

**SOUTH JERSEY TRANSPORTATION AUTHORITY
BOARD OF COMMISSIONERS MEETING
OCTOBER 30, 2014**

This rescheduled Board of Commissioners Meeting of the South Jersey Transportation Authority was held on October 30, 2014, commencing at 9:01 a.m. at the South Jersey Transportation Authority Administration Building, Farley Service Plaza, Atlantic City Expressway, Milepost 21.3 in Elwood, New Jersey 08217.

Present

Deputy Commissioner Joseph D. Bertoni
Commissioner Joseph W. Devine (via teleconference)
Commissioner Peter C. Elco
Commissioner Maurice B. Hill, Jr., DMD (via teleconference)
Commissioner James J. McCullough
Commissioner Joseph Ripa
Commissioner Christine A. Roberts, EDA
Frank F. Frankowski, Interim Executive Director
Christopher Howard, Governor's Authorities Unit
Jean Cipriani, Esq., General Counsel
Susan Lubrano, Authority Board Secretary

Absent

Vice Chairman Jeffery A. April, Esq.
Commissioner C. Robert McDevitt

Statement of Public Notice

The meeting of the Board of Commissioners was opened advising the Commissioners and public that notice of this rescheduled meeting was duly advertised in the Press of Atlantic City, Camden Courier Post, Newark Star Ledger and with the Secretary of the State of New Jersey of the time, date and place of convening. Notice was posted at the Farley Service Plaza, the Atlantic City International Airport, the Atlantic City Office and Camden Office, as prescribed by law.

Roll Call

| Commissioner | Present | Absent |
|--|----------------|---------------|
| Deputy Commissioner Joseph D. Bertoni | X | |
| Vice Chairman Jeffery A. April, Esq. | | X |
| Commissioner Joseph W. Devine | X | |
| Commissioner Peter C. Elco | X | |
| Commissioner Maurice B. Hill, Jr., DMD | X | |
| Commissioner James J. McCullough | X | |
| Commissioner C. Robert McDevitt | | X |
| Commissioner Joseph Ripa | X | |
| Commissioner Christine A. Roberts | X | |

One (1) member of the public attended this meeting.

Approval of the Agenda

Deputy Commissioner Bertoni called for a motion to approve the October 30, 2014 Agenda. Whereupon, motion was made by Commissioner Ripa and seconded by Commissioner Devine, approving the agenda. Deputy Commissioner Bertoni asked for questions on the motion. No questions were asked. A unanimous vote was taken adopting and approving the agenda. A copy of the agenda is attached hereto and made a permanent part of these official Authority minutes.

Approval of Meeting Minutes

Deputy Commissioner Bertoni called for a motion to approve the September 17, 2014 Meeting Minutes and the October 1, 2014 Special Meeting Minutes. Whereupon, a motion was made by Commissioner Ripa and seconded by Commissioner Elco, approving the September 17, 2014 and October 1, 2014 minutes. Deputy Commissioner Bertoni asked for questions on the motion. No questions were asked. All other Commissioners in attendance voted, approving and adopting the minutes.

Employee Awards

Mr. Frankowski presented Mr. Robert Gazzara, of the Operations Department, with the Quarterly Employee Recognition Award. In Mr. Frankowski's closing remarks, he congratulated Mr. Gazzara on his impending retirement and his 34 years of dedicated service. Mr. Gregory Brandley, on behalf of the Operations Department, presented a plaque to Mr. Gazzara in honor of his service. Deputy Commissioner Bertoni and the Commissioners extended their best wishes to Mr. Gazzara.

Executive Session

Deputy Commissioner Bertoni asked General Counsel if an Executive Session was needed to which General Counsel responded affirmatively.

