

PORT AUTHORITY TRANS-HUDSON CORPORATION

MINUTES

Thursday, February 3, 2011

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MINUTES of the Meeting of Port Authority Trans-Hudson Corporation held Thursday, February 3, 2011 at 225 Park Avenue South, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. David Samson, Chairman
 Hon. Virginia S. Bauer
 Hon. Anthony R. Coscia
 Hon. Raymond M. Pocino
 Hon. Anthony J. Sartor
 Hon. David S. Steiner

Christopher O. Ward, President
 Darrell B. Buchbinder, Counsel

Heavyn-Leigh American
 Susan M. Baer
 William Baroni, Jr.
 Steven J. Coleman
 Michael P. DePallo
 Claudia Dickey
 Francis A. DiMola
 John J. Drobny
 Daniel D. Duffy
 Karen E. Eastman
 Michael G. Fabiano
 Michael A. Fedorko
 Michael B. Francois
 Jennifer Friedberg
 Richard Friedman
 Cedrick T. Fulton
 Glenn P. Guzi
 Linda C. Handel
 Mary Lee Hannell
 Andrew T. Hawthorne
 John P. Kelly
 Louis J. LaCapra
 Cristina M. Lado
 Richard M. Larrabee
 Jamie E. Loftus
 Thomas C. Lubas
 Norma L. Manigan
 Ronald Marsico
 James E. McCoy
 Sanjay S. Mody

NEW YORK

Hon. Stanley E. Grayson, Vice-Chairman
 Hon. H. Sidney Holmes III
 Hon. Jeffrey A. Moerdler
 Hon. Henry R. Silverman

Anne Marie C. Mulligan
Jeffrey P. Pearse
Steven P. Plate
Monika A. Radkowska
Desiree Ramos
Gerald B. Stoughton
David B. Tweedy
Lillian D. Valenti
Sheree Van Duyne
Robert E. Van Etten
Andrew S. Warshaw
David M. Wildstein
Peter J. Zipf

Guest:

Johanna Jones
Jo-Ann Koodish

Speakers:

Murray Bodin
Margaret Donovan

The public meeting was called to order by Chairman Coscia* at 11:50 a.m. and ended at 12:10 p.m. Director Sartor was present for a portion of the public session. The Board met in executive session prior to the public session.

Action on Minutes

Counsel submitted for approval Minutes of the meeting of December 7, 2010. He reported that copies of these Minutes were delivered to the Governors of New York (in electronic form) and New Jersey (in paper form) on December 8, 2010. He reported further that the time for action by the Governors of New York and New Jersey expired at midnight on December 22, 2010.

Whereupon, the Board of Directors unanimously approved the Minutes of the meeting of December 7, 2010.

Report of Nominating Committee

During the course of the meeting, the Nominating Committee submitted its report, and the report was received and is included with these minutes.

* Having previously announced that he would step down when a successor was elected, Director Coscia chaired the meeting up until the election of the new Chairman.

ELECTION OF OFFICER

Chairman Coscia announced that, in accordance with the provisions of the By-Laws, the election of Chairman was in order.

Director Sartor, as Chair of the Nominating Committee, submitted the following report:

"On behalf of the Nominating Committee, I desire to report that at its meeting held earlier today, in accordance with the provisions of Article VII of the By-Laws, the Committee, by unanimous action, submits the nomination for election to the office of Chairman of the Port Authority Trans-Hudson Corporation of Director David Samson."

Pursuant to the foregoing report, Directors Bauer, Coscia, Grayson, Holmes, Moerdler, Pocino, Samson, Sartor, Silverman, and Steiner voting in favor, David Samson was unanimously elected as Chairman of Port Authority Trans-Hudson Corporation.

Whereupon, the meeting was adjourned.

Counsel