

**Delaware River Port Authority  
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and  
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Board Meeting  
Wednesday, March 16, 2011**

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Adjournment

MINUTES of the regular bi-monthly Board meeting of the DELAWARE RIVER PORT  
AUTHORITY held Wednesday, March 16, 2011 in the Board Room at One Port Center, Camden, NJ.

**Present**

**PENNSYLVANIA**

Gov. Tom Corbett, Chair  
Robert Teplitz (Wagner)  
William Sasso, Esq.  
Jack Stollsteimer (McCord)  
Walter D'Alessio  
David Simon, Esq. (via phone)  
Joanna Cruz, Esq.  
Joann Bell

**Officers & Chiefs**

J. Matheussen, CEO  
R. Brown, General Counsel &  
Corporate Secretary  
R. Gross, Deputy CEO  
J. Hanson, CFO  
T. Brown, CAO  
T. Pulte, COO  
M. Venuto, Chief Engineer

**DRPA Staff**

V. Bradford, Bridge Director, BFB  
F. DiCicco, Administrative Coordinator  
J. Egan, Project Manager, Special Projects  
S. Gray-Newman, Administrative Coordinator  
K. Imperatore, Director Fare Collection  
K. Jacobson, Assistant General Counsel  
E. Kasuba, Director of Corporate Communications  
H. Korsen, Manager, Contract Administration  
K. LaMarca, Director IS  
M. Lopez, Manager, Government Relations  
J. Lotierzo, Sr. Accountant, Finance  
C. Maroney, Manager, Special Projects  
D. McClintock, Chief Public Safety  
S. Milner, Administrative Coordinator  
F. O'Brien, Manager, Customer & Comm. Relations  
R. Only, Director, Homeland Security & Emergency  
Mgmt.  
O. Parker, Manager, Financial & Budget Analysis  
J. Quinn, Director of Revenue  
W. Shanahan, Director, Government Relations  
C. Spicer, PATCO Assistant General Manager

**NEW JERSEY**

Jeffrey L. Nash, Vice Chair  
E. Frank DiAntonio  
Richard Sweeney  
Albert F. Frattali  
Charles Fentress  
Rick Taylor  
Tamarisk Jones  
Denise Y. Mason (via phone)

**Counsel**

D. Weinstein, Archer & Greiner, NJ  
Counsel  
A. Kessler, Duane Morris, PA Counsel  
S. Kosta, Duane Morris, PA Counsel

**Others:**

Senator S. Sweeney  
M. Tully, Gov. Authorities Unit  
K. Bruder, PA Governor's Office  
S. Aichele, PA Governor's Office  
K. Harley  
R. Subbio, Congressman Brady's Office  
C. Rhodes  
N. Graham  
R. Fuller  
R. Tirado  
C. Hallowell  
C. Blackwell, webcasting

**DRPA Staff (Con't.)**

S. Squillace, Purchasing Agent  
S. Suder, Manager, Purchasing  
H. Trum, Manager, Const & Maint. – BFB  
M. Weikel, Administrative Coordinator  
J. White, Director of Finance  
D. Whiton, Administrative Coordinator  
M. Williams, Graphic Design  
R. Williams, Bridge Director, BRB

The Corporate Secretary announced that pursuant to the By Laws of this Authority, public notice of this meeting of the DRPA Board of Commissioners has been given by posting in the lobby at One Port Center, and issuing proper notice to the public and news media.

Chairman Corbett called the meeting to order and asked that the Corporate Secretary call the roll. The Corporate Secretary then called the roll and announced that there was a quorum. Chairman Corbett presided.

Chairman Corbett stated that there were members of the public who wanted to speak before the Board. The Corporate Secretary had a list of two members – NJ State Senate President Steve Sweeney and Ms. Carol Rhodes.

### **Public Comments**

Senator Sweeney welcomed Governor Corbett and the new Pennsylvania Commissioners to the DRPA. Senator Sweeney stated that the Authority is extremely important to the economy of this region and he asked to speak about a project that is of utmost importance to him; that being the light rail. He stated that light rail has been in the works since 2003 and it will be of significant importance to the economy of South Jersey. He stated that painstaking studies were done to determine the best route for light rail in South Jersey. Senator Sweeney commented that he was surprised at the route that was chosen, as it was not his first pick. Light rail in Burlington has improved the economy of that region. He believes light rail will improve the quality of life of the residents of South Jersey and, more importantly, it will grow the economy in the region.

