

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES

Thursday, October 26, 2000

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MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, October 26, 2000, at One World Trade Center, City, County and State of New York.

PRESENT:

NEW JERSEY

Hon. Lewis M. Eisenberg, Chairman
 Hon. Kathleen A. Donovan
 Hon. William J. Martini
 Hon. Alan G. Philibosian
 Hon. Anthony J. Sartor
 Hon. James Weinstein

Robert Boyle, Executive Director
 Jeffrey S. Green, General Counsel
 Daniel D. Bergstein, Secretary

Kayla M. Bergeron, Director, Media Relations
 James E. Blackmore, Program Director, EWR Monorail Extension, Priority Capital Programs
 Bruce D. Bohlen, Treasurer
 Lillian C. Borrone, Assistant Executive Director
 John D. Brill, Director, Audit
 Gregory G. Burnham, Chief Technology Officer
 Ernesto L. Butcher, Chief Operating Officer
 Anthony G. Cracchiolo, Director, Priority Capital Programs
 William DeCota, Director, Aviation
 Michael P. DePallo, Director/General Manager, PATH
 Karen E. Eastman, Assistant Secretary
 Lucy Foster, Manager, Materials Management Division, Procurement
 Edward Jackson, Director, Financial Services Department
 Howard G. Kadin, Attorney, Law
 Louis J. LaCapra, Chief of Staff
 Richard M. Larrabee, Director, Port Commerce
 Francis J. Lombardi, Chief Engineer
 Charles F. McClafferty, Chief Financial Officer
 James E. McCoy, Senior Administrator, Office of the Secretary
 Allen M. Morrison, Supervisor, Media Relations
 Catherine F. Pavelec, Executive Assistant to the Secretary
 Kenneth P. Philmus, Director, Tunnels, Bridges & Terminals
 Alan L. Reiss, Director, World Trade
 Paul D. Segalini, Director, Human Resources
 Ronald H. Shiftan, Deputy Executive Director
 Douglas L. Smith, Director, Office of Forecasting and Capital Planning
 Christopher O. Ward, Chief of Corporate Planning and External Affairs
 Angela F. Wood, Special Assistant to the Executive Director
 Peter Yerkes, Press Secretary
 Margaret R. Zoch, Comptroller

Guest

John G. Donnelly, Authorities Unit, Office of the Governor of New Jersey

NEW YORK

Hon. Charles A. Gargano, Vice-Chairman
 Hon. Michael J. Chasanoff
 Hon. Peter S. Kalikow
 Hon. Bradford J. Race, Jr.
 Hon. Anastasia M. Song

The public meeting was called to order by Chairman Eisenberg at 2:52 p.m. and ended at 3:01 p.m. The Board met in executive session prior to the public meeting. Commissioners Donovan and Sartor were present for executive session.

Action on Minutes

The Secretary submitted for approval Minutes of action taken at the Board's meeting of September 28, 2000. He reported that copies of these Minutes were sent to all of the Commissioners and to the Governors of New York and New Jersey. He reported further that the time for action by the Governors of New York and New Jersey has expired.

Whereupon, the Board of Commissioners unanimously approved the Minutes.

Report of Audit Committee

The Audit Committee reported, for information, on matters discussed in executive session at its meeting on October 23, 2000, which included discussion of internal audit matters, and the report was received.

Report of Committee on Finance

The Committee on Finance reported, for information, and the report was received and is included with these Minutes.

Report of Committee on Capital Programs/Port Planning

The Committee on Capital Programs/Port Planning reported on matters discussed in executive session at its meeting on October 26, 2000, which included a discussion of matters which could affect the competitive economic position of the Port Authority, the Port District and businesses with which we deal, and the report was received.

Report of Committee on Operations

The Committee on Operations reported, for information, on action taken and matters discussed in executive session at its meeting on October 26, 2000, which included discussion of matters related to personnel and contract matters and matters which could affect the competitive economic position of the Port Authority, the Port District and businesses with which we deal, and the report was received.

Report of Committee on Construction

The Committee on Construction reported, for information, and the report was received and is included with these Minutes.

Staff Report

A presentation was made by staff on the John F. Kennedy International and Newark International Airports AirTrain Projects.

JOHN F. KENNEDY INTERNATIONAL AIRPORT – AIRIS JFKI, LLC AND AIRIS JFKII, LLC – AMENDMENT TO DECEMBER 17, 1998 BOARD ACTION

It was recommended that the Board amend its action at its meeting of December 17, 1998 to reflect the following changes to the proposed lease agreements with Airis JFKI, LLC and Airis JFKII, LLC: (a) Lufthansa Cargo AG (Lufthansa) has replaced Delta Air Lines, Inc. as the anchor tenant of the facility to be constructed on the former Hangar 8 site (Site A); (b) the effective date of the agreements for both Site A and the former Hangar 9A site (Site B) will be on or about November 15, 2000; (c) the term of both leases will now be extended to on or about November 14, 2027 in the event the City Lease is extended; (d) annual rentals amount to approximately \$1.8 million and \$1.3 million for Sites A and B respectively; (e) Airis will be providing a one-time payment of \$1.5 million to the Port Authority for lost rental; and (f) the agreements will include a provision which requires Airis to obtain financing and to commence construction within one year of lease execution.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Chasanoff, Eisenberg, Gargano, Kalikow, Martini, Philibosian, Race, Song and Weinstein voting in favor; none against:

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a lease agreement with Airis JFKI, LLC, substantially in accordance with the revised terms and conditions presented to the Board; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a lease agreement with Airis JFKII, LLC, substantially in accordance with the revised terms and conditions presented to the Board; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into all ancillary agreements necessary to facilitate construction of the cargo facilities, substantially in accordance with the revised terms and conditions presented to the Board; and it is further

RESOLVED, that the form of the agreements shall be subject to the approval of General Counsel or his authorized representative.

BROOKLYN-PORT AUTHORITY MARINE TERMINAL – PIERS 1 TO 5 – FUNDING TO THE BROOKLYN BRIDGE PARK DEVELOPMENT CORPORATION

By the early 1980s, it became apparent that with the advent of containerized shipping, the finger piers in Brooklyn would no longer be in demand for maritime purposes. The Port Authority proceeded to identify other uses for the property. Numerous attempts were made over the years to either develop Piers 1-5 (Piers) for mixed-use or sell the Piers to a private entity. All such attempts met with strong opposition from local community groups and elected officials alike, who are primarily interested in seeing the property developed as a park. A community-based park advocacy group developed a conceptual plan for a mixed-use and park development at the site called the Brooklyn Bridge Park plan. In 1994, the Board declared the Piers "surplus" (no longer required for the purpose for which acquired) and approved an agreement with the New York State Urban Development Corporation, which is now known as the Empire State Development Corporation, for it to purchase the Piers. However, this agreement was not consummated.

In 1995, the Port Authority agreed to work with the Brooklyn Borough President's Office and the Downtown Brooklyn Waterfront Task Force to develop a Request for Expressions of Interest to solicit interest in a limited mixed-use and park development of the property. In 1998, the Brooklyn Borough President and other local elected officials created the Downtown Brooklyn Waterfront Local Development Corporation (DBWLDC), now known as the Brooklyn Bridge Park Development Corporation (BBPDC), to complete the necessary master planning work prior to issuance of a Request for Expressions of Interest. The BBPDC determined that this planning process could require another three to five years. The Port Authority's five-year plan includes an investment of \$15 million in critical structural integrity repairs to the Piers.

Given the practical realities of selling this property publicly, it was determined that the most reasonable course of action is to transfer control of the property to another public entity. Subsequently, the Board, at its November 18, 1999 meeting, authorized the Executive Director to enter into a one-year Memorandum of Understanding (MOU) with DBWLDC to work cooperatively to assist in the development of a general plan to guide the disposition of the Piers by the Port Authority and the ultimate development of the property. The MOU was subsequently executed on February 10, 2000. Funding for the entity now known as BBPDC included a \$1.4 million appropriation by the New York State Legislature and a \$500,000 grant from the New York State Environmental Protection Fund.

In September 2000, the BBPDC completed its Master Plan and, in accordance with the MOU, delivered it to the Port Authority and the State of New York. As the Port Authority and the State review the Master Plan, the next phase of evaluation should address any questions arising during the review and require the BBPDC to continue its work to further refine the document, address engineering issues and validate financial and business assumptions that underlie the Master Plan. The BBPDC requires additional funding to continue this refinement and validation process, including further refining the technical and financial elements of the Master Plan, drafting a Scope of Work for the preliminary Environmental Impact Statement which is essential to the transfer process, and developing

interim use ideas which could help to generate operating, financial and community support during the transfer process. Without continued progress, the eventual successful disposition of the Piers could be seriously jeopardized.

It was therefore recommended that the Board authorize the Executive Director to provide funding to the BBPDC to continue its planning for future uses of Piers 1 to 5 at the Brooklyn-Port Authority Marine Terminal in an amount not to exceed \$200,000.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Chasanoff, Eisenberg, Gargano, Kalikow, Martini, Philibosian, Race, Song and Weinstein voting in favor; none against:

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to provide funding to the Brooklyn Bridge Park Development Corporation to continue its planning for future uses for Piers 1 to 5 at the Brooklyn-Port Authority Marine Terminal in an amount not to exceed \$200,000; and it is further

RESOLVED, that the form of any agreement required to effectuate the funding shall be subject to the approval of General Counsel or his authorized representative.

**THE WORLD TRADE CENTER – MEMORANDUM OF UNDERSTANDING WITH
THE HUGH L. CAREY BATTERY PARK CITY AUTHORITY**

It was recommended that the Board authorize the Executive Director to enter into a Memorandum of Understanding with the Hugh L. Carey Battery Park City Authority (BPCA) whereby the Port Authority would reimburse the BPCA for a portion of the construction costs for new waterproofing and replacement of equipment hatches above The World Trade Center (WTC) River Water Pumphouse (Pumphouse), at a cost not to exceed \$250,000.

