

PORT AUTHORITY TRANS-HUDSON CORPORATION

MINUTES

Thursday, December 12, 2019

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MINUTES of the Meeting of Port Authority Trans-Hudson Corporation held Thursday, December 12, 2019 at 2 Montgomery Street, Jersey City, Hudson County, State of New Jersey

PRESENT:

NEW JERSEY

Hon. Kevin J. O'Toole, Chairman
 Hon. Richard H. Bagger
 Hon. Kevin P. McCabe
 Hon. Raymond M. Pocino

NEW YORK

Hon. Jeffrey H. Lynford, Vice Chairman
 Hon. Leecia R. Eve
 Hon. Daniel J. Horwitz
 Hon. Gary LaBarbera
 Hon. George T. McDonald
 Hon. Rossana Rosado

Richard Cotton, President
 Michael E. Farbiarz, Counsel

James K. Allen Jr.
 Justin E. Bernbach
 John Bilich
 Benjamin M. Branham
 Meredith L. Brooks
 Ana Carvajalino
 Rebecca L. Cassidy
 Edward T. Cetnar
 Erika Choi
 Steven J. Coleman
 Janet Cox
 Jennifer S. Davis
 Michael P. Dombrowski
 Diannae Ehler
 Benjamin Feldman
 Amy Fisher
 Robert E. Galvin
 Erik George
 Robert Gibbon
 Mercedes Guzman
 Linda C. Handel
 MaryLee Hannell
 Natasha G. Jean Philipp-Cumberbatch
 Lindsay M. Kryzak
 Huntley A. Lawrence
 Tatyana Lazebnik
 Stephen Marinko
 Michael G. Massiah
 Daniel G. McCarron

Elizabeth M. McCarthy
 James E. McCoy
 Tobi Mettle
 Mark Muriello
 Mary K. Murphy
 Alec Nadeau
 Hersh K. Parekh
 Annie Persaud
 Sam Ruda
 Irene Shulman
 Michael Shulman
 Peter Simon
 James Starace
 K. Ocean Stokes
 Deborah Torres
 Derek H. Utter
 Lillian D. Valenti
 Michael Vozza

Guests:

Joanne Hernandez, Senior Policy Advisor, Transportation, Office of the Governor of New York
 Brian Wilton, Deputy Chief Counsel - Director of Authorities, Office of the Governor of New Jersey

Speakers:

Arthur Blakey III, Brotherhood of Locomotive Engineers
 Murray Bodin
 Thomas Degnan, PATH
 Robert Elijah, PATH
 Brian Grant, Grant Engineering & Construction Group, LLC
 Alexander Jones, PATH
 Sean Mayo, PATH
 Anthony Pilla, Brotherhood of Locomotive Engineers
 Charlene Talarico

 Neile Weissman, Complete George

Topic:

PATH Contract Negotiations
 Change
 PATH Contract Negotiations
 PATH Contract Negotiations
 EWR Minority Business Outreach
 PATH Contract Negotiations
 PATH Contract Negotiations
 PATH Contract Negotiations
 Human Resources Policies and
 Procedures
 GWB Bicycle Lane

The public meeting was called to order by Chairman O’Toole at 12:29 p.m. and ended at 1:56 p.m. Director Horwitz was present for portions of the public meeting. The Board also met in executive session prior to the public session.

Report on Prior Meeting’s Minutes

Copies of the Minutes of the meeting of November 21, 2019 were delivered to the Governors of New York (in electronic form) and New Jersey (in paper form) on November 22, 2019. The time for action by the Governors of New York and New Jersey expired at midnight on December 9, 2019.

PATH – MEMORANDUM OF AGREEMENT WITH LOCAL 641, INTERNATIONAL BROTHERHOOD OF TEAMSTERS

It was recommended that the Board of Directors approve a collective bargaining agreement between Port Authority Trans-Hudson Corporation (“PATH”) and Local 641, International Brotherhood of Teamsters (“IBT”).

IBT represents approximately 100 PATH employees who provide clerical, stock-keeping, and customer service support. IBT and PATH reached a tentative collective bargaining agreement on November 18, 2019. That agreement was ratified by the IBT members on November 23, 2019.

The agreement spans twelve years, from a retroactive commencement date of May 28, 2012 to May 27, 2024. Terms of the agreement include:

- annual wage increases that total 26 percent over the covered period;
- adoption of changes to the design of employee health care plans for both incumbent and new employees, as well as a requirement that employees make contributions to defray health care costs;
- an increase in PATH pension contributions; and
- work-rule changes designed to permit PATH to better control both employee absences and overtime.

Pursuant to the foregoing report, the following resolution was adopted with Directors Bagger, Eve, LaBarbera, Lynford, McCabe, McDonald, O’Toole, Pocino and Rosado in favor. Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that the November 18, 2019 agreement between Port Authority Trans-Hudson Corporation (“PATH”) and Local 641, International Brotherhood of Teamsters (“IBT”), ratified by the IBT on November 23, 2019, be and it hereby is approved; and it is further

RESOLVED, that the President be and he hereby is authorized, for and on behalf of PATH, to exercise all discretion and take any and all action necessary or appropriate in his judgment to effectuate the foregoing, including, but not limited to, the execution of all relevant agreements, contracts, or analogous documents, together with amendments and supplements thereof, and to take action in accordance with the terms of such agreements, contracts, and other documents as may be necessary in connection therewith.

PATH – ESTABLISHMENT OF PATH PASSES PROGRAM FOR NON-REPRESENTED ACTIVE EMPLOYEES SERVING IN OPERATING CAPACITY

It was recommended that a Port Authority Trans-Hudson Corporation (PATH) Passes Program be established for non-represented PATH active employees and non-represented Port Authority active employees assigned to PATH (collectively, Non-Represented Employees) who serve in operating roles, to provide for free travel by such employees on the PATH rail system for personal use, in conformance with industry standard practice.

At its Special Meeting of March 29, 2012, the Committee on Operations, acting for and on behalf of the Board pursuant to delegated authority, eliminated PATH's Passes for Free Travel Program for the following: Port Authority Commissioners, present and former PATH Directors, PATH officers and all other individuals who report to the President of PATH; all retired PATH employees who were not represented for purposes of collective bargaining at the time of their retirement; all non-represented PATH active employees for non-job-connected use, including commutation and incidental travel purposes; and all spouses, same-sex domestic partners and family members of non-represented active, retired and deceased PATH employees, effective April 29, 2012. The free travel on the PATH system of PATH's represented employees was not affected by the Committee's action. As a result, currently, Non-Represented Employees may travel the PATH system at no cost for business purposes only.

The provision of free rail passes for personal use is a standard benefit for rail industry employees nationwide. Consistent with this industry practice, represented PATH employees already are allowed to use their passes for personal use. The proposed PATH Passes Program is expected to contribute to the safe and efficient operation of the PATH rail system, by encouraging active Non-Represented Employees serving in operating roles to use the PATH rail system for commutation and incidental travel. These employees are able to make knowledgeable real-time decisions during emergencies, interruptions in service and cross-honoring events, as well as observe and address customer issues. The program would align PATH with industry standard practice.

The PATH Passes Program would be effective on or about January 1, 2020.

Pursuant to the foregoing report, the following resolution was adopted with Directors Bagger, Eve, LaBarbera, Lynford, McCabe, McDonald, O'Toole, Pocino and Rosado in favor. Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that a Port Authority Trans-Hudson Corporation (PATH) Passes Program providing for non-represented PATH active employees and non-represented Port Authority active employees assigned to PATH who serve in operating roles, to travel on the PATH rail system for personal use free of charge, be and it hereby is established; and it is further

RESOLVED, that the President be and he hereby is authorized, for and on behalf of PATH, to take all actions necessary or appropriate to effectuate the foregoing program.

CONFIDENTIAL ITEM

This item shall remain confidential until such time as negotiations of contracts relating to the transaction have concluded.

Whereupon, the meeting was adjourned.

Counsel