

PORT AUTHORITY TRANSIT CORPORATION

BOARD MEETING

**One Port Center
2 Riverside Drive
Camden, NJ
Wednesday, July 19, 2017**

PRESENT

Pennsylvania Commissioners

Marian Moskowitz

Carl Singley, Esq.

Donna Powell

Sean Murphy, Esq. (for Pennsylvania Auditor General Eugene DePasquale)

Robert Borski, Esq. (for Pennsylvania Treasurer Joseph Torsella)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman (Chairing for Ryan Boyer)

Al Frattali

E. Frank DiAntonio (via telephone)

Richard Sweeney

Aaron Nelson (for Ricardo Taylor)

Charles Fentress

Bruce Garganio

Daniel Christy

DRPA/PATCO Staff

John Hanson, Chief Executive Officer, DRPA / President, PATCO

Maria Wing, Deputy Chief Executive Officer

Raymond J. Santarelli, General Counsel and Corporate Secretary

Narisa Sasitorn, Deputy General Counsel

Stephen Holden, Deputy General Counsel

Gerald Faber, Assistant General Counsel

Kathleen Vandy, Assistant General Counsel

James White, Chief Financial Officer (via telephone)

Toni P. Brown, Chief Administrative Officer

Robert P. Hicks, Chief Operating Officer

John Rink, General Manager, PATCO

Rohan Hepkins, Assistant General Manager, PATCO

Richard Mosback, Director, Procurement DRPA/PATCO

Michael Venuto, Chief Engineer

Brigitte Kordzian, Senior Engineer

DRPA/PATCO Staff (Continued)

William Shanahan, Director, Government Relations
Barbara Holcomb, Manager, Capital Grants
Tonyelle Cook-Artis, Manager, Government Relations
Michael Williams, Acting Manager, Corporate Communications
Christina Maroney, Director, Strategic Initiatives
Richard Betts, Acting Manager, Procurement
Jack Stief, Chief of Police, Public Safety
Mike Reher, Sergeant of Police, Public Safety
Amy Ash, Manager, Contract Administration
Steve Reiners, Director, Fleet Management
Darlene Callands, Manager, Community Relations
Mark Ciechon, Director of Finance, PATCO
Katherine Hilinski, Records Manager, OGC
Sheila Milner, Administrative Coordinator, Corporate Secretary, OGC
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary, OGC
Nancy Farthing, Executive Assistant to the CEO
Dawn Whiton, Executive Assistant to the CEO and Deputy CEO
Daniel Savage, Legal Intern, OGC
Kaitlyn Huber, Legal Intern, OGC
Emily Barnes, Intern, Engineering
Chris Hegeman, Intern, Engineering

Others Present

Lisa LeBoeuf, Associate Counsel, New Jersey Governor's Authorities Unit (via telephone)
Chelsea Rosebud Guzowski, Director of Economic & Strategic Initiatives, Pennsylvania
Governor's Office of the Budget
Lloyd Freeman, Esq., Archer & Greiner (New Jersey Counsel)
David Rapuano, Esq., Archer & Greiner (New Jersey Counsel)
Alan Kessler, Esq., Duane Morris LLP (Pennsylvania Counsel)
Jessica Priselac, Esq., Duane Morris LLP (Pennsylvania Counsel)
Michael Cuddy, TranSystems Corporation
James Rice, TranSystems Corporation
Linda Hallowell, Wells Fargo
Daniel Norfleet, Citizens Advisory Committee
Joe Quigley

OPEN SESSION

Notice

The Corporate Secretary announced that pursuant to its by-laws, public notice of this meeting of the PATCO Board of Commissioners had been given by posting proper notice in the lobby at One Port Center and by issuing proper notice to the public and news media.

Roll Call

Vice Chairman Nash called the meeting to order at 9:29 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Vice Chairman Nash, Borski, Singley, Powell, Fentress, Moskowitz, Frattali, Sweeney, DiAntonio, Garganio, Christy, Murphy and Nelson.

Public Comment

There was no public comment.

Report of the General Manager

General Manager Rink advised that his report stood as previously submitted. Commissioner Frattali moved to approve the General Manager's Report and Commissioner Moskowitz seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to approve the General Manager's Report. The motion carried.

Approval of the June 21, 2017, PATCO Board Meeting Minutes

Vice Chairman Nash noted that the Minutes of the June 21, 2017, PATCO Board Meeting were previously provided to the Governors of New Jersey and Pennsylvania and to the PATCO Commissioners. There were no comments or corrections on the Minutes. Commissioner Moskowitz moved to approve the Minutes and Commissioner Frattali seconded the motion. All Commissioners in attendance, except Commissioners Garganio and Christy, voted in the affirmative to approve the Minutes as submitted. Commissioners Garganio and Christy abstained from voting. The motion carried.

Receipt and Filing of the Monthly Lists of Payments, Purchase Orders and Contracts Covering the Month of June 2017

Vice Chairman Nash noted that the Monthly List of Payments and the Monthly List of Purchase Orders and Contracts covering the month of June 2017, were previously provided to all Commissioners. There were no questions or comments on the Lists. Commissioner Moskowitz moved to receive and file the Lists and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Receipt and Filing of the Balance Sheet and Equity Statement dated May 31, 2017

Vice Chairman Nash called for a motion to receive and file the Balance Sheet and Equity Statement dated May 31, 2017. Commissioner Frattali moved the motion and Commissioner Moskowitz seconded the motion. There were no questions or comments on the Balance Sheet and Equity Statement. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of July 11, 2017

Vice Chairman Nash announced that the Minutes of the July 11, 2017, Operations & Maintenance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections on the Minutes. Commissioner Fentress moved to approve the Minutes and Commissioner Frattali seconded the motion. All Commissioners in attendance, except Commissioner Christy, voted in the affirmative to approve the Minutes as submitted. Commissioner Christy abstained from voting. The motion carried.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on July 11, 2017

Vice Chairman Nash announced that there were two (2) Resolutions from the July 11, 2017, Operations & Maintenance Committee Meeting for consideration. They were as follows:

PATCO-17-019 PATCO Emergency Gate Access Control

PATCO-17-020 Backup Generator Program – Lindenwold Station

There were no questions or comments. Commissioner Fentress moved to adopt the Resolutions and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolutions. The motion carried.

Unfinished Business

There was no unfinished PATCO business.

New Business

Vice Chairman Nash announced that there was one (1) item of New Business for consideration. It was as follows:

**PATCO-17-021 Consideration of Pending PATCO Contracts
(Between \$25,000 and \$100,000)**

Commissioner Fentress moved to adopt the Resolution and Commissioner Frattali seconded the motion. There were no questions or comments on the Resolution. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried.

Executive Session

Vice Chairman Nash announced the Board would meet in Executive Session and requested the Corporate Secretary to provide a description of the matters to be discussed. Mr. Santarelli stated that the general subjects to be discussed in Executive Session included matters related to employee discipline and potential litigation. Commissioner Frattali moved to go into Executive Session and Commissioner Moskowitz seconded the motion. All Commissioners in attendance voted in the affirmative and the Board moved into Executive Session at 9:32 a.m.

The Board met in Executive Session.

Commissioner Fentress moved to close Executive Session and Commissioner Christy seconded the motion. All Commissioners in attendance voted in the affirmative and the Board moved back into Open Session at 10:00 a.m.

Open Session

Adjournment

With no further business, Commissioner Fentress moved to adjourn and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted to approve the motion and the meeting adjourned at 10:00 a.m.

Respectfully Submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary