

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES

Thursday, August 3, 2017

Report of the Nominating Committee	105
Election of Officers	106
Tribute to John J. Degnan	107
Tribute to Patrick J. Foye	109

MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, August 3, 2017 at 150 Greenwich Street, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. John J. Degnan, Chairman
 Hon. Richard H. Bagger
 Hon. Kevin J. O'Toole
 Hon. Caren Z. Turner

NEW YORK

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

Patrick J. Foye, Executive Director
 Michael E. Farbiarz, General Counsel
 Karen E. Eastman, Secretary

Julia Basile, Deputy Director, Human Resources
 Luke S. Bassis, Deputy Director, Procurement
 Justin E. Bernbach, Director, Government and Community Affairs, New York
 John Bilich, Acting Chief Security Officer
 Vincent Borst, Assistant Director, Real Estate Services
 Ana A. Carvajalino, Director, Office of Financial Planning
 Steven J. Coleman, Deputy Director, Media Relations
 Janet D. Cox, Director, Management and Budget
 Nicole Crifo, Deputy Chief Ethics and Compliance Officer
 Gerard A. Del Tufo, Assistant Director, Development and Operations, Real Estate Services
 John C. Denise, Audio Visual Supervisor, Marketing
 Claudia Dickey, Security Business Resources Planning Director, Chief Security Office
 Michael P. Dombrowski, Audio Visual Specialist, Marketing
 Robert J. Donahue, Executive Financial Analyst, Office of the Chief Financial Officer
 Diannae C. Ehler, Director, Tunnels, Bridges and Terminals
 Benjamin S. Engle, Project Manager, Human Resources
 Jose B. Febrillet, Director, Project Management
 Michael A. Fedorko, Director, Public Safety/Superintendent of Police
 Robert E. Galvin, Chief Technology Officer
 Glenn P. Guzi, External Affairs Logistics Manager, World Trade Center Redevelopment
 Linda C. Handel, Deputy Secretary, Office of the Secretary
 MaryLee Hannell, Chief, Human Capital
 Gary Heard, Chief of Staff to the Chairman
 Benjamin Jervis, Executive Policy Analyst, Aviation
 Howard G. Kadin, Esq., Law
 Sherien N. Khella, Deputy Director, Office of Financial Planning
 Cristina M. Lado, Director, Government and Community Affairs, New Jersey
 William Laventhal, Executive Policy Analyst, Office of the Executive Director
 Huntley A. Lawrence, Director, Aviation
 John H. Ma, Chief of Staff to the Executive Director
 Stephen Marinko, Assistant General Counsel

Michael P. Marino, Director, Rail Transit
 Ronald Marsico, Director, Media Relations
 Michael G. Massiah, Chief, Capital Planning, Execution and Asset Management
 Hugh G. McCann, Director, World Trade Center Operations
 Daniel G. McCarron, Comptroller
 Elizabeth M. McCarthy, Chief Financial Officer
 Gerard McCarty, Director, Office of Emergency Management
 James E. McCoy, General Manager, Board Unit, Office of the Secretary
 David J. McGrath, Manager, Marketing and Communications, Marketing
 Michael Nestor, Inspector General
 Aidan O'Donnell, Supervisor Business Planning and Policy, Aviation
 Steven A. Pasichow, Director, Office of Investigation, Office of Inspector General
 Shalima Perry, Secretary to Executive Director
 Steven P. Plate, Chief, Major Capital Projects
 Mark Pucci, General Manager, Retail, World Trade Center Redevelopment
 Timothy Pullen, Manager of Professional, Technical and Advisory Services, Procurement
 Lourdes Ramirez, Staff Business Manager, Chief Financial Office
 Alan L. Reiss, Director, World Trade Center Construction
 Sam Ruda, Deputy Director, Port
 Beth E. Siegel, Program Director, Rail Transit
 Joseph Simenic, Program Director, Storm Mitigation and Resilience, Chief Operating Office
 LaTisha Smith, Senior Executive Secretary, Office of the Secretary
 Richard Smyth, Contract Staff, Aviation
 Joann Spirito, Manager, Federal Procurement Programs, Procurement
 James A. Starace, Chief Engineer/Director of Engineering
 Timothy G. Stickelman, Senior Counselor, Law
 Sheree R. Van Duyne, Manager, Policies and Protocol, Office of the Secretary
 Samantha Weston, Legal Management Executive, Procurement
 Christine Weydig, Director, Office of Environmental and Energy Programs
 Kathryn Winfree, Senior External Relations Representative, Government and Community
 Relations
 Cheryl A. Yetka, Treasurer
 Anni Zhu, Leadership Fellow, Human Resources

Guests:

Ali Chaudhry, Deputy Secretary for Transportation, Office of the Governor of New York
 Richard Cotton, Special Counsellor to the Governor for Interagency Initiatives, Office of the
 Governor of New York
 Diana Lopez, General Counsel, Gateway Program Development Corporation
 Mary Maples, Associate Counsel, Authorities Unit, Office of the Governor of New Jersey
 Michael Wojnar, Assistant Secretary for Transportation, Office of the Governor of New York

Speakers:

Hon. Robert Gordon, New Jersey State Senator
 Yvonne Garrett Moore, MVP Public Relations
 And Planning

Topic:

Port Authority Governance
 Newark Liberty International Airport

The public meeting was called to order by Chairman Degnan* at 11:21 a.m. and ended at 11:56 a.m.

Report of Nominating Committee

During the course of the meeting, the Nominating Committee submitted its report, and the report was received and is included with these minutes.

* Chairman Degnan chaired the meeting up until the election of the new Chairman.

ELECTION OF OFFICERS

Chairman Degnan announced that, in accordance with the provisions of the By-Laws, the election of Officers was in order.

Commissioner Bagger, as Chair of the Nominating Committee, submitted the following report:

“On behalf of the Nominating Committee, I desire to report that at its meeting held earlier today, in accordance with the provisions of Article VII of the By-Laws, the Committee, by unanimous action, submits the nomination for election to the office of Chairman of The Port Authority of New York and New Jersey of Commissioner Kevin J. O’Toole. By unanimous action, the Committee also submits the nomination of Richard Cotton as Executive Director. Mr. Cotton will begin his service on August 14, 2017. Mr. Foye will continue to serve as Executive Director until 8:00 a.m. on Monday, August 14, 2017.”

Pursuant to the foregoing report, with Commissioners Bagger, Degnan, Eve, LaBarbera, Lynford, McDonald, Rosado and Turner voting in favor; and Commissioner O’Toole abstaining and not participating in the consideration of, or vote on, this item, the following were elected as officers of the Port Authority: Commissioner Kevin J. O’Toole as Chairman and Richard Cotton as Executive Director. General Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

TRIBUTE TO JOHN J. DEGNAN

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 Chairman John J. Degnan as he retires from the Board.

WHEREAS, from his appointment by New Jersey Governor Chris Christie and his election as Chairman in July 2014, John J. Degnan has given tirelessly of his time, talent and experience to further the mission and goals of the Port Authority and its component units; and

WHEREAS, as Chairman of The Port Authority of New York and Jersey, John J. Degnan demonstrated the highest levels of honesty and integrity and has led the agency through a period of numerous governance reforms to ensure the agency's commitment to accountability and transparency in an effort to restore the public's confidence in the agency; and

WHEREAS, John J. Degnan served with great distinction as a member of the Governors of New York and Jersey's Special Panel on the Future of the Port Authority, which was established to review and evaluate reforms of the Port Authority's mission, structure, management, operations, and overall governance, which resulted in various recommendations that provide for a recommitment of the agency to its core mission of facilitating transit through the region for the millions of commuters, visitors and cargo carriers that rely on its transportation infrastructure to keep people and goods moving safely and dependably through the region; and

WHEREAS, as Chairman, John J. Degnan convened the Trans-Hudson Symposium with the Regional Planning Association in 2015 that led to a commitment to design and build the Gateway tunnel projects and to the vesting in the Port Authority a significant role in advancing those projects; and

