

**THE CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY
AUDIT AND FINANCE COMMITTEE
200 CORTLAND AVENUE, SYRACUSE, NEW YORK**

MINUTES OF THE DECEMBER 19, 2025, AUDIT AND FINANCE COMMITTEE MEETING

MEMBERS PRESENT:

NICHOLAS LAINO, Chairman
DARLENE LATTIMORE, Secretary
ROBERT CUCULICH
JULIUS LAWRENCE
HEATHER SNOW
LOUELLA WILLIAMS

MEMBERS ABSENT:

ANTHONY DAVIS, Vice Chair
TINA FITZGERALD, Treasurer
NEIL BURKE
FRANK SAYA, Non-Voting Member

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
BRUCE FONG, VP of Information Technology
MELISSA BRIM, VP of Finance
CAITLIN MACCOLLUM, Sr Director of Procurement
BREN DAISS, Associate VP Communication & Business Planning
EJ MOSES, Director of Facilities
DEREK SHERMAN, Director of Accounting
CHRISTOPHER MORRALE, Director of Human Resources
CHRISTOPHER KING, Procurement Manager
TARA SPRAKER, Director of Capital Programs
JASON SMITH, Sr Procurement Analyst
BILLY GREENE, Desktop Support Specialist
MATTHEW KAVANAGH, Desktop Support Specialist

PUBLIC PRESENT:

BRAD HUNT, Legal Counsel
MARIO COLONE
JOE CALABRESE

CALL TO ORDER At 9:00 A.M. Chairman Laino called the meeting to order.

- Chairman Laino noted a quorum was present
The next Committee meeting will be on January 23, 2026.

NOVEMBER 30, 2025, STATEMENT OF REVENUE & EXPENDITURES

Ms. Brim presented a Motion to approve the November 30, 2025, Statement of Revenue and Expenditures. A copy of the Motion is attached to these Minutes.

A Motion to approve the November 30, 2025, Statement of Revenue and Expenditures, was raised and forwarded to the Board for approval.

Motion – Julius Lawrence

Seconded – Darlene Lattimore

Carried Unanimously to the Board with a recommendation of approval.

2026-27 PROPOSED OPERATING BUDGET AND FINANCIAL PLAN

Mr. Sherman, Director of Accounting, presented a Motion to approve the 2026-27 Proposed Operating Budget and Financial Plan. A copy of the Motion is attached to these Minutes.

A Motion to approve the 2026-27 Proposed Operating Budget and Financial Plan was raised and forwarded to the Board for approval.

Motion – Heather Snow

Seconded – Robert Cuculich

Carried Unanimously to the Board with a recommendation of approval.

2026-27 PROPOSED CAPITAL BUDGET AND FINANCIAL PLAN

Ms. Spraker, Director of Capital Programs, presented a Motion to approve the 2026-27 Proposed Capital Budget and Financial Plan. A copy of the Motion is attached to these Minutes.

A Motion to approve the 2026-27 Proposed Capital Budget and Financial Plan, was raised and forwarded to the Board for approval.

Motion – Julius Lawrence

Seconded – Darlene Lattimore

Carried Unanimously to the Board with a recommendation of approval.

TRAPEZE SOFTWARE MAINTENANCE AGREEMENT

Ms. MacCollum presented a Resolution to authorize payment to Trapeze for the Multiyear Software Maintenance Agreement. A copy of the Motion is attached to these Minutes.

A Motion to authorize payment to Trapeze for the Multiyear Software Maintenance Agreement was raised and forwarded to the Board for approval.

Motion – Robert Cuculich

Seconded – Darlene Lattimore

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.

Chairman

ATTEST:

Secretary

THE CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY
(and its Subsidiaries)
200 CORTLAND AVENUE, SYRACUSE, NEW YORK
MINUTES OF THE DECEMBER 19, 2025, BOARD MEETING

MEMBERS PRESENT:

NICHOLAS LAINO, Chairman
DARLENE LATTIMORE, Secretary
ROBERT CUCULICH
JULIUS LAWRENCE
HEATHER SNOW
LOUELLA WILLIAMS

MEMBERS ABSENT:

ANTHONY DAVIS, Vice Chair
TINA FITZGERALD, Treasurer
NEIL BURKE
FRANK SAYA, Non-Voting Member

STAFF PRESENT:

CHRISTOPHER TUFF, Chief Executive Officer
JACQUELYN MUSENGO, VP of Human Resources
STEVE KOEGEL, VP of Communication and Business Planning
GEOFF HOFF, VP of Fleet and Facilities
RAHMIN AZRIA, VP of Operations
BRUCE FONG, VP of Information Technology
MELISSA BRIM, VP of Finance
CAITLIN MACCOLLUM, Sr Director of Procurement
BREN DAISS, Associate VP Communication & Business Planning
PAULA CUTRONE, Sr Manager of Transit Data and Equity
EJ MOSES, Director of Facilities
DEREK SHERMAN, Director of Accounting
CHRISTOPHER MORRALE, Director of Human Resources
CHRISTOPHER KING, Procurement Manager
TARA SPRAKER, Director of Capital Programs
JASON SMITH, Sr Procurement Analyst
BILLY GREENE, Desktop Support Specialist
MATTHEW KAVANAGH, Desktop Support Specialist

