

THE CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY
(and its Subsidiaries)
200 CORTLAND AVENUE, SYRACUSE, NEW YORK
MINUTES OF THE JUNE 21, 2024, BOARD MEETING

MEMBERS PRESENT: NICHOLAS LAINO, Chair
DARLENE LATTIMORE, Secretary
TINA FITZGERALD, Treasurer
NEIL BURKE
ROBERT CUCULICH
MONTY FLYNN
JOSEPH HARDICK
JULIUS LAWRENCE
LOUELLA WILLIAMS

MEMBERS ABSENT: ANTHONY DAVIS, Vice Chair
FRANK SAYA, Non-Voting Member

STAFF PRESENT: CHRISTOPHER TUFF, Deputy Chief Executive Officer
JACKIE MUSENGO, VP of Human Resources
GEOFFREY HOFF, VP of Fleet and Facilities
RAHMINE AZRIA, VP of Operations
BRUCE FONG, VP of Information Technologies
MELISSA BRIM, Associate VP of Finance
CAITLIN MACCOLLUM, Senior Director of Procurement
DEREK SHERMAN, Director of Accounting
BREN DAISS, Director of Special Projects and Planning
LYNETTE PADUANO, Director of Marketing and Communications
EJ MOSES, Director of Facilities
SUZANNA LEVESQUE CPA, Director of Internal Control
PAULA CUTRONE, Ser. Dev. Data Analyst and Research Specialist
JASON SMITH, Senior Procurement Analyst
JOSH GARDNER, Spec. Transport Manager & Systems Analyst
JASON SMITH, Senior Procurement Analyst
JOSEPH DEGRAY, Administrative Advisor
JEANNINE JOHNSON, Executive Assistant

PUBLIC PRESENT: MIKE HYDE, Retiree Maintenance Syracuse
LINDA BIATA, Retiree VP of Finance
MARK SCHLEIGEL, Counsel
BILL BIATA
JOE CALABRESE

CALL TO ORDER At 10:15 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 July 26, 2024:
 - Pension Committee – 9:00 AM
 - Audit and Finance Committee – 10:00 AM
 - Board Meeting – 10:30 AM

APPROVAL OF THE MAY 17, 2024, BOARD MEETING MINUTES - MOTION NO. 2715

Motion – Julius Lawrence

Seconded – Neil Burke

Carried Unanimously

RECOGNITION OF MIKE HYDE FOR 35-YEARS OF SERVICE ON HIS RETIREMENT

Chairman Laino recognized the recent retirement of 35-year employee, Mike Hyde. Mike Hyde joined the maintenance department of Centro's Syracuse facility on May 22, 1989, as a bus relayer/servicer. Over the next 35 years, Mike took on additional responsibilities in his roles as a technician, back-up foreman, and most recently as a foreman. He continuously proved himself to be a valuable member of the maintenance team by completing a variety of tasks ranging from PM's, brake jobs, suspension repairs, and transmission and radiator rebuilds, to engine overhauls, tune-ups, and helping to trouble-shoot various mechanical systems. Throughout his career with Centro, Mike's name has often been referenced – both internally and externally – by individuals who have had the opportunity to work directly with Mike. Not only is he highly regarded by his coworkers, but numerous vendors have also shared their praise of Mike's knowledge and ability with the maintenance management team. To say that Mike has made a significant impact and a difference at Centro and that he will be missed by many is putting it mildly. Mike could always be counted on to report to work as scheduled, conduct himself in a professional manner, and to train and work with the new mechanics by teaching them all the tricks of the trade based on his experience. On June 1, 2024, following a 35-year career with Centro, Mike closed his toolbox for the final time following his decision to retire and spend time with his wife. Mike, we would like to thank you for your many years of service and professionalism. Centro is proud to have had you as a member of our maintenance team and wish to congratulate you on your retirement!

RECOGNITION OF LINDA BIATA FOR 26-YEARS OF SERVICE ON HER RETIREMENT

Chairman Laino recognized the recent retirement of 26-year employee, Linda Biata. Linda joined Centro's finance department on November 6, 1997, when she accepted a position in Centro's Syracuse facility. Since joining Centro as an accountant, Linda has held several additional positions including Senior Accountant, Manager of Accounting, Director of Accounting, and most recently Vice President of Finance. In her most recent role as Vice President of Finance, a position she assumed in April 2020, Linda was responsible for ensuring that Centro's financial interests were safeguarded, and that all financial needs were communicated to the Chief Executive Officer and the Board of Directors. She was also responsible

for overseeing management activities associated with the accounting, grants, procurement, payroll, revenue collections, and storeroom departments. Throughout her career with Centro, Linda continuously proved herself to be a valuable member of Centro's finance team. She was often referred to by management and her peers as hard-working, reliable, professional, and personable. On June 1, 2024, following a 26-year career with Centro, Linda said farewell to her coworkers to embark on a new journey – retirement! Centro is proud to have had you as a member of our finance team for the past 26 years. Congratulations on your retirement!

DEPUTY CHIEF EXECUTIVE OFFICER'S REPORT – Mr. Tuff

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

ETHICS OFFICER

During the FTA Triennial audit meeting, it was recommended that the EEO Officer should not be an executive that oversees the Human Resources department. The FTA views this as a conflict of interest.

Since one of the EEO Officer's minimum responsibilities includes reporting periodically to the CEO on the progress of each unit in relation to the agency's EEO goals, conflicts of interest could arise if the EEO Officer is in the human resources or administrative office.

APPROVAL OF VP OF COMMUNICATIONS TO BE NAMED EEO OFFICER – MOTION NO. 2716

Mr. Tuff, Deputy Chief Operating Officer, presented to the Board, a Motion to approve the VP of Communication and Business Planning be named the EEO Officer. The EEO Officer should be an executive and must report directly to the CEO or have dotted line access, meaning they can bypass managers and go directly to the CEO. Currently, the Vice President of Human Resources is named the EEO Officer for Centro. Therefore, we would propose a revision to name the Vice President of Communications and Business Planning as the EEO Officer. Once approved by the board of members, all internal and external communications on Centro's EEO program will be updated to reflect the modification.

A Motion to approve the VP of Communications to be named the EEO Officer, as recommended by the Deputy Chief Operating Officer, was raised.

Motion – Louella Williams
 Seconded – Tina Fitzgerald
 Carried Unanimously

GOVERNOR'S EVENT

On June 14th I was invited to represent Centro, at a Governors Event at PSLA-Fowler to announce the \$100 million transformation of the former Syracuse Developmental Center. The final project will be a mixed-use development in the city of Syracuse off Wilbur Ave. Demolition is underway on the 47-acre site as we speak, we look forward to seeing the results.

JUNETEENTH PARADE/PRIDEFEST

On Saturday June 15, I along with several staff and their family members walked in the Juneteenth

parade. It was a great walk and the participation in the parade continues to grow year after year. This weekend we are also participating in the Pride Festival at the Inner Harbor to provide a shuttle between the parking lots on solar street to the inner harbor.

HUMAN RESOURCES REPORT – Ms. Musengo

We currently have a very young (inexperienced) driving staff. 37% of our FT operators in Syracuse have less than 2 years of service. 51% of our FT operators in Syracuse have less than 5 years of service.

We are attempting to take a proactive approach by focusing on safety. The training department is in the beginning stages of developing a mentorship program for our new operators. This program will pair a senior driver with a new driver for a year period. It will provide the new employee an avenue to seek experienced guidance from other employees. We have begun discussions with the union on the mentorship program and will be continuing the process. In addition, our training department has developed a safety memo to remind operators on specific topics. The first memo was introduced last week on crosswalks. These reminders will be going out to employees every other month on various topics.

OPERATION/TRANSPORTATION REPORT – Mr. Azria

The current system used for CAB has reached the end of its life and is no longer serviceable by the supplier. Additionally, the system has several limitations, including that Call-A-Bus (CAB) customers must schedule, reschedule, and cancel rides over the phone, which is both inefficient for our staff and not the best experience possible for our customers.

Centro has been using the Via platform for its Move service in Rome and has recognized opportunities to expand the software's use into other areas of our operations. The expanded use of the Via platform will have positive implications for Drivers, the CAB backend staff, and most importantly to Centro customers.

By utilizing Via for CAB, we will be able to offer:

- A mobile application for our CAB riders.
- Easier reservations scheduling not just during business hours, but any time of day.
- Access to view ride schedules.
- Customers the ability to see their ride location in real time.
- Text alerts with arrival times, delays, cancellations, etc.
- Realtime traffic ensuring the most accurate arrival time estimates.
- The ability to extend the use of platform to CAB vendors, ensuring a seamless experience to customers regardless of the operator.
- Improvements from an ADA standpoint as an app will better serve riders with disabilities preventing them from using a phone for their reservations.
- Capabilities needed for potential expansion of on-demand in other service areas.

The Centro team is looking forward to improving the overall customer experience for our CAB users.

INFORMATION TECHNOLOGIES REPORT – Mr. Fong

CURRENT PROJECTS

With the success of our Microsoft management server project and having the ability to automate certain processes, we've started the initial planning stage of our Windows 11 rollout. Looking at the numbers just this morning, we have about 145 systems to upgrade.

The infrastructure project we started over at the transit hub is just about complete. We're having the vendor fix a few issues and then the furniture for the CSR move should be installed by the second week of July.

The privileged remote access system I talked about in April is fully online and operational and is working as advertised. We've successfully onboarded two of the many vendors that provide remote support – one is our security camera vendor, and the other is GFI. There will be more to follow.

FUTURE PROJECTS

MIS and B&G had a meeting with C&S to discuss the project for updating our building drawings. Their field work is starting next week with an estimated completion date sometime in September. Once this is completed, our plan is to reinitiate our wireless network upgrade.

BUSINESS DEVELOPMENT AND CORPORATE COMMUNICATIONS REPORT – Ms. Daiss

Ms. Bren Daiss was introduced to give updates on some current special projects. In addition to meeting with the County Executive and Assemblyman Magnarelli on Bus Rapid Transit (BRT) updates, Staff has recently given a progress report to the Valley TNT (Tomorrow's Neighborhoods Today) where the South Salina BRT leg will end at Valley Plaza. Progress reports will be given to the remaining applicable TNT groups throughout the remainder of the summer. Consultants will start land surveying soon for the BRT routes. The Onondaga County System Redesign is currently in the scoping phase.

Ms. Daiss explained that Centro is part of the current Rt 31 Transit Corridor Study Assessment where Staff sits on the Study Advisory Committee. The purpose of this land use study is to work with municipalities to determine what kind of transit is desirable along the State Rt 31 corridor in the future and then review what kind of zoning is needed to support that kind of transit. This is anticipated to be a year-long study.

Ms. Daiss then presented slides to give a performance review of MOVE service in Rome. The slides showed that more than 3,000 rides have been completed and more than 450 MOVE accounts created. Since its launch in March, overall MOVE ridership has increased each month. The app has a 4.9 average trip rating with riders continuing to share strong, positive feedback about the drivers and service. Top destinations in Rome are Walmart, Betsy Ross Nursing Facility, the Hub, and Rome Memorial Hospital – most of which are on our Fixed Route lines. Approximately 30% of rides are to and from the hub and approximately 53% of bookings are completed through the app.

RIDERSHIP

Ms. Cutrone presented ridership numbers. Our systemwide ridership decreased just under 2% compared to May of 2023. It is mainly due to our City of Syracuse contract services, which are known to fluctuate with the season. Syracuse City service saw a decrease of 3.9% in May. We lost some high school ridership due to an extended break around the Memorial Day holiday and some ridership in the SU area due operating more days of the limited summer service this May compared to last. SU is continuing to operate more of their own trolley service during the summer session. Our core ridership remains strong with a 12% increase (cash riders, passes, etc.) We saw city ridership increase in: Auburn and Oswego by 8%; Fulton by 21%, and Utica by 12%; while Rome decreased by 15% as we continue to see one-seat rides replace two-seat rides and public transition to the MOVE service. Our popular Amphitheater shuttle service resumed on May 21. Service operates from Warren St (across from the downtown transit hub) to the front circle of the Amphitheater for all shows approximately 2 hours before each event and ends approximately 30 minutes after. We operated shuttles for 3 events in May totaling just over 1400 rides. We have 3 events over the course of the next week. (15 more for the year). Information can be found on our website. We are continuing to operate our seasonal service to Lakeview Park and the main gate of the Fairgrounds. The Sy682 has trips leaving the downtown Transit Hub between 9am and 5pm on Saturdays, Sundays, and holidays. It's an affordable way to enjoy the park and events at the fairgrounds this summer.

