



July 24, 2025

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**THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY
MEETINGS OF THE BOARD OF COMMISSIONERS AND BOARD
COMMITTEE MEETINGS – THURSDAY, July 24, 2025**

The following is the revised agenda and related materials as of Thursday, July 24 for the July 24, 2025, meetings of the Board of Commissioners of The Port Authority of New York and New Jersey and its subsidiaries to be held at 4 World Trade Center, 150 Greenwich Street and live-streamed at <https://www.panynj.gov/corporate/en/board-meeting-info/videos.html>.

In-person meeting attendees are required to go through a security screening upon entering the building. Attendees are encouraged to arrive early. Security screening will begin at 12 Noon.

For members of the public interested in viewing the proceedings virtually, a video broadcast will be live streamed from the Port Authority's website. The video broadcast may be accessed at <https://www.panynj.gov/corporate/en/board-meeting-info/videos.html>.

Executive Session Meetings – 9:00 a.m. (23rd Floor)

Committee on Operations

The Committee on Operations will meet in executive session prior to the public meetings to discuss matters related to the purchase, sale, or lease of real property, where disclosure would affect the value thereof or the public interest.

Executive Session - All Commissioners – 9:30 a.m. (23rd Floor)

The Board of Commissioners will meet in executive session prior to the public meetings to discuss matters related to security or public safety, matters related to the purchase, sale, or lease of real property, where disclosure would affect the value thereof or the public interest, matters related to personnel and personnel procedures, and to discuss and act upon matters involving ongoing negotiations or reviews of contracts or proposals.

Public Meetings – 12:45 p.m. (Board Room)

<ul style="list-style-type: none">• Committee on Finance<ul style="list-style-type: none">- Financial Performance Results	Libby McCarthy
<ul style="list-style-type: none">• Committee on Capital Planning, Execution and Asset Management<ul style="list-style-type: none">- Capital Performance Results	Derek Utter
<ul style="list-style-type: none">• Board Meeting – 1:00 p.m. <i>estimated</i> (Board Room)	
<ul style="list-style-type: none">- Swearing in Ceremony	
<ul style="list-style-type: none">- Report of Executive Director	Richard Cotton
<ul style="list-style-type: none">- Speakers Program*	
<ul style="list-style-type: none">- Resolution Approvals	

For more information, contact the Office of the Secretary at (212) 435-6682 or (212) 435-7312.

Media Only: (212) 435-7777

SUBJECT TO CHANGE

* Members of the public wishing to address the Board on Port Authority-related matters may do so either in-person at the public board meeting, or by submitting a pre-recorded video statement or written statement if participating virtually.

Individuals planning to address the Board in-person at the public board meeting are encouraged to register by completing and submitting a speakers registration form online by 9 a.m. on the day of the board meeting.

Individuals may submit written statements up until 9 a.m. on the day of the board meeting to Speakersprogram@panynj.gov. Individuals wishing to submit a pre-recorded video statement as part of the speakers' program should do so by close of business the day prior to the board meeting. Pre-recorded video statements will be broadcast as part of the public board meeting.

All speakers are limited to three minutes each, and speaking time may not be transferred. The public comment period may be limited to 30 minutes. Appropriate photo identification is required.

Note: Prerecorded video statements must be smaller than 100 megabytes.

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The Port Authority of New York and New Jersey is a bi-state agency that builds, operates, and maintains many of the most important transportation and trade infrastructure assets in the country. For over a century, the agency's network of major airports; critical bridges, tunnels and bus terminals; a commuter rail line; and the busiest seaport on the East Coast has been among the most vital in the country – transporting hundreds of millions of people and moving essential goods into and out of the region. The Port Authority also owns and manages the 16-acre World Trade Center campus, which today welcomes tens of thousands of office workers and millions of annual visitors. The agency's historic \$37 billion 10-year capital plan includes unprecedented transformation of the region's three major airports – LaGuardia, Newark Liberty and JFK – as well as an array of other new and upgraded assets, including the \$2 billion renovation of the 90-year-old George Washington Bridge. The Port Authority's annual budget of \$8 billion includes no tax revenue from either the states of New York or New Jersey or from the City of New York. The agency raises the necessary funds for the improvement, construction or acquisition of its facilities primarily on its own credit. For more information, visit www.panynj.gov or check out the Now Arriving blog.

**Form of Proposed Resolutions to be Considered by the Board and Committees
at the July 24, 2025 Meeting**

1. Port Newark – Donjon Marine Co., LLC – New Leases LPN-378 and LPN-379
2. Midtown Bus Terminal Replacement Program – Phase 1 – Award of Construction Management Services Agreement to Support the Implementation of the Bus Storage and Staging Facility/Interim Bus Terminal Facility and Ramps
3. Midtown Bus Terminal Replacement Program – Phase 2 – New Midtown Bus Terminal Facility – Increase in Planning Authorization
4. PATH – Replacement of Civil Infrastructure in Uptown Under-River Tunnels – Planning Authorization

PORT NEWARK – DONJON MARINE CO., LLC – NEW LEASES LPN-378 AND LPN-379

It was recommended that the Board authorize the Executive Director to enter into: (1) a lease agreement (Lease LPN-378) with Donjon Marine Co., LLC (Donjon) for the letting of open area and Berths 22 and 20 for the processing, unloading, and transporting of dredged materials and for the tie-up of marine vessels, storage and salvaging of related equipment at Port Newark South; and (2) a lease agreement (Lease LPN-379, with LPN-378, the “New Leases”) with Donjon for the letting of open area and Berths 5,7 and 9 for the tie-up of marine vessels, storage and salvaging of related equipment at Port Newark. The proposed lease terms represent fair market value of the premises and are supported by an independent appraisal performed on behalf of the Port Authority.

Donjon, a processor of dredged material in the New York and New Jersey Harbor and a marine salvage company with projects throughout the United States and beyond, has been a tenant at Port Newark since 1977 and currently occupies open areas and exclusive berth areas at Port Newark under two existing leases, which expired on September 30, 2023 and are currently in holdover, while the parties determined a more efficient configuration for Donjon’s operations. Under the New Leases, Donjon would consolidate its operations from three parcels to two parcels, to allow for the future expansion of container terminal operations at Port Newark, consistent with the Port Master Plan. Entering into the New Leases will provide for Donjon’s continued presence at the Port at market rates, retaining availability of critical marine services, including dredging, marine salvage, marine engineering, tug operations, heavy lift and emergency response, including marine firefighting.

Under both New Leases, Donjon will be responsible for all state of good repair maintenance and repairs of the premises, including wharf substructure and fire protection/life safety systems, as well as maintaining, repairing or replacing the fenders and mooring devices at Berths 5/7/9 and 20/22. The Port Authority will continue to be responsible for piles and bulkheads for each of the berths. The rehabilitation of the wharf structures at Berths 20/22 is included in the scope of the Port Authority’s Wharf Rehabilitation Program, which was authorized by the Board in November 2023.

Lease LPN-378

Lease LPN-378 would have an eleven-year term, effective October 1, 2023, when the holdover lease expired. Under Lease LPN-378, Donjon would invest a minimum of \$2 million for capital improvements to upgrade the additional premises by October 1, 2031. If such improvements were not completed by October 1, 2031, Donjon would be required to pay the Port Authority additional rent of \$2 million, less any amount expended for approved and completed improvements. Upon execution of Lease LPN-378, the leasehold would have a total lease area of 5.25 acres of open area (an increase of approximately 31%) and 994 linear feet of exclusive berth use at Berth 20/22. Under Lease LPN-378, rents would be as follows: (i) for the existing holdover space, rents will be adjusted to market rates retroactive to October 1, 2023, for the period Donjon occupied the space on a holdover basis, and be subject to annual escalation over the term of the Lease; and (ii) for the space which is replacing the parcel that

is being vacated for container terminal expansion, rent will commence on July 1, 2026 at which time Donjon is expected to have beneficial use of the replacement space, at the same market rates as those in place for the existing holdover space (and subject to annual escalation as established in the Lease). The total aggregate rent to be paid by Donjon over the term of Lease LPN-378 would be approximately \$19 million.

Lease LPN-379

Lease LPN-379 would have a six-year term, effective October 1, 2023, when the holdover lease expired. Under Lease LPN-379, the leasehold would be expanded by approximately 430 linear feet, to provide Donjon with exclusive use of portions of Berths 5, 7 and 9, an increase of 31% of additional exclusive berth linear footage, in part, compensating for a loss of berth use footage in the consolidation from three to two sites. Under Lease LPN-379 rents would be as follows: (i) for the existing holdover space, rent will be adjusted to market rates retroactive to October 1, 2023 for the period Donjon occupied the space on a holdover basis and subject to annual escalation over the term of the Lease; and (ii) for the replacement space, rent will commence on or about August 1, 2025, at which time Donjon is expected to have beneficial use of the replacement space, at the same market rates as those in place for the existing holdover space (and subject to annual escalation as established in the Lease). The total aggregate rent to be paid by Donjon over the term of lease LPN-379 would be approximately \$8 million.

