

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES

Thursday, October 25, 2018

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MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, October 25, 2018 at 150 Greenwich Street, City, County and State of New York

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, Executive Director
 Michael E. Farbiarz, General Counsel
 Linda C. Handel, Secretary

James K. Allen Jr., Chief of Staff to the Vice Chairman
 Adam L. Barsky, Chief of Staff to the Executive Director and Special Counselor
 Luke Bassis, Deputy Director, Procurement
 Justin E. Bernbach, Director, Government and Community Affairs, New York
 John Bilich, Chief Security Officer
 Benjamin M. Branham, Chief of Public and Government Affairs
 Molly C. Campbell, Director, Port
 Edward T. Cetnar, Director, Public Safety/Superintendent of Police
 Steven J. Coleman, Deputy Director, Media Relations
 Natasha Jean Philipp-Cumberbatch, Executive Secretary, Office of the Secretary
 Jennifer Davis, Chief Intergovernmental Affairs Officer
 John C. Denise, Audio Visual Supervisor, Marketing
 Diannae C. Ehler, Director, Tunnels, Bridges and Terminals
 Jose B. Febrillet, Director, Project Management
 Amy H. Fisher, First Deputy General Counsel
 Robert E. Galvin, Chief Technology Officer
 Glenn Guzi, Senior Program Manager, World Trade Center Construction
 Mercedes Guzman, Secretary to the Executive Director
 Emily Jannazzo, Senior Business Manager, Port
 Howard G. Kadin, Esq., Law
 Morgan D. Keane, Deputy Chief of Staff to the Executive Director
 Milena Kosc, Principal Board Management and Support Specialist, Office of the Secretary
 Cristina M. Lado, Director, Government and Community Affairs, New Jersey
 Huntley A. Lawrence, Director, Aviation
 Andrea Leconte, Senior Business Manager, Port
 Bernice Malione, Deputy Director, Office of Environmental and Energy Programs

Stephen Marinko, Assistant General Counsel
 Ronald Marsico, Director, Media Relations
 Catherine Massab, Senior Business Manager, Port
 Michael G. Massiah, Chief Diversity and Inclusion Officer
 Hugh G. McCann, Director, World Trade Center Operations
 Daniel G. McCarron, Comptroller
 Elizabeth M. McCarthy, Chief Financial Officer
 James E. McCoy, Deputy Secretary, Office of the Secretary
 Mary K. Murphy, Director, Planning and Regional Development
 Maria Oliveri, Associate Board Management and Support Specialist, Office of the Secretary
 Steven P. Plate, Chief, Major Capital Projects
 Alan L. Reiss, Director, World Trade Center Construction
 Sam Ruda, Deputy Director, Port
 Andrew Saporito, Deputy Director, Port
 Aaron F. Sherburne, Director, Operations Services
 Peter D. Simon, Chief of Staff to the Chairman
 Mark Spector, Director, Real Estate Development Initiatives, Real Estate
 James A. Starace, Chief Engineer/Director of Engineering
 Debra M. Torres, Chief Ethics and Compliance Officer
 Derek H. Utter, Chief Development Officer
 Lillian D. Valenti, Chief Procurement and Contracting Officer
 Sheree R. Van Duynes, Manager, Policies and Protocol, Office of the Secretary
 Christine Weydig, Director, Office of Environmental and Energy Programs

Guest:

Edmund Caulfield, Associate Counsel, Authorities Unit, Office of the Governor of New Jersey

Speakers:

Murray Bodin, Member of the Public
 Yvonne Garrett Moore, MVP Public Relations
 and Planning
 Hope Knight, Greater Jamaica Development
 Corporation
 Leslie Mullings, Far Rockaway Church of The
 Nazarene/CEO Challenge Charter Schools
 Network
 Angela Pinsky, Association for a Better New York
 Charlene Talarico
 Neile Weissman, Complete George

Topic:

Transportation Issues
 Newark Airport City Aerotropolis
 JFK Airport Redevelopment
 JFK Airport Redevelopment
 AirTrain LGA
 Human Resources Policies and Procedures
 Widening Paths on GWB

The public meeting was called to order by Chairman O’Toole at 12:37 p.m. and ended at 1:30 p.m. 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 September 27, 2018 were delivered to the Governors of New York (in electronic form) and New Jersey (in paper form) on September 28, 2018. The time for action by the Governors of New York and New Jersey had expired at midnight on October 15, 2018.

TRIBUTE TO MOLLY CAMPBELL

In recognition of her hard work and dedicated service it is with appreciation that we honor Molly Campbell for her exceptional service to The Port Authority of New York and New Jersey and the region it serves.

Since joining the Port Authority in July 2015 as Director of the Port Department, Molly has successfully led the Port of New York and New Jersey in achieving record levels of cargo growth.

Under her leadership, the Port welcomed the largest neo-Panamax container ship to call on the East Coast, following the completions of the Main Navigation Channel Deepening Program and the Bayonne Bridge Navigational Clearance Project.

During her tenure at the agency, Molly was particularly focused on the continued improvement of all Port operations and infrastructure, ensuring the Port's ability to continue to thrive and be competitive among the international commerce community. She was instrumental in leading her team in the ongoing development of a Port Master Plan, which will enable the agency to meet the challenges and foster continued success of the Port for the next three decades.

Under her direction, the Port Department has improved its relationships and communications with its customers and host communities, that will serve the agency into the future.

It is with sincere gratitude that we recognize Molly Campbell for her dedicated public service to the Port Authority and the region it serves.

EMBRACING THE PARIS CLIMATE AGREEMENT

It was recommended that the Board formally embrace the landmark Paris Climate Agreement, consistent with the pledge the States of New York and New Jersey made through the U.S. Climate Alliance, and set an interim greenhouse gas (GHG) reduction target. The interim target of reducing the Port Authority's GHG emissions 35 percent by 2025 supports, and will demonstrate progress towards, the long-term commitment to reduce all emissions related to the agency's facilities by 80 percent by 2050.

The Port Authority has long acknowledged the benefits of prioritizing responsible stewardship of its assets, communities, and the natural resources that surround them. In June 1993, the Port Authority formally issued its first environmental policy statement. In 2008, the Board expanded that policy to include a sustainability component that explicitly addressed GHG emissions (Environmental Sustainability Policy). Since that time, the Port Authority has reduced its GHG emissions by 13 percent.

In recent years, scientists have become increasingly concerned about unchecked global GHG levels and the risk they pose to our planet, region, and critical infrastructure. In December 2015, under the United Nations Framework Convention on Climate Change (UNFCCC), 196 state parties agreed, pursuant to the Paris Climate Agreement, on the urgent need to take action to reduce GHG emissions, and established nation-specific interim targets to limit global warming below two degrees Celsius.

Although a signatory to the Paris Climate Agreement, in 2017 the United States federal government reversed its prior position on climate change, and it announced its intention to withdraw from the Agreement, despite the status the U.S. holds as the world's second greatest current GHG emitter and greatest cumulative GHG emitter. In response, 17 states and territories, including the States of New York and New Jersey, joined the U.S. Climate Alliance and committed to uphold the objectives of the Paris Climate Agreement within their respective borders.

Today's proposed recommendation aligns the Port Authority with the objectives set forth in the Paris Climate Agreement by: (1) adding a new interim target of 35-percent reduction in the Port Authority's emissions by 2025; (2) affirming the long-term goal of 80-percent reduction of all emissions by 2050 from a 2006 baseline; and (3) assessing GHG reduction targets and strategies at least every five years to keep pace with the state of climate science and global best practices. This action will amend, accordingly, the 2008 Environmental Sustainability Policy.

The Port Authority can achieve its GHG reduction objectives through multifaceted programs that include energy conservation, on-site renewable energy, vehicle electrification, more efficient and clean energy building design, contributions to regional electric grid decarbonization, and, potentially, through the purchase of carbon credits or other instruments that promote investment in the regional clean economy. To that end, it was recommended that the Board direct the Executive Director to implement the following initiatives:

- A six-year Guaranteed Energy Conservation Program with a cost not to exceed \$100,000,000. This program will implement cost-neutral energy conservation projects across multiple facilities (up to ten) that reduce GHG emissions, and recover up-front construction costs

through reduced energy consumption over the life of the improvements. Award contracts to five Energy Service Companies to implement projects under the Program.

- A five-year extension of the Ocean-going Vessel Clean Vessel Incentive Program, at a cost of not more than \$8 million. This program provides incentive payments to vessels that make voluntary engine, fuel and technology enhancements that reduce emissions beyond the regulatory environmental standards set by the International Maritime Organization. The Port Authority will continue to use the United States Coast Guard to validate such vessel characteristics.
- Support for offshore wind development in New York and New Jersey by issuing a Request for Expressions of Interest for operators of offshore wind support facilities at: (1) Howland Hook/Port Ivory in New York; and (2) the Port Authority property known as North Avenue & McLester Street (south of the Elizabeth-Port Authority Marine Terminal) in New Jersey.
- Convert to electric models 100 percent of airport shuttle bus operations and 50 percent of Port Authority light-duty fleet vehicles, and install associated charging infrastructure. Eighteen electric buses for the Port Authority's three major airports have already been procured, with the balance to be procured as soon as practicable. The 18 buses currently procured represent one of the largest electric bus fleet commitments of any airport operator in the U.S.
- Pursue, in partnership with the New York Power Authority, development of an electric vehicle fast-charging hub at John F. Kennedy International Airport (JFK), composed of ten centralized Direct Current Fast Chargers. It will be the first hub of its kind at any U.S. airport, available to the public and for-hire vehicles.
- Pilot electric cargo-handling equipment at the Elizabeth-Port Authority Marine Terminal, in partnership with Maher Terminals. This equipment would be the first of its kind in operation at a U.S. port.
- Include on-site renewables and clean energy and energy efficiency requirements in public-private partnerships, for future redevelopment efforts, as contemplated in developer commitments in the John F. Kennedy Airport Redevelopment Program.
- Pursue cost-effective solar and fuel cell projects for approximately ten megawatts of clean on-site power generation at Port Authority-controlled areas at multiple Port Authority facilities, such as New York Stewart International Airport, LaGuardia Airport, Newark Liberty International Airport, JFK, a PATH warehouse, and One World Trade Center.
- Issue a Request for Information for a "Community Solar" project at JFK to explore making low-cost renewable energy available to members of our host communities at a discount to grid power.

In its October 2018 report, the United Nations' International Panel on Climate Change stated that urgent and unprecedented action is needed to avoid catastrophic levels of climate change, and global temperature must be maintained at the most ambitious end of the Paris Climate Agreement pledge. Recognizing that collective action is needed to address the challenge posed by climate change, and that positive pressure can improve global best practices and levels of GHG reduction ambition, it was recommended that the Port Authority partner with coalitions that are dedicated to developing GHG reduction strategies, including the following six partnerships: the Science-Based Targets Initiative (the international standards organization that ensures alignment of GHG reduction targets with the Paris Agreement), the "We Are Still In" campaign (3,600 leading U.S. businesses, state/city governments, and academic institutions upholding the U.S. commitment made in Paris), the World Ports Climate Action Program (a coalition of leading international ports cooperating on identification of port-specific GHG reduction best practices),

EV100 (a global initiative to accelerate the transition to electric vehicles), Below 50 (a coalition of businesses, non-governmental organizations, and others supporting the use of sustainable liquid fuels), the National Renewable Energy Laboratory Airport Consortium (focused on identification of solutions to airport-related sustainability and climate resilience challenges). The Port Authority would be the first U.S. transportation agency in the first five of the six partnerships mentioned above.

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

RESOLVED, that the Port Authority embrace the landmark Paris Climate Agreement and formally commit to achieving the objectives set forth in the Agreement by: (i) setting an interim goal to reduce the agency's Greenhouse Gas (GHG) emissions by 35 percent by 2025, using a baseline year of 2006; and (ii) affirming the long-term goal of 80 percent emissions reduction by 2050 from a 2006 baseline; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to implement the initiatives and pursue the partnerships described above, and take any and all actions necessary and appropriate to effectuate the foregoing; and it is further

RESOLVED, that in pursuit of the Environmental Sustainability Policy, the Port Authority will give preference to GHG reduction strategies that provide auxiliary benefits to the region (such as supporting economic growth); and it is further

RESOLVED, that the Port Authority shall encourage users of its facilities to conduct their businesses in a more sustainable fashion, including reductions in their own GHG emissions, providing support for these efforts in all cases where it is practical to do so; and it is further

RESOLVED, that, given the evolving nature of climate science, the Port Authority will review its Environmental Sustainability Policy and GHG reduction targets and strategies at regular intervals, not less than every five years; and it is further

RESOLVED, that the Environmental Sustainability Policy adopted on March 27, 2008 be amended to reflect the foregoing.

NEWARK LIBERTY INTERNATIONAL AIRPORT – SIGNATURE FLIGHT SUPPORT CORPORATION – LEASE ANA-273 – SUPPLEMENT 7

It was recommended that the Board authorize the Executive Director to enter into a supplemental agreement (Lease Supplement) to amend Lease ANA-273 for Hangar 15 at Newark Liberty International Airport (EWR) with Signature Flight Support Corporation (Signature) to: (1) provide for Signature's continued management of the Fixed Based Operation (FBO) at EWR for an extended lease term through August 31, 2029; (2) permit construction of a ground service equipment shop adjacent to Hangar 15; (3) require a minimum capital investment of \$5 million in the facility; (4) authorize Signature to provide ground handling services and customs, immigration and security screenings as part of a proposed connection service for its general aviation customers to and from commercial flights, in compliance with EWR's tenant security program and applicable federal laws and regulations; and (5) permit an increase in the rentals and fees required under the Lease Supplement.

Signature has been operating at EWR for over 30 years. Signature currently leases Hangar 15 at EWR for its FBO services under a ten-year agreement expiring on August 31, 2024.

Under the proposed Lease Supplement, Signature would continue its FBO services, which serve general aviation activity, and construct an approximately 6,600-square-foot ground service equipment shop adjacent to Hangar 15, designed with the capacity to power and charge electric equipment and vehicles. In addition, Signature would renovate the interior of its existing facility, to service and transport its general aviation customers connecting to and from commercial flights through customs, immigration and security screenings. Signature would be responsible for obtaining all the federal approvals necessary to provide such flight connection services in compliance with applicable laws and regulations, and would in each case be directly responsible to the relevant federal agencies. The Port Authority would have no liability for Signature's failure to obtain approvals or to comply with laws and regulations.

Signature would be obligated to invest a minimum of \$5 million in the facility, to include, but not be limited to, the installation of new parking canopies, electric vehicle charging stations, and solar roof panels on Hangar 15 and the parking canopies, among other items, which installations would comply with, and further, the Port Authority's Policy for Sustainable Design and Climate Resilience Design Guidelines. If Signature failed to make the \$5 million minimum required investment by June 1, 2021, it would be obligated to remit payment to the Port Authority for any shortfall, as additional rent over the remaining term of the lease. Over the proposed remaining lease term, the Port Authority would receive a total aggregate rental of approximately \$75 million. Signature would be responsible for all costs associated with the construction of the ground service equipment shop and obtaining all regulatory approvals necessary to provide service and transport commercial passengers through customs, immigration and security. Upon expiration of the term, the facility would be turned over to the Port Authority.

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

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 to amend Lease ANA-273 with Signature Flight Support Corporation (Signature) providing for Signature's continued management of the Fixed Based Operation at Newark Liberty International Airport for an additional five-year period through August 31, 2029, substantially in accordance with the terms outlined 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 any other contracts, amendments and agreements necessary or appropriate in connection with the foregoing; and it is further

RESOLVED, that the form of all contracts, amendments, agreements and other documents in connection with the foregoing shall be subject to the approval of General Counsel or his authorized representative, and the terms of such contracts, amendments, agreements and other documents shall be subject to review by General Counsel or his authorized representative.

JOHN F. KENNEDY INTERNATIONAL AIRPORT – AUTHORIZATION TO ENTER INTO EXCLUSIVE NEGOTIATIONS FOR TERMINAL REDEVELOPMENTS

It was recommended that the Board authorize the Executive Director to enter into exclusive negotiations with the following entities for the development of two new international air terminals at John F. Kennedy International Airport (JFK): (1) Terminal One Group Association L.P. (a consortium of four international airlines – Lufthansa, Air France, Japan Airlines, and Korean Air Lines), or an affiliated entity (collectively, TOGA) for a new terminal to be located on the south end of JFK; and (2) JetBlue Airways Corporation, or an affiliated entity (JetBlue) for a new terminal to be located on the north end of JFK.

The final terms of agreements with each of these entities would be subject to future Board approval.

On January 4, 2017, the Airport Advisory Panel (Advisory Panel) created by New York Governor Andrew Cuomo to make recommendations to the State of New York and the Port Authority regarding the transformation of LaGuardia Airport and JFK, issued a report entitled “A Vision Plan for John F. Kennedy International Airport,” which included recommendations for the redevelopment of JFK to meet the standards of a world-class 21st Century Airport.

The Vision Plan calls for an overhaul of JFK’s eight disparate terminal sites into one unified airport. This plan recommended demolishing old terminals, utilizing vacant space, and modernizing on-airport infrastructure, while incorporating the latest in passenger amenities and technological innovations. The Vision Plan also calls for increasing the number and size of gates, improving parking availability, improving airside taxiways to allow for larger planes and reduced gate congestion, upgrading and increasing passenger capacity on AirTrain JFK, and enhancing roadways on and off the airport (to provide better access to JFK from regional roadways, particularly the Van Wyck Expressway and the Grand Central Parkway, including the Kew Gardens Interchange).

The Port Authority conducted a Comparative Analysis Process to allow for parallel lease negotiations with existing terminal operators. The agency retained consultants to serve as advisers in connection with this process in September and October 2017. Following this selection, in December 2017, the Port Authority held a kick-off meeting with all terminal operators (TOGA, Delta Air Lines, JFK International Air Terminal LLC, JetBlue, British Airways, and American Airlines) to discuss process, schedule, and initial evaluation considerations. Existing terminal operators identified and independently selected consortium partners.

A Comparative Analysis Team (the “Team”) composed of senior Port Authority staff continued its work over the following nine months and reviewed criteria in the areas of: (1) providing unified, world-class operations to accommodate substantial passenger growth; (2) delivering good value to the Port Authority; (3) delivering on an expedited schedule; and (4) leading with a world-class team. After completing its work, the Team recommended that exclusive negotiations should be commenced with TOGA and JetBlue.

TOGA has proposed that a new \$7 billion, 2.9-million-square-foot terminal be developed on the airport's south side. The new terminal would replace JFK's Terminal 1 (which is 20 years old and undersized), currently operated by the group, and Terminal 2 (which is 56 years old and functionally obsolete), as well as the adjacent open area resulting from the demolition of Terminal 3 in 2014. The new terminal would contain at least 24 security screening lanes, over 230,000 square feet of retail, dining and other concessions, 116,000 square feet of airline lounges, and 55,000 square feet of interior green space, as well as children's play areas and cultural exhibits. The new terminal would be connected to the existing Terminal 4, which opened in 2001 and has been expanded twice, most recently in 2013. The complex is expected to be operated by Munich Airport International.

JetBlue has proposed to develop a new \$3 billion, 1.2-million-square-foot terminal on the north side of JFK. JetBlue would demolish the existing Terminal 7 (which is 48 years old, undersized and functionally obsolete) and combine the site with the vacant space where Terminal 6 was demolished in 2011 to create a world-class international terminal complex that would be connected to the airline's existing Terminal 5. The new integrated complex would be occupied by JetBlue and its various partners, whose current operations are spread throughout the airport. Terminal 5 opened in 2008 and is the newest of JFK's existing six terminals. The new terminal would have 12 international gates and be sized to accommodate larger, wide-body aircraft. It would feature 74,000 square feet of retail, 30,000 square feet of airline lounges, and 15,000 square feet of recreational space.