The Pumphouse, located below grade within Battery Park City, supplies the WTC complex with river water for its air conditioning needs. The Pumphouse is part of the WTC facility and is owned and operated by the Port Authority pursuant to an easement from the BPCA. On behalf of the BPCA, the Battery Park City Parks Conservancy (BPCPC) is advancing a repaving and landscaping project for Kowsky Plaza (an area adjacent to and immediately above the Pumphouse, commonly referred to as the Pumphouse Plaza). The BPCPC is responsible for the management, operation and repair of all of the parks in Battery Park City, with the exception of those directly adjacent to the World Financial Center. The BPCA has requested that the Port Authority share the cost of new waterproofing work above the Pumphouse structure.

The Port Authority will coordinate with the BPCA, BPCPC and their consultants on the design development and phasing of work, negotiate a cost-sharing arrangement for the mutually beneficial waterproofing and other related structural work, and enter into a right-of-entry agreement with the BPCA.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Chasanoff, Eisenberg, Gargano, Kalikow, Martini, Philibosian, Race, Song and Weinstein voting in favor; none against:

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a Memorandum of Understanding with the Hugh L. Carey Battery Park City Authority (BPCA), whereby the Port Authority will reimburse the BPCA for a portion of construction costs for new waterproofing and replacement of equipment hatches above The World Trade Center River Water Pumphouse, at a cost not to exceed \$250,000; and it is further

RESOLVED, that the form of all contracts and agreements in connection with the foregoing shall be subject to the approval of General Counsel or his authorized representative.

THE TELEPORT - GLOBECAST NORTH AMERICA INCORPORATED - LEASE AGREEMENT

It was recommended that the Board authorize the Executive Director to enter into a lease agreement with Globecast North America Incorporated covering the letting of approximately 22,470 rentable square feet of office space, comprising the entire second floor of the Telecenter Building at The Teleport, for an approximate three-year, six-month term commencing on or about December 1, 2000, at an aggregate basic rental over the lease term of approximately \$2.2 million, together with the lessee's pro-rata share of certain operating and maintenance expenses.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Chasanoff, Eisenberg, Gargano, Kalikow, Martini, Philibosian, Race, Song and Weinstein voting in favor; none against:

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a lease agreement with Globecast North America Incorporated, substantially in accordance with the terms outlined to the Board, or on such other terms as the Executive Director deems appropriate, subject to the conditions set forth in the following delegation; and it is further

RESOLVED, that the Committee on Operations be and it hereby is authorized to approve the final terms and conditions of the lease agreement in the event that the gross effective rent or the term of the letting of the lease agreement is not substantially in accordance with the terms outlined to the Board; and it is further

RESOLVED, that the form of the agreement shall be subject to the approval of General Counsel or his authorized representative.

FINAL CONTRACTS PAYMENTS

The Comptroller's Department reported, for information only, that the contracts set forth hereafter have been completed satisfactorily by the contractors. Final Payments have been made in the period of August 1, 2000 to August 31, 2000.

CONTRACT NUMBER	CONTRACT TITLE FACILITY AND CONTRACTOR	TOTAL AUTHORIZED	TOTAL PAYMENTS
JFK134143	BULK FUEL FARM & SATELLITE FUEL FARM	238,117 (A)	238,117 (A)
	REMEDIAL ACTION	1,889,458 (B)	1,889,458 (B)
	JOHN F. KENNEDY INT'L AIRPORT	500,000 (C)	49,541 (C)
	FLUOR DANIAL GTI, INC.	127,655 (D)	127,655 (D)
		188,946 (F)	188,946 (F)
		787,275 (G)	787,275 (G)
		78,728 (F)	7,872 (F)
		110,000 (H)	110,000 (H)
		25,000 (I)	10,471 (I)
		3,945,179	3,409,335
JFK980432	INSTALLATION OF TWO NEW ELECTRICAL	975,000 (A)	975,000 (A)
	DUCTBANKS FROM THE CENTRAL	100,000 (C)	100,000 (C)
	SUBSTATION TO THE CENTRAL TERMINAL	58,500 (D)	58,500 (D)
	AREA 5KV LOOP	41,500 (J)	40,448 (J)
	JOHN F. KENNEDY INT'L AIRPORT	12,000 (K)	12,000 (K)
	WELSBACH ELECTRICAL CORP.	1,187,000	1,185,948
LGA550	CTB INNER DEPARTURES LEVEL ROADWAY	536,650 (A)	534,655 (A,E)
	DRAINAGE AND EXPANSION JOINT	155,460 (B)	130,116 (B)
	REHABILITATION	45,000 (C)	32,010 (C)
	LAGUARDIA AIRPORT	55,000 (D)	46,995 (D)
	S&A CONTRACTING CORP.	792,110	743,776
LGA651	CENTRAL HEATING & REFRIGERATION PLANT	49,941 (A)	49,941 (A)
	REPLACEMENT OF WATER SOFTENING	1,000 (C)	--0-- (C)
	SYSTEM	4,000 (D)	--0-- (D)
	LAGUARDIA AIRPORT		
	ENVIRONMENTAL ENERGY ASSOCIATES INC.	54,941	49,941

HT330	MAINTENANCE PLATFORMS AND	615,000	(A)	615,000	(A)
	REHABILITATION OF HATCHWAYS AND	30,000	(C)	9,533	(C)
	HOISTS	62,000	(D)	35,054	(D)
	HOLLAND TUNNEL				
	RAINBOW CONSTRUCTION CO., INC.	707,000		659,587	
LT453	NEW JERSEY ADMINISTRATION BUILDING	291,520	(A)	291,520	(A)
	FEMALE POLICE OFFICER'S LOCKER ROOM	17,500	(D)	16,879	(D)
	LINCOLN TUNNEL				
	CARTER CONTRACTING CO., CORP.	309,020		308,399	
BT311	HVAC ALTERATION TO STOCK ROOM AND	47,865	(A)	47,865	(A)
	CONFERENCE ROOM	4,700	(D)	4,696	(D)
	PORT AUTHORITY BUS TERMINAL				
	A.C. GENERAL MECHANICAL CORP.	52,565		52,561	
BT315	ACCESS ENHANCEMENT	186,700	(A)	186,700	(A)
	PORT AUTHORITY BUS TERMINAL	15,000	(D)	8,311	(D)
	TOTAL ELECTRICAL CONSTRUCTION CO.	201,700		195,011	

(A) Lump Sum

(B) Classified Work

(C) Net Cost - amount in the "Total Authorized" column represents the estimated net cost amount. However, the amount in the "Total Payments" column is the authorized net cost amount.

(D) Extra Work

(E) The difference between "Total Authorized" and "Total Payments" represents a deduction from compensation in the amount of \$1,995 for back charges to the contractor for non performance of certain punch list items of work.

(F) Classified work may exceed authorization amount limited to 10% or \$250,000 (whichever is less) without further authorization as per the "Management of Engineering Design and Construction Service Manual".

(G) Increase in classified work in the amount of \$787,275 authorized on 12/10/98.

- (H) Increase in extra work in the amount of \$110,000 authorized on 4/15/99.
- (I) Increase in extra work in the amount of \$25,000 authorized on 4/10/00.
- (J) Increase in extra work in the amount of \$41,500 authorized on 8/12/99.
- (K) Increase in net cost work in the amount of \$12,000 authorized on 7/13/00.

Investments & Deposits

The Committee on Finance reported, for information only, that in accordance with the authority granted by the Committee, the Executive Director had authorized the following security transactions, time accounts, interest rate exchange contracts and variable rate master note agreements during the period August 1, 2000 through August 31, 2000.

Report A:**Purchase of Port Authority Bonds**

(Unless otherwise noted, all Port Authority Bonds are callable at par).

Purchase <u>Date</u>	Par <u>Value</u>	<u>Description</u>	Coupon <u>Rate</u>	Maturity <u>Date</u>	Purchase <u>Price</u>	Call <u>Year</u>	YTC <u>@ Cost</u>	BEY <u>@ Cost</u>	Total <u>Principal</u>	<u>Dealer</u>
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No new transactions this period.

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Purchase of Securities

Purchase			Coupon	Maturity	Purchase	Discount	BEY		
<u>Date</u>	<u>Par Value</u>	<u>Description</u>	<u>Rate</u>	<u>Date</u>	<u>Price</u>	<u>Rate</u>	<u>@Cost</u>	<u>Principal</u>	<u>Dealer</u>
08/01/00	\$ 15,000,000	USTB	--	01/25/01	97.01	6.075%	6.349%	\$14,551,968.75	Prudential Securities
08/01/00	25,000,000	FHDN	--	08/18/00	99.70	6.400	6.509	24,924,444.45	Zions First National Bank
08/01/00	25,000,000	FMCDN	--	08/08/00	99.87	6.430	6.527	24,968,743.06	Merrill Lynch
08/02/00	25,000,000	FMCDN	--	09/05/00	99.39	6.435	6.564	24,848,062.50	Merrill Lynch
08/02/00	25,000,000	FMCDN	--	08/29/00	99.52	6.435	6.556	24,879,343.75	UBS Warburg
08/03/00	25,000,000	USTB	--	02/01/01	96.91	6.110	6.392	24,227,763.89	S.G. Cowen
08/04/00	8,935,000	GECC CP	--	08/11/00	99.88	6.400	6.497	8,923,000.88	General Electric Capital
08/07/00	25,000,000	GECC CP	--	08/22/00	99.73	6.460	6.567	24,932,708.33	General Electric Capital
08/09/00	50,000,000	FNDN	--	08/10/00	99.98	6.390	6.480	49,991,125.00	Paine Webber Inc.
08/11/00	8,966,000	GECC CP	--	08/30/00	99.66	6.440	6.552	8,935,525.56	General Electric Capital
08/14/00	15,000,000	USTN	6.375%	06/30/02	100.15	--	6.285	15,022,265.63	Nesbitt Burns Securities

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Purchase of Securities (Cont.)

