

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

## **MINUTES**

**Thursday, July 23, 2009**

|                                                                                                                                                                                                                                                                                                 |     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| Action on Minutes                                                                                                                                                                                                                                                                               | 163 |
| Report of Committee on Finance                                                                                                                                                                                                                                                                  | 163 |
| Report of Committee on Capital Programs/Agency Planning                                                                                                                                                                                                                                         | 163 |
| Report of Committee on Operations                                                                                                                                                                                                                                                               | 164 |
| Report of World Trade Center Redevelopment Subcommittee                                                                                                                                                                                                                                         | 164 |
| Hoboken Ferry Terminal – Long-term Lease with New Jersey Transit Corporation for the Restoration of the Hoboken Ferry Terminal for Ferry Transportation Operations                                                                                                                              | 165 |
| Port Newark – FAPS, Inc. – Lease L-PN-293 – New Lease, and WWL Vehicle Services Americas, Inc. – Contract of Rental Guaranty                                                                                                                                                                    | 167 |
| Elizabeth-Port Authority Marine Terminal – WWL Vehicle Services Americas, Inc. – Surrender and Termination Agreement                                                                                                                                                                            | 169 |
| Access to the Region’s Core Project – Authorization of Additional Port Authority Funding                                                                                                                                                                                                        | 170 |
| Lincoln Tunnel – Exchange of Property Interests in Connection with the Baldwin Avenue Reconstruction and Improvement Project                                                                                                                                                                    | 172 |
| Port of New York and New Jersey – Memorandum of Understanding with the New Jersey Department of Transportation and Agreements with CSX Transportation, Inc. and Norfolk Southern Railroad Company for the Retrofit of Two Diesel Switcher Locomotives with Ultra-low-emitting GENSET Technology | 175 |
| Port of New York and New Jersey – Port Authority Truck Replacement Program                                                                                                                                                                                                                      | 177 |
| Downtown Restoration Program – World Trade Center Transportation Hub Project – Construction Management Services                                                                                                                                                                                 | 179 |
| World Trade Center Site – WTC Retail LLC – Project Authorization – Phase I – One World Trade Center Retail                                                                                                                                                                                      | 180 |
| Downtown Restoration Program – Implementation of Certain Design and Construction Work under Existing Construction Trade Contracts for One World Trade Center on Behalf of Various World Trade Center Site Projects                                                                              | 181 |

|                                                                                                                        |     |
|------------------------------------------------------------------------------------------------------------------------|-----|
| One World Trade Center – Authorization to Award Construction Trade Contract for Radome (Antenna Mast Enclosure System) | 183 |
| Tribute to Fred P. Hochberg                                                                                            | 184 |
| Tribute to Samuel J. Plumeri, Jr.                                                                                      | 186 |

**MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, July 23, 2009 at 225 Park Avenue South, City, County and State of New York**

**PRESENT:**

**NEW JERSEY**

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

**NEW YORK**

Hon. Henry R. Silverman, Vice-Chairman  
 Hon. Michael J. Chasanoff  
 Hon. H. Sidney Holmes, III

Christopher O. Ward, Executive Director  
 Susan Bass Levin, Deputy Executive Director  
 Darrell B. Buchbinder, General Counsel  
 Karen E. Eastman, Secretary

Diana E. Beecher, Chief Technology Officer  
 A. Paul Blanco, Chief Financial Officer  
 Steven A. Borrelli, General Manager, Port Property and Finance, Port Commerce  
 Ana Carvajalino, Principal Financial Analyst, Office of Financial Analysis  
 Arthur J. Cifelli, Deputy Director, Public Safety Department/Deputy Superintendent of Police  
 Steven J. Coleman, Assistant Director, Media Relations  
 Arpan Dasgupta, Executive Assistant to the Deputy Executive Director  
 William R. DeCota, Director, Aviation  
 Michael P. DePallo, Director, Rail Transit  
 Francis A. DiMola, Director, Real Estate Services  
 John J. Drobny, Director, Security Projects  
 Michael G. Fabiano, Deputy Chief Financial Officer/Comptroller  
 Michael A. Fedorko, Director, Public Safety/Superintendent of Police  
 Michael B. Francois, Chief, Real Estate and Development  
 Jennifer Friedberg, Staff Public Information Officer, Media Relations, Public Affairs  
 Linda C. Handel, Deputy Secretary  
 Alan H. Hicks, Senior Public Information Officer, Public Affairs  
 Mark D. Hoffer, Special Advisor to the Executive Director  
 Charles Huang, Manager, Corporate Financial Services, Office of Financial Analysis  
 Howard G. Kadin, Esq., Law  
 Victoria C. Kelly, Director, Tunnels, Bridges and Terminals  
 Kevin J. Kirchman, Director, Marketing and Special Events, Public Affairs  
 Cristina M. Lado, Director, Government and Community Affairs  
 Conor Lanz, Special Assistant to the Executive Director  
 Richard M. Larrabee, Director, Port Commerce  
 Francis J. Lombardi, Chief Engineer  
 Andrew S. Lynn, Senior Advisor to the Executive Director and Director of  
     Regional Development  
 Stephen Marinko, Esq., Law  
 Michael G. Massiah, Director, Management and Budget  
 Candace McAdams, Director, Media Relations

James E. McCoy, Manager, Board Management Support, Office of the Secretary  
 Anne Marie C. Mulligan, Treasurer  
 William A. Nurthen, General Manager, Program Support and Performance Management,  
 Port Commerce  
 Summer Oesch, Executive Assistant to the Deputy Executive Director  
 Diane Paonessa, Associate Board Management Support Specialist, Office of the Secretary  
 Nina C. Phelps, Board Management Support Specialist, Office of the Secretary  
 Steven P. Plate, Director, World Trade Center Construction  
 Desiree Ramos, Principal External Affairs Representative, Government & Community Affairs  
 Alan L. Reiss, Deputy Director, World Trade Center Construction  
 Howard Sackel, Director, ARC  
 Stephen H. Sigmund, Chief, Public and Government Affairs  
 Aaron Singer, Supervising Financial Analyst, Office of Financial Analysis  
 Timothy G. Stickelman, Assistant General Counsel  
 Gerald B. Stoughton, Director, Office of Financial Analysis  
 Ralph Tragale, Assistant Director, Government and Community Relations  
 David B. Tweedy, Chief, Capital Programs  
 Lillian D. Valenti, Director, Procurement  
 Sheree R. Van Duyne, Manager, Policies and Protocol, Office of the Secretary  
 Andrew S. Warshaw, Chief of Staff to the Executive Director  
 Peter J. Zipf, Deputy Chief Engineer/Director of Engineering

Guests:

Sonia Frontera, Authorities Unit, Office of the Governor of New Jersey  
 Hon. Fred P. Hochberg, Former Commissioner  
 Samuel J. Plumeri, Jr., Former Director Public Safety/Superintendent of Police

Speakers:

Peg Hanna, New Jersey Department of Environmental Protection  
 Rev. Fletcher Harper, Greenfaith  
 Thomas W. Heimgartner, President, Best Transportation, Member of the Boards of The American  
 Trucking Association, Intermodal Carrier Conference and The Association of Bi-State  
 Motor Carriers  
 Kenel Hyppolyte, Port Driver  
 Richard Kassel, Senior Attorney, Natural Defense Council  
 Peter Keller, Executive VP & Chief Operating Officer, NYK Group Americas, Inc.,  
 Board Member and Co-Founder of the Coalition for Responsible Transportation  
 Frank M. McDonough, President, New York Shipping Association  
 Cynthia Mellon, Ironbound Community Corporation  
 Cesar Vargas, Port Drivers Federation

The public meeting was called to order by Chairman Coscia at 1:39 p.m. and ended at 2:20 p.m. The Board met in executive session prior to the public session.

### **Action on Minutes**

The Secretary reported that the action set forth on pages 157 – 158 of the Minutes of the Meeting of June 25, 2009 entitled “*Port of New York and New Jersey – New Origin/Destination Intermodal Rail Incentive Program*” has been corrected to reflect that the incentive would be provided to any eligible company that contracts with a railroad for the transportation of an ocean-borne, internationally traded container through a Port Authority ExpressRail facility to or from an origin or destination point that was not serviced directly by an ExpressRail facility prior to January 1, 2009.

The Secretary submitted for approval Minutes of the meeting of June 25, 2009. She reported that copies of these Minutes were delivered in electronic form to the Governors of New York and New Jersey on June 26, 2009. She reported further that the time for action by the Governors of New York and New Jersey expired at midnight on July 13, 2009.

Whereupon, the Board of Commissioners unanimously approved the Minutes of the June 25, 2009 meeting.

### **Report of Committee on Finance**

The Committee on Finance reported, for information, on matters discussed in public and executive session at its meeting on July 23, 2009, which included review of the Port Authority’s investment portfolio results through the second quarter of 2009, an annual update on the activities of the Port Authority Insurance Captive Entity, and discussion of matters related to the purchase, sale, or lease of real property or securities, where public disclosure would affect the value thereof or the public interest, and the report was received.

### **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 July 23, 2009, which included discussion of two items that further the Port Authority’s Clean Air Strategy for the Port District, including authorization of a program to retrofit two diesel switcher locomotives operating within the New Jersey portion of the Port District, and a program to replace older model trucks that frequently serve the Port of New York and New Jersey with newer model trucks, and the report was received.

**Report of Committee on Operations**

The Committee on Operations reported, for information, on matters discussed and action taken in public session at its meeting on July 23, 2009, which included discussion of an item that authorizes a Memorandum of Agreement with Essex County, New Jersey for the acquisition of certain property located in Newark, New Jersey under the Port Authority's Hudson-Raritan Estuary Resources Program, an item that authorizes a lease with New Jersey Transit Corporation for space within the Hoboken Ferry Terminal for ferry operations, two items that authorize certain property agreements to advance the Port Authority's existing land-use plan at Port Newark, as well as matters discussed in executive session, which included matters related to the purchase, sale, or lease of real property or securities, where public disclosure would affect the value thereof or the public interest, 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 session at its meeting on July 23, 2009, which included discussion of an item that authorizes an agreement for construction management services for the World Trade Center (WTC) Transportation Hub project, an item that authorizes the first phase of the World Trade Center Site Retail Program, various contracts for the advancement of construction activities in connection with the redevelopment of the WTC site, review of the Lower Manhattan Construction Command Center's 2010 fiscal year budget, and matters involving ongoing negotiations or reviews of contracts or proposals and matters related to the purchase, sale, or lease of real property or securities, where public disclosure would affect the value thereof or the public interest, and the report was received.

**HOBOKEN FERRY TERMINAL – LONG-TERM LEASE WITH NEW JERSEY TRANSIT CORPORATION FOR THE RESTORATION OF THE HOBOKEN FERRY TERMINAL FOR FERRY TRANSPORTATION OPERATIONS**

It was recommended that the Board authorize the Executive Director to: (1) enter into a long-term lease agreement with New Jersey Transit Corporation (NJT) for the Port Authority to utilize approximately 15,790 square feet of space within the historic Hoboken Ferry Terminal (Terminal) rent-free through June 30, 2069, to accommodate ferry operations, memorialize the Port Authority's total \$60 million funding commitment toward the \$119 million project to rehabilitate the Terminal, and formalize the mechanism for sharing future retail/advertising revenues in the private-sector retail areas of the Terminal; and (2) permit a portion or all of the Port Authority's final \$23 million payment to NJT for the Terminal rehabilitation project to be used for the acquisition by NJT of regional ferry transportation assets, such as vessels and equipment, if NJT is able to secure an equal amount of additional federal funds for the Terminal rehabilitation project, and provided that, in consideration for the provision of Port Authority funds for such purpose, the Port Authority receives a commitment from NJT that regular trans-Hudson ferry service to and from the Terminal will continue in operation for a period of not less than ten years.

In October 1988, the Board authorized an agreement with NJT for the development of ferry operations at the Terminal, for the construction of a temporary ferry terminal, and for the eventual long-term property lease and construction of a permanent ferry facility. Because the original Terminal facility was over 80 years old and inoperable, ferry service was initiated from a temporary facility adjacent to the Terminal. In February 2002, the Board authorized a Memorandum of Understanding (MOU) with NJT for, among other things, NJT's design and construction of a permanent ferry facility at the Terminal. Pursuant to that MOU, which was executed later in 2002, the Port Authority agreed to fund the reasonable costs for the construction of the permanent ferry facility. In consideration for the anticipated Port Authority investment, NJT agreed to lease the permanent ferry facility to the Port Authority on a rent-free basis.

Following the execution of the MOU and prior to the completion of negotiations regarding the new lease, NJT conducted separate negotiations with a private entity to develop additional retail spaces at the Terminal, affecting portions of the areas originally proposed to be leased to the Port Authority. Therefore, the Port Authority renegotiated the terms of the MOU to provide the opportunity to recover a portion of its investment in the Terminal. In June 2005, the Board authorized a Supplemental Memorandum of Understanding, which, among other things, provided that the \$23 million balance of the Port Authority's funding for the Terminal rehabilitation project would be made available to NJT after a lease was authorized by the Board and executed, and outlined a revenue-sharing arrangement with NJT for future retail/advertising revenues once private-sector development was completed in the new retail areas of the Terminal.

As part of the proposed long-term lease, once retail operations commence in the Terminal's designated common and retail areas, NJT would pay the Port Authority a proportionate share of NJT's gross revenues, on a pro-rata basis in accordance with the final investment by each entity. Additionally, the proposed lease would allow NJT to obtain the \$23 million balance of the Port Authority's financial commitment toward the Terminal rehabilitation project, thereby enabling NJT to complete the interior construction of the Terminal, along with the installation of ferry docking and passenger loading barges and gangways. The rehabilitation is anticipated to be completed in late-2010/early-2011. At that time, ferry operations will be

transferred from the temporary terminal to the rehabilitated permanent ferry facility. The term of the Port Authority's lease would commence upon the opening of the permanent ferry facility and would expire on June 30, 2069.

Given the current financial difficulties of one of the region's primary ferry operators and the State of New Jersey's goal of maintaining the regional ferry network, it is anticipated that NJT, which has the authority to operate ferries, will require funds for the initiation of a ferry transportation program. In the event that NJT is able to secure additional federal funds for the Terminal rehabilitation project, the amount of the Port Authority's final \$23 million contribution toward the project would be reduced. In turn, the Port Authority would provide NJT with an amount equal to the amount of federal funds obtained by NJT, to be used solely for the acquisition of ferry transportation assets, such as vessels and equipment, recognizing that such acquisition may require NJT to enter into financial or other arrangements as well; provided that, in consideration for the provision of Port Authority funds for such purpose, the Port Authority receives a commitment from NJT that regular trans-Hudson ferry service to and from the Terminal will continue in operation for a period of not less than ten years.

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

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to: (1) enter into a long-term lease agreement with New Jersey Transit Corporation (NJT) for the Port Authority to utilize approximately 15,790 square feet of space within the historic Hoboken Ferry Terminal (Terminal) rent-free through June 30, 2069, to accommodate ferry operations, memorialize the Port Authority's total \$60 million funding commitment toward the \$119 million project to rehabilitate the Terminal, and formalize the mechanism for sharing future retail/advertising revenues in the private-sector retail areas of the Terminal, substantially in accordance with the terms outlined to the Board; and (2) permit a portion or all of the Port Authority's final \$23 million payment to NJT for the Terminal rehabilitation project to be used for the acquisition by NJT of regional ferry transportation assets, such as vessels and equipment, if NJT is able to secure an equal amount of additional federal funds for the Terminal rehabilitation project, and provided that, in consideration for the provision of Port Authority funds for such purpose, the Port Authority receives a commitment from NJT that regular trans-Hudson ferry service to and from the Terminal will continue in operation for a period of not less than ten years; and it is further

**RESOLVED**, that the form of all documents necessary to effectuate the foregoing shall be subject to the approval of General Counsel or his authorized representative.

**PORT NEWARK – FAPS, INC. – LEASE L-PN-293 – NEW LEASE, AND WWL VEHICLE SERVICES AMERICAS, INC. – CONTRACT OF RENTAL GUARANTY**

It was recommended that the Board authorize the Executive Director to enter into Lease L-PN-293 with FAPS, Inc. (FAPS) for the letting of approximately 201 acres at Port Newark for an approximate 10.5-year term, commencing on or about June 1, 2009 and expiring on December 31, 2019, for the continued operation of an auto-processing facility. Under the new lease, FAPS would surrender four parcels located on the south side of the Port Newark Channel and subsequently could add up to 30 acres on the north side, as adjacent property becomes available through street closures, the demolition of outdated warehouses, and the vacation or relocation of existing leaseholds. The new lease also would provide for the relocation and integration of the operation of WWL Vehicle Services Americas, Inc. (WWL), another auto-processing tenant at the Elizabeth-Port Authority Marine Terminal, to an area of 35 acres within the FAPS leasehold. In order to protect WWL's interests, the Port Authority, FAPS and WWL also would enter into a contract of rental guaranty that provides for a direct lease to WWL for an approximately 35-acre site at Port Newark by the Port Authority, at the then-current rates contained in Lease L-PN-293, in the event FAPS defaults on its lease.

FAPS currently leases approximately 224 acres (154 acres north of the Port Newark Channel and 70 acres south of it) under three lease agreements that include building and open area rentals and a minimum annual vehicle guarantee (MAVG). The proposed new lease would provide for open area rents based on the total acreage of FAPS's entire leasehold, as well as a MAVG. These terms are consistent with the terms governing the other auto-processing tenants currently operating at the Port of New York and New Jersey.

The demolition of several buildings would be performed by FAPS on behalf of the Port Authority, with reimbursement to FAPS of up to \$4.25 million upon verification of invoices. In addition, the agreement would impose certain penalties on FAPS, in the form of additional rentals, should it fail to begin construction of a new, state-of-the-art auto processing facility/multi-level storage garage by December 31, 2013. The agreement also would contain a mutual release for all outstanding claims.

In a companion item also before the Board at this meeting, it was recommended that the Executive Director be authorized to enter into a surrender and termination agreement with WWL in consideration of the relocation of WWL's operation to the FAPS leasehold. This concurrent action is a necessary corollary to WWL's relocation and integration into the new FAPS leasehold.

The execution of this lease would advance the Port Authority's existing land-use objectives to consolidate auto-processing on the north side of the Port Newark Channel, while the south side would be utilized to consolidate bulk operations and allow for the relocation and expansion of existing tenants. Furthermore, it would allow the Port Authority to help in the retention of critical jobs in the region, and help maintain the regional economic benefits realized from the current Port Newark operators, while also providing for increased operational efficiencies for FAPS and WWL.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioner Sartor recused:

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into Lease L-PN-293 with FAPS, Inc. (FAPS) for: (1) the letting of approximately 201 acres at Port Newark for a 10.5-year term, commencing on or about June 1, 2009, for the continued operation of an auto-processing facility; (2) the addition of up to 30 acres at Port Newark to the leasehold as adjacent property becomes available following building demolition and road closures, vacation or relocation of existing leaseholds; and (3) the relocation and integration of the operation of WWL Vehicle Services Americas, Inc. (WWL), another auto-processing tenant at the Elizabeth-Port Authority Marine Terminal, to an area of 35 acres within the FAPS leasehold, all substantially in accordance with the terms and conditions 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 a contract of rental guaranty with FAPS and WWL which provides for a direct lease of an approximately 35-acre site within the FAPS leasehold at the then-current rates contained in Lease L-PN-293, to protect WWL's interests in the event FAPS defaults on its lease; and it is further

**RESOLVED**, that the form of the foregoing agreements shall be subject to the approval of the General Counsel or his authorized representative.

**ELIZABETH-PORT AUTHORITY MARINE TERMINAL – WWL VEHICLE SERVICES AMERICAS, INC. – SURRENDER AND TERMINATION AGREEMENT**

It was recommended that the Board authorize the Executive Director to enter into a Surrender and Termination Agreement with WWL Vehicle Services Americas, Inc. (WWL), providing for the surrender of its leasehold consisting of approximately 60 acres of land at the Elizabeth-Port Authority Marine Terminal (EPAMT), as well as a mutual release with WWL covering certain claims arising out of WWL's operations at EPAMT. WWL would vacate its premises no later than August 31, 2009, and relocate its operations to a portion of the premises leased to FAPS, Inc. (FAPS) at Port Newark. WWL would continue to pay rent through August 31, 2009, and three months of additional rent, for a payment totaling \$1,640,000.

WWL's existing lease contains a provision permitting WWL to terminate its lease on one year's notice and the payment to the Port Authority of \$500,000 in addition to its annual rent of approximately \$3.3 million. Under this proposed action, the Port Authority would enter into the Surrender and Termination Agreement permitting WWL to surrender its premises earlier, in connection with the execution of: (1) a ten-year Processing Agreement between FAPS and WWL to provide for the consolidation of WWL's operations at FAPS's leasehold; and (2) a Contract of Rental Guaranty among the Port Authority, FAPS and WWL, which would provide for a direct lease by WWL of an approximately 35-acre site within the FAPS leasehold at the rates then payable by FAPS, in the event FAPS defaults on its lease. Authorization for the execution of the Contract of Rental Guaranty is being requested in a companion item before the Board at this meeting.

The proposed agreements would permit WWL's relocation to the FAPS space in a more efficient and timely manner, and are part of the Port Authority's strategic plan to restructure and consolidate land use at its New Jersey Marine Terminal Facilities.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioner Sartor recused:

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a Surrender and Termination Agreement with WWL Vehicle Services Americas, Inc., providing for the surrender of its leasehold now consisting of approximately 60 acres of land at the Elizabeth-Port Authority Marine Terminal, as well as a mutual release with WWL, each substantially in accordance with the terms outlined to the Board; and it is further

**RESOLVED**, that the form of the foregoing agreements shall be subject to the approval of General Counsel or his authorized representative.

## **ACCESS TO THE REGION'S CORE PROJECT – AUTHORIZATION OF ADDITIONAL PORT AUTHORITY FUNDING**

It was recommended that the Board authorize the Executive Director to expend up to an additional \$500 million of the Port Authority's \$3 billion commitment towards the Access to the Region's Core Project (the Project) for costs in connection with property acquisitions, planning, final design, engineering and construction, and administrative expenses through mid-year 2010, resulting in a total aggregate authorization for Port Authority expenditures for the Project of \$600 million.

In June 2008, the Board authorized an aggregate \$3 billion commitment toward the Project and the expenditure of up to \$100 million for Project costs in connection with property acquisitions, planning, final design, engineering and construction, and administrative expenses through year-end 2008. Subsequently, in December 2008, the Board extended, through 2009, the time period to use the balance of the \$100 million authorized by the Board in June 2008 for Project expenditures. To date, approximately \$36 million has been expended.

On January 14, 2009, the Federal Transit Administration (FTA) issued a Record of Decision (ROD) finding that the requirements of the National Environmental Policy Act of 1969 (NEPA) were satisfied for the Project. The ROD provides that, on the basis of the evaluation of social, economic, and environmental impacts, as presented in the Final Environmental Impact Statement prepared by the FTA and New Jersey Transit Corporation (NJ Transit), the Project sponsor, all reasonable steps are being taken to minimize the adverse environmental effects of the Project, and where adverse environmental effects remain, no feasible and prudent alternative to such effects exists.

As currently proposed, the Project will include, among other items, the construction of a new passenger rail tunnel under the Hudson River and a new underground passenger terminal adjacent to Pennsylvania Station in New York City (Station), expanding links between NJ Transit's extensive commuter-rail network and the Station. The Project also will facilitate associated rail improvements to the Northeast Corridor between New York and New Jersey. Overall responsibility for the effectuation of the various components of the Project has been set forth in a General Project Agreement entered into between NJ Transit and the Port Authority in March 2009.

Additional forecasted Project expenditures in 2009 and early-2010 in connection with design and construction activities and property acquisition will require additional funding beyond the current \$100 million authorized for 2009. The proposed action will permit the Port Authority to continue to fulfill its commitment to effectuate the development of the Project through identification and acquisition of real property in New York City.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioner Sartor recused:

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to expend up to an additional \$500 million for costs in connection with property acquisitions, planning, final design, engineering and construction, and administrative expenses for the Access to the Region's Core project (the Project) through mid-year 2010, resulting in total aggregate authorization for Port Authority expenditures for the Project of \$600 million; and it is further

**RESOLVED**, that the Executive Director be and he is hereby is authorized, for and on behalf of the Port Authority, to take any and all action to effectuate the foregoing, including the execution of agreements, contracts and other documents to facilitate the Project, together with amendments and supplements thereof, or amendments and supplements to existing agreements, and to take action in accordance with the terms of such agreements, contracts and other documents, as may be necessary in connection therewith; and it is further

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

## **LINCOLN TUNNEL – EXCHANGE OF PROPERTY INTERESTS IN CONNECTION WITH THE BALDWIN AVENUE RECONSTRUCTION AND IMPROVEMENT PROJECT**

It was recommended that the Board authorize the Executive Director to enter into various property transactions with the Township of Weehawken (Township), including: (1) the conveyance by the Port Authority to the Township of an easement on certain Port Authority property for the relocation of Baldwin Avenue in the Township; and (2) the acquisition by the Port Authority of property rights or interests, which may include a fee, easement and/or leasehold interest in certain lands, to provide the Port Authority with access to Port Authority lands in the vicinity of the Lincoln Tunnel (LT) Helix, for LT operations, maintenance and employee parking purposes and for the maintenance of certain traffic barriers on traffic islands within Baldwin Avenue. These transactions would help effectuate the Township's project to reconstruct and improve Baldwin Avenue (the Project), which serves as a connector road for the Lincoln Tunnel in Weehawken, New Jersey, for which Project the Port Authority has provided partial funding in the amount of \$3 million pursuant to a June 19, 2006 Agreement (the Agreement) with the Township.

On April 26, 2006, the Board authorized the Executive Director to enter into the Agreement, pursuant to which the Port Authority has contributed \$3 million toward the Township's estimated \$8.5 million Project cost. The definition of "Project" in such Agreement refers to "the design, engineering, environmental analysis, acquisition of necessary property, and construction of a series of improvements to Baldwin Avenue in Weehawken designed to mitigate traffic congestion . . . ." As a result of extensive ongoing development along the waterfront and adjacent areas in Weehawken, and the fact that Baldwin Avenue is narrow and in disrepair, Baldwin Avenue needs upgrades to handle projected traffic. Township officials have directed the preparation of contract documents for a reconstruction project to improve Baldwin Avenue and mitigate traffic congestion, which includes realigning and widening the roadway, adding a divider and sidewalk and installing traffic control devices at the east end of Baldwin Avenue.

Under the Agreement, at the request of the Port Authority, the Township will provide reports and schedules with respect to utilization of the funds provided by the Port Authority and any other related information that the Port Authority may reasonably request. The Port Authority may, upon reasonable notice, during regular business hours, examine all records of the Township relating to any project or contracts financed pursuant to the terms and conditions of the Agreement.

A map entitled, "Baldwin Avenue Redevelopment Parcels by Owner" (Parcel Map), generally shows as Parcel 2 the land over which the Port Authority would convey to the Township, at no cost, an easement for roadway purposes, which would become part of the reconstructed and improved Baldwin Avenue.

Because the Port Authority will lose employee parking spaces on Parcel 2, the Township would obtain a property interest in New Jersey Transit Corporation (NJ Transit) lands generally shown as Parcel PAE4A on the Parcel Map, as a substitute parking area. NJ Transit advises that, because it acquired this parcel with federal funds, at this time NJ Transit can only enter into a lease with the Township, which also will be required to pay to NJ Transit "fair market value" for

the parcel, estimated at \$296,000. The Township simultaneously will sublease the parcel to the Port Authority for \$1.00 per annum, exclusively for Port Authority employee parking from 5:00 a.m. through 6:00 p.m., Monday through Friday, but would reserve the right to share the parcel for municipal employee parking at all other times. The Port Authority may provide insurance coverage during the entire weekly period, because the Port Authority would be responsible for the maintenance, repair and lighting of the parking lot. The initial construction cost of the fenced substitute parking lot would be a Project cost.

For access to Port Authority property for operations and maintenance purposes in the vicinity of the LT Helix, NJ Transit would convey to the Township a permanent easement over a triangular-shaped parcel generally shown as Parcel PAE1A on the Parcel Map, and the Township simultaneously would assign this easement to the Port Authority. The owner of the parcel, NJ Transit, has stated that it will lose three to five bus parking spaces and will incur incremental operating costs to relocate these displaced buses. Accordingly, NJ Transit has requested compensation estimated at \$315,000 from the Township for granting this easement.

The Township would pay NJ Transit for the aforementioned NJ Transit conveyances out of the amount the Port Authority already has furnished the Township toward the Project's costs, and the Township would seek reimbursement from federal and state sources. To ensure certain federal funding for the Baldwin Avenue Project, the Township's Mayor has advised that all property transfers must be completed by September 1, 2009.

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

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to execute an instrument whereby the Port Authority will convey to the Township of Weehawken, New Jersey (Township) an easement with an upper limiting plane for roadway purposes, which may contain provisions, among others, relating to construction, reconstruction, operation, policing, maintenance, assumption of liability, indemnification, defense and insurance, for the relocated Baldwin Avenue in Weehawken, in certain lands generally shown as Parcel 2 on a map entitled, "Baldwin Avenue Redevelopment Parcels by Owner" (Parcel Map) (a copy of which was before the Board), subject to exclusions for traffic islands containing Lincoln Tunnel (LT) Helix support columns, and the Township would grant the Port Authority rights or interests for the purpose of maintaining certain traffic barriers on traffic islands within Baldwin Avenue, such parcel and areas to be more particularly shown on a Survey Map or Maps and described in metes and bounds, prepared by a licensed land surveyor; and it is further

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to execute an instrument or instruments, which may contain provisions, among others, relating to construction, reconstruction, repair, operation, policing, maintenance, assumption of liability, indemnification, defense and insurance, whereby the Port Authority will acquire property interests (which may include a fee, easement or leasehold interest) in certain lands generally

shown as Parcel PAE1A on the aforesaid Parcel Map to provide access to Port Authority lands in the vicinity of the LT Helix, and in certain lands generally shown as Parcel PAE4A on the aforesaid Parcel Map for LT employee parking purposes, such parcels to be more particularly shown on a Survey Map or Maps and described in metes and bounds, prepared by a licensed land surveyor; and it is further

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to execute any other documents and agreements which may be necessary to effectuate the foregoing authorizations, including provisions relating to construction, reconstruction, operation, policing, maintenance, assumption of liability, indemnification, defense and insurance, among others; and it is further

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

**PORT OF NEW YORK AND NEW JERSEY – MEMORANDUM OF UNDERSTANDING WITH THE NEW JERSEY DEPARTMENT OF TRANSPORTATION AND AGREEMENTS WITH CSX TRANSPORTATION, INC. AND NORFOLK SOUTHERN RAILROAD COMPANY FOR THE RETROFIT OF TWO DIESEL SWITCHER LOCOMOTIVES WITH ULTRA-LOW-EMITTING GENSET TECHNOLOGY**

It was recommended that the Board authorize the Executive Director to enter into: (1) a Memorandum of Understanding (MOU) with the New Jersey Department of Transportation, which is acting as agent for the North Jersey Transportation Planning Authority (NJTPA), to obtain and transfer up to \$1.8 million of federal Congestion Mitigation Air Quality (CMAQ) funds (CMAQ funds) to support the retrofit of two diesel switcher locomotives, one owned by CSX Transportation, Inc. (CSX) and the other owned by Norfolk Southern Railroad Company (NS), with ultra-low-emitting GENSET technology (the Project); and (2) agreements to effectuate the Project with CSX and NS, respectively, pursuant to which, in connection with the retrofit of a locomotive by each railroad: (a) the Port Authority would transfer a portion of the CMAQ funds to the railroad and contribute an additional amount (up to a total of \$1.8 million of CMAQ funds and \$600,000 of Port Authority funds for the Project); and (b) up to \$300,000 would be contributed by each railroad. The agreements with CSX and NS also would require that the retrofitted locomotives be utilized in the Northern New Jersey Shared Asset Service Area operated by Consolidated Rail Corporation (Conrail), an entity jointly owned by CSX and NS, for a minimum period of five years, in order to reduce emissions, lower energy consumption, improve air quality and reduce noise.

In November 2008, the Board adopted a Statement of Principles for Improving Air Quality at the Port of New York and New Jersey (Port) that, among other things, reaffirmed its support for the Port Authority's initiatives to reduce Port-related emissions of particulate matter, nitrogen oxides, and sulfur dioxides by three percent and greenhouse gases (GHG) by five percent on an annual basis, with the goal of achieving 80-percent reduction in GHG emissions from 2006 levels by 2050. In furtherance of these efforts, a project was identified to retrofit switcher locomotives (small railroad locomotives used to move railroad cars to assemble and disassemble trains) serving the Port with Generator-Set, or GENSET, technology, in which a single large diesel engine generator is replaced by a set of three smaller clean-burning diesel engine generators that are used only as needed. In that regard, staff has been working since 2008 with NJTPA, CSX and NS to develop a public-private partnership aimed at reducing rail and port-related air pollutants and GHG emissions within the region. Studies indicate that retrofitting or replacing diesel engines with ultra-low-emitting locomotive technology is an effective means to reduce mobile source emissions. Consequently, GENSET retrofits were included by NJTPA as a transportation clean air measure eligible for funding under its Local CMAQ Initiatives Program. GENSET is proven technology that was first introduced in 2005 and is currently being used by major railroads throughout the United States.

Conrail is a railroad terminal and switching agent for its owners, CSX and NS, and it operates within a 471-mile Northern New Jersey Shared Asset Service Area, much of which is within the Port District. CSX and NS have agreed to retrofit one diesel switcher locomotive each with GENSET technology, at a cost of approximately \$1.5 million per locomotive, to achieve positive clean air results greater than those currently required by law. The Port Authority's application for \$1.8 million in CMAQ funding for the Project, which included letters of support

from both CSX and NS, was approved by NJTPA on May 4, 2009. In its CMAQ grant application, the Port Authority committed to provide \$600,000 in local sponsor funding towards the Project, and CSX and NS each will contribute up to \$300,000 in funding (for a total of up to \$600,000 from the two railroads) towards the total estimated Project cost of \$3 million. It is currently anticipated that the retrofit of the two locomotives will be completed by year-end 2010.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Sartor and Silverman voting in favor; none against; Commissioner Steiner recused:

**RESOLVED**, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a Memorandum of Understanding with the New Jersey Department of Transportation, which is acting as agent for the North Jersey Transportation Planning Authority, pursuant to which the Port Authority would receive and agree to transfer up to \$1.8 million in Federal Congestion Mitigation Air Quality (CMAQ) funds to support a project (the Project) for the retrofit with ultra-low-emitting GENSET technology of two diesel switcher locomotives, one of which is owned by CSX Transportation, Inc. (CSX) and the other of which is owned by Norfolk Southern Railroad Company (NS); 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 agreements with CSX and NS for the transfer of up to \$1.8 million of CMAQ funds and up to \$600,000 in Port Authority local sponsor funds to CSX and NS for the retrofit by each of one diesel switcher locomotive, with CSX and NS each providing up to \$300,000 in funding, for a total of \$600,000, toward the total estimated Project cost of \$3 million, substantially in accordance with the terms outlined to the Board; 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.

## **PORT OF NEW YORK AND NEW JERSEY – PORT AUTHORITY TRUCK REPLACEMENT PROGRAM**

It was recommended that the Board establish and authorize a truck replacement program to effectuate the replacement of approximately 636 pre-1994 model drayage trucks that frequently serve the Port of New York and New Jersey (Port) with drayage trucks that were built in 2004 or later and have engines that generate less emissions and have greater fuel efficiency, generally as set forth below (the Program).

In August 2008, the Port Authority performed a Drayage Truck Characterization Survey (Survey) that evaluated the profiles of drayage trucks visiting the Port's marine terminal facilities. The Survey estimated that approximately 700 drayage trucks built prior to 1994 service the Port's marine terminal facilities five or more times per week. The survey also found that approximately two-thirds of the drivers are independent owner/operators, while the remainder drive trucks owned by another entity.

In November 2008, the Board adopted a Statement of Principles for Improving Air Quality at the Port of New York and New Jersey that reaffirmed its support of the Port Authority's continuing sustainability initiatives to reduce Port-related emissions of particulate matter, nitrogen oxides, and sulfur dioxides by three percent and greenhouse gases (GHG) by five percent on an annual basis, with the goal of achieving 80-percent reduction in GHG emissions from 2006 levels by 2050.

In furtherance of these efforts, a Regional Truck Emission Reduction Program initiative was identified, which contains several components to reduce emissions from trucks serving the Port. One of those components is the Program.

Drayage trucks, especially those owned and operated by individual owner/operators, play an important role in the Port's goods movement system, and are a necessary and critical part of the Port's operations and the regional economy. However, diesel emissions from trucks are believed to have an adverse effect on human health. The replacement of certain older pre-1994 model year drayage trucks that frequently utilize the Port through the Program is a critical component of the Regional Truck Emission Reduction Program.

The United States Environmental Protection Agency (USEPA) recently announced the award to the Port Authority of an American Recovery and Reinvestment Act – National Clean Diesel Funding Assistance Program Grant (Grant), in an amount up to \$7 million, toward the implementation of the Program.

The Port Authority would invest up to \$28 million of operating funds in the Program to make payments to participating truck dealerships for qualifying truck purchasers. Upon receipt of a vehicle purchase contract, the Port Authority would provide payment to the dealer for the total vehicle purchase price. The Port Authority would forward purchase documentation to the USEPA, which would reimburse the Port Authority 25 percent of the vehicle purchase price, with the remaining 75 percent of the purchase price to be repaid by the trucking company or individual owner/operator to the Port Authority at an interest rate of 5.25 percent over a five-year term, under agreements to be entered into with the Port Authority. ACCION USA, Inc. (ACCION) would manage the Program funds, at a total estimated cost to the Port Authority of

\$2.7 million. ACCION also would serve as the Port Authority's collection agent under the agreements with the trucking companies or individual owners/operators, and take enforcement actions, including repossession of the truck, as appropriate, in the event of payment defaults. Tetra Tech, Inc. (Tetra Tech), which would be partnering with Gladstein, Neandross and Associates, and TIAX LLC, would be responsible for overall Program management and would monitor compliance of the new vehicles with Grant requirements, and provide required reports, at a total estimated cost of \$2.1 million. Tetra Tech also would canvass and brief regional truck dealerships on the requirements to participate in the Program. Both Tetra Tech and ACCION would conduct outreach and education on the Program to truck owners serving the Port.

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

**RESOLVED**, that the Port Authority's Truck Replacement Program (Program), substantially in accordance with the terms outlined to the Board, be and it hereby is established and authorized; and it is further

**RESOLVED**, that, in addition to those instruments in which Port Authority operating funds may now be invested, the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to invest Port Authority operating funds in the Program, 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, in connection with the Program, to enter into agreements with ACCION USA, Inc. and Tetra Tech, Inc., 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 take any and all action necessary to effectuate the foregoing, including the execution of agreements, contracts and other documents to facilitate such action, together with amendments and supplements thereof, including amendments and supplements to existing agreements, and to take action in accordance with the terms of such agreements, contracts and other documents, as may be necessary in connection therewith; and it is further

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

**DOWNTOWN RESTORATION PROGRAM – WORLD TRADE CENTER  
TRANSPORTATION HUB PROJECT – CONSTRUCTION MANAGEMENT  
SERVICES**

It was recommended that the Board authorize the Executive Director to enter into an agreement with Tishman/Turner, a joint venture of Turner Construction Company and Tishman Corporation of New York, to provide construction management services to support the implementation of the World Trade Center Transportation Hub project for a 60-month term, at an estimated amount of \$93,949,779. The agreement also would provide for a one-year extension option, exercisable at the discretion of the Port Authority, at an additional estimated amount of \$11,074,549.

At its April 30, 2009 meeting, the Board concurred with staff's recommendation to modify the existing construction management/general contractor agreement with Phoenix Constructors, a Joint Venture of Fluor, Slattery Skanska, Granite Construction Northeast, Inc., and Bovis Lend Lease (Phoenix) to allow for completion of its current work and to provide the Port Authority with the ability to competitively bid and award future work.

As a result, proposals were solicited through a publicly advertised request for proposals process for the provision of these services. Four proposals were received and evaluated based on a set of pre-established criteria to determine the highest-rated proposer. Cost was evaluated separately to determine the overall best buy. Tishman/Turner submitted the highest-rated proposal, which, after solicitation of best and final offers from the two highest technically ranked firms, was determined to be the overall best buy for the Port Authority.

