

Exhibit H

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
AUTOMOBILE CLUB OF NEW YORK, INC. d/b/a
AAA NEW YORK and AAA NORTH JERSEY, INC.,

Plaintiffs,

v.

11 CIV 6746
(RJH)

AFFIDAVIT

THE PORT AUTHORITY OF NEW YORK AND
NEW JERSEY,

Defendant.

-----X

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

KAREN E. EASTMAN, being duly sworn, deposes and says:

1. I am the Secretary of The Port Authority of New York and New Jersey (the "Port Authority") and the custodian of records for the Board of Commissioners of the Port Authority. I make this affidavit to certify the record of the proceedings by the Board of Commissioners for the approval of the toll and fare increases that went into effect at PATH and the Port Authority's tunnels and bridges on September 18, 2011. I make this affidavit in opposition to Plaintiffs' application for a preliminary injunction and in support of the Port Authority's motion to dismiss Plaintiff's action.

2. The Notice of the Public Hearings (scheduled for August 16, 2011 for the purpose of permitting public comment on the proposed toll and fare increases) was published in The Daily News, Newsday and The Staten Island Advance on August 6, 2011 in accordance with the Port Authority's policy of publishing such notices ten days in advance of the hearings. The Notice and affidavits of publications are annexed hereto as Exhibit A. Arrangements were also made for The New York Times, The Star Ledger and the Bergen Record to publish this information at a later date as a courtesy to the public.

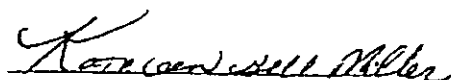
3. The Minutes for the Meeting of the Board of Commissioners on August 19, 2011, when the toll and fare increases for the Port Authority and PATH were approved, are annexed hereto as Exhibit "B". The toll and fare increases that were approved on August 19, 2011 were less than those initially proposed in the Notice of the Public Hearing. See Exhibits A & B.

4. The actions of the Commissioners at Board Meetings are subject to a gubernatorial review period expiring ten business days after delivery of the Minutes to both the Governor of the State of New York and the Governor of the State of New Jersey. Each Governor may approve or veto the action of the Commissioners from his or her State within such ten business-day period. In the event that the ten-business-day period expires without the approval or veto of the Governor, the actions taken by the Commissioners have force and effect as recorded in the Minutes. The letters transmitting the Minutes of the Meeting of the Board of Commissioners on August 19, 2011 to the Governors of New York and New Jersey are annexed hereto as Exhibit "C".

5. The Memorandum dated September 6, 2011 from me to the Executive Director advising that the gubernatorial review period had expired for the August 19, 2011 Minutes and that the toll and fare increases approved by the Board of Commissioners on August 19, 2011 would go into effect as approved is annexed hereto as Exhibit "D".


KAREN E. EASTMAN

Sworn to before me this
3 day of November 2011.


Notary Public

KATHLEEN GILL MILLER
Notary Public, State of New York
No. 02M15014338
Qualified in Westchester County
Commission Expires on July 15, 2015

EXHIBIT A

14 Saturday, August 8, 2011

DAILY NEWS NY Daily News.com

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Notice of Public Hearings

The Port Authority of New York and New Jersey is seeking the public's comments on toll and fare increases on the bridge, tunnel and Port Authority Trans-Hudson (PATH) rail system components of the Port Authority's Interstate Transportation Network.

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Current off-peak hours: All other times and six holidays; Proposed off-peak hours: All other times.

Current weekday overnight hours for trucks: 12 Midnight - 6 a.m. weekdays. Proposed weekday overnight hours for trucks: Sunday - Thursday beginning at 10 p.m. - 6 a.m.

Class 1 vehicles - two axles, single rear wheels: E-ZPass off-peak will increase from \$6.00 to \$10.00 in 2011 and to \$12.00 in 2014; E-ZPass peak will increase from \$8.00 to \$12.00 in 2011 and to \$14.00 in 2014; and cash tolls at all times will increase from \$8.00 to \$15.00 in 2011 and to \$17.00 in 2014.

Class 2 vehicles - two axles, dual rear wheels: E-ZPass off-peak will increase from \$14.00 to \$26.00 in 2011 and to \$30.00 in 2014; E-ZPass peak will increase from \$16.00 to \$28.00 in 2011 and to \$32.00 in 2014; E-ZPass weekday overnight for trucks will remain at \$11.00 in 2011 and increase to \$15.00 in 2014; and cash tolls at all times will increase from \$16.00 to \$34.00 in 2011 and to \$38.00 in 2014.

Class 3 vehicles - three axles: E-ZPass off-peak will increase from \$21.00 to \$39.00 in 2011 and to \$45.00 in 2014; E-ZPass peak will increase from \$24.00 to \$42.00 in 2011 and to \$48.00 in 2014; E-ZPass weekday overnight for trucks will remain at \$16.50 in 2011 and increase to \$22.50 in 2014; and cash tolls at all times will increase from \$24.00 to \$51.00 in 2011 and to \$57.00 in 2014.

Class 4 vehicles - four axles: E-ZPass off-peak will increase from \$28.00 to \$52.00 in 2011 and to \$60.00 in 2014; E-ZPass peak will increase from \$32.00 to \$56.00 in 2011 and to \$64.00 in 2014; E-ZPass weekday overnight for trucks will remain at \$22.00 in 2011 and increase to \$30.00 in 2014; and cash tolls at all times will increase from \$32.00 to \$68.00 in 2011 and to \$76.00 in 2014.

Class 5 vehicles - five axles: E-ZPass off-peak will increase from \$35.00 to \$63.00 in 2011 and to \$75.00 in 2014; E-ZPass peak will increase from \$40.00 to \$70.00 in 2011 and to \$80.00 in 2014; E-ZPass weekday overnight for trucks will remain at \$27.50 in 2011 and increase to \$37.50 in 2014; and cash tolls at all times will increase from \$40.00 to \$85.00 in 2011 and to \$95.00 in 2014.

Class 6 vehicles - six axles or more, or combination of vehicles totaling at least six axles: E-ZPass off-peak will increase from \$42.00 to \$78.00 in 2011 and to \$90.00 in 2014, with \$13.00 additional for each axle over six in 2011 and \$15.00 in 2014; up from \$7.00; E-ZPass peak will increase from \$48.00 to \$84.00 in 2011 and to \$96.00 in 2014, with \$14.00 additional for each axle over six in 2011 and \$16.00

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Class 7 vehicles - recreational vehicles and Class 1 and 11 vehicles with trailers: E-ZPass off-peak will increase from \$11.00 to \$21.00 in 2011 and to \$25.00 in 2014, with \$11.00 additional for each axle over three in 2011 and \$13.00 in 2014, up from \$5.00; E-ZPass peak will increase from \$13.00 to \$23.00 in 2011 and to \$27.00 in 2014, with \$11.00 additional for each axle over three in 2011 and \$13.00 in 2014, up from \$5.00; and cash tolls at all times will increase from \$13.00 to \$29.00 in 2011 and to \$35.00 in 2014, with \$14.00 additional for each axle over three in 2011 and \$16.00 in 2014, up from \$5.00.

Class 8 vehicles - two-axle buses and mini buses: E-ZPass off-peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; E-ZPass peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; and cash tolls at all times will increase from \$6.00 to \$20.00 in 2011 and to \$22.00 in 2014.

Class 9 vehicles - three-axle buses and mini buses: E-ZPass off-peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; E-ZPass peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; and cash tolls at all times will increase from \$6.00 to \$20.00 in 2011 and to \$22.00 in 2014.

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Carpool Plan - Class 1 or 11 vehicles with three or more people: E-ZPass off-peak will increase from \$2.00 to \$6.00 in 2011 and to \$8.00 in 2014; and E-ZPass peak will increase from \$2.00 to \$6.00 in 2011 and to \$8.00 in 2014.

GREENPass - eligible low-emission Class 1 vehicles: E-ZPass off-peak will remain at \$4.00 in 2011 and increase to \$6.00 in 2014; and E-ZPass peak will increase from \$8.00 to \$12.00 in 2011 and to \$14.00 in 2014.

The Port Authority Staten Island Bridges Plan - The plan will increase from \$80 to \$120 for 20 trips in a 35-day period at the Goethals Bridge, Outerbridge Crossing and Bayonne Bridge in 2011; and the plan will increase to \$140 for 20 trips in a 35-day period in 2014.

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The basic PATH fare will increase from to \$1.75 per trip to \$2.75 in 2011. The fare for 10-, 20- and 40-trip SmartLink cards will increase from \$1.30 per trip to \$2.10 in 2011. The 1-day pass will increase from \$6.00 to \$8.25 in 2011. The 7-day pass will increase from \$18.00 to \$29.00 in 2011. The 30-day pass will increase from \$54.00 to \$89.00 in 2011. The senior fare will remain \$1.00.

The toll and fare increase in 2011 is expected to result in approximately \$720 million of additional annual revenue and the toll and fare increase in 2014 is expected to result in approximately \$290 million of additional annual revenue.

The Port Authority will conduct nine public hearings to provide more information and give the public the opportunity to comment on the toll and fare increases on August 16, 2011, at the following locations:

Newark Liberty International Airport
1 Conrad Road
Building 157, Bay 3
Newark, NJ 07114
973-961-6161
8 a.m.

Port Authority Technical Center
241 Erie Street, Room 212
Jersey City, NJ 07310
201-216-2700
8 a.m.

Port Ivory/Howland Hook
40 Western Ave.
Staten Island, NY 10303
718-330-2950
8 a.m.

Port Authority Bus Terminal
625 8th Avenue
Times Square Conference Room - 2nd Floor
New York, NY 10018
212-502-2240
8 a.m.

George Washington Bridge Administration Building
220 Bruce Reynolds Way
Conference Room
Fort Lee, NJ 07024
201-346-4005
6 p.m.

Holland Tunnel Administration Building
13th Street & Provost Street
Conference Room
Jersey City, NJ 07310
201-360-5021
6 p.m.

George Washington Bridge Bus Station
4211 Broadway
Lower Level Conference Room
New York, NY 10033
201-346-4005
6 p.m.

John F. Kennedy International Airport
Port Authority Administration
Building 14, 2nd Floor Conference Room
Jamaica, NY 11430
718-244-3501
6 p.m.

Online Hearing, 2 p.m. www.panynj.gov

Those wishing to speak at one or more of the public hearings are encouraged to pre-register online at www.panynj.gov or by telephone at 212-435-6916. Prospective speakers may also register at the hearing location, and will be scheduled to speak after the pre-registered speakers have completed their statements. Deadline to register is 30 minutes after the start of each hearing. Comments will be limited to three minutes. Please refer to the Port Authority Web site, www.panynj.gov, for more information.

Written comments may be mailed to:
Public Hearing Comments
225 Park Avenue South, 18th Floor
New York, NY 10003

Comments submitted online will be accepted through 6 p.m. August 16, 2011, via the web site www.panynj.gov

STATE OF NEW YORK
COUNTY OF NEW YORK

Clara Doyle being duly sworn, says that he/she is a principal clerk and a duly authorized designee of Daily News, L.P., publisher of the 'DAILY NEWS,' a daily and Sunday newspaper published in the City of New York and that the notice, of which the annexed is a copy, was published in said newspaper and online within the section of:

(copy of ad pasted here)

Legal/Public/Notices of the
Edition(s)
City and Suburban

Clara Doyle
(Representative's signature)
Authorized Designee of Daily News, L.P.,
Publisher of the Daily News

Sworn to before me this
9th day of *August* 2011

Barbara E. Torres
Public Notary

BARBARA E. TORRES
Notary Public, State of New York
No. 0170629539
Qualified in New York County
Commission Expires March 29, 2014

AFFIDAVIT OF PUBLICATION

STATE OF NEW YORK

) ss:

COUNTY OF SUFFOLK

Linda Hanna of Newsday Media Group, (Newsday) being duly sworn. Says that such person is, and at the time of publication of the annexed Notice was a duly authorized custodian of records of Newsday Media group, the publisher of Newsday a newspaper published in the Counties of Suffolk, Nassau, City, and elsewhere in the State of New York and other places, and that the Notice (a copy of which is annexed here to) was published in the following editions/counties of Newsday, as indicated by the initial in the box.

Nassau ✓

Suffolk ✓

City ✓

On the following date(s):

8-06-2011

SWORN to before me this

9th Day August 2011

Linda Hanna

Barbara A. Calligaris

Notary

Barbara A. Calligaris
Notary Public, State of New York
No. 01CA0085450
Qualified in Suffolk County
Commission Expires December 30, 2014

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STATE OF NEW YORK

COUNTY OF RICHMOND

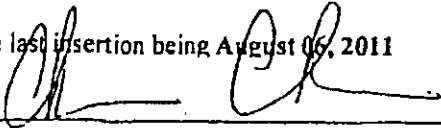
CHRISTINE CHRISSOTIMOS being duly sworn, says that she is the Legal Advertising Clerk of the **STATEN ISLAND ADVANCE**, a daily newspaper printed and published in the County of Richmond, State of New York: that a **NOTICE**, of which the annexed is a printed copy, has been regularly published in said newspaper

For (**1**) (time(s) on the following date(s) to wit:

August 06, 2011

commencing on the **6th** day of **August**

and the last insertion being **August 06, 2011**



Sworn to before me this **6th** day of **August**



0000792045

Arthur Silverstein
Notary Public, State of New York
No. 43-4646374
Qualified in Richmond County
Commission Expires **5/21/15**

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in 2014, up from \$8.00; E-ZPass weekday overnight for trucks will remain at \$33.00 in 2011 and increase to \$45.00 in 2014, with each additional axle over six remaining at \$5.50 in 2011 and increasing to \$7.50 in 2014; and cash tolls at all times will increase from \$48.00 to \$102.00 in 2011 and to \$114.00 in 2014, with \$17.00 additional for each axle over six in 2011 and \$19.00 in 2014, up from \$8.00.

Class 7 vehicles - recreational vehicles and Class 1 and 11 vehicles with trailers: E-ZPass off-peak will increase from \$11.00 to \$21.00 in 2011 and to \$25.00 in 2014, with \$11.00 additional for each axle over three in 2011 and \$13.00 in 2014, up from \$5.00; E-ZPass peak will increase from \$13.00 to \$23.00 in 2011 and to \$27.00 in 2014, with \$11.00 additional for each axle over three in 2011 and \$13.00 in 2014, up from \$5.00; and cash tolls at all times will increase from \$13.00 to \$29.00 in 2011 and to \$33.00 in 2014, with \$14.00 additional for each axle over three in 2011 and \$16.00 in 2014, up from \$5.00.

Class 8 vehicles - two-axle buses and mini buses: E-ZPass off-peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; E-ZPass peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; and cash tolls at all times will increase from \$6.00 to \$20.00 in 2011 and to \$22.00 in 2014.

Class 9 vehicles - three-axle buses and mini buses: E-ZPass off-peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; E-ZPass peak will increase from \$4.00 to \$10.00 in 2011 and to \$12.00 in 2014; and cash tolls at all times will increase from \$6.00 to \$20.00 in 2011 and to \$22.00 in 2014.

Class 11 vehicles - motorcycles: E-ZPass off-peak will increase from \$5.00 to \$9.00 in 2011 and to \$11.00 in 2014; E-ZPass peak will increase from \$7.00 to \$11.00 in 2011 and to \$13.00 in 2014; and cash tolls at all times will increase from \$7.00 to \$14.00 in 2011 and to \$16.00 in 2014.

Carpool Plan - Class 1 or 11 vehicles with three or more people: E-ZPass off-peak will increase from \$2.00 to \$6.00 in 2011 and to \$8.00 in 2014; and E-ZPass peak will increase from \$2.00 to \$6.00 in 2011 and to \$8.00 in 2014.

GREENPass - eligible low-emission Class 1 vehicles: E-ZPass off-peak will remain at \$4.00 in 2011 and increase to \$6.00 in 2014; and E-ZPass peak will increase from \$8.00 to \$12.00 in 2011 and to \$14.00 in 2014.

The Port Authority Staten Island Bridges Plan - The plan will increase from \$80 to \$120 for 20 trips in a 35-day period at the Goethals Bridge, Outerbridge Crossing and Bayonne Bridge in 2011; and the plan will increase to \$140 for 20 trips in a 35-day period in 2014.

PATH Fare Proposal

The basic PATH fare will increase, from to \$1.75 per trip to \$2.75 in 2011. The fare for 10-, 20- and 40-trip SmartLink cards will increase from \$1.30 per trip to \$2.10 in 2011. The 1-day pass will increase from \$6.00 to \$8.25 in 2011. The 7-day pass will increase from \$18.00 to \$29.00 in 2011. The 30-day pass will increase from \$54.00 to \$89.00 in 2011. The senior fare will remain \$1.00.

The toll and fare increase in 2011 is expected to result in approximately \$720 million of additional annual revenue and the toll and fare increase in 2014 is expected to result in approximately \$290 million of additional annual revenue.

The Port Authority will conduct nine public hearings to provide more information and give the public the opportunity to comment on the toll and fare increases on August 16, 2011, at the following locations:

Newark Liberty International Airport
1 Conrad Road
Building 157, Bay 3
Newark, NJ 07114
973-961-6161
8 a.m.

Port Authority Technical Center
241 Erie Street, Room 212
Jersey City, NJ 07310
201-216-2700
8 a.m.

Port Ivory/Howland Hook
40 Western Ave.
Staten Island, NY 10303
973-330-2950
8 a.m.

Port Authority Bus Terminal
625 8th Avenue
Times Square Conference Room - 2nd Floor
New York, NY 10018
212-502-2240
8 a.m.

George Washington Bridge Administration Building
220 Bruce Reynolds Way
Conference Room
Fort Lee, NJ 07024
201-346-4005
6 p.m.

Holland Tunnel Administration Building
13th Street & Provost Street
Conference Room
Jersey City, NJ 07310
201-360-5021
6 p.m.

George Washington Bridge Bus Station
4211 Broadway
Lower Level Conference Room
New York, NY-10033
201-346-4005
6 p.m.

John F. Kennedy International Airport
Port Authority Administration
Building 14, 2nd Floor Conference Room
Jamaica, NY 11430
718-244-3501
6 p.m.

Online Hearing, 2 p.m. www.panynj.gov

Those wishing to speak at one or more of the public hearings are encouraged to pre-register online at www.panynj.gov or by telephone at 212-435-6916. Prospective speakers may also register at the hearing location, and will be scheduled to speak after the pre-registered speakers have completed their statements. Deadline to register is 30 minutes after the start of each hearing. Comments will be limited to three minutes. Please refer to the Port Authority Web site, www.panynj.gov, for more information.

Written comments may be mailed to:
Public Hearing Comments
225 Park Avenue South, 18th Floor
New York, NY 10003

Comments submitted online will be accepted through 6 p.m., August 16, 2011, via the web site www.panynj.gov

EXHIBIT B

THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

MINUTES OF SPECIAL BOARD MEETING

Friday, August 19, 2011

Toll Increase for Vehicular Crossings – Report	201
Toll Increase for Vehicular Crossings – Resolution	203
Comprehensive Audit of the Port Authority	208

MINUTES of the Special Meeting of The Port Authority of New York and New Jersey held Friday, August 19, 2011 at 225 Park Avenue South, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. David Samson, Chairman
Hon. Raymond M. Pocino
Hon. Anthony J. Sartor
Hon. William P. Schuber
Hon. David S. Steiner

Christopher O. Ward, Executive Director
William Baroni, Jr., Deputy Executive Director
Darrell B. Buchbinder, General Counsel

Heavyn-Leigh American, Associate Board Management and Support Specialist, Office of the Secretary
Susan M. Bacr, Director, Aviation
Ernesto L. Butcher, Chief Operating Officer
James N. Colangelo, Supervising Financial Analyst, Management and Budget
Michael P. DePallo, Director, Rail Transit
Gretchen P. DiMarco, Special Assistant to the Deputy Executive Director
John J. Drobny, Director, Security Projects, Chief Operating Office
Michael G. Fabiano, Chief Financial Officer
Michael A. Fedorko, Director, Public Safety/Superintendent of Police
Michael B. Francois, Chief, Real Estate and Development
Cedrick T. Fulton, Director, Tunnels, Bridges and Terminals
Glenn P. Guzi, Senior External Affairs Representative, Government and Community Affairs
Linda C. Handel, Deputy Secretary
Christopher M. Hartwyk, First Deputy General Counsel
Andrew T. Hawthorne, Director, Marketing
Kara E. Hughes, Senior External Relations Client Manager, Government and Community Affairs
Barbara S. Hutcheon, Esq., Law
Louis J. LaCapra, Chief Administrative Officer
Cristina M. Lado, Director, Government and Community Affairs, New Jersey
Conor Lanz, Special Assistant to the Executive Director
Richard M. Larrabee, Director, Port Commerce
Jamie E. Loftus, Chief, Public and Government Affairs
James M. Mackey, Jr., Manager, Financial Forecasting, Management and Budget
Stephen Marinko, Esq., Law
Ronald Marsico, Assistant Director, Media Relations
Michael G. Massiah, Director, Management and Budget
Daniel G. McCarron, Comptroller
James E. McCoy, Manager, Board Management Support, Office of the Secretary
Anne Marie C. Mulligan, Treasurer
Mark F. Muriello, Assistant Director, Operations Support, Tunnels Bridges Terminals
Patrick O'Reilly, Advisor to the Chairman
Paul A. Pietropaolo, Corporate Information Security Officer, Office of the Secretary

NEW YORK

Hon. Stanley E. Grayson, Vice-Chairman
Hon. H. Sidney Holmes III
Hon. Jeffrey H. Lynford
Hon. Jeffrey A. Moerdler

Monika A. Radkowska, Principal Board Management and Support Specialist, Office of the Secretary
Desiree Ramos, External Relations Client Manager, Government and Community Affairs
Brian W. Simon, Director, Government and Community Affairs, New York
Timothy G. Stickelman, Assistant General Counsel
Robert A. Sudman, Director, Audit
Ralph Tragale, Assistant Director, Public Affairs, Aviation
David B. Tweedy, Chief, Capital Programs
Lillian D. Valenti, Director, Procurement
Sheree Van Duyn, Manager, Policies and Protocol, Office of the Secretary
Robert E. Van Etten, Inspector General
Andrew S. Warshaw, Chief of Staff to the Executive Director
David M. Wildstein, Director, Interagency Capital Projects, Office of the Deputy Executive Director

Guests:

Johanna Jones, Assistant Counsel, Authorities Unit, Office of the Governor of New Jersey

Speakers:

Richard Anderson, President, New York Building Congress
Philip Beachem, President, New Jersey Alliance for Action
Margaret Donovan, Twin Towers Alliance
Brad Hoylman, Executive Vice President/General Counsel, Partnership for New York City
Richard Hughes, Twin Towers Alliance
Ricardo Kaulessar, Member of the Public
Gary LaBarbera, President, Building and Construction Trade Council of Greater New York
Michael McGuiness, Executive Director, National Association of Industrial and Office Properties, the Commercial Real Estate Development Association
Erik-Anders Nilsson, Director, Jersey City Peace Movement
Denise Richardson, Managing Director, General Contractors Association of New York
Robert Yaro, President, Regional Plan Association

The public meeting was called to order by Chairman Samson at 9:03 a.m. and ended at 10:02 a.m. The Board met in executive session prior to the public session. Commissioner Rechler was present for the executive session.

(Board – 8/19/11)

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TOLL INCREASE FOR VEHICULAR CROSSINGS – REPORT

Faced with multiple unprecedented challenges at once – an historic economic recession that has sharply decreased Port Authority revenues below projections; steep increases in post-9/11 security costs, which have nearly tripled, and the overall cost of the World Trade Center rebuilding; and the need for the largest overhaul of facilities in the Port Authority's 90-year history - on August 5, 2011; the Port Authority announced proposed bridges and tunnels toll and Port Authority Trans-Hudson (PATH) rail system fare increases and public hearings to be conducted in connection therewith.

Consistent with that announcement, on August 16, 2011, testimony and comments were received from public officials, private citizens and interested organizations at the nine public hearings (four in each State and one via the Internet) and one meeting held within the Port District.

On August 18, 2011, a letter was received from the Governors of New York and New Jersey reiterating their previous public statements that the toll and fare increases, as proposed by the Port Authority, were unacceptable and directing the Commissioners to examine how the Port Authority could immediately reduce costs and the future needs of the capital program in order to reduce the toll and fare increases. The Governors further directed the Port Authority to craft a toll and fare increase that reduced the burden on drivers, commuters and businesses but insured that the Port Authority's finances would be stabilized.

The Governors directed a two-part approach to future financial management, demanding accountability, review and approval of internal practices and tracking how dollars are being spent. The Governors also indicated that they would not oppose a revised toll and fare increase proposal along the following lines:

- Tolls on cars using E-ZPass® would increase \$1.50 in September 2011 and then 75 cents in December of each year from 2012-2015;
- Tolls on cars paying with cash would have the same increase, but would be subject to an additional \$2 penalty (rounded up to the nearest whole dollar);
- Tolls on trucks using E-ZPass® would pay an additional \$2 per axle in September 2011, and then an additional \$2 per axle in December of each year from 2012-2015;
- Tolls on trucks paying cash would have the same increase, but would be subject to an additional \$3 per axle cash penalty;
- Fares on the PATH system would increase 25 cents a year for four years.

As a condition for these toll and fare increases, the Governors directed the Commissioners to immediately commence a comprehensive audit of the Port Authority, focusing on both a financial audit of the Port Authority's ten-year capital plan, to reduce its size and cost, and a review of the Port Authority's management and operations, to find ways to lower costs and increase efficiencies.

Based upon a review of the public comments received during the public hearings and the guidance of the Governors, staff has concluded that the toll and fare increases outlined above provide a viable alternative that balances capital needs with regional economic realities.

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At its meeting today, the PATH Corporation Board of Directors is also considering a change in the PATH system fare structure.

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TOLL INCREASE FOR VEHICULAR CROSSINGS – RESOLUTION

Pursuant to the foregoing report, the Board adopted the following resolution, with Commissioners Grayson, Holmes, Lynford, Moerdler, Pocino, Samson, Sartor, Schubert 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 toll schedule contained in the resolution of the Board of Commissioners establishing tolls for the use of Port Authority vehicular crossings, adopted on January 4, 2008, be and the same hereby is revised to provide that vehicles in the classes set forth below shall be subject to the tolls indicated for such classes, effective at 3:00 a.m. on the dates indicated, for passage on the vehicular crossings of the Port Authority in the New York-bound direction, no tolls to be collected for New Jersey-bound passage:

Class 1 vehicles - two axles, single rear wheels: E-ZPass® off-peak toll shall be \$7.50 effective September 18, 2011; \$8.25 effective the first Sunday in December, 2012; \$9.00 effective the first Sunday in December, 2013; \$9.75 effective the first Sunday in December, 2014; and \$10.50 effective the first Sunday in December, 2015; and the E-ZPass® peak toll shall be \$9.50 effective September 18, 2011; \$10.25 effective the first Sunday in December, 2012; \$11.00 effective the first Sunday in December, 2013; \$11.75 effective the first Sunday in December, 2014; and \$12.50 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$12.00 effective September 18, 2011; \$13.00 effective the first Sunday in December, 2012; \$14.00 effective the first Sunday in December, 2014; and \$15.00 effective the first Sunday in December, 2015.

Class 2 vehicles - two axles, dual rear wheels: E-ZPass® off-peak toll shall be \$18.00 effective September 18, 2011; \$22.00 effective the first Sunday in December, 2012; \$26.00 effective the first Sunday in December, 2013; \$30.00 effective the first Sunday in December, 2014; and \$34.00 effective the first Sunday in December, 2015; the E-ZPass® peak toll shall be \$20.00 effective September 18, 2011; \$24.00 effective the first Sunday in December, 2012; \$28.00 effective the first Sunday in December, 2013; \$32.00 effective the first Sunday in December, 2014; and \$36.00 effective the first Sunday in December, 2015; E-ZPass® weekday overnight tolls for trucks shall be \$15.00 effective September 18, 2011; \$19.00 effective the first Sunday in December, 2012; \$23.00 effective the first Sunday in December, 2013; \$27.00 effective the first Sunday in December, 2014; and \$31.00 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$26.00 effective September 18, 2011; \$30.00 effective the first Sunday in December, 2012; \$34.00 effective the first Sunday in December, 2013; \$38.00 effective the first Sunday in December, 2014; and \$42.00 effective the first Sunday in December, 2015.

Class 3 vehicles - three axles: E-ZPass® off-peak toll shall be \$27.00 effective September 18, 2011; \$33.00 effective the first Sunday in December, 2012; \$39.00 effective the first Sunday in December, 2013; \$45.00 effective the first Sunday in December, 2014; and \$51.00 effective the first Sunday in December, 2015; the E-ZPass® peak toll shall be \$30.00 effective September 18, 2011; \$36.00

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effective the first Sunday in December, 2012; \$42.00 effective the first Sunday in December, 2013; \$48.00 effective the first Sunday in December, 2014; and \$54.00 effective the first Sunday in December, 2015; E-ZPass® weekday overnight tolls for trucks shall be \$22.50 effective September 18, 2011; \$28.50 effective the first Sunday in December, 2012; \$34.50 effective the first Sunday in December, 2013; \$40.50 effective the first Sunday in December, 2014; and \$46.50 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$39.00 effective September 18, 2011; \$45.00 effective the first Sunday in December, 2012; \$51.00 effective the first Sunday in December, 2013; \$57.00 effective the first Sunday in December, 2014; and \$63.00 effective the first Sunday in December, 2015.

Class 4 vehicles - four axles: E-ZPass® off-peak toll shall be \$36.00 effective September 18, 2011; \$44.00 effective the first Sunday in December, 2012; \$52.00 effective the first Sunday in December, 2013; \$60.00 effective the first Sunday in December, 2014; and \$68.00 effective the first Sunday in December, 2015; the E-ZPass® peak toll shall be \$40.00 effective September 18, 2011; \$48.00 effective the first Sunday in December, 2012; \$56.00 effective the first Sunday in December, 2013; \$64.00 effective the first Sunday in December, 2014; and \$72.00 effective the first Sunday in December, 2015; E-ZPass® weekday overnight tolls for trucks shall be \$30.00 effective September 18, 2011; \$38.00 effective the first Sunday in December, 2012; \$46.00 effective the first Sunday in December, 2013; \$54.00 effective the first Sunday in December, 2014; and \$62.00 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$52.00 effective September 18, 2011; \$60.00 effective the first Sunday in December, 2012; \$68.00 effective the first Sunday in December, 2013; \$76.00 effective the first Sunday in December, 2014; and \$84.00 effective the first Sunday in December, 2015.

Class 5 vehicles - five axles: E-ZPass® off-peak toll shall be \$45.00 effective September 18, 2011; \$55.00 effective the first Sunday in December, 2012; \$65.00 effective the first Sunday in December, 2013; \$75.00 effective the first Sunday in December, 2014; and \$85.00 effective the first Sunday in December, 2015; the E-ZPass® peak toll shall be \$50.00 effective September 18, 2011; \$60.00 effective the first Sunday in December, 2012; \$70.00 effective the first Sunday in December, 2013; \$80.00 effective the first Sunday in December, 2014; and \$90.00 effective the first Sunday in December, 2015; E-ZPass® weekday overnight tolls for trucks shall be \$37.50 effective September 18, 2011; \$47.50 effective the first Sunday in December, 2012; \$57.50 effective the first Sunday in December, 2013; \$67.50 effective the first Sunday in December, 2014; and \$77.50 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$65.00 effective September 18, 2011; \$75.00 effective the first Sunday in December, 2012; \$85.00 effective the first Sunday in December, 2013; \$95.00 effective the first Sunday in December, 2014; and \$105.00 effective the first Sunday in December, 2015.

Class 6 vehicles - six axles or more, or combination of vehicles totaling at least six axles: E-ZPass® off-peak toll shall be \$54.00 effective September 18, 2011 (additional axle \$9.00); \$66.00 effective the first Sunday in December, 2012 (additional axle \$11.00); \$78.00 effective the first Sunday in December, 2013 (additional axle \$13.00); \$90.00 effective the first Sunday in December, 2014

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(additional axle \$15.00); and \$102.00 effective the first Sunday in December, 2015 (additional axle \$17.00); the E-ZPass® peak toll shall be \$60.00 effective September 18, 2011 (additional axle \$10.00); \$72.00 effective the first Sunday in December, 2012 (additional axle \$12.00); \$84.00 effective the first Sunday in December, 2013 (additional axle \$14.00); \$96.00 effective the first Sunday in December, 2014 (additional axle \$16.00); and \$108.00 effective the first Sunday in December, 2015 (additional axle \$18.00); E-ZPass® weekday overnight tolls for trucks shall be \$45.00 effective September 18, 2011 (additional axle \$7.50); \$57.00 effective the first Sunday in December, 2012 (additional axle \$9.50); \$69.00 effective the first Sunday in December, 2013 (additional axle \$11.50); \$81.00 effective the first Sunday in December, 2014 (additional axle \$13.50); and \$93.00 effective the first Sunday in December, 2015 (additional axle \$15.50); and cash tolls at all times shall be \$78.00 effective September 18, 2011 (additional axle \$13.00); \$90.00 effective the first Sunday in December, 2012 (additional axle \$15.00); \$102.00 effective the first Sunday in December, 2013 (additional axle \$17.00); \$114.00 effective the first Sunday in December, 2014 (additional axle \$19.00); and \$126.00 effective the first Sunday in December, 2015 (additional axle \$21.00).

Class 7 vehicles - recreational vehicles and Class 1 and 11 vehicles with trailers: E-ZPass® off-peak toll shall be \$14.00 effective September 18, 2011 (additional axle \$6.50); \$15.50 effective the first Sunday in December, 2012 (additional axle \$7.25); \$17.00 effective the first Sunday in December, 2013 (additional axle \$8.00); \$18.50 effective the first Sunday in December, 2014 (additional axle \$8.75); and \$20.00 effective the first Sunday in December, 2015 (additional axle \$9.50); the E-ZPass® peak toll shall be \$16.00 effective September 18, 2011 (additional axle \$6.50); \$17.50 effective the first Sunday in December, 2012 (additional axle \$7.25); \$19.00 effective the first Sunday in December, 2013 (additional axle \$8.00); \$20.50 effective the first Sunday in December, 2014 (additional axle \$8.75); and \$22.00 effective the first Sunday in December, 2015 (additional axle \$9.50); and cash tolls at all times shall be \$22.00 effective September 18, 2011 (additional axle \$10.00); \$25.00 effective the first Sunday in December, 2012 (additional axle \$12.00); \$27.00 effective the first Sunday in December, 2013 (additional axle \$13.00); \$30.00 effective the first Sunday in December, 2014 (additional axle \$15.00); and \$33.00 effective the first Sunday in December, 2015 (additional axle \$17.00).

Class 8 vehicles - two-axle buses and mini-buses: E-ZPass® off-peak toll shall be \$10.00 effective September 18, 2011; \$10.75 effective the first Sunday in December, 2012; \$11.50 effective the first Sunday in December, 2013; \$12.25 effective the first Sunday in December, 2014; and \$13.00 effective the first Sunday in December, 2015; and the E-ZPass® peak toll shall be \$10.00 effective September 18, 2011; \$10.75 effective the first Sunday in December, 2012; \$11.50 effective the first Sunday in December, 2013; \$12.25 effective the first Sunday in December, 2014; and \$13.00 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$20.00 effective September 18, 2011; \$21.00 effective the first Sunday in December, 2012; \$22.00 effective the first Sunday in December, 2013; \$23.00 effective the first Sunday in December, 2014; and \$24.00 effective the first Sunday in December, 2015.

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Class 9 vehicles - three-axle buses and mini-buses: E-ZPass® off-peak toll shall be \$10.00 effective September 18, 2011; \$10.75 effective the first Sunday in December, 2012; \$11.50 effective the first Sunday in December, 2013; \$12.25 effective the first Sunday in December, 2014; and \$13.00 effective the first Sunday in December, 2015; and the E-ZPass® peak toll shall be \$10.00 effective September 18, 2011; \$10.75 effective the first Sunday in December, 2012; \$11.50 effective the first Sunday in December, 2013; \$12.25 effective the first Sunday in December, 2014; and \$13.00 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$20.00 effective September 18, 2011; \$21.00 effective the first Sunday in December, 2012; \$22.00 effective the first Sunday in December, 2013; \$23.00 effective the first Sunday in December, 2014; and \$24.00 effective the first Sunday in December, 2015.

Class 11 vehicles - motorcycles: E-ZPass® off-peak toll shall be \$6.50 effective September 18, 2011; \$7.25 effective the first Sunday in December, 2012; \$8.00 effective the first Sunday in December, 2013; \$8.75 effective the first Sunday in December, 2014; and \$9.50 effective the first Sunday in December, 2015; and the E-ZPass® peak toll shall be \$8.50 effective September 18, 2011; \$9.25 effective the first Sunday in December, 2012; \$10.00 effective the first Sunday in December, 2013; \$10.75 effective the first Sunday in December, 2014; and \$11.50 effective the first Sunday in December, 2015; and cash tolls at all times shall be \$11.00 effective September 18, 2011; \$12.00 effective the first Sunday in December, 2012; \$13.00 effective the first Sunday in December, 2013; \$14.00 effective the first Sunday in December, 2014; and \$15.00 effective the first Sunday in December, 2015.

Carpool Plan - Class 1 or 11 vehicles with three or more people: E-ZPass® off-peak toll shall be \$3.50 effective September 18, 2011; \$4.25 effective the first Sunday in December, 2012; \$5.00 effective the first Sunday in December, 2013; \$5.75 effective the first Sunday in December, 2014; and \$6.50 effective the first Sunday in December, 2015; and the E-ZPass® peak toll shall be \$3.50 effective September 18, 2011; \$4.25 effective the first Sunday in December, 2012; \$5.00 effective the first Sunday in December, 2013; \$5.75 effective the first Sunday in December, 2014; and \$6.50 effective the first Sunday in December, 2015.

GREENPass - eligible low-emission Class 1 vehicles: E-ZPass® off-peak toll shall be \$4.00 effective September 18, 2011; \$4.75 effective the first Sunday in December, 2012; \$5.50 effective the first Sunday in December, 2013; \$6.25 effective the first Sunday in December, 2014; and \$7.00 effective the first Sunday in December, 2015; and the E-ZPass® peak toll shall be \$9.50 effective September 18, 2011; \$10.25 effective the first Sunday in December, 2012; \$11.00 effective the first Sunday in December, 2013; \$11.75 effective the first Sunday in December, 2014; and \$12.50 effective the first Sunday in December, 2015.

The Port Authority Staten Island Bridges Plan: The toll for enrolled E-ZPass® users with non-commercial plates shall be \$95.00 for 20 trips in a 35-day period at the Goethals Bridge, Outerbridge Crossing and Bayonne Bridge effective September 18, 2011; \$105.00 effective the first Sunday in December, 2012; \$110.00 effective the first Sunday in December, 2013; \$120.00 effective the first Sunday in

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December, 2014; and \$125.00 effective the first Sunday in December, 2015; and it is further

RESOLVED, that, effective September 18, 2011, “peak hours” shall be weekdays from 6:00 a.m. to 10:00 a.m. and 4:00 p.m. to 8:00 p.m., and Saturdays and Sundays from 11:00 a.m. to 9:00 p.m.; “off peak hours” shall be all other times, except that “weekday overnight hours” for Classes 2, 3, 4, 5 and 6 shall be from 10:00 p.m. Sundays through Thursdays to 6:00 a.m. Mondays through Fridays, respectively; and it is further

RESOLVED, that all the other terms and conditions set forth in the resolution of the Board of Commissioners establishing tolls for the use of vehicular crossings, adopted on January 4, 2008, shall remain in full force and effect; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized to evaluate, and recommend to the Board of Commissioners, the establishment of a “Truck Repeat Volume Program”; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized to make any selection, designation, determination, or estimate, to formulate and express any opinions, to exercise any discretion or judgment, and to take all action necessary or appropriate or which may be or is required to be made, taken, formulated, expressed, or exercised to implement the provisions of this resolution.

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COMPREHENSIVE AUDIT OF THE PORT AUTHORITY

Pursuant to the Toll Increase for Vehicular Crossings Report, the Board adopted the following resolution, with Commissioners Grayson, Holmes, Lynford, Moerdler, Pocino, Samson, Sartor, Schuber 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 Committee on Operations shall immediately conduct a comprehensive audit of the Port Authority (and it is authorized in consultation with the Audit Committee to take all actions in connection therewith), and upon the completion of such audit shall make a full report to the Board for its consideration.

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Whereupon, the meeting was adjourned.

Deputy Secretary

PORT AUTHORITY TRANS-HUDSON CORPORATION

MINUTES OF SPECIAL BOARD MEETING

Friday, August 19, 2011

Port Authority Trans-Hudson Corporation – PATH System Fare Increase

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MINUTES of the Special Meeting of Port Authority Trans-Hudson Corporation held Friday, August 19, 2011 at 225 Park Avenue South, City, County and State of New York

PRESENT:

NEW JERSEY

Hon. David Samson, Chairman
Hon. Raymond M. Pocino
Hon. Anthony J. Sartor
Hon. William P. Schuber
Hon David S. Steiner

Christopher O. Ward, President
Ernesto L. Butcher, Vice-President
Darrell B. Buchbinder, Counsel

Heavyn-Leigh American
Susan M. Baer
William Baroni, Jr.
James N. Colangelo
Michael P. DePallo
Gretchen P. DiMarco
John J. Drobny
Michael G. Fabiano
Michael A. Fedorko
Michael B. Francois
Cedrick T. Fulton
Glenn P. Guzi
Linda C. Handel
Christopher M. Hartwyk
Andrew T. Hawthorne
Kara E. Hughes
Barbara S. Hutcheon
Louis J. LaCapra
Cristina M. Lado
Conor Lanz
Richard M. Larrabec
Jamie E. Loftus
James M. Mackey, Jr.
Stephen Marinko
Ronald Marsico
Michael G. Massiah
Daniel G. McCarron
James E. McCoy
Anne Marie C. Mulligan
Mark F. Muriello
Patrick O'Reilly
Paul A. Pietropaolo

NEW YORK

Hon. Stanley E. Grayson, Vice-Chairman
Hon. H. Sidney Holmes III
Hon. Jeffrey H. Lynford
Hon. Jeffrey A. Moerdler

Monika A. Radkowska
Desiree Ramos
Brian W. Simon
Timothy G. Stickelman
Robert A. Sudman
Ralph Tragale
David B. Tweedy
Lillian D. Valenti
Sheree Van Duyne
Robert E. Van Etten
Andrew S. Warshaw
David M. Wildstein

Guests:

Johanna Jones

Speakers:

Richard Anderson
Philip Beachem
Margaret Donovan
Brad Hoylman
Richard Hughes
Ricardo Kaulessar
Gary LaBarbera
Michael McGuinness
Erik-Anders Nilsson
Denise Richardson
Robert Yaro

The public meeting was called to order by Chairman Samson at 9:03 a.m. and ended at 10:02 a.m. The Board met in executive session prior to the public session. Director Rechler was present present for the exccutive session.

(PATH Board – 8/19/11)

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PORT AUTHORITY TRANS-HUDSON CORPORATION – PATH SYSTEM FARE INCREASE

Faced with multiple unprecedented challenges at once – an historic economic recession that has sharply decreased Port Authority revenues below projections; steep increases in post-9/11 security costs, which have nearly tripled, and the overall cost of the World Trade Center rebuilding; and the need for the largest overhaul of facilities in the Port Authority's 90-year history, on August 5, 2011, the Port Authority announced proposed bridges and tunnels toll and Port Authority Trans-Hudson (PATH) rail system fare increases and public hearings to be conducted in connection therewith.

Consistent with such announcement, on August 16, 2011, testimony and comments were received from public officials, private citizens and interested organizations at the nine public hearings (four in each State and one via the Internet) and one meeting held within the Port District.

On August 18, 2011, a letter was received from the Governors of New York and New Jersey reiterating their previous public statements that the toll and fare increases, as proposed by the Port Authority, were unacceptable and directing the Commissioners to examine how the Port Authority could immediately reduce costs and the future needs of the capital program in order to reduce the toll and fare increases. The Governors further directed the Port Authority to craft a toll and fare increase that reduced the burden on drivers, commuters and businesses but insured that the Port Authority's finances would be stabilized.

The Governors directed a two-part approach to future financial management, demanding accountability, review and approval of internal practices and tracking of expenditures. The Governors also indicated that they would not oppose a revised toll and fare increase proposal along the following lines:

- Tolls on cars using E-ZPass® would increase \$1.50 in September 2011 and then 75 cents in December of each year from 2012-2015;
- Tolls on cars paying with cash would have the same increase, but would be subject to an additional \$2 penalty (rounded up to the nearest whole dollar);
- Tolls on trucks using E-ZPass® would pay an additional \$2 per axle in September 2011, and then an additional \$2 per axle in December of each year from 2012-2015;
- Tolls on trucks paying cash would have the same increase, but would be subject to an additional \$3 per axle cash penalty;
- Fares on the PATH system would increase 25 cents a year for four years.

(PATH Board – 8/19/11)

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As a condition for these toll and fare increases, the Governors directed the Commissioners to immediately commence a comprehensive audit of the Port Authority, focusing on both a financial audit of the Port Authority's ten-year capital plan, to reduce its size and cost, and a review of the Port Authority's management and operations, to find ways to lower costs and increase efficiencies.

Based upon a review of the public comments received during the public hearings and the guidance of the Governors, staff has concluded that the toll and fare increases outlined above provide a viable alternative that balances capital needs with regional economic realities.

At its meeting today, the Port Authority's Board of Commissioners is also considering toll increases for the Trans-Hudson vehicular crossings.

Pursuant to the foregoing report, the Board adopted the following resolution, with Directors Grayson, Holmes, Lynford, Moerdler, Pocino, Samson, Sartor, Schuber and Steiner voting in favor. Counsel confirmed that sufficient affirmative votes were cast for the action to be taken, a quorum of the Board being present.

RESOLVED, that the Board hereby adopts the following Port Authority Trans-Hudson (PATH) rail system fares: effective September 18, 2011 at 3:00 AM, basic PATH fare will be \$2.00 per trip; 2-Trip \$4.00; 10-trip \$15.00; 20-trip \$30.00; 40-trip \$60.00; 30-Day \$65.00; 7-Day \$21.00; 1-Day \$6.25; Senior \$1.00; MTA Metro Card (Pay-Per-Ride) \$2.00; and it is further

RESOLVED, that the Board hereby adopts the following PATH fares: effective October 1, 2012 at 3:00 AM, basic PATH fare will be \$2.25 per trip; 2-Trip \$4.50; 10-trip \$17.00; 20-trip \$34.00; 40-trip \$68.00; 30-Day \$73.00; 7-Day \$24.00; 1-Day \$6.75; Senior \$1.00; MTA Metro Card (Pay-Per-Ride) \$2.25; and it is further

RESOLVED, that the Board hereby adopts the following PATH fares: effective October 1, 2013 at 3:00 AM, basic PATH fare will be \$2.50 per trip; 2-Trip \$5.00; 10-trip \$19.00; 20-trip \$38.00; 40-trip \$76.00; 30-Day \$80.00; 7-Day \$26.00; 1-Day \$7.50; Senior \$1.00; MTA Metro Card (Pay-Per-Ride) \$2.50; and it is further

RESOLVED, that the Board hereby adopts the following PATH fares: effective October 1, 2014 at 3:00 AM, basic PATH fare will be \$2.75 per trip; 2-Trip \$5.50; 10-trip \$21.00; 20-trip \$42.00; 40-trip \$84.00; 30-Day \$89.00; 7-Day \$29.00; 1-Day \$8.25; Senior \$1.00; MTA Metro Card (Pay-Per-Ride) \$2.75; and it is further

RESOLVED, the President be and he hereby is authorized, at his discretion, to provide for emergencies and the cross-honoring of tickets with other rail and transit carriers, to adjust PATH Corporation's rules and regulations in connection therewith; and to make any selection, designation, determination, or estimate, to formulate and express any opinions, to exercise any discretion or judgment, and to take all actions necessary or appropriate or which may be or is

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required to be made, taken, formulated, expressed, or exercised to implement the provisions of this resolution.

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Whereupon, the meeting was adjourned.

Vice-President

EXHIBIT C



THE PORT AUTHORITY OF NY & NJ

Karen Eastman
Secretary

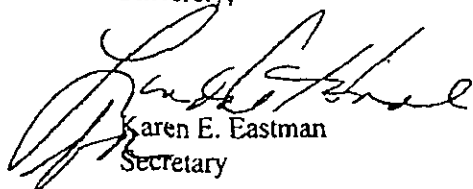
August 19, 2011

Hon. Christopher J. Christie, Jr.
Governor of New Jersey
c/o Deborah Gramiccioni
Director, Authorities Unit
125 West State Street - Third Floor
Trenton, New Jersey 08625

Dear Governor:

I have the honor to transmit herewith an electronic copy of the Minutes of the Special Meetings of The Port Authority of New York and New Jersey and Port Authority Trans-Hudson Corporation held on Friday, August 19, 2011.

Sincerely,



Karen E. Eastman
Secretary

Enclosures

225 Park Ave. So., 15th floor
New York, NY 10003
T: 212 435 6528 F: 212 435 6604

keastman@panynj.gov



THE PORT AUTHORITY OF NY & NJ

Karen Eastman
Secretary

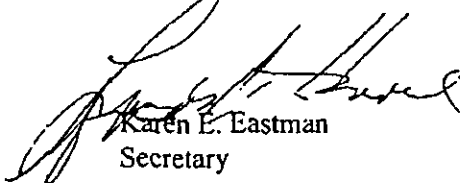
August 19, 2011

Hon. Andrew M. Cuomo
Governor of New York
c/o Yomika S. Bennett
Assistant Secretary of Transportation
Executive Chamber
The Capitol
Albany, New York 12224

Dear Governor:

I have the honor to transmit herewith an electronic copy of the Minutes of the Special Meetings of The Port Authority of New York and New Jersey and Port Authority Trans-Hudson Corporation held on Friday, August 19, 2011.

Sincerely,



Karen E. Eastman
Secretary

Enclosures

225 Park Ave. So., 15th floor
New York, NY 10003
T: 212 435 6528 F: 212 435 6604


keastman@panynj.gov

EXHIBIT D



THE PORT AUTHORITY OF NY & NJ

Memorandum

TO: Christopher O. Ward
FROM:  Karen E. Eastman
DATE: September 6, 2011
SUBJECT: AUGUST 19, 2011 BOARD MINUTES

COPY TO: B. Baroni, D. Buchbinder, E. Butcher, M. Fabiano, M. Francois, L. LaCapra,
J. Loftus, P. O'Reilly, D. Tweedy, R. Van Etten, D. Warshaw, D. Wildstein,
P. Zipf, All Directors

The Minutes of August 19, 2011 are now in full force and effect.

*FROM THE DESK OF
KAREN E. EASTMAN
SECRETARY
225 Park Avenue South
15th Floor
(212) 435-6528
(212) 435-6604 (Fax)*