Mr. Frankowski then presented Resolution 2014-105 to the Deputy Commissioner and Commissioners for the exclusion of the public to discuss personnel matters pertaining to Schedule "A" associated with Resolution 2014-101. The public was advised that the minutes of this Executive Session will be disclosed to the public in accordance with State Law. Chairman Bertoni called for a motion to move into Executive Session. **

Whereupon, the motion was made by Commissioner Ripa and seconded by Commissioner McCullough approving Resolution 2014-105. A unanimous vote was taken approving the resolution, adjourning the open portion of the meeting at 9:07 a.m. A copy of Resolution 2014-105 is attached hereto and made a permanent part of these official Authority minutes. At the close of Executive Session, Deputy Commissioner Bertoni called for a motion to return to the open portion of the meeting.

Whereupon, motion was made by Commissioner McCullough and seconded by Commissioner Devine. The open portion of the meeting reconvened at 9:16 a.m. Deputy Commissioner Bertoni requested the Secretary call the roll.

Roll Call

| Commissioner | Present | Absent |
|-------------------------------------|----------------|---------------|
| Chairman Joseph D. Bertoni | X | |
| Commissioner Jeffery A. April, Esq. | | X |
| Commissioner Joseph W. Devine | X | |
| Commissioner Peter C. Elco | X | |
| Commissioner Maurice B. Hill | X | |
| Commissioner James J. McCullough | X | |
| Commissioner C. Robert McDevitt | | X |
| Commissioner Joseph Ripa | X | |
| Commissioner Christine A. Roberts | X | |

**Upon the reconvening of the regular meeting, General Counsel advised the public that another matter covered under the Open Public Meetings Act's executive session exemptions was discussed during closed session. The discussion pertained to pending litigation on a multi-state guiderail matter.

Executive Report

Deputy Commissioner Bertoni asked for the presentation of the Executive Report. Mr. Frankowski presented the October 30, 2014 Executive Report. A copy of the October 30, 2014 Executive Report is attached hereto and made a permanent part of these official Authority minutes.

Public Response to Agenda Items

Deputy Commissioner Bertoni then asked the public for comments on any of the agenda items. No comments were made.

Committee Reports

Deputy Commissioner Bertoni asked Mr. Frankowski to present the Committee Reports. Mr. Frankowski reported that all Committees met on October 1st. During these meetings Commissioners were briefed on the resolutions being presented this morning as well as the 2015 Operating and Capital Budgets, the Authority's Single Audit, the Atlantic Avenue Lot, the Violation Reduction Enforcement Program, the Executive Order and Legislative Matrix and the Tolls Services RFP. Mr. Frankowski advised that Commissioners were also provided with the schedule of upcoming projects, the EO-8 Report and Airport statistics.

Approval of Bills

Deputy Commissioner Bertoni asked Mr. Frankowski for the presentation of bills. Mr. Frankowski stated that the bills have been sent to the Commissioners previously for their review and are being recommended for their approval. Deputy Commissioner Bertoni called for a motion to approve the bill list. Whereupon the motion was made by Commissioner Devine and seconded by Commissioner Ripa, approving said bill list. Deputy Commissioner Bertoni asked the Commissioners for questions on the motion. There being none, Chairman Bertoni requested that the Secretary call the roll.

Roll Call

| Commissioner | Motion | 2 nd | Yea | Nay | Abstain | Recused | Absent |
|--|--------|-----------------|-----|-----|---------|---------|--------|
| Deputy Commissioner Joseph D. Bertoni | | | X | | | | |
| Vice Chairman Jeffery A. April, Esq. | | | | | | | X |
| Commissioner Joseph Devine | X | | X | | | | |
| Commissioner Peter C. Elco | | | X | | | | |
| Commissioner Maurice B. Hill, Jr., DMD | | | X | | | | |
| Commissioner James J. McCullough | | | X | | | | |
| Commissioner C. Robert McDevitt | | | | | | | X |
| Commissioner Joseph Ripa | | X | X | | | | |

Resolutions and Motions:

Deputy Commissioner Bertoni asked Mr. Frankowski to present the resolutions. Mr. Frankowski advised the Commissioners that he will be presenting a total of five (5) resolutions for their consideration. Mr. Frankowski presented Resolutions 2014-100 through 2014-104. Deputy Commissioner Bertoni called for a motion to approve Resolutions 2014-100 through 2014-104, the motion as presented, was moved by Commissioner Ripa and seconded by Commissioner Devine, approving said resolutions. Deputy Commissioner Bertoni asked for questions on the motion. No questions were asked. There being no further comment or discussion, Deputy Commissioner Bertoni asked the Secretary to call the roll.

Roll Call

| Commissioner | Motion | 2 nd | Yea | Nay | Abstain | Recused | Absent |
|--|--------|-----------------|-----|-----|---------|---------|--------|
| Deputy Commissioner Joseph D. Bertoni | | | X | | | | |
| Vice Chairman Jeffery A. April, Esq. | | | | | | | X |
| Commissioner Joseph Devine | | X | X | | | | |
| Commissioner Peter C. Elco | | | X | | | | |
| Commissioner Maurice B. Hill, Jr., DMD | | | X | | | | |
| Commissioner James J. McCullough | | | X | | | | |
| Commissioner C. Robert McDevitt | | | | | | | X |
| Commissioner Joseph Ripa | X | | X | | | | |

Copies of Resolutions 2014-100 through 2014-104 are attached hereto and made a permanent part of these official Authority minutes.

RESOLUTION 2014-100 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE ISSUANCE OF NOT EXCEEDING \$170,000,000 TRANSPORTATION SYSTEM REVENUE REFUNDING BONDS, 2014 SERIES AND SUBORDINATED BONDS, 2014 SERIES

This resolution authorizes the issuance of refunding bonds and subordinated bonds, the proceeds of which, together with other available funds, will be used to (i) refund or pay the purchase price of all or a portion of the SJTA Transportation System Revenue Bonds, 2004 Series A, 2009 Series A-1, 2009 Series A-2, 2009 Series A-3 and 2009 Series A-4, (ii) if determined by the authorized Authority Officials to be in the best interest of the Authority, make any termination payment required to be made by the Authority in connection with the termination of any existing Swap Agreements, in whole or in part, (iii) make a deposit to the Debt Service Reserve Fund for the refunding bonds, if necessary, (iv) make a deposit to the Subordinated Debt Service Reserve Fund for the subordinated bonds, if necessary, and/or (v) pay costs of issuance of the refunding bonds and subordinated bonds. The resolution also authorizes other actions necessary or desirable in connection with the issuance of such refunding bonds and subordinated bonds.

RESOLUTION 2014-101 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING CERTAIN PERSONNEL ACTIONS

Pursuant to the Authority By-Laws, the Personnel Committee shall advise the Board on issues related to organization structure, equal employment opportunity, labor negotiations, employment practices and personnel actions affecting an individual's employment status or compensation. This resolution seeks Board approval for personnel actions as specified in the "Schedule A" attached to this resolution.

RESOLUTION 2014-102 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE PURCHASE OF CERTAIN LAND BY THE SOUTH JERSEY TRANSPORTATION AUTHORITY FROM PETER MORANO AND MICHELLE MORANO

Resolution 2006-12 authorized the Authority to develop the Atlantic City Expressway Interchange 17, a full interchange at U.S. Route 50 and the Expressway. Peter Morano and Michele Morano ("Morano") are the owners of real property known as Lot 5 in Block 876 on the Official Tax Map of the Township of Hamilton, Atlantic County, a portion of which was within the boundaries of the Interchange 17 project area. On or

about October 9, 2007, an appraisal of the Morano property was performed by Jerome J. McHale, MAI of JMA Appraisal Group and it was determined that the market value of the Morano property was \$23,000.00. The Authority made a bona fide offer to purchase the above referenced property from Morano in the amount of \$23,000.00, which was accepted by Morano. Resolution 2008-83 authorized the Authority to enter into an agreement with Morano for the purchase of said property in an amount not to exceed \$23,000.00. As settlement for the purchase of the property was delayed, the Authority entered into a site access agreement with Morano to access the property until a later time when the settlement could take place. As 6 years has passed since the original authorization was received to purchase the property, the Authority deemed it necessary to have a second appraisal of the property done prior to moving forward with the purchase. On August 28, 2014, a second appraisal was performed by Jerome J. McHale, MAI of JMA Appraisal Group and it was determined that the market value of the Morano property was \$8,200. This bona fide offer to purchase this property, in an amount of \$8,200.00 was made by the Authority and accepted by Morano. Resolution 2014-102 seeks approval to purchase said property.

RESOLUTION 2014-103 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE AWARD OF A CONTRACT TO CHEMUNG SUPPLY CORPORATION, OF ELMIRA, NEW YORK FOR THE PURCHASE AND DELIVERY OF GUIDE RAIL PARTS AND SUPPLIES REBID

On July 25, 2014 and July 26, 2014 the Authority publicly advertised for bids for the Purchase and Delivery of Guide Rail Parts and Supplies. In response to said advertising, on August 19, 2014 two (2) bids were received, opened and tabulated to determine if same met all the requirements of the Specifications and Instructions to Bidders. Both bids were considered non-responsive and were therefore rejected. On September 3, 2014 and September 4, 2014 the Authority publicly re-advertised for bids for the Purchase and Delivery of Guide Rail Parts and Supplies (Rebid). In response to said advertising, on September 16, 2014 two (2) bids were received, opened and tabulated and Chemung Supply Corporation, of Elmira, New York was deemed the lowest responsive, responsible bidder. The Authority desires to enter into an agreement with Chemung Supply Corporation, of Elmira, New York, for the Purchase and Delivery of Guide Rail Parts and Supplies (Rebid) for a term of 1 year, with an option to renew the contract for 1 additional year. The agreement is an open-ended price agreement with funds being encumbered contingent upon the availability of funds in the applicable budget year.

RESOLUTION 2014-104 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY DIRECTING THE UNDERTAKING OF A CONTINUING DISCLOSURE REVIEW AND AUTHORIZING PARTICIPATION IN THE "MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION" INITIATIVE OF THE DIVISION OF ENFORCEMENT OF THE U.S. SECURITIES EXCHANGE COMMISSION

In connection with the issuance of Bonds, the Authority (the Issuer) covenanted with Bondholders to provide certain secondary market information on an annual basis to the Nationally Recognized Municipal Securities Information Repositories (pre-2009) and to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access Data Port (2009 to present) ("EMMA"), including, but not limited to, audited financial statements, budgets, other financial and operating data and ratings changes. The Securities and Exchange Commission (the "SEC") has recently focused attention on what it alleges is widespread failure of government issuers across the nation to meet their continuing disclosure obligations and misrepresentation through material misstatements in an official statement (innocently, inadvertently or otherwise) of past compliance with continuing disclosure obligations. In an effort to remedy these perceived issues, the SEC has implemented the Municipalities Continuing Disclosure Cooperation Initiative (the "MCDC"), a limited-time program ending at 12:00 a.m. on December 1, 2014, that encourages issuers of municipal bonds, including the Issuer, to self-report possible material misstatements or omissions, made in the past five (5) years in an official statement regarding compliance with prior continuing disclosure obligations. The Authority desires to conduct a disclosure review which will summarize the results of the Authority's prior compliance with its secondary market disclosure obligations and compare those results to the statements made by the Authority's official statements regarding past compliance (the "Disclosure Review").

Petitions or Communications, Unfinished Business and New Business

Deputy Commissioner Bertoni asked if there were any petitions or communications, unfinished or new business. Mr. Frankowski responded that all petitions and communications were either mailed prior to the meeting or are at their place. Mr. Frankowski advised the Deputy Commissioner that he has no new or unfinished business to discuss.

General Comment

Deputy Commissioner Bertoni asked the public for any general comments. No comments were made.

Adjournment

There being no further business, Chairman Bertoni called for a motion to adjourn the meeting. Whereupon, the motion was made by Commissioner Ripa and seconded by Commissioner Elco to adjourn the meeting. A unanimous voice vote was taken adjourning the meeting at 9:24 a.m.

Submitted by:

Susan Lubrano, Authority Board Secretary

Note: An Executive Session was held during this meeting.