Purchase Date	Par Value	Description	Coupon Rate	Maturity Date	Purchase Price	Discount Rate	BEY @Cost	Principal	Dealer
08/15/00	\$ 50,000,000	FNDN	--	10/02/00	99.15	6.380%	6.524%	\$49,574,666.67	Merrill Lynch
08/16/00	25,000,000	FMCDN	--	10/10/00	99.02	6.410	6.563	24,755,173.60	Prudential Securities
08/17/00	15,000,000	USTN	6.375%	06/30/02	100.08	--	6.325	15,011,718.75	S.G. Cowen
08/17/00	25,000,000	USTB	--	09/21/00	99.39	6.315	6.442	24,846,510.43	Nesbitt Burns Securities
08/17/00	25,000,000	FMCDN	--	09/12/00	99.54	6.420	6.539	24,884,083.33	Morgan Stanley & Co
08/22/00	25,000,000	FMCDN	--	09/19/00	99.50	6.420	6.542	24,875,166.67	Prudential Securities
08/23/00	13,000,000	FMCDN	--	08/24/00	99.98	6.330	6.419	12,997,714.17	Lehman Brothers
08/23/00	50,000,000	FMCDN	--	08/24/00	99.98	6.330	6.419	49,991,208.33	Lehman Brothers
08/24/00	25,000,000	GECC CP	--	09/01/00	99.86	6.350	6.447	24,964,722.22	General Electric Capital
08/30/00	10,000,000	GECC CP	--	09/06/00	99.87	6.520	6.619	9,987,322.22	General Electric Capital
08/30/00	25,000,000	GECC CP	--	09/06/00	99.87	6.520	6.619	24,968,305.56	General Electric Capital

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Purchase of Securities (Cont.)

Purchase Date	Par Value	Description	Coupon Rate	Maturity Date	Purchase Price	Discount Rate	BEY @Cost	Principal	Dealer
08/30/00	\$ 50,000,000	FHDN	--	09/15/00	99.71	6.460%	6.569%	\$ 49,856,444.45	Banc One Capital Markets
08/31/00	15,000,000	USTN	6.375%	01/31/02	100.00	--	6.367	15,000,585.94	Nesbitt Burns Securities
08/31/00	20,000,000	USTN	5.875	10/31/01	99.41	--	6.402	19,881,250.00	Merrill Lynch
08/31/00	<u>20,000,000</u>	USTN	5.875	11/30/01	99.38	--	6.387	<u>19,876,562.50</u>	Nesbitt Burns Securities
	<u>\$ 640,901,000</u>							<u>\$ 637,676,386.64</u>	

BEY - Bond Equivalent Yield

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Sale of Securities

<u>Sale Date</u>	<u>Par Value</u>	<u>Description</u>	<u>Coupon Rate</u>	<u>Maturity Date</u>	<u>Sale Price</u>	<u>Discount Rate</u>	<u>Principal</u>	<u>Dealer</u>
08/06/00	\$ 15,000,000	US T-NOTE	6.375%	06/30/02	100.20	--	\$ 15,030,468.75	Morgan Stanley & Co.
08/06/00	<u>15,000,000</u>	US T-NOTE	6.375	06/30/02	100.28	--	<u>15,042,187.50</u>	Nesbitt Burns Securities
	<u>\$ 30,000,000</u>						<u>\$ 30,072,656.25</u>	

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Fuji Securities	08/01/00	08/02/00	\$ 9,553,000	6.520%	\$ 1,730.15
Paribas Corporation	08/01/00	08/02/00	9,820,000	6.530	1,781.24
S.G. Cowen	08/01/00	08/02/00	19,894,000	6.490	3,586.45
Fuji Securities	08/01/00	08/02/00	20,022,000	6.520	3,626.21
Fuji Securities	08/01/00	08/02/00	27,582,000	6.520	4,995.41
S.G. Cowen	08/01/00	08/02/00	31,148,000	6.490	5,615.29
S.G. Cowen	08/01/00	08/02/00	48,958,000	6.490	8,826.04
Paribas Corporation	08/01/00	08/02/00	49,984,000	6.530	9,066.54
Daiwa Securities America	08/02/00	08/03/00	2,360,000	6.400	419.56
Daiwa Securities America	08/02/00	08/03/00	3,079,000	6.400	547.38
UBS Warburg	08/02/00	08/03/00	10,857,000	6.400	1,930.13

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/02/00	08/03/00	\$ 40,992,000	6.400%	\$ 7,287.47
Lehman Brothers	08/02/00	08/03/00	48,437,500	6.400	8,611.11 *
UBS Warburg	08/02/00	08/03/00	48,958,000	6.400	8,703.64
Paribas Corporation	08/02/00	08/03/00	49,008,000	6.400	8,712.53
Daiwa Securities America	08/02/00	08/03/00	50,061,000	6.400	8,899.73
Nomura Securities	08/03/00	08/04/00	4,137,000	6.400	735.47
UBS Warburg	08/03/00	08/04/00	5,557,000	6.370	983.28
Paribas Corporation	08/03/00	08/04/00	8,323,000	6.370	1,472.71
Nomura Securities	08/03/00	08/04/00	22,373,000	6.400	3,977.42
Paribas Corporation	08/03/00	08/04/00	23,415,000	6.370	4,143.15
Nomura Securities	08/03/00	08/04/00	23,490,000	6.400	4,176.00