AUDIT AND FINANCE COMMITTEE REPORTFISCAL YEAR END MARCH 31, 2024, AUDIT REPORT – MOTION NO. 2717

Mr. Gregg Evans, a partner, and Ms. Ashley Westover, Senior Auditor presented a detailed Audit Report. The report was also distributed to the Board Members.

A Motion to adopt the Audit Report as recommended by the Audit and Finance Committee was raised.

Motion – Julius Lawrence
 Seconded – Darlene Lattimore
 Carried Unanimously

SUMMARY FINANCIAL INFORMATION SECTION OF PAL 2800 ANNUAL REPORT – MOTION NO. 2718

Ms. Brim presented a Motion for the Summary Financial Information which is required to be reported under Public Authorities Law (PAL) 2800 and submitted to the Public Authorities Reporting Information System (PARIS). The Summary Financial Information is contained in the Final Approved Audited Statements. Therefore, it is our recommendation to approve the Summary Financial Information Section of PAL 2800 Annual Report.

A Motion to approve the Summary Financial Information Section of PAL 2800 Annual Report as recommended by the Audit and Finance Committee was raised.

Motion – Tina Fitzgerald
 Seconded – Darlene Lattimore
 Carried Unanimously

ANNUAL PAL 2925 INVESTMENT REPORT AND INVESTMENT GUIDELINES – MOTION NO. 2719

Ms. Brim presented a Motion for the Annual PAL 2925 Investment Report and Investment Guidelines. This is also a required PARIS filing.

A Motion to approve the Annual PAL 2925 Investment Report and Investment Guidelines as recommended by the Audit and Finance Committee was raised.

Motion – Neil Burke
 Seconded – Louella Williams
 Carried Unanimously

DISPOSITION OF PROPERTY GUIDELINES – MOTION NO. 2720

Ms. Brim presented a Motion for the operative policy and instructions to Authority officers and staff regarding the Disposal of Property in accordance with the New York State Public Authorities Accountability Act of 2005, noting there have been no changes since past reports.

A Motion to approve the Disposition of Property Guidelines as recommended by the Audit and Finance Committee was raised.

Motion – Tina Fitzgerald
 Seconded – Neil Burke
 Carried Unanimously

ANNUAL PAL 2879/2824 (e) PROCUREMENT REPORT – MOTION NO. 2721

Ms. MacCollum presented a Motion for the Annual PAL 2879/2824 (e) Procurement Report. This report is required under PAL 2879/2824 (e) and will be filed in PARIS.

A Motion to approve the Annual PAL 2879/2824 (e) Procurement Report as recommended by the Audit and Finance Committee was raised.

Motion – Julius Lawrence
 Seconded – Darlene Latimore
 Carried Unanimously

CNYRTA PROCUREMENT MANUAL UPDATES – MOTION NO. 2722

Ms. MacCollum also presented a Motion for the updates to the CNYRTA Procurement Manual. The Procurement Manual is required to be filed in PARIS.

A Motion to approve the Procurement Manual Update as recommended by the Audit and Finance Committee was raised.

Motion – Tina Fitzgerald
 Seconded – Darlene Lattimore
 Carried Unanimously

ANNUAL SUBSIDY PAYMENTS – RESOLUTION NO. 2605

Ms. Brim presented a Resolution for the recommended Annual Subsidy Payments for the Authority's subsidiaries for Fiscal Year 2024-2025. A copy of the Resolution is attached to these Minutes.

A Motion to approve the Annual Subsidy Payments as recommended by the Audit and Finance Committee was raised.

Motion – Tina Fitzgerald
 Seconded – Julius Lawrence
 Carried Unanimously

AUTHORIZE MELISSA BRIM AS TREASURY MANAGEMENT SIGNER FOR M&T BANK – RESOLUTION NO. 2606

Ms. Brim presented a Resolution authorizing herself as Treasury Management Signer for M&T BANK. A copy of the Resolution is attached to these Minutes.

A Motion to approve as recommended by the Audit and Finance Committee was raised.

Motion – Tina Fitzgerald
 Seconded – Robert Cuculich
 Carried Unanimously

AUTHORIZE DEREK SHERMAN AS GLOBAL ADMINISTRATOR FOR JP MORGAN CHASE – RESOLUTION NO. 2607

Ms. Brim presented a Resolution to authorize Derek Sherman as Global Administrator for JP Morgan Chase. A copy of the Resolution is attached to these Minutes.

