

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES

Thursday, April 30, 2015

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MINUTES of the Meeting of The Port Authority of New York and New Jersey held Thursday, April 30, 2015 at 150 Greenwich Street, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. John J. Degnan, Chairman
 Hon. Richard H. Bagger
 Hon. George R. Laufenberg
 Hon. Raymond M. Pocino
 Hon. David S. Steiner

NEW YORK

Hon. Scott H. Rechler, Vice-Chairman
 Hon. Kenneth Lipper
 Hon. Jeffrey H. Lynford
 Hon. Jeffrey A. Moerdler
 Hon. Rossana Rosado

Patrick J. Foye, Executive Director
 Darrell B. Buchbinder, General Counsel
 Karen E. Eastman, Secretary

Thomas E. Belfiore, Chief Security Officer
 Vincent J. Borst, Assistant Director, Real Estate Services Department
 Thomas L. Bosco, Director, Aviation
 Ana M. Carvajalino, Assistant Director, Forecasting and Financial Planning, Management and Budget
 Rosemary Chiricolo, Deputy Director, Management and Budget
 Steven J. Coleman, Acting Director, Media Relations
 Nicole Crifo, Senior Advisor to the Chairman
 Stephanie E. Dawson, Acting Chief Operating Officer
 Clarelle DeGraffe, Program Director, Capital Programs, Rail Transit
 Michael Donovan, Contract Staff, World Trade Center Construction
 Erica Dumas, Senior Public Information Officer, Media Relations
 Jose Febrillet, Director, Project Management Office
 Michael A. Fedorko, Director, Public Safety/Superintendent of Police
 Sean M. Fitzpatrick, Chief of Staff to the Chairman
 Michael B. Francois, Chief, Real Estate and Development
 Robert E. Galvin, Chief Technology Officer
 David P. Garten, Chief of Staff to the Vice Chairman
 Lash L. Green, Director, Office of Business Diversity and Civil Rights
 Glenn P. Guzi, Senior External Affairs Representative, Government and Community Affairs
 Linda C. Handel, Deputy Secretary
 Mary Lee Hannell, Chief, Human Capital
 Portia L. Henry, Leadership Fellow, Human Resources
 Mark Hoffer, Director, New Port Initiatives, Port Commerce Department
 Howard G. Kadin, Esq., Law
 Sherien N. Khella, Financial Advisor to the Chief Financial Officer
 Cristina M. Lado, Director, Government and Community Affairs, New Jersey
 Richard M. Larrabee, Director, Port Commerce
 William Laventhal, Executive Policy Analyst, Office of the Executive Director
 John J. Liantonio, Senior External Relations Client Manager, Government and Community Affairs
 John H. Ma, Chief of Staff to the Executive Director

Stephen Marinko, Esq., Law
 Michael P. Marino, Deputy Director, Rail Transit
 Ronald Marsico, Assistant Director, Media Relations
 Angel Martinez, Assistant Director, LaGuardia Airport Redevelopment, Aviation
 Michael G. Massiah, Chief, Capital Planning, Execution and Asset Management
 Daniel G. McCarron, Comptroller
 Elizabeth M. McCarthy, Chief Financial Officer
 James E. McCoy, Manager, Board Management Support, Office of the Secretary
 David J. McGrath, Manager of Marketing and Communications
 Carlene V. McIntyre, Assistant General Counsel
 Emily Miuccio, Senior Business Manager, Special Panel Implementation Office
 Mark F. Muriello, Deputy Director, Tunnels, Bridges and Terminals
 Steven A. Pasichow, Director, Office of Investigation, Office of Inspector General
 John Potter, Manager, Real Estate Services, Real Estate and Development
 Gregory Reszka, Assistant Director, Capital Projects Management, Rail Transit
 Beth E. Siegel, Director, Capital Programs
 Timothy G. Stickelman, Assistant General Counsel
 K. Ocean Stokes, Associate Board Management and Support Specialist, Office of the Secretary
 John A. Tomasulo, Portfolio Manager, Treasury
 Christopher M. Valens, Assistant Director, Media Relations
 Lillian D. Valenti, Chief Procurement and Contracting Officer
 Sheree R. Van Duyne, Manager, Policies and Protocol, Office of the Secretary
 Christopher M. Valens, Senior Public Information Officer, Media Relations
 Ian R. Van Praagh, Acting Director, Government and Community Affairs, New York
 Cheryl A. Yetka, Treasurer
 Christopher R. Zeppie, Director, Office of Environmental and Energy Programs
 Peter J. Zipf, Chief Engineer

Guests:

Amy Herbold, Assistant Counsel, Authorities Unit, Office of the Governor of New Jersey

Speakers:

DaQuan Allen, Local 32BJ
 Murray Bodin, Member of the Public
 Benjamin Brickner, Member of the Public
 Michael Carey, Local 32BJ
 Richard Hughes, Twin Towers Alliance
 Hon. John Sharpe James, Councilman, City of Newark, NJ
 Hon. Thomas H. Kean Jr., Minority Leader, New Jersey Senate
 Curtis Latta, Local 32BJ
 Eduardo Lopez, Unite Here
 Teresa Mancheno, Local 32BJ
 Luis Sanchez, Local 32BJ
 Philip Santora, New York Road Runner
 Steve Sigmund, Global Gateway Alliance
 Hon. Loretta Weinberg, Majority Leader, New Jersey Senate
 Neile Weissman, New York Cycle Club

The public meeting was called to order by Chairman Degnan at 12:20 p.m. and ended at 1:20 p.m. The Board also met in executive session after the public session.

Action on Minutes

The Secretary submitted for approval Minutes of the meeting of March 19, 2015. She reported that copies of these Minutes were delivered to the Governors of New York (in electronic form) and New Jersey (in paper form) on March 20, 2015. The Secretary reported further that the time for action by the Governors of New York and New Jersey expired at midnight on April 7, 2015.

The Secretary reported that the Minutes of March 19, 2015 contain a clerical error on page 23 in the first sentences of the first and third paragraphs of the resolution entitled, “Designation of New York Location for Service of Process and Official Notices,” which has been corrected to accurately reflect the ZIP Code as 10007 for 4 World Trade Center.

Whereupon, the Board unanimously approved the Minutes of the meeting of March 19, 2015.

Report of Committee on Finance

The Committee on Finance reported, for information, on matters discussed and action taken in public and executive sessions at its meeting on April 30, 2015, which included discussion on quarterly portfolio performance and financial results for the first quarter of 2015, and discussion of matters involving ongoing negotiations or reviews of contracts or proposals, and the report was received.

Report of Joint Meeting of Committees on Capital Planning, Execution and Asset Management and Finance

The Committees on Capital Planning, Execution and Asset Management and Finance reported, for information, on matters discussed in executive session at their joint meeting on April 30, 2015, which included discussion of matters related to the purchase, sale, or lease of real property, where disclosure would affect the value thereof or the public interest, and the report was received.

Report of Committee on Operations

The Committee on Operations reported, for information, on matters discussed in public session at its meeting on April 30, 2015, which included discussion of an item to implement energy conservation improvements at Newark Liberty International Airport, and the report was received.

Report of Committee on Capital Planning, Execution and Asset Management

The Committee on Capital Planning, Execution and Asset Management reported, for information, on matters discussed in public and executive sessions at its meeting on April 30, 2015, which included discussion of an item to authorize planning for the replacement of the AirTrain Newark System at Newark Liberty International Airport, discussion of an item for the replacement of barge mooring structures that serve the New York New Jersey Rail, LLC operation at the Greenville Yard-Port Authority Marine Terminal, an update on capital performance results for the first quarter of 2015 and review of a Capital Plan dashboard on the Port Authority website, and discussion of matters involving ongoing negotiations or reviews of contracts or proposals and matters related to the purchase, sale, or lease of real property, where disclosure would affect the value thereof or the public interest, and the report was received.

NEWARK LIBERTY INTERNATIONAL AIRPORT – ENERGY CONSERVATION IMPROVEMENTS TO BE IMPLEMENTED ON A PERFORMANCE BASIS – PROGRAM AUTHORIZATION – PHASE V

It was recommended that the Board authorize the Executive Director to take all actions necessary to implement the fifth phase of the Port Authority Multi-Facility Guaranteed Energy Savings Program (Program), under which the Port Authority would contract with an Energy Service Company (ESCO), Honeywell Building Solutions (Honeywell), through an existing call-in contract issued pursuant to a publicly advertised Request for Proposals (RFP) process, at a total guaranteed maximum price of \$14.3 million, to implement certain energy conservation improvements at Newark Liberty International Airport (EWR). These improvements would yield guaranteed annual operating savings of an average of \$1.2 million per year and approximately \$26.5 million in gross savings to the Port Authority over a 23-year term, inclusive of a three-year installation period and a 20-year average useful life of the improvements.

The scope of work under this proposed authorization includes extensive lighting upgrades at difficult-to-access locations at EWR, such as roadway lighting, high-mast parking lot lighting, and street lighting operated and maintained by the Port Authority. Over 3,300 new lights would be installed. Exterior lighting improvements would be implemented at Parking Lots E, F, P1 through P4, P6, Terminals A and C, the South Cargo Area, areas surrounding Buildings 1, 79, and 80, and the Northeast Corridor rail station. Interior lighting improvements would be performed at the Northeast Corridor station. Inefficient and obsolete mechanical equipment would be upgraded to more energy-efficient and reliable equipment, including at Building 49, where existing boilers would be replaced with high-efficiency condensing boilers, and at Building 80, where existing chillers, pumps, and air-handling units would be replaced with more efficient and reliable equipment. In addition, the heating, ventilation and air conditioning control system for Building 80 would be upgraded, to allow for more even distribution of hot and cooled air. Water conservation measures and building envelope improvements also would be implemented, as needed.

Approximately 63 percent of the lighting to be installed would be “smart” Light-Emitting Diode (LED) capable, which may allow for the future accommodation of sophisticated lighting controls and support ancillary devices, such as closed-circuit television cameras.

The Program would utilize the Energy Performance Contracting model, through which Honeywell would provide a turn-key solution, performing the audit, design, construction management and commissioning of improvements, while also assuming all technical and performance risks. Honeywell also would be responsible for identifying and pursuing grants and incentives available to reduce the total cost of improvements. The cost of the projects would be more than offset by resultant savings.

Each improvement would have a specific monitoring and verification plan, whereby Honeywell would verify its own performance, to determine actual achieved energy consumption reductions, as is prevailing practice when a contractor also would guarantee the savings. Contractually, the monitoring and verification would follow established industry protocol, to determine actual energy consumption reductions achieved, and the Port Authority would be permitted to audit the monitoring and verification findings at any time – either by itself or through a third party. Port Authority staff also would track savings through utility bill analysis.

Honeywell would be compensated by the Port Authority through construction progress payments, based on the percentage completion of items identified in the project schedule, capped at the guaranteed maximum price provided in their accepted proposal. Honeywell has established baseline energy usage figures for the project sites, based on metering of facility equipment, evaluation of facility occupancy characteristics, and analysis of actual utility bills – normalized for weather and other factors – and those figures have been reviewed and approved by staff. Honeywell would perform an annual process of monitoring and verifying energy consumption reductions against this baseline, to ensure that guaranteed savings are realized.

Honeywell would be obligated contractually to pay the Port Authority for a shortfall of expected consumption reductions and their attributed financial value, based on mutually agreed-upon escalation rates for energy market prices, or to modify improvements to ensure proper performance, as agreed by, and at no additional cost to, the Port Authority. In the event that a specific work order were implemented at a cost below the guaranteed maximum price, the sum of the variance between the actual cost and the guaranteed maximum price would be shared between Honeywell and the Port Authority in a negotiated split, with Honeywell's share not to exceed 25 percent. If the parties were unable to resolve any disputes concerning energy savings calculations, disputes would be submitted to a third-party professional engineering firm for resolution.

In March 2010, through a competitive RFP process, the Port Authority established call-in agreements through which ESCOs (including Honeywell) performed audits of Port Authority and Port Authority Trans-Hudson Corporation (PATH) facilities and submitted proposals for energy conservation measures. After review of the proposals, work orders were issued for more detailed Investment Grade Audits, which resulted in the proposals for the energy upgrades at various Port Authority and PATH facilities.

At its meeting on February 9, 2012, the Board authorized the Program, and authorized the Executive Director, on behalf of the Port Authority, to contract with ESCOs Constellation Energy and Johnson Controls Inc. (JCI), through existing call-in contracts issued pursuant to a publicly advertised RFP process, at an aggregate maximum price of \$19.2 million, to implement certain energy conservation improvements at the Port Authority Bus Terminal/Lincoln Tunnel and the PATH Journal Square Transportation Center/Harrison Car Maintenance Facility. Those ESCO agreements extend through 2016, if the Port Authority exercises all available option periods.

At its meeting on September 20, 2012, the Board authorized the second phase of the Program, which authorized the Executive Director, on behalf of the Port Authority, to contract with an ESCO, Honeywell, through an existing call-in contract issued pursuant to a publicly advertised RFP process, at an aggregate maximum price of \$12.2 million, to implement certain energy conservation improvements at EWR (which involved different areas and equipment at EWR than the improvements presently proposed for the fifth phase of the Program) and Stewart International Airport. That ESCO agreement extends through 2016, if the Port Authority exercises all available option periods.

On June 25, 2014, the Board authorized the third phase of the Program, which authorized the Executive Director, on behalf of the Port Authority, to contract with an ESCO, JCI, through an existing call-in contract issued pursuant to a publicly advertised RFP process, at an aggregate maximum price of \$7.5 million, to implement certain energy conservation improvements at John

F. Kennedy International Airport. That base ESCO agreement extends through 2016, if the Port Authority exercises all available option periods.

On December 10, 2014, the Board authorized the fourth phase of the Program, which authorized the Executive Director, on behalf of the Port Authority, to contract with an ESCO, Constellation Energy, through an existing call-in contract issued pursuant to a publicly advertised RFP process, at an aggregate maximum price of \$25.8 million, to implement certain energy conservation improvements at the Port Authority's Tunnels, Bridges, and Terminals facilities. That base ESCO agreement extends through 2016, if the Port Authority exercises all available option periods.

The proposed energy conservation improvements under the fifth phase would yield annual greenhouse gas emissions reductions of approximately 2,800 tons of carbon dioxide equivalent, valued from approximately \$170,000 to \$450,000 in avoided greenhouse gas offset purchases over the 20-year average useful life of the improvements, based on the expected range of projected carbon offset prices. In addition, by replacing older equipment, like lighting, with higher-efficiency, longer-lived equipment, the Port Authority would reduce material usage and cost, which also would yield environmental benefits.

Pursuant to the foregoing report, the Board adopted the following resolution, with Commissioners Bagger, Degnan, Laufenberg, Lipper, Lynford, Moerdler, Pocino, Rechler, Rosado and Steiner voting in favor. General Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to take all actions necessary to implement the fifth phase of the Port Authority Multi-Facility Guaranteed Energy Savings Program, under which the Port Authority would contract with Honeywell Building Solutions, through an existing call-in contract issued pursuant to a publicly advertised Request for Proposals process, at a total guaranteed maximum price of \$14.3 million, to implement certain energy conservation improvements at Newark Liberty International Airport, substantially in accordance with the terms outlined to the Board; and it is further

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

NEWARK LIBERTY INTERNATIONAL AIRPORT – REPLACEMENT OF AIRTRAIN NEWARK SYSTEM – PLANNING AUTHORIZATION

It was recommended that the Board authorize: (1) planning work for the replacement of the AirTrain Newark system at Newark Liberty International Airport (EWR), at an estimated cost of \$40 million; and (2) the Executive Director to: (a) award a contract for expert professional technical services to support the planning effort, on a task-order basis, at an estimated amount of \$30 million; and (b) submit an application to the Federal Aviation Administration (FAA) for permission to use up to \$40 million in Passenger Facility Charges (PFCs) to recover expenditures associated with planning work for a new AirTrain Newark system.

AirTrain Newark serves as the primary means for passengers to transfer between the EWR terminals and on-airport short-term parking lots and rental car facilities, and the Northeast Corridor (NEC) Rail Link Station. The on-airport portion of the AirTrain system commenced operation in 1996, and service was extended to the NEC Rail Link Station in 2001.

Currently, AirTrain experiences crowding issues, because demand exceeds capacity during peak periods and weather-induced delays. Although substantial investment has been made to maintain current operations, such investment has not extended the 25-year design life of the system, nor has it expanded capacity.

The proposed planning work would support alternative analysis, conceptual layouts, environmental review, cost estimates, scheduling, financing needs and funding alternatives for the replacement of AirTrain and coordination with other short-term and long-term development at EWR, including the replacement of Terminal A. Professional services would be required to support the planning effort via task orders, through the selection of a contractor(s) to replace the system, at an estimated amount of \$30 million. The consultant to support the planning effort for the replacement of the AirTrain system would be retained via a publicly advertised Request for Proposals process, with award to the highest-rated proposer. The consultant contract also would include additional tasks to support the oversight and implementation of the replacement of the AirTrain system through project completion, which would be at an additional cost and subject to future authorization.

An application would be submitted to the FAA for recovery of the estimated \$40 million cost of this planning work, through the use of PFCs. Any costs not recovered through PFCs are expected to be recoverable through the EWR Monorail Fee.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners Bagger, Degnan, Laufenberg, Lipper, Lynford, Moerdler, Pocino, Rechler, Rosado and Steiner voting in favor. General Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that planning work for the replacement of the AirTrain Newark system at Newark Liberty International Airport, at an estimated cost of \$40 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: (1) award a contract for expert professional technical services to support the foregoing planning effort, on a task-order basis, at an

estimated amount of \$30 million; and (2) submit an application to the Federal Aviation Administration for permission to use up to \$40 million in Passenger Facility Charges to recover expenditures associated with the foregoing planning work; 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 all documents and agreements in connection with the foregoing planning work shall be subject to the approval of General Counsel or his authorized representative.

GREENVILLE YARD-PORT AUTHORITY MARINE TERMINAL – REPLACEMENT OF BARGE MOORING STRUCTURES – PROJECT AUTHORIZATION AND AWARD OF CONTRACT

It was recommended that the Board authorize: (1) a project to replace seven barge mooring structures that support New York-New Jersey Rail LLC's (NYNJRR) barge operations at the Greenville Yard-Port Authority Marine Terminal, at an estimated total project cost of \$10.2 million; and (2) the Executive Director to: (a) retain architectural and engineering design services from CH2M Hill New York, Inc. to perform final design and post-award construction services for the project, at a total estimated cost of \$593,365, which cost is included within the proposed project authorization amount and is inclusive of \$280,505 in previously authorized preliminary design expenditures; and (b) award Contract NYNJRR-644.537 for the construction of the replacement barge mooring structures, at a total estimated construction cost of \$6.7 million, which cost is included within the proposed project authorization amount.

At its meeting of August 14, 2008, the Board authorized the Executive Director to enter into an agreement with Consolidated Rail Corporation that resulted in the purchase by the Port Authority of NYNJRR and its operations. NYNJRR, a component unit of the Port Authority, operates the only cross-Hudson River rail service in the Port District, transporting rail cars via barge (carfloat) between Greenville Yard in Jersey City, New Jersey and the 65th Street Yard in Brooklyn, New York. The original carfloat terminal, which was constructed in the early 20th century at Greenville Yard, had six barge slips with powered transfer bridge gantries. Additionally, seven barge mooring structures are located northeast of the carfloat's transfer station, and are used primarily to moor in-transit barges waiting in queue for transfer.

During the week of October 28, 2012, Hurricane Sandy and its associated storm surge caused significant flooding and devastation throughout the New York-New Jersey region, including damage to facilities of the Port Authority and its component units. The only remaining operational gantry and slip at Greenville Yard were destroyed, and a pontoon transfer bridge was installed, to facilitate the resumption of operations at NYNJRR. In addition, the seven barge mooring structures were irreparably damaged as a result of Hurricane Sandy.

At its meeting of December 4, 2013, the Board authorized preliminary program funding to define projects to be developed, executed and delivered under a multi-year Storm Mitigation and Resilience Program (Program), and authorized the Executive Director to enter into agreements for the retention of architectural and engineering design services, as well as integrity monitoring services, in support of the Program, at an estimated total cost of \$108 million. Services were limited to Stage I work (i.e., preliminary design and development of a construction estimate and schedule) and an amount of \$1.5 million per project. Following planning analysis, proposed projects then would be prioritized and coordinated, as part of the Program, which would include final design services to support the implementation of individual projects pursuant to the Program, and would be subject to further Board authorization. CH2M Hill New York, Inc. was selected for the currently proposed contract based on an agreement awarded previously pursuant to the December 4, 2013 Board authorization.

The proposed project would include the replacement of the damaged barge mooring structures, through the removal of the existing barge mooring structures at mudline and replacement with a more resilient and cost-effective batter pile dolphin design, which would include drilling or

driving four 24-inch-diameter steel pipe piles to rock, forming and casting concrete pile caps, and installing fender panels and bollards.

An application has been submitted for Federal Emergency Management Agency grants in connection with the project, which is expected to result in recovery of up to 90 percent of eligible planning, engineering, and construction costs. Eligibility for federal reimbursements and grants would necessitate that contracts be awarded in compliance with selection criteria and procedures in accordance with established federal requirements.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners Bagger, Degnan, Laufenberg, Lipper, Lynford, Moerdler, Pocino, Rechler, Rosado and Steiner voting in favor. General Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that a project to replace seven barge mooring structures that support New York-New Jersey Rail LLC's barge operations at the Greenville Yard-Port Authority Marine Terminal, at an estimated total project cost of \$10.2 million, be and it hereby is authorized; and it is further

RESOLVED, that the Executive Director be and hereby is authorized, for and on behalf of the Port Authority, to: (1) retain architectural and engineering design services from CH2M Hill New York, Inc. to perform final design and post-award construction services for the project, at a total estimated cost of \$593,365, which cost is included within the project authorization amount and is inclusive of \$280,505 in previously authorized preliminary design expenditures; and (2) award Contract NYNJRR-644.537 for the construction of the replacement barge mooring structures, at a total estimated construction cost of \$6.7 million, which cost is included within the project authorization amount; and it is further

RESOLVED, that the Executive Director be and hereby is authorized, for and on behalf of the Port Authority, to take action with respect to 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 and agreements in connection with the foregoing project shall be subject to the approval of General Counsel or his authorized representative.

TRIBUTE TO ELIZABETH BRANCH

March 22, 2015 marked the 50th anniversary of Port Authority employment for Holland Tunnel Toll Collector Elizabeth Branch. Ms. Branch is the only Toll Collector, and one of only several Port Authority employees in the agency's history, to reach 50 years of service. This noteworthy achievement highlights a long and valued career in public service.

Elizabeth began her Port Authority career in 1965 as part of a Toll Collector pool collecting revenue at our interstate toll facilities. Soon after, Elizabeth began working steadily at the Holland Tunnel, where she has enjoyed a career as an exemplary Toll Collector ever since. Elizabeth has been the professional face of the Port Authority to many thousands of customers, providing an efficient, pleasant transaction with a smile. With her longstanding reputation for reliability, teamwork, and providing the highest levels of customer service, Elizabeth has mentored and trained many Toll Collectors to uphold the same high standards that she is known for.

Elizabeth's career illustrates true dedication and professionalism – a testament to the values she continues to bring to her work each day. It is with great appreciation that we congratulate Elizabeth on this career milestone, and thank her for her dedication to the Port Authority for five decades. We wish her continued success in the years to come.

Whereupon, the meeting was adjourned.

Secretary