



**Thruway
Authority**

**BOARD OF DIRECTORS MEETING NO. 766
TUESDAY, DECEMBER 3, 2024
ALBANY, NEW YORK**



BOARD MEETING AGENDA

Meeting No. 766
December 3, 2024
Albany, New York

A. Public Comment Period on the Agenda Items

B. Consent Items

1. Approval of Minutes for Thruway Board of Director's Meeting No. 765

C. Action Items

2. Authorization for the Executive Director to Approve a Recruitment and Retention Pay Differential for Select Titles

D. Public Comment Period for General Thruway Authority Matters (15-Minute Limit)

E. Other Business

F. Adjournment

Meeting No. 766
Item 1
Appendix A

TO: The Thruway Authority Board

DATE: December 3, 2024

FROM: Julie Greco
Board Secretary

SUBJECT: Approval of Minutes of Board Meeting No. 765

Copies of the Minutes of Board Meeting No. 765 were made available to the Board Members as part of the agenda.

RECOMMENDATION

It is recommended that the Minutes of Board Meeting No. 765, held on November 19, 2024, be approved by the Board.



Board Secretary

RECOMMENDATION APPROVED:



Executive Director



MINUTES
NEW YORK STATE THRUWAY AUTHORITY
BOARD MEETING NO. 765
November 19, 2024

Meeting minutes of the New York State Thruway Authority was held in the Boardroom at 200 Southern Boulevard, Albany, New York, and via video conference.

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 following Board Members were present:

Joanne M. Mahoney, Chair
Robert Megna, Vice-Chair
Jose Holguin-Veras, Ph.D., Board Member
Heather Briccetti Mulligan, Board Member
Paul Tokasz, Board Member
Norman H. Jones, Board Member

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

Staff present:

Frank Hoare, Executive Director
Nicole Leblond, Chief of Staff
Tom McIntyre, Deputy Executive Director of Operations & Special Projects
Dave Malone, Chief Financial Officer
Sandra Rivera, General Counsel
Brent Howard, Chief Engineer
Josh Klemm, Chief Information Officer
Selica Grant, Chief Administrative Officer
Kevin Wisely, Chief Maintenance & Operations Officer
Andrew Trombley, Chief Procurement Officer
Diana Nebiolo, Chief Revenue Management Officer
Jennifer Givner, Chief Media & Government Relations Officer
Erika Beardsley, Chief Strategic Initiatives Officer

Mary Boehm, Chief Audit & Investigations Officer
 Julie Greco, Board Secretary
 Michelle McHale, Assistant Board Secretary
 Debra Jung, Director, Fiscal Audit & Budget
 Sean Lasher, Information Technology Specialist
 William Hewitt, Information Technology Specialist
 Kira Gruber, Excelsior Service Fellow

Also Present:

Jonathan Gibbs, BST & Co. CPAs, LLC.
 Murray Bodin, Constituent

Chair Mahoney called the meeting of the Thruway Authority Board to order at 1:40 p.m.

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

A. PUBLIC COMMENT PERIOD RELATED TO THE MEETING AGENDA (37:05)

Chair Mahoney asked Ms. Greco if there were any public comments related to the agenda items. Ms. Greco stated there were no comments.

B. CONSENT ITEMS (ITEMS # 1-4) (37:31)

Item 1 by Chair Mahoney (Appendix A)
Approval of the Minutes of Meeting No. 764

Chair Mahoney requested a motion to approve the minutes from the previous Board of Director's held on September 24, 2024.

Upon motion duly made and seconded, the Board approved the minutes of Meeting No. 764, which were made available to the Board Members as part of the agenda.

Item 2 by Dave Malone (Appendix B)
Financial Reports – August & September 2024

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

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

Upon motion duly made and seconded, the Board accepted the Financial Reports for August and September of 2024.

Item 3 by Dave Malone (Appendix C)
Approval of the Authority's Investment Transactions – Third Quarter 2024

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

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

Upon motion duly made and seconded, the Board approved the Authority's Investment Transactions for the third quarter of 2024.

