

Gateway Development Commission
Meeting of The Board
Held In-Person

May 16, 2022

MINUTES

The following Commissioners were present:

NEW JERSEY

Balpreet Grewal-Virk, Co-Chair
Janine Bauer
Jerry Zaro

NEW YORK

Steven M. Cohen, Co-Chair
Jamey Barbas
Marie Therese Dominguez

AMTRAK

Anthony R. Coscia, Vice Chair

I. Call to Order

The public meeting was called to order by Co-Chair Cohen at approximately 12:02 PM.

Co-Chair Cohen advised that as part of the transition from virtual meetings, public comments were being solicited both in-person and virtually, and audio of the meeting was being live-streamed from the Gateway Program website.

Co-Chair Cohen noted that the Commission was continuing to solicit virtual comments, and that a form for soliciting these comments was posted on the Gateway Program website for those who wished to submit a comment for today's meeting.

Acting Secretary Caulfield conducted a roll call and confirmed that there was a quorum.

Acting Secretary Caulfield stated that adequate notice of today's regular public meeting of the Board of Commissioners of the Commission had been provided in accordance with the Commission's enabling legislation.

II. Executive Session

Co-Chair Cohen requested a motion to enter Executive Session to discuss contract negotiations, personnel matters and matters in which the release of information could impair a right to receive funds from the United States or other grantor. Co-Chair Cohen noted that the Board would reconvene the public meeting upon the conclusion of Executive Session for an update on the Gateway Program. Commissioner Zaro seconded the motion, and it was unanimously adopted at approximately 12:05 PM

III. Reconvening of Public Meeting

The public meeting was reconvened by Co-Chair Cohen at approximately 1:07 p.m. Acting Secretary Caulfield confirmed that all Commissioners were present and that there was a quorum.

IV. Report on Minutes of the November 16, 2021 Meeting

Acting Secretary Caulfield reported that copies of the Minutes of the meeting of November 16, 2021 were delivered in electronic form by Acting Secretary Caulfield to the Governors of New York and New Jersey on November 29, 2021 and that the time for action by the Governors of New York and New Jersey expired at midnight on December 14, 2021, at which time the actions recorded in the Minutes went into full force and effect.

V. Gateway Program Update

Frank Sacr and Stephen Sigmund provided an update presentation on the Gateway Program.

Following the presentation, Co-Chair Cohen thanked Mr. Sacr and Mr. Sigmund for their update, and asked if there were any questions or comments from the Board. None of the Commissioners had any questions or comments.

VI. Public Comments

Co-Chair Cohen announced that prior to voting on today's action items that the Commission had solicited in-person and virtual comments from the public in advance of, and during, today's meeting. He indicated that a form for soliciting these comments was posted to the Gateway Program website and was available throughout today's meeting. He also indicated that public attending in-person had opportunity to sign up in advance or when arriving today. Two written comments were received by 5:00 PM on May 15, 2022 and had been distributed to the Board and posted on the Gateway Program website in advance of the meeting. All written comments received during the meeting would be distributed to the Board, posted on the Gateway Program website, and filed in the Commission's records after the meeting. There were two additional written comments received following the initial May 15th deadline.

The following individuals provided comment:

Virtual Public Comments Received for May 16, 2022 Board Meeting:

Commenter	Topic
Carlo Scissura, NY Building Congress	Project Start
Bruce Bergen, Raritan Valley Coalition	Gateway Tunnel Project
Lauren Colacurcio, Association for a Better New York (ABNY), Inc.	Supportive comment on the progress of the Gateway Program
Felicia Park-Rogers, Tri-State Transportation Campaign	Supportive comment on the progress of the Gateway Program

In-Person Public Comments Received during May 16, 2022 Board Meeting:

Commenter	Topic
Brian Fritsch, Build Gateway Now Coalition	GDC support
Joseph Clift, Individual	CEO Appointment

VII. Action Item

#0522-01: Authorizing the service of Chief Executive Officer and for Co-Chairs and Vice Chair to resolve terms and scope of retention

The Board also acted on the referenced action item, enclosed herewith. Co-Chair Cohen made a motion, and Commissioner Zaro seconded the motion. The roll call vote is referenced in the attached Resolution.

VIII. Adjournment

There being no further business, Co-Chair Cohen requested a motion to adjourn the meeting, and upon the motion being duly made by Co-Chair Cohen and seconded by Commissioner Barbas, the meeting was adjourned at approximately 2:35 p.m.

Respectfully submitted,

/s/ Edmund Caulfield
Edmund Caulfield, Acting Secretary

#0522-01: AUTHORIZING THE SERVICE OF CHIEF EXECUTIVE OFFICER AND FOR CO-CHAIRS AND VICE CHAIR TO RESOLVE TERMS AND SCOPE OF RETENTION

The Gateway Development Commission Act (“GDC Act”) holds that the officers of the Gateway Development Commission (“Commission” or “GDC”) shall include a Chief Executive Officer (“CEO”), among other officers. See N.J.S.A. 32:36-4(b); 2019 N.Y. Laws Ch. 108, Section 2(3)(g).

The GDC Act also provides that the Commission has the power to “[a]ppoint, employ, contract with, and compensate such officers, ... as the business of the Commission may require ...” N.J.S.A. 32:36-8(l), 2019 N.Y. Laws Ch. 108, Section 2(7)(l)

Section 3.01 of the Bylaws of the Commission adopted March 5, 2021 (and amended on July 12, 2021), include the CEO as an initial officer of the Commission.

Section 3.03 of the Bylaws provide that “[e]ach Officer shall be appointed by the Board and shall serve at the pleasure of the Board ...”

As such, the Commissioners of GDC are entrusted with the authority to appoint senior staff including a CEO.

In appointing a CEO it is appropriate and necessary for GDC to take into consideration the views of its Member-Partners, namely Amtrak, the States of New York and New Jersey, as well as its Federal Partners, namely Federal Railroad Administration (FRA) and Federal Transit Administration (FTA).

The Governors of New Jersey and New York have the right to veto official actions of the GDC Board of Commissioners, including the selection of a CEO, and therefore the Board of Commissioners has an interest in receiving input, if not a recommendation, from the Governors of New Jersey and New York, with respect to selection of a CEO.

The Governors of New Jersey and New York, as well as senior leadership of Amtrak, have given appropriate consideration and engaged in due diligence with respect to a potential GDC CEO and have jointly announced their recommendation of the hiring of Kris Kolluri for that position on terms to be decided by the GDC Commissioners.

The Secretary of the US Department of Transportation has publicly endorsed the recommendation of the hiring of Mr. Kolluri.

GDC Commissioners have interviewed Mr. Kolluri, have consulted with the Offices of the Governors of New Jersey and New York regarding Mr. Kolluri’s qualifications to be CEO and their respective recommendations to have him serve in that position, have reviewed materials provided by the New Jersey and New York Governors’ Offices, including background checks undertaken at the direction of the Governors, and have otherwise reviewed Mr. Kolluri’s qualifications. Based on all the foregoing, the GDC Commissioners have found him qualified to serve as CEO.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners Barbas, Bauer, Cohen, Coscia, Dominguez, Grewal-Virk and Zaro voting in favor:

RESOLVED, that Co-Chairs, Balpreet Grewal-Virk and Steven M. Cohen, and Vice Chair, Anthony Coscia, are authorized 1) to engage in negotiations with Mr. Kolluri regarding the appropriate terms of his service as CEO, and 2) to enter into an agreement for Mr. Kolluri’s engagement as CEO; and be it further

RESOLVED, that the Co-Chairs and Vice Chair shall report back to the Board of Commissioners with respect to the terms of Mr. Kolluri's engagement, but need no further authorization from the Board with respect to consummating the arrangements for Mr. Kolluri's appointment and service as CEO.