The following is the revised agenda and related materials as of Monday, November 13, for the November 16, 2017 Meetings of the Board of Commissioners and Board Committees of The Port Authority of New York and New Jersey and its subsidiaries to be held at 4 World Trade Center, 150 Greenwich, NY, NY 10007.

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 11:00 a.m.

**Executive Session Meetings – 10:30 a.m. (23rd Floor – Agenda Review Room)**

**Committee on Finance**
The Committee on Finance will meet in executive session to discuss and act upon matters involving ongoing negotiations or reviews of contracts or proposals.

**Executive Session Meeting - All Commissioners**
The Board of Commissioners will also meet in executive session prior to the public meetings to discuss matters involving ongoing negotiations or reviews of contracts or proposals and matters involving public safety or law enforcement.

**Committee on Governance and Ethics**
The Committee on Governance and Ethics will meet in executive session to discuss matters involving ongoing negotiations or reviews of contracts or proposals and matters related to personnel and personnel procedures.

**Public Session Committee Meetings – 12:00 noon (23rd Floor – Board Room)**

**Joint Meeting of Committee on Operations and Capital Planning, Execution & Asset Management**
- John F. Kennedy International Airport – North Cargo Facility Development - Huntley Lawrence
  New Lease Agreement with Aero JFK, LLC
- John F. Kennedy International Airport – Taxiway CA and CB Enhancements - Huntley Lawrence
  - Project Authorization

**Committee on Capital Planning, Execution and Asset Management**
- LaGuardia Airport – AirTrain System – Phase II Planning - Huntley Lawrence
- Newark Liberty International Airport – Rehabilitation of Runway 11-29 – Huntley Lawrence
  - Project Authorization
Board Meeting – 12:30 p.m. (estimated) (23rd Floor – Board Room)

- Report of Executive Director
- Speakers Program*
- Resolution Approvals

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

* Members of the public wishing to address the Board on Port Authority-related matters may do so at its public Board Meeting. Individuals who wish to address the Board at its public Board Meeting should register by completing and submitting a registration form, which is located in the Speakers Registration section of the Port Authority Website, by 9:00 a.m. on the day of the Board meeting. Speakers are limited to three minutes each, and speaking time may not be transferred. The use of audio visual equipment is not permitted. The public comment period may be limited to 30 minutes. Appropriate photo identification is required.
Summaries of Proposed Actions and form of Proposed Resolutions to be Considered by the Board and Committees at the November 16, 2017 Meeting

1. LaGuardia Airport – AirTrain System – Phase II - Planning Authorization


3. John F. Kennedy International Airport - Taxiways CA and CB Enhancements – Project Authorization and Award of Contract JFK-164.017


5. Newark Liberty International Airport – Supplement to Lease Agreements with American Airlines, Inc. – AN-537 and ANA-172; Delta Air Lines, Inc. – AN-542; United Airlines, Inc. – ANB-056; Alaska Airlines, Inc. – ANC-364; and New Lease Agreements with JetBlue Airways Corporation, Southwest Airlines Co., and Air Canada

1. **LaGuardia Airport – AirTrain System – Phase II – Planning Authorization**

**Request:**
- On February 16, 2017, the Board authorized preliminary planning work (i.e. Phase I Planning), to determine the constructability, and operational and financial feasibility of an AirTrain system at LaGuardia Airport (LGA) at a total estimated cost of $20 million. Substantial planning work has been completed, including analysis of operational feasibility and constructability.
- This item authorizes $55 million for Phase II planning work for an AirTrain System at LGA, bringing the total authorized planning to date to $75 million. The proposed funds are necessary to continue planning, feasibility analyses, and preliminary design work, and conduct an environmental review to advance an AirTrain system at LGA.
- This item also authorizes the Executive Director to a) enter into agreements, at an estimated amount of $32 million, including: i) agreement(s) for professional technical and advisory services to support Phase II planning efforts, on a task order basis; and ii) agreement(s) with the Federal Aviation Administration (FAA) that provide for Port Authority reimbursement of FAA costs in connection with the environmental review process associated with AirTrain LGA; b) increase an existing agreement with Jacobs Civil Consultants, Inc. for associated program management services, on an as-needed basis, at an estimated cost of $4 million; c) increase an existing agreement with WSP (formerly Parsons Brinckerhoff, Inc.) for associated procurement support services, at an estimated cost of $6.3 million; and d) submit an application to the FAA for the collection and use of up to $55 million in Passenger Facility Charges (PFCs), in the event that the Port Authority has available capacity for the collection of PFCs, to provide for the recovery of the planning costs.

**Transaction Details:**
- Phase II Planning will result in the following actions:
  - Initiate and advance all applicable federal, state and local environmental review processes.
  - Perform pre-feasibility analysis of additional supporting airport landside infrastructure.
  - Complete the capital, operating and maintenance cost estimates and the revenue and cost recovery analysis in support of the project.
  - Provide technical support for continued development of the project.
  - Staff also anticipate exploring private sector feedback, potential interest and qualifications in participating in alternative project delivery structures.

**Background:**
- Ongoing efforts will include completion of a preliminary geotechnical investigation program, cost estimates and farebox revenue analysis, and completion of ridership forecasts.
LAGUARDIA AIRPORT – AIRTRAIN SYSTEM – PHASE II - PLANNING AUTHORIZATION

On February 16, 2017, the Board authorized preliminary planning work (i.e., Phase I Planning), to determine the constructability, and operational and financial feasibility, of a new AirTrain system at LaGuardia Airport (LGA), at a total estimated cost of $20 million. Substantial planning work for a new AirTrain connection has been completed during Phase I, including analysis of operational feasibility and constructability.

It was recommended that the Board enable the planning process to continue and authorize: (1) continued preliminary planning work (Phase II Planning) to determine the feasibility of constructing, operating and financing a new AirTrain system at LGA (AirTrain LGA), including initiating an environmental review process and advancing the procurement process to determine interest for AirTrain LGA, at an estimated cost of $55 million, bringing the total authorized planning costs for AirTrain LGA to an estimated cost of $75 million; and (2) within the funding described above, the Executive Director to: (a) award agreement(s), at an estimated amount of $32 million, including: (i) agreement(s) for expert professional technical and advisory services to support Phase II Planning efforts, on a task-order basis; and (ii) agreement(s) with the Federal Aviation Administration (FAA) that provide for Port Authority reimbursement of FAA costs associated with the environmental review process associated with AirTrain LGA; (b) increase, by an estimated $4 million, the amount of an existing agreement with Jacobs Civil Consultants, Inc., to provide associated program management services, on an as-needed basis; (c) increase, by an estimated $6.3 million, the amount of an existing agreement with WSP USA (formerly Parsons Brinckerhoff) to provide associated procurement support services; and (d) submit an application to the FAA for the collection and use of up to $55 million in Passenger Facility Charges (PFCs), in the event that the Port Authority has available capacity for the collection of PFCs, to provide for the recovery of the expenditures associated with planning a new AirTrain system at LGA.

LGA is the only major East Coast airport without a direct rail link. Adding a convenient, quality AirTrain connection to LGA is a crucial component of modernizing the airport for an improved passenger experience. Roadway congestion and the lack of a mass transit rail option in and around LGA limits the reliability and predictability of travel time to and from the airport.

Phase II Planning is expected to include the following actions: (1) initiate and advance all applicable federal, state and local environmental review processes; (2) perform pre-feasibility analysis of additional supporting airport landside infrastructure; (3) complete both the capital, operating and maintenance cost estimates and the revenue and cost recovery analysis in support of the project; and (4) provide technical support for the continued development of the project. Staff also anticipate exploring private sector feedback, potential interest and qualifications in participating in alternative project delivery structures.

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

RESOLVED, that continued preliminary planning work (Phase II Planning), to determine the feasibility of constructing, operating and financing a new AirTrain system at LaGuardia Airport (AirTrain LGA), including initiating an environmental review process and advancing the procurement process to determine interest for
AirTrain LGA, at an estimated cost of $55 million, bringing the total authorized planning costs for AirTrain LGA to an estimated cost of $75 million, be and it hereby is authorized; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, within the amount of funding set out above, to: (1) award agreement(s), at an estimated amount of $32 million, including: (a) agreement(s) for expert professional technical and advisory services to support Phase II Planning efforts, on a task-order basis; (b) agreement(s) with the Federal Aviation Administration (FAA) that provide for Port Authority reimbursement of FAA costs associated with the environmental review process associated with AirTrain LGA; (2) increase, by an estimated $4 million, the amount of an existing agreement with Jacobs Civil Consultants, Inc., to provide associated program management services, on an as-needed basis; and (3) increase, by an estimated $6.3 million, the amount of an existing agreement with WSP USA (formerly Parsons Brinckerhoff), to provide associated procurement support 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 submit an application to the FAA for the collection and use of up to $55 million in Passenger Facility Charges (PFCs), in the event that the Port Authority has available capacity for the collection of PFCs, to recover expenditures associated with the foregoing planning effort; 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 and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing planning work, pursuant to authority granted in the By-Laws or other resolution adopted by the Board; and it is further

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

**Request:**
- This item authorizes a 33-year lease with Aero JFK, LLC (Aero JFK) for the letting of approximately 26.48 acres of land at John F. Kennedy International Airport (JFK) for the development of a new cargo handling facility at aggregate ground lease fees estimated at $117.2 million.
- This item also authorizes a 15-year option, at Aero JFK’s sole discretion, which may be exercised to the extent that the Port Authority’s lease with the City of New York for JFK is extended beyond 2065 (the City lease currently expires on December 31, 2050).
- This item also authorizes the modification of an existing contract with Raytheon Company to provide for the removal and relocation of a portion of an existing security fence and associated equipment, related to the proposed cargo development.

**Transaction Details:**
- The proposed new lease would be effective on or about January 1, 2018.
- Aero JFK would construct a 346,000 square foot state-of-the-art cargo handling facility and demolish existing structures on the site. Associated costs to be reimbursed by the Port Authority in an amount not to exceed $24 million.
- Aero JFK is required to invest a minimum of $70 million in the leasehold. In the event Aero JFK fails to make the minimum investment, it would be required to pay any shortfall to the Port Authority as additional rent over the term of the lease.
- The Port Authority will reimburse Aero JFK for any amount expended on the removal and disposal of hazardous materials that is in excess of the amount Aero JFK would have spent on the removal and disposal of ordinary airport contaminated materials, which excess amount will not be subject to the $24 million cap.
- Rental payments would commence on the earlier of (a) 36 months from the lease commencement date, (b) commencement of operations at the site or (c) the date of completion of the construction required to be performed by the Lessee.

**Background:**
- Currently, JFK’s cargo facilities are outdated and need investment to keep up with the modernization in today’s cargo market. The proposed cargo development will provide JFK with a modern cargo handling facility that will maximize revenues and ultimately enhance and benefit the airport community. In addition, the Port Authority would no longer need to maintain these vacant buildings.
- The proposed lease embodies recommendations made by New York Governor Andrew Cuomo’s Aviation Advisory Panel and will provide for new, consolidated and expanded cargo facilities in the north area of the airport that has convenient road access.

It was recommended that the Board authorize the Executive Director to: (1) enter into a lease agreement with Aero JFK, LLC (Aero JFK) for the letting of approximately 26.48 acres of land at John F. Kennedy International Airport (JFK) to provide for: (a) the demolition and removal of Buildings 260/261 and the construction of a new state-of-the-art cargo handling facility (Cargo Facility) located in Cargo Area D on the existing Buildings 260/261 site, by Aero JFK, with associated costs to be reimbursed by the Port Authority, at an amount not to exceed $24 million; and (b) the use and occupancy of the leasehold for a 33-year term, with one 15-year renewal option, subject to the extension of the Port Authority’s airport lease agreement with the City of New York to at least 2065; and (2) modify an existing contract with Raytheon Company (Raytheon) to provide for the removal and relocation of a portion of an existing security fence and associated equipment located on the premises.

The proposed lease would commence on or about January 1, 2018 and have a term of 33 years. It would include a 15-year extension option, at Aero JFK’s sole discretion, but such option could only be exercised if the Port Authority’s lease with the City of New York for JFK is extended to at least 2065, because the lease with the City of New York currently is due to expire on December 31, 2050.

Under the proposed lease, Aero JFK would be required to demolish all existing structures on the premises and perform certain underground utilities work. After Aero JFK completed the demolition and utilities work, it would be required to design and construct an approximately 346,000-square-foot state-of-the-art Cargo Facility with a minimum capital investment of $70 million. The Port Authority would reimburse Aero JFK for such work, in an amount not to exceed $24 million, plus the incremental costs for disposing of hazardous excavated material which exceed the costs for disposing of contaminated, but not hazardous, materials. In the event that Aero JFK failed to make such minimum investment, it would be required to reimburse the Port Authority for any shortfall. Aero JFK would sublease most of the premises to cargo handlers for their operations.

Building rent would not be charged over the duration of the initial 33-year term, in order to allow Aero JFK to amortize its capital investment. The commencement of ground rent would be delayed to allow Aero JFK time to complete its construction, but in no event would ground rent be delayed beyond three years from lease commencement. Estimated aggregate ground rental payments by Aero JFK over the base term of the proposed lease would total approximately $117 million. Additionally, subject to certain exceptions, Aero JFK would pay a sublease fee equal to a percentage of all sublease rentals payable to Aero JFK as of the fifth anniversary of the ground rent commencement date.

The proposed action also would allow for the modification of a contract with Raytheon to provide for removal and relocation of the security fence on and around areas associated with the cargo development. The Port Authority’s actual cost for this modification would be credited against the $24 million work reimbursement cap under the proposed lease with Aero JFK.

Pursuant to the foregoing report, the following resolution was adopted by:
RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a lease agreement with Aero JFK, LLC (Aero JFK) for the letting of approximately 26.48 acres of land at John F. Kennedy International Airport to provide for the demolition and removal of Buildings 260/261 and the construction of a new state-of-the-art cargo handling facility, and the use and occupancy of the leasehold for a 33-year term, with one 15-year renewal option, subject to the extension of the Port Authority’s airport lease agreement with the City of New York to at least 2065, 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 modify an existing contract with Raytheon Company to provide for the removal and relocation of a portion of an existing security fence and associated equipment located on the premises, 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 his authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by General Counsel or his authorized representative.
3. **John F. Kennedy International Airport – Taxiways CA and CB Enhancements – Project Authorization JFK-164.017**

**Request:**
- This item authorizes a $62.2 million project for the rehabilitation of Taxiways CA and CB, including associated taxiways and infrastructure, at John F. Kennedy International Airport (JFK), including the award of a contract to construct the project at a total estimated cost of $41.7 million. Bids will be solicited from a list of pre-qualified airside paving contractors developed from a publicly advertised Request for Qualifications, with award to the lowest qualified bidder.
- This item also authorizes the Executive Director to submit an application for the collection and use of up to $62.2 million in Passenger Facility Charges (PFCs) in the event the Port Authority has available capacity for the collection of PFCs to provide for the recovery of the project expenditures.

**Transaction Details:**
- The project provides for: (a) reconstruction of Taxiways CA and CB, including associated taxiways and infrastructure; and (b) enhancements to the taxiways and associated infrastructure inclusive of electrical and drainage improvements, upgrades of crossing taxiways fillets, and the realignment of portions of both taxiways to conform with aeronautical pavements to support unrestricted aeronautical access to JFK’s North Cargo Area.

**Background:**
- Taxiways CA and CB were last rehabilitated in the 1980’s and designed for fleets of aircraft that predate the current modern new and larger cargo aircraft.
- The pavement exhibits surface cracking, oxidation and raveling due to age-related pavement wear and weathering.
- The rehabilitation and enhancement of Taxiways CA and CB is a crucial step towards consolidating airport cargo operations in the north area of JFK and is consistent with New York Governor Andrew Cuomo’s Aviation Advisory Panel’s cargo recommendations concerning the overall development of the airport.
JOHN F. KENNEDY INTERNATIONAL AIRPORT – TAXIWAYS CA AND CB ENHANCEMENTS – PROJECT AUTHORIZATION AND AWARD OF CONTRACT JFK 164.017

It was recommended that the Board authorize: (1) a project for: (a) the reconstruction of Taxiways CA and CB, including associated taxiways and infrastructure, at John F. Kennedy International Airport (JFK); and (b) enhancements to Taxiways CA and CB and associated infrastructure, inclusive of electrical and drainage improvements, upgrades of crossing taxiways fillets, and the realignment of portions of both taxiways to conform aeronautical pavements to support unrestricted aeronautical access to the North Cargo Area at JFK, at an estimated total project cost of $62.2 million; and (2) the Executive Director to: (a) award Contract JFK 164.017 to perform construction work associated with the foregoing project, at an estimated total construction cost of $41.7 million; and (b) submit an application to the Federal Aviation Administration (FAA) for the collection and use of up to $62.2 million in Passenger Facility Charges (PFCs), in the event that the Port Authority has available capacity for the collection of PFCs, to provide for the recovery of the project expenditures.

Taxiways CA and CB were last rehabilitated in the 1980s and were designed for fleets of aircraft that predate the current modern larger aircraft. In order to maintain a state of good repair, a complete rehabilitation of Taxiways CA and CB, including electrical and drainage infrastructures, is required. In addition, the upgrade of crossing taxiways fillets would meet the current FAA standards.

The rehabilitation and enhancement of Taxiways CA and CB would support future consolidation of airport cargo operations in the north area of JFK. The proposed project would advance state-of-good-repair rehabilitation, with enhancements allowing for seamless access and greater efficiencies in movements of the modern larger aircraft.

Contract JFK 164.017 would be awarded to the lowest-priced qualified bidder, utilizing an existing list of pre-qualified contractors developed from a publicly advertised Request for Qualifications.

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

RESOLVED, that a project for: (1) the reconstruction of Taxiways CA and CB, including associated taxiways and infrastructure, at John F. Kennedy International Airport (JFK); and (2) enhancements to Taxiways CA and CB and associated infrastructure, inclusive of electrical and drainage improvements, upgrades of crossing taxiways fillets, and the realignment of portions of both taxiways to conform aeronautical pavements to support unrestricted aeronautical access to the North Cargo Area at JFK, at an estimated total project cost of $62.2 million, be and it hereby is authorized; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to award Contract JFK 164.017 to perform construction work associated with the reconstruction and enhancements to Taxiways CA and CB at JFK, at an estimated total construction cost of $41.7 million; and it is
further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to submit an application to the Federal Aviation Administration to collect and expend up to $62.2 million in Passenger Facility Charges (PFCs), in the event that the Port Authority has available capacity for the collection of PFCs, to recover expenditures associated with the foregoing planning effort; 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 construction contracts, 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 in the By-Laws or other resolution adopted by the Board; 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 General Counsel or his authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by General Counsel or his authorized representative.
   EWR-154.306

Request:
- This item authorizes a $39.2 million project for the rehabilitation of Runway 11-29 at Newark
  Liberty International Airport (EWR) to maintain a state of good repair, inclusive of the award of
  a contract to construct the project at a total estimated cost of $25.2 million. Bids will be solicited
  from a list of pre-qualified airside paving contractors developed from a publicly advertised
  Request for Qualifications, with award to the lowest qualified bidder.

Transaction Details:
- The project provides for rehabilitation of Runway 11-29, inclusive of electrical infrastructure,
  lighting and signage replacement.
- Runway closures will be required and coordinated with airport stakeholders in order to minimize
  operational impacts.

Background:
- Runway 11-29 is 6,726 feet long by 150 feet wide and serves primarily as a landing runway at
  EWR during times when there are strong winds in the east-west direction.
- Runway 11-29 was last rehabilitated in 2008. Periodic inspections of the runway have identified
  pavement surface cracking, oxidation and raveling due to normal pavement wear and weathering,
  which required certain interim maintenance repairs pending the advancement of the proposed
  project.
- In order to maintain a state of good repair, a complete rehabilitation of Runway 11-29 is
  required, which will include milling and repaving the top 3-inch layer of the existing pavement
  and related site work.
NEWARK LIBERTY INTERNATIONAL AIRPORT – REHABILITATION OF RUNWAY 11-29 – PROJECT AUTHORIZATION AND AWARD OF CONTRACT EWR 154.306

It was recommended that the Board authorize: (1) a project for the rehabilitation of Runway 11-29 at Newark Liberty International Airport (EWR), at an estimated total project cost of $39.2 million; and (2) the Executive Director to award Contract EWR-154.306 to perform construction work associated with the foregoing project, at an estimated total construction cost of $25.2 million.

Runway 11-29, which is 6,726 feet long by 150 feet wide, was last rehabilitated in 2008. It currently exhibits surface distress due to normal pavement wear and weathering, and certain interim repairs to the pavement surface have been performed via work orders over the past several years. In order to maintain a state of good repair, a complete rehabilitation of Runway 11-29 is required, which would include milling and repaving the asphalt pavement surface, and replacing electrical infrastructure, lighting, and signage.

Contract EWR-154.306 would be bid utilizing an existing list of pre-qualified airside paving contractors developed from a publicly advertised Request for Qualifications.

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

RESOLVED, that a project for the rehabilitation of Runway 11-29 at Newark Liberty International Airport, at an estimated total project cost of $39.2 million, be and it hereby is authorized; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to award Contract EWR-154.306 to perform construction work associated with the rehabilitation of Runway 11-29, inclusive of associated electrical infrastructure, lighting and signage replacement, at an estimated total construction cost of $25.2 million; 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 construction contracts, 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 in the By-Laws or other resolution adopted by the Board; 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 General Counsel or his authorized representative, and the terms of such contracts, agreements and other documents shall be subject to review by General Counsel or his authorized representative.
5. **Newark Liberty International Airport – Supplement to Lease Agreements with American Airlines, Inc. – AN-537 and ANA-172; Delta Airlines, Inc. – AN-542; United Airlines, Inc. – ANB-056; and Alaska Airlines, Inc. – ANC-364; and New Lease Agreements with JetBlue Airways Corporation, Southwest Airlines Co., and Air Canada**

**Request:**
- This item requests authorization for the Executive Director to enter into lease supplements with American, Delta, United and Alaska airlines to extend the term of their leases and to enter into new lease agreements with JetBlue, Southwest, and Air Canada airlines for use of gates and associated office and operational space in Terminals A and B-1 at Newark International Airport (EWR) to accommodate the construction of a new domestic passenger terminal at EWR to replace the existing Terminal A.

**Transaction Details:**
- The proposed leases and lease extensions will commence on January 1, 2019, for a five-year period, and expire on December 31, 2023.
- The current leases with American, Delta and Alaska will be supplemented to extend the term.
- New leases are required for JetBlue, Southwest, and Air Canada to assign them specific gates in Terminal A.
- Each of the agreements will contain a provision that provides for the transition from Terminal A to the new Terminal One upon completion of construction.

**Background:**
- While planning and construction for the new terminal takes place, the current airline leases must be extended, and new leases are required to allow the airlines to remain in the existing Terminals A and B-1.
- Upon completion of construction, the airlines will transition into the new terminal.
NEWARK LIBERTY INTERNATIONAL AIRPORT – TERMINALS A AND B-1 – SUPPLEMENT TO LEASE AGREEMENTS WITH AMERICAN AIRLINES, INC. – AN-537 AND ANA-172; DELTA AIR LINES, INC. – AN-542; UNITED AIRLINES, INC. – ANB-056; AND ALASKA AIRLINES, INC. – ANC-364; AND NEW LEASE AGREEMENTS WITH JETBLUE AIRWAYS CORPORATION, SOUTHWEST AIRLINES CO., AND AIR CANADA

It was recommended that the Board authorize the Executive Director to enter into five lease supplements and three new leases for the use of aircraft gates and associated terminal operations space in Terminals A and B-1 at Newark Liberty International Airport (EWR) for a five-year period commencing January 1, 2019 and ending December 31, 2023.

On March 24, 2016, the Board authorized funding for the planning, design and construction of a new terminal at EWR to replace the existing Terminal A. While planning and construction for the new terminal take place, new gate leases and supplements to existing gate leases would allow the airlines to remain in the existing Terminals A and B-1 until completion of construction and transition into the new terminal can take place.

Delta Airlines Inc. (Delta), United Airlines Inc. (United), Alaska Airlines, Inc., formerly Virgin (Alaska), and American Airlines, Inc. (American) currently have leases with the Port Authority for gates and associated space in Terminals A and B-1. These existing leases are due to expire concurrently on December 31, 2018. JetBlue Airways Corporation (JetBlue), Southwest Airlines Co. (Southwest), and Air Canada are currently occupying gates and associated space in Terminal A by way of either subleases or lease assignments. Under the proposed action, these airlines would lease gates and associated space directly from the Port Authority.

Delta would lease five gates and pay the Port Authority aggregate rentals of approximately $55 million over the five-year period. United would lease five gates and pay the Port Authority aggregate rentals of approximately $65.7 million over the five-year period. Alaska would lease one gate and pay the Port Authority aggregate rentals of approximately $11.1 million over the five-year period. American would lease seven gates and pay the Port Authority aggregate rentals of approximately $77.7 million over the five-year period. JetBlue would lease two gates and pay the Port Authority aggregate rentals of approximately $22.2 million over the five-year period. Southwest would lease three gates and pay the Port Authority aggregate rentals of approximately $33.3 million over the five-year period. Air Canada would lease two gates and pay the Port Authority aggregate rentals of approximately $22.2 million over the five-year period. In addition to fixed rentals, all airlines would also remit variable fees consisting of airport services and other charges.

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 supplements to the following lease agreements for the use of gates and associated space in Terminals A and B-1 at Newark Liberty International Airport (EWR), extending the terms of such leases for an additional five-year period, through December 31, 2023, all substantially in accordance with the terms outlined to the Board: Leases AN-537 and ANA-172 with American
RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into new lease agreements with JetBlue Airways Corporation, Southwest Airlines Co., and Air Canada for the use of gates and associated space in Terminal A at EWR, for a five year-period commencing January 1, 2019 and ending December 31, 2023, all 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 leases, supplements and other documents in connection with the foregoing shall be subject to the approval of General Counsel or his authorized representative, and the terms of such leases, supplements and other documents shall be subject to review by General Counsel or his authorized representative.
6. **Lincoln Tunnel – Replacement of the Supervisory Control and Data Acquisition System – Planning Authorization**

**Request:**

- This item authorizes $1.17 million for planning to develop a project to replace the Supervisory Control and Data Acquisition (SCADA) system at the Lincoln Tunnel (LT).

**Transaction Details:**

- The proposed authorization will support the design of a project to provide for the replacement of the SCADA system with a state-of-the-art monitoring and control system at the LT.

**Background:**

- The existing SCADA system, which has been in service since 2003, monitors and controls tunnel ventilation, electrical power distribution, fire protection, tunnel traffic control, and tunnel and street lighting at the Lincoln Tunnel’s Traffic Management Center.

- The proposed planning authorization would determine a suitable replacement of the SCADA system, including developing strategies for its replacement; integrating equipment not currently on the SCADA system; determining required replacement hardware and software; evaluating strategies to minimize the operational impacts to the facility during construction; developing conceptual design drawings; and determining estimated construction costs.

- Final design and construction procurement options will be evaluated in a Stage I study. Based on the Engineering Department’s recommendations, the most efficient procurement method (Design Build or Design-Bid-Build) will be determined to deliver the project.
LINCOLN TUNNEL – REPLACEMENT OF THE SUPERVISORY CONTROL AND DATA ACQUISITION SYSTEM – PLANNING AUTHORIZATION

It was recommended that the Board authorize planning work in support of the development of a project to replace the existing Supervisory Control and Data Acquisition (SCADA) system at the Lincoln Tunnel, at a total estimated cost of $1.17 million.

The Lincoln Tunnel is a critical link between New Jersey and New York; therefore, it is imperative that the tunnel be maintained in a state of good repair, to avoid closures and delays, and to provide for safe passage to the traveling public. The existing SCADA system monitors and controls tunnel ventilation, electrical power distribution, fire protection, tunnel traffic control, and tunnel and street lighting at the Lincoln Tunnel’s Traffic Management Center.

The proposed planning effort includes evaluating the replacement of the SCADA system, which has been in service since 2003, with a state-of-the-art monitoring control system, including: developing strategies for its replacement; integrating equipment not currently on the SCADA system; determining replacement hardware and software required; evaluating strategies to minimize the operational impacts to the facility during construction; developing conceptual design drawings; and determining estimated construction costs.

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

RESOLVED, that planning work to support the development of a project to replace the existing Supervisory Control and Data Acquisition system at the Lincoln Tunnel, at a total estimated cost of $1.17 million, be and it hereby is authorized; 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 contracts for professional and advisory services and such other contracts and agreements as may be necessary to effectuate the foregoing planning work, pursuant to authority granted in the By-Laws or other resolution adopted by the Board; and it is further

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