

PORT AUTHORITY TRANSIT CORPORATION

BOARD MEETING

**One Port Center
2 Riverside Drive
Camden, NJ
Wednesday, November 21, 2018**

PRESENT

Pennsylvania Commissioners

Ryan Boyer, Chairman
Sean Murphy (for Pennsylvania Auditor General Eugene DePasquale; via telephone)
Robert Borski (for Pennsylvania Treasurer Joseph Torsella)
Christopher Lewis, Esq. (via telephone)
Donna Powell
Angelina Perryman (via telephone)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman of the Board (via telephone)
Albert Frattali
Aaron Nelson (for Ricardo Taylor)
Frank DiAntonio
Charles Fentress
Daniel Christy
Bruce Garganio

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer
Maria Wing, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary
Stephen Holden, Deputy General Counsel
Narisa Sasitorn, Deputy General Counsel
James White, Chief Financial Officer
John Lotierzo, Director of Finance
Orville Parker, Manager, Budget/Financial Analysis, Finance
Christina Maroney, Director, Strategic Initiatives
Toni P. Brown, Chief Administrative Officer
Robert P. Hicks, Chief Operating Officer
David Aubrey, Acting Inspector General
John Rink, General Manager, PATCO
Rohan Hepkins, Assistant General Manager, PATCO

DRPA/PATCO Staff (Continued)

Mark Ciechon, Director of Finance, PATCO
Jack Stief, Chief, Public Safety
Mike Reher, Sergeant, Public Safety
Matt Pezzato, Public Safety
Richard Mosback, Director, Procurement DRPA/PATCO
William Shanahan, Director, Government Relations
Tonyelle Cook-Artis, Manager, Government Relations
Michael Venuto, Chief Engineer
Susan Bond, Engineering Program Analyst
Darlene Callands, Manager, Community Relations
Amy Ash, Manager, Contracts Administration
Valerie Bradford, Bridge Director, Benjamin Franklin and Betsy Ross Bridges
Larry Walton, Bridge Director, Walt Whitman and Commodore Barry Bridges
Steve Reiners, Director, Fleet Management
Sheila Milner, Administrative Coordinator, Corporate Secretary, OGC
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary, OGC
Dawn Whiton, Executive Assistant to the CEO and Deputy CEO
Thomas Herron, Retiree

Others Present

Craig Ambrose, Associate Counsel, New Jersey Governor's Authorities Unit
Christopher Gibson, Esq., Archer & Greiner (New Jersey Counsel)
Alan Kessler, Esq., Duane Morris LLP (Pennsylvania Counsel)
Jessica Priselac, Esq., Duane Morris LLP (Pennsylvania Counsel)
Linda Hallowell, Wells Fargo
Kristen Jones, Esq., Stradley Ronan
Craig Blackman, Esq., Stradley Ronan
Alex Sarly, SunPower Corporation
Devavrath Vema, SunPower Corporation
Charnelle Hicks, CH Planning
Alan Becker, Citizens Advisory Committee member

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

Chairman Boyer called the meeting to order at 9:45 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairman Boyer, Vice Chairman Nash, Borski, Powell, Frattali, Christy, Murphy, Lewis, Perryman, Garganio, DiAntonio, Nelson and Fentress.

Public Comment

There was no public comment.

Report of the General Manager

General Manager Rink stated that his report stood as previously submitted. Mr. Rink stated that the Sharecard is the new fare media and the Authority uses SEPTA's system. He stated that since it is SEPTA's system we have our own version which works along with SEPTA. Commissioner Frattali moved to approve the General Manager's Report and Commissioner Borski 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 17, 2018 PATCO Board Meeting Minutes

Chairman Boyer stated that the Minutes of the October 17, 2018 PATCO Board Meeting were previously provided to the Governors of New Jersey and Pennsylvania and to the PATCO Commissioners. There were no comments on or corrections to the Minutes. Commissioner Frattali 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.

Receipt and Filing of the Previously Approved List of Payments Covering the Month of October 2018 and the Previously Approved List of Purchase Orders and Contracts Covering the Month of October 2018

Chairman Boyer stated that the Lists of Previously Approved Payments covering the month of October 2018 and the List of Previously Approved Purchase Orders and Contracts covering the month of October 2018 were previously provided to all Commissioners. There were no questions or comments on the lists. Commissioner DiAntonio moved to receive and file the lists and Commissioner Christy 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 September 30, 2018

Chairman Boyer called for a motion to receive and file the Balance Sheet and Equity Statement dated September 30, 2018. Commissioner DiAntonio moved the motion and Commissioner Borski 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 8, 2018

Chairman Boyer stated that the Minutes of the November 8, 2018 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 voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on November 8, 2018

Chairman Boyer stated that there were four (4) Resolutions from the November 8, 2018 Operations & Maintenance Committee Meeting:

PATCO-18-033

Procurement of Replacement Transit Car Wheels for PATCO Revenue Cars

General Manager Rink requested the Board to authorize staff to negotiate a contract with Alstom Transportation for the purchase and delivery of 400 transit car wheels for PATCO Revenue Cars in the amount of \$426,848.00. Commissioner DiAntonio moved to approve Resolution PATCO-18-033 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

PATCO-18-034

Procurement of Timken Journal Bearings

General Manager Rink requested the Board to authorize staff to negotiate a contract with Jamaica Bearings for the purchase and delivery of 200 Timken journal bearings in the amount of \$187,158.00. He stated that the Timken journal bearings are used in the overhaul of transit car trucks. Commissioner Frattali moved to approve Resolution PATCO-18-034 and Commissioner Powell seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

PATCO-18-035

In Kind Support of 2019 Community Initiatives

Commissioner Frattali moved to approve Resolution PATCO-18-035 and Commissioner Christy seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

PATCO-18-036

Sole/Single Source Vendors for Replacement Parts for PATCO CY2019

General Manager Rink requested the Board to authorize staff to enter into a sole or single source procurement contracts for the purchase of materials from approved vendors to support PATCO's critical operations. Commissioner Frattali moved to approve Resolution PATCO-18-036 and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

Unfinished Business

There was no PATCO Unfinished Business.

New Business

Chairman Boyer reported that there was one (1) item of New Business for consideration, and introduced the following Resolution:

PATCO-18-037

2019 PATCO Board/Committee Meeting Schedules

Commissioner Frattali moved to approve Resolution PATCO-18-037 and Commissioner Powell 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

Chairman Boyer 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 subject to the attorney-client privilege. Commissioner Frattali moved to go into Executive Session and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted in the affirmative and the Board moved into Executive Session at 9:50 a.m.

The Board met in Executive Session.

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

General Counsel/Corporate Secretary Santarelli stated that the following meetings will be held next week: Operations & Maintenance and Labor on Tuesday, November 27, 2018 and Finance and Audit on Wednesday, November 28, 2018. The final Board meeting of the year will be held on Wednesday, December 5, 2018.

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 PATCO meeting was adjourned at 10:10 a.m.

Respectfully Submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary