

**PORT AUTHORITY TRANSIT CORPORATION
BOARD MEETING**

**One Port Center/Zoom
Wednesday, November 17, 2021**

Due to the coronavirus pandemic, all participants, except where noted, attended via telephone/web conference.

Pennsylvania Commissioners

Cherelle Parker, Chair of the Board
Hayden Rigo (for Pennsylvania Auditor General Timothy DeFoor)
Joseph Martz
Donna Powell
Kathryn Joyce (for Pennsylvania Treasurer Stacy Garrity)
Keiwana McKinney

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chair of the Board
Sara Lipsett
Albert Frattali
Charles Fentress
Aaron Nelson
Richard Sweeney
Daniel Christy

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer (in person)
Obra Kernodle, Deputy Chief Executive Officer (in person)
Raymond J. Santarelli, General Counsel and Corporate Secretary (in person)
Stephen Holden, Deputy General Counsel
Narisa Sasitorn, Deputy General Counsel
James White, Chief Financial Officer (in person)
Toni Brown, Chief Administrative Officer
Robert Hicks, Chief Operations Officer
David Aubrey, Inspector General
John Rink, General Manager, PATCO
Michael Venuto, Chief Engineer
William Shanahan, Acting Homeland Security Officer
Robert Finnegan, Acting Chief of Police
John Lotierzo, Director of Finance
Orville Parker, Manager, Budget and Finance Analysis
Richard Mosback, Director, Procurement DRPA/PATCO
Steve Reiners, Director, Fleet Management
Joseph McAvoy, Bridge Director, BFB & BRB
Ricardo DeOliveria, Bridge Director, WWB & CBB
Kevin LaMarca, Director of Information Services
Christina Maroney, Director, Strategic Initiatives
Tonya Cook-Artis, Acting Director, Government Relations
Lennart Rustam, Engineering Program Manager
Darlene Callands, Manager Community Relations
Amy Ash, Manager, Contract Administration

Michael Williams, Manager, Corporate Communications
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary (in person)

Others Present

Janice Venables, Associate Counsel, New Jersey Governor's Authorities Unit
Alan Kessler, PA Counsel, Duane Morris, LLP
Christopher Gibson, NJ Counsel, Archer & Greiner, P.C.
Jessica Priselac, PA Counsel, Duane Morris, LLP
Monique Curry-Mims, S&S Consulting, LLC
Ismail Shahid, S&S Consulting, LLC

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. The Secretary also noted that, due to the ongoing pandemic, the public was not allowed inside the One Port Center building but had been invited to attend via telecast and to submit any questions or comments electronically prior to the meeting.

Roll Call

Chairwoman Parker called the meeting to order at 10:33 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairwoman Parker, Vice Chairman Nash, Powell, Fentress, Rigo, Sweeney, Christy, Frattali, Lipsett, Nelson, Joyce, Martz, and McKinney.

Public Comment

Corporate Secretary Santarelli reported that staff reviewed the designated Public Comment email and voicemail accounts and there were no items for Public Comment.

Report of the General Manager

General Manager Rink stated that his report stood as previously submitted. Commissioner Fentress moved to approve the General Manager's Report and Commissioner Rigo 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 October 20, 2021 PATCO Board Meeting Minutes

Chairwoman Parker stated that the Minutes of the October 20, 2021 PATCO Board Meeting were previously provided to the Governors of New Jersey and Pennsylvania and to the PATCO Commissioners. Commissioner Christy moved to approve the Minutes and Commissioner Fentress seconded the motion. There were no comments on or corrections to the Minutes. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Receipt and Filing of the List of Previously Approved Payments and the List of Previously Approved Purchase Orders and Contracts covering the Month of October 2021.

Chairwoman Parker stated that the Lists of Previously Approved List of Payments and Previously Approved Purchase Orders and Contracts covering the month of October 2021, were previously provided to all Commissioners. Commissioner Fentress moved to receive and file the lists and

Commissioner Powell seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Balance Sheet and Equity Statement dated August 31, 2021.