Pursuant to the foregoing report, the following resolution was adopted:

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into: (1) an eleven-year lease agreement with Donjon Marine Co., LLC (Donjon) for the letting of open area and Berths 20/22 for the processing, unloading, and transporting of dredged materials and for the tie-up of marine vessels, storage and salvaging of related equipment at Port Newark; and (2) a six-year lease agreement with Donjon for the letting of open area and Berths 5, 7 and 9 for the tie-up of marine vessels, storage and salvaging of related equipment at Port Newark, both lease agreements substantially in accordance with the terms outlined to the Board; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into any other contracts and agreements necessary or appropriate in connection with the foregoing; and it is further

RESOLVED, that the form of all contracts, agreements and other documents in connection with the foregoing shall be subject to the approval of General Counsel or her authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by General Counsel or her authorized representative.

MIDTOWN BUS TERMINAL REPLACEMENT PROGRAM – PHASE 1 – AWARD OF CONSTRUCTION MANAGEMENT SERVICES AGREEMENT TO SUPPORT THE IMPLEMENTATION OF THE BUS STORAGE AND STAGING FACILITY/INTERIM BUS TERMINAL FACILITY AND RAMPS

It was recommended that the Board authorize the Executive Director to award a construction management services agreement to STV Construction, Inc. and Turner Construction Company – Joint Venture, the highest technically rated firm pursuant to a publicly advertised, federally compliant, Request for Proposals (“RFP”) process to perform construction management services in support of the bus storage and staging facility and ramps component of Phase 1 (“Phase 1”) of the Midtown Bus Terminal Replacement Program (“Program”).

At its meetings in December 2024 and June 2025, the Board authorized (and reauthorized) Phase 1 of the Program. The Program will, when complete, replace the existing Port Authority Bus Terminal which was last expanded in 1979 and consists of aging infrastructure and obsolete systems which are no longer adequate to serve growing commuter and travel demand. The replacement terminal (“MBT”) will consist of safe, secure, and modern facilities that address long-term bus demand and incorporate latest technologies to improve bus flow management and will also be integrated with other transit modes. In addition, the MBT will seek to enhance and revitalize the surrounding neighborhood, reduce traffic congestion, decrease pollution by removing buses from surface lots and surrounding streets and will facilitate the conversion to electric buses. The new MBT will also have multiple street-facing concessions. At completion the Program will convert construction staging areas into three acres of new publicly accessible open space for the community.

The Program consists of two phases; the first (“Phase 1”), includes the construction of Dyer Avenue Deck-Overs, a new building to the west of the existing structure to serve as an interim bus terminal and subsequently to be used for bus storage and staging (“IBT/SSF Facility”) and related ramps (“SSF Ramps”; collectively, the work is referred to as IBT/SSF/Ramps) to provide a direct connection from the Lincoln Tunnel to the IBT/SSF Facility and the future permanent MBT. The second, subsequent phase (“Phase 2”), consists of the demolition of the existing terminal and the construction of the new MBT on the current site, as a permanent replacement.

In July 2024, the Board approved the construction of the deck-over structures (“Dyer Deck-Overs”) to provide for temporary bus operations and construction staging and laydown areas below-grade during construction of the IBT/SSF/Ramps and awarded construction and construction management contracts at a cost of \$271 million. At its June 2025 meeting, the Board authorized the Executive Director to award a general construction services contract to Tutor Perini Corporation (“Tutor”), pursuant to a publicly advertised procurement process, for the core and shell structural elements of the IBT/SSF and all of the work on the SSF Ramps, at a guaranteed maximum price (“GMP”). The balance of the Phase 1 IBT/SSF/Ramps construction elements would be included in specified construction packages to be competitively procured by Tutor on an open book basis for mechanical, electrical (other than below-grade electrical work which is included in GMP), plumbing, architectural finishes, façades, and other elements that are required later during construction.

The construction management services agreement includes fully loaded rates for individual consultant staff, but will not commit the Port Authority to any specific dollar amount/volume of services. The fully loaded rates will form the basis for task order negotiations and will be re-evaluated for reasonableness at the time each task order is negotiated. Issuance of a task order(s) does not obligate the Port Authority to commit to any additional services or future task orders. Under the construction management services agreement construction management services must be requested, negotiated, and authorized in writing by the Port Authority.

