

**THE CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY**  
**AUDIT AND FINANCE COMMITTEE**  
**200 CORTLAND AVENUE, SYRACUSE, NEW YORK**  
MINUTES OF THE APRIL 24, 2026, AUDIT AND FINANCE COMMITTEE MEETING

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MEMBERS PRESENT:           NICHOLAS LAINO, Chair  
                                  ANTHONY DAVIS, Vice Chair  
                                  TINA FITZGERALD, Treasurer  
                                  NEIL BURKE  
                                  ROBERT CUCULICH  
                                  JULIUS LAWRENCE  
                                  HEATHER SNOW  
                                  LOUELLA WILLIAMS  
                                  FRANK SAYA, Non-Voting Member

MEMBERS ABSENT           DARLENE LATTIMORE, Secretary

STAFF PRESENT:           CHRISTOPHER TUFF, Chief Executive Officer  
                                  JACQUELYN MUSENGO, VP of Human Resources  
                                  GEOFF HOFF, VP of Fleet and Facilities  
                                  RAHMIN AZRIA, VP of Operations  
                                  MELISSA BRIM, VP of Finance  
                                  BREN DAISS, VP Communication & Business Planning  
                                  CAITLIN MACCOLLUM, Sr Director of Procurement  
                                  JORGE BORDONHOS, Director of Fleet Maintenance  
                                  TARA SPRAKER, Director of Capital Programs  
                                  JOSH GARDNER, Manager Specialized Transport System Analyst  
                                  CHRISTOPHER KING, Procurement Manager  
                                  JASON SMITH, Sr Procurement Analyst  
                                  EJ MOSES, Director of Facilities and Grants  
                                  CHRIS MORRALE, Director of Human Resources  
                                  SUZANN HENSLEY, Internal Control Manager  
                                  JEANNINE JOHNSON, Executive Assistant  
                                  MATT KAVANAUGH, Desktop Support Specialist

PUBLIC PRESENT:           BRAD HUNT, Legal Counsel  
                                  MARIO COLONE

CALL TO ORDER   At 9:55 A.M. Chairman Laino called the meeting to order.

- Chairman Laino noted a quorum was present
- The next Committee meeting will be on May 29, 2026

#### MICROSOFT SOFTWARE LICENSING 2026-2031

Mr. King presented a Motion to authorize a contract award for the Microsoft Software Licensing. A copy of the Motion is attached to these Minutes.

A Motion to authorize payment in accordance with the licensing agreement with SHI International Corp. totaling \$606,769.32 from June 1, 2026, through May 31, 2029, as recommended by the Audit and Finance Committee, was raised and forwarded to the Board for approval.

Motion – Neil Burke

Seconded – Tina Fitzgerald

Carried Unanimously to the Board with a recommendation of approval.

#### ELECTRICAL SERVICES 2026-2031

Mr. Smith presented a Motion to authorize a contract award for Electrical Services. A copy of the Resolution is attached to these Minutes.

A Motion to authorize a contract award for Electrical Services 2026-2031 to Patricia Electric for a five (5) year term, commencing December 1, 2026, as recommended by the Audit and Finance Committee, was raised and forwarded to the Board for approval.

Motion – Heather Snow

Seconded – Louella Williams

Carried Unanimously to the Board with a recommendation of approval.

#### SECTION 5307 AND 5339 GRANT PROGRAMS

Ms. Spraker presented a Resolution to authorize the Chief Executive Officer to file applications with the New York State Department of Transportation for Section 5307 and Section 5339 Grant under the Urban Mass Transportation Act of 1964 as amended. A copy of the Resolution is attached to these Minutes.

A Motion to authorize the Chief Executive Officer to file applications with the New York State Department of Transportation for Section 5307 and Section 5339 Grant under the Urban Mass Transportation Act of 1964 as amended, as recommended by the Audit and Finance Committee, was raised and forwarded to the Board for approval.

Motion – Tina Fitzgerald

Seconded – Anthony Davis

Carried Unanimously to the Board with a recommendation of approval.

#### NYS DOT GRANT AGREEMENT #K0007670

Ms. Spraker presented a Resolution to authorize the Chief Executive Officer to enter into Grant Agreement Contract #K007670 with the New York State Department of Transportation. A copy of the Resolution is attached to these Minutes.

A Motion to authorize the Chief Executive Officer to enter into Grant Agreement Contract #K007670 with the New York State Department of Transportation, as recommended by the Audit and Finance Committee, was raised and forwarded to the Board for approval.

Motion – Julius Lawrence

Seconded – Anthony Davis

Carried Unanimously to the Board with a recommendation of approval.

AUTHORIZING THE CEO TO ENTER INTO SUPPLEMENTAL GRANT AGREEMENT #1 TO CONTRACT #C006013 WITH THE NYS DEPARTMENT OF TRANSPORTATION

Ms. Spraker presented a Resolution to authorize the Chief Executive Officer to enter into Supplemental Grant Agreement#1 to Contract #C006013 with the New York State Department of Transportation. A copy of the Resolution is attached to these Minutes.

A Motion to authorize the Chief Executive Officer to enter into Supplemental Grant Agreement #1 to Contract #C006013 with the New York State Department of Transportation as recommended by the Audit and Finance Committee, was raised and forwarded to the Board for approval.

Motion – Louella Williams

Seconded – Tina Fitzgerald

Carried Unanimously to the Board with a recommendation of approval.

ADJOURNED

There being no further business to come before the Committee, the Audit and Finance Committee Meeting was adjourned.

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Chairman

ATTEST:

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Secretary

**CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY**  
**(and its Subsidiaries)**  
**200 CORTLAND AVENUE, SYRACUSE, NEW YORK**  
**MINUTES OF THE APRIL 24, 2026, ANNUAL BOARD MEETING**

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MEMBERS PRESENT:                   NICHOLAS LAINO, Chair  
  ANTHONY DAVIS, Vice Chair  
  TINA FITZGERALD, Treasurer  
  NEIL BURKE  
  ROBERT CUCULICH  
  HEATHER SNOW  
  JULIUS LAWRENCE  
  LOUELLA WILLIAMS  
  FRANK SAYA, Non-Voting Member

MEMBERS ABSENT:                   DARLENE LATTIMORE, Secretary

STAFF PRESENT:                   CHRISTOPHER TUFF, Chief Executive Officer  
  JACQUELYN MUSENGO, VP of Human Resources  
  GEOFF HOFF, VP of Fleet and Facilities  
  BRUCE FONG, VP of IT  
  RAHMIN AZRIA, VP of Operations  
  MELISSA BRIM, VP of Finance  
  CAITLIN MACCOLLUM, Senior Director of Procurement  
  BREN DAISS, VP of Public Affairs and Planning  
  DAVID CARACCIO, Facilities Project Manager  
  TARA SPRAKER, Director of Capital Programs  
  CHRISTOPHER KING, Procurement Manager  
  JOSH GARDNER, Manager Specialized System Analyst  
  PAULA CUTRONE, Sr Manager of Transit Data and Equity  
  CHRIS MORRALE, Director of Human Resources  
  JASON SMITH, Sr Procurement Analyst  
  JEANNINE JOHNSON, Executive Assistant

PUBLIC PRESENT:                   BRAD HUNT, Legal Counsel  
  MARIO COLONE

CALL TO ORDER   At 11:17 A.M. Chairman Laino called the meeting to order. The only order of business for this meeting was to vote on the slate of officers for the 2026-2027 fiscal year commencing April 1, 2026. Mr. Laino called on Ms. Williams to provide the Nominating Committee Report.

SLATE OF OFFICERS FOR FISCAL YEAR 2026/2027 – MOTION NO. 2842

Nicholas Laino, Chair  
Anthony Davis, Vice Chair  
Darlene Lattimore, Secretary  
Tina Fitzgerald, Treasurer

A Motion to Adopt the Slate of Officers for Fiscal Year 2026/2027 as proposed by the Nominating Committee was raised.

Motion – Heather Snow  
Seconded – Robert Cuculich  
Carried Unanimously

ADJOURNED

There being no further business to come before the Board, the CNYRTA and its Subsidiaries the Annual Board meeting was adjourned.

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Chairman

ATTEST:

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Secretary

**THE CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY**  
**(and its Subsidiaries)**  
**200 CORTLAND AVENUE, SYRACUSE, NEW YORK**  
**MINUTES OF THE APRIL 24, 2026, BOARD MEETING**

---

MEMBERS PRESENT:                   NICHOLAS LAINO, Chair  
  ANTHONY DAVIS, Vice Chair  
  TINA FITZGERALD, Treasurer  
  NEIL BURKE  
  ROBERT CUCLICH  
  JULIUS LAWRENCE  
  HEATHER SNOW  
  LOUELLA WILLIAMS  
  FRANK SAYA, Non-Voting Member

MEMBERS ABSENT:                   DARLENE LATTIMORE, Secretary

STAFF PRESENT:                   CHRISTOPHER TUFF, Chief Executive Officer  
  JACKIE MUSENGO, VP of Human Resources  
  BREN DAISS, Senior Director of Planning & Capital Projects  
  GEOFFREY HOFF, VP of Fleet and Facilities  
  RAHMIN AZRIA, VP of Operations  
  BRUCE FONG, VP of Information Technologies  
  MELISSA BRIM, VP of Finance  
  TARA SPRAKER, Director of Capital Programs  
  PAULA CUTRONE, Senior Manager of Transit Data and Equity  
  CHRIS MORRALE, Director of Human Resources  
  CHRISTOPHER KING, Procurement Manager  
  JOSHUA GARDNER, Spec. Transport Manager & Systems Analyst  
  JASON SMITH, Senior Procurement Analyst  
  SUZANN HENSLEY, Internal Control Manager  
  MATT KAVANAUGH, Desktop Support Specialist  
  JEANNINE JOHNSON, Executive Assistant

PUBLIC PRESENT:                   MARIO COLONE  
  BRAD HUNT

CALL TO ORDER   At 10:08 A.M. Chairman Laino called the meeting to order.

- Chairman Laino and the Board Members recited the Pledge of Allegiance
- Chairman Laino noted a quorum was present

## UPCOMING MEETINGS

- Chairman Laino announced the following meetings for May 29, 2026:
  - Governance Meeting – 9:00 AM
  - Audit and Finance Meeting – 9:30 AM
  - Board Meeting – 10:00 AM

## APPROVAL OF THE MARCH 31, 2026, BOARD MEETING MINUTES MOTION NO. 2841

Motion – Tina Fitzgerald

Seconded – Neil Burke

Carried Unanimously

## CHIEF EXECUTIVE OFFICER’S REPORT – Mr. Tuff

In addition to Mr. Tuff’s written report, attached to these Minutes, he discussed the following:

### SYSTEM REDESIGN CON’T

On April 23, we held our public hearing on the system redesign for Better Bus Onondaga. We have also met with Board members Heather Snow and Tina Fitzgerald to discuss the redesign in further detail, ensure that questions are answered, and identify solutions to any concerns.

### ONONDAGA COUNTY TRAFFIC SAFETY ADVISORY BOARD (OCTSAB)

On April 23, Rahmin Azria, Mike Robinson, Steve LaRue, Jeff MacCollum, Casey Brown, and I attended the OCTSAB award banquet. I had the honor of presenting the 30th annual Gerald Dietz safety award to Syracuse Police Officer Lonnie Dotson. Lonnie has been a valuable resource for Centro, assisting with supervisory accident training over the years. It was an honor to present the award. Congratulations to Lonnie and all the award recipients.

### DRIVER CLASS UPDATE

The current operator class of 12 drivers is getting ready to graduate. 4 went FT, and 8 are going FT next Monday. Our April class started on the 13th, and we have 13 trainees in that class.

### EARTH DAY

On April 25, we will participate in our 6th annual Earth Day cleanup event. We will have more than 50 employees, and their family members will help clean up the neighborhood around our Syracuse Facility.

### RIBBON CUTTING EVENT

On May 13, we will hold a ribbon-cutting event here in Syracuse for the CNG fueling station upgrade. The Federal Transit Administration will be here with our Federal, State, and Local elected officials to reopen the station. We will follow up with additional details for the board members in the coming days.

## SENIOR STAFF REPORTS

### BUSINESS DEVELOPMENT AND CORPORATE COMMUNICATIONS REPORT – Ms. Daiss

Bren Daiss reported ridership numbers to the Board. Overall, ridership is up 3.2% across all properties.

Ms. Daiss also gave an overview of the previous night's Better Bus: Onondaga Public Hearing which had over 53 public attendees and more than 20 speakers. The public comment period will remain open for the next week (through April 30th). Then Centro staff and consultants will review all of the feedback to determine if additional changes are warranted to the system redesign plan. In order to have enough time to work through potential adjustments, staff will likely bring the full plan back to the Board for approval in June.

### OPERATION/TRANSPORTATION REPORT – Mr. Azria

#### NEW YORK PRODUCT TRAINING + PARTNER WORKSHOP

Earlier this month, Centro was the host location for a "New York Product Training + Partner Workshop" provided by Via, which is our vendor for our Paratransit and On-Demand software and included Several NY Transit Authority's, County Mobility planners.

This event was to learn about recent product updates, to learn and to exchange ideas.

#### VIA AND PARATRANSIT

Centro has been providing more paratransit rides than ever before, while utilizing the same and in some cases less resources than in past years. This increase is in part due to an ageing population, but we've been successful in managing this demand using technology and efficiently managing our resources. There have been real savings through better ride planning tools and optimization of routing. There have also been savings through the introduction of a customer mobile app that allows riders to schedule and cancel their own rides rather than calling and speaking with us.

Operations is excited about the improvements in Via being rolled out and those that will be coming over the next year that were discussed in the workshop including but not limited to:

Updates to User interface (UI) and to planning capabilities:

Changes to help Manage Demand, Customer Experience and improve safety - New and Improved Driver App - With this update, drivers get a clear interface that displays relevant info when they need it, helping them provide better customer experience. Simplified design minimizes distractions, so they focus where it matters most, which is safe driving. Pickups are now in green, no-shows in red, drop-offs in black and key icons are now more visible.

*LIFO (Last in First Out)* – Centro has recently started using this feature.

*LiveOps Map* - Centro has recently started using this feature.

*Eligibility Portal* – Future update will digitize and speed up the application and review process of new riders

*Caregiver* - Will allow better access and management tools for caregivers.

*Suspension Management* – Will provide tools for managing suspensions related to no-shows.

*IVR* - Interactive Voice Response, which uses basic keypad presses to help direct calls and reduce call volume.

*AI IVR* - Takes IVR to the next step by allowing riders to book rides with conversational AI. This feature will be rolled out in the summer of 2026, and Centro hopes to implement as soon as possible next year.

These are just some of the many exciting improvements that will help us continue to deliver on our obligations to serve the community

### CALL-A-BUS QUARTERLY REPORT

Mr. Azria called on Mr. Gardner to give the quarterly Call-A-Bus report. March was the end of the 4th quarter CAB ridership report. Ridership continues to grow year over year. This quarter consolidated ridership is up 13% over prior year. Auburn ridership is up 29%, Syracuse 13%, Oswego 5%, Rome 2%, and Utica 1% over prior year. The last few years we have seen a consistent double digit increase year over year.

### FLEET AND FACILITIES REPORT – Mr. Hoff

#### HAZARDOUS WASTE INSPECTION

The New York State Department of Environmental Conservation (DEC) conducts annual inspections to evaluate how Centro manages the accumulation and disposal of waste. As part of these requirements, Centro must maintain detailed documentation tracking when waste is generated and when it is ultimately disposed of.

Centro handles various types of waste, including oils, coolant, contaminated soils, and other hazardous materials. The facilities also operate a combination of above ground and underground storage tanks, all of which require regular monitoring to prevent environmental risks.

In the event of any leaks or spills, Centro is responsible for promptly notifying the DEC, documenting the incident, outlining corrective actions taken, and detailing how the affected waste was managed and disposed of. The company utilizes licensed contractors to safely remove and dispose of hazardous waste in accordance with regulatory standards.

During the most recent annual inspection, Centro successfully met all DEC requirements and passed the hazardous waste inspection.

#### CNG STATION

CNG Station is running efficiently. All three skids and two dispensers are up operational. Currently testing and working on defueling portion of the system. There are a few minor issues, which is typical with something new.

#### PARATRANSIT BUSES

Nine Call-A-Buses are arriving on Friday 24th. Onboarding process will start next week. Which includes an overall inspection of the bus, installing the farebox, VIA tablets, cameras, and registration through DMV. Hoping to get them on the road within a couple weeks.

## INFORMATION TECHNOLOGIES REPORT – Mr. Fong

### UPDATES:

PDS (HR platform health check) – The system health check with PDS that I mentioned back in February is scheduled for the week of 4 May, and a PDS engineer will be onsite for three and a half days. The goal is to pinpoint workflow bottlenecks, identify features we're paying for but not using, and recommend process updates to modernize how we use the system.

Clever (infrastructure upgrade) – On Wednesday, the 22nd we received over 400 pounds of hardware for the Clever upgrade. The server room clean-up is complete, and new electrical has been installed to support the equipment. Our next step is to finalize the required vendor documentation; once that's done, we'll schedule their technician to come onsite to install and configure the hardware. After the hardware is in place, we'll move into the software installation and configuration phase. We're finalizing the scope of work now with Clever and expect to have it locked in within the next week or two.

Microsoft security update (Secure Boot keys) – We're working toward another Microsoft deadline dealing with their Secure Boot.

The security keys that help verify a computer is safe to start are set to expire in June 2026. Systems that don't update those trusted keys can be exposed to serious risks—including malware that's difficult to detect or remove—and, in some cases, may have trouble starting.

Because updating these keys is a multi-step process, we're taking a controlled approach to avoid disruptions. We've used multiple tools to identify and categorize affected systems, and we're preparing vendor-recommended automated actions to remediate them. Deployment will be incremental and closely monitored.

## AUDIT AND FINANCE COMMITTEE REPORT

### MICROSOFT SOFTWARE LICENSING 2026-2031 – RESOLUTION NO. 2690

Mr. King presented a Resolution to authorize a contract award for the Microsoft Software Licensing. A copy of the Motion is attached to these Minutes.

A Motion to authorize payment in accordance with the licensing agreement with SHI International Corp. totaling \$606,769.32 from June 1, 2026, through May 31, 2029, as recommended by the Audit and Finance Committee, was raised.

Motion – Louella Williams

Seconded – Heather Snow

Carried Unanimously

ELECTRICAL SERVICES 2026-2031 – RESOLUTION NO. 2691

Mr. Smith presented a Resolution to authorize a contract award for Electrical Services. A copy of the Resolution is attached to these Minutes.

A Motion to authorize a contract award for Electrical Services 2026-2031 to Patricia Electric for a five (5) year term, commencing December 1, 2026, as recommended by the Audit and Finance Committee, was raised.

Motion – Neil Burke  
Seconded – Julius Lawrence  
Carried Unanimously

SECTION 5307 AND 5339 GRANT PROGRAMS – RESOLUTION NO. 2692

Ms. Spraker presented a Resolution to authorize the Chief Executive Officer to file applications with the New York State Department of Transportation for Section 5307 and Section 5339 Grant under the Urban Mass Transportation Act of 1964 as amended. A copy of the Resolution is attached to these Minutes.

A Motion to authorize the Chief Executive Officer to file applications with the New York State Department of Transportation for Section 5307 and Section 5339 Grant under the Urban Mass Transportation Act of 1964 as amended, as recommended by the Audit and Finance Committee, was raised.

Motion – Neil Burke  
Seconded – Louella Williams  
Carried Unanimously

NYS DOT GRANT AGREEMENT #K0007670 – RESOLUTION NO. 2693

Ms. Spraker presented a Resolution to authorize the Chief Executive Officer to enter into Grant Agreement Contract #K0007670 with the New York State Department of Transportation. A copy of the Resolution is attached to these Minutes.

A Motion to authorize the Chief Executive Officer to enter into Grant Agreement Contract #K0007670 with the New York State Department of Transportation, as recommended by the Audit and Finance Committee, was raised.

Motion – Neil Burke  
Seconded – Heather Snow  
Carried Unanimously

AUTHORIZING THE CEO TO ENTER INTO SUPPLEMENTAL GRANT AGREEMENT #1 TO CONTRACT #C006013 W/ THE NYS DEPARTMENT OF TRANSPORTATION – RESOLUTION NO. 2694

Ms. Spraker presented a Resolution to authorize the Chief Executive Officer to enter into Supplemental Grant Agreement#1 to Contract #C006013 with the New York State Department of Transportation. A copy of the Resolution is attached to these Minutes.

A Motion to authorize the Chief Executive Officer to enter into Supplemental Grant Agreement #1 to Contract #C006013 with the New York State Department of Transportation as recommended by the Audit and Finance Committee, was raised.

Motion – Julius Lawrence  
Seconded – Neil Burke  
Carried Unanimously

PENSION COMMITTEE REPORT

Mr. Cuculich announced that at the Pension Committee met earlier this morning, Tim Tindall and Jim Gould from Alesco Advisors LLC presented the quarterly report regarding the investment of assets in the pension plans of the Authority (salaried and non-salaried). After a detailed and lengthy discussion, it was agreed that no action is recommended regarding the respective pension plans at this time.

OLD BUSINESS

Mr. Julius Lawrence reminded the Board about the Community Day event. Mr. Tuff informed him that Centro would provide materials for distribution.

Ms. Heather Snow thanked Centro for providing buses for Government Day in Oswego.

NEW BUSINESS

Nothing to report

EXECUTIVE SESSION – MOTION NO. 2843

A Motion was needed to move to executive session to discuss a personnel matter involving a particular employee.

Motion – Neil Burke  
Seconded – Julius Lawrence  
Carried Unanimously

No action taken in Executive Session.

COLA INCREASE AND COMPENSATION TO CHIEF EXECUTIVE OFFICER – MOTION NO. 2844

A Motion to authorize a 2.25% cost of living increase and \$7500 compensation to Chief Executive Officer, Christopher Tuff, was presented to the Board for approval.

Motion – Anthony Davis  
Seconded – Heather Snow  
Carried Unanimously

ADJOURNED

There being no further business to come before the Board, the CNYRTA and its Subsidiaries Board meeting was adjourned.

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Chairman

ATTEST:

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Secretary