to submit their written comments via email prior to this Board Meeting to the Board Administrator.

Chair Mahoney asked Ms. Morris if there were any public comments. Ms. Morris stated there were no comments. Details of the comments are included in the Webinar recording of the meeting.

Item 1 by Chair Mahoney (Appendix A) **Approval of the Minutes of Meeting No 748**

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. 748 held March 29, 2020, which was made available to the Board Members as part of the Agenda.

Item 2 by Matt Howard (Appendix B) **Financial Reports– January, February & March 2021**

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 audio recording of the meeting.

Upon motion duly made and seconded, the Board accepted the Financial Reports for January, February & March 2021.

Item 3 by Matt Howard (Appendix C) **Investment Transactions –First Quarter 2021**

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 Item.

Item 4 by Matt Howard (Appendix D)
Approving the Twentieth Supplemental Resolution, Authorizing the Issuance of General Revenue Bonds, Series O, Approving the Forms of Certain Related Documents and Authorizing an Authorized Officer to Execute Any Other Necessary Documents Related Thereto

Mr. Howard presented the resolution for the Authority's Issuance of General Revenue Bonds Item.

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

Upon motion duly made and seconded, the Board approved the Authority's Issuance of General Revenue Bonds and adopted the following resolution:

RESOLUTION NO. 6290

APPROVING THE TWENTIETH SUPPLEMENTAL RESOLUTION, AUTHORIZING THE ISSUANCE OF GENERAL REVENUE BONDS, SERIES O, APPROVING THE FORMS OF CERTAIN RELATED DOCUMENTS; AUTHORIZING AN AUTHORIZED OFFICER TO EXECUTE ANY OTHER NECESSARY DOCUMENTS RELATED THERETO; AND CONFIRMING AND RATIFYING CERTAIN MATTERS RELATING TO THE SERIES O BONDS

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, in such principal amount, in the opinion of the Authority, as shall be necessary to provide sufficient moneys for achieving its corporate purposes, and be it further

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

RESOLVED, that the Board approved, on August 3, 1992, and amended on January 5, 2007 a General Revenue Bond Resolution (as

amended and supplemented, the “Resolution”) which, consistent with the Act, authorizes bonds of the Authority, designated as “General Revenue Bonds”, as direct and general 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 Section 202 of the Resolution requires that the issuance of General Revenue Bonds by the Authority shall be authorized by a supplemental resolution or resolutions of the Authority adopted by the Board at, or prior to, the time of issuance, and be it further

RESOLVED, that there has been prepared and submitted to the Board a form of Twentieth Supplemental Revenue Bond Resolution Authorizing General Revenue Bonds, Series O (the “Series O Supplemental Resolution”), authorizing an aggregate principal amount of up to \$600,000,000 of General Revenue Bonds, Series O (“Series O Bonds”) to be issued at any one or more times prior to June 7, 2022:

- (i) pay Project Costs (in an aggregate principal amount not to exceed \$450,000,000), including any amount determined by an Authorized Officer (as defined in the Resolution) pursuant to a Certificate of Determination to be used to make required deposits into the Reserve Maintenance Fund;
- (ii) refund all or portions of outstanding Bonds (through the issuance of Series O Bonds in an aggregate principal amount not to exceed \$150,000,000);
- (iii) pay the Costs of Issuance of the Series O Bonds;
- and (iv) make a deposit, to the extent necessary, to

make the balance within the Senior Debt Service Reserve Fund equal to the Senior Debt Service Reserve Fund Requirement, and be it further

RESOLVED, that pursuant to the Resolution and the Series O Supplemental Resolution, the Authority intends to authorize the issuance of an aggregate principal amount of up to \$600,000,000 of the Series O Bonds to be issued at any one or more times prior to June 7, 2022, and be it further

RESOLVED, that the Series O Bonds Resolution authorizes an Authorized Officer the power to determine whether the sale of the Series O Bonds will be sold on a competitive or negotiated basis, and be it further

RESOLVED that if an Authorized Officer determines to offer and sell the Series O Bonds on a competitive basis, such offer and sale shall be pursuant to a Notice of Sale, the form of which Notice of Sale has been set forth before the Board, and award of the Series O Bonds 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 O Bonds and authorizes an Authorized Officer 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 determines to sell the Series O Bonds through a negotiated offering, the Authorized Officer shall have the power to select the underwriter(s) of the Series O Bonds, and execute and deliver one or more Bond Purchase Agreements between the Authority and the underwriter(s) of the Series O Bonds with customary financing provisions, subject to the limitations set forth in the Resolution, 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 the Board approves the form of the Series O 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 to approve and execute such changes to the Series O Supplemental Resolution as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that in connection with the offering and sale of the Series O Bonds, the Board approves the draft form of the Preliminary Official Statement and authorizes an Authorized Officer to approve and execute such changes as may be deemed necessary or desirable to effectuate the purposes thereof (including, but not limited to, the addition of an updated Traffic Engineer's Report and updated capital program, budget and other historical, current and projected financial information), and be it further

RESOLVED, that the Board authorizes the distribution of the Preliminary Official Statement relating to the Series O Bonds by an Authorized Officer, in substantially the same form submitted with this item with such changes, insertions and omissions to the Preliminary Official Statement as may be approved by an Authorized Officer, said distribution 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 Statement related to the Series O Bonds 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 authorizes an Authorized Officer to execute or deliver, on behalf of the Authority, a final Official Statement relating to the sale of the Series O Bonds in substantially the form of the Preliminary Official Statement submitted with this item, with such changes, 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 O Bonds an executed copy or copies of such final Official Statement and any further amendments or supplements thereto, and be it further

