



SEDA-COG JOINT RAIL AUTHORITY MEETING MINUTES
Wednesday, December 10, 2025
Union County Government Center, Lewisburg, PA
3:00 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 (via teleconference)
Rick Jenkins, Columbia County (via teleconference)
Dave Park, Snyder County
Rob Postal, Mifflin County (via teleconference)
David Schultz, Lycoming County
Jennifer Wakeman, Montour County
Eric Winslow, Union County

JRA OPERATOR

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

JRA LEGAL COUNSEL

Jenn Bauer, Esq., McQuaide Blasko (via teleconference)
Tom Schrack, Esq., McQuaide Blasko (via teleconference)

JRA CONSULTING PROFESSIONALS

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

JRA STAFF

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

Call to Order

The Chairman called the meeting to order at 3:02 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 none.

ADMINISTRATIVE ITEMS

Approval of the Nov. 12, 2025, JRA Meeting Minutes

Mr. Graham made a motion for the Board to approve the Nov. 12, 2025, SEDA-COG Joint Rail Authority Meeting Minutes; Mr. Schultz seconded the motion; motion carried.

Appointment of the 2026 Nominating Committee

Mr. Harvey, Board Chairman, appointed the following Board members to the 2026 Nominating Committee: Mr. Winslow, chair; Mr. Hormell, Ms. Hoover, Mr. Jenkins and Mr. Schultz.

Treasurer’s Report

Ms. Wakeman presented the Treasurer’s Report for November, 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; Mr. Schultz seconded the motion; motion carried.

Payment of the Bills; Nov. 1 to Nov. 30, 2025

Ms. Wakeman said the November Payment of Bills for the December check run is on page 22 of the packet.

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

Cash Management Policies

The 2024 Audit report included a recommendation to establish a travel expense policy and cash management policies. As such, it is recommended that new JRA policies be reviewed and approved by the Board. These policies align with general practice of JRA management and applicable state and federal law and generally align with the auditor's minimum recommendations.

Mr. Graham made a motion to approve the travel expense and cash management policies 003 through 007 as presented and dated December 10, 2025; Ms. Wakeman seconded the motion; motion carried.

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. Mr. Stotter said about 2,100 toys and \$3,330 were collected during North Shore's annual NARCOA Toys for Tots run. He said the train rides in Bloomsburg and Sunbury went well.

OLD BUSINESS

Bridge Engineer's Report

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

- Field study for the NSHR Continental Boulevard Grade Crossing Replacement Project is planned for Nov. 11 and 12.
- Review of the plan for the Williamsport Municipal Water Authority project was completed today.
- 2025 construction projects are in the process of being closed out.

NEW BUSINESS

Final 2026 JRA Budget

The budget is generally the same as presented in November. Changes were made to starting balance, capital spending, office rent, and reimbursements. Refinement to the 2026 budget shows a \$750,000 budget deficit due to the proposed \$7.35M capital plan for 2026. The starting balance of \$3.59 million is approximately \$1 million more than previous years because 2025

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capital improvements were largely 100% reimbursed Section 130 projects. The JRA is well positioned in the coming years as we continue with planned large capital expenditures in 2026-2029.

Ms. Wakeman made a motion to approve the final 2026 JRA Budget; Mr. Park seconded the motion; motion carried.

Document Scanning Contract Agreement

The JRA maintains a vast number of paper-based files for property agreements and documents, such as deeds, easements, licenses and property sales. It is a continual struggle to maintain this filing system. The JRA staff proposes to organize these files in an electronic format. Reynolds Business Systems proposes to scan and organize our files with guidance for ease of use and to ensure permanent storage. For the time being the paper copies will not be disposed of, though this will be reviewed in the future. Reynolds Business Systems also proposes to host these documents in cloud-based software that allows for searchability (i.e. the software can search all scanned PDFs by keyword). This system can read difficult text, script writing and will integrate with our GIS software. The cost for scanning all records is \$10,404.58. Setup and use of the cloud-based management system is \$7,145.00 for 2026 and will be \$445.43 per month (\$5,345.16 annualized) thereafter. This pricing is an estimate based on a physical review of the files by the vendor.

Ms. Wakeman made a motion to approve the Document Scanning Contract Agreement with Reynolds Business Systems for an estimated cost of \$17,550, along with annual cloud maintenance services of \$445.43 per month starting in January 2027 and to allow executive director to execute agreements; Mr. Postal seconded the motion; motion carried, with Mr. Hormell voting nay.

Mr. Postal said he thinks it is a good idea but with two caveats. One being that the paper documents are shredded appropriately to avoid offsite storage costs. Two being that the JRA is not locked into proprietary software that may add additional costs if it decides to go with a different software provider in the future.

Ms. Wakeman asked who would be responsible for scanning and uploading any new documents. Mr. Beattie said it is his understanding that JRA staff will be able to do that.

Mr. Hormell echoed Mr. Postal comments about being tied to one company's proprietary software.

Ms. Hoover asked if there would be a secondary backup system to ensure no data is ever lost. Mr. Beattie said he believes the cloud-based storage has backup.

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Mr. Graham asked what happens to the JRA's documents if Reynolds has business difficulties and JRA needs to move to another company. Mr. Beattie said the data is still owned by the JRA and can be transferred to another company. JRA will be given all the PDFs Reynolds scans.

Bid Opening and Notice of Award; JVRR Bridge Preservation Project; Contract 2025-01

Bid opening occurred on Nov. 10. Bid results are included in the board packet along with the engineer's recommendation of award. This project is funded by the RTAP 24 Bridge Bundle Project and includes three bridges on the Maitland Branch and one bridge on the Burnham Branch. Two bids were received. The project estimate was opinioned at \$1,558,371.76. The apparent low bidder was Jay Fulkroad and Sons Inc. with a base bid of \$1,895,661.31.

Mr. Winslow made a motion to award JRA Contract 2025-01, JVRR Bridge Preservation Project, to the lowest responsible bidder, Jay Fulkroad and Sons Inc., with a base bid of \$1,895,661.31, contingent on receipt of acceptable insurance and bonding and approval by PennDOT; Mr. Graham seconded the motion; motion carried.

Bid Opening and Notice of Award; NBER Bridge Preservation Project Group 2; Contract 2025-05

Bid opening occurred on Dec. 5. This project is funded by the RTAP 24 Bridge Bundle Project and includes one bridge on the NBER Mainline and one bridge on the Bellefonte Branch. Four bids were received. The project estimate was opinioned at \$862,155. The apparent low bidder was Miller Soil Solutions with a bid of \$911,072.85.

Mr. Graham made a motion to award JRA Contract 2025-05, NBER Bridge Preservation Project Group 2, to the lowest responsible bidder, Miller Soil Solutions, with a base bid of \$911,072.85, contingent on receipt of acceptable insurance and bonding and approval by PennDOT; Mr. Postal seconded the motion; motion carried.

REPORTS FROM COMMITTEES

Property Management Committee

1a. Comcast Cable Comm. Management License Amendment (NSHR – S. Centre Twp.)

Comcast contacted JRA staff about amending existing license agreement 01-417.0, dated March 13, 2025, to include additional fiber lines that will be lashed together over the NSHR just east of the Market Street grade crossing in South Centre Twp. Comcast requested to add a 288-count fiber cable in addition to the 48-count and 144-count fiber cables that were part of the initial license agreement. All cables will work in tandem. This amendment memorialized the addition of the 288-count fiber cable. Comcast's agreement fees will be adjusted to reflect the updated

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JRA's Fee Schedule. Comcast's annual fee will be increased from \$2,530 to \$2,800, and they will also pay a one-time document preparation fee of \$1,100. All plans have been reviewed and approved.

Mr. Park made a motion to approve the amendment to the license agreement with Comcast Communications Management; Ms. Wakeman seconded the motion; motion carried.

1b. Danville Municipal Authority Addendum to Easement Agreement (NSHR – Danville)

The Valley Township Municipal Authority (VTMA) entered into an easement agreement, 44-006.0, with the JRA in 2015 for a 6" sewer pipe under the NSHR in Danville. The Easement had a 10-year term, which expired on April 8, 2025. JRA staff found that the Easement had expired while looking up agreements for a water main break in front of Danville Middle School that occurred over the summer. JRA staff contacted VTMA about renewing this agreement and were informed that the Danville Municipal Authority (DMA) had taken over the sewer lines, and the new agreement should be with them. JRA staff then reached out to DMA about renewing the Easement. Per the original agreement, renewal requires a 15% increase in the easement fee for an additional 10-year term. DMA requested a 20-year term, to which JRA staff agreed to the 20-year term for a 25% increase in the easement fee, to which DMA agreed. DMA will be assessed a one-time easement fee of \$11,250 and a one-time document preparation fee of \$1,100.

Mr. Park made a motion to approve the addendum to the easement agreement with Danville Municipal Authority; Mr. Dombroski seconded the motion; motion carried.

LEGAL

Operating Agreement Consultant's Report

Mr. Lendway presented the Operator's third quarter financials for 2025 via PowerPoint.

2025 Q3 Transportation Expense Ratio

- Target: About 40%
- Results for Q3 2025
 - Higher than target
 - Much higher than Q3 2024
 - Higher than Q3 2025 budget

2025 Q3 Maintenance of Way Ratio

- Target: About 21%
- Results for Q3 2025
 - Much higher than target

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- Lower than Q3 2024
- Much lower than Q3 2025 budget

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

Solicitor Schrack said he had nothing further to discuss in public session and recommended the Board recess into executive session, after which there will be two items on the agenda that will be voted on.

Chairman Harvey recessed the regular meeting at 3:58 p.m. to convene into executive session.

Chairman Harvey reconvened the regular meeting at 4:52 p.m.

Solicitor Schrack stated the JRA Board and staff held an executive session which included the Operator and Mr. Lendway for the confidential and proprietary portion of Mr. Lendway's report. The Operator, JRA staff and Mr. Lendway then left, and the Solicitor and JRA Board had an executive session concerning personnel matters. No action was taken in executive session.

Consideration of Employee Benefits Package

To make the transition away from the SEDA-COG Staff Services agreement and move the dedicated SEDA-COG staff under the JRA, a comprehensive package of benefits was developed that closely aligns with the previous package. Changes from SEDA-COG's benefits were made, including Paid Time Off versus separate sick and vacation days; reducing the allowable annual PTO rollover to 75 hours; offering an HSA for medical coverage; offering only a high-deductible health plan; reducing retirement to a 6% grant under a new retirement plan; and providing a monthly \$50 cell phone reimbursement.

Ms. Wakeman made a motion for the Board to approve the Employee Benefits Package; Mr. Park seconded the motion; motion carried.

Consideration of Employee Offer Letters

To make the transition, the JRA must approve offers of employment to Steven, Kyle, and Tina. These offer letters generally define the benefits, annual pay and role of each of the three employees.

Ms. Wakeman made a motion for the Board to approve the Employee Offer Letters for the roles of Executive Director, Property Manager and Program Assistant; Mr. Winslow seconded the motion; motion carried.

With there being no further business to come before the JRA Board, Chairman Harvey adjourned the meeting at 4:55 p.m.

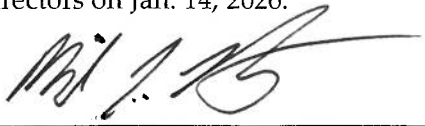
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Respectfully submitted,



Steven M. Beattie, Executive Director

I hereby certify these minutes were approved by the SEDA-COG Joint Rail Authority Board of Directors on Jan. 14, 2026.



Secretary/Assistant Secretary