It is expected that the Port Authority would make investments in its infrastructure at JFK in connection with the proposed TOGA and JetBlue terminal redevelopments, including expenditures for: roadways, utilities, electrical substations, airfield improvements, a ground transportation center, improvements to AirTrain JFK, and traffic mitigation. The 2017-2026 Capital Plan includes \$1 billion for such infrastructure improvements at JFK, and an additional \$2 billion would come from private sources. The total estimated cost of such infrastructure investments, including oversight costs, is thus expected to be approximately \$3 billion.

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

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into exclusive negotiations with the following entities for the development of two new international air terminals at John F. Kennedy International Airport (JFK): (1) Terminal One Group Association L.P. (a consortium of four international airlines – Lufthansa, Air France, Japan Airlines, and Korean Air Lines), or an affiliated entity, and its financial partners, The Carlyle Group, JLC Infrastructure and Ullico Inc., for a new terminal to be located on the south end of JFK; and (2) JetBlue Airways Corporation, or an affiliated entity, and its financial partners, Vantage Airport Group and RXR Realty, for a new terminal to be located on the north end of JFK, with the final terms of agreements with either of the foregoing entities to be subject to approval by 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 take any actions necessary and appropriate to effectuate the foregoing negotiations, including, but not limited to, entering into agreements for professional and advisory services in connection with such negotiations; and it is further

RESOLVED, that the form of any contracts, agreements or other documents in connection with the foregoing shall be subject to the approval of General Counsel or his authorized representatives, and the terms of such contracts, agreements or other documents shall be subject to review by General Counsel or his authorized representative.

NEW YORK STEWART INTERNATIONAL AIRPORT – NEW INTERNATIONAL ARRIVALS AND FEDERAL INSPECTION SERVICE FACILITY – PROJECT REAUTHORIZATION AND AWARD OF CONTRACT SWF-164.032

It was recommended that the Board: (1) reauthorize a project to expand the existing passenger terminal at New York Stewart International Airport (SWF) to include a new, state-of-the-art customs hall that will provide for an improved customer experience and a permanent federal inspection service (FIS) facility, at an estimated total project cost of \$37 million, an increase of approximately \$7 million over the previously authorized amount of \$30 million; and (2) authorize the Executive Director to award Contract SWF-164.032 to J. Kokolakis Contracting, Inc. for construction work in connection with the foregoing project, at an estimated cost of approximately \$24 million, including allowances for net cost work and extra work, as necessary.

SWF's terminal is limited in its ability to process international traffic and lacks a permanent and dedicated international arrivals facility. In recognition of SWF's potential for future growth as an alternative gateway to the New York/New Jersey metropolitan region, on February 15, 2018, the Board authorized a project to expand SWF's terminal, as set forth above, at an estimated total project cost of \$30 million. Based on actual bids received for the contract to construct the project, and a project risk analysis, reauthorization of the project was proposed.

Upon completion of the project, SWF would have a state-of-the-art, dedicated international arrivals facility with a full range of security check-in options, including self-service global entry kiosks and automated passenger control kiosks. The project also would provide for clear wayfinding signage, a new baggage belt, and other equipment to enable the efficient processing of passengers through four U.S. Customs and Border Protection booths, and the simultaneous processing of domestic and international passengers.

The higher-than-anticipated bid amounts for the construction contract are attributable to tight construction market conditions, due to the unprecedented volume of large construction projects being implemented in the New York/New Jersey metropolitan region, and uncertainty as to material pricing. The incremental costs to implement the project are as follows: (1) approximately \$4.4 million in additional construction costs to reflect the actual low bid; (2) approximately \$2 million in additional contingency to mitigate certain risks with respect to an expedited construction schedule, revisions to federal requirements, and actual site conditions; and (3) approximately \$600,000 for additional engineering services and incremental soft costs, based on the actual low bid for the construction contract.

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

RESOLVED, that a project to expand the existing passenger terminal at New York Stewart International Airport to include a new, state-of-the-art customs hall, at an estimated total project cost of \$37 million, an increase of approximately \$7 million from the previously authorized amount of \$30 million, be and it hereby is reauthorized; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to award Contract SWF-164.032 to J. Kokolakis Contracting, Inc. for construction work in connection with the foregoing project, at an estimated cost of approximately \$24 million, including allowances for net cost work and extra work, as necessary; 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 other construction contracts, contracts for professional and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing project, pursuant to authority granted in the By-Laws or other resolution adopted by the Board; and it is further

RESOLVED, that the form of all contracts, agreements and other documents in connection with the foregoing project shall be subject to the approval of General Counsel or his authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by General Counsel or his authorized representative.

**GEORGE WASHINGTON BRIDGE REHABILITATION PROGRAM –
REHABILITATION OF CENTER AVENUE AND LEMOINE AVENUE BRIDGES
- PROJECT REAUTHORIZATION AND AWARD OF CONTRACT
GWB-244.204A**

In connection with the George Washington Bridge (GWB) Rehabilitation Program, it was recommended that the Board: (1) reauthorize a project for the rehabilitation of the Center Avenue and Lemoine Avenue Bridges, at an estimated total project cost of \$112.7 million, an increase of \$21.8 million over the previously authorized amount of \$90.9 million; and (2) authorize the Executive Director to award Contract GWB-244.204A for construction of the project to the lowest-priced pre-qualified bidder, El Sol Contracting/ES II Enterprises Joint Venture for an estimated amount of \$64.5 million, inclusive of allowances for extra work, net cost work and a risk contingency. The balance of project costs would be used for planning, engineering and project support and related financing costs.

The Center Avenue and Lemoine Avenue Bridges span the approach roadways for the GWB in New Jersey. The bridges were built by the Port Authority in stages between 1935 and 1965. The Center Avenue Bridge was last rehabilitated in the late 1980s. The Lemoine Avenue Bridge was partially rehabilitated in the late 1990s. While this limited rehabilitation work extended the service life of each structure, results of recent inspections recommend comprehensive rehabilitation of both bridges, including replacement of certain structural elements.

On February 9, 2012, the Board authorized the expenditure of a total amount of \$233 million for planning, final engineering and construction work in connection with the GWB Rehabilitation Program, including \$3.4 million for planning and preliminary design work for the rehabilitation / replacement of the Center Avenue and Lemoine Avenue Bridges. On March 24, 2016, the Board authorized a project for the rehabilitation of the Center Avenue and Lemoine Avenue Bridges, at an estimated total project cost of \$90.9 million.

The recommended scope of work for the project includes replacing concrete deck, sidewalks, and parapets in all spans of both the Center Avenue and Lemoine Avenue Bridges; seismically retrofitting both bridges; repairing the existing substructures of both bridges; and replacing existing roadway and underdeck lighting, and existing utility lines for both bridges. For the Center Avenue Bridge, the project also includes the replacement of existing concrete girders with steel girders for three spans and modifications to five piers. The existing water main supported under the deck of the Center Avenue Bridge would also be replaced. Turn improvements would be made at the Center Avenue and Bruce Reynolds Boulevard intersection.

The proposed reauthorization of the project is necessary to provide for the following additional project scope elements: replacement of additional support bearings on the Lemoine Avenue Bridge and the addition of bus turnout bays thereon; additional utility relocation work; and the provision of extensive traffic monitoring work and mitigation measures, to improve the flow of traffic in Fort Lee and minimize project impacts to the neighboring community and traveling public throughout the duration of project work.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners Horwitz, LaBarbera, Lynford, McCabe, McDonald, O'Toole, Pocino and Rosado in favor. Commissioners Bagger and Eve recused and did not participate in the consideration of, or vote on, this item. General Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that a project for the rehabilitation of the Center Avenue and Lemoine Avenue Bridges that serve the George Washington Bridge, at an estimated total project cost of \$112.7 million, an increase of approximately \$21.8 million over the previously authorized amount of \$90.9 million, be and it hereby is reauthorized; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to award Contract GWB-244.204A for construction of the foregoing project to the lowest-priced pre-qualified bidder, El Sol Contracting/ES II Enterprises Joint Venture for an estimated amount of \$64.5 million, inclusive of allowances for extra work, net cost work and a risk contingency; 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 other construction contracts, contracts for professional and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing project, pursuant to authority granted in the By-Laws or other resolution adopted by the Board; and it is further

RESOLVED, that the form of all contracts, agreements and other documents in connection with the foregoing project shall be subject to the approval of General Counsel or his authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by General Counsel or his authorized representative.

WORLD TRADE CENTER SITE – SITE-WIDE INTEGRATION OF LIFE SAFETY, EMERGENCY RESPONSE AND OPERATIONS SYSTEMS PROJECT – AWARD OF WORK-ORDER CONTRACT WTC-500.001

It was recommended that the Board authorize the Executive Director to award a contract to Bel-Air Electric Construction, Inc. (Bel-Air) for systems integration and construction work services, on a work-order basis, in support of implementation of the World Trade Center (WTC) Site-wide Integration of Life Safety, Emergency Response and Operations Systems Project (Site-wide Integration Project) for a four-year term, at an estimated total amount of \$13 million.

On February 24, 2011, the Board authorized planning work for a comprehensive review of all operations systems at the WTC site, including those belonging to the WTC Transportation Hub, One World Trade Center, the WTC retail development, the Vehicular Security Center, the National September 11 Memorial and Museum and the WTC East Bathtub improvements, to ensure the compatibility and interoperability of these systems on a site-wide basis, at an estimated total amount of \$8.1 million.

On May 29, 2013, the Committee on Operations, acting for and on behalf of the Board pursuant to the By-Laws, authorized Phase I of the Site-wide Integration Project, which included the following: (1) a Fire Alarm Integration initiative, to integrate multiple fire alarm systems being installed in connection with the various WTC site components, in order to enhance emergency situational awareness at the WTC site among all stakeholders, and to develop and program sequences of operations to ensure that each fire alarm system acts collaboratively with the others; and (2) a Standardized Room and Level Identification for Life Safety and Emergency Responders initiative, to create a consistent building nomenclature by developing a uniform naming system for levels, rooms and critical equipment for all site assets, updating the site-wide construction documents in accordance with this system, and installing the appropriate signs and designations to each covered item or area.

On October 22, 2014, the Board authorized Phase II of the Site-wide Integration Project, which consists of integrated utility meters, an electronic access control system and a vertical transportation management system, at an incremental project cost of \$6.3 million, resulting in a total project cost of \$40 million for Phases I and II of the Project.

The currently proposed contract would provide a contract mechanism for the completion of certain work previously authorized by the Board and required to implement the Site-wide Integration Project. Bel-Air, as the lowest bidder in a publicly advertised procurement, would act as the general contractor to implement portions of the work necessary to fulfill the requirements of the Site-wide Integration Project, self-performing certain work and awarding portions of the work to subcontractors on an as-needed work-order basis. The work would include providing and installing: (1) fire alarm interface equipment, site-wide remote annunciators and Internet Protocol Intercom systems, along with electrical conduit and cable work necessary to facilitate those systems; and (2) the remaining leveling and labeling signage, the Electronic Access Control software needed to integrate the Port Authority-controlled systems, and related ancillary work to effectuate site-wide integration scope.

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

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to award a contract (WTC-500.001) to Bel-Air Electric Construction, Inc. for systems integration and construction work services, on a work-order basis, in support of implementation of the Site-wide Integration Project at the World Trade Center site, for a four-year term, at an estimated total amount of \$13 million; 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 any agreements necessary or appropriate in connection with the foregoing; and it is further

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

Whereupon, the meeting was adjourned.

Secretary