RESOLVED, that the Board approves the Continuing Disclosure Agreement in substantially the form submitted with this item and made a part of this resolution as though set forth in full herein and authorizes an Authorized Officer to execute and deliver such Continuing Disclosure Agreement and to approve and execute such changes as may be deemed necessary or desirable 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 the Board confirms and ratifies the execution by the Chief Financial Officer of the Authority of a Declaration of Intent under Section 1.150-2 of the Income Tax Regulations promulgated by the Department of the Treasury, evidencing the intent of the Authority to use proceeds of the Series O Bonds to reimburse itself for the payment of certain acquisition, construction, equipping, planning, design, legal and other costs and expenses with its own funds prior to the issuance of the Series O Bonds, and be it further

RESOLVED, that an Authorized Officer is authorized to: (i) make any determinations or selections and/or appointments of any necessary or desirable consultants or agents; (ii) execute any additional

certificates, agreements or other documents necessary to facilitate the authorization, sale, issuance and delivery of the Series O Bonds; (iii) accomplish 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 all the authorizations contained herein shall be effective until June 7, 2022.

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

Item 5 by Matt Howard (Appendix E)
Approving and Adopting the Thirteenth Supplemental Bond Resolution Authorizing the Issuance of State Personal Income Tax Revenue Bonds (Transportation), Series 2021A, Approving the Forms of Certain Related Documents and Authorizing the Execution of Any Other Documents Thereto

Mr. Howard presented the resolution for the Authority's Resolution Authorizing the Issuance of State Personal Income Tax Revenue Bonds (Transportation), Series 2021A Item.

Details of the presentation and discussion with Board Members are included in the audio 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. 6291

APPROVING AND ADOPTING THE THIRTEENTH SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE ISSUANCE OF STATE PERSONAL INCOME TAX REVENUE BONDS (TRANSPORTATION), SERIES 2021A, APPROVING THE FORMS OF CERTAIN RELATED DOCUMENTS AND AUTHORIZING THE EXECUTION OF ANY OTHER DOCUMENTS THERETO

RESOLVED, that Part I of Chapter 383 of the Laws of New York of 2001 ("Chapter 383") authorized the Authority solely upon the determination of the Director of the Division of the Budget of the State of New York ("Director of the Budget"), to issue State Personal Income Tax Revenue Bonds (exclusive of certain costs) to finance the cost of various projects which meet the statutory definition of Authorized Purposes, and be it further

RESOLVED, that Chapter 383 authorized the Director of the Budget to enter into a financing agreement (each, a "Financing Agreement") with Authorized Issuers to secure payment of debt service and other cash requirements in connection with the issuance of State Personal Income Tax Revenue Bonds, and be it further

RESOLVED, that on June 27, 2002, the Board approved the execution of a Financing Agreement to provide for the financing of Authorized Purposes pursuant to Chapter 383, and be it further

RESOLVED, that on August 7, 2002, the Executive Director and the Director of the Division of the Budget executed a Financing Agreement to provide for the financing of Authorized Purposes pursuant to Chapter 383, and be it further

RESOLVED, that on May 1, 2002, and as amended and restated on July 1, 2009 and as further amended and restated as of December 1, 2010, the Authority executed the Master Continuing Disclosure Agreement, since State Personal Income Tax Bonds are issued by the

Authority and four other State authorities (collectively, the "Authorized Issuers") under disclosure documents containing significant amounts of common information, the Division of the Budget developed a Master Continuing Disclosure Agreement to which it and all of the Authorized Issuers became signatories. The Master Continuing Disclosure Agreement has been further amended and restated since the last issuance of State Personal Income Tax Revenue Bonds by the Authority in 2013 and prior to the issuance of the Series 2021A Bonds, an Authorized Officer of the Authority will execute the most recent amended and restated Master Continuing Disclosure Agreement. Upon the issuance of a series of State Personal Income Tax Bonds by an Authorized Issuer, such series of State Personal Income Tax Bonds is added to the master list of bond issues covered by the Master Continuing Disclosure Agreement and it is intended that the Series 2021A Bonds will be so added to such master list, and be it further

RESOLVED, that on June 27, 2002, the Board adopted the State Personal Income Tax Revenue Bonds (Transportation) General Bond Resolution (the "General Bond Resolution") and the State Income Tax Revenue Bonds Standard Resolution Provisions ("Annex A") (the General Bond Resolution and Annex A collectively hereinafter referred to as the "Bond Resolution") which authorizes the bonds of the Authority, designated as State Personal Income Tax Revenue Bonds (Transportation) to finance all or a portion of the cost of projects which

meet the statutory definition of Authorized Purposes, and to refinance Prior Bonds, and be it further

RESOLVED, that Sections 201 and A-201, A-202, A-204 of the Bond Resolution require that the issuance of State Personal Income Tax Revenue Bonds by the Authority shall be authorized by a supplemental resolution or resolutions of the Authority adopted at or prior to the time of issuance, and be it further

RESOLVED, that Section A-902 of the Bond Resolution empowers the Authority to adopt, for any one or more of the purposes set forth therein, a supplemental resolution, and be it further

RESOLVED, that upon the request of the Director of the Budget, the Authority intends to issue in one or more series or subseries up to \$2,500,000,000 aggregate principal amount of State Personal Income Tax Bonds (Transportation) Series 2021A (the "Series 2021A Bonds"), in order to finance the costs of various Authorized Purposes and to refund certain State Personal Income Tax Revenue Bonds (Transportation) previously issued by the Authority (the "Refunded Bonds"), and be it further

