



MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 754
June 6, 2022

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 11:14 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
Steve 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
Matt Howard, Treasurer and Chief Financial Officer
Frank Hoare, General Counsel
Rich Lee, Chief Engineer
Jim Konstalid, Director of Maintenance & Operations
Jen Givner, Director Media Relations
Mary Boehm, Acting Director, Audit Management Services
Josh Klemm, Director, Chief Information Officer
Peter Nilsson, 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 public comments.

Item 1 by Chair Mahoney (Appendix A) **Approval of the Minutes of Meeting No 753**

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. 753 held March 28, 2022, which was made available to the Board Members as part of the Agenda.

Item 2 by Matt Howard (Appendix B) **Financial Report– January, February & March 2022**

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 Report for December 2021.

Item 3 by Matt Howard (Appendix C) **Review and Approval of the Authority's Quarterly Investment Report**

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 accepted the Authority's Quarterly Investment Report.

Item 4 by Matthew Howard (Appendix D)
Approving and Adopting the Fourteenth Supplemental Bond Resolution Authorizing the Issuance of State Personal Income Tax Revenue Bonds (Transportation), Series 2022A, Approving the Forms of Certain Related Documents and Authorizing the Execution of Any Other Documents Thereto

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 approved the Fourteenth Supplemental Bond Resolution and adopted the following resolution:

RESOLUTION NO. 6358

APPROVING AND ADOPTING THE FOURTEENTH SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE ISSUANCE OF STATE PERSONAL INCOME TAX REVENUE BONDS, SERIES 2022-1, 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 costs of various projects which meet the statutory definition of Authorized Purposes; and be it further

RESOLVED, that Part EEE of Chapter 56 of the Laws of New York of 2022 authorized the Authority to issue up to \$200 million for the purpose of refinancing obligations previously issued by the Power Authority of the State of New York

("NYPA") to fund energy efficiency projects at State agencies, 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 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, as of December 1, 2010 and as of June 10, 2019, 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. 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 2022-1 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, as amended and supplemented, 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 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 \$3,400,000,000 aggregate principal amount of State Personal Income Tax Bonds Series 2022-1 (the "Series 2022-1 Bonds"), in order to finance the costs of various Authorized Purposes, and to refinance certain obligations issued by NYPA to fund energy efficiency project at various State agencies and to refund certain bonds 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 2022-1 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 Fourteenth Supplemental Bond

Resolution Authorizing an Aggregate Principal Amount Not To Exceed \$3,400,000,000 of State Personal Income Tax Revenue Bonds, Series 2022-1 (the "Fourteenth Supplemental Resolution"); and be it further

RESOLVED, that the Fourteenth Supplemental Resolution authorizes an Authorized Officer the power to determine whether the sale of the Series 2022-1 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 2022-1 Bonds on a competitive basis, such offer and sale shall be pursuant to a Notice of Sale and award of the Series 2022-1 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 Fourteenth Supplemental Resolution as submitted at this meeting and made a part of this resolution as though set forth in full herein, and delegates and authorizes an Authorized Officer of the Authority the power to determine the terms and conditions of the Series 2022-1 Bonds in accordance with the parameters set forth in the Fourteenth Supplemental Resolution pursuant to a certificate or certificates of determination, including: (A) the final aggregate principal amount of the Series

2022-1 Bonds to be issued for new Program purposes; (B) the final aggregate principal amount of the Series 2022-1 Bonds to be issued for refunding purposes and to refinance certain obligations issued by NYPA to fund energy efficiency project at various State agencies; (C) the interest rates, maturities and principal amounts of Series 2022-1 Bonds; (D) redemption provisions; (E) whether the Series 2022-1 Bonds shall be issued on a tax-exempt and/or federally taxable basis; and as a single issue or with multiple subseries; (F) whether any of the Series 2022-1 Bonds shall be designated as “Green Bonds”; (G) whether any of the Series 2022-1 Bonds will be offered and sold on a competitive or negotiated basis; and (H) such other terms and conditions not inconsistent with the parameters set forth in the Fourteenth Supplemental Resolution as may be deemed necessary or desirable to effectuate the purposes of the Fourteenth Supplemental Resolution; and be it further

RESOLVED, that the Fourteenth Supplemental Bond Resolution also authorizes the amendment of the Authority’s State Personal Income Tax Revenue Bonds (Transportation) General Bond Resolution to replace all references therein to the “New York State Thruway Authority State Personal Income Tax Revenue Bonds (Transportation)” with references to the “New York State Thruway Authority State Personal Income Tax

Revenue Bonds” to clarify that the Authority is currently authorized to issue State Personal Income Tax Revenue Bonds thereunder for any Authorized Purpose as defined in New York State Finance Law Section 68-a (2); and be it further

RESOLVED, that in connection with the offering and sale of the Series 2022-1 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 2022-1 Bonds that is intended to meet federal securities law requirements that the material aspects of the financing (other than pricing terms) and the Series 2022-1 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 2022-1 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 2022-1 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 2022-1 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 an updated schedule to the Financing Agreement relating to the Series 2022-1 Bonds; 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 2022-1 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, 2023.

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

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

Report to the Board – Executive Director Matthew J. Driscoll

The Executive Director reported on the progress of the NYS Thruway-Vision Forward. He thanked the Executive Staff and other Thruway Employees who have participated in the Thruway Vision Forward Initiatives with Accenture.

Executive Director Driscoll stated that NYS Thruway Vision Forward would accomplish the following goals:

- Establish a cohesive strategic vision
- Design an effective and efficient operating model
- Implement the identified objectives

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

Item 5 by Executive Director Matthew J. Driscoll (Appendix E)
Authorizing the Executive Director to Execute an Amendment to Agreement C010656 with Accenture LLP for Business Consulting and Implementation Advisory Services

Executive Director Driscoll presented the resolution on the above 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 Amendment and adopted the following resolution:

RESOLUTION NO. 6359

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AMENDMENT TO AGREEMENT C010656 WITH ACCENTURE, LLP FOR BUSINESS CONSULTING IMPLEMENTATION SERVICES

RESOLVED, that the maximum amount payable for the Agreement is increased by \$760,000 to \$3,260,000, 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 Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the Operating Budget; and be it further

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

Item 6 by Jim Konstalid (Appendix F)

Authorizing the Executive Director to Execute an Agreement C010674 with American Traffic Solutions, Inc. (DBA "Verra Mobility") for Automated Work Zone Speed Enforcement

Mr. Konstalid presented the resolution for Authorizing the Executive Director to Execute an Agreement with American Traffic Solutions, Inc. (DBA "Verra Mobility") for Automated Work Zone Speed Enforcement.

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 Agreement C010674 and adopted the following resolution:

RESOLUTION NO. 6360

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT C010674 WITH AMERICAN TRAFFIC SOLUTIONS, INC. (DBA "VERRA MOBILITY") FOR AUTOMATED WORK ZONE SPEED ENFORCEMENT

RESOLVED, that the Executive Director or designee be, and hereby is, authorized to execute an Agreement with American Traffic Solutions, Inc. (DBA "Verra Mobility"); and be it further

RESOLVED, that the initial term shall be for three years with an option for the Authority to renew for two, one-year periods; and be it further

RESOLVED, that the maximum amount payable for this Agreement is \$5,163,000, 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 and 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 Operating Budget; and be it further

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

Item 7 by Jim Konstalid (Appendix G)

Authorizing the Executive Director to Execute a Fourth Amendment to Agreement C100739 with Conduent State & Local Solutions, Inc. for E-ZPass New York Customer Service Center Services

Mr. Konstalid presented the resolution to Authorize the Executive Director to Execute a Fourth Amendment to Agreement C100739 with Conduent.