Under the proposed authorization, Tishman/Turner would provide a variety of services under its construction management agreement, including design management, estimating, scheduling, expediting, safety monitoring, contract packaging and project coordination, procurement, contract administration, financial, facility planning, project close-out, general administration and quality assurance.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioner Sartor recused:

**RESOLVED**, that the Executive Director be and is hereby authorized, for and on behalf of the Port Authority, to: (1) enter into an agreement with Tishman/Turner, a joint venture of Turner Construction Company and Tishman Corporation of New York, to provide construction management services for the World Trade Center Transportation Hub project for a 60-month term, at an estimated amount of \$93,949,779; and (2) exercise a one-year extension option to the agreement, at his discretion, at an estimated amount of \$11,074,549; and it is further

**RESOLVED**, that the form of the foregoing contract shall be subject to the approval of General Counsel or his authorized representative.

**WORLD TRADE CENTER SITE – WTC RETAIL LLC – PROJECT  
AUTHORIZATION – PHASE I – ONE WORLD TRADE CENTER RETAIL**

It was recommended that the Board authorize a project for the base-building design and construction of the retail portions of One World Trade Center, representing Phase I of the World Trade Center (WTC) Site Retail Program, at a total estimated cost of \$55 million.

In 2003, the Port Authority reacquired the retail development rights at the WTC site from Westfield America Limited Partnership (Westfield). A Right of First Offer that Westfield now holds was included in that reacquisition. In 2008, the Board authorized WTC Retail LLC (WTC Retail) to enter into agreements for a joint venture with Westfield, but a final agreement with Westfield has not yet been completed, because of changes in the development of the WTC site. During the time the Westfield agreement was being negotiated, the WTC site underwent several developmental stages, and new budgets are currently being negotiated with Westfield to take into account future changes to the commercial tower construction schedules. Because the Westfield agreement is not yet complete, WTC Retail is absorbing the development costs, and would receive a credit when the joint venture or other legal agreement is completed.

Phase I of the WTC Site Retail Program would provide for the design and construction of the retail portion of One World Trade Center (1 WTC), including core and shell work in areas adjacent to 1 WTC, and for certain retail-specific structural mechanical, electrical and plumbing work. This represents approximately ten percent of a multi-phase project covering 460,000 square feet of gross leasable area in the WTC site East and West Bathtubs, and includes both below-grade and above-grade locations. Phase II of the WTC Site Retail Program is to include retail areas in the WTC Transportation Hub and allocated site-wide infrastructure, and will be the subject of future Board authorization.

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

**RESOLVED**, that a project for base-building design and construction, as well as structural, mechanical, electrical and plumbing work, for retail portions of One World Trade Center (WTC), as outlined to the Board, representing Phase I of the WTC Site Retail Program, at a total estimated cost of \$55 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 purchase and 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 any agreements, contracts and other documents required in connection with the foregoing shall be subject to the approval of General Counsel or his authorized representative.

**DOWNTOWN RESTORATION PROGRAM – IMPLEMENTATION OF CERTAIN  
DESIGN AND CONSTRUCTION WORK UNDER EXISTING CONSTRUCTION  
TRADE CONTRACTS FOR ONE WORLD TRADE CENTER ON BEHALF OF  
VARIOUS WORLD TRADE CENTER SITE PROJECTS**

It was recommended that the Board authorize: (1) an allocation of \$22.5 million from certain World Trade Center (WTC) projects to certain construction trade contracts for One World Trade Center (1 WTC), to be utilized for work performed for other projects at the WTC site (Other Project Work), inclusive of construction management services and general conditions costs to support the work; and (2) 1 World Trade Center LLC to allocate additional funds in connection with the effectuation of the Other Project Work on an as-needed basis, as required among the various WTC stakeholders involved, including increases in trade contracts.

In order to advance various projects at the WTC site, it is often more practical to utilize existing construction trade contractors already on-site in order to implement work on behalf of adjacent projects. This approach is particularly useful for subgrade work, because various projects overlap at different elevations, and subgrade infrastructure from one project often may be physically supported by an adjacent project. Since early 2006, the Board has authorized numerous construction trade contracts for 1 WTC, the majority of which were awarded prior to the completion of final design of adjacent below-grade infrastructure.

Design coordination among the WTC site stakeholders was not finalized until construction of 1 WTC was well underway. To accommodate these design changes, revised and additional scope to the existing trade contracts is necessary in order to best coordinate subgrade work that is required on behalf of other WTC projects. The work, which will support the implementation of the WTC Transportation Hub, the WTC retail development, the WTC Memorial and Memorial Museum, tenant parking and common site infrastructure projects, includes: mechanical work in connection with the coordination and installation of plumbing, ventilation, and electrical conduit; all design, coordination and construction work to omit portions of the slabs; and miscellaneous iron work. These costs would be allocated against the respective project's budget.

The affected contracts are as follows:

| <b><u>Contractor</u></b>               | <b><u>Amount</u></b> | <b><u>Work</u></b>           |
|----------------------------------------|----------------------|------------------------------|
| Banker Steel Company:                  | <b>\$ 107,336</b>    | structural steel             |
| Cardoza Plumbing Corp.:                | <b>\$ 1,125,959</b>  | plumbing                     |
| Collavino Construction Co.:            | <b>\$ 768,854</b>    | concrete                     |
| DCM Erectors, Inc.:                    | <b>\$ 23,525</b>     | structural steel             |
| Five Star Electric Corp.:              | <b>\$ 9,278,155</b>  | electric                     |
| F.W. Sims, Inc.:                       | <b>\$ 3,973,002</b>  | heating and air conditioning |
| Heritage Mechanical<br>Services, Inc.: | <b>\$ 2,067,091</b>  | ventilation                  |
| Hillside Ironworks Inc.:               | <b>\$ 21,175</b>     | miscellaneous iron           |
| LaQuila Construction, Inc.:            | <b>\$ 196,347</b>    | excavation and foundations   |
| Petrocelli Electric Co.:               | <b>\$ 13,531</b>     | utility relocations          |
| Rael Automotive Sprinkler:             | <b>\$ 1,315,984</b>  | fire protection              |

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioner Sartor recused:

**RESOLVED**, that the allocation of \$22.5 million from certain World Trade Center (WTC) projects to certain construction trade contracts for One World Trade Center, to be utilized for work performed for other projects at the WTC site (Other Project Work), as outlined to the Board, inclusive of construction management services and general conditions costs to support the work, be and it hereby is authorized; and it is further

**RESOLVED**, that 1 World Trade Center LLC be and it hereby is authorized to allocate additional funds to effectuate the foregoing in connection with the Other Project Work on an as-needed basis, as required among the various WTC site stakeholders involved, including increases in trade contracts; and it is further

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

**ONE WORLD TRADE CENTER – AUTHORIZATION TO AWARD CONSTRUCTION  
TRADE CONTRACT FOR RADOME (ANTENNA MAST ENCLOSURE  
SYSTEM)**

It was recommended that the Board authorize 1 World Trade Center LLC (1 WTC LLC), through its construction manager, Tishman Construction Corporation (Tishman), to enter into a construction trade contract with IBK Fibertek/DCM Erectors, Inc., a Joint Venture, for a radome (Antenna Mast Enclosure System) associated with the construction of One World Trade Center, at an estimated total cost of \$17,199,000, including an eight-percent allowance for extra work.