RESOLVED, that an Authorized Officer of the Authority is authorized to determine whether the Series 2021A Bonds shall be issued on a tax-exempt and/or federally taxable basis; and as a single issue or with multiple subseries, and be it further

RESOLVED, that there has been prepared and submitted to the Board a form of the Thirteenth Supplemental Bond Resolution Authorizing an Aggregate Principal Amount Not To Exceed \$2,500,000,000 of State Personal Income Tax Revenue Bonds (Transportation), Series 2021A (the "Thirteenth Supplemental Resolution"), and be it further

RESOLVED, that the Authority intends to offer and sell the Series 2021A Bonds on a competitive basis, such offer and sale shall be pursuant to a Notice of Sale, the form of which Notice of Sale has been set forth before the Board, and award of the Series 2021A Bonds 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 and adopts the form of the Thirteenth Supplemental Resolution as submitted at this meeting and made a part of this resolution as though set forth in full herein, and delegate and authorizes an Authorized Officer of the Authority the power to determine the terms and conditions of the Series 2021A Bonds in accordance with the parameters set forth in the Thirteenth Supplemental Resolution pursuant to a certificate or certificates of determination, including: (A) the final aggregate principal amount of the Series 2021A Bonds to be issued for new Program purposes; (B) the final aggregate principal amount of the Series 2021A Bonds to be issued for refunding purposes (C) the interest rates, maturities and principal amounts of Series 2021A Bonds; (D) redemption provisions;

(E) whether the Series 2021A Bonds shall be issued on a tax-exempt and/or federally taxable basis; and as a single issue or with multiple subseries and (F) such other terms and conditions not inconsistent with the parameters set forth in the Thirteenth Supplemental Resolution as may be deemed necessary or desirable to effectuate the purposes of the Thirteenth Supplemental Resolution, and be it further

RESOLVED, that in connection with the offering and sale of the Series 2021A Bonds, the Board authorizes an Authorized Officer of the Authority to approve the form and distribution of one or more Preliminary Official Statements for the Series 2021A Bonds that is intended to meet federal securities law requirements that the material aspects of the financing (other than pricing terms) and the Series 2021A Bonds, the security therefor and related matters be adequately disclosed, and execute any amendments and supplements thereto as may be deemed necessary or desirable to effectuate the purposes thereof, and be it further

RESOLVED, that the Board authorizes an Authorized Officer of the Authority to confirm that any Preliminary Official Statement relating to the issuance of Series 2021A Bonds is deemed final for purposes of Rule 15c2-12, promulgated by the Securities and Exchange Commission under the Securities and Exchange Act of 1934, as amended, except for certain omissions relating to certain State information and information not required under said Rule to be included therein, and be it further

RESOLVED, that the Board authorizes an Authorized Officer of the Authority to execute and deliver, on behalf of the Authority, one or more final Official Statements relating to the Series 2021A Bonds with such changes, insertions and/deletions as may be approved by such Authorized Officer of the Authority, said execution being conclusive evidence of such approval, and any amendments or supplements thereto which may be necessary or desirable. After execution, such Authorized Officer of the Authority or his or her designee is hereby authorized to deliver to the winning bidder(s) of the Series 2021A Bonds an executed copy or copies of such Official Statement(s) and any amendments or supplements thereto, and be it further

RESOLVED, that an Authorized Officer of the Authority is authorized to execute: (i) one or more schedules or supplements to the Master Continuing Disclosure Agreement; and (ii) an updated schedule to the Financing Agreement, and be it further

RESOLVED, that an Authorized Officer of the Authority is authorized to execute: (i) one or more Escrow Deposit Agreements and establish one or more escrow funds or accounts to defease and refund the Refunded Bonds, 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 is authorized to: (i) make any determinations or selections and/or appointments of any necessary or desirable consultants or agents; (ii) execute any additional certificates, agreements or other documents necessary to facilitate the authorization, sale, issuance and delivery of the Series 2021A Bonds; (iii) accomplish 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 desirable to carry out the transactions contemplated by this Resolution, and be it further

RESOLVED, that all the authorizations contained herein shall be effective until March 31, 2022.

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

Director Driscoll Provided the Board an Update Regarding the Following Items:

- Toll Booths
- Service Plazas

Item 6 by Matt Howard (Appendix F)

Approving the Selection of a Pool of Firms for Financial Advisory Services and a Pool of Firms for Co-Financial Advisory Services, and Authorizing Execution of Contracts for Such Services

Mr. Howard presented the resolution for the Approving the Selection of a Pool of Firms for Financial Advisory Services and a Pool of Firms for Co-Financial Advisory Service Items.

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

Upon motion duly made and seconded, the Board approved the Selection of a Pool of Firms for Financial Advisory Services and a Pool of Firms for Co-Financial Advisory Services and adopted the following resolution:

RESOLUTION NO. 6292

APPROVING THE SELECTION OF A POOL OF FIRMS FOR
FINANCIAL ADVISORY SERVICES AND A POOL OF FIRMS
FOR CO-FINANCIAL ADVISORY SERVICES, AND
AUTHORIZING EXECUTION OF CONTRACTS FOR SUCH
SERVICES

RESOLVED, that the selection of Acacia Financial Group, Inc., Frasca & Associates, LLC and Public Resources Advisory Group, Inc. to a Financial Advisor pool, from which firms will be selected to provide financial advisory services to the Authority as necessary at the Authority's discretion, is hereby approved, and be it further

RESOLVED, that the selection of Rockfleet Financial Services, Inc. and TKG Associates LLC to a Co-Financial Advisor pool, from which firms will be selected to assist the Financial Advisor in providing financial advisory services to the Authority as assigned by the Authority at the Authority's discretion, is hereby approved, and be it further

RESOLVED, that the costs of such services related to the issuance of bonds be funded from the respective bond proceeds or the State of New York and that the funding of such costs be, and the same hereby is, approved, 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 the Chief Financial Officer be, and he hereby is, authorized to charge expenditures for services rendered under such agreements to the appropriated fund provided therefore, subject to reallocation and adjustment, and be it further

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

Item 7 by John Barr (Appendix G)
Approval of New Salary Schedules for Management/Confidential Employees

Mr. Barr presented the resolution to Approve New Salary Schedules for Management/Confidential Employees.

Details of the discussion with Board Members are included in the audio recording of the meeting.

Upon motion duly made and seconded, the Board authorized the execution of the Approval of New Salary Schedules for Management/Confidential Employees and adopted the following resolution:

RESOLUTION NO. 6293

AUTHORIZATION FOR THE EXECUTIVE DIRECTOR TO APPROVE NEW SALARY SCHEDULES FOR M/C EMPLOYEES

RESOLVED, the Executive Director be, and hereby is, authorized to take the necessary steps to implement the M/C Salary Schedule (Exhibit A) effective the pay period that includes July 1, 2020, and be it further

RESOLVED, the Executive Director be, and is hereby is, authorized to take the necessary steps to grant and implement any future 2021 salary actions for M/C employees that have been afforded to Executive Branch M/C employees, and be it further

RESOLVED, the recommendations to withhold salary increases, in whole or in part, are subject to the approval of the Executive Director, and be it further

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

Item 8 by Tim Bonney (Appendix H)

Authorizing the Executive Director to Execute a Non-Engineering Personal Services Contract With Securitas Electronic Security, Inc to Provide Qognify NICE and Situator Hardware and Software Maintenance Services for the Governor Mario M. Cuomo Bridge Security Management System

Mr. Bonney presented the resolution to Authorize the Executive Director to Execute a Non-Engineering Personal Services Contract With Securitas Electronic Security, Inc to Provide Qognify NICE and Situator Hardware and Software Maintenance Services for the Governor Mario M. Cuomo Bridge Security Management System.

Details of the discussion with Board Members are included in the audio recording of the meeting.

Upon motion duly made and seconded, the Board authorized the execution of the Securitas Electronic Security, Inc to Provide Qognify NICE and Situator Hardware and Software Maintenance Services for the Governor Mario M. Cuomo Bridge Security Management System and adopted the following resolution:

RESOLUTION NO. 6294

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A NON-ENGINEERING PERSONAL SERVICES CONTRACT WITH SECURITAS ELECTRONIC SECURITY, INC. TO PROVIDE QOGNIFY NICE AND SITUATOR HARDWARE AND SOFTWARE MAINTENANCE SERVICES FOR THE GOVERNOR MARIO M. CUOMO BRIDGE SECURITY MANAGEMENT SYSTEM

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute a Non-Engineering Personal Services Contract with Securitas Electronic Security, Inc. for a maximum amount payable of \$1,296,199.44 over a 5-year term for the purpose of providing personal services related to the Governor Mario M. Cuomo Bridge Security Management 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 polices; and be it further

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

administer the agreement, amend the provisions of the agreement consistent with the terms of this 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 9 by Tim Bonney (Appendix I)

Authorizing the Executive Director to Execute an Agreement With Signify North America Corporation to Continue to Provide the Thruway Authority With a Lighting System For the Governor Mario M. Cuomo Bridge

Mr. Bonney presented the resolution to Authorize the Executive Director to Execute an Agreement With Signify North America Corporation to Continue to Provide the Thruway Authority With a Lighting System For the Governor Mario M. Cuomo Bridge.

Details of the discussion with Board Members are included in the audio recording of the meeting.

Upon motion duly made and seconded, the Board authorized the execution of the Agreement with Signify North America Corporation to Continue to Provide the Thruway Authority with a Lighting System For the Governor Mario M. Cuomo Bridge and adopted the following resolution:

RESOLUTION NO. 6295

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE
AN AGREEMENT WITH SIGNIFY NORTH AMERICA
CORPORATION TO CONTINUE TO PROVIDE THE
THRUWAY AUTHORITY WITH AN AESTHETIC AND
ROADWAY LIGHTING SYSTEM

RESOLVED, that the Executive Director or his designee be,
and hereby is, authorized to execute a five (5) year agreement with
Signify North America Corporation, 200 Franklin Square Drive
Somerset, New Jersey 08873 for a maximum amount payable of
\$613,855 for the purpose of providing a lighting system for the
Governor Mario M. Cuomo Bridge; 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 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 10 by Tim Bonney (Appendix J)

Authorizing the Executive Director to Execute a Non-Engineering Personal Services Contract with Securitas Electronic Security, Inc to Provide Software Maintenance Services for Stratus everRun Software for the Governor Mario M. Cuomo Bridge Security Management System

Mr. Bonney presented the resolution to Authorize the Executive Director to Execute a Non-Engineering Personal Services Contract with Securitas Electronic Security, Inc to Provide Software Maintenance Services for Stratus everRun Software for the Governor Mario M. Cuomo Bridge Security Management System.

Details of the discussion with Board Members are included in the audio recording of the meeting.