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 Executive Director to Execute a Fourth Amendment to Agreement C100739 with Conduent and adopted the following resolution:

RESOLUTION NO. 6361

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A FOURTH AMENDMENT TO AGREEMENT C100739 WITH CONDUENT STATE & LOCAL SOLUTIONS, INC. FOR E-ZPASS NEW YORK CUSTOMER SERVICE CENTER SERVICES

RESOLVED, that the term shall be extended until February 29, 2024, for Agreement C100739 with Conduent State & Local Solutions Inc., for E-ZPass New York Customer Center Services; and be it further

RESOLVED, that the maximum amount payable for the Agreement is increased by \$75,000,000 to \$512,950,000, 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 Authority's Chief Financial Officer be, and hereby is, authorized to charge expenditures for services rendered pursuant to such Agreement to the Operating Budget; and be it further

RESOLVED, that this resolution be incorporated in full

in the minutes of this meeting.

Item 8 by Jim Konstalid (Appendix H)

Authorizing the Executive Director to Execute an Interagency Agreement C132945 with the Triborough Bridge & Tunnel Authority

Mr. Konstalid presented the resolution to Authorize the Executive Director to Execute an Interagency Agreement C132945 with the Triborough Bridge & Tunnel 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 the Executive Director to Execute an Interagency Agreement C132945 with Triborough Brdige & Tunnel Authority and adopted the following resolution:

RESOLUTION NO. 6362

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN INTERAGENCY AGREEMENT C132945 WITH THE TRIBOROUGH BRIDGE & TUNNEL AUTHORITY

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute an interagency Agreement with the Triborough Bridge & Tunnel Authority; and be it further

RESOLVED, that the maximum amount payable for this Agreement is \$1,105,994.61, 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 9 by Frank Hoare (Appendix I)

Declaring Real Property Reference No. 536, Located in the Villages of Suffern and Montebello and Town of Ramapo and County of Rockland, as Not Necessary for the Authority's Corporate Purposes and Authorizing the Sale Thereof

Mr. Hoare presented the resolution to Declare Real Property Reference No. 536 Located in the Villages of Suffern and Montebello and Town of Ramapo and County of Rockland, as Not Necessary for the Authority's Corporate Purposes and Authorizing the Sale.

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 Sale of Real Property Reference No. 536 and adopted the following resolution:

RESOLUTION NO. 6363

DECLARING REAL PROPERTY REFERENCE NO. 536,
LOCATED IN THE VILLAGES OF SUFFERN AND
MONTEBELLO AND TOWN OF RAMAPO, COUNTY OF
ROCKLAND, AS NOT NECESSARY FOR THE AUTHORITY'S
CORPORATE PURPOSES AND AUTHORIZING THE AUCTION
THEREOF

RESOLVED, that the Board hereby finds, determines, and declares that all remaining right, title and interest in and to Real Property Reference No. 536 (hereinafter, "Subject Property"), as shown and delineated on Exhibits I and II, attached hereto and made a part hereof, is not necessary for the Authority's corporate purposes and, therefore, available for auction, and be it further

RESOLVED, that the Executive Director, or his designee(s), be and the same hereby is/are, authorized to conduct a public auction (hereinafter, "Auction") of the property at a minimum-bid amount of \$255,000 (hereinafter, "Minimum Bid"); and be it further

RESOLVED, that the Executive Director 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 real property with the highest bidder on terms and conditions deemed by General Counsel to be in the Authority's best interest, and to convey the Subject Property to such highest bidder, and be it further

RESOLVED, that the Authority, as the SEQRA Lead Agency, has classified the proposed action as an Unlisted Action, and the Chief Engineer, or his designee, be, and the same hereby is, authorized to execute the SEQRA Short Environmental Assessment Form and SEQRA Negative Declaration, and to distribute any required documents on behalf of the Board relative to such adoption, and be it further

RESOLVED, that the Executive Director, Chief Engineer, Chief Operating and Financial Officer, and 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 10 by Josh Klemm (Appendix J)

Authorizing Agreements with Various Telecommunications Providers for the Use of the New York State Thruway Authority's Fiber Optic System

Mr. Klemm presented the resolution for Authorizing Agreements with Various Telecommunications Providers for the Use of the New York State Thruway Authority's Fiber Optic 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 Agreements with Various Telecommunications Providers for the Use of the New York State Thruway Authority's Fiber Optic System and adopted the following resolution:

RESOLUTION NO. 6364

**AUTHORIZING AGREEMENTS WITH VARIOUS
TELECOMMUNICATIONS PROVIDERS FOR THE USE OF THE
NEW YORK STATE THRUWAY AUTHORITY'S FIBER OPTIC
SYSTEM**

RESOLVED, that agreements with the telecommunications providers set forth in this agenda item for the use and maintenance of the Authority's fiber optic system ("System") on the terms and conditions contained in the agenda item and such other terms as are deemed to be in the best interest of the Authority by the Chief Information Officer, the General Counsel and the Chief Financial Officer, be, and hereby are, authorized, and be it further

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to execute such agreements and any associated documentation; 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 the Chief Information Officer (“CIO”) shall be, and hereby are, authorized to undertake review and make all necessary decisions pursuant to the State Environmental Quality Review Act (“SEQRA”) with relation to activities necessary to support the agreements and any future agreements relative to any use of the System, and is authorized to execute the SEQRA documentation and to publish and distribute any required documents; and be it further

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

Item 11 by Rich Lee (Appendix K) Term Agreement for D214876 Construction Inspection Support Services

Mr. Lee presented the resolution for a Term Agreement for D214876 Construction Inspection Support Services.

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 Term Agreement for D214876 Construction Inspection Support Services and adopted the following resolution:

RESOLUTION NO. 6365

AUTHORIZING THE EXECUTION OF AGREEMENT D214876
WITH POPLI ARCHITECTURE + ENGINEERING & L.S., DPC

RESOLVED, that the Chief Engineer or his designee be and he hereby is, authorized to execute agreement D214876 with Popli Architecture + Engineering & L.S., DPC, as listed in Exhibit A, attached Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such 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 Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2022 Contracts Program Resolution 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 Rich Lee (Appendix L) Term Agreement for D214879 Material Testing and Inspection – Albany and Syracuse Divisions

Mr. Lee presented the resolution for a Term Agreement for D214879 Material Testing and Inspection – Albany and Syracuse Divisions.

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

Upon motion duly made and seconded, Term Agreement for D214879 Material Testing and Inspection – Albany and Syracuse Divisions and adopted the following resolution:

RESOLUTION NO. 6366

**AUTHORIZING THE EXECUTION OF AGREEMENT D214879
WITH ATLANTIC TESTING LABORATORIES, LIMITED**

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement D214879 with Atlantic Testing Laboratories, Limited, as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such agreement shall be on such other terms and conditions as the Chief Engineer, in consultation with 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2022 Contracts Program Resolution 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 13 by Rich Lee (Appendix M) Term Agreements for D214877 and D214878 Testing and Inspection of Structural Steel Statewide, Regional and National

Mr. Lee presented the resolution for Term Agreements for D214877 and D214878 Testing and Inspection of Structural Steel Statewide, Regional and National..

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

Upon motion duly made and seconded, Term Agreements for D214877 and D214878 Testing and Inspection of Structural Steel Statewide, Regional and National and adopted the following resolution:

RESOLUTION NO. 6367

TERM AGREEMENTS FOR D214877 AND D214878 TESTING AND INSPECTION OF STRUCTURAL STEEL STATEWIDE, REGIONAL AND NATIONAL

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement (D214877) with Bureau Veritas North America, and agreement (D217878) with HRV Conformance Associates, Inc.; as 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 the agreements not to exceed the amount shown in the attached Exhibit A, and such 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 Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2022 Contracts Program Resolution 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 14 by Rich Lee (Appendix N) Term Agreements for D214880 and D214881 Land Surveying and Right- of- Way Mapping Services – Albany, Buffalo, New York and Syracuse Divisions

Mr. Lee presented the resolution for Term Agreements for D214880 and D214881 Land Surveying and Right- of- Way Mapping Services – Albany, Buffalo, New York and Syracuse Divisions.

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

Upon motion duly made and seconded, Term Agreements for D214880 and D214881 Land Surveying and Right-of-Way Mapping Services and adopted the following resolution:

RESOLUTION NO. 6368

TERM AGREEMENTS FOR D214880 AND D214881 LAND
SURVEYING AND RIGHT-OF-WAY MAPPING SERVICES –
ALBANY, BUFFALO, NEW YORK AND SYRACUSE DIVISIONS

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement (D214880) with Naik Consulting Group, PC, and agreement (D214881) with Fisher Associates, P.E., L.S., L.A., DPC, as 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 the agreements 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 agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2022 Contracts Program Resolution 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 15 by Rich Lee (Appendix 0) Term Agreement for D214882 – Environmental Services - Statewide

Mr. Lee presented the resolution for Term Agreement for D214882- Environmental Services – Statewide.

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

Upon motion duly made and seconded, Term Agreement for D214882 - Environmental Services – Statewide and adopted the following resolution:

RESOLUTION NO. 6369

**AUTHORIZING THE EXECUTION OF AGREEMENT D214882
WITH ENTECH ENGINEERING**

RESOLVED, that the Chief Engineer or his designee, be, and he hereby is, authorized to execute agreement (D214882) with Entech Engineering, as listed in Exhibit A, attached hereto, provided that sufficient funding has been identified to complete services for the projects through this agreement, with the Maximum Amount Payable of the agreement not to exceed the amount shown in the attached Exhibit A, and such 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 Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the agreement, manage and administer the agreement, amend the provisions of the agreement consistent with the terms of this Item and in accordance with the 2022 Contracts Program

Resolution 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 16 by Rich Lee (Appendix P) Authorizing Additional Funding for D214341

Mr. Lee presented the resolution for Authorizing Additional Funding for D214341.

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

Upon motion duly made and seconded, for Authorizing Additional Funding for D214341 and adopted the following resolution:

RESOLUTION NO. 6370

AUTHORIZING THE EXECUTION OF SUPPLEMENTAL AGREEMENT NO. 3 TO ENGINEERING AGREEMENT D214341

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 3 to D214341 with Jacobs Civil Consultants Inc. 800 Market Street, Saint Louis Missouri, 63150-8713 , for an additional sum of \$200,000, 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 Agreement D214341 be \$3,000,000, and be it further

RESOLVED, that sufficient authorization is included in the 2022 Contracts Program for Supplemental Agreement D214341, and be it further

RESOLVED, that the Chief Engineer or his designees shall have the authority to exercise all powers reserved to the Authority under the provisions of the Supplemental Agreements, manage and administer the Supplemental Agreement, amend the provisions of the Supplemental Agreement consistent with the terms of this Item and in accordance with the 2022 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 Andrew Trombley (Appendix Q) Report on Procurement Contracts and Other Agreements Up to \$300,000 Executed by the Executive Director During the Period January 1, 2022 through March 31, 2022

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, 2022 through March 31, 2022.

Item 18 by Executive Director Driscoll (Appendix R) Authorization for the Executive Director to Approve 2022 Salary Actions for Management/Confidential Employees

Executive Director Driscoll presented the resolution for Authorization for the Executive Director to Approve 2022 Salary Actions 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, for Authorizing the Executive Director to Approve 2022 Salary Actions for Management/ Confidential Employees and adopted the following resolution:

RESOLUTION NO. 6371

AUTHORIZATION FOR THE EXECUTIVE DIRECTOR TO
APPROVE 2022 SALARY ACTIONS FOR
MANAGEMENT/CONFIDENTIAL EMPLOYEES

RESOLVED, the Executive Director be, and is hereby is, authorized to take the necessary steps to grant and implement any 2022 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.

GENERAL PUBLIC COMMENT PERIOD

Chair Mahoney asked Ms. Morris if there was any public comment regarding the Board Meeting and Ms. Morris said yes by Maury Bodin. Matthew Trapasso read Maury's comments.

ADJOURNMENT

There being no other business, upon motion duly made and seconded, the board voted to adjourn the meeting at 12:07 p.m.



Tanya M. Morris
Board Secretary