

DELAWARE RIVER PORT AUTHORITY
Minutes of the October 17, 2012 Board Meeting
One Port Center, Camden, New Jersey
Wednesday, October 17, 2012, 9 a.m.

Present

PENNSYLVANIA

David Simon, Chairman
Kellie VonStein (Wagner) (via telephone)
John Lisko (McCord) (via telephone)
William Sasso, Esquire
Walter D'Alessio
Joanna Cruz, Esquire
Joann Bell
Andrew Reilly

Officers and Chiefs

John Matheussen, CEO
Michael Conallen, Deputy CEO
Danielle McNichol, General Counsel
and Corporate Secretary
John Hanson, CFO
Toni Brown, CAO
Tim Pulte, COO
John Rink, PATCO, General Manager
Mike Venuto, Chief Engineer

DRPA Staff

Fran DiCicco, Administrative Coordinator
Ann DuVall, Executive Assistant to CEO
Timothy Ireland, Director, Corp. Comm.
Howard Korsen, Manager, Contract Admin.
Sheila Milner, Administrative Coordinator
Thomas Raftery, Inspector General
Bill Shanahan, Director, Government Rel.
Jim Simpson, Manager, IS
Cheryl Spicer, Assistant General Manager,
PATCO
Susan Squillace, Manager, Purchasing
Jack Stief, Acting Police Chief,
Public Safety
Charles Thompson, Graphic Design Specialist
Dawn Whiton, Administrative Coordinator

NEW JERSEY

Jeffrey L. Nash, Esquire, Vice Chair
E. Frank DiAntonio
Al Frattali
Richard Sweeney
Charles Fentress
Denise Y. Mason
Rick Taylor

Counsel

Christopher Gibson, Archer & Greiner,
NJ Counsel
Tom Ellis, Duane Morris, PA Counsel

Others

John Cascarano, Assistant Counsel, NJ Gov.
Authorities Unit
Kathleen Duffy Bruder, Esquire, Deputy Chief
of Staff, Governor Corbett's Office
Robert Bistline, HNTB
Ted Zoli, HNTB
Kathy Venuti (CAC)
Julie Still (CAC)
John Boyle (CAC)
Joe Quigley
Kim Lyttle, Huntingdon Bank
Casey Oakes (Sen. Lautenberg's Office)

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 proper notice in the lobby at One Port Center, and issuing proper notice to the public and news media.

Vice Chair Nash 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.

Vice Chair stated that the meeting would begin with calling on Andrew Reilly who has been nominated by Governor Corbett to fill his position. Governor Corbett has stepped aside from the Board. Vice Chair Nash stated that Governor Corbett had done an amazing job with this Board, making sure that the boat was sailing straight and the waters were calm, and we have great appreciation for his work here at the Authority. Vice Chair Nash stated that with the Governor stepping aside, he has nominated Andrew Reilly to fill this spot on the Board. The Corporate Secretary administered the oath of office and swore in the new Pennsylvania Commissioner for DRPA and PATCO. Vice Chair Nash welcomed Andrew Reilly to the Board.

Vice Chair Nash stated that with Governor Corbett stepping down from the chairmanship, he asked for a nomination of the Board members to serve as the Chair of the Delaware River Port Authority and Port Authority Transit Corporation. Vice Chair Nash recognized Joanna Cruz. Commissioner Cruz nominated David Simon as the new Chair to the Authority. On motion duly made and seconded, David Simon was nominated as the new Chairman. Vice Chair Nash congratulated David Simon and stated that he was now the Chairman of the Board.

Report of the Chairman

Chairman Simon stated that he wanted to express his appreciation to Governor Corbett for his confidence in him, that it will not be misplaced and thanks to the entire Board for electing him. He stated that it is easy to make a general comment, but actions speak louder than words. Chairman Simon stated that since there is a very full agenda this morning, we will begin.

Report of the Chief Executive Officer

Mr. Matheussen extended his gratitude and thanks, and that of the staff, to Governor Corbett for his outstanding leadership as DRPA's Board Chair over the last year and a half. He said a great deal was accomplished during the Governor's time as Chair, and the Governor's vision and input was greatly appreciated.

Mr. Matheussen then extended his personal congratulations, and that of the staff, to Commissioner Simon as he begins his Chairmanship of the Board. He said the Authority has benefitted greatly from his insight and experience during his tenure as Commissioner and Vice Chair of the Finance Committee, and said management and staff look forward to continuing to work with him in his role as Chair.

Mr. Matheussen, on behalf of the staff of DRPA and PATCO, also welcomed Commissioner Reilly aboard and congratulated him on his appointment. He said management and staff also look forward to working with him for the benefit of those DRPA serves across the region.

Mr. Matheussen ended his comments by highlighting that the Authority had a very good ferry season and Tim Pulte has made sure of that and he has worked extremely hard. Mr. Matheussen

said there were extra concerts on the waterfront; we went from about 110,000 passengers using the ferry boat last year to this year to 145,000 passengers. He said that was well reflected of a great job and we are already starting to plan for next year.

This concluded his CEO Report.

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

Approval of September 19, 2012 DRPA Board Meeting Minutes

The Minutes of the September 19, 2012 Board Meeting of the Delaware River Port Authority were previously provided to the Governor of New Jersey and the DRPA Commissioners and there were no comments.

On motion duly made and seconded, the Minutes of the September 19, 2012 Board Meeting were approved.

Receipt and Filing of the Monthly List of Payments Covering the Month of September 2012

The Monthly List of Payments covering the month of September 2012 was previously provided to all Commissioners and there were no comments.

On motion duly made and seconded, the Monthly List of Payments covering the month of September 2012 was received and filed.

Receipt and Filing of the Balance Sheet – As of June 30, 2012

The Balance Sheet as of June 30, 2012 was previously mailed to all Commissioners and there were no comments.

On motion duly made and seconded, the Balance Sheet as of June 30, 2012 was received and filed.

Report of the Audit Committee

Kelly VonStein of the Auditor General Wagner's office stated that the next Audit Committee meeting would be held on Wednesday, November 14, 2012.

Approval of Operations & Maintenance Committee Report of September 19, 2012

The Report of the Operations & Maintenance Committee Meeting of September 19, 2012 was previously provided to all Commissioners and there were no comments.

On motion duly made and seconded, the Report of the Operations & Maintenance Committee of September 19, 2012 was approved.

Adopt Resolution Approved by Operations & Maintenance Committee of September 19, 2012

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

DRPA-12-080

**Construction Monitoring Services for Contract No. 21-E,
Benjamin Franklin Bridge PATCO Track Rehabilitation**

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

DRPA-12-081

**Contract No. G-24-2011, Betsy Ross and Walt Whitman
Bridges - Cameras**

Chairman Simon asked Mr. Venuto to present a brief description of this project. Mr. Venuto stated that this is a project to design a bike ramp on south side of Benjamin Franklin Bridge for easier access to pedestrians and those using bikes and individuals with disabilities. He said that they have worked with the Bike Coalition and some local legislators. He stated that the design does include not only producing some alternatives and having some stakeholder outreach, but also has a significant public involvement from the local stakeholders whether it is Rutgers, the local community or the Bike Coalition. Mr. Venuto stated that the Board also has alternatives to choose from to consider the design. Mr. Venuto stated that he will be collecting recommendations and alternatives to bring back to the Board so everyone can see the different alternatives that the Authority is looking at in the future.

Mr. Matheussen complimented Deputy CEO Conallen, Bill Shanahan, Director of Government Relations and Barbara Holcomb, Grant Specialist, for working in earnest to obtain as much money as they could to for the capital costs of this ramp. He said that they have had some significant successes so far and will be ready to report to the Board with good news to follow with regard to funding the project.

Chairman Simon stated that having read the proposal that Ammann & Whitney supplied, he noted they have had some very successful local projects as well as an approach to the ramp. He said that this will take into account the aesthetics of that area, as well as be harmonious with the Authority's iconic bridge.

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

DRPA-12-082

**Design Services for Benjamin Franklin Bridge South
Walkway Bicycle & Pedestrian Ramp**

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

DRPA-12-083

Design Services for Commodore Barry Bridge Painting

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

DRPA-12-084

Capital Project Contract Modifications

Chairman Simon asked Mr. Venuto to give a brief description of what these signs are designed to do. Mr. Venuto stated that at the toll plazas there are cash only lanes and EZPass lanes, but also there are lanes which can be changed depending on traffic conditions between EZPass and cash at any time. He said these are signs that will allow for dual sign usage. The existing signs are at the end of their useful life and have been maintained in house and these signs will replace and upgrade to the existing signs. Mr. Venuto said that this is just for the purchase of materials and will be installed by in house staff.

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

DRPA-12-085 Purchase of Nineteen (19) Toll Lane Dynamic Message Signs for BFB, WWB & CBB

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

DRPA-12-086 Purchase of Thirty-One (31) Variable Speed Limit Signs for WWB & BRB

Approval of Finance Committee Report of September 19, 2012

The Report of the Finance Committee Meeting of September 19, 2012 was previously provided to all Commissioners and there were no comments.

On motion duly made and seconded, the Report of the Finance Committee of September 19, 2012 was approved.

Adopt Resolution Approved by Finance Committee of September 19, 2012

Chairman Simon stated that because of the desire by management to look at potential modifications Resolution DRPA-12-087, it will be brought back to the Finance Committee. He said that the Board is postponing consideration of DRPA-12-087 (Renewal of Toll System Maintenance Service Agreement).

Adopt Resolution Approved by Finance Committee of October 3, 2012

Toni Brown, Chief Administrative Officer, stated that staff was seeking authorization to enter into a contract with Delta Dental of New Jersey to provide dental coverage to active benefit-eligible employees of DRPA and PATCO. She stated that the coverage is currently with Delta Dental of New Jersey and they are a national carrier that offers the Authority two robust PPO plans. Having access to both of these networks, the Authority has been able to capture many of the claims in-network and which has led to significant employee satisfaction. The current plan includes two value enhancements. Those enhancements include the Carry Over Maximum Program as well as the Oral Health Enhancement Program.

This year Delta Dental offered us two renewal options. One was a 6% increase for a one-year renewal and the second option was for a 9% increase over current for a two-year renewal. Ms. Brown stated that the Authority's current loss ratio is approximately 98%. It is staff's recommendation that we accept Delta Dental's option for a one-year renewal at a 6% increase over current. With this selection, the 6% increase would result in an estimated annual premium of \$382,255, which would be an increase of \$21,637 over current.

Chairman Simon asked Ms. Brown if the one year option is voted upon at the Board meeting would it be the Authority's intention to go out to bid in 2014? Ms. Brown responded affirmatively and further indicated that the broker is ready to issue a full marketing at the Board's direction. Chairman Simon confirmed that while the resolution has both options that it is management's recommendation to accept the one-year renewal option for a 6% increase.

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

DRPA-12-088 Employee Dental Coverage 2013-2014 (DRPA/PATCO)

Toni Brown stated that staff was seeking authorization to accept the premium that has been negotiated with United Healthcare to provide medical and prescription drug coverage to active benefit-eligible DRPA and PATCO employees, and eligible retirees who are under the age of 65. Ms. Brown stated that the Authority went out for a very significant marketing effort last year, which resulted in the selection of United Healthcare.

This year, with the assistance of our new broker, Gallagher Benefit Services, the Authority has been able to negotiate a reasonable increase in premiums with United Healthcare. Ms. Brown stated that the negotiations originally started at 20.6% over current which would have resulted in an increase of more than \$2.2M in the Authority's annual premium. Through our broker's aggressive negotiations with United Healthcare, the proposed rate increase was subsequently reduced to 12.26. Ms. Brown explained that with two proposed plan design changes (increasing the emergency room co-pay from \$75 to \$100 and the specialist co-pay from \$25 to \$30), the projected rate increase was reduced further to 11.5%, for an estimated annual premium of \$12,167,656, an increase of \$1,255,001 over current.

Ms. Brown said staff is proposing to maintain the Value and Value Plus Plan options. She explained that both plans will continue to be modeled United Healthcare's 2007 Certificate of Coverage.

Ms. Brown reported that if the Board is agreeable to the two plan design changes, and we remain on UHC's 2007 COC, the proposed 12.26% increase will be reduced to 11.5%, which would bring the estimated premium for 2013 to \$12,167,656, which is an increase of \$1,255,001 over current costs. Ms. Brown said that it staff's recommendation that the Board accept this negotiated renewal with the understanding that the broker will place the coverage out for a full and aggressive marketing for the plan year of 2014.

Mr. Matheussen stated that he wanted to recognize Ms. Brown's efforts, as well as those of Authority's new broker, Gallagher. Gallagher came on board as the Authority's Healthcare broker after an aggressive search for a healthcare broker to provide the best opportunities for the Authority. He said that with the limited time for market analysis that some might think it could have resulted in hurried negotiations; but it was anything but. Gallagher had great ideas, that have resulted in solid opportunities for savings, while making very little changes to the employees' benefits. He stated that he wanted to recognize the fact that it was a good team effort and it is staff's recommendation that we move ahead with this renewal.

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

**DRPA-12-089 Active Employees/Under Age 65 Retiree Health Benefits
2013 (DRPA/PATCO)**

Unfinished Business

John Matheussen stated that there were a series of Resolutions that are coming back to the Board known as the Reform Resolutions. There are a number of them that previous members may recognize the subject matter, but they had been modified to be put in a better form. He stated that he wanted to thank the staff, particularly Tim Ireland, Danielle McNichol and Tom Raftery for their participation and hard work in driving these Reforms. This is the first series of Reform Resolutions for final Board passage. The group is prepared to provide the Board with more Reform Resolutions next month and the next month after to deliver final proposals. Mr. Matheussen commented that this is a very good first step to bringing these items to a conclusion and to the Board.

Chairman Simon stated that Mr. Ireland should go through each Resolution. The first Resolution is DRPA-10-047 – Gifts of Value.

Mr. Ireland stated that the original policy banned the acceptance of gifts of value by DRPA commissioners, officers and employees. It also made the following exceptions: Something of less than nominal value although nominal value was not defined; gifts from close friends or family members, as long as the gift was presented in the context of a personal relationship; food or refreshment of nominal value served at professional events was accepted; and plaques offered to DRPA/PATCO speakers or honorees. The policy also stated that commissioners, officers and employees are discouraged from giving or receiving gifts from superiors, co-workers or subordinates.

The revised Resolution and revised accompanying policy include the following changes: Commissioners, officers and employees cannot solicit or accept any gifts of any amount that would relate to their official DRPA duties. The ban also covers immediate family members of commissioners, officers and employees. The inclusion of immediate family members is not a change from the old Resolution and the old policy. Commissioner, officers and employees cannot accept meals valued at any amount offered in circumstances that would relate to their official duties. Official functions are not excluded. That is a change. Gifts are defined more

expansively as any good, gratuity, discount, compensation, travel, lodging, loan, favor, entertainment admission, promise of future employment or other service or item given without market value compensation or consideration would be considered a gift of value. Commissioners, officers and employees may exchange gifts on appropriate occasions, as long as the gift does not cost more than \$25. Employees also may pool money to buy colleagues larger gifts as long as no single employee contributes more than \$25. The exception language covering family and friends was removed. Because gifts given by family members and friends in the context of a personal relationship are, by definition, not related to an employee, officer or commissioner's official duties, the language was deemed superfluous. Commissioners, officers and employees still may accept plaques or trophies of nominal value given by outside organizations in recognition of exemplary service or excellence in the performance of a DRPA or PATCO related duty.

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

DRPA-10-047 Prohibition on Accepting Gifts of Value

Chairman Simon stated that the next Resolution is DRPA-10-048 – Policy on the Employment of Relatives

Mr. Ireland stated the revised Resolution and accompanying policy include the following changes: First cousins are included in the definition of family. The definition of commissioner was expanded to include the following: anyone serving as an ex officio or duly appointed and sworn Commissioner of the Delaware River Port Authority and anyone who has served as a Commissioner, ex officio Commissioner or alternate Commissioner within 10 years of a relative's application for employment with the DRPA or PATCO. The term significant other was more narrowly defined as follows: A continuing romantic or intimate relationship between people, particularly when that relationship includes, but is not limited to, any of the following: An engagement or contract to marry in force within three months of a potential employee's application for employment or a domestic partnership certification by a government entity or for employment or a domestic partnership certification by a government entity or court that is active within three months of a potential employee's application for employment. Because the original Resolution grandfathered existing relatives at the DRPA, it also established a procedure for dealing with conflicts of interest among relatives in the same management reporting lines and of course, the DRPA will always have to confront the issue of people who become related by marriage or domestic partnership while employed here. The proposed policy gives the DRPA Inspector General the authority to investigate management conflicts of interest caused by personal or blood relationships: If a conflict of interest or the appearance of a conflict is identified, it will be presented by the manager of the higher ranking relative to the Office of the Inspector General, which will make a recommendation to the Chief Executive Officer.

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

DRPA-10-048 Revising the Authority’s Policy on the Employment of Relatives

Chairman Simon stated that the next Resolution is DRPA-10-049 – No Caucus Meetings

Tim Ireland stated the original Resolution banned caucus meetings by state delegations but did not define caucus meeting. That appeared to lead to some confusion about what constituted compliance. The amended Resolution presented to the Board today defines a caucus meeting as a meeting of four or more members from either state delegation.

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

DRPA-10-049 Board Discussions Outside of Advertising Meetings

Chairman Simon stated the next Resolution DRPA-10-052 – Outside Employment

Tim Ireland stated the revised Resolution and accompanying policy include the following changes: a definition of outside employment: all compensated self-employment, including work performed by a DRPA employee acting as a sole practitioner and compensated work performed by a DRPA employee in a non-profit or for-profit organization or professional services firm of any kind. An explicit exclusion of non-compensated, or volunteer, work for charities or individual uncompensated work in the public interest. An explicit exclusion of creative work sold by the piece: employees at all levels may sell original artwork or original written matter to publications or individual buyers without permission from management or the Board of Commissioners as long as the work is sold by the piece and is not subject to an employment contract or continuing employment arrangement. This language was included to address First Amendment concerns and to avoid discouraging DRPA/PATCO technical people from publishing in trade or academic journals. The policy does not spell out specifically as the original policy did how employees can use leave, but rather directs them and their supervisors to the appropriate DRPA policies governing leave. This language was included with the original language removed to make sure that this particular policy did not contradict Workers’ Compensation laws or our own policies governing the use of DRPA benefits. The prohibition against using DRPA time, materials or other resources in performance of non-DRPA work remains in place. The procedures for obtaining permission to pursue outside employment also remain in place.

Mr. Matheussen stated that he wanted to make it clear and reinforce it, in case some of the employees get the wrong impression, this changes nothing with regard outside employment. There are a number of employees who have second jobs and there is a procedure in place that they need to follow. They need to make certain that management is aware that they are working a second job. For second employment, there is a permission process that all employees go

through. It also leaves in place for employees at the director level and above who are working second jobs that the final determination is made by the Board.

Commissioner Sasso stated that the procedure is that every second job has to be disclosed and the management personnel make the decision whether having the second employment would be detrimental to the Authority. Mr. Matheussen stated affirmatively. Commissioner Sasso asked whether with all of these Resolutions that we have a communication plan so that the employees do not stumble over a violation? Mr. Matheussen stated that this has been communicated to our employees over the last year and a half, two years and we will reinforce it again. He said that a notice was sent out earlier this year to make certain that employees were aware of the second employment issue and we will continue to do that.

Mr. Ireland stated that at a later date, we will present the Board with an ethics policy and a code of conduct guide, with these items incorporated therein.

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

**DRPA-10-052 Revising the Authority's Policy and Procedure Manual
Series No. 151 Regarding Outside Employment**

Chairman Simon stated that the next Resolution is DRPA-10-053 – In-Kind Contributions

Tim Ireland stated the original Resolution and policy set the terms under which DRPA property or personnel could be used by outside organizations. It called for the Board of Commissioners to approve all in-kind contributions. The amended Resolution and policy proposes doing the same. All changes are intended to make sure the policy and procedures associated with in-kind contributions conform as closely as possible to actual practice. For example, the original Resolution and policy assumed that in-kind contributions would be made only to civic or charitable organizations. In fact, each year the DRPA approves in-kind contributions to non-profit, for profit and government organizations. He stated that they made sure that the policy reflected this explanation. The proposed Resolution and policy reflect that reality. The revised Resolution and accompanying policy include the following changes: An outline of internal processes necessary for approving a request for in-kind contributions before they can be presented to the Board. Guidance on how the value of an in-kind contribution should be calculated. A definition of exceptions to the policy: "Reasonable public use of publicly accessible DRPA property during regular hours of business and for the purposes for which the property was intended should not be considered an in-kind contribution and would not require action by the Board of Commissioners." The definition is followed by specific exceptions. They include things like individuals exercising their Constitutional rights, government employees using DRPA property on company business, and DRPA employees using DRPA property on company business.

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

**DRPA-10-053 Regarding Monetary and In Kind Charitable
Governmental Entities**

Chairman Simon stated the next Resolution is DRPA-10-058 – Elimination of the Position of assistant to the Vice Chairman and Chief of Public Safety.

Tim Ireland stated that for Board's confirmation is a letter signed by the Inspector General confirming that the positions Assistant to the Vice Chairman and Chief of Public Safety have been eliminated, pursuant to DRPA Resolution 10-058.

Chairman Simon stated that the motion would be to accept this certification from the Inspector General. Mr. Ireland answered affirmatively.

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

**DRPA-10-058 Elimination of the Position of Assistant to the Vice
Chairman and Chief Public Safety Officer**

Chairman Simon stated that the next Resolution is DRPA-10-060 – Placing Items on the Board Meeting Agenda

Mr. Ireland stated that this Resolution would extend by one business day the advanced notice all DRPA commissioners and the public receive before an item could be placed on the agenda. The old Resolution called for 48 hours' notice; the proposed Resolution would extend the notice to three business days. He stated that the resolution states that the Board direct that no item be placed on the Board meeting or committee agendas for DRPA and/or PATCO by any commissioner, employee or officer of the Board without at least three (3) business days advanced notice to all Board members and employees, except in cases of true emergency or other extenuating circumstances. At least 48 hours in advance of a Board and/or Committee meeting, the public and media will also be notified of items to be addressed.

Commissioner Sasso asked who and how is the determination of a true emergency or extenuating circumstance made? Mr. Ireland stated that typically it would be done by staff. Mr. Matheussen stated that the Board require a super majority of the Board to accept something that is submitted late to vote on and act on. Commissioner Sasso stated that a super majority is two-thirds? Mr. Matheussen stated that majority includes one of the two ex officios from Pennsylvania and it requires seven Commissioners from New Jersey and seven from Pennsylvania to vote yes. He said that it was more than two-thirds. Commissioner Sasso stated that it might be unusual for a majority of the Board to consider it and not be able to, but it can be discussed at a later time. Mr. Matheussen stated that it was identical language to what was passed in 2010, except this resolution adds another day advance notice as opposed to 48 hours, now of 72 hours.

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

DRPA-10-060 Placement of Items on Board Meeting Agenda

Chairman Simon stated that the next Resolution is DRPA-10-064 – Citizens Advisory Committee Membership

Mr. Ireland stated that this resolution discusses a relatively minor but significant issue. This Resolution allows the Community Affairs Committees membership number to float a little bit. The Citizens Advisory Committee (CAC) has had as many as 24 sitting members and as few as 18. Although we want it balanced with both states membership and we want a membership of at least 16 members and no more than 24, we do not want the ebb and flow of membership to delegitimize the CAC, so all this Resolution does is say that CAC be operating at an ideal complement when its membership falls between 16 and 24, inclusive, but that a membership of any reasonable size that would be considered legitimate and acceptable, provided sitting members make a good faith effort to divide membership evenly among citizens of both DRPA Port District states.

When asked by the Chairman if she had any comments on the resolution, Julie Still, CAC member, stated that the reason CAC is asking for this is that during the first year there were a number of members who had to leave the Committee. The process for getting replacements is lengthy and sometimes difficult. She stated that if they go by the exact number of people they are supposed to have on the Board, they do not always have enough to do official business. She said that they would like to have more flexibility so that they can continue business while they are waiting for people to be approved or considering applications.

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

DRPA-10-064 DRPA CAC Membership DRPA Citizens Advisory Committee

Chairman Simon asked Mr. Ireland to go over the process and what the Board can expect to receive for consideration over the next two meetings.

Mr. Ireland stated that there are a number of items that they will be working on over the next couple of months and some items have already been completed but will be presented to the Board in the next few months. He said that there will be Resolutions that have been consolidated to deal with issues such as purchasing, ethics and a code of conduct for the DRPA to inform the public what they can expect from us and so that employees, officers, and commissioners know where the foul lines are. To date, we have completed about one-third of approximately 30 Resolutions. With the consolidation of the Resolutions, we expect that the Board would consider around twenty more by year-end. With today's Resolutions and the letter acknowledging that two of the positions have been eliminated, it puts the Authority on track to be completed by the end of the year. Mr. Ireland thanks the Chairman, CEO and Vice Chairman to assist with getting these Resolutions completed.

Chairman Simon thanked Mr. Ireland for his hard work and that of the task force to get these Resolutions completed and on schedule.

New Business

Item 1 – Approval of Citizens Advisory Committee Membership Nominations

Toni Brown requested the Board to approve the nominations made by the Citizens Advisory Committee to fill two New Jersey vacancies on the Committee. The individuals are Raymond Adamson of Audubon, New Jersey and Kathleen Venuti of Sewell, New Jersey. They have been previously considered by the Audit Committee and interviewed and it is the recommendation of staff that they be approved by the Board.

Mr. Matheussen stated that Ms. Venuti is present today and he also recognized the other two board members who regularly attend the Authority’s Board meetings – Julie Still and John Boyle. Mr. Matheussen recognized that both Ms. Venuti and Mr. Adamson are from New Jersey, as this is where the vacancies are on the Committee. Mr. Matheussen reminded the Board that since the Resolutions calls for an even number of people from New Jersey and Pennsylvania that it was necessary to fill the New Jersey vacancies.

Chairman Simon stated that both candidates were interviewed by the Audit Committee several weeks ago and were endorsed by the individuals who were on those calls.

DRPA-12-090 Approval of Citizens Advisory Committee Membership Nominations

Item 2 – Consideration of Pending DRPA Contracts (Between 25,000 and \$100,000)

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

DRPA-12-091 Consideration of Pending DRPA Contracts (Between 25,000 and \$100,000)

Public Comment

John Boyle stated that he is a member of the Citizens Advisory Committee, as well as a spokesperson for the Bike Coalition of Philadelphia. He said that he wanted to thank the Board of the Delaware River Port Authority for approving the design of the walkway ramp. He stated that it has been a long and hard process for the ramp. He was impressed by engineering staff’s ability to move it forward and looks forward to bike access to the bridge.

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

Respectfully,

Danielle L. McNichol
Corporate Secretary