



MINUTES

NEW YORK STATE CANAL CORPORATION

BOARD MEETING NO. CC-129

March 3, 2005

Minutes of a meeting of the New York State Canal Corporation, held in the Board room at Administrative Headquarters, 200 Southern Boulevard, Albany, New York, 12209.

The meeting began at 11:00 a.m.

There were present:

**John L. Buono, Chairman
Nancy Carey Cassidy, Board Member
John R. Riedman, Board Member**

Constituting all of the members of the Canal Corporation Board.

In addition, there were present the following staff personnel:

**Michael R. Fleischer, Executive Director
John Brizzell, Deputy Executive Director, Chief Engineer
John Bryan, Chief Financial Officer
Sharon O'Connor, General Counsel
William Rinaldi, Acting Director, Operations**

Joanne Riddett, Director, Information Technology
Wendy Allen, Director, Department of Planning Services
Christopher Waite, Director, Engineering Services and Assistant Chief Engineer
George Tanner, Director, Maintenance Engineering and Assistant Chief Engineer
Michael Flynn, Director, Audit and Management Services
Jill Warner, Secretary and Board Administrator
Major George Beach, Troop T
Daniel Gilbert, Director, Public Affairs
Wilma DeLucco, Director, Administrative Services
Donald Bell, Director, Albany Division
Ramesh Mehta, Director, New York Division
Lawrence Frame, Acting Director of Canals
Sharon Leighton, Senior Project Development Specialist, Office of Canal Development
Lawrence DeCosmo, Former CFO, Finance and Accounts
John DiMura, Senior Project Development Specialist, Office of Canal Development
Michael Sikule, Director, Office of Investments and Asset Management
Marc Hannibal, Chief Attorney for Public Finance
Charles Flynn, Associate Administrative Analyst, Bureau of Management Analysis and Planning
Stephen Wiech, Director, Office of Accounting and Disbursements
Chris Berbrick, Supervisor, Bureau of Office and Building Maintenance Services
Also in Attendance:
Cathy Woodruff, Reporter, *Albany Times Union*
Tom Regatti, Empire Radio
Erika Rosenberg, Gannett News Service
Dave Kuracina, Public

Chairman Buono noted that he, Ms. Carey Cassidy and Mr. Riedman had received and reviewed the Agenda submitted for consideration at this meeting and were prepared to act on each of the items.

Ms. Warner recorded the minutes as contained herein.

Public notice of the meeting had been given, Ms. Warner said.



Item 1 by Ms. Warner (Appendix A)
Minutes of Meeting No. CC-128

On the motion of Mr. Riedman, seconded by Ms. Carey-Cassidy, without any objections, the Board approved the minutes of Meeting No. CC-128 held on February 2, 2005 which were made available to the Board Members as part of the Agenda.

Item 2 by Mr. Fleischer (Appendix B)
Establishing a Board Governance Committee and Adopting a Charter Therefore

After full discussion, on the motion of Ms. Carey-Cassidy, seconded by Mr. Riedman, without any objections, the Board adopted the following resolution:

RESOLUTION NO. 339

**ESTABLISHING A BOARD GOVERNANCE
COMMITTEE AND ADOPTING A CHARTER
THEREFORE**

RESOLVED, that a Governance Committee is established and comprised of the three Board Members functioning as a Committee of the Whole, and be it further

RESOLVED, that the Governance Committee Charter, attached hereto as Exhibit A, be and hereby is, adopted, and be it further

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

Item 3 by Mr. Frame (Appendix C)
Authorizing the Executive Director to Execute a Non-Engineering Personal Service Contract with Parks and Trails New York (PTNY) to strengthen the role of volunteers and local communities in helping promote, maintain and enhance the Canalway Trail System

After full discussion, on the motion of Ms. Carey-Cassidy, seconded by Mr. Riedman, without any objections, the Board adopted the following resolution:



Item 3 by Mr. Frame (Appendix C)

Authorizing the Executive Director to Execute a Non-Engineering Personal Service Contract with Parks and Trails New York (PTNY) to strengthen the role of volunteers and local communities in helping promote, maintain and enhance the Canalway Trail System (Continued)

RESOLUTION NO. 340

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A NON-ENGINEERING PERSONAL SERVICES CONTRACT WITH PARKS AND TRAILS NEW YORK (PTNY) TO STRENGTHEN THE ROLE OF MUNICIPALITIES, TRAIL GROUPS AND VOLUNTEERS IN THE MAINTENANCE, MANAGEMENT AND DEVELOPMENT OF THE CANALWAY TRAIL SYSTEM

RESOLVED, that the Executive Director be, and hereby is, authorized to approve and execute a contract with PTNY to strengthen the role of volunteers and local communities in helping promote, maintain and enhance the Canalway Trail System; and be it further

RESOLVED, that the contract shall be for a term ending December 31, 2007 with a maximum amount payable of \$135,000 and shall include such other terms and conditions as necessary and in the best interest of the Canal Corporation and; be it further

RESOLVED, that such contract with PTNY is in conformance with the Canal Corporation's procurement policy and the conditions for a waiver of competition have been met; and be it further

RESOLVED, that the Chief Financial Officer be, and hereby is, authorized to charge expenditures in for such services to a maximum amount payable of \$135,000; and be it further



Item 3 by Mr. Frame (Appendix C)

Authorizing the Executive Director to Execute a Non-Engineering Personal Service Contract with Parks and Trails New York (PTNY) to strengthen the role of volunteers and local communities in helping promote, maintain and enhance the Canalway Trail System (Continued)

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

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

Item 4 by Mr. Flynn (Appendix D)

Report to the Board - 2005 Plan of Audits, Initiatives and Projects

The Director of Audit and Management Services submitted a copy of the 2005 Audit Plan to be included in the official minutes of the meeting.

After full discussion, on the motion of Ms. Carey Cassidy, seconded by Mr. Riedman, without any objections, the Board accepted the 2005 Audit Plan.

Item 5 by Mr. Waite as Amended (Appendix E)

Authorizing the Adoption of a Steel Product Pricing Adjustment Specification for Ongoing Construction Contracts and Allocating Additional Funds Therefor

After full discussion, on the motion of Ms. Carey-Cassidy, seconded by Mr. Riedman, without any objections, the Board adopted the following resolution as amended:

RESOLUTION NO. 341

AMENDING THE ADOPTION OF A STEEL PRODUCT PRICING ADJUSTMENT SPECIFICATION FOR ONGOING CONSTRUCTION CONTRACTS AND ALLOCATING ADDITIONAL FUNDS THEREFOR



Item 5 by Mr. Waite as Amended (Appendix E)
Authorizing the Adoption of a Steel Product Pricing Adjustment Specification for
Ongoing Construction Contracts and Allocating Additional Funds Therefor (Continued)

RESOLVED, that the Chief Engineer or Director of Engineering Services is given the authorization to adopt NYS Department of Transportation's Engineering Bulletin 04-51, and be it further

RESOLVED, that an additional \$310,000 in Canal funding be allocated to two construction contracts through a reduction in Item C219 for Canal Dredging in the 2005 Contracts Program, and be it further

RESOLVED, that the Executive Director or his designee shall have the authority to exercise all powers reserved to the Corporation under the provisions of these 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 any contracts in the best interests of the Corporation, and be it further

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

Adjournment

There being no further business to come before the Board, on the motion of Mr. Riedman, seconded by Ms. Carey-Cassidy, without any objections, the meeting was adjourned.

Jill B. Warner
Secretary

