



SEDA-COG JOINT RAIL AUTHORITY MEETING MINUTES
Wednesday, March 12, 2025
Union County Government Center, Lewisburg, PA
12:30 p.m.

AUTHORITY MEMBERS PRESENT

Russ Graham, Centre County (via teleconference)
Scott Harvey, Lycoming County
Lisa Hoover, Northumberland County
Robert Hormell, Northumberland County
Rick Jenkins, Columbia County (via teleconference)
Brent Jones, Clinton County
Keri Miller, Centre County
Dave Park, Snyder County
Patty Perez, Columbia County
Rob Postal, Mifflin County (via teleconference)
David Schultz, Lycoming County (via teleconference)
Jennifer Wakeman, Montour County
Chuck Wunz, Union County

JRA OPERATOR

Jeb Stotter, President & CEO
Diana Williams, Treasurer/Controller
Zac Mahaffey, Director of Maintenance of Way

GUESTS

John Ashbridge, Carload Express
Allen Bubb, West Shore Railroad
Sam Simon, Esq., Carload Express Legal Counsel (via teleconference)

JRA LEGAL COUNSEL

Jenn Bauer, Esq., McQuaide Blasko
Tom Schrack, Esq., McQuaide Blasko

JRA CONSULTING PROFESSIONALS

Adam Hartzel, Baker Tilly (via teleconference)
Stephen Lendway, Operating Agreement Consultant (via teleconference)
Sam Jannotti, Jannotti Rail Consulting, Inc.

JRA STAFF

Steven Beattie, Executive Director
Tina Heintzelman, Program Assistant
Kyle Postupack, Property & Maintenance of Way Manager

SEDA-COG Joint Rail Authority Meeting

March 12, 2025

Call to Order

The Chairman called the meeting to order at 12:31 p.m.

Pledge of Allegiance

The Chairman led the Pledge of Allegiance.

Welcome – Chairman’s Statements

The Chairman stated that the use of audio or video recording devices at the public meeting is permitted. The Authority does not require pre-registration for recording purposes; however, any individual intending to record all or any part of the meeting must notify the Chairman or the Executive Director in advance of such recording. If the Authority recesses to Executive Session, no recording of that session shall be permitted.

Public Forum

The Chairman asked if there is any public comment to come before the Board. There were no public comments.

ADMINISTRATIVE ITEMS

Approval of the February 12, 2025, JRA Meeting Minutes

Ms. Perez made a motion for the Board to approve the February 12, 2025, SEDA-COG Joint Rail Authority Meeting Minutes; Ms. Miller seconded the motion; motion carried.

Treasurer’s Report

Ms. Wakeman presented the Treasurer’s Report for February, as well as the JRA’s Loan Summary, Money Market Account Financial Statement, the PIB Loan Financial Statement and the JRA’s detailed accounting associated with the operating fees paid by the Operator. Mr. Beattie stated there is about \$1 million in state reimbursements that are still outstanding.

Ms. Hoover made a motion for the Board to accept the Treasurer’s Report for the month of February 2025; Mr. Jones seconded the motion; motion carried.

SEDA-COG Joint Rail Authority Meeting

March 12, 2025

Payment of the Bills; February 1, 2025, to February 28, 2025

Mr. Beattie said the Payment of Bills for the March check run includes consulting costs, travel costs for Board members and miscellaneous costs.

Ms. Wakeman made a motion for the Board to approve the March check run for the February 2025 Payment of Bills; Mr. Park seconded the motion; motion carried.

2024 Audit Kickoff and Planning Communications

Mr. Hartzell, of Baker Tilly, introduced the Board and staff to the 2024 Audit process. It is an audit requirement to provide necessary communications to the people responsible for governance of the Joint Rail Authority. No action was taken by the board.

Staff Report and Events Calendar

Mr. Beattie summarized the status of various construction projects and calendar highlights.

Operator Status Report

A copy of the Operator's Report was provided to Board members via email and copies were provided to Board members at the meeting.

OLD BUSINESS

Bridge Engineer's Report

Mr. Beattie reviewed the Bridge Engineer's Report provided in the meeting packet.

- JVRR Bridge Project is out to bid. Bids are due in April. The PennDOT agreement is on the meeting agenda.
- A PADEP agreement is still needed for the Growing Greener grant, but the SIT embankment repair design is moving forward.
- A field view of the NSHR corridor for the CRISI grant application is planned for late March.

NEW BUSINESS

Jannotti 2024 Track Inspection Report

Mr. Sam Jannotti reviewed the 2024 Track Inspection Report with the Board and indicated his approval of the Operator's 2025 Maintenance of Way Plan.

Jannotti 2025 Maintenance of Way Plan

Mr. Stotter requested that the presentation of the 2025 Maintenance of Way Plan occur in executive session.

PennDOT RTAP 2024 Rail Freight Grant Agreement

PennDOT has awarded the JRA a \$2,048,899 RTAP grant award for the rehabilitation of four bridges on the JVRR and three bridges and one culvert replacement on the NBER. The total opinioned construction cost for all eight structures is approximately \$2.8 million. Project construction is proposed to occur in 2025 and 2026. The grant agreement is very similar to the previous PennDOT RTAP agreements; PennDOT will reimburse the JRA for 70% of construction costs and \$100,000 for project engineering and management. The Operator has agreed to contribute up to \$662,050 toward the project over a 2-year period. The JRA will also contribute \$662,050 and cover any project cost overruns.

Mr. Hormell made a motion to approve the PennDOT RTAP 2024 Rail Freight Grant Agreement; Ms. Miller seconded the motion; motion carried.

REPORTS FROM COMMITTEES

Passenger Excursion Committee

1a. Approval of Rail Passenger Excursion Service Agreement with SURC

This agreement names SURC the exclusive provider of passenger excursion service on railroad premises. Generally, it is very similar to the BHRS Limited Passenger Excursion Service Agreement. The agreement runs through the end of the Operating Agreement or SURC can cancel upon 90-day notice, subject to certain limitations.

Mr. Jones made a motion for the Board to approve the Rail Passenger Excursion Service Agreement with Susquehanna Union Railroad Company and affiliated operating railroad companies; Ms. Perez seconded the motion; motion carried.

1b. Approval of Memorandum of Understanding for Northumberland County Council for the Arts Passenger Rail Excursion

The Northumberland County Council for the Arts in Shamokin has requested May 24 as the date for its 2025 excursion. The MOU is between the Sponsor Organization, the Excursion Operator and the JRA.

Mr. Jones made a motion for the Board to approve the Memorandum of Understanding with Northumberland County Council for the Arts and authorize its execution by JRA officers; Mr. Park seconded the motion; motion carried.

1c. Approval of Memorandum of Understanding for Fort Discovery Inc. Passenger Rail Excursion

Fort Discovery Inc. in Sunbury has requested the following dates for their 2025 excursions: Dec. 6, 7. The MOU is between the Sponsor Organization, the Excursion Operator and the JRA.

Mr. Jones made a motion for the Board to approve the Memorandum of Understanding with Fort Discovery Inc. and authorize its execution by JRA officers; Ms. Hoover seconded the motion; motion carried.

Property Management Committee

2a. SIT Embankment Repairs; Landowner-Grantee Agreement – (SIT – Selinsgrove)

The Landowner-Grantee Agreement is required per PADEP Growing Greener grant requirements to ensure coordination, cooperation and permission is received for the JRA to enter upon the lands of the Susquehanna University to repair the embankment. This agreement is required prior to a grant agreement executed between the JRA and PADEP.

Mr. Park made a motion for the Board to approve the landowner-grantee agreement with Susquehanna University; Ms. Hoover seconded the motion; motion carried.

2b. FastBridge Fiber LLC – License Agreement (NSHR – Danville – Ferry Street)

FastBridge Fiber LLC contacted JRA staff about raising an overhead secondary wire to no less than 27'-7" from top of rail with sag over the NSHR at the Ferry Street Grade Crossing, Danville Borough, Montour County. Per the JRA Fee Schedule, FastBridge Fiber will be assessed a one-time fee of \$500 for this wire, which is within the public right of way. No annual fee will apply.

Mr. Park made a motion for the Board to approve the license agreement with FastBridge Fiber LLC; Ms. Wakeman seconded the motion; motion carried.

2c. Comcast Cable Communications Management – License Agreement (NSHR – S. Centre Twp. – Low Street)

Comcast Cable Communications Management contacted JRA staff about constructing a new 48-ct fiber line no less than 29'-0" from top of rail with sag over the NSHR at milepost 184.05 in South Centre Twp., Columbia County. Comcast will be assessed an annual fee of \$2,530, subject to annual CPI adjustments, and a one-time \$1,000 license preparation fee.

Mr. Park made a motion for the Board to approve the license agreement with Comcast Cable Communications Management; Ms. Perez seconded the motion; motion carried.

2d. Comcast Cable Communications Management – License Agreement (NSHR – S. Centre Twp. – Edwards Drive)

Comcast Cable Communications Management contacted JRA staff about constructing a new 288-ft fiber line no less than 30'-0" from top of rail with sag over the NSHR at milepost 182.90 in South Centre Twp., Columbia County. Comcast will be assessed an annual fee of \$2,530, subject to annual CPI adjustments, and a one-time \$1,000 license preparation fee.

Mr. Park made a motion for the Board to approve the license agreement with Comcast Cable Communications Management; Ms. Miller seconded the motion; motion carried.

2e. Comcast Cable Communications Management – License Agreement (NSHR – Bloomsburg – Edgar Avenue)

Comcast Cable Communications Management contacted JRA staff about constructing a new 144-ft fiber line no less than 27'-0" from top of rail with sag over the NSHR at milepost 187.19 in Bloomsburg, Columbia County. Comcast will be assessed an annual fee of \$2,530, subject to annual CPI adjustments, and a one-time \$1,000 license preparation fee.

Mr. Park made a motion for the Board to approve the license agreement with Comcast Cable Communications Management; Mr. Wunz seconded the motion; motion carried.

2f. Kevin Knouse (Towne Marine) – License Agreement (NSHR – S. Centre Twp.)

Kevin Knouse owns Towne Marine, a boat dealership adjacent to the NSHR in South Centre Twp., Columbia County, and has been leasing the property from the JRA since the early 1990s. Towne Marine has grown and slowly crept out of its original lease boundary. Its annual rent of \$279.72 is well below market rate, and JRA staff worked with them to enter into a new License Agreement after the current agreement expired. The term of the new License Agreement is 10 years, with an annual License Fee of \$5,000, subject to annual CPI increases. There is also a one-time \$1,000 license preparation fee. Towne Marine must also install a barrier at least 12' from the centerline of track to keep boats and other equipment from fouling the track.

Mr. Park made a motion for the Board to approve the license agreement with Kevin Knouse (Towne Marine); Ms. Hoover seconded the motion; motion carried.

Mr. Harvey asked Mr. Hormell to repeat his comment made during the Property Management Committee. Mr. Hormell said it is great to see the Property Management Committee working to increase revenue for the JRA.

LEGAL

Solicitor Schrack stated that the JRA Executive Committee held two executive sessions (February 24, 2025, and March 7, 2025) with solicitors and JRA staff concerning a discussion involving the ongoing RFP litigation in Clinton County, and a discussion addressing confidential personnel matters. No action was taken in executive session, and no action is recommended to be taken.

Operating Agreement Consultant's Report

Mr. Lendway presented the Operator's 2024 year-end financials via PowerPoint.

2024 Transportation Expense Ratio

- Target: About 40%
- Results for Q4 2024
 - Lower than Target
 - Lower than 2023
 - Higher than 2024 Budget
- Results for all of 2024
 - Lower than Target
 - Higher than 2023
 - Lower than 2024 Budget

2024 Maintenance of Way Ratio

- Target: About 21%
- Results for Q4 2024
 - Lower than Target
 - Significantly lower than 2023
 - Significantly higher than 2024 Budget
- Results for all of 2024
 - Slightly higher than Target
 - Significantly lower than 2023
 - Significantly lower than 2024 Budget

2025 Budget Transportation Expense Ratio

- Target: About 40%
- 2025 Budget
 - Lower than Target
 - Slightly lower than 2024 Actual

SEDA-COG Joint Rail Authority Meeting
March 12, 2025

2025 Budget Maintenance of Way Expense Ratio

- Target: About 21%
- 2025 Budget
 - Significantly higher than Target
 - Significantly higher than 2024 Actual

Mr. Lendway stated that he has additional and detailed information but recommended discussing that confidential and proprietary information in executive session.

Chairman Harvey recessed the regular meeting at 1:43 p.m. to convene into executive session at 1:50 p.m.

Chairman Harvey reconvened the regular meeting at 2:35 p.m.

Solicitor Schrack stated that the JRA Board held an executive session which included the Operator and Mr. Lendway for the confidential and proprietary portion of Mr. Lendway's report and presentation of the 2025 maintenance of way plan. The Operator and Mr. Lendway then left and the Solicitor and JRA staff had an executive session concerning ongoing litigation and a real estate matter. No action was taken in executive session, and no action is recommended to be taken at this time.

With there being no further business to come before the JRA Board, Chairman Harvey adjourned the meeting at 2:36 p.m.

Respectfully submitted,



Steven M. Beattie, Executive Director

I hereby certify these minutes were approved by the SEDA-COG Joint Rail Authority Board of Directors on April 9, 2025.



Secretary/Assistant Secretary