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
UBS Warburg	08/03/00	08/04/00	\$ 40,000,000	6.370%	\$ 7,077.78
UBS Warburg	08/03/00	08/04/00	49,019,000	6.370	8,673.64
Paribas Corporation	08/03/00	08/04/00	51,503,000	6.370	9,113.17
Fuji Securities	08/04/00	08/07/00	9,397,000	6.350	4,972.58
Paribas Corporation	08/04/00	08/07/00	10,440,000	6.350	5,524.50
UBS Warburg	08/04/00	08/07/00	20,839,000	6.380	11,079.40
Fuji Securities	08/04/00	08/07/00	23,306,000	6.350	12,332.76
Fuji Securities	08/04/00	08/07/00	29,144,000	6.350	15,422.03
Fuji Securities	08/04/00	08/07/00	31,178,000	6.350	16,498.36
Paribas Corporation	08/04/00	08/07/00	40,000,000	6.350	21,166.67
UBS Warburg	08/04/00	08/07/00	48,161,000	6.380	25,605.60

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/04/00	08/07/00	\$ 49,397,000	6.350%	\$ 26,139.25
Daiwa Securities America	08/07/00	08/08/00	1,916,000	6.390	340.09
Paribas Corporation	08/07/00	08/08/00	2,873,000	6.380	509.16
Daiwa Securities America	08/07/00	08/08/00	4,193,000	6.390	744.26
UBS Warburg	08/07/00	08/08/00	20,736,000	6.420	3,697.92
Daiwa Securities America	08/07/00	08/08/00	23,084,000	6.390	4,097.41
Paribas Corporation	08/07/00	08/08/00	34,869,000	6.380	6,179.56
UBS Warburg	08/07/00	08/08/00	49,264,000	6.420	8,785.41
Daiwa Securities America	08/07/00	08/08/00	49,509,000	6.390	8,787.85
Paribas Corporation	08/07/00	08/08/00	51,639,000	6.380	9,151.58
Nomura Securities	08/08/00	08/09/00	3,671,000	6.400	652.62

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Greenwich Capital Mkts	08/08/00	08/09/00	\$ 7,685,000	6.390%	\$ 1,364.09
UBS Warburg	08/08/00	08/09/00	12,991,000	6.400	2,309.51
Nomura Securities	08/08/00	08/09/00	29,879,000	6.400	5,311.82
Greenwich Capital Mkts	08/08/00	08/09/00	30,000,000	6.390	5,325.00
Zions First National Bank	08/08/00	08/09/00	43,000,000	6.400	7,644.44
Greenwich Capital Mkts	08/08/00	08/09/00	46,671,000	6.390	8,284.10
Nomura Securities	08/08/00	08/09/00	50,041,000	6.400	8,896.18
UBS Warburg	08/08/00	08/09/00	62,009,000	6.400	11,023.82
Paribas Corporation	08/09/00	08/10/00	5,083,000	6.400	903.64
Fuji Securities	08/09/00	08/10/00	5,100,000	6.400	906.67
UBS Warburg	08/09/00	08/10/00	7,241,000	6.400	1,287.29

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/09/00	08/10/00	\$ 29,889,000	6.400%	\$ 5,313.60
Fuji Securities	08/09/00	08/10/00	30,000,000	6.400	5,333.33
Fuji Securities	08/09/00	08/10/00	48,622,000	6.400	8,643.91
Paribas Corporation	08/09/00	08/10/00	49,281,000	6.400	8,761.07
UBS Warburg	08/09/00	08/10/00	55,759,000	6.400	9,912.71
Lehman Brothers	08/10/00	08/24/00	2,155,000	6.350	5,382.71 *
Greenwich Capital Mkts	08/10/00	08/11/00	4,243,000	6.400	754.31
UBS Warburg	08/10/00	08/11/00	4,286,000	6.400	761.96
Greenwich Capital Mkts	08/10/00	08/11/00	29,900,000	6.400	5,315.56
UBS Warburg	08/10/00	08/11/00	30,000,000	6.400	5,333.33
Paribas Corporation	08/10/00	08/11/00	40,328,000	6.420	7,191.83

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Lehman Brothers	08/10/00	08/24/00	\$ 47,545,000	6.350%	\$ 118,756.84 *
Greenwich Capital Mkts	08/10/00	08/11/00	49,489,000	6.400	8,798.04
UBS Warburg	08/10/00	08/11/00	50,061,000	6.400	8,899.73
Paribas Corporation	08/10/00	08/11/00	51,672,000	6.420	9,214.84
Greenwich Capital Mkts	08/11/00	08/14/00	3,273,000	6.400	1,745.60
UBS Warburg	08/11/00	08/14/00	9,789,000	6.400	5,220.80
Fuji Securities	08/11/00	08/14/00	19,409,000	6.400	10,351.47
Fuji Securities	08/11/00	08/14/00	29,266,000	6.400	15,608.53
S.G. Cowen	08/11/00	08/14/00	30,000,000	6.440	16,100.00
Paribas Corporation	08/11/00	08/14/00	35,216,000	6.450	18,928.60
Paribas Corporation	08/11/00	08/14/00	49,784,000	6.450	26,758.90

