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PORT AUTHORITY TRANSIT CORPORATION

BOARD MEETING

One Port Center
2 Riverside Drive
Camden, NJ

Wednesday, December 7, 2016

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PRESENT

Pennsylvania Commissioners

Ryan Boyer, Chairman of DRPA/PATCO Boards
Marian Moskowitz
Carl Singley, Esq. (via telephone)
Osagie Imasogie (for Pennsylvania Treasurer
Timothy Reese; via telephone)
Victoria Madden (for Pennsylvania Auditor General Eugene
DePasquale; via telephone)
Gary Masino

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman (via telephone)
Albert Frattali
E. Frank DiAntonio
Charles Fentress
Richard Sweeney
Tamarisk Jones

DRPA/PATCO Staff

John Hanson, Chief Executive Officer, DRPA/
President, PATCO
Maria Wing, Deputy Chief Executive Officer
Raymond Santarelli, General Counsel and Corporate
Secretary
Stephen Holden, Deputy General Counsel
Kathleen Vandy, Assistant General Counsel
Gerald Faber, Assistant General Counsel
Richard Mosback, Assistant General Counsel
Monica Gibbs, Assistant General Counsel
Tracey Overton, Attorney
James White, Chief Financial Officer
Toni P. Brown, Chief Administrative Officer
Robert P. Hicks, Chief Operating Officer
Dan Auletto, Project Manager
Michael Venuto, Chief Engineer
Larry Walton, Bridge Director, Walt Whitman and
Commodore Barry Bridges

1 **DRPA/PATCO Staff (continued)**

2 William Shanahan, Director, Government Relations
3 Mark Lopez, Manager, Government Relations
4 Jack Stief, Chief of Police, Public Safety
5 Kyle Anderson, Director, Corporate
6 Communications and Community Relations
7 Michael Williams, Graphic Design Administrator,
8 Corporate Communications and Community Relations
9 Christina Maroney, Director, Strategic Initiatives
10 John Rink, General Manager, PATCO
11 Rohan Hepkins, Assistant General Manager, PATCO
12 John Lotierzo, Director of Finance, DRPA
13 Orville Parker, Budget/Financial Analysis, Finance
14 Mark Ciechon, Director of Finance, PATCO
15 William Anderson, Budget Analyst, Finance
16 Jennifer DePoder, Financial Analyst, Finance
17 David Aubrey, Manager, Internal Audit
18 Susan Squillace, Manager, Procurement and Stores
19 Amy Ash, Manager, Contracts Administration
20 Timothy Johnson, IS Consultant
21 Katherine Hilinski, Records Manager, OGC
22 Sheila Milner, Administrative Coordinator, OGC
Elizabeth Saylor, Administrative Coordinator, OGC
Nancy Farthing, Executive Assistant to the CEO
Dawn Whiton, Administrative Assistant, Office of CEO
Eulisis Delgado, Custodian, Equipment, PATCO

15 **Others Present**

16 Mary Maples, Associate Counsel, New Jersey
17 Governor's Authorities Unit
18 Chelsea Rosebud Guzowski, Director of Economic &
19 Strategic Initiatives, Pennsylvania Governor's
20 Office of the Budget
21 David Dix, Assistant to Chairman Boyer (via telephone)
22 David Rapuano, Esq., Archer & Greiner
(New Jersey Counsel)
Christopher Gibson, Esq., Archer & Greiner
(New Jersey Counsel)
Alan Kessler, Esq., Duane Morris LLP
(Pennsylvania Counsel)

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Others Present (Continued)

Stephanie Wahba, Esq., Duane Morris LLP
 (Pennsylvania Counsel)
Olivia C. Glenn, Regional Manager, New Jersey
 Conservation Foundation
Joe Quigley

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P R O C E E D I N G S

(9:47 a.m.)

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3 CHAIRMAN BOYER: I would like to call to order
4 the Monthly Board Meeting of PATCO and ask the
5 Corporate Secretary to call the roll.

6 MR. SANTARELLI: Yes, sir. Chairman Boyer?

7 CHAIRMAN BOYER: Present.

8 MR. SANTARELLI: Vice Chairman Nash?

9 VICE CHAIRMAN NASH: Here.

10 MR. SANTARELLI: Commissioner Madden?

11 COMMISSIONER MADDEN: Here.

12 MR. SANTARELLI: Commissioner DiAntonio?

13 COMMISSIONER DIANTONIO: Here.

14 MR. SANTARELLI: Commissioner Singley?

15 COMMISSIONER SINGLEY: Here.

16 MR. SANTARELLI: Commissioner Frattali?

17 COMMISSIONER FRATTALI: Here.

18 MR. SANTARELLI: Commissioner Imasogie?

19 COMMISSIONER IMASOGIE: Here.

20 MR. SANTARELLI: Commissioner Fentress?

21 COMMISSIONER FENTRESS: Here.

22 MR. SANTARELLI: Commissioner Moskowitz?

1 COMMISSIONER MOSKOWITZ: Here.

2 MR. SANTARELLI: Commissioner Jones?

3 COMMISSIONER JONES: Here.

4 MR. SANTARELLI: Commissioner Masino?

5 COMMISSIONER MASINO: Here.

6 MR. SANTARELLI: Commissioner Sweeney?

7 COMMISSIONER SWEENEY: Here.

8 MR. SANTARELLI: You have a quorum.

9 CHAIRMAN BOYER: Thank you. Is there any
10 Public Comment?

11 There being none, I will move to the Report of
12 the General Manager. John Rink?

13 MR. RINK: Thank you, Mr. Chairman. Good
14 morning, Commissioners. My report stands as
15 submitted. However, I would like to highlight three
16 items from the report. In regards to our Car Overhaul
17 Program, Cars 39 and 40 were delivered last week,
18 making a total of 40 cars at PATCO. That means our
19 program is one-third of the way completed.

20 As our CFO mentioned during the budget
21 discussion at the DRPA Board Meeting, our ridership is
22 up compared to this point last year over 5.5 percent

1 for the year. And, last but not least, this Saturday
2 we will have our annual Santa's Silver Sleigh. Please
3 join us for a great event that our customers and their
4 children look forward to on this Saturday. Besides
5 myself being Santa, Mr. Delgado, who is over against
6 the windows and is one of our PATCO employees, has
7 also agreed to be Santa. So, with that, Mr. Chairman,
8 I wish everyone happy holidays and a happy New Year.

9 CHAIRMAN BOYER: Mr. Rink, could you speak to
10 the commitment of service and community and the
11 upcoming Resolution regarding putting cellular service
12 on the PATCO train?

13 MR. RINK: Sure. Commissioners, you'll see on
14 the agenda under Resolution PATCO-16-042 that we've
15 been working with a company called Boingo Wireless.
16 They're a company that builds infrastructure for
17 cellular service carriers. What they would do is they
18 would fund the capital improvements necessary to put
19 the infrastructure in place and would sublease to
20 carriers such as AT&T, T-Mobile, and Sprint. So, just
21 as Verizon is currently in place with their service,
22 this company would expand that service to our

1 customers and the other carriers.

2 CHAIRMAN BOYER: Thank you. I think that goes
3 to providing high-level service for our customers, and
4 they would like that they can do their business on the
5 train as they go to and from work. Question?

6 MR. HANSON: Chairman, for that particular
7 Resolution we're going to ask for an amendment on the
8 floor just for the term of the contract.

9 CHAIRMAN BOYER: Not a problem, thank you.
10 Can I have a motion to accept the General Manager's
11 Report?

12 COMMISSIONER MOSKOWITZ: So moved.

13 COMMISSIONER DiANTONIO: Second.

14 CHAIRMAN BOYER: All in favor?

15 ALL: Aye.

16 CHAIRMAN BOYER: All opposed? Ayes have it.

17 Approval of the November 16, 2016 PATCO Board
18 Meeting Minutes. The Minutes from the November 16,
19 2016 PATCO Board Meeting were previously provided to
20 all Commissioners. Are there any corrections? I will
21 accept a motion to approve the Minutes.

22 COMMISSIONER FENTRESS: Move the motion.

1 COMMISSIONER MOSKOWITZ: Second.

2 CHAIRMAN BOYER: All in favor?

3 ALL: Aye.

4 CHAIRMAN BOYER: All opposed? Ayes have it.

5 The Monthly List of Previously Approved
6 Payments Covering the Month of November 2016 and the
7 Monthly List of Previously Approved Purchase Orders
8 and Contracts covering the Month of November 2016. I
9 will accept a motion to receive and file.

10 COMMISSIONER MOSKOWITZ: So moved.

11 COMMISSIONER FRATTALI: Second.

12 CHAIRMAN BOYER: All in favor?

13 ALL: Aye.

14 CHAIRMAN BOYER: All opposed? Ayes have it.

15 Approval of Balance Sheet and Equity Statement
16 dated October 31, 2016. I will accept a motion to
17 receive and file.

18 COMMISSIONER FENTRESS: Move the motion.

19 COMMISSIONER DiANTONIO: Second.

20 CHAIRMAN BOYER: All in favor?

21 ALL: Aye.

22 CHAIRMAN BOYER: All opposed? Ayes carry.

1 Approval of the Operations & Maintenance
2 Committee Meeting Minutes of November 29, 2016. The
3 Operations & Maintenance Committee Minutes of November
4 29, 2016 were previously provided to all
5 Commissioners. Are there any corrections? May I have
6 a motion to accept?

7 COMMISSIONER FRATTALI: So moved.

8 COMMISSIONER DIANTONIO: Second.

9 CHAIRMAN BOYER: All in favor?

10 ALL: Aye.

11 CHAIRMAN BOYER: All opposed? Ayes carry.

12 Adoption of Resolutions Approved by Operations
13 & Maintenance Committee of November 29, 2016. There
14 is one item from the Operations & Maintenance
15 Committee for consideration.