Senator Sweeney asked the Governor to ensure that the Authority does not lose its focus on this project. Senator Sweeney commented that he has been a County elected official since 1997 and he believes that light rail is the most important project that he has worked on because of what it can do for the economy and the region. When looking at New Jersey, there is very little mass transportation in this region of the state. Senator Sweeney asked for the Governor's consideration of light rail and asked that the Board keep focus on this project. He pledged to work with the Commissioners to help make this region a better place to do business. Senator Sweeney stated that Mark Schweiker formed the Greater Philadelphia Chamber of Commerce, in which Senator Sweeney believes. The Senator stated that what is good for Philadelphia is good for South Jersey and all the way around.

The next speaker was Carol Rhodes. Ms. Rhodes stated that this was her third time before the Board and she is determined to see that Port Authority funds are spent on Port Authority projects. Ms. Rhodes stated that Mr. Matheussen is determined to divert \$9 million away from the safety of the port, bridges and train. She asked the Board to vote against funding the GCL Environmental Impact Study. Ms. Rhodes stated that Mr. Matheussen has publicly stated that the Port Authority will not own or operate the River Line extension. She asked why should commuters of Pennsylvania and New Jersey spend \$9 million to finance the study? Ms. Rhodes further stated that Mr. Kasuba informed her that there are no restrictions in place to prevent Mr. Matheussen from going to work for the company that gets this contract. Ms. Rhodes stated that, in April 2010, James Weinstein advised Mr. Matheussen in writing that New Jersey Transit will not reimburse the Port Authority for this study. Ms. Rhodes noted that DRPA had no role in the Riverline project so, she asked, why Mr. Matheussen was inserting himself and DRPA money into the process now?

Ms. Rhodes believes that Mr. Nash deliberately misled the public and Wall Street regarding the recently approved toll increase. She stated that the public was informed that the wasteful spending during their tenure would end. The public was told that revenues raised from the toll increase will be used to benefit the

core holdings of the Authority. She inquired as to why this money is being spent outside of the Authority's jurisdiction. Ms. Rhodes stated that Mr. Kasuba was very savvy about the Port Authority's website by only listing the supports of the GCL, and not the opponents as there would have been many more opponents. Ms. Rhodes criticized two of the listed supporters of the project. Further, Ms. Rhodes stated that until Mr. Matheussen and Mr. Nash leave, the financial and management problems that have plagued this Board will continue. Ms. Rhodes stated that she was disappointed that \$16 million was wasted on the Delaware River Aerial Tram. Ms. Rhodes concluded by asking the Pennsylvania and New Jersey Governors to consider Mr. Joe Sestak as a replacement for John Matheussen. She believes that Mr. Sestak has the integrity and resume that is needed to change the reputation of the Authority. The commuters of Pennsylvania and New Jersey have suffered long enough under this Board.

### **Report of Chief Executive Officer – March 2, 2011**

CEO Matheussen asked the recent retirees who are in attendance to stand: Nancy Graham who has worked for DRPA for 10 years; Robert Fuller who has worked for 34 years for DRPA; Warren Smith who has worked for DRPA for 34 years; Rick Tirado who has worked at PATCO for 21 years, and Charlie Hallowell who has worked at PATCO for 28 years. CEO Matheussen stated that Bob Brannigan who has worked at PATCO for 31 years was not able to be present. CEO Matheussen, on behalf of the Board and staff, extended sincere thanks to each employee for their hard work and accomplishments during their careers at the DRPA and PATCO and wished them well in all their future endeavors.

CEO Matheussen spoke about Bill Shanahan who works for the DRPA. Mr. Matheussen explained that Bill has worked for the Authority for over 10 years and is also a dedicated patriot of the United States. Bill is a member of our Armed Forces and is being deployed to Afghanistan and will be gone for about 400 days. Governor Corbett expressed everyone's hope for Mr. Shanahan's safety. Mr. Matheussen stated that the Authority has had several employees deployed overseas. He added that the Authority hopes for their safe return.

CEO Matheussen advised the Board that projects this summer at the bridges will provide jobs for over 200 people in addition to the DRPA workforce.

CEO Matheussen reported that work on the Walt Whitman Re-Decking Project continues to move forward. Four gantries were removed the first week of March during intermittent closures of the bridge and the contractor is completing the under the deck platform installation. The re-decking is expected to begin in late spring or early summer.

CEO Matheussen reported that five PATCO cars have arrived at the Alstom plant in Hornell, New York as part of the car rehabilitation program.

This concluded the CEO Report.

On motion duly made and seconded, the Chief Executive Officer's report was approved.

Chief McClintock, in response to Commissioner Stollsteimer's question regarding the 170 arrests in February, stated that the arrests were all made on the bridges and expressway ramps to the bridges and all within the Authority's jurisdiction. Chief McClintock further stated, in response to Commissioner Stollsteimer's question regarding extra patrolling in Camden, that the Authority does not patrol Camden. Chief McClintock also replied to Commissioner Stollsteimer's question regarding the seven officers that were put in temporary supervisory positions. Chief McClintock stated that three sergeants and three corporals were just promoted last week and until they were officially promoted, they were put in the temporary supervisory positions.

### **Report of the Audit Committee**

Commissioner Teplitz stated that there was no report from the Audit Committee. Commissioner Teplitz noted that there are two vacancies that need to be filled by new Pennsylvania Commissioners.

Chairman Corbett stated that the new members will be named after the meeting.

On motion duly made and seconded, the Report of the Audit Committee was approved.

### **Report of the Compensation Committee**

Commissioner Stollsteimer stated that there was no Report from the Compensation Committee.

### **Approval of February 2, 2011 Minutes**

At the request of the Governor, Corporate Secretary Richard Brown explained the process for the approval of the Board Minutes. Mr. Brown stated that the Board approves the Minutes of the first monthly Board Meeting at the first meeting of the following month; the Minutes of the second meeting at the second meeting of the following month. Mr. Brown further explained that the Board did not meet on February 16, 2011, which would have been the date on which the Board would have approved the January 19, 2011 Minutes, so they were approved on March 2, 2011. The Board should have approved the February 2, 2011 Minutes at the last meeting, the failure to do so was an oversight. The February 2, 2011 minutes will be approved today.

On motion duly made and seconded, the February 2, 2011 Minutes was approved.

*Chairman Corbett and Commissioners Bell, Cruz, D'Alessio, Sasso and Simon abstained from voting on the Minutes because they did not attend the February 2nd meeting.*

### **Approval of Operations & Maintenance Committee Report of January 19, 2011**

The Report of the Operations & Maintenance Committee Meeting of January 19, 2011 was mailed to all Commissioners and there were no comments. On motion duly made and seconded, the Report of the Operations and Maintenance Committee was approved.

*Chairman Corbett and Commissioners Bell, Cruz, D'Alessio, Sasso and Simon abstained from voting on the Operations & Maintenance Committee Report because they did not attend the January 19<sup>th</sup> meeting.*

### ***Item - Auto Parts Contract for DRPA and PATCO***

Steve Suder stated that this contract is an effort by the Authority to work with other transit agencies throughout New Jersey and Pennsylvania to combine buying power for auto parts for the DRPA fleet. Mr. Suder explained that the DRPA was able, through the Port Authority of New York and New Jersey, to go out to bid with the major auto parts wholesalers throughout the country. The Port Authority of NY/NJ has a contract in place with Middle Atlantic Warehouse and has extended this contract. The Authority would like to continue to participate. The DRPA is able to obtain pricing through Middle Atlantic Warehouse on a "jobbers price index", which is the same type of discount they sell to some of their major buyers such as Pep Boys. The Authority is able to get significant discounts by combining buying power with the other transit agencies.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-016            Auto Parts Contract for DRPA and PATCO**

***Item - Maintenance Contract for Traffic Control and HVAC Systems for DRPA Bridge Facilities and Cruise Terminal***

Steve Suder stated that this Resolution seeks authorization to contract with Tri-M Group for maintenance of the Authority's traffic control and HVAC Systems on the bridge facilities and at the Cruise Terminal. This is a sole source contract because Tri-M is the authorized partner in this region to support and maintain the traffic control and HVAC systems currently in place. This contract will only be a six month contract at the Cruise Terminal since the Authority will be vacating at the end of June.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-017            Maintenance Contract for Traffic Control and HVAC Systems for DRPA Bridge Facilities and Cruise Terminal**

***Item - Purchase of Police Vehicles***

Chief McClintock stated that this Resolution is for the purchase of eight (8) police vehicles to replace existing vehicles that can no longer be efficiently maintained.

In response to Chairman Corbett's question about the mileage on the vehicles, Chief McClintock stated that the average mileage on the police vehicles that are being replaced is about 150,000 miles.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-018            Purchase of Police Vehicles**

**Approval of Operations & Maintenance Committee Report of February 2, 2011**

The Report of the Operations & Maintenance Committee Meeting of February 2, 2011 was mailed to all Commissioners and there were no comments. On motion duly made and seconded, the Report of the Operations and Maintenance Committee was approved.

*Chairman Corbett and Commissioners Bell, Cruz, D'Alessio, Sasso and Simon abstained from voting on the Operations & Maintenance Committee Report because they did not attend the February 2nd meeting.*

***Item - Upgrade of Single Board Computers in PATCO Ticket Vending Machines***

Cheryl Spicer stated that this contract is with Cubic Transportation Systems for the purchase of 62 single board computers ("SBC") for the ticket vending machines located in all PATCO stations. The SBC is the memory in the ticket vending machines. The SBC controls all of the functionality in the machines. In 2004, the DRPA entered into a contract with Cubic through a competitive procurement process to design and install the Smart Card fare collection system. Over the years, the payment card industry has mandated more sophisticated security requirements for vendors to protect the security of the credit card information of their customers. This is accomplished through the installation of security software. The current SBCs do not have sufficient capacity to handle the required software. The SBCs are a Cubic part design to accommodate the specific needs of the vending machines. The vending machines are

proprietary to Cubic and, therefore, another type of SBC will not function on the machines. The Authority is requesting the Board to approve the contract with Cubic in the amount of \$111,777.00 for 62 single board computers.

In response to Commissioner D'Alessio's question regarding the sole source nature of the contract, Ms. Spicer indicated that the SBCs from a source other than Cubic would not work properly in the ticket vending machines. The machines were installed in 2007 and the Authority is expanding the memory so that the software security can be increased on the ticket vending machines as part of the payment card industry security requirements. This contract was competitively bid in 2004 and Cubic Transportation Systems is one of the largest manufacturers of fare collection systems in this country and many transit companies throughout the country use it.

Vice Chair Nash added that the Freedom system has been an outstanding success. He stated that PATCO's ridership is now 40,000 riders a day. He told the Board that the Freedom Card program has received many positive comments and does offer security to credit card users. Vice Chair Nash congratulated Ms. Spicer and PATCO for making this a reality. Ms. Spicer feels that the public should feel secure in using the Authority's equipment and that PATCO needs to keep up with the payment card industry standards.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-023            Upgrade of Single Board Computers in PATCO Ticket Vending Machines**

**Approval of Finance Committee Report of January 19, 2011**

The Report of the Finance Committee Meeting of January 19, 2011 was mailed to all Commissioners and there were no comments. On motion duly made and seconded, the Report of the Finance Committee was approved.

*Chairman Corbett and Commissioners Bell, Cruz, D'Alessio, Sasso and Simon abstained from voting on the Finance Committee Report because they did not attend the January 19th meeting.*

***Item - Network Infrastructure Upgrades***

Kevin LaMarca requested Board approval to negotiate a contract with Verizon Network Integration in the amount of \$265,083.61 for the procurement of hardware and software upgrades of the Authority's network. In 2003, the Authority entered into a contract with Cisco Systems and it is approaching a situation with Cisco where they will no longer support that equipment. The Authority is looking to work with Verizon to procure the equipment under the New Jersey contract to replace the switches and routers that are no longer supported by Cisco.

Chairman Corbett asked whether this is part of the generational change of equipment. Mr. LaMarca said yes.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-019            Network Infrastructure Upgrades**

### **Received and Filed Monthly List of Payments Covering the Month of February 2011**

On motion duly made and seconded, the Monthly List of Payments covering the Month of February 2011 was received and filed.

Commissioner Sasso stated that the Pennsylvania Commissioners received an excellent orientation from Mr. Matheussen and his staff. Commissioner Sasso told the Board that they had an extensive discussion regarding payments and especially payments under the economic development contracts. He stated that the Commissioners were assured that any payments currently being made on economic development contracts were pursuant to legally binding contractual obligations approved by the previous Board. He further stated that Mr. Matheussen and Mr. Brown graciously agreed to pull together the contracts regarding economic development for his review to give the Governor the assurance that they are legally binding obligations.