PUBLIC PRESENT:

BRAD HUNT, Legal Counsel
MARION COLONE
JOE CALABRESE

CALL TO ORDER At 9:30 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 January 23, 2026:
 - Pension Meeting – 9:00 AM
 - Audit and Finance Meeting – 9:30 AM
 - Board Meeting – 10:00 AM

APPROVAL OF THE NOVEMBER 21, 2025, BOARD MEETING MINUTES - MOTION NO. 2812

Motion – Julius Lawrence

Seconded – Heather Snow

Carried Unanimously

CHIEF EXECUTIVE OFFICER'S REPORT – Mr. Tuff

The following was mentioned, in addition to Mr. Tuff's written report that is attached to these Minutes.

GOVERNOR'S STATE OF ADDRESS

The Governor's State of the State address will be on January 13 at 1:00pm. Following the address, we should hear what she will propose for State Operating Assistance (STOA) in the Executive Budget.

WREATHS ACROSS AMERICA

On December 13, Centro participated in the 2025 Onondaga County Wreaths Across America Program. 600 people signed up to volunteer and close to 1,000 showed up in a blinding snowstorm to help. The operations team adapted to the increased attendance and made the event successful.

LOW/ NO EMISSIONS GRANT PROGRAM

On Monday, December 22, Congressman Mannion will hold a press conference here at Centro about the \$9.28 million award from the Low/No Emissions Grant program. We appreciate our federal partnerships that enabled us to receive this funding to continue supporting BRT.

HEATHER SNOW

I want to recognize Heather for her award from Oswego County as the 2025 Rural Health Champion by the Rural Health Network of Oswego County. The recognition is given to local leaders who help advance access, equity and well-being across the County. "Heather has spearheaded several key initiatives to improve transportation services in Oswego County" said Oswego County Legislator Mary Ellen Chesbro, District 10, chairwoman of the Oswego County Legislature's Economic Development and Planning Committee. "Under Heather's leadership, the Mobility Management Department has grown to offer more transportation resources, including the new 'Ride Oswego County' app.

SENIOR STAFF REPORTS

FLEET AND FACILITIES REPORT – Mr. Hoff

INFOTAINMENT

Centro will be testing an infotainment system on a bus. The system will display next bus stop information, media, and notices on interior screens. Testing is anticipated to begin in January, with February as the latest start timeframe.

DRIVER BARRIERS

Replacement driver barrier glass and stanchion locking mechanisms are arriving in batches. This replacement campaign is expected to take several months to complete.

CNG STATION

The CNG station's first electric skid has been successfully commissioned and is operational. While minor control-related issues have occurred, buses have been fueled successfully. This skid is capable of fueling buses to 3,600 psi in less time than the previous system.

Installation of the second skid is scheduled for January, with overall project completion anticipated in March. There was a temporary system stoppage last night, and Trillium will be onsite to determine the cause. Some intermittent issues are expected as remaining system adjustments are completed.

UTICA GARAGE

Wendel has identified a site on Broad Street near the post office and has begun developing design drawings. Next steps include initiating the environmental review process under NEPA (National Environmental Policy Act) and SEQRA (State Environmental Quality Review Act), which are ready for submission to the FTA and the State.

David Carricchio and EJ Moses have done an excellent job keeping this project moving forward. The board will be kept updated on progress.

Per FTA requirements to protect FTA-funded assets, fencing with gated access will be installed around the property.

INFORMATION TECHNOLOGIES REPORT – Mr. Fong

CYBERSECURITY UPDATE

Our latest phishing simulation results that ended in October are in, and we still have a lot of room for improvement. While 116 emails were sent and 30 were correctly reported, we had eight instances of employees engaging with malicious links or attachments.

In response, we've mandated immediate remedial training for those individuals to close our security gaps. We're constantly working to instill a culture where every employee acts as a human firewall.

We know this training works. Just recently, a real-world phishing email—which cleared our email security system—was stopped by Chris Tuff. He recognized the threat and reported it, preventing a likely breach of his credentials. The hackers attempted this by sending an attachment that had an embedded malicious QR code. So good on Chris for remaining vigilant.

Our security technology is excellent, but it isn't perfect. Continuous training ensures that when technology fails, our people don't."

OPERATION/TRANSPORTATION REPORT – Mr. Azria

On an annual basis, the FTA requires operators of public transportation systems to submit a Public Transportation Agency Safety Plan (PTASP).