The scope of work for the radome contract includes the design, testing, engineering, furnishing, delivery and installation of the radome system, extending from the tower's rooftop to the top of the antenna mast, including enclosure, fiberglass trusses, plating, connections to the building, fixtures, sealants, gaskets and resin epoxies. A ten-year warranty is included in the proposed trade contract.

The form of trade contract being utilized by Tishman as construction manager was developed by Port Authority staff and maintains, to the greatest degree possible, Port Authority policies and procedures for the work, including provisions allowing for termination for convenience, and requirements for minority and women-owned business enterprise utilization, confidentiality, security and integrity monitoring, and a competitive bidding process.

The terms of the construction trade contract proposed for award were negotiated and would be awarded to the lowest bidder, in accordance with the procurement procedures established in the Third Freedom Tower Amendment to the September 2003 General Contractor Agreement between Tishman and 1 WTC LLC.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Chasanoff, Coscia, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioner Sartor recused:

**RESOLVED**, that 1 World Trade Center LLC be and it hereby is authorized, through its construction manager, Tishman Construction Corporation, to enter into a construction trade contract with IBK Fibertek/DCM Erectors, Inc., a Joint Venture, for a radome (Antenna Mast Enclosure System) associated with the construction of One World Trade Center, in the estimated total amount of \$17,199,000, including an eight-percent allowance for extra work; and it is further

**RESOLVED**, that the form of the foregoing contract shall be subject to the approval of General Counsel or his authorized representative.

## **TRIBUTE TO FRED P. HOCHBERG**

The following resolution was unanimously adopted to express the appreciation of the members of the Board of Commissioners of The Port Authority of New York and New Jersey to Commissioner Fred P. Hochberg on the occasion of his recent departure from the Board to serve our great nation as President and Chairman of the Export-Import Bank of the United States.

**WHEREAS**, since his appointment to the Board in August 2008 by New York Governor David A. Paterson, Fred P. Hochberg has given tirelessly of his time, immeasurable talent, and experience in the furtherance of the Port Authority's mission; and

**WHEREAS**, Commissioner Hochberg has served with distinction on the Committees on Finance, Operations, and Security, and has been instrumental in lending his considerable expertise on numerous important projects that will ensure future regional mobility, enhance safety and improve the environment, thereby positively impacting the lives of citizens throughout the region, including capital improvements to infrastructure at the Lincoln Tunnel and George Washington Bridge, physical and technological security improvements at John F. Kennedy International, Newark Liberty International and LaGuardia Airports, and sustainability programs in support of the regional environment; and

**WHEREAS**, in recognition of the far-reaching impacts of congestion at our airports and the regional airspace at-large, Commissioner Hochberg was instrumental in the agency's flight delay reduction efforts at John F. Kennedy International, Newark Liberty International and LaGuardia Airports, and was an early and vocal supporter of innovative technology improvements, such as the advancement of NextGen satellite technology, to serve both the needs of our congested regional airspace, and the larger national airspace; and

**WHEREAS**, Fred Hochberg has been an advocate for the participation of minorities, women and small businesses in Port Authority procurement opportunities and has supported programs tailored to build the capacity of minority, women-owned and small business enterprises to participate in Port Authority projects and ensure these firms have access to a skilled diverse workforce, and to maintain the Port Authority's reputation as having one of the most comprehensive and effective programs in the region; and

**WHEREAS**, Commissioner Hochberg has brought his considerable expertise, business acumen and tremendous commitment to the redevelopment of the World Trade Center site, ensuring that tangible progress continues to be made on all public projects at the site to ensure the economic prosperity of Lower Manhattan; and

**WHEREAS**, Commissioner Hochberg has supported the advancement of numerous projects and contracts to accelerate necessary work in order to stimulate economic activity in the region; and

**WHEREAS**, Fred Hochberg embodies the true spirit of public service and dedication to the region;

**NOW, therefore, be it**

**RESOLVED**, that the Commissioners of The Port Authority of New York and New Jersey wish to express their most heartfelt appreciation and that of the entire staff to Fred P. Hochberg for his dedicated service as a Commissioner of The Port Authority of New York and New Jersey; and it is further

**RESOLVED**, that the Board of Commissioners hereby directs that this resolution be suitably engraved and presented to Commissioner Hochberg as a token of its gratitude and esteem.

**TRIBUTE TO SAMUEL J. PLUMERI, JR.**

The following resolution was unanimously adopted to express the appreciation of the members of the Board of Commissioners of The Port Authority of New York and New Jersey to Samuel J. Plumeri, Jr., as he leaves the Port Authority to serve as Vice Chairman of the New Jersey State Parole Board, a position to which he was appointed by Governor Jon S. Corzine.

**WHEREAS**, from the time he joined the Port Authority in 2002 as Director of Government and Community Affairs, and upon assuming the position of Director of Public Safety/Superintendent of Police in 2004, Samuel J. Plumeri has served with great distinction and has given the full measure of his time and talents to further the mission and goals of The Port Authority of New York and New Jersey; and

**WHEREAS**, Sam Plumeri has demonstrated strong leadership in his management of the Public Safety Department and has instituted additional management controls and innovative measures to ensure the Port Authority's facilities remain safe and secure, while maintaining the Port Authority Police Department's reputation as a preeminent law enforcement agency in the nation; and

**WHEREAS**, Sam Plumeri has brought his formidable knowledge and expertise to bear to implement innovative changes to the management of the agency's public safety resources by leading efforts to re-organize and consolidate police, emergency management and security program management services, while maintaining the highest level of safety and security at our facilities; and

**WHEREAS**, Sam Plumeri has been a tireless and visionary leader and has been instrumental in hiring a record number of new police officers in response to increased security requirements in the aftermath of September 11, 2001, which has earned him the trust and respect of staff at all levels, who have come to know him as a true leader who represents all that is good in public service; and

**WHEREAS**, in keeping with the agency's continuing tradition of excellence and achievement, Sam Plumeri was awarded the James G. Hellmuth Unit Citation for his innovative leadership of the 2002 Police Recruitment, Testing and Hiring Team;

**NOW, therefore, be it**

**RESOLVED**, that the Commissioners of The Port Authority of New York and New Jersey hereby express to Samuel J. Plumeri, Jr. their sincere appreciation for his service to the agency and the region it serves; and it is further

**RESOLVED**, that the Board of Commissioners hereby directs that this resolution be suitably engraved and presented to Samuel J. Plumeri as a token of the high esteem in which he is held by the Board and staff alike.

Whereupon, the meeting was adjourned.

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Secretary