CEO Matheussen stated that he will make sure that the contracts are given to Commissioner Sasso. He further stated that, with regard to any payments made since last November, they were made in compliance with the Board's request that the Authority continue to make payments only on those economic development projects which were under contract. Mr. Matheussen explained that there have been no new contracts entered into since that time.

### **Report of Chairman**

The Chairman had no report.

### **Report of the Corporate Secretary/General Counsel**

This is a contract negotiation matter and it was discussed in closed session at the end of the meetings.

### **Unfinished Business**

John Matheussen asked the Board how to proceed on the already Board approved purchase of two vehicles for the DRPA's fleet. Mr. Matheussen explained that, at the February 2 meeting, the Board approved the purchase under the NJ state contract of two Ford Fusions, mid-sized passenger vehicles, to be used by the police department and the DRPA carpool. The total cost for both vehicles is \$36,104.00. Mr. Matheussen explained that the Authority now has the opportunity to upgrade these vehicles to hybrid cars. Ford has a successful hybrid vehicle, but there is a significant difference in price from the flex fuel cars voted on previously. The total cost of the two hybrids is \$53,600.00. The Authority has made a commitment in the future to purchasing hybrid vehicles. The planned vehicles are flex fuel, which accept 85% fuel and 15% ethynol. CEO Matheussen stated there has been no study of whether the gas savings over the next 5-7 years would make the difference in price closer. CEO Matheussen asked for the Board's comments.

Chairman Corbett inquired as to the urgency to have the two cars and CEO Matheussen indicated that the Authority could bring it back to the Board in a couple weeks with a better evaluation of the fuel savings with the hybrid vehicles. Chairman Corbett indicated that he would like to receive a definitive evaluation before making any decisions and Mr. Matheussen agreed to complete the study then return to the Board.

### **New Business**

#### **Item 1 – Transfer of Lindenwold Storm Sewer Easement**

Richard Brown requested the Board to approve the transfer of a perpetual storm sewer easement from Bryn Mawr Lindenwold, LLC to Lindenwold Investment, LLC. The Board approved a perpetual easement for Bryn Mawr Lindenwold, LLC in January 2010. Bryn Mawr Lindenwold LLC now wishes to sell their property to Lindenwold Investment, LLC. Under the terms of the easement, Bryn Mawr Lindenwold, LLC is required to obtain written consent before transferring any of its rights under the Easement Agreement. Commissioner Sasso asked who is responsible for maintenance and Mr. Brown responded that DRPA

maintains the portion of the system that is on DRPA property, the other property owner maintains what is on their property, but passes this obligation to their lessee, Walgreens Corporation. Commissioner Teplitz asked about costs and Mr. Brown responded that DRPA is incurring no incremental costs beyond what it paid prior to entering into the easement.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-024                      Transfer of Lindenwold Storm Sewer Easement**

**Item 2 –Renewal of DRPA Employee Assistance Program (EAP) Provider**

Toni Brown, Chief Administrative Officer, requested Board authorization to enter into a contract with Cooper Health Systems to provide an Employee Assistance Program for a period of five (5) years for a guaranteed rate of \$2.00 per employee, per month. The Authority’s broker, Willis of New Jersey issued a Request for Proposal and received several responses. After careful analysis of the services offered by each provider, the staff review committee concluded that Cooper Health Systems would be the best provider in an approximate amount of \$21,384.00 annually for a five year contract. Ms. Brown noted that Willis did not earn a commission for this work.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-025                      Renewal of DRPA Employee Assistance Program (EAP) Provider**

**Item 3 – Southeastern Pennsylvania Regional Task Force Inoperable Communications Project**

Robert Only, Director, Homeland Security and Emergency Management, requested Board authorization to negotiate a license and other necessary agreements that would permit Southeastern Pennsylvania Regional Task Force to install, operate and maintain regional microwave systems on the premises of the Benjamin Franklin Bridge Administration Building and One Port Center in order to connect dispatch centers, command centers and emergency operations centers within the Pennsylvania counties of Bucks, Chester, Delaware, Montgomery and Philadelphia; and New Jersey counties of Camden, Cumberland, Gloucester and Salem; and New Castle County Delaware, and Cecil County, Maryland. The license agreement has a term of five (5) years and four (4) five year options with no cost to the DRPA.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

**DRPA-11-026                      Southeastern Pennsylvania Regional Task Force Interoperable Communications Project**

There being no further business, on motion duly made and seconded, the meeting was adjourned.

Respectfully submitted,

Richard L. Brown,  
Corporate Secretary

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