

PORT AUTHORITY TRANS-HUDSON CORPORATION

**COMMITTEE ON OPERATIONS
MINUTES OF SPECIAL MEETING
Wednesday, December 4, 2013**

Authorization for PATH to Continue Participation in TRANSCOM for a
Five-year Period

3

PORT AUTHORITY TRANS-HUDSON CORPORATION

**COMMITTEE ON OPERATIONS
MINUTES OF SPECIAL MEETING**

225 Park Avenue South

New York, NY

Wednesday, December 4, 2013

PRESENT:

Hon. Richard H. Bagger, *pro tem*
Hon. Kenneth Lipper
Hon. Rossana Rosado, *pro tem*
Committee Members

Hon. David Samson, Chairman
Hon. Scott H. Rechler, Vice-Chairman
Hon. Jeffrey H. Lynford
Hon. Jeffrey A. Moerdler
Hon. Raymond M. Pocino
Hon. Anthony J. Sartor
Hon. William P. Schuber
Hon. David S. Steiner
Directors

Patrick J. Foye, President
William Baroni, Jr., Vice-President and Secretary
Darrell B. Buchbinder, Counsel

Heavyn-Leigh American
Thomas E. Belfiore
Matthew R. Bell
Thomas L. Bosco
Steven J. Coleman
Philippe Danielides
Stephanie E. Dawson
John C. Denise
Gretchen P. DiMarco
Joseph P. Dunne
Karen E. Eastman
Michael A. Fedorko
Michael B. Francois
Robert Galvin
David P. Garten
Linda C. Handel
Mary Lee Hannell
Anthony Hayes
Mark Hoffer
Howard G. Kadin

Stephen Kingsberry
Cristina M. Lado
John J. Liantonio
John H. Ma
Lisa MacSpadden
Ronald Marsico
Daniel G. McCarron
Elizabeth M. McCarthy
James E. McCoy
Christopher Mohr
Jared Pilosio
Krista I. Powers
Brian W. Simon
Gerald B. Stoughton
Robert A. Sudman
Christopher M. Valens
Lillian D. Valenti
David M. Wildstein
Peter J. Zipf

Guests:

Nicole Crifo
Janet Ho

Speakers:

Murray Bodin
Margaret Donovan
Richard Hughes
Hon. Gordon Johnson
Hon. Loretta Weinberg

In view of the fact that, as a result of prospective recusals, there would not be a sufficient number of Directors present to consider an item on the agenda at today's Board meeting, Counsel reported that, pursuant to the By-Laws, a special meeting of the Committee on Operations was called to permit the Committee to act on the item for and on behalf of the Board.

The meeting was called to order in public session at 1:49 p.m. and ended at 2:14 p.m.

AUTHORIZATION FOR PATH TO CONTINUE PARTICIPATION IN TRANSCOM FOR A FIVE-YEAR PERIOD

It was recommended that the Board authorize the Director/General Manager, Port Authority Trans-Hudson Corporation (PATH), to: (1) enter into an agreement providing for PATH's continued membership in TRANSCOM, Inc. (TRANSCOM) for the five-year period from 2014 through 2018, at a maximum total contribution by PATH of \$716,220, based upon a \$134,903 contribution for 2014 and an escalation of not more than three percent annually in the subsequent four years; (2) serve on TRANSCOM's Board of Trustees during such five-year period; and (3) enter into a five-year license agreement with TRANSCOM for use of its OpenReach transportation management software, at a total cost of \$97,315.

TRANSCOM originally was created in 1986 as a three-year demonstration program focused on enhancing the region's transportation management capabilities, and by 1989 TRANSCOM had become a permanent regional institution. Other TRANSCOM members include the Connecticut Department of Transportation, the State of New York Metropolitan Transportation Authority (MTA), MTA Bridges and Tunnels, MTA New York City Transit, New Jersey Department of Transportation, New Jersey State Police, New Jersey Transit Corporation, New Jersey Turnpike Authority, New York City Department of Transportation, New York City Police Department, New York State Bridge Authority, New York State Department of Transportation, New York State Police, New York State Thruway Authority, and The Port Authority of New York and New Jersey (Port Authority).

At its January 22, 2009 meeting, the Board authorized, among other things: (1) PATH's continued participation in TRANSCOM for a five-year period from January 1, 2009 through December 31, 2013; and (2) the Director/General Manager, PATH, to enter into an agreement with the other members of TRANSCOM to: (a) continue to participate in TRANSCOM's programs and operations during such five-year period; and (b) provide for PATH's financial contribution toward TRANSCOM's budget for 2009. At its December 10, 2009 meeting, the Board authorized the expenditure of \$125,704 for PATH's financial contribution toward its continued membership in TRANSCOM for 2010. At its December 7, 2010 meeting, the Board authorized the Director/General Manager, PATH, to expend a maximum total amount of \$401,000 for PATH's continued membership in TRANSCOM for the three-year period for 2011 through 2013.

A companion item is being submitted to the Port Authority's Board of Commissioners requesting authorization to provide for the Port Authority's financial contribution toward its continued participation in TRANSCOM for the 2014-2018 period. Together, the Port Authority and PATH provide 19.62 percent of TRANSCOM's member contributions toward the operating budget.

PATH financial contributions toward TRANSCOM's budget in years 2015 through 2018 are subject to the development of the TRANSCOM annual work plan and future budgets. 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, and provides coordinative services and information exchanges during significant events.
- Regional Interagency Construction Coordination, to avoid conflicts and restricted capacity within construction corridors and on parallel or intersecting roadways or transit lines, and to coordinate traffic management plans, diversion routes and communications.
- Intelligent Transportation Systems (ITS) Program that enables members, including the Port Authority and PATH, to benefit from implementing transportation management technologies, including regional transportation information systems across modes, jurisdictions and states.
- TRANSCOM's System for Managing Incidents and Traffic (TRANSMIT), to relay real-time travel times and average speeds and to detect incidents.
- TRANSCOM's new OpenReach regional architecture, which integrates member agencies' ITS systems to enable electronic sharing of real-time operating conditions, information and facility video feeds among agency operations centers. The system also provides feeds for public traveler information, including the New York and New Jersey 5-1-1 traveler information systems.

TRANSMIT information, along with other regional highway and transit data, are disseminated to TRANSCOM members through the OpenReach system. To cover the cost of ongoing operations and maintenance of the system, the TRANSCOM members have agreed to license the OpenReach transportation management software on an annual basis. A companion item is being submitted to the Port Authority's Board of Commissioners requesting authorization to enter into a five-year license agreement for the OpenReach transportation management software.

Pursuant to the foregoing report, the Committee on Operations, acting for and on behalf of the Board pursuant to the By-Laws, adopted the following resolution, with Directors Bagger, Lipper and Rosado voting in favor. Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Committee being present.

RESOLVED, that the Director/General Manager, Port Authority Trans-Hudson Corporation (PATH), be and he hereby is authorized, for and on behalf of PATH, to: (1) enter into an agreement providing for PATH's continued membership in TRANSCOM, Inc. for the five-year period from 2014 through 2018, at a maximum total contribution by PATH of \$716,220, based upon a \$134,903 member contribution for 2014 and an escalation of not more than three percent annually in the subsequent two years; and (2) serve on TRANSCOM's Board of Trustees during such five-year period; and it is further

RESOLVED, that the Director/General Manager, PATH, be and he hereby is authorized, for and on behalf of PATH, to enter into a five-year license agreement to use TRANSCOM's OpenReach transportation management software, at a total cost of \$97,315; and it is further

RESOLVED, that the form of any documents and/or agreements necessary in connection with the foregoing shall be subject to the approval of Counsel or his authorized representative.

Whereupon, the meeting was adjourned.

Counsel