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
UBS Warburg	08/11/00	08/14/00	\$ 50,122,000	6.400%	\$ 26,731.73
Greenwich Capital Mkts	08/11/00	08/14/00	50,469,000	6.400	26,916.80
Nomura Securities	08/14/00	08/15/00	8,962,500	6.510	1,620.72
Paribas Corporation	08/14/00	08/15/00	10,478,000	6.510	1,894.77
UBS Warburg	08/14/00	08/15/00	15,878,000	6.510	2,871.27
Nomura Securities	08/14/00	08/15/00	23,893,000	6.510	4,320.65
Nomura Securities	08/14/00	08/15/00	24,438,000	6.510	4,419.21
Nomura Securities	08/14/00	08/15/00	29,669,500	6.510	5,365.23
Paribas Corporation	08/14/00	08/15/00	49,467,000	6.510	8,945.28
S.G. Cowen	08/14/00	08/15/00	50,000,000	6.500	9,027.78
UBS Warburg	08/14/00	08/15/00	50,122,000	6.510	9,063.73

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/15/00	08/16/00	\$ 9,698,000	6.590%	\$ 1,775.27
S.G. Cowen	08/15/00	08/16/00	10,137,500	6.500	1,830.38 *
Daiwa Securities America	08/15/00	08/16/00	14,384,000	6.600	2,637.07
Banc One Capital Markets	08/15/00	08/16/00	30,000,000	6.570	5,475.00
Daiwa Securities America	08/15/00	08/16/00	30,906,000	6.600	5,666.10
Paribas Corporation	08/15/00	08/16/00	32,826,000	6.590	6,008.98
Daiwa Securities America	08/15/00	08/16/00	39,705,000	6.600	7,279.25
Banc One Capital Markets	08/15/00	08/16/00	46,338,000	6.570	8,456.69
Paribas Corporation	08/15/00	08/16/00	49,476,000	6.590	9,056.86
S.G. Cowen	08/15/00	08/16/00	50,687,500	6.500	9,151.91 *
UBS Warburg	08/16/00	08/17/00	4,345,000	6.460	779.69

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/16/00	08/17/00	\$ 12,197,000	6.440%	\$ 2,181.91
Fuji Securities	08/16/00	08/17/00	18,169,000	6.460	3,260.33
Fuji Securities	08/16/00	08/17/00	27,527,000	6.460	4,939.57
Fuji Securities	08/16/00	08/17/00	30,000,000	6.460	5,383.33
UBS Warburg	08/16/00	08/17/00	30,917,000	6.460	5,547.88
UBS Warburg	08/16/00	08/17/00	49,754,000	6.460	8,928.08
Paribas Corporation	08/16/00	08/17/00	49,803,000	6.440	8,909.20
Lehman Brothers	08/17/00	08/18/00	32,000,000	6.400	5,688.89
S.G. Cowen	08/17/00	08/18/00	35,525,000	6.350	6,266.22 *
UBS Warburg	08/17/00	08/21/00	36,081,000	6.390	25,617.51
UBS Warburg	08/17/00	08/21/00	38,973,000	6.390	27,670.83

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/17/00	08/21/00	\$ 45,704,000	6.390%	\$ 32,449.84
Banc One Capital Markets	08/18/00	08/21/00	57,000,000	6.360	30,210.00
Fuji Securities	08/21/00	08/22/00	36,107,000	6.400	6,419.02
Fuji Securities	08/21/00	08/22/00	38,821,000	6.400	6,901.51
UBS Warburg	08/21/00	08/22/00	42,000,000	6.390	7,455.00
Greenwich Capital Mkts	08/21/00	08/22/00	44,821,000	6.400	7,968.18
UBS Warburg	08/22/00	08/23/00	858,000	6.360	151.58
Paribas Corporation	08/22/00	08/23/00	36,113,000	6.370	6,389.99
Paribas Corporation	08/22/00	08/23/00	38,821,000	6.370	6,869.16
Nomura Securities	08/22/00	08/23/00	44,440,000	6.360	7,851.07
UBS Warburg	08/22/00	08/23/00	49,142,000	6.360	8,681.75

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Paribas Corporation	08/23/00	08/24/00	\$ 36,119,000	6.360%	\$ 6,381.02
Paribas Corporation	08/23/00	08/24/00	38,827,000	6.360	6,859.44
Fuji Securities	08/23/00	08/24/00	44,235,000	6.360	7,814.85
S.G. Cowen	08/24/00	08/29/00	22,682,000	6.380	20,098.77
S.G. Cowen	08/24/00	08/29/00	30,986,000	6.380	27,457.04
S.G. Cowen	08/24/00	08/29/00	32,457,000	6.380	28,760.51
Fuji Securities	08/24/00	08/29/00	38,834,000	6.370	34,357.30
Paribas Corporation	08/24/00	08/25/00	39,000,000	6.420	6,955.00
Fuji Securities	08/24/00	08/29/00	44,107,000	6.370	39,022.44
Banc One Capital Markets	08/25/00	08/28/00	45,000,000	6.420	24,075.00
Banc One Capital Markets	08/28/00	08/29/00	35,000,000	6.450	6,270.83

