



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

AUTHORITY MEMBERS PRESENT

Frank Dombroski, Montour County
Russ Graham, Centre County
John Gummo, Clinton County
Scott Harvey, Lycoming County
Lisa Hoover, Northumberland County
Robert Hormell, Northumberland County
Rick Jenkins, Columbia County (via teleconference)
Brent Jones, Clinton County
Michael Krentzman, Mifflin County
Dave Park, Snyder County
Patty Perez, Columbia County
Rob Postal, Mifflin County (via teleconference)
David Schultz, Lycoming County
Jennifer Wakeman, Montour County
Eric Winslow, Union County (via teleconference)

JRA OPERATOR

Jeb Stotter, President & CEO
Diana Williams, Treasurer/Controller

GUESTS

John Ashbridge, Carload Express (via teleconference)
Sam Simon, Carload Express Legal Counsel (via teleconference)
Kim Wheeler, SEDA-COG

JRA LEGAL COUNSEL

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

JRA CONSULTING PROFESSIONALS

Stephen Lendway, Operating Agreement Consultant (via teleconference)
Jason Shura, PE, Stiffler-McGraw (via teleconference)

JRA STAFF

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

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Call to Order

The Chairman called the meeting to order at 12:33 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. Ms. Wheeler thanked Mr. Harvey and Mr. Beattie for giving a presentation to the SEDA-COG Board meeting last month. She said, on behalf of the SEDA-COG Board, she wanted to acknowledge the success of the JRA over the past 42 years and wished the JRA continued success. She also thanked Bob Hormell for being instrumental in the formation of the JRA.

ADMINISTRATIVE ITEMS

Approval of the Oct. 8, 2025, JRA Meeting Minutes

Mr. Graham made a motion for the Board to approve the Oct. 8, 2025, SEDA-COG Joint Rail Authority Meeting Minutes; Mr. Schultz seconded the motion; motion carried.

Treasurer’s Report

Ms. Wakeman presented the Treasurer’s Report for October, as well as the JRA’s Loan Summary, Money Market Account Financial Statement, the PIB Loan Financial Statement, the JRA’s detailed accounting associated with the operating fees paid by the Operator, the LOA Capital Contribution Liabilities and the purported Stormwater Charges imposed in Williamsport.

Mr. Park made a motion for the Board to accept the Treasurer’s Report for the month of October 2025; Ms. Perez seconded the motion; motion carried.

Payment of the Bills; Oct. 1 to Oct. 31, 2025

Ms. Wakeman said the October Payment of Bills for the November check run totaled \$585,961.91.

Ms. Wakeman made a motion for the Board to approve the November check run for the October 2025 Payment of Bills; Mr. Dombroski seconded the motion; motion carried.

Cash Management Policies

This agenda item was tabled.

Mr. Graham made a motion to table the agenda item; Mr. Hormell seconded the motion; motion carried.

Staff Report and Events Calendar

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

Mr. Harvey said he participated in observing all five days of the track inspection and was impressed with the fact that Zac and Seth, North Shore employees, welcomed feedback from Sam (Jannotti). Mr. Park encouraged additional Board members to take part next year.

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. Mr. Stotter said the Veterans Train Ride on Nov. 1 was a great success and \$12,000 was donated to veteran organizations.

OLD BUSINESS

Bridge Engineer's Report

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

- Gregori Construction returned to the SIT bridge 0.09 on Nov. 4 to address two of the stop-crack holes that were drilled a little short. The work was completed satisfactorily.
- Bridge safety inspections are complete. Reports for SVRR and WDR will be submitted to JRA staff shortly.
- NBER Bridge Rehabilitation Project Group 2 has been advertised for bidding. A pre-bid meeting will be held on November 18 of this year, with a bid opening on December 2.

NEW BUSINESS

Review Tentative 2026 JRA Budget

The JRA is entertaining a small deficit budget (\$135K) in 2026, due to continued unprecedented capital project expenditures to be constructed. The JRA is projected to start 2026 with a cash balance of \$530,000 over the start of 2025. This budget anticipates being the recipient of \$2.1M in PennDOT RTAP funding in 2026. Only engineering costs are anticipated in 2026 for this bridge bundle project. Currently, \$2.7M is outstanding as reimbursables from PennDOT. This budget anticipates \$1M will be received before the end of the year and \$1.7M will be received in early 2026. This budget proposes \$7,400,000 in capital investment. For comparison, in FY 2025 approximately \$5.4M in capital investment was made and in FY 2024 approximately \$6.95M in capital investment was made. The focus in 2026 will be completion of RTAP 2024 Bridges on the JVRR and NBER and completion of Section 130 projects on the SIT, JVRR, and Struble Road on the NBER Corning Branch. This budget anticipates beginning engineering/planning work on track improvements at the Shale Rail site, Route 54 crossing, planning for an RTAP 26 grant applications, and final planning for a CRISI grant application. Property revenue is expected to continue a gentle increase (above inflation rate) as we continue our effort to tighten down on property usage and raise rental/lease rates to better align with market conditions. Additionally, this budget includes services to assist with scanning, organizing, and storage of property management documents to allow for property audits in the coming years, across all railroads. This budget includes additional line items for administrative expenses as the Authority exits the SEDA-COG staff services agreement. This budget includes \$55,000 for the replacement of the 2015 Ford Explorer and includes \$73,000 for underwater bridge inspection, based on the inspection rotation for 2026.

This budget does not tackle the MS4 issue in the City of Williamsport.

Ratify GetHRready LLC Master Services Agreement

The JRA requires an employee handbook to be in place by Jan. 1, 2026. To assist with this, two service providers were sought. Upon review by the Executive Director and Transition Committee it was recommended to contract with GetHRready LLC. The Master Services Agreement was negotiated and vetted with the JRA Solicitor. The agreement was signed by the Board Chairman on November 11.

Ms. Wakeman made a motion to ratify the Master Services Agreement with GetHRready LLC, dated Nov. 11, 2025; Mr. Park seconded the motion; motion carried.

Mr. Harvey asked what the annual fees would be. Mr. Beattie said there is a three-year fixed hourly rate of \$125 an hour and the creation of the employee handbook is \$3,000. Wakeman said the Transition Committee reviewed all agreements and approved their recommendations.

Approval of Information Technology Service Agreement

The JRA requires IT office setup and service to be in place by Jan. 1, 2026. With this improvement, the JRA will maintain its own computer system for everyday business and file storage. To assist with this, two service providers were sought. Riverside Technologies Inc. provided the low quote for IT setup. Generally, IT setup includes three new laptops, new monitors, docking stations, ethernet switch, firewall, Wi-Fi access and installation. Cost for setup is proposed at \$15,547.75 and IT support is proposed at \$500 per month.

Mr. Hormell made a motion to approve The Riverside Technologies Inc. Service Agreement in the amount of \$15,547.75 and monthly maintenance of \$500, allow executive director to execute agreement and authorize minor miscellaneous costs during buildout; Mr. Krentzman seconded the motion; motion carried.

Approval of Bookkeeping/Accounting Contractor Agreement

The JRA desires to engage Kathy D. Wendt as a specialty contractor to the JRA to provide the following services: a) bookkeeping services, as necessary for the management of JRA financials on a monthly and annual basis; (b) financial consulting services; (c) bi-weekly payroll services; (d) management of accounts payable; (e) preparation of monthly treasurer's report; (f) submission of quarterly tax filings on behalf of the JRA; (g) preparation of quarterly and annual budget performance reviews; (h) assistance to the JRA's auditor for annual financial audits; (i) attending coordinating meetings, when necessary; and (j) any other services as determined by mutual agreement of Contractor and JRA. This agreement shall continue in effect until terminated by either JRA or Contractor upon 90 days' written notice. Contractor will provide services at a cost of \$45 an hour.

Ms. Wakeman made a motion to approve the Independent Contractor Agreement with Kathy D. Wendt; Mr. Schultz seconded the motion; motion carried.

Approval of Office Lease and Office Services Agreement

The JRA requires office space and a few minor services from SEDA-COG in early 2026. The JRA will stay in the same office suite we are in now. The lease agreement is for \$1,400 per month and includes use of office suite, common areas and storage areas. This lease is for one year and has been vetted by the JRA Solicitor. PIRMA has already provided the COI for the required insurance. The JRA plans to utilize the postage system at SEDA-COG for ease of use at cost. The JRA will require assistance from the Fiscal Controller during accounting transition and the FY 2025 audit process that will extend beyond Dec. 31, 2025. This service will be provided at \$85 per hour. The JRA may require the need to continue SEDA-COG health benefits into January/February 2026 to allow time for transition to the JRA-planned benefits. This will be at cost and reimbursed accordingly.

Ms. Perez made a motion to approve the Office Lease with SEDA Foundation and approve the Memorandum of Agreement for office and employee services and allow the executive director to execute agreements; Mr. Park seconded the motion; motion carried.

Confirmation of Assignment; Route 54 Crossing Surface Engineering

This engineering COA is for the final design, bidding and award, construction administration and RPR services for replacement of the grade crossing surface and necessary track and roadway tie-ins intersection of NSHR and Route 54. This project is in partnership with a planned PennDOT road project that will include a scheduled detour in 2027. The JRA has sought a multi-modal grant for construction. If a grant award is not obtained, the JRA will utilize general funds for construction. This project currently has an opinion of probable cost of \$585,000.

Mr. Dombroski made a motion to approve the Stiffler McGraw Route 54 Crossing Surface Confirmation of Assignment with a lump sum fee of \$61,000 and not to exceed fee of \$11,000 for Resident Project Representative Services; Mr. Gummo seconded the motion; motion carried.

Struble Road Section 130 Railroad Safety Program Amendment

This Section 130 project includes installation of new devices and a traffic signal at Struble Road on the NBER. This third amendment amends PennDOT's reimbursement obligation by increasing the estimated cost from \$1,098,612 to \$1,111,292, in order to allow for an increase in the cost of the concrete culvert pipe recently installed under the railroad.

Mr. Graham made a motion to approve the Letter of Amendment to the NBER Struble Road Section 130 Railroad Safety Program Agreement; Mr. Jones seconded the motion; motion carried.

Change Orders for Kish Pike Grade Crossing Replacement Project; Contract 2025-02

Contract 2025-02 is the JVRR Kish Pike Grade Crossing Project. The original contract price is \$245,621. Two change orders are proposed. All work is completed, due to time constraints. Change Order No. 1 – Additional compromise welds requested by NSHR to connect new rail to existing rail in lieu of bolted splices permitted by original contract; Cost increase of \$8,868.56. Change Order No. 2 – Revise as bid work item quantities to match actual work item quantities installed in field throughout construction (work item quantity adjustment); Cost decrease of \$11,320.

Ms. Perez made a motion to approve Change Order No. 1 and No. 2 for Contract 2025-02 in the total deduct amount of \$2,451.44, for a total contract price of \$243,169.56; Ms. Wakeman seconded the motion; motion carried.

Change Orders for SIT Grade Crossing Replacement Project; Contract 2024-04

Contract 2024-04 is the Selinsgrove Industrial Track Grade Crossing Replacement Project. The original contract price was \$1,456,255.01. Change Orders No. 1 through No. 4 in the total amount of \$122,828.29, for a total contract price of \$1,579,083.30, were approved by the Board in October of this year. Two additional change orders are offered for consideration. All work is completed due to time constraints. Change Order No. 5 – Add additional plug rails for bonded insulated joints; Cost increase of \$14,922.60. Change Order No. 6 – Install new switch timber provided by NSHR and additional thermite welds for new plug rails; Cost increase of \$16,250.90.

Mr. Park made a motion to approve Change Order No. 5 and No. 6 for Contract 2024-04 in the total amount of \$31,173.50, for a total contract price of \$1,610,256.80; Mr. Dombroski seconded the motion; motion carried.

REPORTS FROM COMMITTEES

Property Management Committee

1a. PPL Electric Utilities Corporation License Agreement #01-446.0 (NSHR – Mahoning Twp.)

PPL contacted JRA staff about raising an existing overhead electrical facility just east of the Clinic Drive rail grade crossing, no less than 28'-0" from top of rail with sag over the NSHR at milepost 200.25 in the Mahoning Twp., Montour County. PPL will be assessed an annual fee of \$550, subject to annual CPI adjustments, a one-time utility pole replacement fee of \$1,100, and a one-time document preparation fee of \$1,100. All plans have been reviewed and approved.

Mr. Park made a motion to approve the recommendation of the license agreement with PPL Electric Utilities Corporation; Ms. Perez seconded the motion; motion carried.

1b. PPL Electric Utilities Corporation License Agreement #01-447.0 (NSHR – Scott Twp.)

PPL contacted JRA staff about installing a utility pole within the JRA ROW and raising an existing overhead electrical facility no less than 29'-1" from top of rail with sag over the NSHR at milepost 186.73 in Scott Twp., Columbia County. PPL will be assessed an annual fee of \$550, subject to annual CPI adjustments, and a one-time document preparation fee of \$1,100.

Mr. Park made a motion to approve the recommendation of the license agreement with PPL Electric Utilities Corporation; Mr. Dombroski seconded the motion; motion carried.

Mr. Park mentioned that JRA staff was notified on Nov. 10, 2025, that PPL was canceling two jobs so there was no need for the following agreements, which had previously been on the agenda: PPL Electric Utilities Corporation License Agreement #01-448 (NSHR- Scott Twp.) and PPL Electric Utilities Corporation License Agreement #01-449 (NSHR – South Centre Twp).

1e. Shamokin Filler Co. Inc. Land Sale Agreement with Portion of the Carbon Run Branch

Shamokin Filler is the sole customer on the SVRR—Carbon Run Branch. The track conditions on approximately 5,800 feet of track leading up to the facility are poor due to off-site stormwater runoff originating from the Shamokin Filler property and fouling the track ballast with sediment from the adjoining Shamokin Filler property. This problem has been occurring for several decades, and the Carbon Run Branch was downgraded from "Class-1" to Excepted Track" in 2024 and eventually taken out of service in early 2025. Shamokin Filler now receives cars 0.75 miles down the track due to track conditions. JRA staff have been in discussions with Shamokin Filler staff about a Land Sale Agreement to sell the track and property to Shamokin Filler, which

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was originally 6.83 acres. Shamokin Filler then requested to purchase the additional track to W. Mulberry St., bringing the total land to potentially be sold to 10.47 acres, which includes 6,240 feet of track. The proposed sale price of the 10.47-acre parcel is \$42,500. Shamokin Filler would be responsible for rehabilitating the track should they want the train to drop cars at their facility again. For the foreseeable future, the train will drop cars off at the bottom of the hill.

Mr. Schrack mentioned there were a few items discussed at the committee level: one was the need to review the legal description that is still outstanding that will be provided to the buyer for the deed that would convey the property. After discussion in the committee, it was questioned what, if anything, is needed from the STB for the sale. Mr. Schrack suggested making an addition to the motion to cover those items.

Mr. Park made a motion for the Board to approve the land sale agreement with Shamokin Filler Co. Inc. for 10.47 acres of property and 6,240 feet of track for a price of \$42,500 subject to JRA staff and solicitor review of the legal description and review of STB requirements; Mr. Jenkins seconded the motion; motion carried.

1f. Approval of JRA Fee Schedule Revision 2

JRA staff have been working on revising the private crossing section of the Fee Schedule to create three different classifications of crossings. FRA and FHWA data were used to create a system, in order to properly classify private crossings into these separate categories, as well as establish the appropriate annual fee. This point system will be used to determine the fee for future private crossings on the JRA system.

Mr. Park made a motion for the Board to approve the JRA Fee Schedule Revision 2; Mr. Graham seconded the motion; motion carried.

LEGAL

Solicitor Schrack said he had nothing further to discuss in public session and recommended the Board recess into executive session.

Chairman Harvey recessed the regular meeting at 1:45 p.m. to convene into executive session at 1:50 p.m.

Chairman Harvey reconvened the regular meeting at 2:47 p.m.

Solicitor Schrack stated the JRA Board and staff held an executive session to discuss two potential real estate transactions. No action was taken in executive session and no action is recommended.

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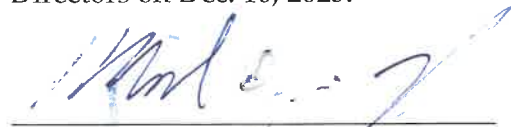
With there being no further business to come before the JRA Board, Chairman Harvey adjourned the meeting at 2:48 p.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Steven M. Beattie", written over a horizontal line.

Steven M. Beattie, Executive Director

I hereby certify these minutes were approved by the SEDA-COG Joint Rail Authority Board of Directors on Dec. 10, 2025.

A handwritten signature in blue ink, appearing to read "Mark...", written over a horizontal line.

Secretary/Assistant Secretary