A Motion to approve as recommended by the Audit and Finance Committee was raised.

Motion – Darlene Lattimore
 Seconded – Julius Lawrence
 Carried Unanimously

SYRACUSE FACILITY PAVING 2024 – RESOLUTION NO. 2608

The Central New York Regional Transportation Authority (CNYRTA) has a need to pave several parking areas at The Syracuse facility. Ms. MacCollum presented a Resolution to approve a contract award for Syracuse Facility Paving 2024 to Central Paving, Inc. A copy of the Resolution is attached to these Minutes.

A Motion to approve a contract award to Central Paving, Inc. as recommended by the Audit and Finance Committee was raised.

Motion – Monty Flynn
 Seconded – Neil Burke
 Carried Unanimously

CNG STATION UPGRADE – RESOLUTION NO. 2609

The Central New York Regional Transportation Authority has the need to upgrade the compressed natural gas fueling equipment. Ms. MacCollum presented a Resolution for a contract award for CNG Station Upgrade to Trillium. A copy of the Resolution is attached to these Minutes.

A Motion to approve a contract award to CNG Station Upgrade to Trillium as recommended by the Audit and Finance Committee was raised.

Motion – Darlene Lattimore
 Seconded – Louella Williams
 Carried Unanimously

MICROTRANSIT SOFTWARE PURCHASE AMENDMENT #1 – RESOLUTION NO. 2610

The Central New York Regional Transportation Authority (CNYRTA) has the need to amend the existing Microtransit Software services agreement. Ms. MacCollum presented a Resolution for a contract award to Via in the amount of \$11,575 per month for a five-year term covering forty-seven (47) mixed fleet vehicles. A copy of the Resolution is attached to these Minutes.

A Motion to approve a contract award to Via as recommended by the Audit and Finance Committee was raised.

Motion – Tina Fitzgerald
 Seconded – Neil Burke
 Carried Unanimously

MANAGEMENT REPORT ON INTERNAL CONTROL

Ms. Levesque presented at the Governance Committee meeting the Management and Measurement Report on Internal Control for Fiscal Year ending March 31, 2024. Committee Members received the reports prior to today's meeting. The Authority is required to submit the reports annually, certifying that it followed a review process to assess the adequacy and effectiveness of its internal control system.

CNYRTA RULES OF CONDUCT FOR TRANSIT VEHICLES & FACILITIES – MOTION. 2723

Ms. Levesque presented the CNYRTA Rules of Conduct for Transit Vehicles & Facilities and requested a Motion to approve.

A Motion is needed to approve the CNYRTA Rules of Conduct for Transit Vehicles & Facilities as recommended by the Governance Committee was raised.

Motion – Louella Williams
 Seconded – Julius Lawrence
 Carried Unanimously

EXECUTIVE SESSION – MOTION NO. 2724

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

Motion – Tina Fitzgerald

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

**THE CENTRAL NEW YORK REGIONAL TRANSPORTATION AUTHORITY
AUDIT AND FINANCE COMMITTEE
200 CORTLAND AVENUE, SYRACUSE, NEW YORK
MINUTES OF THE JUNE 21, 2024, AUDIT AND FINANCE COMMITTEE MEETING**

MEMBERS PRESENT: NICHOLAS LAINO, Chair
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LOUELLA WILLIAMS

MEMBERS ABSENT: ANTHONY DAVIS, Vice Chair
FRANK SAYA, Non-Voting Member

STAFF PRESENT: CHRIS TUFF, Deputy Chief Operating Officer
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RAHMIN AZRIA, VP of Operations
MELISSA BRIM, Associate VP of Finance
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BREN DAISS, Senior Director of Planning & Capital Projects
TARA SPRAKER, Director of Capital Programs
EJ MOSES, Director of Facilities and Grants
JOSHUA GARDNER, Spec. Transport Manager & Systems Analyst
DEREK SHERMAN, Director of Accounting
JOE DEGRAY, Administrative Advisor
JEANNINE JOHNSON, Executive Assistant
ANN MARIE BRENNAN, Payroll Manager
JAMIE WHITE, Payroll Analyst
KARA MCDONALD, Senior Accountant

PUBLIC PRESENT: GREGG EVANS, Bonadio Group
ASHLEY WESTOVER, Bonadio Group

CALL TO ORDER At 9:35 A.M. Chairman Laino called the meeting to order.

- Chairman Laino noted a quorum was present
- The next Committee meeting will be on July 26, 2024

FISCAL YEAR END MARCH 31, 2024, AUDIT REPORT

Mr. Gregg Evans, a partner, and Ms. Ashley Westover, Senior Auditor presented a detailed Audit Report. The report was also distributed to the Board Members. Mr. Evans presented a Motion to adopt the Audit Report as of March 31, 2024. A copy of the Motion is attached to these Minutes.

A Motion to approve the detailed Audit Report, was raised and forwarded to the Board for approval.

Motion – Tina Fitzgerald

Seconded – Neil Burke

Carried Unanimously to the Board with a recommendation of approval.

SUMMARY FINANCIAL INFORMATION SECTION OF PAL 2800 ANNUAL REPORT

Ms. Brim, Associate VP of Finance, presented a Motion to approve the Summary Financial Information Section of PAL 2800 Annual Report. A copy of the Motion is attached to these Minutes.

A Motion to approve the Summary Financial Information Section of PAL 2800 Annual Report, was raised and forwarded to the Board for approval.

Motion – Robert Cuculich

Seconded – Neil Burke

Carried Unanimously to the Board with a recommendation of approval.

ANNUAL PAL 2925 INVESTMENT REPORT & INVESTMENT GUIDELINES

Ms. Brim, Associate VP of Finance, presented a Motion to approve the Annual PAL 2925 Investment Report & Investment Guidelines. A copy of the Motion is attached to these Minutes.

A Motion to approve the Annual PAL 2925 Investment Report & Investment Guidelines, was raised and forwarded to the Board for approval.

Motion – Darlene Lattimore

Seconded – Julius Lawrence

Carried Unanimously to the Board with a recommendation of approval.

GUIDELINES REGARDING THE DISPOSITION OF PROPERTY

Ms. Brim, Associate VP of Finance, presented a Motion to approve the Guidelines Regarding the Disposition of Property. A copy of the Motion is attached to these Minutes.

A Motion to approve the Guidelines Regarding the Disposition of Property, was raised and forwarded to the Board for approval.

Motion – Neil Burke

Seconded – Darlene Lattimore

Carried Unanimously to the Board with a recommendation of approval.

ANNUAL PAL 2879/2824(e) PROCUREMENT REPORT

Ms. MacCollum presented to the Board a Motion to approve the Annual PAL 2879/2824(e) Procurement Report. This report is required under PAL 2879/2824 (e) and will be filed in PARIS.

A Motion to approve the Annual PAL 2879/2824(e) Procurement Report, was raised and forwarded to the Board for approval.

Motion – Darlene Lattimore

Seconded – Tina Fitzgerald

Carried Unanimously to the Board with a recommendation of approval.

CNYRTA PROCUREMENT MANUAL UPDATES

Ms. MacCollum presented to the Board a Motion to approve the CNYRTA Procurement Manual Updates.

A Motion to approve the CNY Procurement Manual Updates, was raised and forwarded to the Board for approval.

Motion – Tina Fitzgerald

Seconded – Robert Cuculich

Carried Unanimously to the Board with a recommendation of approval.

ANNUAL SUBSIDY PAYMENTS

Ms. Brim, Associate VP of Finance, presented a Resolution to approve the Annual Subsidy Payments.

A Motion to approve the Annual Subsidy Payments, was raised and forwarded to the Board for approval.

Motion – Julius Lawrence

Seconded – Tina Fitzgerald

Carried Unanimously to the Board with a recommendation of approval.

AUTHORIZE MELISSA BRIM AS TREASURY MANAGEMENT SIGNER FOR M & T BANK

Ms. Brim, Associate VP of Finance, presented a Resolution to authorize herself as the Treasury Management Signer for M&T Bank.

A Motion to approve Melissa Brim as the Treasury Management Signer for M&T Bank, was raised and forwarded to the Board for approval.

Motion – Neil Burke

Seconded – Darlene Lattimore

Carried Unanimously to the Board with a recommendation of approval.

AUTHORIZE DEREK SHERMAN AS GLOBAL ADMINISTRATOR FOR JP MORGAN CHASE

Ms. Brim, Associate VP of Finance, presented a Resolution to authorize Derek Sherman, Director of Accounting, as the Global Administrator for JP Morgan Chase.

A Motion to authorize Derek Sherman as the Global Administrator for JP Morgan Chase, 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.

SYRACUSE FACILITY PAVING

Ms. MacCollum presented to the Board a Resolution to approve a contract award for Syracuse Facility Paving 2024 to Central Paving, Inc.

A Motion to approve the contract award for Syracuse Facility Paving 2024 to Central Paving, Inc, was raised and forwarded to the Board for approval.

Motion – Julius Lawrence

Seconded – Tina Fitzgerald

Carried Unanimously to the Board with a recommendation of approval.

CNG STATION UPGRADE

Ms. MacCollum presented to the Board a Resolution to approve a contract award for CNG Station Upgrade to Trillium.

A Motion to approve the contract award for CNG Station Upgrade to Trillium, 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.

MICROTRANSIT SOFTWARE PURCHASE

Ms. MacCollum presented a Resolution to approve a contract award for a Microtransit Software Purchase to VIA in the amount of \$11,575 per month for a five-year term covering forty-seven (47) mixed fleet vehicles.

A Motion to approve a contract award for Microtransit Software purchase to a contract award to VIA in the amount of \$11,575 per month for a five-year term covering forty-seven (47) mixed fleet vehicles, was raised and forwarded to the Board for approval.

Motion – Tina Fitzgerald

Seconded – Julius Lawrence

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
GOVERNANCE COMMITTEE
200 CORTLAND AVENUE, SYRACUSE, NEW YORK
MINUTES OF THE JUNE 21, 2024, GOVERNANCE COMMITTEE MEETING**

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MEMBERS ABSENT:

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 CHRISTOPHER KING, Procurement Manager
 JOSEPH DEGRAY, Administrative Advisor
 EJ MOSES, Director of Facilities and Grants
 DEREK SHERMAN, Director of Accounting
 JEANNINE JOHNSON, Executive Assistant

CALL TO ORDER At 9:00 A.M. Secretary Lattimore called the meeting to order, noting that a quorum was present.

INTERNAL CONTROL REPORT

Secretary Lattimore called upon Ms. Levesque to provide an update on the various Internal Control Program Activities.

ANNUAL PERFORMANCE MEASURES REPORT

The Annual Performance Measures Report required under PAL §2824-a, and ABO Policy Guidance 10-02, was distributed to Board Members prior to the Committee Meeting. Included in this report are measurements of ridership and service efficiency, operating performance and customer service, and service safety for our revenue service for FYE 2024. Following Board review, this report will be posted to the CNYRTA public facing website and certified to in the Public Authorities Reporting & Information System (PARIS).

STRATEGIC PLAN UPDATE

The Executive Team has updated the 2024-25 Strategic Plan and Operational Initiatives and included this in the Comprehensive Annual Report. The update includes progress made during FYE 2024 and future focus for all plan goals. The next quarterly strategic planning meeting is scheduled for July 2024. The executive team continues to work on updating the CNYRTA Mission, Vision and values statements.

INTERNAL CONTROL REVIEW PLAN UPDATE

Per the Public Authorities Law §2931(1)-(2) the CNYRTA must have a system of internal control that is in line with internal control standards and a program of internal control review. To ensure compliance with the Standards for Internal Control in New York State Government and Public Authority Law, the CNYRTA has developed and implemented a fully comprehensive program of internal control management and review.

The Internal Control Department is nearing completion of the transition to using the AutoAudit software and categorizing organizational objectives. Objectives are assigned review types and testing frequencies based on their assessed levels of risk. Any issues or areas for improvement identified during this process are properly communicated to appropriate management for review. No material exceptions have been noted as of the date of this report.

CNYRTA RULES OF CONDUCT FOR TRANSIT VEHICLES & FACILITIES

The Central New York Regional Transportation Authority (CNYRTA, Centro, or the Authority) in furtherance of its mission, hereby creates these rules governing the conduct and safety of the public in the use and operation of its transit services.

A Motion is needed to approve the CNYRTA Rules of Conduct for Transit Vehicles & Facilities as recommended by the Governance Committee was raised and forwarded to the Board for approval.

Motion – Tina Fitzgerald

Seconded – Monty Flynn

Carried Unanimously to the Board with recommendation of approval

ADJOURNED

There being no further business to come before the Committee, the Governance Committee Meeting was adjourned.

Chairman

ATTEST:

Secretary