16 MR. SANTARELLI: This is the one Mr. Hanson
17 talked about needing the amendment to.

18 CHAIRMAN BOYER: So can we get the amendment,
19 please?

20 MR. RINK: Yes. Mr. Chairman, Commissioners,
21 on the original Summary Statement and Resolution, the
22 duration of the contract was for five years, plus two

1 five-year renewals. Boingo requested that it be
2 amended to be a five-year term, plus *four* five-year
3 renewals; so, the contract is going from 15 years to
4 25 years. The 25-year contract is similar to what we
5 currently have for Verizon. So, we're asking for that
6 amendment to the SS&R.

7 CHAIRMAN BOYER: I think it's important to
8 point out that the options are in our sole discretion,
9 so we can opt out any time we like with written
10 notice.

11 MR. RINK: Correct. Also, as listed there,
12 PATCO will receive a minimum of \$60,000 each year for
13 this service.

14 CHAIRMAN BOYER: So, we're helping people and
15 getting paid.

16 MR. RINK: Yes.

17 MR. HANSON: We appreciate your leadership on
18 this, Chairman; it was the direction from you that
19 caused us to really step up what we were doing and to
20 get it here this quickly. And, it will bring AT&T, T-
21 Mobile, and Sprint, as John said, to the commuters.

22 CHAIRMAN BOYER: I also think it is important.

1 We already have Verizon, and their term is the same
2 term as this, so we thought that we would want to have
3 a parallel contract. With that being said, I will now
4 take a motion to adopt PATCO-16-042 regarding the
5 License Agreement with Boingo Wireless, Incorporated,
6 to Install Cellular Equipment in PATCO Stations.

7 MR. SANTARELLI: And that would be as amended
8 to the --

9 CHAIRMAN BOYER: As amended to the terms.

10 COMMISSIONER MOSKOWITZ: So moved.

11 COMMISSIONER DIANTONIO: Second.

12 CHAIRMAN BOYER: All in favor?

13 ALL: Aye.

14 CHAIRMAN BOYER: All opposed? Ayes have it.

15 Approval of Finance Committee Minutes of
16 November 30, 2016. The Finance Committee Minutes of
17 November 30, 2016 were previously provided to all
18 Commissioners. Are there any corrections? May I have
19 a motion to accept the minutes?

20 COMMISSIONER FENTRESS: Move the motion.

21 CHAIRMAN BOYER: Can I get a second?

22 COMMISSIONER FRATTALI: Second.

1 CHAIRMAN BOYER: All in favor?

2 ALL: Aye.

3 CHAIRMAN BOYER: All opposed? Ayes have it.

4 Adoption of Resolution Approved by the Finance

5 Committee on November 30, 2016. There is one item

6 from the Labor Committee for consideration. It is as

7 follows: PATCO-16-043 regarding the 2017 PATCO

8 Operations Budget. I will accept a motion to adopt

9 PATCO-16-043.

10 COMMISSIONER FENTRESS: Move the motion.

11 COMMISSIONER FRATTALI: Second.

12 CHAIRMAN BOYER: All in favor?

13 ALL: Aye.

14 CHAIRMAN BOYER: All opposed? Ayes carry.

15 Is there any Unfinished Business for PATCO?

16 There is one item for New Business for PATCO

17 for your consideration and approval. It is as

18 follows: PATCO-16-044 regarding the Consideration of

19 Pending PATCO Contracts Between \$25,000 and \$100,000.

20 I will accept a motion to adopt PATCO-16-044.

21 COMMISSIONER FENTRESS: Move the motion.

22 COMMISSIONER FRATTALI: Second.

1 CHAIRMAN BOYER: All in favor?

2 ALL: Aye.

3 CHAIRMAN BOYER: All opposed? Ayes carry.

4 There being no further business for the PATCO
5 Board, I will accept a motion to adjourn this meeting.

6 COMMISSIONER FRATTALI: Move the motion.

7 CHAIRMAN BOYER: Can I have a second?

8 COMMISSIONER DiANTONIO: Second.

9 CHAIRMAN BOYER: All in favor?

10 ALL: Aye.

11 CHAIRMAN BOYER: All opposed? Motion carries.

12 The Board meeting is adjourned.

13 (Whereupon, the meeting ended on Wednesday,
14 December 7, 2016, at 9:55 a.m.)

15

16 Respectfully Submitted,

17

18 Raymond J. Santarelli
19 General Counsel and
Corporate Secretary

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21

22

C E R T I F I C A T E

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2 This is to certify that the attached
3 proceedings before the Port Authority Transit
4 Corporation on December 7, 2016, were held as herein
5 appears, and that this is the original transcript
6 thereof for the file of the Authority.
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10 

11 Tom Bowman

12 FREE STATE REPORTING, INC.
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