Upon motion duly made and seconded, the Board authorized the execution of the Non-Engineering Personal Services Contract with Securitas Electronic Security, Inc to Provide Software Maintenance Services for Stratus everRun Software for the Governor Mario M. Cuomo Bridge Security Management System and adopted the following resolution:

RESOLUTION NO. 6296

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A NON-ENGINEERING PERSONAL SERVICES CONTRACT WITH SECURITAS ELECTRONIC SECURITY, INC. TO PROVIDE SOFTWARE MAINTENANCE SERVICES FOR STRATUS EVERRUN FOR THE GOVERNOR MARIO M. CUOMO BRIDGE SECURITY MANAGEMENT SYSTEM

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute a Non-Engineering Personal Services Contract with Securitas Electronic Security, Inc. for a maximum amount payable of \$98,577.00 over a 5-year term for the purpose of providing software maintenance services related to the Governor Mario M. Cuomo Bridge Security Management 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 polices; and be it further

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

administer the agreement, amend the provisions of the agreement consistent with the terms of this 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 11 by Frank Hoare (Appendix K)
Authorizing the Executive Director to Execute a Fourth Amendment to the Agreement with Hawkins Delafield & Wood LLP for General Bond Counsel Services (C010387) to Increase the Maximum Amount Payable

Mr. Hoare presented the resolution Authorizing the Executive Director to Execute a Fourth Amendment to the Agreement with Hawkins Delafield & Wood LLP for General Bond Counsel Services (C010387) to Increase the Maximum Amount Payable.

Details of the discussion with Board Members are included in the audio 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. 6297

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AMENDMENT TO THE AGREEMENT WITH HAWKINS DELAFIELD & WOOD LLP FOR GENERAL BOND COUNSEL SERVICES (C010387) TO INCREASE THE MAXIMUM AMOUNT PAYABLE AND ALLOCATE THE FUNDS THEREFOR

RESOLVED, that the Executive Director be, and he hereby is, authorized to execute a Fourth Amendment to the Agreement with Hawkins Delafield & Wood LLP (C010387) for ongoing general bond counsel services, to increase the maximum amount payable under such agreement by \$150,000 to \$1,750,000. Sufficient funding is provided in several Authority funds and within Costs of Issuance associated with specific debt issuances, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement with Hawkins Delafield & Wood LLP, 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 interest of the Authority, and be it further

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

Item 12 by Frank Hoare (Appendix L)

Authorizing the Executive Director to Execute a Lease Agreement for Office Space at 4 Executive Boulevard, Suffern, New York with Executive Associates North IV, L.L.C.

Mr. Hoare presented the resolution Authorizing the Executive Director to Execute a Lease Agreement for Office Space at 4 Executive Boulevard, Suffern, New York with Executive Associates North IV, L.L.C.

Details of the discussion with Board Members are included in the audio 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. 6298

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A LEASE AGREEMENT FOR OFFICE SPACE AT 4 EXECUTIVE BOULEVARD, SUFFERN, NEW YORK WITH EXECUTIVE ASSOCIATES NORTH IV, L.L.C.

RESOLVED, that a lease agreement (hereinafter, "Lease"), between the Authority and Executive Associates North IV, L.L.C. for the purposes and consistent with the provisions described in this agenda item, be, and the same hereby is, authorized, and be it further

RESOLVED, that the Executive Director, or his designee, be, and the same hereby is, authorized to execute the Lease, along with all other documents necessary to effectuate such execution in accordance with the terms authorized during this meeting, and be it further

RESOLVED, that the Executive Director, or his designee, shall, relative to the Lease, have the authority to: (1) exercise all powers reserved to the Authority under the provisions of the Lease, including, but not limited to, exercising any termination right the Authority has, (2) manage and administer the Lease, and (3) alter the provisions of the

Lease, consistent with terms of this agenda item and other applicable Board authorizations, and be it further

RESOLVED, the Executive Director, 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 13 by Frank Hoare (Appendix M)

Authorizing the Executive Director to Execute Agreements with Six Firms to Provide General Bond Counsel Services to the Authority and Agreements with Five Firms to Provide Co-Bond Counsel Services to the Authority

Mr. Hoare presented the resolution Authorizing the Executive Director to Execute Agreements with Six Firms to Provide General Bond Counsel Services to the Authority and Agreements with Five Firms to Provide Co-Bond Counsel Services to the Authority.

Details of the discussion with Board Members are included in the audio 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. 6299

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AGREEMENTS WITH SIX FIRMS TO PROVIDE GENERAL BOND COUNSEL SERVICES TO THE AUTHORITY AND AGREEMENTS WITH FIVE FIRMS TO PROVIDE CO-BOND COUNSEL SERVICES TO THE AUTHORITY

RESOLVED, that the Executive Director, or his designee be, and he hereby is, authorized to execute agreements with: (1) Hawkins Delafield & Wood LLP, Harris Beach PLLC, Hardwick Law Firm, LLC, Bryant Rabbino LLP, Nixon Peabody LLP and Barclay Damon LLP to provide General Bond Counsel Services to the Authority;

and (2) with Golden Holley James LLP, D. Seaton and Associates, P.A., P.C., Lewis & Munday PC, Pearlman & Miranda LLC, and Law Offices of Joseph Reid, P.A. to provide co-bond counsel services to the Authority, and be it further

RESOLVED, that each general bond counsel agreement shall have a maximum amount payable of \$800,000 and that each co-bond counsel agreement shall have a maximum amount payable of \$200,000 each and all agreements shall each be for a term of five (5) years commencing on or about July 1, 2021 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 the minutes of this meeting.

Item 14 by Rich Lee (Appendix N)

Authorizing the Execution of Agreements D214810; D214811; D214812; & D214813 with Bergmann Associates Architects Engineers Landscape Architects & Surveyors DPC; Stantec Consulting Services, Inc.; WSP USA INC.; and Henningson Durham & Richardson Architecture and Engineering, P.C.

Mr. Lee presented the resolution seeking to Authorize the Execution of Agreements D214810; D214811; D214812; & D214813 with Bergmann Associates Architects Engineers Landscape Architects & Surveyors DPC; Stantec Consulting Services, Inc.; WSP USA INC.; and Henningson Durham & Richardson Architecture and Engineering, P.C.

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. 6300

AUTHORIZING THE EXECUTION OF AGREEMENT D214810, D214811, D214812, D214813 WITH BERGMANN ASSOCIATES ARCHITECTS ENGINEERS LANDSCAPE ARCHITECTS & SURVEYORS DPC; STANTEC CONSULTING SERVICES, INC.; WSP USA INC.; AND HENNINGSON DURHAM & RICHARDSON ARCHITECTURE AND ENGINEERING, P.C., RESPECTIVELY

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute agreements (D214810, D214811, D214812, D214813) with Bergmann Associates Architects Engineers Landscape Architects & Surveyors DPC; Stantec Consulting Services, Inc.; WSP USA INC.; Henningson Durham & Richardson Architecture and Engineering, P.C. respectively, as listed in Exhibit A, attached hereto respectively, provided that sufficient funding has been identified to complete services for the projects through these agreements, with the Maximum Amount Payable of each of the agreements not to exceed the amount shown in the attached respective 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 2021 Contracts Program Resolution and other Board authorizations, and suspend or terminate the 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 15 by Rich Lee (Appendix 0)

Authorizing the Execution of Agreements D214822; D214823; with Ravi Engineering and Land Surveying, P.C.; and Dewberry Engineers, Inc.

Mr. Lee presented the resolution seeking to Authorize the Execution of Agreements D214822; D214823; with Ravi Engineering and Land Surveying, P.C.; and Dewberry Engineers, Inc.

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 agreements and adopted the following resolution:

RESOLUTION NO. 6301

AUTHORIZING THE EXECUTION OF AGREEMENTS D214822, D214823, WITH RAVI ENGINEERING AND LAND SURVEYING, P.C.; AND DEWBERRY ENGINEERS, INC.

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute agreements (D214822, D214823) with Ravi Engineering and Land Surveying, P.C.; and Dewberry Engineers, Inc., respectively, as listed in Exhibit A, attached hereto respectively, provided that sufficient funding has been identified to complete services for the projects through these agreements, with the Maximum Amount Payable of each of the agreements not to exceed the amount shown in the attached respective 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 2021 Contracts Program Resolution and other Board authorizations, and suspend or terminate the 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 16 by Rich Lee (Appendix P)
Authorizing the Execution of Supplemental Agreement No. 1 to Engineering Agreement D214339 with CHA Consulting, Inc.

Mr. Lee presented the resolution Authorizing the Execution of Supplemental Agreement No. 1 to Engineering Agreement D214339 with CHA Consulting, Inc.

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. 6302

AUTHORIZING THE EXECUTION OF SUPPLEMENTAL AGREEMENT NO. 1 TO ENGINEERING AGREEMENT D214339 WITH CHA Consulting, INC.

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 1 to D214339 with CHA Consulting, Inc. for an additional sum of \$800,000, 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 (D214339) be \$3,800,000 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 2021 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 17 by Rich Lee (Appendix Q)
Authorizing Additional Funding for TAA 21-6/D214806, Albany Division Safety Upgrades and Miscellaneous Work

Mr. Lee presented the resolution Authorizing Additional Funding for TAA 21-6/D214806, Albany Division Safety Upgrades and Miscellaneous Work.

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. 6303

AUTHORIZING ADDITIONAL FUNDING FOR TAA 21-6/D214806,
ALBANY DIVISION SAFETY UPGRADES AND MISCELLANEOUS
WORK

RESOLVED, that an additional \$1,234,179.63 (revising the total contract value to \$6,234,179.63.) for TAA 21-6/D214806, Albany Division Safety Upgrades and Miscellaneous Work be, and the same hereby is authorized, and be it further

RESOLVED, that the additional funding be allocated to TAA 21-6/D214806 from project deferments and bid savings from the 2021 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 18 by Jim Konstalid (Appendix R)

Authorizing the Executive Director to Execute a Contract with CPR & Safety Consulting and Training, LLC. DBA Compliance Training for the Chainsaw Safety Training

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute a Contract with CPR & Safety Consulting and Training, LLC. DBA Compliance Training for the Chainsaw Safety Training.

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. 6304

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT WITH CPR SAFETY & CONSULTING TRAINING, LLC. DBA COMPLIANCE TRAINING TO PROVIDE CHAINSAW SAFETY TRAINING

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an agreement with CPR & Safety Consulting and Training, LLC. DBA Compliance Training to provide Chainsaw Safety Training for Authority employees; and be it further

RESOLVED, that the Agreement shall be for a term of three years with two one-year renewals, for a maximum amount payable of \$138,000.00; and be it further

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

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

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered under such Agreement to the appropriate funds provided therefore, subject to reallocation and adjustment as determined by final audit of charges; and be it further

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

Item 19 by Jim Konstalid (Appendix S)
Authorizing the Executive Director to Execute a Contract with Train for the Crane, LLC for the Certification of Crane Operators

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute a Contract with Train for the Crane, LLC for the Certification of Crane Operators.

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. 6305

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT WITH TRAIN FOR THE CRANE, LLC TO PROVIDE CERTIFICATION OF CRANE OPERATORS

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an agreement with Train for the Crane, LLC to provide Certification of Crane Operators for Authority employees; and be it further

RESOLVED, that the Agreement shall be for a term of three years with two one-year renewals, for a maximum amount payable of \$202,400.00; and be it further

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

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

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered under such Agreement to the appropriate funds provided therefore, subject to reallocation and adjustment as determined by final audit of charges; and be it further

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

Item 20 by Jim Konstalid (Appendix T)

Authorizing the Executive Director to Execute a Contract with Cavalry Safety & Security Services, LLC for Arc Flash/Electrical Safety Training

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute a Contract with Cavalry Safety & Security Services, LLC for Arc Flash/Electrical Safety Training.

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. 6306

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT WITH CAVALRY SAFEY & SECURITY SERVICES, LLC TO PROVIDE ARC FLASH/ELECTRICAL SAFETY TRAINING

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an agreement with Cavalry Safety & Security Services LLC to provide Arc Flash/Electrical Safety Training for Authority employees; and be it further

RESOLVED, that the Agreement shall be for a term of five years, for a maximum amount payable of \$54,000.00; and be it further

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

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

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

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered under such Agreement to the appropriate funds provided therefore, subject to reallocation and adjustment as determined by final audit of charges; and be it further

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

Item 21 by Jim Konstalid (Appendix U)

Authorizing the Executive Director to Execute an Agreement with Kapsch TrafficCom USA, Inc. to continue to Provide the Thruway Authority with an Intelligent Transportation System for the Governor Mario M. Cuomo Bridge

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute a Contract with Cavalry Safety & Security Services, LLC for Arc Flash/Electrical Safety Training.

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. 6307

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH KAPSCH TRAFFICOM USA, INC. TO CONTINUE TO PROVIDE THE THRUWAY AUTHORITY WITH AN INTELLIGENT TRANSPORTATION SYSTEM FOR THE GOVERNOR MARIO M. CUOMO BRIDGE

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an agreement with Kapsch TrafficCom USA, Inc., 8201 Greensboro Drive, Suite 1002, McLean, Virginia 22102 for the purpose of providing a traffic management system; and be it further

RESOLVED, that such agreement will be for a term of three (3) years plus two (2) one-year renewals and shall have a maximum amount payable not to exceed \$305,908, and shall be on such other terms and conditions as the Executive Director and General Counsel determine to be in the best interest of the Authority; and be it further

RESOLVED, that the Executive Director or his designee, shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, 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 Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such agreement to the Department of Maintenance and Operations Budget; and be it further

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

Item 22 by Jim Konstalid (Appendix V)

Authorizing the Executive Director to Execute an Agreement with Castle Rock Associates, Inc. to Provide the Maintenance and Enhancements to the Authority's Condition Acquisition and Reporting System

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute an Agreement with Castle Rock Associates, Inc. to Provide the Maintenance and Enhancements to the Authority's Condition Acquisition and Reporting 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. 6308

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT WITH CASTLE ROCK ASSOCIATES, INC. TO PROVIDE THE MAINTENANCE AND ENHANCEMENTS TO THE AUTHORITY'S CONDITION ACQUISITION AND REPORTING SYSTEM

RESOLVED, that the competitive procedures required by the Thruway Authority Procurement Contracts Policy are waived and the Executive Director be, and hereby is, authorized to negotiate and execute an Agreement with Castle Rock Associates, Inc. to provide maintenance and enhancements to the Authority's Condition Acquisition and Reporting System Advanced Traffic Management System; and be it further

RESOLVED, that such Agreement will be for a term of five (5) years, shall have a maximum amount payable not to exceed \$500,000.00, and shall be on such other terms and conditions as the Executive Director and General Counsel determine to be in the best interest of the Authority; and be it further

RESOLVED, that Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the Department of Maintenance and Operations Budget; and be it further

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

Item 23 by Jim Konstalid (Appendix W)

Authorizing the Executive Director to Execute an Agreement C010572 with Conduent State & Local Solutions, Inc. for E-ZPass New York Customer Service Center Systems

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute an Agreement C010572 with Conduent State & Local Solutions, Inc. for E-ZPass New York Customer Service Center Systems.

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. 6309

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT C010572 WITH CONDUENT STATE & LOCAL SOLUTIONS, INC. FOR E-ZPASS NEW YORK CUSTOMER SERVICE CENTER SYSTEMS

RESOLVED, that the Executive Director or designee be, and hereby is, authorized to execute an Agreement with Conduent State & Local Solutions, Inc.; and be it further

RESOLVED, that such Agreement shall be for a term of eight years with an option for the Authority to renew for two, 2-year period(s); and be it further

RESOLVED, that the maximum amount payable for this Agreement is \$185,300,000, and shall be on such other terms and conditions as the Executive Director and General Counsel determine to be in the best interests of the Authority; and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, 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 the Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the appropriate Budget; and be it further

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

Item 24 by Jim Konstalid (Appendix X)
Authorizing the Executive Director to Execute an Agreement C010591 with Faneuil, Inc. for E-ZPass New York Customer Contact Center Services

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute an Agreement C010591 with Faneuil, Inc. for E-ZPass New York Customer Contact Center 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 authorized the execution of the agreement and adopted the following resolution:

RESOLUTION NO. 6310

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN
AGREEMENT C010591 WITH FANEUIL, INC. FOR
E-ZPASS NEW YORK CUSTOMER CONTACT CENTER
SERVICES

RESOLVED, that the Executive Director or his designee be,
and hereby is, authorized to execute an Agreement with Faneuil, Inc.;

and be it further

RESOLVED, that such Agreement shall be for a term of five
years with an option for the Authority to renew for two, 2-year
period(s); and be it further

RESOLVED, that the maximum amount payable for this
Agreement is \$59,600,000 and shall be on such other terms and
conditions as the Executive Director and General Counsel determine to
be in the best interests of the Authority; and be it further

RESOLVED, that the Executive Director or his designee shall
have the authority to exercise all powers reserved to the Authority
under the provisions of the Agreement, 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 the Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the appropriate Budget; and be it further

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

Item 25 by Jim Konstalid (Appendix Y)

Authorizing the Executive Director to Execute an Agreement C010592 with TransCore, LP for E-ZPass New York Customer Service Center Tag Distribution

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute an Agreement C010592 with TransCore, LP for E-ZPass New York Customer Service Center Tag Distribution.

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. 6311

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT C010592 WITH TRANSCORE, LP FOR E-ZPASS NEW YORK CUSTOMER SERVICE CENTER TAG DISTRIBUTION

RESOLVED, that the Executive Director or designee be, and hereby is, authorized to execute an Agreement with TransCore, LP; and be it further

RESOLVED, that such Agreement shall be for a term of five years with an option for the Authority to renew for two, 2-year period(s); and be it further

RESOLVED, that the maximum amount payable for this Agreement is \$12,385,000 and shall be on such other terms and

conditions as the Executive Director and General Counsel determine to be in the best interests of the Authority; and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Authority under the provisions of the Agreement, 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 the Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the appropriate Budget; and be it further

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

Item 26 by Jim Konstalid (Appendix Z)
Authorizing the Executive Director to Execute an Interagency Agreement C010532 with the Port Authority of NY & NJ

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute an Interagency Agreement C010532 with the Port Authority of NY & NJ.

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. 6312

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN INTERAGENCY AGREEMENT C010532 WITH THE PORT AUTHORITY OF NY & NJ

RESOLVED, that the Executive Director or his designee be, and he hereby is, authorized to execute an interagency Agreement with the Port Authority of NY & NJ; and be it further

RESOLVED, that the maximum amount payable for this Agreement is \$376,978.97, and shall be on such other terms and conditions as the Executive Director and General Counsel determine to be 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 27 by Jim Konstalid (Appendix AA)

Authorizing the Executive Director to Execute the First Amendment to the Agreement with the New York State Bridge Authority for the Provision of E-ZPass Services (X100951)

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute the First Amendment to the Agreement with the New York State Bridge Authority for the Provision of E-ZPass Services (X100951).

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. 6313

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE THE FIRST AMENDMENT TO THE AGREEMENT WITH THE NEW YORK STATE BRIDGE AUTHORITY FOR THE PROVISION OF E-ZPASS SERVICES (X100951)

RESOLVED, that the Executive Director or designee be, and hereby is, authorized to execute the First Amendment to the Agreement with the New York State Bridge Authority (NYSBA) for the provision of E-ZPass Services (Agreement); and be it further

RESOLVED, that the term of the Agreement shall be extended until January 31, 2032; and be it further

RESOLVED, that the scope of services pursuant to the Agreement will be amended pursuant to the Agenda Item including for the provision of Tolls by Mail 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 Agreement, manage and administer the Agreement, amend the provisions of the Agreement consistent with the terms of this Agenda Item and other Board authorizations and suspend or terminate the Agreement in the best interests of the Authority; and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the appropriate Budget; and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to seek reimbursement from NYSBA for expenses pursuant to the Agreement; and be it further

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

Item 28 by Jim Konstalid (Appendix BB)

Authorizing the Executive Director to Execute the Second Supplement to the Memorandum of Agreement C010374 for Tolls by Mail Services

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute the Second Supplement to the Memorandum of Agreement C010374 for Tolls by Mail 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 authorized the execution of the agreement and adopted the following resolution:

RESOLUTION NO. 6314

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE THE SECOND SUPPLEMENT TO THE MEMORANDUM OF AGREEMENT C010374 FOR TOLLS BY MAIL SERVICES

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute the Second Supplement to the Agreement with the Triborough Bridge and Tunnel Authority and Port Authority of NY & NJ and the New York State Bridge Authority consistent with the terms of this item; and be it further

RESOLVED, that the term of the Agreement shall be extended until September 16, 2030; and be it further

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

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the appropriate budget; and be it further

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

Item 29 by Jim Konstalid (Appendix CC)

Authorizing the Executive Director to Execute the First Amendment for Collection Services Agreement C010557 with Professional Account Management, LLC

Mr. Konstalid presented the resolution Authorizing the Executive Director to Execute the First Amendment for Collection Services Agreement C010557 with Professional Account Management, LLC.

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. 6315

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE THE FIRST AMENDMENT FOR COLLECTION SERVICES AGREEMENT C010557 PROFESSIONAL ACCOUNT MANAGEMENT, LLC

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an amendment to agreement (C010557) with Professional Account Management, LLC to collect toll debt (“Agreement”); and be it further

RESOLVED, that such amendment shall expand services provided to the Authority to include NYS Bridge Authority and shall increase the monetary cap by \$800,000 which will result in a new contract cap not to exceed \$7,800,000; and be it further

RESOLVED, that Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the Department of Maintenance and Operations Operating Budget; and be it further

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

Item 30 by Andrew Trombley (Appendix DD)
Report on Procurement Contracts and Other Agreements Up to \$300,000 Executed by the Executive Director During the Period January 1, 2021 Through March 31, 2021

Mr. Trombley presented the report on Procurement Contracts to the Board.

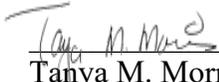
Upon motion duly made and seconded, without any objections, the Board accepted the Report on Procurement Contracts and other Agreements Executed by the Executive Director during the period January 1, 2021 through March 31, 2021.

GENERAL PUBLIC COMMENT PERIOD

Aleta Dupree and Abdur-Rahman Morgan signed up for the general comment period. Ms. Dupree and Mr. Morgan'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 12:15 p.m.



Tanya M. Morris
Board Secretary