

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

**MINUTES**

**Thursday, November 18, 2021**

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**MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, November 18, 2021 at 150 Greenwich Street, New York City, New York and via teleconference.**

**PRESENT:**

**NEW JERSEY**

Hon. Kevin J. O'Toole, Chairman  
 Hon. Dana M. Martinotti  
 Hon. Kevin P. McCabe  
 Hon. Robert J. Menendez  
 Hon. Michelle E. Richardson

**NEW YORK**

Hon. Jeffrey H. Lynford, Vice Chairman  
 Hon. Steven M. Cohen  
 Hon. Leecia R. Eve\*  
 Hon. Daniel J. Horwitz  
 Hon. Gary LaBarbera  
 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  
 Carrol Bennett, Acting Chief, Office of Diversity and Inclusion\*  
 John Bilich, Chief Security Officer  
 Benjamin M. Branham, Chief Communications Officer  
 Alana Calmi, Senior Public Information Officer, Media Relations  
 Ana Carvajalino, Director, Financial Planning  
 Rebecca L. Cassidy, General Manager, Board Unit, Office of the Secretary  
 Edward T. Cetnar, Director of Public Safety/Superintendent of Police  
 Janet D. Cox, Chief of Staff and Special Counsel to the Executive Director\*  
 Gideon Davidson, Special Assistant to the Executive Director\*  
 Jennifer S. Davis, Chief, Intergovernmental Affairs\*  
 Clarelle D. DeGraffe, Director, Rail Transit  
 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  
 John Gay, Inspector General\*  
 Robert Gibbon, Special Counselor to the Executive Director\*  
 MaryLee Hannell, Chief, Human Capital  
 Kristen Hernandez, Leadership Fellow, Human Resources\*  
 Milena Kosc-Garcia, Principal Board Management Support Specialist, Office of the Secretary  
 Cristina M. Lado, Director, Government and Community Affairs, New Jersey\*  
 Annesa Lau, Director, Operations Services  
 Huntley A. Lawrence, Director, Aviation and Acting Chief Operating Officer

\* Remote participants via teleconference.

Elizabeth M. McCarthy, Chief Financial Officer  
 Jessica Ortiz, Deputy Inspector General and Director of Investigations\*  
 Hersh K. Parekh, Director, Government and Community Relations for Aviation  
 Redevelopment in New York\*  
 Alan L. Reiss, Director, World Trade Center Construction \*  
 Jessica Russ, Executive Policy Analyst, Office of the Secretary\*  
 Peter D. Simon, Chief of Staff to the Chairman  
 Debra M. Torres, Chief Ethics and Compliance Officer\*  
 Derek H. Utter, Chief Development Officer  
 Lillian D. Valenti, Chief Procurement Officer  
 Christine Weydig, Director, Office of Environmental and Energy Programs\*  
 Cheryl A. Yetka, Treasurer\*

Guests:

Noreen M. Giblin, Deputy Chief Counsel, Authorities Unit, Office of the Governor of New Jersey \*  
 Lauren LaRusso, Senior Counsel, Authorities Unit, Office of the Governor of New Jersey

Public Commenters (Video and Written Statements):

Miguel Acevedo  
 Erica Baum  
 George Boada  
 Kevin Brown  
 Rachael Fauss  
  
 Todd Fine  
 Lorenza Garcia  
 Victor Inuk Gavilanes  
 Araiza Goden Velez  
 Amy Goldsmith  
 Yambeli V. Gomez  
 Jill Goodkind  
 Wynn timer-Fred Victor Hinds  
 Margo Margolis  
 Bethzaida Rodriguez  
 Mahamadi Sakande  
 Lora Tenenbaum  
 Nelly Torres  
 Neile Weissman

Topics:

Amazon Lease  
 5 World Trade Center  
 Amazon Lease  
 Amazon Lease  
 Port Authority Speakers  
 Program/LGA AirTrain  
 5 World Trade Center  
 Amazon Lease  
 Amazon Lease  
 Amazon Lease  
 Net Zero Policy  
 Amazon Lease  
 5 World Trade Center  
 Amazon Lease  
 5 World Trade Center  
 Amazon Lease  
 Amazon Lease  
 5 World Trade Center  
 Amazon Lease  
 GWB Bike Paths

\* Remote participants via teleconference.

The public meeting was called to order by Chairman O'Toole at 12:28 p.m. and ended at 1:29 p.m. The Board also met in executive session prior to the public session. Food and beverages were not offered in executive session. Mask rules were uniformly observed, and social distancing was maintained throughout the meetings.

### **Report on Prior Meeting's Minutes**

Copies of the Minutes of the meeting of October 21, 2021 were delivered in electronic form to the Governors of New York and New Jersey on October 22, 2021. The time for action by the Governors of New York and New Jersey expired at midnight on November 8, 2021.

### **Chairman's Report**

The Chairman advised that in light of the ongoing COVID-19 public health crisis, in-person attendance at the meetings will be limited to Commissioners, Port Authority staff required to conduct the meetings, and credentialed members of the press, subject to space limitations due to safety protocols.

The Chairman also advised that as part of the Port Authority's public speakers' program, both written statements and video statements were received. The written statements were provided to the Commissioners and other relevant staff prior to today's Board Meeting and will be filed with the transcripts of today's meetings on the Port Authority's website. The videos were shown as part of the public Board Meeting.

## **LINCOLN TUNNEL – DYER AVENUE ACCESS ROADWAY – AUTHORIZATION OF EASEMENTS TO ACCOMMODATE EXTENSION OF HIGH LINE PARK**

It was recommended that the Board authorize the Executive Director to: (i) provide a permanent property easement for an elevated pedestrian walkway above the Port Authority's property at Dyer Avenue, between 30<sup>th</sup> and 31<sup>st</sup> Streets in Manhattan ("Dyer Avenue Access Roadway") to permit a connection of the High Line linear park ("High Line") from 30<sup>th</sup> Street and 10<sup>th</sup> Avenue to the east and north above Dyer Avenue from 30<sup>th</sup> Street to 31<sup>st</sup> Street (together, the "High Line Extension Project"); and (ii) in connection therewith, accept a permanent easement of approximately 400 square feet from an adjacent property to allow straightening of the Dyer Avenue Access Roadway and the addition of a sidewalk to improve vehicular and pedestrian travel in the area.

The High Line Extension Project is a joint effort of: an affiliate of Brookfield Properties, Inc. ("Brookfield"), which owns certain adjacent property; Empire State Development Corporation ("ESD"); and Friends of the High Line ("FHL"), a private, not-for-profit entity that operates and maintains the High Line under an arrangement with New York City.

The High Line is a park built on a historic elevated rail line. The High Line has a spur, which currently terminates at 30<sup>th</sup> Street, over 10<sup>th</sup> Avenue. By using easements to be provided by the Port Authority and by Brookfield, the High Line can extend its route to 9<sup>th</sup> Avenue, adjacent to subway and transit lines at Moynihan Station.

The Port Authority owns Dyer Avenue, which is a Lincoln Tunnel approach road between 30th and 42nd Streets and 9th and 10th Avenues. The Lincoln Tunnel entrances are located between 38th and 41st Streets. The Port Authority proposes to grant a permanent easement to a state or local government agency, or its designee undertaking a public purpose (to be determined as the High Line Extension Project moves forward) to effectuate the High Line Extension Project. The property interest granted by this permanent easement would include the footings, support structure and bridge for the High Line pedestrian walkway in the median of the Dyer Avenue Access Roadway (or other nearby space acceptable to the Port Authority) and would allow the High Line pedestrian walkway to occupy the space above the Dyer Avenue Access Roadway at a minimum height of 15 feet above grade, so as not to impede at-grade traffic. This permanent easement would also allow the state or local governmental agency, or its designee, to enter the Dyer Avenue Access Roadway for operations and maintenance of the High Line.

The easement would terminate only in the event the High Line Extension Project is no longer used for a public amenity. The Port Authority would not construct, operate, design, manage, fund, or in any way be involved in the High Line Extension Project, except to the extent that it provides the referenced easement. The Port Authority would be indemnified in a customary manner for any losses or damages incurred in connection with the Project. Staff has confirmed that the construction and operation of the High Line Extension will not compromise operations of the Lincoln Tunnel, future roadway operations, or the future Port Authority Midtown Bus Terminal replacement.