Item 4 by Dave Malone (Appendix D)
Review and Approval of the 2024 Revised Financial Plan, 2025 Budget, Long-Term Financial Plan and 2025-2029 Capital Plan

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

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

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

RESOLUTION NO. 6543

APPROVAL OF THE 2024 REVISED BUDGET AND 2025 ORIGINAL BUDGET, THE 2025-2029 CAPITAL PLAN, AND ADOPTION OF A DECLARATION OF OFFICIAL INTENT TO ISSUE TAX-EXEMPT AND/OR TAXABLE OBLIGATIONS

RESOLVED, that the Report on the 2024 Revised Budget as presented in this item be, and the same hereby is, accepted by the Board, and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to make any and all adjustments to the appropriate funds consistent with this 2024 Revised Budget, and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to make any other adjustments based on actual results

that are consistent with this projected plan, and report such actions to the Board, and be it further

RESOLVED, that the New York State Thruway Authority's (the "Authority") proposed Budget for the fiscal year 2025, submitted by the Executive Director and the Chief Financial Officer, be, and the same hereby is, approved and funded in accordance with the attached Exhibit I, and be it further

RESOLVED, that the Executive Director or his designee be, and hereby is, authorized to make such expenditures as set forth in this Budget, subject to compliance with Authority policies and procedures, and to make such internal adjustments and transfers within the Authority Budget as are necessary and proper, and be it further

RESOLVED, that a copy of the Budget approved herein, when printed in final form, be attached to these minutes, and made a part thereof, and be submitted to the New York State entities in accordance with Section 2801 of the Public Authorities Law, and be it further

RESOLVED, that the 2025-2029 Capital Plan as detailed in Exhibit I be, and the same hereby are, approved, and be it further.

RESOLVED, that the Chief Engineer or designee be, and hereby is, authorized:

A. to prepare and approve Official Proposals, Plans and

Specifications, Engineer's/Architect's Estimates of Cost and Contract Documents for such projects as are tabulated in the 2025-2029 Capital Plan;

- B. to hold the respective Engineer's/Architect's Estimates of Cost for such contracts confidential until after contracts have been awarded;
- C. to advertise for receipt of bids and proposals for those contracts which are tabulated in the 2025-2029 Capital Plan using the following table:

Amount of Engineer's/Architect's Estimates of Cost (EE/AE) in Relation to Capital Plan Amount.	Action Required to Advertise Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
EE/AE is equal to or less than the Capital Plan;	Approval	No Action Required	No Action Required	No Action Required
EE/AE exceeds the Capital Plan by no more than 40 percent on contracts less than or equal to \$5,000,000	Approval	Confirm Funding	No Action Required	No Action Required
EE/AE exceeds the Capital Plan by no more than 25 percent on contracts greater than \$5,000,000 AND less than or equal to \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
EE/AE exceeds the Capital Plan by no more than 20 percent on contracts greater than \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
EE/AE exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

- D. to award any such contract to the lowest responsible bidder

when it is deemed to be an acceptable bid, and further, the following table shall be used when determining the steps needed to award the contract:

Amount of the Low Bid in Relation to Capital Plan Amount	Action Required to Award Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Low bid is equal to or less than the Capital Plan	Approval	No Action Required	No Action Required	No Action Required
Low bid exceeds the Capital Plan by no more than 40 percent on contracts up to and including \$5,000,000	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the Capital Plan by no more than 25 percent on contracts between \$5,000,000- up to and including \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the Capital Plan by no more than 20 percent on contracts over \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

E. to award any best value and design-build contracts to the firm with the best combined technical and cost score, and further, the following table shall be used when determining the steps to award the contract:

Amount of the Cost in the Best Value/Design-Build Proposal in Relation to Capital Plan Amount	Action Required to Award Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Low bid is equal to or less than the Capital Plan.	Approval	No Action Required	No Action Required	No Action Required
Low bid exceeds the Capital Plan by no more than 40 percent on contracts up to and including \$5,000,000.	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the Capital Plan by no more than 25 percent on contracts between \$5,000,000 up to and including \$10,000,000.	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the Capital Plan Budget Allocation by no more than 20 percent on contracts over \$10,000,000.	Concur	Confirm Funding	Approval	No Action Required
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

