

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES

Thursday, April 28, 2011

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MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, April 28, 2011 at 225 Park Avenue South, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. David Samson, Chairman
 Hon. Virginia S. Bauer
 Hon. Anthony R. Coscia
 Hon. Raymond M. Pocino
 Hon. Anthony J. Sartor
 Hon. David S. Steiner

NEW YORK

Hon. Stanley E. Grayson, Vice-Chairman
 Hon. H. Sidney Holmes III
 Hon. Jeffrey A. Moerdler
 Hon. Henry R. Silverman

Christopher O. Ward, Executive Director
 William Baroni, Jr., Deputy Executive Director
 Darrell B. Buchbinder, General Counsel
 Karen E. Eastman, Secretary

Susan M. Baer, Director, Aviation
 Ernesto L. Butcher, Chief Operating Officer
 Steven J. Coleman, Assistant Director, Media Relations
 Rebecca C. Croneberger, Assistant Director, Labor Relations
 Gerard A. Del Tufo, Assistant Director of Development and Operations, Real Estate and Development
 Claudia Dickey, Assistant Director, Public Safety
 Gretchen P. DiMarco, Special Assistant to the Deputy Executive Director
 John J. Drobny, Director, Security Projects
 Daniel D. Duffy, Senior Business Manager, Office of the Secretary
 Michael G. Fabiano, Chief Financial Officer
 William J. Fellini, Assistant Director, Capital Project Management, Rail Transit
 Michael B. Francois, Chief, Real Estate and Development
 Richard Friedman, Manager, Special Projects, Office of Environmental and Energy Programs
 Cedrick T. Fulton, Director, Tunnels, Bridges and Terminals
 Linda C. Handel, Deputy Secretary
 Mary Lee Hannell, Director, Human Resources
 Christopher M. Hartwyk, First Deputy General Counsel
 Andrew T. Hawthorne, Director, Marketing
 Mark D. Hoffer, Director, New Port Initiatives, Port Commerce
 Kara E. Hughes, Senior External Relations Client Manager, Government and Community Affairs
 Howard G. Kadin, Esq., Law
 John P. Kelly, Director, Media Relations
 Kirby King, Director, Technology Services
 Cristina M. Lado, Director, Government and Community Affairs
 Conor Lanz, Special Assistant to the Executive Director
 Richard M. Larrabee, Director, Port Commerce
 Jamie E. Loftus, Chief, Public and Government Affairs
 Norma L. Manigan, Program Director, External Affairs, Marketing
 Stephen Marinko, Esq., Law
 Ronald Marsico, Assistant Director, Media Relations
 Michael G. Massiah, Director, Management and Budget

Daniel G. McCarron, Comptroller
 James E. McCoy, Manager, Board Management Support, Office of the Secretary
 Anne Marie C. Mulligan, Treasurer
 Milton H. Pachter, Senior Litigation Counsel
 Monika A. Radkowska, Principal Board Management and Support Specialist, Office of the Secretary
 Timothy G. Stickelman, Assistant General Counsel
 Ralph Tragale, Assistant Director, Public Affairs, Aviation
 David B. Tweedy, Chief, Capital Programs
 Lillian D. Valenti, Director, Procurement
 Sheree Van Duyne, Manager, Policies and Protocol, Office of the Secretary
 David M. Wildstein, Director, Interagency Capital Projects, Office of the Deputy Executive Director
 Peter J. Zipf, Chief Engineer

Guest:

Johanna Jones, Assistant Counsel, Authorities Unit, Office of the Governor of New Jersey

Speakers:

Margaret Donovan, Twin Towers Alliance
 Robert Egbert, Chairman of the Board of Trustees, Port Authority Police Benevolent Association, Inc.
 Richard Hughes, Twin Towers Alliance
 Joseph Russo, President, LBM Consulting, LLC
 Robert White, Treasurer, Port Authority Police Benevolent Association, Inc.

The public meeting was called to order by Chairman Samson at 1:42 p.m. and ended at 2:14 p.m. Commissioner Coscia was present for a portion of the public session. The Board met in executive session prior to the public session.

Action on Minutes

The Secretary submitted for approval Minutes of the meeting of March 29, 2011. She reported that copies of these Minutes were delivered in electronic form to the Governors of New York and New Jersey on March 29, 2011. She reported further that the time for action by the Governors of New York and New Jersey expired at midnight on April 12, 2011.

Whereupon, the Board unanimously approved the Minutes of the meeting of March 29, 2011.

Documents Filed with the Board

It was reported that the comment period for the modification to Rules and Regulations of the Marine Terminal Tariff – Federal Maritime Commission Schedule No. PA-10, which was filed with the Board on December 29, 2010, and subsequently revised to address comments received, had expired.

It was further reported that the comment period for the modifications to the Rules and Regulations for the Port Authority Bus Terminal, which were filed with the Board on January 28, 2011, had expired.

Report of Committee on Capital Programs/Agency Planning

The Committee on Capital Programs/Agency Planning reported, for information, on matters discussed in public session at its meeting on April 28, 2011, which included discussion of an item for planning to evaluate the replacement of certain supervisory control system equipment at the Holland Tunnel, and the report was received.

Report of Security Committee

The Security Committee reported, for information, on matters discussed in executive session at its meeting on April 28, 2011, which included discussion of matters involving public safety or law enforcement, and the report was received.

Report of World Trade Center Redevelopment Subcommittee

The World Trade Center Redevelopment Subcommittee reported, for information, on matters discussed in public and executive sessions at its meeting on April 28, 2011, which included an update on construction progress at the World Trade Center site, and discussion of matters involving ongoing negotiations or reviews of contracts or proposals, and the report was received.

Report of Committee on Operations

The Committee on Operations reported, for information, on matters discussed in public session at its meeting on April 28, 2011, which included discussion of a recent traffic incident at the Staten Island Bridges, and the report was received.

HOLLAND TUNNEL – REPLACEMENT OF THE SUPERVISORY CONTROL SYSTEM – PLANNING AUTHORIZATION

It was recommended that the Board authorize planning work to evaluate the replacement of the Supervisory Control System (SCS) equipment located at the Supervisory Control Center (SCC), as well as associated infrastructure-monitoring equipment, at the Holland Tunnel, in an estimated amount of \$1.3 million. This work is necessary to determine the replacement components of the existing SCS, in order to maintain the system in a state of good repair.

Various life safety, mechanical, electrical and traffic systems at the Holland Tunnel, critical to maintaining a safe customer environment and optimal traffic flow, are monitored and controlled from the SCC, located in New Jersey. Infrastructure systems monitored and controlled from the SCC include tunnel traffic, tunnel ventilation, fire protection, tunnel and street lighting, and electrical power. The SCC relies upon two components – the SCS, which was built more than 25 years ago, and the Automated Control System (ACS), installed in 2007 as part of the Holland Tunnel Mechanical and Electrical Rehabilitation of Ventilation System Equipment Project, which supervises tunnel ventilation, power distribution, ventilation building elevators, and tunnel carbon monoxide detection.

The SCS equipment included in the SCC has exceeded its design life and requires replacement to ensure the continued efficient and effective SCS monitoring and control of facility operations and infrastructure.

The proposed planning effort includes: evaluating the condition of existing SCS infrastructure, along with developing priorities and strategies for its integration; determining required modifications to the ACS fiber-optic communications network to support the incorporation of the remaining SCS infrastructure; determining replacement hardware and software required for integrating the systems; evaluating strategies to minimize the operational impacts to the Holland Tunnel during construction; developing conceptual design drawings; and determining estimated construction costs.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Grayson, Holmes, Moerdler, Pocino, Samson, Sartor, Silverman and Steiner voting in favor; none against:

RESOLVED, that planning work to evaluate the replacement of the Supervisory Control System equipment located at the Supervisory Control Center, as well as associated infrastructure-monitoring equipment, at the Holland Tunnel, in an estimated amount of \$1.3 million, be and it hereby is authorized; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to take action with respect to contracts for professional and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing planning work, pursuant to authority granted in the By-Laws or other resolution adopted by the Board; and it is further

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

**NEWARK LIBERTY INTERNATIONAL AIRPORT – AIRTRAIN NEWARK –
REPLACEMENT OF TRAIN HEATING, VENTILATION AND AIR
CONDITIONING SYSTEMS – CONTRACT EWR-305.502 – AWARD OF
SUPPLEMENTAL AGREEMENT NO. 5 –BOMBARDIER TRANSPORTATION
(HOLDINGS) USA, INC.**

It was recommended that the Board authorize the Executive Director to enter into a supplemental agreement to the existing operations and maintenance (O&M) contract with Bombardier Transportation (Holdings) USA, Inc. (Bombardier) for the AirTrain Newark system, in the estimated amount of \$4.85 million, exclusive of an allowance for extra work (if necessary) and net cost work, for the replacement of the heating, ventilation and air-conditioning (HVAC) systems on the entire fleet of AirTrain Newark vehicles.

The O&M contract for the AirTrain Newark system requires Bombardier to undertake rehabilitation of various system components, based on their design lives, at an additional cost to the Port Authority.

The AirTrain Newark system began service in 1996, and the system was extended to serve the Northeast Corridor (NEC) in October 2001. Prior mid-life rehabilitations were authorized in September 2002, February 2005, October 2006 and May 2009 on equipment that required rehabilitation based on its design life, including the AirTrain vehicle subsystems, control and communications equipment, power and signal rails, and the NEC Extension train vehicle bodies and subsystems, control and communications equipment, power distribution equipment and the power and signal rails.

The proposed authorization would provide for the replacement of the HVAC systems on the 18 AirTrain Newark vehicles to maintain a state of good repair. The HVAC systems have reached the end of their design life.

The proposed supplemental agreement is structured to provide for material purchase of the HVAC units, with an option, exercisable by the Port Authority, to install and commission them.

Costs associated with this proposed expenditure are fully recoverable through the Monorail Fee component of the Newark Liberty International Airport Master Lease.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Grayson, Holmes, Moerdler, Pocino, Samson, Sartor, Silverman and Steiner 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 supplemental agreement with Bombardier Transportation (Holdings) USA, Inc., in an estimated amount of \$4.85 million, exclusive of an allowance for extra work (if necessary) and net cost work, for the replacement of the heating, ventilation and air-conditioning systems on the entire fleet of AirTrain Newark vehicles; 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.

COMMEMORATION OF THE 90TH ANNIVERSARY OF THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

On April 30, 2011, The Port Authority of New York and New Jersey will celebrate its 90th anniversary. The first of its kind in the Western Hemisphere, The Port of New York Authority was established on April 30, 1921 to administer the common harbor interests of New York and New Jersey. It was the first interstate agency created under a clause of the United States Constitution permitting compacts between states, only with Congressional consent. The Port Authority's area of jurisdiction was designated the "Port District," a bistate region of about 1,500 square miles centered on the New York Harbor. The agency's name was changed to The Port Authority of New York and New Jersey in 1972, to identify more accurately its status as a bistate agency.

Over the past 90 years, The Port Authority of New York and New Jersey has been committed to meeting the economic and critical transportation infrastructure needs of the bistate region's businesses, residents, and visitors by providing the highest quality, most efficient transportation and port commerce facilities and services that move people and goods within the region, providing access to the rest of the nation and to the world, while strengthening the economic competitiveness of the New York-New Jersey Metropolitan Region.

Today, the agency operates many of the busiest and most important transportation links in the region, including John F. Kennedy International, Newark Liberty International, LaGuardia, Stewart International and Teterboro Airports; AirTrain JFK and AirTrain Newark; the George Washington Bridge and Bus Station; the Lincoln and Holland Tunnels; the three bridges between Staten Island and New Jersey; the PATH (Port Authority Trans-Hudson) rapid-transit system; Port Newark; the Elizabeth-Port Authority Marine Terminal; the Howland Hook Marine Terminal on Staten Island; the Port Jersey- Port Authority Marine Terminal; the Brooklyn-Port Authority Marine Terminal/Red Hook Container Terminal; and the Port Authority Bus Terminal in midtown Manhattan. The agency also owns the World Trade Center site in Lower Manhattan and is committed to the redevelopment of the site and the opening of the 9/11 Memorial by the 10th anniversary.

To commemorate the 90th anniversary of The Port Authority of New York and New Jersey, the following resolution was adopted with Commissioners Bauer, Coscia, Grayson, Holmes, Moerdler, Pocino, Samson, Sartor, Silverman and Steiner voting in favor; none against:

RESOLVED, that in commemoration of the 90th anniversary of The Port Authority of New York and Jersey, the Board of Commissioners does hereby reaffirm that the agency, whose facilities support over 500,000 jobs and \$80 billion in annual economic activity throughout the region, remains committed to its core mission to strengthen the economy and build and maintain transportation infrastructure, operate its facilities in a safe and secure manner, improve mass transit and reduce congestion in order to enhance regional capacity and the quality of intercity travel; increase the number and proportion of regional commuters who travel by mass transit; foster a streamlined goods movement network for faster and more reliable delivery; maintain and modernize existing facilities to ensure safety, security and environmental responsibility; and engage its regional partners in the creation of plans, policies and investments that provide a significantly improved quality of transportation services for regional residents, businesses and visitors; and it is further

RESOLVED, that the Commissioners of The Port Authority of New York and New Jersey hereby direct that April 30, 2011 be designated as a Port Authority Day of Celebration, and that the world's largest free-flying flag be flown at the George Washington Bridge to commemorate the 90th anniversary of The Port Authority of New York and New Jersey.

CONFIDENTIAL ITEM

The Commissioners also authorized a transaction in executive session, which shall not be made available for public inspection.

Whereupon, the meeting was adjourned.

Secretary