WHEREAS, as Chairman, John J. Degnan played an instrumental role in the development and approval of the agency's 2017-2026, \$32.2 billion Capital Plan, which will support the Port Authority's mission to improve regional mobility of people and goods, as well as foster economic growth and opportunity in the region, and includes projects for a new Port Authority Bus Terminal, the Bayonne Bridge Navigational Clearance Program, modernization of the PATH system, the George Washington Bridge Rehabilitation Program, and modernization of the agency's aviation facilities, including the redevelopment of Terminal A at Newark Liberty International Airport and the redevelopment of LaGuardia Airport; and

WHEREAS, John J. Degnan has provided leadership in the advancement of the agency's security programs, ensuring the safety and security of the public and the agency's facilities, so that the public and commerce may have the benefit of dependable, trustworthy passage throughout the region.

NOW, therefore, be it

RESOLVED, that the Commissioners of The Port Authority of New York and New Jersey do hereby express to the Honorable John J. Degnan, their sincere appreciation for his leadership and 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 the Honorable John J. Degnan as a token of the high esteem in which he is held by the Board and staff alike.

TRIBUTE TO PATRICK J. FOYE

The following resolution was unanimously adopted by the Board of Commissioners to recognize Executive Director Patrick J. Foye for his service to The Port Authority of New York and Jersey.

WHEREAS, from the time he joined the Port Authority in November 2011, Patrick J. Foye has served with great integrity and distinction in leading the Port Authority during a period of transformation in bringing the agency's focus back to its core mission as a provider of transportation infrastructure to ensure that people and goods move safely and dependably throughout the region; and

WHEREAS, in October 2012, Patrick J. Foye led staff through one of the most devastating natural disasters in the region's history, Superstorm Sandy, which caused massive flooding and costly damage to Port Authority and PATH facilities, and in its aftermath led the agency through a period of resiliency, restoration and mitigation efforts in the days and years that followed; and

WHEREAS, Patrick J. Foye instilled fiscal discipline at the agency and oversaw the development of enhanced capital planning and prioritization processes, culminating most recently in the 2017-2026, \$32.2 billion Capital Plan, the agency's largest ever, to fund critical projects supporting the Port Authority's mission of maintaining and improving the region's transportation and goods movement infrastructure while also fostering economic development; and

WHEREAS, Patrick J. Foye focused the agency on adopting innovative project delivery and financing methods to manage and transfer risk and leverage Port Authority expertise with private sector resources, through the use of public-private partnerships, including for the replacement of the Goethals Bridge and the rebuilding of the Central Terminal Building at LaGuardia Airport; and

WHEREAS, Patrick J. Foye was instrumental in the advancement of the new LaGuardia Airport, which provides for a comprehensive redevelopment and redesign of the airport and will transform LaGuardia Airport into a unified facility with a main terminal, better transportation access, more taxiways and best-in-class passenger amenities, and encompasses the largest transportation public-private partnership in the United States; and

WHEREAS, Patrick J. Foye has led the agency in the advancement of several significant projects in the region, including the substantial completion of construction of the World Trade Center site, advancement of the George Washington Bridge Rehabilitation Program, the rehabilitation of the Lincoln Tunnel Helix, the Bayonne Bridge Navigational Clearance project, modernization of the PATH system, and projects that will revitalize the agency's aviation facilities for the 21st Century; and

WHEREAS, Patrick J. Foye has prioritized and provided hands-on management focus on the safe and secure day-to-day operations of the agency to benefit the hundreds of millions of passengers and commerce who depend upon Port Authority and PATH facilities for their travel throughout the region each year.

NOW, therefore, be it

RESOLVED, that the Commissioners of The Port Authority of New York and New Jersey do hereby express to Patrick J. Foye, 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 Patrick J. Foye as a token of the high esteem in which he is held by the Board and staff alike.

Whereupon, the meeting was adjourned.

Secretary