Centro updated its PTASP plan for 2025, and Digital copies were sent out with the December board packet.

The PTASP includes the authority's safety management policy, risk management, annual safety performance targets, safety assurance measures, and safety promotion initiatives

It is a living document - in that it is continuously updated alongside any applicable changes to policies, procedures, training, etc.

NYS Public Transportation Safety Board (PTSB) also requires that we have a System Safety Plan and to ensure we are not duplicating our efforts for State and Federal requirements, Centro's PTASP was written as a composite Safety Plan to satisfy both federal and state requirements.

Some of the updates for the 2025 plan include:

- Revisions to safety performance measures, objectives, and targets, as well as risk mitigation strategies.
- The addition of a Maintenance Safety Committee (like the Driver Safety Committee which already existed)
- A new safety management system (SMS), which was fully rolled out last December across all properties
- Several minor administrative updates such as title and name changes for some positions.

Prior to submission to the FTA, the plan must be approved by the Centro 8-member Labor Safety Committee (done prior to board meeting) as well as Centro's Board.

2025 CNYRTA PUBLIC TRANSPORTATION SAFETY PLAN (PTASP) – MOTION NO. 2813

Mr. Azria presented the 2025 CNYRTA Public Transportation Safety Plan to the Board for approval.

A Motion to adopt the 2025 CNYRTA Public Transportation Safety Plan was raised.

Motion –Julius Lawrence
Seconded – Heather Snow
Carried Unanimously

BUSINESS DEVELOPMENT AND CORPORATE COMMUNICATIONS REPORT – Mr. Koegel

Mr. Koegel reported that ridership for the Month of November compared to last year was essentially flat. He also presented the board with an equity analysis of proposed service changes in Oswego County. This included public comments regarding such changes. While most comments were favorable, there were some comments that raised concerns about changes to the bus stop serving Fulton Mills in Fulton.

BETTER BUS OSWEGO SERVICE CHANGE – RESOLUTION NO. 2669

Mr. Koegel presented a Resolution to move forward and approve the service changes on January 26th, 2026. A copy of the Better Bus Oswego Title VI – Major Service Change: Public Hearing Executive Summary Packet is attached to these Minutes.

A Motion to approve the service changes on January 26th, 2026, was raised.

Motion – Heather Snow
Seconded – Darlene Lattimore
Carried Unanimously

AUDIT AND FINANCE COMMITTEE REPORT

NOVEMBER 30, 2025, STATEMENT OF REVENUE & EXPENDITURES – MOTION NO. 2813

Ms. Brim presented a Motion to approve the November 30, 2025, Statement of Revenue and Expenditures. A copy of the Motion is attached to these Minutes.

A Motion to approve the November 30, 2025, Statement of Revenue and Expenditures, was raised.

Motion – Louella Williams
Seconded – Julius Lawrence
Carried Unanimously

2026-27 PROPOSED OPERATING BUDGET AND FINANCIAL PLAN – MOTION NO. 2814

Mr. Sherman, Director of Accounting, presented a Motion to approve the 2026-27 Proposed Operating Budget and Financial Plan. A copy of the Motion is attached to these Minutes.

A Motion to approve the 2026-27 Proposed Operating Budget and Financial Plan was raised.

Motion – Louella Williams
Seconded – Darlene Lattimore
Carried Unanimously

2026-27 PROPOSED CAPITAL BUDGET AND FINANCIAL PLAN – MOTION NO. 2815

Ms. Spraker, Director of Capital Programs, presented a Motion to approve the 2026-27 Proposed Capital Budget and Financial Plan. A copy of the Motion is attached to these Minutes.

A Motion to approve the 2026-27 Proposed Capital Budget and Financial Plan, was raised.

Motion – Heather Snow
Seconded – Darlene Lattimore
Carried Unanimously

TRAPEZE SOFTWARE MAINTENANCE AGREEMENT – RESOLUTION NO. 2670

Ms. MacCollum presented a Resolution to authorize payment to Trapeze for the Multiyear Software Maintenance Agreement. A copy of the Motion is attached to these Minutes.

A Motion to authorize payment to Trapeze for the Multiyear Software Maintenance Agreement was raised.

Motion – Louella Williams
Seconded – Darlene Lattimore
Carried Unanimously

OLD BUSINESS

Mr. Julius Lawrence wanted to thank everyone for attending the South West Community Center's 50th celebration.

NEW BUSINESS

None

EXECUTIVE SESSION – MOTION NO. 2816

A Motion to move the meeting into Executive Session to obtain advice from counsel was raised.

Motion – Robert Cuculich
Seconded – Darlene Lattimore
Carried Unanimously

No action was taken in Executive Session.

ADJOURNED

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

Chairman

ATTEST:

Secretary