

PORT AUTHORITY TRANS-HUDSON CORPORATION

MINUTES

Thursday, February 19, 2009

Action on Minutes	10
Report of Committee on Construction	10
PATH – Replacement and Upgrade of Substation #7 and Direct Current Switchgear in Switching Station #6 – Project Authorization	11

**MINUTES of the Meeting of Port Authority Trans-Hudson Corporation held Thursday,
February 19, 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. Raymond M. Pocino
 Hon. Anthony J. Sartor
 Hon. David S. Steiner

NEW YORK

Hon. Henry R. Silverman, Vice-Chairman
 Hon. Michael J. Chasanoff
 Hon. Stanley E. Grayson
 Hon. Fred P. Hochberg
 Hon. H. Sidney Holmes III

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

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

Sanjay S. Mody
Anne Marie C. Mulligan
Lynn A. Nerney
Diane Paonessa
Nina C. Phelps
Steven P. Plate
Samuel J. Plumeri
Jessica Schultz
Stephen H. Sigmund
Timothy G. Stickelman
Gerald B. Stoughton
Ralph Tragale
David B. Tweedy
Lillian D. Valenti
Sheree R. Van Duyne

Guest:

Sonia Frontera

The public meeting was called to order by Chairman Coscia at 1:33 p.m. and ended at 1:47 p.m. The Board met in executive session prior to the public session and on February 10, 2009.

Action on Minutes

The Vice-President submitted for approval Minutes of the meeting of January 22, 2009. 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 January 26, 2009. He reported further that the time for action by the Governors of New York and New Jersey expired at midnight on February 9, 2009.

Whereupon, the Board of Directors unanimously approved the Minutes.

Report of Committee on Construction

The Committee on Construction reported, for information, on matters discussed in public session at its meeting on February 19, 2009, which included discussion of a project to replace and upgrade certain electrical infrastructure for the PATH system, and the report was received.

PATH – REPLACEMENT AND UPGRADE OF SUBSTATION #7 AND DIRECT CURRENT SWITCHGEAR IN SWITCHING STATION #6 – PROJECT AUTHORIZATION

It was recommended that the Board authorize a project to replace and upgrade the Port Authority Trans-Hudson Corporation (PATH) Substation #7 and the Direct Current (DC) Switchgear in PATH Switching Station #6, at an estimated total project cost of \$47.6 million.

A critical component of the PATH rail system operation is the traction power required to move trains. Traction power substations and switching stations are strategically located at close intervals to overcome the need for a heavier transmission medium and to mitigate loss of voltage, providing a safe and economical power supply.

The existing PATH Substation #7, located in Jersey City, New Jersey, and Switching Station #6, located in Jersey City near the PATH Journal Square Station, provide traction power to a portion of the PATH system route between Journal Square and Newark. The substation and switching station are both over 35 years old and nearing the end of their useful life.

In April 2007, the Board authorized \$4.5 million in planning work for the replacement/upgrading of PATH Substations #7, 8 and 9 and the DC switchgear in Switching Stations #6 and 10.

Under this proposed request, authorization is being sought to provide for the replacement and upgrade of PATH Substation #7, the replacement of DC Switchgear in Switching Station #6, and the removal of the existing Substation #7. As part of the project, certain equipment currently located outside the existing substation would be replaced and housed in the new Substation #7.

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

RESOLVED, that a project for the replacement and upgrade of Substation #7 and the replacement of the Direct Current Switchgear in Switching Station #6 of the Port Authority Trans-Hudson Corporation (PATH) rail system, at an estimated project cost of \$47.6 million, including payments to contractors, allowances for extra work (if necessary) and net cost work, engineering, administrative and financial expenses, and a contingency (if necessary), 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 take action with respect to contracts for professional and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing project, pursuant to authority granted under the By-Laws or other resolution adopted by the Board; and it is further

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

Whereupon, the meeting was adjourned.

Vice-President