

PORT AUTHORITY TRANS-HUDSON CORPORATION

MINUTES

Thursday, January 22, 2009

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MINUTES of the Meeting of Port Authority Trans-Hudson Corporation held Thursday, January 22, 2009 at 225 Park Avenue South, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. Anthony R. Coscia, Chairman
 Hon. Virginia S. Bauer
 Hon. Anthony J. Sartor
 Hon. David S. Steiner

Christopher O. Ward, President
 Ernesto L. Butcher, Vice-President
 Darrell B. Buchbinder, Counsel

A. Paul Blanco
 Arthur J. Cifelli
 Steven J. Coleman
 Arpan Dasgupta
 William R. DeCota
 John C. Denise
 Michael P. DePallo
 Pasquale DiFulco
 Francis A. DiMola
 Sandra E. Dixon
 John J. Drobny
 Karen E. Eastman
 Michael G. Fabiano
 Michael B. Francois
 Richard Friedman
 Linda C. Handel
 Alan H. Hicks
 Mark D. Hoffer
 Howard G. Kadin
 Kevin J. Kirchman
 Louis J. LaCapra
 Cristina M. Lado
 Conor Lanz
 Richard M. Larrabee
 Susan Bass Levin
 Andrew Levine
 Francis J. Lombardi
 Stephen Marinko
 Michael G. Massiah
 Candace McAdams
 James E. McCoy

NEW YORK

Hon. Henry R. Silverman, Vice-Chairman
 Hon. Stanley E. Grayson
 Hon. Fred P. Hochberg
 Hon. H. Sidney Holmes III
 Hon. David S. Mack

Christopher J. Mohr
Anne Marie C. Mulligan
Lynn A. Nerney
Steven P. Plate
Alan L. Reiss
Risa A. Resnick
Richard R. Roper
Spencer Schrage
Jessica Schultz
Beth Siegel
Stephen H. Sigmund
Gerald B. Stoughton
Ralph Tragale
David B. Tweedy
Lillian D. Valenti
Sheree R. Van Duyne
Andrew S. Warshaw
Peter J. Zipf

Guests:

Hon. Bruce A. Blakeman
Sonia Frontera

Public Speakers:

Steven Papageorge
LaKeesha Paylor

The public meeting was called to order by Chairman Coscia at 1:02 p.m. and ended at 1:21 p.m. The Board met in executive session prior to the public session.

Action on Minutes

The Vice-President submitted for approval Minutes of the meeting of December 17, 2008. He reported that copies of these Minutes were sent to the Governors of New York and New Jersey on December 18, 2008. He reported further that the time for action by the Governors of New York and New Jersey expired at midnight on January 5, 2009.

Whereupon, the Board of Directors unanimously approved the Minutes.

Report of Committee on Operations

The Committee on Operations reported on action taken in public session at a special, interim meeting of the Committee held on January 22, 2009, in accordance with the Port Authority Board's resolution of December 15, 1994, to act for and on behalf of the Board, on an agreement with the Town of Harrison, New Jersey and the Hudson County Improvement Authority for the development of a parking facility located adjacent to PATH's Harrison Station. A copy of the minutes of the special, interim meeting of the Committee on Operations, held on January 22, 2009 is included with these minutes.

AUTHORIZATION FOR PATH TO PARTICIPATE IN TRANSCOM, INC. FOR A FIVE-YEAR PERIOD

It was recommended that the Board authorize: (1) Port Authority Trans-Hudson Corporation's (PATH) continued membership in TRANSCOM, Inc. (TRANSCOM), a not-for-profit corporation organized to undertake regional transportation programs, for a five-year period commencing on January 1, 2009; and (2) the Director/General Manager, PATH, to enter into an agreement with TRANSCOM's other member agencies to continue to participate in TRANSCOM programs and operations during such five-year period, at an estimated cost of \$132,000 for 2009, and to serve on TRANSCOM's Board of Trustees during such five-year period.

TRANSCOM originally was created in 1986 as a three-year demonstration program focused on enhancing the region's transportation management capabilities. By 1989, TRANSCOM had become a permanent regional institution and was able to attract increases in support from all its members for the continued expansion of its operating programs. In 1998, at its Executive Committee's direction, TRANSCOM filed for incorporation as a not-for-profit corporation to which the TRANSCOM members belong. Other TRANSCOM members include the Connecticut Department of Transportation (Connecticut DOT), New York State Metropolitan Transportation Authority (MTA), MTA Bridges and Tunnels (B&T), MTA New York City Transit (NYCT), New Jersey Department of Transportation (NJDOT), New Jersey State Police, New Jersey Transit Corporation (NJT), New Jersey Turnpike Authority (NJTA), New York City Department of Transportation (NYCDOT), New York City Police Department (NYPD), New York State Bridge Authority (NYSBA), New York State Department of Transportation (NYSDOT), New York State Police, New York State Thruway Authority (NYSTA), and the Port Authority.

A companion item is being submitted to the Port Authority's Board of Commissioners requesting authorization to provide for the Port Authority's continued participation in TRANSCOM. Together, the Port Authority and PATH provide 19.62 percent of TRANSCOM's approved operating budget (15.69 percent for the Port Authority and 3.93 percent for PATH). The percentage share of contributions of the Port Authority and PATH would remain the same as under the prior agreement.

The current list of TRANSCOM members and their percentage share of contributions towards TRANSCOM's budget are as follows:

- 15.69 percent: Port Authority, NJDOT, NYSDOT
- 7.84 percent: MTA, B&T, NYCDOT, NJTA
- 3.93 percent: NJT, PATH, NYCT, Connecticut DOT, NYSTA
- 1.96 percent: NYSBA

The three police members (New Jersey State Police, New York State Police, NYPD) do not contribute financially.

Future authorization will be requested from the Board for annual financial contributions toward TRANSCOM's budget during the balance of the five-year membership period beyond 2009, subject to the development of the TRANSCOM business plan. TRANSCOM members have veto rights with respect to the TRANSCOM budget and have the right to terminate their participation.

Authorization for PATH's continued participation in TRANSCOM would enable TRANSCOM to continue its regional transportation coordination and technology development programs, and ensure that PATH's regional transportation leadership role is advanced. TRANSCOM's services to PATH, its other members and the region include:

- Regional Interagency Transportation Monitoring and Incident Management through TRANSCOM's Operations Information Center, which collects and disseminates real-time regional information on highway and transit conditions, incidents, construction and special events 24 hours a day.
- Regional Interagency Construction Coordination, to avoid restricting capacity on parallel or intersecting roadways or transit lines.
- Intelligent Transportation Systems (ITS) Program that enables the members, including the Port Authority and PATH, to benefit from Federal Highway Administration funding to implement transportation management technologies, including regional traveler information systems across modes, jurisdictions and states.
- TRANSCOM System for Managing Incidents and Traffic, to relay real-time travel times and average speeds and to detect incidents.
- TRANSCOM Regional Architecture, to integrate the members' ITS Program systems to enable electronic sharing of information among members' operations centers and with the traveling public.
- Trips 123, to provide real-time roadway and transit conditions, and transit trip planning services to the public via an interactive web site.
- Interagency Remote Video Network, to enable the members to share 400 closed-circuit television feeds.

Pursuant to the foregoing report, the following resolution was adopted with Directors Bauer, Coscia, Grayson, Hochberg, Holmes, Silverman and Steiner voting in favor; none against; Directors Mack and Sartor recused:

RESOLVED, that Port Authority Trans-Hudson Corporation's (PATH) continued membership in TRANSCOM, Inc. (TRANSCOM) for a five-year period commencing on January 1, 2009 and ending on December 31, 2013, be and it hereby is authorized; and it is further

RESOLVED, that the Director/General Manager, PATH, be and he hereby is authorized, for and on behalf of PATH, to: (1) enter into an agreement with TRANSCOM's other members to continue to participate in TRANSCOM's programs and operations for a five-year period commencing on January 1, 2009; (2) provide for PATH's estimated financial contribution toward TRANSCOM's budget of \$132,000 for 2009; and (3) serve on TRANSCOM's Board of Trustees during such five-year period; and it is further

RESOLVED, that the form of all agreements in connection with the foregoing shall be subject to the approval of Counsel or his authorized representative.

Whereupon, the meeting was adjourned.

Vice-President