- F. to reject bids for any contract which are determined to be not in accordance with bid documents and specifications thereof, or not in the Authority's best interest, or which are submitted by bidders determined to be not responsible, and in these cases, and where no bids are received, to advertise for receipt of bids pursuant to paragraph C;
- G. to prepare and approve, for declared emergency work, Official Proposals, Plans and Specifications, Engineer's/Architect's Estimates of Cost and Contract

Documents, including amendments and order-on-contracts, award (pursuant to paragraph D) and reject bids (pursuant to paragraph F) for such work being progressed to address a declared emergency, provided that the total of the Engineer's/Architect's Estimate of Cost for any such contract, amendment or order-on-contract does not exceed \$2,000,000; the Board will receive contemporaneous notifications of those actions taken for emergency work;

- H. to approve contingent or extra work on construction and design-build contracts, when necessary, and to adjust and determine disputed contract claims in accordance with contract documents, using the following table for the additional funding:

Amount of the Additional Funds for Construction and Design-Build Contracts in Relation to Capital Plan Amount	Action Required for Additional Funding for Construction Contract			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Additional Funds exceed the Capital Plan Budget Allocation by no more than 40 percent on contracts up to and including \$5,000,000	Approval	Confirm Funding	Approval	No Action Required
Additional Funds exceed the Capital Plan Budget Allocation by no more than 25 percent on contracts between \$5,000,000- up to and including \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Additional Funds exceed the Capital Plan Budget Allocation by no more	Concur	Confirm Funding	Approval	No Action Required

than 20 percent on contracts over \$10,000,000.				
Low bid exceeds the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

- I. to enter into, extend, and modify project specific agreements or multi-project agreements with federal and state agencies, localities, utility companies, railroads, and/or others as may be necessary in order to facilitate the administration, award, progress and completion of such contracts;
- J. to acquire such real property interests (fee title, easements, etc.) in accordance with the provisions of the Authority's Real Property Management Policy, as may be necessary for implementation of the 2025-2029 Capital Plan, provided that the total amount of acquisitions shall not exceed \$5,000,000 without Board authorization;
- K. to consummate transfers of jurisdiction of real property with other State agencies or authorities, and to dispose of real property interests (fee title, easements, etc.) in accordance with the provisions of the Authority's Real Property Management Policy, as may be necessary for implementation of the 2025-2029 Capital Plan;
- L. in concurrence with the Chief Procurement Officer, to advertise for, and upon receiving approval by the Board, or

where otherwise authorized by the Executive Director, to execute engineering agreements, including amendments thereto, for services relating to projects included in the 2025-2029 Capital Plan;

- M. to execute a supplemental agreement for expenditure of additional funds on an engineering agreement, provided that such supplemental agreement be based upon a determination that the assignment of the additional tasks is in the best interest of the Authority when considering the proximity of the additional tasks to the ongoing tasks, or to expedite the additional tasks through such assignment, or that significant savings to the Authority will result through the assignment of the additional tasks; and further, such approval of additional funds shall be based upon the following table:

Amount of Supplemental Agreement in Relation to Board Approved Maximum Amount Payable (MAP) for the Agreement	Action Required to Execute a Supplemental Agreement to an Engineering Agreement			
	Chief Engineer	Chief Financial Officer	Executive Director	Board
Supplemental Agreement does not exceed the Board-approved Maximum Amount Payable (MAP) by more than 40% for agreements with a Board-approved MAP up to and including \$5,000,000, or 25 percent for agreements with a Board-approved MAP that is between \$5,000,000- up to and including \$10,000,000	Approval	Confirm Funding	Approval	No Action Required

Supplemental Agreement does not exceed the Board-approved MAP by more 20 percent for agreements with a Board-approved MAP that exceeds \$10,000,000;	Concur	Confirm Funding	Approval	No Action Required
Supplemental Agreement does not exceed the limits listed above in this chart.	Concur	Confirm Funding	Concur	Approval

N. to exercise all powers reserved to the Authority under the provisions of any contracts or agreements executed pursuant to these items, manage and administer any such contracts or agreements, amend the provisions of any such contracts or agreements consistent with the terms of this item and in accordance with other applicable Board authorizations, and suspend or terminate any such contracts or agreements in the best interests of the Authority, and be it further.

RESOLVED, that any powers granted to the Executive Director by the Board to approve expenditures or to increase expenditures for contracts and agreements shall be in addition to those powers granted under these resolutions and any action taken pursuant thereto shall be deemed to be authorized under this resolution and be it further.

RESOLVED, that in accordance with the other powers delegated herein, the Chief Engineer shall be, and hereby is, authorized to make all necessary decisions pursuant to the State

Environmental Quality Review Act (SEQRA) with relation to the 2025-2029 Capital Plan, and be it further.

RESOLVED, that the Chief Financial Officer be, and he hereby is, authorized:

- A. to confirm funding in accordance with the provisions of this resolution prior to the execution of construction contracts, design-build agreements, engineering agreements and/or the execution of order-on-contracts and supplemental agreements that increase the value of those contracts and agreements;
- B. to monitor expenditures associated with the 2025-2029 Capital Plan to ensure that they do not exceed the amount approved in the Authority's 2025 Budget;
- C. Subject to the approval of the Executive Director, review the Authority's 2024 Revised Financial Plan against 2024 actual capital expenditures and make recommendations for the carryover of unspent capital funds into the Authority's 2025 Budget;
- D. to return bid checks submitted for such contracts to unsuccessful bidders, and be it further;

RESOLVED, that the provisions of this resolution shall be deemed to supersede all other inconsistent Authority policies and procedures to the extent necessary to implement the approved 2025-

2029 Capital Plan and for no other purposes and be it further;

RESOLVED, that (1) the Authority hereby expresses its intention to issue tax-exempt and/or taxable obligations in one or more series in a maximum principal amount not to exceed \$1,500,000,000 (collectively, the "Bonds") for the purpose of financing capital projects for the New York State Thruway sections and connections constituting roads or bridges as described in or contemplated by the Authority's 2025-2029 Capital Program, including any facilities and equipment used for or in support thereof (collectively, the "Project"); this Declaration of Official Intent (the "Declaration") shall constitute a declaration of the official intent on behalf of the Authority, under Section 1.150-2 of the Income Tax Regulations promulgated by the Department of the Treasury, to use proceeds of the Bonds to reimburse itself for certain acquisition, construction, equipping, planning, design, legal or other costs and expenses originally paid by the Authority in connection with the Project with funds other than proceeds of the Bonds prior to the issuance of the Bonds (the "Advanced Funds"); (2) all of the expenditures initially made or to be made with the Advanced Funds and then to be reimbursed to the Authority from proceeds of the applicable series of Bonds will be for (a) costs of a type properly chargeable to the capital account of the Project under general income tax principles, (b) extraordinary, non-recurring working

capital expenditures (of a type not customarily payable from current revenues) for which the Authority or a related party does not maintain a reserve for such items, or (c) costs of issuing the Bonds;

(3) other than any preliminary expenditures for architectural, engineering, surveying, soil testing, costs of issuing the Bonds or similar purposes that may have been paid more than sixty days prior to the date of this Declaration, no expenditures to be reimbursed have been paid more than sixty days earlier than the date of this Declaration; and (4) the officers and employees of the Authority are hereby authorized to do all acts and things required of them by this Declaration for the full, punctual and complete performance of all the terms, covenants and agreements contained herein or necessary or convenient to the issuance of the Bonds as provided herein.

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

C. ACTION ITEMS (ITEMS 5-11)

Item 5 by Chair Mahoney (Appendix E)

Appointment of Michelle McHale as Assistant Board Secretary (37:51)

Chair Mahoney presented the resolution to the Board to approve the appointment of Michelle McHale as Assistant Board Secretary.

The Bylaws of the Authority state that the Assistant Secretary shall perform such duties assigned by the Secretary and shall perform the duties of the Secretary in the event the office of Secretary is vacant, or if the Secretary is unable to perform such duties because of illness, disability or absence.

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

Upon motion duly made and seconded, the Board approved the appointment of Michelle McHale as Assistant Board Secretary and adopted the following resolution:

RESOLUTION NO. 6544

**APPOINTMENT OF MICHELLE MCHALE AS
ASSISTANT SECRETARY TO THE THRUWAY
AUTHORITY**

RESOLVED, that the Board hereby names and appoints Michelle McHale to serve as the Assistant Secretary of the Thruway Authority, and be it further

RESOLVED, that Michelle McHale shall have all of the powers and duties of the office of Assistant Secretary under the Thruway Authority's Bylaws, and be it further

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

Item 6 by Executive Director Frank Hoare (Appendix F)

Appointment of Kevin Wisely as Chief Maintenance & Operations Officer (39:41)

The Executive Director, Frank Hoare, presented the resolution to the Board to appoint Kevin Wisely as Chief Maintenance & Operations Officer.

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

Upon motion duly made and seconded, the Board appointed Kevin Wisely as Chief Maintenance and Operations Officer and adopted the following resolution:

RESOLUTION NO. 6545

**EXECUTIVE STAFF APPOINTMENT OF KEVIN
WISELY AS CHIEF MAINTENANCE AND
OPERATIONS OFFICER**

RESOLVED, that the Board hereby
appoints Kevin Wisely, as Chief Maintenance and
Operations Officer effective November 19, 2024,
at salary grade 36 and an annual salary of
\$203,956, for which funds are available in the
2024 Operating Budget and it be further

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

Item 7 by Selica Grant (Appendix G)

**Authorizing the Executive Director to Execute a Contract with Davis Vision, Inc. to
Provide Vision Care Services for Authority Employees and their Dependents (42:52)**

Chief Administrative Officer, Selica Grant, presented the resolution to the Board to authorize the Executive Director to execute a contract with Davis Vision, Inc. to provide complete optometric services. This Program will serve approximately 1,800 NYSTA employees and their dependents throughout the Thruway 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 Executive Director to execute a contract with Davis Vison, Inc. and adopted the following resolution:

RESOLUTION NO. 6546**AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT WITH DAVIS VISION, INC. TO PROVIDE A VISION CARE PROGRAM FOR AUTHORITY EMPLOYEES AND THEIR DEPENDENTS**

RESOLVED, that the Executive Director be, and hereby is, authorized to execute an agreement with Davis Vision, Inc. to provide Vision Care Services for Authority employees and their dependents (“Agreement”), and be it further

RESOLVED, that the Agreement shall be for a term of five years, the cost of these services is anticipated to be approximately \$359,514 for each year of the contract term, for a maximum amount payable for the five-year term of approximately \$1,797,568.15, and be it further

RESOLVED, that the Agreement shall be on such other terms and conditions as 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 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.

Item 8 by Diana Nebiolo (Appendix H)
Authorizing the Executive Director to Eliminate the Carpool Commuter Plan at the Governor Mario M. Cuomo Bridge (43:50)

Chief Revenue Management Officer, Diana Nebiolo, presented the resolution to the Board to authorize the Executive Director eliminate the carpool commuter plan for the 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 approved the elimination of the carpool commuter plan for the Mario M. Cuomo Bridge and adopted the following resolution:

RESOLUTION NO. 6547

**AUTHORIZING THE EXECUTIVE DIRECTOR TO
ELIMINATE THE CARPOOL COMMUTER PLAN AT
THE GOVERNOR MARIO M. CUOMO BRIDGE**

RESOLVED, that the Board approves and authorizes the elimination of the Carpool Commuter Plan at the Governor Mario M. Cuomo Bridge, and hereby authorizes the Executive Director, or designee, to take all actions necessary to eliminate this Carpool Commuter Plan; and be it further

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

Item 9 by Kevin Wisely (Appendix I)

**Authorizing the Executive Director to Execute a Contract with
Accredited Safety Solutions, Inc. (46:44)**

Chief Maintenance and Operations Officer, Kevin Wisely, presented to the Board the resolution to authorize the Executive Director to execute a contract with Accredited Safety Solutions for the certification of crane operators.

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

Upon motion duly made and seconded, the contract with Accredited Safety Solutions, Inc. and adopted the following resolution:

RESOLUTION NO. 6548

**AUTHORIZING THE EXECUTIVE DIRECTOR TO
EXECUTE A CONTRACT WITH ACCREDITED SAFETY
SOLUTIONS, INC. TO PROVIDE CERTIFICATION OF
CRANE OPERATORS**

RESOLVED, that the Executive Director or his designee
be, and hereby is, authorized to execute an agreement with
Accredited Safety Solutions, Inc. 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 \$438,471.00; 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 10 by Brent Howard (Appendix J)
Authorizing the Execution of Supplemental Agreement No. 2 to Engineering Agreement D214932: The Biennial Bridge Inspection of the Governor Mario M. Cuomo Bridge in the New York Division (48:40)

Chief Engineer, Brent Howard, presented to the Board the resolution to authorize the execution of supplemental agreement No. 2 for engineering agreement D214932. Based upon Stantec Consulting Services, Inc.'s performance on multiple ongoing inspections, Authority staff recommends that the agreement be supplemented so that Stantec Consulting Services, Inc. can complete necessary inspections.

Details of the presentation to the Board Members are included in the audio recording of the meeting.

Upon motion duly made and seconded, the Board authorized the execution of supplemental agreement No. 2 to the engineering agreement D214932 and adopted the following resolution:

RESOLUTION NO. 6549

**AUTHORIZING THE EXECUTION OF
SUPPLEMENTAL AGREEMENT NO. 2 TO
ENGINEERING AGREEMENT D214932**

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 2 to D214932 with Stantec Consulting Services, Inc., for an additional sum of \$2,500,000, 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 D214932 be \$5,000,000, and be it further

RESOLVED, that sufficient authorization is included in the 2024 and 2025 Contracts Program for Supplemental Agreement D214932, 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 2024 and 2025 Contracts Program Resolution and other Board authorizations, and suspend or terminate the Supplemental Agreement in the best interest of the Authority, and be it further

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

Item 11 by Brent Howard (Appendix K)
Authorizing the Execution of Supplemental Agreement No. 1 to Engineering Agreement D214935: Agreement for 2024-2025 Biennial Bridge and Other Structure Inspections in the New York and Albany Divisions (49:38)

Chief Engineer, Brent Howard, presented to the Board the resolution to execute a supplemental agreement (No. 1) to engineering agreement D214935 for the 2024-2025 biennial bridge and other structure inspections in the New York and Albany Divisions. Based upon ATANE Engineers, Architects, and Land Surveyors, D.P.C.'s performance on multiple ongoing inspections, Authority staff recommends that the agreement be supplemented so that ATANE Engineers, Architects, and Land Surveyors, D.P.C. can complete necessary inspections.

Details of the presentation to Board Members are included in the audio recording of the meeting.

Upon motion duly made and seconded, the Board authorized the execution of supplemental agreement No. 1 to engineering agreement D214935 and adopted the following resolution:

RESOLUTION NO. 6550

**AUTHORIZING THE EXECUTION OF
 SUPPLEMENTAL AGREEMENT NO. 1 TO
 ENGINEERING AGREEMENT D214935**

RESOLVED, that the Chief Engineer be, and he hereby is, authorized to execute Supplemental Agreement No. 1 to D214935 with ATANE Engineers, Architects and Land

Surveyors, D.P.C., 7 Hudson Street, Ossining, NY 10562, for an additional sum of \$2,000,000, 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 D214935 be \$8,300,000, and be it further

RESOLVED, that sufficient authorization is included in the 2024 and 2025 Contracts Program for Supplemental Agreement D214935, 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 2024 and 2025 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.

D. REPORT TO THE BOARD

Item 12 by Andrew Trombley (Appendix L)
Thruway Personal Service Contracts Up to \$500,000 for the Period July 1, 2024 through September 30, 2024 (51:07)

Chief Procurement Officer, Andrew Trombley, reported to the Board the procurement contracts and other agreements up to \$500,000.00 executed by the Executive Director during the time period of July 1, 2024 through September 30, 2024.

Details of the report is included in the audio recording of the meeting.

E. GENERAL PUBLIC COMMENT PERIOD FOR GENERAL MATTERS (01:15:33)

Chair Mahoney asked Ms. Greco if there were any public comments regarding general matters. Ms. Greco advised that Mr. Bodin was here to make an in-person comment.

Details of the public comment period are included in the audio recording of the meeting.

F. OTHER BUSINESS (01:26:28)
Item 14 by Chair Mahoney (Appendix M)
Proposed 2025 Board Meeting Dates

Chair Mahoney advised that the proposed 2025 Board Meeting dates are available and to let the Board Secretary know if there are any major conflicts.

The 2025 Board Meeting dates were made available as a part of the Board of Director's meeting materials.

G. ADJOURNMENT (01:26:40)

There being no other business, upon motion duly made and seconded, the Board voted to adjourn the meeting at 2:30 p.m.

Julie Greco
Board Secretary

Note: Webcasts, which include dialogue of Thruway Authority's Board of Director's Meeting, are available on the Thruway Authority website 48 hours after such meetings occur and remain on the website for a period of four months. The meeting minutes have been time-stamped to indicate when each item is discussed on the webcast.

Meeting No. 766
Item 2
Appendix B

TO: The Thruway Authority Board

DATE: December 3, 2024

FROM: David Malone
Chief Financial Officer

SUBJECT: Authorization for the Executive Director to Approve a Recruitment and Retention Pay Differential for Select Titles

In December 2022, the State of New York approved a geographic pay differential for certain titles directly involved with snow and ice control activities at the New York State Department of Transportation. In March 2023, to remain competitive and prevent any adverse impact on the Authority's ability to recruit and retain staff in snow and ice positions, the Board authorized the Executive Director to implement a geographic pay differential for 16 maintenance titles that aligned with the titles approved by the State of New York.

As a result of the action approved in March 2023, approximately one-half of the Authority's workforce received pay increases of \$7,000 and approximately 50 of those employees at downstate work locations received an additional \$7,000 for a total increase of \$14,000. While necessary to retain employees in critical maintenance titles, the action has created a fundamental imbalance in our compensation structure.

Therefore, I am recommending that the Board authorize the Executive Director to implement a recruitment and retention pay differential of up to \$7,000 to employees in positions who do not receive the geographic pay differential previously authorized by the Board and to authorize the Executive Director to grant up to an additional \$6,500 pay differential for employees in select positions at select locations where there is recruitment and retention difficulty for such positions. If approved, recruitment and retention pay differentials will begin on a date determined by the Executive Director no earlier than January 1, 2025.

The annual recurring cost for this authorization is estimated to be \$7.6 million. To offset the cost, up to 50 vacant positions will be unfunded. Sufficient funding is available in the 2025 Operating Budget.

RECOMMENDATION:

It is recommended that the Board adopt the following resolution:

RESOLUTION NO. 6551

AUTHORIZATION FOR THE EXECUTIVE DIRECTOR TO APPROVE RECRUITMENT AND RETENTION PAY DIFFERENTIAL FOR SELECT TITLES

RESOLVED, that the Executive Director be, and hereby is, authorized to take the necessary steps to implement a Recruitment and Retention Pay Differential of up to \$7,000 and to grant an additional pay differential of up to \$6,500 for employees in select positions at select locations where there is recruitment/retention difficulty for such positions, and be it further

RESOLVED, that employees who receive a geographic pay differential as authorized by the Board pursuant to Resolution No. 6417 are not eligible for the Recruitment and Retention Pay Differential, and be it further

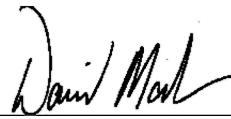
RESOLVED, that the Recruitment and Retention Pay Differential may be withheld in whole or in part from any officer or employee when, in the opinion of the Executive Director, such withholding is necessary to maintain appropriate salary

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relationships among officers or employees of the Authority, or to reduce Authority expenditures to acceptable levels or when, in the opinion of the Executive Director, such increase is not warranted or is not appropriate, and be it further

RESOLVED, that Recruitment and Retention Pay Differentials begin on a date determined by the Executive Director no earlier than January 1, 2025, and be it further

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



Chief Financial Officer

RECOMMENDATION APPROVED:



Executive Director