The construction management services would assist the Port Authority by supporting the implementation of the IBT/SSF/Ramps component of Phase 1 of the Program, including, but not limited to, general and special construction and field inspections, construction coordination and staging, construction estimating and scheduling, quality assurance and quality control, commissioning and closeout for the IBT/SSF/Ramps construction. The term of the proposed construction management services agreement would cover the period from the third quarter 2025 through the third quarter 2030, unless extended for two one-year option periods at the sole discretion of the Port Authority.

Pursuant to the foregoing report, the following resolution was adopted:

RESOLVED, that the Executive Director be and is hereby authorized, for and on behalf of the Port Authority, to award a construction management services agreement to STV Construction, Inc. and Turner Construction Company – Joint Venture, the highest technically rated firm pursuant to a publicly advertised, federally compliant, Request for Proposals process to perform construction management services, via task order, in support of the bus storage and staging facility and ramps component of Phase 1 of the Midtown Bus Terminal Replacement Program; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into any other contracts and agreements necessary or appropriate in connection with the foregoing; and it is further

RESOLVED, that the form of all contracts, agreements and other documents in connection with the Project shall be subject to the approval of the General Counsel or her authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by the General Counsel or her authorized representative.

**MIDTOWN BUS TERMINAL REPLACEMENT PROGRAM – PHASE 2 - NEW
MIDTOWN BUS TERMINAL FACILITY – INCREASE IN PLANNING
AUTHORIZATION**

It was recommended that the Board authorize an additional \$20 million (inclusive of consultant costs, soft and internal staff costs and a contingency), to the \$80 million previously approved amount by the Board for planning of Phase 2 (“Phase 2”) of the Midtown Bus Terminal Replacement Program (“Program”) at its meeting in June 2021.

The existing Port Authority Bus Terminal, located on the West Side of Manhattan, which opened in 1950 and was last expanded in 1979, consists of aging infrastructure and obsolete systems which are no longer adequate to serve growing commuter and travel demand. The Program will replace the existing facility with safe, secure, and modern facilities that address long-term bus demand and incorporate latest technologies to improve bus flow management and will also integrate the MBT with other transit modes. In addition, the MBT will seek to enhance and revitalize the surrounding neighborhood, reduce traffic congestion, decrease pollution by removing buses from surface lots and surrounding streets and will facilitate the conversion to electric buses.

The Program consists of two phases; the first (“Phase 1”) includes, among other things, the construction of a new building to the west of the existing structure to serve as an interim bus terminal and subsequently to be used for bus storage and staging (“IBT/SSF Facility”) and related ramps (“SSF Ramps”; collectively, the work is referred to as IBT/SSF/Ramps) to provide a direct connection from the Lincoln Tunnel to the IBT/SSF Facility and the future permanent MBT. The second, subsequent phase (“Phase 2”), consists of the demolition of the existing terminal, construction of the new MBT on the current site, as a permanent replacement, and the final work needed to convert the IBT/SSF Facility from its initial use as an interim bus terminal to its final use as a component of the new MBT. Phase 1 of the Program was first authorized by the Board in December 2024 and was reauthorized in June 2025. Also in June 2025, the Board authorized the award of a construction contract for the IBT/SSF/Ramps work (“Construction Award”) and a separate transaction advancing to the Board for consideration at this month’s meeting covers a recommendation to award a construction management services agreement to support the construction of the IBT/SSF/Ramps portion of Phase 1 (“CM Award”).

The Port Authority now desires to incorporate information gathered in connection with the Construction Award and the CM Award for the IBT/SSF/Ramps in its planning for Phase 2 and in connection therewith to extend professional and advisory services contracts to assist staff in those efforts. In each case, the contracts were drafted so that additional services as contemplated above could be added if needed. The contracts which are recommended for extension are as follows:

- (i) A contract with Louis Berger/HNTB Joint Venture for expert program and project management services;

- (ii) A contract with Foster + Partners Architects, and A. Epstein and Sons International, Inc., Joint Venture providing for continued support of planning, preliminary design, and procurement work; and
- (iii) A contract with WSP USA, Inc., the engineer of record for the Program.

Pursuant to the foregoing report, the following resolution was adopted:

RESOLVED, that continued planning for the Midtown Bus Terminal Program (“Program”) - Phase 2 include evaluation and incorporation of information learned in connection with Phase 1 of the Program, at an estimated total cost of \$20 million (inclusive of consultant costs, soft and internal staff costs and a contingency) be and it is hereby authorized; and it is further

RESOLVED, that the Executive Director be and is hereby authorized, for and on behalf of the Port Authority, to take all necessary actions related to the additional planning and engineering work, including to exercise contract options included in previously awarded contracts for the following contracts and subject to the review of the final negotiated terms by the Executive Director: (1) Contract MCP-22-001 with the Foster + Partners Architects, and A. Epstein and Sons International, Inc., Joint Venture for continued expert architectural design services; (2) Contract MCP-18-001 with Louis Berger/HNTB Joint Venture for continued program and project management services; and (3) Contract MCP-17-001 with WSP USA, Inc., the Engineer of Record for the Program, for continued expert engineering services; and it is further

RESOLVED, that the Executive Director be, and he hereby is authorized, for and on behalf of the Port Authority, to take action with respect to other contracts for professional, technical and advisory services and such other contracts and agreements as may be necessary to effectuate the Program so long as the obligations for costs thereunder do not exceed the funds authorized for the Program’s Phase 2 planning efforts; and it is further

RESOLVED, that the form of all contracts, agreements and other documents in connection with the Program shall be subject to the approval of the General Counsel or her authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by the General Counsel or her authorized representative.

PATH – REPLACEMENT OF CIVIL INFRASTRUCTURE IN UPTOWN UNDER-RIVER TUNNELS – PLANNING AUTHORIZATION

It was recommended that the Board: (1) authorize planning (“Planning Efforts”) to support the final design and construction for a future project to replace civil infrastructure in the Port Authority Trans-Hudson Corporation (PATH) uptown under-river tunnels (the “Rehabilitation Project”), at an estimated total planning cost of \$28 million, consisting of \$14 million for engineering and planning professional and advisory services and \$14 million for agency staff costs and allocated overhead; and (2) authorize the PATH President to enter into agreements following publicly-advertised solicitations for engineering and consulting services to support the Planning Efforts.

The 2017-2026 Capital Plan (Capital Plan) contemplated that Planning Efforts for the Rehabilitation Project would commence in the period covered by the Capital Plan. Rehabilitation is required due to severe damage as a result of Superstorm Sandy in 2012. As work on the transit infrastructure must be scheduled to minimize impacts on regularly scheduled PATH service, there are limited repairs which can be undertaken at any time and other PATH maintenance work has been necessarily prioritized following the storm.

The Rehabilitation Project, categorized as mandatory state-of-good-repair work in the Capital Plan, would repair or replace infrastructure in the under-river tunnel (“Tunnel”) which serves the PATH uptown Manhattan transit route, including utilities, trackside equipment, cables and major signal system control relay equipment, and removing and replacing track rail, ballast, power rail, block ties, signals, electrical cables and appurtenances. The Rehabilitation Project will also remove the existing bench-wall in the tunnel, to be replaced with cables attached to the tunnel walls.

Given the need to maintain service during the Rehabilitation Project to the extent practicable, the Planning Efforts are complex. It is anticipated that the Planning Efforts will include (i) evaluation of optimal construction logistics; (ii) development of a storage and staging plan for construction materials and developing alternate entry point and detailed sequencing for moving materials in and out of the tunnel during construction; (iii) assessment of various alternate service options to mitigate disruptions to PATH customers; (iv) designs for turnout replacement and for wastewater discharge filtration improvements, and feasibility assessments for leak mitigation and water management strategies; and (v) a comprehensive outreach program for public officials and riders to be effectuated in the design stage of the Rehabilitation Project.

Planning Efforts are expected to commence in the third quarter of 2025 and are expected to be complete by the fourth quarter of 2026.

Pursuant to the foregoing report, the following resolution was adopted:

RESOLVED, that preliminary planning to support the design and construction for the rehabilitation and repair of the civil infrastructure of the Port Authority Trans-Hudson Corporation (PATH) under-river tunnels on the PATH transit system which support uptown Manhattan service, at an estimated total

planning cost of \$28 million (consisting of \$14 million for engineering and planning consultant services, and \$14 million for agency staff costs and allocated overhead), be and it hereby is authorized; and it is further

RESOLVED, that the President be and he hereby is authorized, for and on behalf of PATH, to enter into agreements following publicly-advertised solicitations for engineering and professional and advisory services to support such preliminary planning and early work efforts; and it is further

RESOLVED, that the form of all contracts, agreements and other documents in connection with the foregoing project shall be subject to the approval of Counsel or her authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by Counsel or her authorized representative.