Chairwoman Parker stated that the Balance Sheet and Equity Statement dated August 31, 2021, were previously provided to all Commissioners. Commissioner McKinney moved to receive and file the Balance Sheet and Equity Statement and Commissioner Martz seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of November 9, 2021

Chairwoman Parker stated that the Minutes of the November 9, 2021 Operations & Maintenance Committee Meetings were previously provided to all Commissioners. There were no comments or corrections. Commissioner Frattali moved to approve the Minutes and Commissioner Christy seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on November 9, 2021

Chairwoman Parker stated that there was one (1) Resolution from the November 9, 2021 Operations & Maintenance Committee Meeting for consideration:

PATCO-21-014 Sole/Single Source Vendors for Replacement Parts for PATCO CY 2022.

General Manager Rink presented Summary Statement and Resolution No. PATCO-21-014 seeking Board authorization to enter into sole or single source procurement contracts for the purchase of materials and/or replacement parts to support PATCO's critical operations from approved vendors, for the not to exceed ('NTE') amounts. The vendors were: Alstom in the NTE amount of \$450,000.00; Cubic in the NTE amount of \$225,000.00; Helwig Carbon Products in the NTE amount of \$140,000.00; Quester Tangent in the NTE amount of \$250,000.00; Technologies Lanka in the NTE amount of \$150,000.00; UKM Transit Products in the NTE amount of \$175,000.00; WABTEC in the NTE amount of \$350,000.00; and WABTEC Global Service in the NTE amount of \$350,000.00. Commissioner Fentress moved to forward PATCO-21-014 to the Board for consideration and Commissioner Nelson seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion.

Approval of Finance Committee Meeting Minutes of November 10, 2021

Chairwoman Parker stated that the Minutes of the November 10, 2021 Finance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Rigo moved to approve the Minutes and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried and the Board adopted the Resolution.

Adoption of Resolutions Approved by the Finance Committee on November 10, 2021

Chairwoman Parker stated that there was one (1) Resolution from the November 10, 2021 Finance Committee Meeting for consideration:

PATCO-21-015 Renewal of PATCO Excess Workers' Compensation & Employers' Liability Insurance Policy

Chief Administrative Officer Brown presented Summary Statement and Resolution No. PATCO-21-015 relating to renewal of PATCO Excess Workers' Compensation and Employers' Liability Policy and seeking Board authorization to accept Safety National Casualty Corporation's renewal in an amount not to exceed \$160,849.00 for the 12-month policy term. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Martz moved to adopt Resolution No. PATCO-21-015 and Commissioner Nelson seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

Unfinished Business

Chairwoman Parker stated there were no items for Unfinished Business.

New Business

Chairwoman Parker stated that there was two (2) Resolutions of New Business for consideration:

PATCO-21-016 2022 PATCO Board and Committee Meeting Schedule.

General Counsel Raymond Santarelli presented the Summary Statement and Resolution seeking Board approval and adoption of the Board and Committee Meeting Schedule for the year 2022. Commissioner Fentress moved to forward PATCO-21-016 to the Board for consideration and Commissioner Christy seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion.

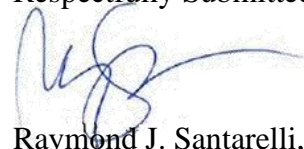
**PATCO-21-017 Consideration of Pending PATCO Contracts
(Between \$25,000 and \$100,000).**

Procurement Director Mosback presented the Summary Statement and Resolution seeking Board authorization for staff to negotiate pending PATCO contracts between \$25,000 and \$100,000. Mr. Mosback explained that there was one (1) contract or change order/supplement for consideration with the following vendor: Lehigh Outfitters, LLC, in the amount of \$70,000.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Powell moved to adopt Resolution No. PATCO-21-017 and Commissioner Fentress seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

Adjournment

With no further business, Chairwoman Parker proposed to adjourn. Commissioner Fentress moved to adjourn the Meeting. Commissioner Powell seconded the motion. All Commissioners in attendance voted in the affirmative. The Meeting concluded at 10:45 a.m.

Respectfully Submitted,



Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary