

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES

Thursday, November 19, 2020

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**MINUTES of the Meeting of The Port Authority of New York and New Jersey held
Thursday, November 19, 2020 via teleconference.**

PRESENT:

NEW JERSEY

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

Richard Cotton, Executive Director
Michael E. Farbiarz, General Counsel
James E. McCoy, Secretary

James K. Allen, Chief of Staff to the Vice Chairman
Justin E. Bernbach, Director, Government and Community Affairs, New York
John Bilich, Chief Security Officer
Benjamin M. Branham, Chief Communications Officer
Brian Caraveo, Cinematographer, Marketing
Ana Carvajalino, Director, Financial Planning
Rebecca L. Cassidy, General Manager, Board Unit, Office of the Secretary
Clarelle D. DeGraffe, Director, Rail Transit
Michael P. Dombrowski, Audio Visual Specialist, Marketing
Diannae C. Ehler, Director, Tunnels, Bridges and Terminals
Benjamin Feldman, Senior Advisor to the Chairman
Amy H. Fisher, First Deputy General Counsel and Director of Legal Affairs
Robert E. Galvin, Chief Technology Officer
Jaime Garcia, IT System Support Specialist, Technology
Robert Gibbon, Special Counselor to the Executive Director
Mary Lee Hannell, Chief, Human Capital
Natasha G. Jean Philipp-Cumberbatch, Manager, Corporate Transparency,
Office of the Secretary
Cristina M. Lado, Director, Government and Community Affairs, New Jersey
Huntley A. Lawrence, Director, Aviation
Michael G. Massiah, Chief, Diversity and Inclusion
Elizabeth M. McCarthy, Chief Financial Officer
Tobi Mettle, Chief of Staff for Agency Initiatives, Office of the Executive Director
Alec Nadeau, Manager, Executive Initiatives and Policy

NEW YORK

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

Hersh K. Parekh, Director, Government and Community Relations for Aviation Redevelopment
in New York

Steven P. Plate, Chief, Major Capital Projects

Alan L. Reiss, Director, World Trade Center Construction and Interim Director of
World Trade Center Operations

Bethann Rooney, Deputy Director, Port

Sam Ruda, Director, Port

Jessica Russ, Executive Policy Analyst, Office of the Secretary

Peter D. Simon, Chief of Staff to the Chairman

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

Cheryl A. Yetka, Treasurer

Guests:

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

Joanne Hernandez, Senior Policy Advisor, Transportation, Office of the Governor of New York

Public Commenter:

Charlene Talarico

Topic:

Port Authority

The public meeting was called to order by Chairman O’Toole at 12:00 p.m. and ended at 12:34 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 October 29, 2020 were delivered in electronic form to the Governors of New York and New Jersey on October 30, 2020. The time for action by the Governors of New York and New Jersey expired at midnight on November 17, 2020.

Chairman’s Report

The Chairman advised that due to the ongoing public health crisis posed by COVID-19, and in light of the recommendation from the Centers for Disease Control and Prevention and the States of New York and New Jersey, today’s meeting is being held via teleconference, with audio of the proceedings simultaneously webcast on the Port Authority’s website.

The Chairman also advised that as part of the Port Authority’s public speakers’ program, one written statement was received and provided to the Commissioners and other relevant staff prior to today’s Board Meeting. The written statement will also be filed with the transcripts of today’s meetings on the Port Authority’s website. The Chairman noted that the received comments did not relate to matters before the Board for approval.

NEWARK LIBERTY INTERNATIONAL AIRPORT – TERMINAL B-1 – SUPPLEMENT TO LEASE ANC-929 – FRONTIER AIRLINES, INC.

It was recommended that the Board authorize the Executive Director to enter into a supplement to Lease ANC-929 with Frontier Airlines, Inc. (Frontier) for the continued use of Gate 40, the addition of Gate 44 to the leasehold, and the continued letting of associated operational space, in Terminal B-1 at Newark Liberty International Airport (EWR). This supplement would extend the term of the lease for Gate 40 and the associated operational space for a three-year period, commencing on January 1, 2021 and ending on December 31, 2023. The lease for Gate 44 would commence on or about December 1, 2020 and end on December 31, 2023.

The lease, which originally covered Gate 40 and associated office and operational support space, commenced on November 14, 2019, and has been extended through the end of 2020, pursuant to the authority of the Executive Director under the By-Laws. In addition to extending the lease term and adding a new gate to the leasehold, the proposed lease supplement would remove the Port Authority's 30-day termination right without cause, consistent with other leases with similarly situated airlines. The proposed lease would continue to include the right for the Port Authority to serve Frontier with a redevelopment termination notice 120 days in advance of a possible early termination of this lease.

Frontier would be expected to pay the Port Authority aggregate rentals and certain other fees of approximately \$24.6 million over the term of the proposed lease supplement.

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 supplement to Lease ANC-929 with Frontier Airlines, Inc. for the continued use of Gate 40, the addition of Gate 44 to the leasehold, and the continued letting of associated space in Terminal B-1 at Newark Liberty International Airport, 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 and agreements as may be necessary or appropriate in connection with the foregoing; and it is further

RESOLVED, that the form of the foregoing lease supplement, and all other 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 lease supplement, contracts, agreements and other documents shall be subject to review by General Counsel or his authorized representative.

Whereupon, the meeting was adjourned.

Secretary