In addition to the above, the Port Authority would accept, at no cost, an easement of approximately 400 square feet on the western boundary of the Dyer Avenue Access Roadway from an affiliate of McCourt Global, Inc. (“McCourt”), to be used by the High Line Extension Project’s contractor to straighten the Dyer Avenue Access Roadway, so that it can be more easily used by vehicles, and to add a pedestrian sidewalk. This will improve Port Authority operations. In the event McCourt suffers a loss in development rights as a result of the easement, the Port Authority would be obligated to compensate McCourt, which compensation may be provided in-kind.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners Cohen, Eve, Horwitz, LaBarbera, Lynford, Martinotti, McCabe, Menendez, O’Toole, Richardson 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 take any and all action necessary or appropriate to enter into agreements to provide for a permanent easement to a New York State or New York City agency, or its designee undertaking a public purpose, to effectuate the High Line Extension Project over Port Authority property at Dyer Avenue between 30<sup>th</sup> and 31<sup>st</sup> Streets in Manhattan, New York (“Dyer Avenue Access Roadway”), with such easement to allow for: (1) the placement of footings, support structure and a bridge for the High Line pedestrian walkway in the median of the Dyer Avenue Access Roadway (or other nearby space acceptable to the Port Authority); (2) the High Line pedestrian walkway to occupy the space above the Dyer Avenue Access Roadway at a minimum height of 15 feet above grade; and (3) access to the Dyer Avenue Access Roadway for operations and maintenance of the High Line; 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 and all action necessary or appropriate for the Port Authority to accept an easement or a similar real property conveyance from an affiliate of McCourt Global, Inc. of approximately 400 square feet of property along the western boundary of the Dyer Avenue Access Roadway to be used to straighten and otherwise improve the Dyer Avenue Access Roadway; 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 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 the 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.

## **ENVIRONMENTAL SUSTAINABILITY POLICY – ADDRESSING THE CLIMATE CRISIS - ADOPTION OF NET ZERO COMMITMENT TO REDUCE GREENHOUSE GAS EMISSIONS**

Acknowledging the severity of the threat posed by climate change, and in support of the sustainability goals of the States of New York and New Jersey and the federal government, the Board of Commissioners was presented with two critical policies to accelerate progress in reducing greenhouse gas (GHG) emissions. The first policy would commit the agency to the goal of achieving “net-zero” GHG emissions by 2050. The second policy would commit the agency to the goal of cutting direct greenhouse gas emissions in half by 2030. These policies (collectively, the “2021 Port Authority GHG Reduction Goals”) are consistent with the ambitious new climate goals recently adopted by the Biden administration. Upon adoption by the Board, the Port Authority would be the first U.S. transportation agency to set a net-zero target for all emissions.

The first new policy would revise the Port Authority’s existing 2050 target from an 80-percent reduction of all emissions from 2006 levels by 2050 to a net-zero target. The net-zero goal is expected to be achieved in collaboration with our tenants and business partners, and is defined as reducing emissions related to all Port Authority operations as much as possible, and “offsetting” residual emissions. These offsets are expected to be produced by GHG reductions that occur outside of Port Authority operations, and would be pursued by Port Authority or its business partners, as appropriate for respective emissions.

The second new policy would commit the Port Authority to an additional interim GHG reduction target of 50 percent of Port Authority direct emissions by 2030.

It was recommended that the Board now adopt these two new climate action target policies as part of revisions to the Port Authority’s Environmental Sustainability Policy, (“Environmental Sustainability Policy”), which was originally established in 2008 and revised in 2018. (These new policies build upon the Port Authority’s existing interim goal of reducing its direct GHG emissions by 35 percent by 2025).

The 2021 Port Authority GHG Reduction Goals would align with the new federal goals. These new goals would reduce the Port Authority’s own direct emissions through facility-wide sustainability initiatives in the areas of electrification, renewable energy, and sustainable buildings/energy efficiency. These new goals would also seek to reduce indirect emissions from all users of Port Authority facilities, including airlines, terminal operators, concessionaires, ground transportation companies, construction companies, and electricity suppliers, among others, as well as companies and government agencies involved in ensuring that electric grids deliver increasing amounts of clean renewable energy, such as solar and wind.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners Cohen, Eve, Horwitz Lynford, LaBarbera, Martinotti, McCabe, Menendez, O’Toole, Richardson 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 hereby adopts as agency policy, the goal of achieving (i) 50-percent decrease in Port Authority direct greenhouse gas (“GHG”) emissions from a 2006 baseline by 2030 and (ii) achievement of net-zero GHG emissions related to all Port Authority operations by 2050 (the “2021 Port Authority GHG Reduction Goals”); 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 initiatives necessary to achieve the 2021 Port Authority GHG Reduction Goals in accordance with the By-Laws and other resolutions adopted by the Board; and it is further

**RESOLVED**, that in pursuit of the 2021 Port Authority GHG Reduction Goals, the Port Authority will continue to 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 continue to 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 to exceed five years; and it is further

**RESOLVED**, that the Environmental Sustainability Policy adopted on October 25, 2018 be amended to reflect the foregoing.



Whereupon, the meeting was adjourned.

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Secretary