



ALBANY PORT DISTRICT COMMISSION MEETING

MAY 24, 2023

IMMEDIATELY FOLLOWING THE FINANCE COMMITTEE MEETING AT NOON

AGENDA

- 1) Approval of Minutes from the April 26, 2023 Commission meeting (attached)**
- 2) Public Comment**
- 3) Finance Committee/Financial Update (by CFO Stuto)**
- 4) CEO Update (by CEO Hendrick)**
- 5) External Affairs and Communications update (by DEA Vavura)**
- 6) Real Property/Development Update (by CCO Daly, SCM Yagan)**
- 7) Cybersecurity Update**
- 8) Investment Policy (Resolution 24 -2023)**
- 9) Tugboat Roundup Sponsorship (Resolution 25 -2023)**
- 10) Conveyance of Niagara Mohawk Power Corporation Property (Resolution 26 -2023)**
- 11) Amendment to Expansion Site Preparation Contract (Resolution 27-2023)**
- 12) Amendment to McFarland-Johnson Beacon Island Infrastructure Improvements Contract (Resolution 28-2023)**
- 13) CMR Contract Next Phase Scope of Work (Resolution 29-2023)**
- 14) Other Business (by Chairperson)**

- 15) **Enter Executive Session¹**
- 16) **Exit Executive Session**
- 17) **Next Meeting: June 28, 2023**

¹ Only if necessary (and if approved by a majority vote of the Commission), to discuss:

- a. matters which will imperil the public safety if disclosed;
- b. any matter which may disclose the identity of a law enforcement agent or informer;
- c. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
- d. discussions regarding proposed, pending or current litigation;
- e. collective negotiations pursuant to article fourteen of the civil service law;
- f. the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;
- g. the preparation, grading or administration of examinations; and
- h. the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.



ALBANY PORT DISTRICT COMMISSION
MINUTES OF A REGULAR MEETING
APRIL 26, 2023

Commissioner Coffey called the meeting to order. In attendance were Commissioners Abriel, Cinquanti and Tagliento. Also present were CEO Hendrick, General Counsel Jordan, CCO Daly, SCM Yagan, DEA Vavura, Director of Security Williams and Administrative Assistant DiLillo.

Commissioner Coffey introduced the minutes of the March 31, 2023 Commission meeting. No changes were made to the minutes. Commissioner Coffey called for a motion to approve the minutes. A motion was made by Commissioner Abriel, seconded by Commissioner Cinquanti, and passed unanimously.

PUBLIC COMMENT

There were no public comments.

FINANCIAL UPDATE

The Board members were provided the 2023 forecast and preliminary results through March 31, 2023.

Commissioner Coffey requested that at next month's Finance meeting CFO Stuto provide the Board with;

- A forecast on the 1st quarter negative variances relating to operating revenue.
- Sources and uses of grant funds to include a list of projects with total distribution of each grant, what has been expensed to date, amount encumbered to date and balance remaining on each.

CEO UPDATE

CEO Hendrick updated the Board on the following:

- Representatives from the Port attended the National League of Conservation Voters Offshore Wind and Green Energy Event that took place earlier this month.
- Port Staff hosted Empire State Development and United Nations Consul Generals representing thirteen countries for a tour of the Port facilities. Port tenants who take part

in international business or have facilities located internationally also participated in this event.

- Port team will host a tenant meeting on May 17th providing the tenants with updates on terminal construction, roadway improvements and the Expansion Project.
- Ships, barges and longshore hours are down from this time last year. Port staff is working with Logistec representatives to secure a new contract partner to help increase Port development.

EXTERNAL AFFAIRS AND COMMUNICATIONS UPDATE

DEA Vavura provided the Board with an overview of external communications and community engagement, highlighting the Port team's meeting with South End residents and a letter of support for the Port Expansion Project from South End stakeholders, local organizations and County Legislators. She also provided updates on internal communication efforts which included an upcoming security drill, crane inspections, website updates, internship opportunities, quarterly tenant events and the Special Olympics Dagen Truck Pull event which Port staff will be participating in.

REAL PROPERTY/DEVELOPMENT UPDATE

SCM Yagan provided the Board with a report on the Expansion Project. He reported that they received the Federal section 404 and section 410 permits from the Army Corp. of Engineers. The NYSDEC Air State Facilities permit is currently being reviewed as well as the wastewater treatment plant permit package. Once complete, a required 30 day public notice will take place for each. Port Team is coordinating with DEC on the process and removal of contaminated soils. The Port team submitted a just cause justification letter to continue with limited construction scopes in advance of receiving the operational permits. Meeting has been scheduled with DOT for a site visit relating to the design requirements at the intersection of Route 144 (River Rd.) and Corning Hill Road. The design requirement is an element relating to DOT's issuance of a permanent drive permit.

Strain gauges have been installed on the utility gas transmission line in the vicinity of South Entrance Rd. and proposed parking lot areas. Grubbing, earthwork, subgrade preparation and embankment fill import placement has been advanced across Building C. Timber matting has been removed and the replacement of compacted structural fill and uncompacted surcharge volumes will be placed on Building C. Geotechs continue to review the settlement progress. The first phase has been released with anticipation of receiving a letter of release for the 2nd phase. SCM Yagan noted that the site preparation contract is close to completion.

CONSTRUCTION OWNERS REPRESENTATIVE/PROGRAM MANAGER

Counsel Jordan presented Resolution 19-2023 related to the Construction Owners Representative/Program Manager for Road and Terminal Improvements. These improvements cover eighty

percent of the existing marine terminal within the fence line in addition to all of Smith Blvd. and Boat Street and half of Raft Street. The APDC issued an RFP and received four responses. After reviewing the proposed costs, qualifications and references, the review team recommended that the Board award the contract to Creighton Manning Engineering, LLP at a cost not to exceed \$409,350. Some discussion took place. Commissioner Coffey called for a motion to approve Resolution 19-2023 authorizing the Chief Executive Officer to execute the necessary documents to award the contract to Creighton Manning Engineering, LLP at a cost not to exceed \$409,350. A motion was made by Commissioner Abriel, seconded by Commissioner Tagliento and passed unanimously.

ROAD AND TERMINAL IMPROVEMENTS

Counsel Jordan presented Resolution 20-2023 related to Road and Terminal Improvements. APDC issued an RFP and received three responses. After thorough review of the bids received, the Review Team determined New Castle Paving, LLC to be the lowest qualified bidder and recommended that the Board award the contract for Terminal and Road Improvements to New Castle Paving at a cost not to exceed \$8,385,861.50. Some discussion took place. Commissioner Coffey called for a motion to approve Resolution 20-2023 authorizing the Chief Executive Officer to execute the necessary documents to award the contract to New Castle Paving, LLC at a cost not to exceed \$8,385,861.50. A motion was made by Commissioner Abriel, seconded by Commissioner Tagliento and passed. Commissioner Cinquanti abstained from the vote.

ADMENDED PREDEVELOPMENT FUNDING AGREEMENT

CCO Daly presented Resolution 21-2023 related to an Amendment of the Predevelopment Funding Agreement. This amendment would add funding for the next phase of the site work for the expansion project which would include earthwork, utility work, bridge connection and road work. Commissioner Coffey asked for the amount of additional funding being requested and the current cap of funding for the project. CCO Daly responded that the additional funds requested would be \$42 million. Some discussion took place. Commissioner Coffey called for a motion to approve Resolution 21-2023 with the inclusion of additional language stating the request of additional funding amount and the total amount in the resolution. A motion was made by Commissioner Cinquanti, seconded by Commissioner Abriel and passed unanimously.

SHED 1 ROOF REPAIRS CHANGE ORDER

CEO Hendrick presented Resolution 22-2023 related to Shed 1 Roof Repairs. On March 31, 2023 the APDC Board authorized a contract with Titan Roofing, Inc. for Shed 1 Roof Repairs. During the course of removing the existing roofing and decking material it was determined that the sag rods supporting the canopy, which were not visible until the canopy was removed, had deteriorated to a point where replacement is warranted, therefore causing the budgeted costs to increase. Commissioner Coffey called for a motion to approve Resolution 22-2023 authorizing the Chief Executive Officer to execute the necessary documents to process Titan Roofing's change order for the Shed 1 Roof Repairs at a cost not to exceed \$31,168.10. A motion was made by Commissioner Tagliento, seconded by Commissioner Abriel and passed unanimously.

AMENDMENT TO EXPANSION SITE PREPARATION CONTRACT

SCM Yagan presented Resolution 23-2023 relating to the Port Expansion Site Preparation Project. While surcharging efforts for the Project's building footprints were being monitored it was determined that a revised slope engineering plan would be required as well as additional surcharge materials and unsuitable soils removed, therefore causing the budgeted costs related to the Port Expansion Site Preparation to increase. Port staff recommended that the Board approve the required changes related to the scope of work. Commissioner Coffey called for a motion to authorize the Chief Executive Officer to execute the necessary documents to process Wm. J. Keller & Sons Construction Corp. Change Orders for Port Expansion Site Preparation at cost not to exceed \$1,251,607. A motion was made by Commissioner Abriel, seconded by Commissioner Tagliento and passed unanimously.

EXECUTIVE SESSION

Commissioner Coffey called for a motion to enter into Executive Session for the purpose of the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of particular person or corporation. A motion was made by Commissioner Cinquanti, seconded by Commissioner Abriel and passed unanimously.

No action was taken during Executive Session. The regular meeting resumed.

OTHER BUSINESS

Counsel Jordon noted to Commissioners and staff that the annual financial disclosure statements are due and should be filed with the Commission on Ethics and Lobbying in Government by May 15, 2023.

NEXT MEETING

Commissioner Coffey informed all those in attendance that the **next meeting of the APDC Board of Commissioners will be Wednesday, May 24th, 2023 immediately following the Finance Committee meeting being held at noon.**

Commissioner Coffey called for a motion to adjourn the meeting. A motion was made by Commissioner Cinquanti, seconded by Commissioner Abriel and passed unanimously. The meeting was adjourned.

**RESOLUTION 24-2023
OF THE
ALBANY PORT DISTRICT COMMISSION**

WHEREAS, the Albany Port District Commission (the “APDC”) is a public corporation and a district corporation of the State of New York established pursuant to Chapter 192 of the Laws of 1925, as amended; and

WHEREAS, the APDC strives to responsibly and effectively manage the publicly-owned maritime Port of Albany-Rensselaer, contributing to the economy of the Capital Region and beyond while emphasizing transparency and public stewardship as prescribed in the APDC Mission Statement; and

WHEREAS, Section 2925 of NYS Public Authorities Law requires board members of state and local authorities to adopt an Investment Policy (“Policy”) and to annually review/approve the Policy; and

WHEREAS, in accordance with the APDC Committee Charter, an annual policy review and approval helps improve oversight, accountability and transparency at the APDC, thereby strengthening public confidence in its operations; and

WHEREAS, the APDC Finance Committee has reviewed the current APDC Investment Policy and recommends its continued approval.

NOW, THEREFORE, BE IT RESOLVED, that the APDC reapproves the APDC Investment Policy.

Signed: _____
(Assistant) Secretary

Date of Authorization: May 24, 2023

Prepared by:
Patrick K. Jordan, Esq

**RESOLUTION 25-2023
OF THE
ALBANY PORT DISTRICT COMMISSION**

WHEREAS, the Albany Port District Commission (the “APDC”) is a public corporation and a district corporation of the State of New York established pursuant to Chapter 192 of the Laws of 1925, as amended; and

WHEREAS, the APDC strives to responsibly and effectively manage the publicly-owned maritime Port of Albany-Rensselaer, contributing to the economy of the Capital Region and beyond while emphasizing transparency and public stewardship as prescribed in the APDC Mission Statement; and

WHEREAS, in furtherance of the APDC Mission, the APDC Sponsorship Policy (“Policy”) permits APDC sponsorship of events and for purposes that advances the APDC mission through providing financial assistance in the areas of maritime commerce or economic development; and

WHEREAS, the APDC has been asked to consider sponsoring the 2023 Tugboat Roundup (“Event”); and

WHEREAS, the Event occurs annually and is based on the Hudson River featuring activities and exhibits that demonstrate different components of the maritime-industry; and

WHEREAS, the 2023 approved APDC operating Budget has allocated an amount sufficient to support the Event at a sponsorship level of \$500;

NOW, THEREFORE, BE IT RESOLVED, the APDC finds that this sponsorship request is in accordance with the Policy and authorizes the Chief Executive Officer to pledge APDC sponsorship of the 2023 Tugboat Roundup in the amount of \$500.

Signed: _____
(Assistant) Secretary

Date of Authorization: May 24, 2023

Prepared by:
Patrick K. Jordan, Esq.

**RESOLUTION 26-2023
OF THE
ALBANY PORT DISTRICT COMMISSION**

WHEREAS, the Albany Port District Commission (the “APDC”) is a public corporation and a district corporation of the State of New York established pursuant to Chapter 192 of the Laws of 1925, as amended; and

WHEREAS, the APDC strives to responsibly and effectively manage the publicly-owned maritime Port of Albany-Rensselaer, contributing to the economy of the Capital Region and beyond while emphasizing transparency and public stewardship as prescribed in the APDC Mission Statement; and

WHEREAS, Section 5 Subsection 6 of the APDC Enabling Legislation authorizes the APDC to “acquire, lease, erect, construct, make, equip and maintain port facilities with or outside the district”; and

WHEREAS, in furtherance of the APDC mission, it is necessary for the APDC to invest in strategic land acquisition to support commerce and transportation movements within the district; and

WHEREAS, the APDC finds it necessary to acquire an approximately 0.24 acre portion of land from Niagara Mohawk Power Corporation located in the Town of Bethlehem, County of Albany (the “Property”) that will enable the APDC to construct a bridge in order to transport goods from multiple locations through the district; and

WHEREAS, pursuant to the APDC property acquisition policy an appraisal report was obtained detailing the current market value of the property; and

WHEREAS, the purchase price negotiated between the parties is in accordance with the market value of the property.

NOW, THEREFORE, BE IT RESOLVED, that the APDC authorizes the Chief Executive Officer to execute the necessary documents to facilitate the conveyance of the Property from Niagara Mohawk Power Corporation at a purchase price of \$17,000 and any and all costs associated with the closing.

Signed: _____
(Assistant) Secretary

Date of Authorization: May 24, 2023

Prepared by:
Patrick K. Jordan, Esq.

**RESOLUTION 27-2023
OF THE
ALBANY PORT DISTRICT COMMISSION**

WHEREAS, the Albany Port District Commission (the “APDC”) is a public corporation and a district corporation of the state of New York established pursuant to Chapter 192 of the Laws of 1925, as amended; and

WHEREAS, the APDC strives to responsibly and effectively manage the publicly-owned maritime Port of Albany-Rensselaer, contributing to the economy of the Capital Region and beyond while emphasizing transparency and public stewardship as prescribed in the APDC Mission Statement; and

WHEREAS, on May 6, 2022, the APDC Board authorized a contract with Wm. J. Keller & Sons Construction Corp for Port Expansion Site Preparation – Including Grubbing, Surcharging, Earthwork and Clearing related to the expansion of the Albany Port District in the Town of Bethlehem and a 14.5 acre site in the City of Albany with a proposed offshore wind tower manufacturing plant (the “Project”); and

WHEREAS, while excavating the Project site the contractor has encountered contaminated soils that contained a pre-existing petroleum contamination deposit which, per the direction of the New York State Department of Environmental Conservation, mandated removal and further exploration to determine the limits of the contamination pursuant to law and best environmental practices; and

WHEREAS, these scope changes and environmental factors thereby caused the budgeted costs related to the Port Expansion Site Preparation to increase to account for these specific requirements.

NOW, THEREFORE, BE IT RESOLVED, that the APDC authorizes the Chief Executive Officer to execute the necessary documents to process Wm. J. Keller & Sons Construction Corp. Change Orders for Port Expansion Site Preparation at cost not to exceed \$231,380. The new contract cost will be \$31,881,334.07 and the completion date remains July 17, 2023.

Signed: _____
(Assistant) Secretary

Date of Authorization: May 24, 2023
Prepared by:
Patrick K. Jordan, Esq.

**RESOLUTION 28-2023
OF THE
ALBANY PORT DISTRICT COMMISSION**

WHEREAS, the Albany Port District Commission (the “APDC”) is a public corporation and a district corporation of the State of New York established pursuant to Chapter 192 of the Laws of 1925, as amended; and

WHEREAS, the APDC strives to responsibly and effectively manage the publicly-owned maritime Port of Albany-Rensselaer, contributing to the economy of the Capital Region and beyond while emphasizing transparency and public stewardship as prescribed in the APDC Mission Statement; and

WHEREAS, in furtherance of the APDC mission the APDC has embarked on the expansion of the Albany Port District in the Town of Bethlehem and a 14.5 acre site in the City of Albany with a proposed offshore wind tower manufacturing plant (the “Project”); and

WHEREAS, on March 24, 2021 the APDC Board authorized a contract with McFarland-Johnson, Inc. to provide Supplemental Engineering Services for the Phase 1 Infrastructure Design and Permitting related to the Project (“Engineering Services”); and

WHEREAS, New York State Department of Environmental Conservation (NYSDEC) requirements led to an extended duration of the current environmental monitoring services, and additional NYSDEC requirements have now been mandated leading to scope changes related to the environmental monitoring services related to the Project; and

WHEREAS, these duration and scope changes lead to proposed additional subconsultant services for the monitoring services required under the groundwater monitoring well plan, and for additional independent data validation services related to groundwater monitoring well sampling and reporting.

NOW, THEREFORE, BE IT RESOLVED, that the APDC authorizes the Chief Executive Officer to execute the necessary documents to process McFarland-Johnson Engineering Services Change Order ECN-04 for the Phase 1 Infrastructure Design and Permitting related to the Expansion Project at a cost not to exceed \$123,700. The new contract cost will be \$2,896,528.

Signed: _____
(Assistant) Secretary

Date of Authorization: May 24, 2023

Prepared by:
Patrick K. Jordan, Esq.