

**THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY**

**MINUTES**

**Thursday, April 23, 2020**

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**MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, April 23, 2020 via teleconference.**

**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 Eve  
 Hon. Daniel J. Horwitz  
 Hon. Gary LaBarbera  
 Hon. George T. McDonald  
 Hon. Rossana Rosado

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

James K. Allen Jr., Chief of Staff to the Vice Chairman  
 Justin E. Bernbach, Director, Government and Community Affairs, New York  
 Benjamin M. Branham, Chief Communications Officer  
 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  
 Benjamin Feldman, Senior Advisor to the Chairman  
 Erik George, Executive Advisor, Chief Financial Officer  
 Mary Lee Hannell, Chief, Human Capital  
 Cristina M. Lado, Director, Government and Community Affairs, New Jersey  
 Elizabeth M. McCarthy, Chief Financial Officer  
 Hersh K. Parekh, Director, Government and Community Relations for Aviation  
 Redevelopment in New York  
 Tobi Mettle, Chief of Staff for Agency Initiatives, Office of the Executive Director  
 Alec Nadeau, Manager, Executive Initiatives and Policy  
 Alan L. Reiss, Director, World Trade Center Construction  
 Peter D. Simon, Chief of Staff to the Chairman  
 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 Commenters:

Charlene Talarico  
Neile Weissman, Complete George

Topic:

Port Authority Leadership  
Sustainable Infrastructure

The public meeting was called to order by Chairman O’Toole at 12:18 p.m. and ended at 12:40 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 March 26, 2020 were delivered to the Governors of New York and New Jersey in electronic form on March 27, 2020. The time for action by the Governors of New York and New Jersey had expired.

### **Documents Filed with the Board**

The comment period for the revisions to the Foreign Trade Zone No. 49 Schedule - Rules and Regulations, which were filed with the Board on March 20, 2020, had expired.

### **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 to avoid gatherings of more than 10 people, 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, in lieu of the Port Authority’s public speakers’ program, written statements were received and provided to the Commissioners and other relevant staff prior to today’s Board Meeting. The written statements will also be filed with the transcripts of today’s meetings on the Port Authority’s website. The Chairman noted that none of the written comments received related to action items before the Board for approval.

The Chairman acknowledged the recent passing of two employees due to the coronavirus, Port Authority employee Sharon James, a 16-year veteran who had been working remotely, and PATH employee Robert Elijah, a 19-year veteran. The Chairman also noted the passing of former Inspector General Michael Nestor, who had retired earlier this year after 22 years with the Port Authority. The Chairman stated that this was a significant loss and touched on each of the individual contributions these public servants had made to the agency.

**ALL BRIDGE AND TUNNEL FACILITIES – NEW YORK CUSTOMER SERVICE CENTER FOR ELECTRONIC TOLLING – AUTHORIZATION OF CONTRACT EXTENSION WITH CONDUENT STATE & LOCAL SOLUTIONS, INC.**

It was recommended that the Board authorize the Executive Director to enter into a modification and extension of the contract with Conduent State & Local Solutions, Inc. (Conduent), previously known as Xerox and ACS State and Local Solutions (ACS), for the operation of the Port Authority's E-ZPass and Tolls-by-Mail operations serving its bridge and tunnel facilities through the New York Customer Service Center (NYCSC). The existing contract with Conduent expires October 4, 2020, and would be extended for a two-year period, ending October 4, 2022, at an estimated total additional cost to the Port Authority of \$33.4 million beyond the currently authorized contract amount.

At its meeting of March 29, 2007, the Board authorized the Executive Director to enter into a contract with ACS for the operation of the NYCSC for a ten-year term, with a three-year extension option, which was exercised in December 2016.

There is a procurement solicitation currently underway for replacement contracts for the long-term operation of the NYCSC. The proposed contract extension would provide for the continuation of Conduent's services in operating the NYCSC while the Port Authority, and its partners at the NYCSC, the Triborough Bridge and Tunnel Authority, doing business as MTA Bridges and Tunnels, and the New York State Thruway Authority, complete a procurement and transition for replacement contracts for the system and operation support services of the NYCSC. The contract extension would ensure that the NYCSC remains operational until the new contracts are entered into and become operational. The requested contract extension amount includes \$4.2 million for Conduent to implement one-time upgrades and expand the physical facilities and technology infrastructure of the NYCSC, in order to accommodate the expansion of Port Authority cashless tolling to the Holland Tunnel, Lincoln Tunnel and George Washington Bridge, and to improve the quality, accuracy and delivery of services provided by the NYCSC.

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 modification and extension of the contract with Conduent State & Local Solutions, Inc. (previously known as Xerox and ACS State and Local Solutions) for the operation of the Port Authority's E-ZPass and Tolls-by-Mail operations through the New York Customer Service Center, for a two-year period, 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 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 documents shall be subject to review by General Counsel or his authorized representative.

**WORLD TRADE CENTER SITE - RIVER WATER PUMP STATION UPGRADES –  
PHASE III - PROJECT AUTHORIZATION AND PHASE IV – PLANNING  
AUTHORIZATION**

It was recommended that the Board authorize: (1) Phase III of a project for the rehabilitation of the World Trade Center (WTC) River Water Pump Station (RWPS), at an estimated total project cost of \$6.9 million; and (2) planning and final design work for Phase IV of the RWPS rehabilitation project, at an estimated total planning cost of \$2.4 million.

The proposed authorization would provide for: (1) implementation of Phase III of the project, providing for the installation of electrical standby power for the WTC Central Chiller Plant (CCP), and work to bring the existing RWPS to a state of good repair; and (2) planning and final design work for Phase IV of the project, involving the replacement of five existing sluice gates, which control the water flow into the RWPS. The RWPS, located in Battery Park City, draws water from the Hudson River and delivers it to the WTC CCP for use in generating chilled water. The chilled water is used for cooling needs at the WTC complex, with the exception of the commercial office towers. After being used by the chillers in the CCP, the warmer water is discharged back into the Hudson River through an outfall into the North Cove.

On December 12, 2019, the Board authorized Phases I and II of the RWPS rehabilitation project, to remove sediment for the intake pipes of the RWPS and to optimize the Building Management System. During Phase I, sediment was removed from within and around the intake tunnels, allowing the biological sampling and monitoring work to proceed.

The CCP is currently operating with interim electrical standby power supplied from a PATH rail system substation. Under the currently proposed Phase III of the project, the interim standby power would be replaced with a permanent electrical standby power connection. Phase III priority repairs to be performed would include: replacement of all elevated walkway platforms and stairs in the header room; painting and lead abatement; mitigation of water infiltration; replacement and repairing of header pipe support saddles and insulation; and waterproofing/replacement of hatch doors. The future replacement of the RWPS sluice gates with specially designed sluice gates would optimize the operation of the RWPS by reducing the Hudson River water velocity flowing into the RWPS, which would reduce the impingement and entrainment of marine life when water is drawn from, and returned to, the river.

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 Phase III of the project for the rehabilitation of the World Trade Center River Water Pump Station (RWPS Project), at an estimated total project cost of \$6.9 million, be and it hereby is authorized; and it is further

**RESOLVED**, that planning and final design work for Phase IV of the RWPS Project, at an estimated total planning cost of \$2.4 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 construction contracts, contracts for professional and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing project, and planning and final design 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 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.

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Secretary