



ALBANY PORT DISTRICT COMMISSION
MINUTES OF A REGULAR MEETING
JANUARY 30, 2023

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

Chairperson Steffens introduced the minutes of the December 21, 2022 Commission meeting. No changes were made to the minutes. Chairperson Steffens called for a motion to approve the minutes. A motion was made by Commissioner Cinquanti, seconded by Commissioner Abriel, and passed unanimously.

PUBLIC COMMENT

Each person listed below spoke to the APDC Board about their perspective related to the Port Expansion Project site.

Joanne Maier – Glenmont, NY
Chris Dempf – Glenmont, NY

GOVERNANCE COMMITTEE UPDATE

Counsel Jordan noted that the Governance Committee met prior to the regular meeting. He reported that the Board and APDC staff have returned the required Conflict of Interest Declarations and that the Committee was presented with the proposed 2023 Nomination of APDC Officers and the list of Annual APDC Policies as well a summary of the results of the Confidential Board Evaluations. After review and discussion, both the APDC Officers Nominations and the list of Annual Policies were voted on by the Committee and forward with the Committee's positive recommendation to the full Board for approval.

FINANCIAL UPDATE

CFO Stuto presented a preliminary update on the financials as of December 31, 2022. She noted that the annual audit with UHY has commenced. She reported that year to date the actual budget to variance for operating revenues fell short by \$2.1 million due to the Public/Private Partnership Revenue and the timing of the Project. The remainder of the revenues came in above budget by \$367,000. Operating expenses are under budget by \$3.156 million. Operating expenses excluding the Public/Private Partnership are under budget by \$109,000. Net depreciation and other expenses were under budget by \$1 million. Year to date change in net position is short of the budget by \$222 million, which factors in the capital grant revenue. CFO Stuto noted that there were no significant changes from what was projected last month for the end of the year.

CEO UPDATE

CEO Hendrick updated the Board on the following:

- CEO Hendrick and DEA Vavura met with Rensselaer Planning staff to discuss an upcoming public hearing pertaining to future traffic planning on Broadway and Riverside Avenue.
- CEO Hendrick and CCO Daly recently attended an AAPA Conference which highlighted port opportunities relating to energy resilience and sustainability.

REAL PROPERTY/DEVELOPMENT UPDATE

CCO Daly introduced Penelope Vavura, the new Director of External Affairs to the Board. DEA Vavura spoke to the Board sharing with them her main focus as she moves forward in her position at the Port.

SCM Yagan provided the Board with an update on the expansion project. He reported that the Army Corps of Engineers informed the Port that the responses given to the National Marine Fisheries related to the Project's mitigation plan have satisfied their original objections. The Port team received the preliminary jurisdictional determination from the Army Corps of Engineers identifying the boundaries of the wetlands, which enables the ACOE to move forward with drafting their findings statement, then ultimately issuing the Federal permits.

The ground water monitoring well baseline sampling report has been submitted to the Department of Environmental Conservation for review. The Port received confirmation from the DEC that the Project's water withdrawal activity is a non-permit requirement, providing that certain thresholds are not exceeded. Project partners are working together to respond to comments from DEC relating to the air state facilities permit and the wastewater treatment plant design for the SPEDES permit. The NYS Perm 42 permit has been approved for the construction entrance work.

The Project team is working through the release of recommendations to award on the various subcontracts for the early works package. Ground water monitoring wells have been installed. The surcharge of Building A is complete, and the subbase of Building B has been completed to an elevation of 19 feet. The installation of sedimentation basins 1, 2 and 3 are also complete.

Staff met recently with the Town of Bethlehem administration to discuss the progress of the Project as well as tour the site. The Port team continues to update the website, including CAMP statistics, which are shared with the Department of Health. SCM Yagan noted that he recently received confirmation that there have been no environmental exceedances on the Project site.

ELECTION OF OFFICERS FOR 2023

Counsel Jordan presented Resolution 01-2023 related to the election of the APDC Officers for 2023. He noted that the proposed slate of officers for 2023 was discussed at the Governance Committee meeting and that the Committee recommended that the Board approve the position of officers as presented. Chairperson Steffens called for a motion to approve Resolution 01-2023. A motion was made by Commissioner Coffey, seconded by Commissioner Abriel and passed unanimously.

MULTI -YEAR CONTRACT REVIEW

Counsel Jordan presented Resolution 02-2023 related to multi-year contracts. He reviewed the list of contracts with the Board. After some discussion, Chairperson Steffens called for a motion to approve Resolution 02-2023. A motion was made by Commissioner Abriel, seconded by Commissioner Tagliento and passed unanimously.

ANNUAL POLICY REVIEW

Counsel Jordan presented Resolution 03-2023 related to APDC policies requiring annual review by the Board under the NYS Public Authorities Law. He noted that the attached list of policies were reviewed with the Governance Committee and the Committee recommended that the Board approve the current APDC policies as presented. Chairperson Steffens called for a motion to approve Resolution 03-2023. A motion was made by Commissioner Cinquanti, seconded by Commissioner Abriel and passed unanimously.

SPONSORSHIP REQUEST FOR HUDSON RIVER TRADING GAME & NAVIGATING THE SEAS PROGRAM

Chairperson Steffens presented Resolution 04-2023 related to Historic Cherry Hill's request for sponsorship of the Hudson River Trading Game & Navigating the Seas Program (22/23SY). She noted that this request complies with the Port's Sponsorship Policy. Chairperson Steffens called for a motion to approve Resolution 04-2023. A motion was made by Commissioner Coffey, seconded by Commissioner Cinquanti and passed unanimously.

**AMENDMENT TO MCFARLAND JOHNSON BEACON ISLAND
INFRASTRUCTURE IMPROVEMENTS CONTRACT**

CFO Stuto presented Resolution 05-2023 related to the contract with McFarland Johnson to provide supplemental engineering services for the Phase 1 Infrastructure Design and Permitting related to the expansion project. During discussions with the Project partners, it was determined that there would be additional scope of services needed associated with the permitting process. Port staff recommended that the Board approve the necessary changes related to the project. Chairperson Steffens called for a motion to authorize the CEO to execute the necessary documents to process McFarland Johnson Professional Engineering Services Change Order ECN-04 for an additional cost not to exceed \$193,646. A motion was made by Commissioner Tagliento, seconded by Commissioner Cinquanti and passed unanimously.

AMENDMENT TO EXPANSION SITE PREPARATION CONTRACT

CFO Stuto presented Resolution 06-2023 related to the Port Expansion Site Preparation Project. During the course of the contracted work additional requirements arose causing scope changes to the project with both civil design and physical construction. After discussions and further review of the changes, Port staff recommended that the Board approve the necessary changes related to the Project. Chairperson Steffens called for a motion to authorize the CEO to execute the necessary documents to process Wm. J Keller & Sons Construction Corp. change orders for an additional cost not to exceed \$4,010,046. A motion was made by Commissioner Abriel, seconded by Commissioner Tagliento and passed unanimously.

EXECUTIVE SESSION

Chairperson Steffens called for a motion to enter into Executive Session for the purpose of discussing current litigation and the proposed acquisition, sale or lease of real property. A motion was made by Commissioner Tagliento, seconded by Commissioner Abriel and passed unanimously.

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

OTHER BUSINESS

No other business for discussion.

NEXT MEETING

Chairperson Steffens informed all those in attendance that the **next meeting of the APDC Board of Commissioners will be held on Tuesday, February 28, 2023 at noon.**

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