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Nomura Securities	08/29/00	08/30/00	\$ 19,334,000	6.470%	\$ 3,474.75
Paribas Corporation	08/29/00	08/30/00	19,916,000	6.460	3,573.82
UBS Warburg	08/29/00	08/30/00	24,319,000	6.460	4,363.91
Nomura Securities	08/29/00	08/30/00	24,377,000	6.470	4,381.09
Nomura Securities	08/29/00	08/30/00	29,289,000	6.470	5,263.88
UBS Warburg	08/29/00	08/30/00	30,068,000	6.460	5,395.54
UBS Warburg	08/29/00	08/30/00	39,041,000	6.460	7,005.69
Paribas Corporation	08/29/00	08/30/00	49,844,000	6.460	8,944.23
Fuji Securities	08/30/00	08/31/00	9,932,000	6.460	1,782.24
UBS Warburg	08/30/00	08/31/00	13,307,000	6.480	2,395.26
Fuji Securities	08/30/00	08/31/00	13,907,000	6.460	2,495.53

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Fuji Securities	08/30/00	08/31/00	\$ 14,391,000	6.460%	\$ 2,582.39
Fuji Securities	08/30/00	08/31/00	16,166,000	6.460	2,900.90
Fuji Securities	08/30/00	08/31/00	37,672,000	6.460	6,760.03
UBS Warburg	08/30/00	08/31/00	49,693,000	6.480	8,944.74
Nomura Securities	08/31/00	09/05/00	2,511,000	6.530	455.47
Fuji Securities	08/31/00	09/05/00	8,690,000	6.550	1,581.10
UBS Warburg	08/31/00	09/01/00	10,246,000	6.560	1,867.05
Fuji Securities	08/31/00	09/05/00	11,978,000	6.550	2,179.33
Fuji Securities	08/31/00	09/05/00	17,764,000	6.550	3,232.06
Fuji Securities	08/31/00	09/05/00	19,914,000	6.550	3,623.24
Fuji Securities	08/31/00	09/05/00	29,099,000	6.550	5,294.40

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Repurchase Transactions (Cont.)

<u>Dealer</u>	<u>Purchase Date</u>	<u>Sale Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Earned</u>
Nomura Securities	08/31/00	09/05/00	\$ 49,122,000	6.530%	\$ 8,910.19
UBS Warburg	08/31/00	09/01/00	49,754,000	6.560	9,066.28

* This transaction was executed simultaneously with a like reverse repurchase agreement transaction.

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

Reverse Repurchase Transactions (All transactions are executed simultaneously with a like repurchase agreement)

<u>Dealer</u>	<u>Sale Date</u>	<u>Purchase Date</u>	<u>Par Value</u>	<u>Interest Rate</u>	<u>Total Interest Paid</u>
Lehman Brothers	08/02/00	08/03/00	\$48,437,500	5.900%	\$ 7,938.37
Lehman Brothers	08/10/00	08/24/00	49,700,000	5.750	111,645.53
S.G. Cowen	08/15/00	08/16/00	10,137,500	6.000	1,689.58
S.G. Cowen	08/15/00	08/16/00	50,687,500	6.000	8,447.92
S.G. Cowen	08/17/00	08/18/00	35,525,000	5.850	5,772.81

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

REPORT B: In addition to the transactions described in Report A of this report, the Executive Director also reports the following transactions during the period August 1, 2000 through August 31, 2000, pertaining to investments in United States Treasury securities and interest rate options contracts with respect to United States Treasury securities pursuant to the guidelines established by the Board of Commissioners on August 25, 1988.

Options Transactions - Purchased

Transaction <u>Date</u>	<u>Par Value</u>	<u>Description</u>	<u>Price</u>	Exercise <u>Price</u>	Expirations/ <u>Settlement</u>	<u>Dealer</u>	Option <u>Premium</u>
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No new transactions this period.

Options Transactions - Sold

Transaction <u>Date</u>	<u>Par Value</u>	<u>Description</u>	<u>Price</u>	Exercise <u>Price</u>	Expirations/ <u>Settlement</u>	<u>Dealer</u>	Option <u>Premium</u>
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No new transactions this period.

INVESTMENTS, DEPOSITS, INTEREST RATE EXCHANGE CONTRACTS AND VARIABLE RATE MASTER NOTE PLACEMENTS

REPORT C: In addition to the transactions described in Report A and B, the Executive Director also reports the following transactions during the period August 1, 2000 and August 31, 2000, pertaining to the execution or cancellation of Interest Rate Exchange Contracts pursuant to the guidelines established by the Board of Commissioners on December 10, 1992.

Interest Rate Exchange Contracts

<u>Date</u>	<u>Counterparty</u>	<u>Notional Amount</u>	<u>Start Date</u>	<u>Termination Date</u>	<u>Fixed Interest Rate Paid</u>
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No new transactions this period.

As of August 31, 2000, the Port Authority has interest rate exchange contracts in place on notional amounts totaling \$777 million, including \$382 million pertaining to refundings and \$110 million of reversals.

REPORT D: In addition to the transactions described in Report A, B and C, the Executive Director also reports the following transactions during the period August 1, 2000 and August 31, 2000 under the Variable Rate Master Note Program as amended and supplemented through October 13, 1994.

Variable Rate Master Note Placements

<u>Date of Issuance</u>	<u>Amount</u>	<u>Purchaser</u>	<u>Term</u>	<u>Variable Rate Index</u>
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No new transactions this period.

Whereupon, the meeting was adjourned.

Secretary