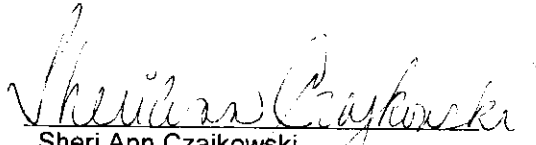


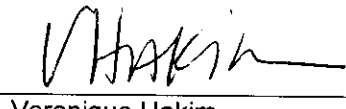
CERTIFICATION
OF
NEW JERSEY TURNPIKE AUTHORITY

I, Veronique Hakim, hereby certify that I am the Executive Director of the New Jersey Turnpike Authority and as such Executive Director certify that the attached copy of PROCEEDINGS OF THE NEW JERSEY TURNPIKE AUTHORITY is a true and correct copy of the minutes of the April 29, 2011 ~~Regular~~ ^{Special} Meeting of the Authority.

IN WITNESS THEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Turnpike Authority this 29th day of April, 2011.

ATTEST:


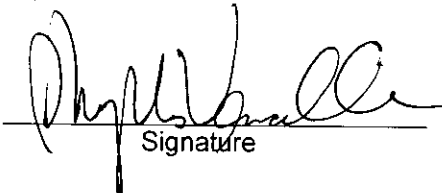

Sheri Ann Czajkowski
Assistant Secretary


Veronique Hakim,
Executive Director

Corporate Seal

Date: April 29, 2011

Received in the Governor's Office on April 29, 2011
(hand delivered)

Received by:  
Print Name Signature

Time: 4:23 pm

Veto Period Ends: May 13, 2011
(Write in the date the veto period ends)

**PROCEEDINGS OF NEW JERSEY TURNPIKE AUTHORITY
COMMISSION MEETING
FRIDAY, APRIL 29, 2011**

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Chairman James S. Simpson called the Authority into session in the Executive Boardroom of the Authority's Administration Offices, Woodbridge, New Jersey, at 2:00 p.m.

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PRESENT

Present were Chairman James S. Simpson, Vice Chairman Ronald Gravino, Treasurer Michael DuPont; Commissioner Harold Hodes; Commissioner Raymond Pocino; Commissioner Troy Singleton; and Commissioner Ulises Diaz. The meeting commenced at 2:00 p.m.

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ALSO PRESENT

Executive Director Veronique Hakim; Deputy Executive Director John O'Hern; Assistant Chief Engineer Design Robert Fischer; Acting Director of Law Linda Cavanaugh; Electronic Toll Collection Director Dennis Switaj; Chief Financial Officer Donna Manuelli; Human Resources Director Mary-Elizabeth Garrity; Director of Internal Audit James Carone; Assistant Director of Maintenance Joseph Lentini; Director of Operations Sean Hill; Purchasing Director Andrea Ward; Acting Director of Technology and Administrative Services Stephen Ehrmann; Tolls Director Robert Quirk; Chief of Staff Megan Mulcahy; NJ State Police Troop D Commander Major Hines, and Assistant Secretary to the Authority Sheri Ann Czajkowski.

Also present were: Governors' Authorities Unit Representative Brandon Minde; additional individuals consisting of other NJTA employees; interested organizations; the general public; and from the media: Star-Ledger, Asbury Park Press, Bergen Record, NJN, Associated Press, Bloomberg and PolitickerNJ.com.

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NOTICE OF MEETING

This is a regular meeting of the New Jersey Turnpike Authority. Adequate notice of this meeting has been provided in accordance with Chapter 231, P.L. 1975 in that notice has been given to two newspapers and notice has been forwarded to the Secretary of State, Trenton, New Jersey. In addition, notice of said meeting has been and is being displayed in the main lobby of the Authority's Administration Headquarters in Woodbridge.

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RECUSALS

The Executive Director reported that there are no advisements of recusals and asked for any further recusals or abstentions to be placed on record for this meeting.

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PUBLIC COMMENT

Chairman Simpson opened the floor to public comment on matters relating to the current agenda and all other matters.

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FRANCELINE EHRET

Ms. Ehret thanked the Board and stated that the members are very appreciative to be able to preserve their jobs. The union has been getting several phone calls from toll collectors who are relieved. She further thanked the Executive Director for all the efforts to get this done.

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EXECUTIVE SESSION

A motion to enter into Executive Session, not open to the public in accordance with the Open Public Meetings Act, N.J.S.A. 10:4-12(b), to discuss matters pertaining to:

- A. Personnel;
- B. Purchase, Lease or Acquisition of Real Property;
- C. Pending or Anticipated Litigation; and/or
- D. Contract Negotiations.

The motion was made by Vice Chairman Gravino and seconded by Treasurer DuPont, and, after the voice vote, the motion was duly adopted by the Board of Commissioners of the New Jersey Turnpike Authority.

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GENERAL BUSINESS

Executive Director Hakim requested approval of item numbers 154-04-2011 and 155-04-2011. Moved as a group are the item as follows:

154-04-2011

In a memorandum dated April 28, 2011 regarding **Authorization to Enter into Re-Opener Agreement with IFPTE Local 196 And IFPTE Local 196 Senior Citizen Toll Collectors** was approved.

Submitted for your consideration is a Memorandum of Agreement ("MOA") which re-opens the collective bargaining agreements between the New Jersey Turnpike Authority ("Authority") and IFPTE Local 196 ("Local 196") and IFPTE Local 196 Senior Citizen Toll Collectors ("Local 196 SCTC"). Both agreements have terms of July 1, 2007 through June 30, 2011. Attached hereto and made a part hereof is an executive summary noting the major features of the MOA.

One of the most significant features of the MOA is that effective June 30, 2011, the top of range annual base salary for a Local 196 Toll Collector will be reduced from approximately \$64,500 to \$57,000. On July 1, 2012, the top of range annual base salary for Local 196 Toll Collectors will be further reduced to \$49,500. In addition, the parties agreed that the toll collector position will be eliminated effective July 1, 2013.

The memberships of Local 196 and Local 196 SCTC have not yet voted to ratify the MOA. Therefore, approval of the MOA is respectfully requested, subject to the ratification by the unions. If both unions fail to ratify the MOA by 5:00 P.M. (EDT) on May 3, 2011, however, I request your approval to convene a special meeting of the Authority's Board of Commissioners to take action on the Toll Attendant Request for Proposals.

Executive Summary

IFPTE Local 196 & IFPTE 196 Senior Citizen Toll Collectors

Re-Opener Memorandum of Agreement

On April 27, 2011, the Authority entered into a Memorandum of Agreement ("MOA") which re-opens the collective bargaining agreements between the New Jersey Turnpike Authority ("Authority") and IFPTE Local 196 ("Local 196") and IFPTE Local 196 Senior Citizen Toll Collectors ("Local 196 SCTC"). The MOA is subject to ratification by the membership of the unions and approval by the Authority's Board of Commissioners.

The key provisions of the successor collective bargaining agreements are:

1. All toll collectors will be eliminated by July 1, 2013
2. The top of range annual salary, which is about \$64,500 for a Local 196 Toll Collector, will be reduced as follows:
 - June 30, 2011 -- \$57,000/year
 - July 1, 2012 -- \$49,500/year

(NJTA Commission Meeting – 04/29/2011)

3. The number of paid holidays will be reduced from 15 to 12.
4. The cash-in of unused sick and vacation time for active employees shall be eliminated.
5. Separating employees will not be paid for unused vacation time.
6. The separation bonus paid to those employees who retire with 10 or more years of service at an amount of \$500 for each full year of service shall be eliminated.
7. Elimination of the \$75 State of Emergency Bonus.
8. Elimination of bonus holiday.
9. For toll collectors who were eligible to receive longevity pay, such payments will be frozen as of June 30, 2011 and no future longevity increases will occur.
10. Elimination of clothing allowances.
11. Elimination of the bank-out bonus.
12. Elimination of the ability of Toll Collectors to bump less senior employees in the Parkway Maintenance Department.

155-04-2011

In a memorandum dated April 28, 2011 regarding **Authorization to Enter into Re-Opener Agreement with IFPTE Local 194 And IFPTE Local 194 Part-Time Toll Collectors** was approved.

Submitted for your consideration is a Memorandum of Agreement ("MOA") which re-opens the collective bargaining agreements between the New Jersey Turnpike Authority ("Authority") and IFPTE Local 194 ("Local 194") and IFPTE Local 194 Part-Time Toll Collectors ("Local 194 Part-Time"). The Local 194 agreement has a term of July 1, 2007 through June 30, 2011. The Local 194 Part-Time agreement has a term of October 27, 2007 through October 31, 2011. Attached hereto and made a part hereof is an executive summary noting the major features of the MOA.

One of the most significant features of the MOA is that effective June 30, 2011, the top of range annual base salary for a Local 194 Toll Collector will be reduced from approximately \$65,700 to \$57,000. On July 1, 2012, the top of range annual base salary for Local 194 Toll Collectors will be further reduced to \$49,500. In addition, the parties agreed that the toll collector position will be eliminated effective July 1, 2013.

The memberships of Local 194 and Local 194 Part-Time have not yet voted to ratify the MOA. Therefore, approval of the MOA is respectfully requested, subject to the ratification by the unions. If both unions fail to ratify the MOA by 5:00 P.M. (EDT) on May 3, 2011, however, I request your approval to convene a special meeting of the Authority's Board of Commissioners to take action on the Toll Attendant Request for Proposals.

Executive Summary

IFPTE Local 194 & IFPTE 194 Part-Time Toll Collectors

Re-Opener Memorandum of Agreement

On April 27, 2011, the Authority entered into a Memorandum of Agreement ("MOA") which re-opens the collective bargaining agreements between the New Jersey Turnpike Authority ("Authority") and IFPTE Local 194 ("Local 194") and IFPTE Local 194 Part-Time Toll Collectors ("Local 194 Part-Time"). The MOA is subject to ratification by the membership of the unions and approval by the Authority's Board of Commissioners.

The key provisions of the successor collective bargaining agreements are:

1. All toll collectors will be eliminated by July 1, 2013

2. The top of range annual salary, which is about \$65,700 for a Local 194 Toll Collector, will be reduced as follows:
 - June 30, 2011 -- \$57,000/year
 - July 1, 2012 -- \$49,500/year
3. The number of paid holidays will be reduced from 14 to 12.
4. The cash-in of unused sick and vacation time for active employees shall be eliminated.
5. Separating employees will not be paid for unused vacation time.
6. The separation bonus paid to those employees who retire with 10 or more years of service at an amount of \$500 for each full year of service shall be eliminated.
7. Elimination of the \$75 State of Emergency Bonus.
8. Elimination of bonus holidays.
9. For toll collectors who were eligible to receive longevity pay, such payments will be frozen as of June 30, 2011 and no future longevity increases will occur.
10. Elimination of clothing allowances.
11. Elimination of requirement of two (2) toll collectors on duty at all times.

On motion by Treasurer DuPont and seconded by Vice Chairman Gravino, and authorized or ratified, as presented, the recommendations contained therein; and received and filed the memoranda.

Executive Session was adjourned at 2:11 p.m.; Chairman Simpson resumed the public portion of the meeting.

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ANNOUNCEMENTS

Treasurer DuPont stated that he had the privilege and honor to work with the Governor's office and he thanked the governor and his colleagues for all of their hard work. DuPont thanked the Chairman for his leadership for the past few months as well. In particular DuPont thanked Ronnie Hakim, John O'Hern and the unions 194 and 196. He stated this effort is saving millions for the state as well as saving jobs and said thank you to all of the board members who have had input in this difficult task but the reward is great.

Chairman Simpson stated that this effort towards privatization has not been about eliminating workers but about the most efficient and effective way to run the Turnpike Authority. The state comptroller's report was clear stating that the Authority had unnecessary perks; unjustified bonuses; inappropriate sick leave payouts; and poorly managed health care and other benefits. He stated that we could not turn a blind eye to that.

Chairman Simpson thanked the unions for helping to make this happen. He stated that under the Christie Administration for the first time in ten (10) years the Turnpike has reduced the operating budget across-the-board item by item, also issued \$1.85 billion in bonds, saving close to \$10 million in bond offering costs which results in less money to Wall Street, renegotiated the E-Z Pass contract saving \$39 million for 2014 and today's effort will save \$35 million every two (2) years. Chairman Simpson said that the Turnpike is one of the true assets that the state has and it is contributing to the transportation of the state thereby reducing the burden on the tax payers. Chairman Simpson thanked Ronnie Hakim, John O'Hern and countless others, his fellow commissioners, and Michael DuPont and the employees of the Turnpike Authority for their efforts.

(NJTA Commission Meeting – 04/29/2011)

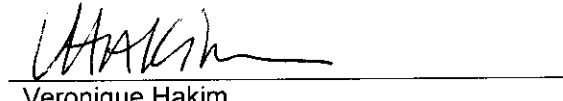
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The motion to adjourn was made by Chairman Simpson, Vice Chairman Gravino and seconded by Commissioner Diaz and, after the voice vote, the motion was duly adopted. The Authority adjourned at 2:17 p.m., to meet on Tuesday, May 24, 2011, at 9:30 A.M.

ATTEST:



Sheri Ann Czajkowski
Assistant Secretary



Veronique Hakim,
Executive Director

Corporate Seal

Date: April 29, 2011

