

PORT AUTHORITY TRANSIT CORPORATION

BOARD MEETING

**One Port Center
2 Riverside Drive
Camden, NJ
Wednesday, December 5, 2018**

PRESENT

Pennsylvania Commissioners

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

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman of the Board (chairing for Ryan Boyer, Chairman)
Albert Frattali
Aaron Nelson (for Ricardo Taylor)
Frank DiAntonio
Richard Sweeney
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
William Anderson, Budget Analyst, Finance
Jennifer DePoder, Financial Analyst, Finance
Christina Maroney, Director, Strategic Initiatives
Toni P. Brown, Chief Administrative Officer
Robert P. Hicks, Chief Operating Officer
David Aubrey, 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

Richard Mosback, Director, Procurement DRPA/PATCO

Richard Betts, Manager of Procurement and Storage

William Shanahan, Director, Government Relations

Tonyelle Cook-Artis, Manager, Government Relations

Michael Venuto, Chief Engineer

Nicole Ochroch, Associate Engineer, Engineering

Amy Ash, Manager, Contracts Administration

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

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)

Kristen Jones, Esq., Stradley Ronan

Craig Blackman, Esq., Stradley Ronan

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

Vice Chairman Nash called the meeting to order at 9:38 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Vice Chairman Nash, Borski, Martz, Powell, Frattali, Sweeney, 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 he was happy to announce that the free rides on New Year's Eve was being sponsored by Heineken and its Drink Responsibly campaign. Commissioner DiAntonio moved to approve the General Manager's Report and Commissioner Powell 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 November 21, 2018 PATCO Board Meeting Minutes

Vice Chairman Nash stated that the Minutes of the November 21, 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 Garganio moved to approve the Minutes and Commissioner Powell 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 Purchase Orders and Contracts Covering the Month of November 2018

Vice Chairman Nash stated that the List of Previously Approved Purchase Orders and Contracts covering the month of November 2018 were previously provided to all Commissioners. There were no questions or comments on the lists. Commissioner Powell moved to receive and file the lists and Commissioner Christy seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of November 27, 2018

Vice Chairman Nash stated that the Minutes of the November 27, 2018 Operations & Maintenance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections on 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.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on November 27, 2018

Vice Chairman Nash stated that there were three (3) Resolutions from the November 27, 2018 Operations & Maintenance Committee Meeting:

PATCO-18-038

**PATCO Marketing through Promotional
Efforts with Local Organizations and Venues
in 2019**

General Manager Rink presented a Summary Statement and Resolution that the Board authorize staff to promote PATCO ridership through co-promotions and marketing with local community organizations and venues in support of their events. Commissioner Nelson moved to approve Resolution PATCO-18-038 and Commissioner DiAntonio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

PATCO-18-039

Industry, Historical and Technical Societies and Schools Touring PATCO Facilities in 2019

General Manager Rink presented a Summary Statement and Resolution that the Board authorize staff to allow tours of PATCO facilities to promote the exchange of information about Transit Car Technology and Maintenance and Repair activities. Commissioner Fentress moved to approve Resolution PATCO-18-039 and Commissioner Garganio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

PATCO-18-040

Promotion of PATCO to Students in 2019

General Manager Rink presented a Summary Statement and Resolution that the Board authorize staff to promote PATCO ridership through special programs for students in 2019 and to familiarize students with PATCO. Commissioner Powell moved to approve Resolution PATCO-18-040 and Commissioner DiAntonio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

PATCO-18-041

Service Contract Modification

General Manager Rink presented a Summary Statement and Resolution that the Board authorize the execution of service contract modification(s) to PATCO-14-016, the PATCO Elevator and Escalator Maintenance and Service Agreement with SEPTA. The change modification amount would be for an amount not-to-exceed \$500,000.00. He stated that this is the final year of a five (5) year agreement which ends in June of 2019. Commissioner Fentress moved to approve Resolution PATCO-18-041 and Commissioner Powell seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

PATCO-18-042

Sole/Single Source Venue for Replacement Parts for PATCO – CY 2019

General Manager Rink presented a Summary Statement and Resolution that the Board authorize staff to enter into sole or single source procurement contract for the purchase of materials from WABTEC in an amount not to exceed \$450,000.00. These supplies are relate to air brake valves, cylinders and compressors. Commissioner Borski moved to approve Resolution PATCO-18-042 and Commissioner Christy seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

Approval of Finance Committee Meeting Minutes of November 28, 2018

Vice Chairman Nash stated that the Minutes of the November 28, 2018 Finance Committee Meeting were previously provided to all Commissioners. Commissioner Powell moved to approve the Minutes and Commissioner DiAntonio seconded the motion. There were no

comments or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolution Approved by the Finance Committee on November 28, 2018

Vice Chairman Nash stated that there was one (1) Resolution from the November 28, 2018 Finance Committee Meeting for consideration and introduced the following:

PATCO-18-043 2019 PATCO Operating Budget

Chief Financial Officer White presented a Summary Statement and Resolution that the Board adopt the DRPA Operating Budget for the year 2019, which had been previously provided to all Commissioners. Commissioner Powell moved to approve Resolution PATCO-18-043 and Commissioner Sweeney seconded the motion. There were no questions or comments. 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

Vice Chairman Nash reported that there were two (2) items of New Business for consideration, and introduced the following Resolutions:

PATCO-18-044 Consideration of Pending PATCO Contracts (Between \$25,000 and \$100,000)

Commissioner Powell moved to approve Resolution PATCO-18-044 and Commissioner Borski seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

PATCO-18-045 Collective Bargaining Agreement between PATCO and Teamsters

General Counsel/Corporate Secretary Santarelli presented a Summary Statement and Resolution that the Board authorize the Collective Bargaining Agreement between DRPA and Teamsters (PATCO-18-045). Mr. Santarelli noted that this is a three year contract and included among the economic terms stated in the Resolution are the following salary increases: 4% retroactive to January 1, 2018; 0% effective January 1, 2019; 2% effective January 1, 2020. Commissioner Fentress moved to adopt Resolutions PATCO-18-045 and Commissioner Garganio seconded the motion. There were no questions or comments on the Resolution. All Commissioners in attendance voted in the affirmative to adopt the Resolutions. The motion carried.

Adjournment

Vice Chairman Nash stated that the DRPA and PATCO had an outstanding year. On behalf of Chairman Boyer and himself he expressed their appreciation to all the Commissioners who volunteer their time. He also thanked the DRPA Administration and the Employees who are dedicated to the Authority. Vice Chairman Nash also wanted to recognize Chairman Boyer for being an outstanding leader of the Authority. He stated that the Chairman's ability to bring Pennsylvania and New Jersey together without any issue is commendable. Finally, Vice Chairman Nash wished all Happy Holidays.

Chief Executive Officer Hanson thanked the entire Board for their support this year and for leading the Authority in a positive direction.

With no further business, Commissioner DiAntonio moved to adjourn and Commissioner Borski seconded the motion. All Commissioners in attendance voted to approve the motion and the PATCO meeting was adjourned at 9:51 a.m.

Respectfully Submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary