

DELAWARE RIVER PORT AUTHORITY

BOARD MEETING

**Camden County Boathouse
One Port Center
2 Riverside Drive, 11th Fl. Board Room
Wednesday, December 11, 2019**

Pennsylvania Commissioners

Ryan Boyer, Chairman of the Board
Sean Murphy (for Pennsylvania Auditor General Eugene DePasquale)
Donna Powell
Angelina Perryman (via telephone)
Robert Borski (for Pennsylvania Treasurer Joseph Torsella) (via telephone)
Christopher Lewis
Joseph Martz (via telephone)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman of the Board
Albert Frattali
Frank DiAntonio
Charles Fentress
Richard Sweeney
Aaron Nelson (for Rick Taylor)
Bruce Garganio
Daniel Christy (via telephone)

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer
Maria Wing, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary
Stephen Holden, Deputy General Counsel
Narisa Sasitorn, Deputy General Counsel
Kathleen Vandy, Assistant General Counsel
Gerald Faber, Assistant General Counsel
Robert Hicks, Chief Operating Officer
James White, Chief Financial Officer
Toni P. Brown, Chief Administrative Officer
David Aubrey, Inspector General
John Rink, General Manager, PATCO
Michael Venuto, Chief Engineer
Rohan Hepkins, Assistant General Manager, PATCO
John Lotierzo, Director of Finance
Mark Ciechon, Director of Finance, PATCO
Orville Parker, Manager, Budget
William Anderson, Budget Analyst

DRPA/PATCO Staff (cont.)

Jennifer DePoder, Financial Analyst
Jack Stief, Chief, Public Safety
Richard Mosback, Director of Procurement DRPA/PATCO
Amy Ash, Manager, Contract Administration
William Shanahan, Director, Government Relations
Tonyelle Cook-Artis, Manager, Government Relations
Barbara Holcomb, Manager, Capital Grants
Larry Walton, Bridge Director, WWB & CBB
Steve Reiners, Director, Fleet Management
Mike Williams, Director, Corporate Communications
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary, OGC
Katherine Hilinski, Records Manager
Darlene Callands, Manager Community Relations
Dawn Whiton, Executive Assistant of the CEO
Barbara Wagner, Executive Assistant of the CEO

Others Present

Craig Ambrose, Associate Counsel, New Jersey Governor's Authorities Unit
Alan Kessler, Esq., Duane Morris, LLP (Pennsylvania Counsel)
Christopher Gibson, Esq., Archer & Greiner, P.C. (New Jersey Counsel)
Nedia Ralston, Director Governor's Southeast Regional Office
Alan Becker, Citizens' Advisory Committee
James Franks, PATCO Retiree
Soo Oh, LTK
Ed Flannigan, District 711
Adolph Casparro, District 711
Ismail Shahid, S&S Consulting, LLC

OPEN SESSION

Notice

The Corporate Secretary announced that pursuant to its by-laws public notice of this meeting of the DRPA Board of Commissioners had been given by posting proper notice in the lobby at One Port Center and by issuing proper notice to the public and news media.

Roll Call

Chairman Boyer called the meeting to order at 9:12 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairman Boyer, Vice Chairman Nash, Powell, Perryman, Fentress, Borski, Garganio, Murphy, Frattali, DiAntonio, Sweeney, Nelson, Lewis, Christy and Martz.

Public Comment

There was no public comment.

Report of the Chief Executive Officer

CEO Hanson stated that the CEO Report stood as previously submitted. CEO Hanson briefly discussed a solar power project; he also introduced recent retiree, James Franks, PATCO Train Operator.

Commissioner Fentress moved to approve the CEO's Report and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the CEO's Report. The motion carried.

Report of the Chief Financial Officer

CFO White stated that his report stood as previously submitted. Mr. White highlighted some areas of the 2020 Operating Budget, including: the Zero Based Budgeting Approach; Major Financial Goals/Strategies; Components of Total Authority Operating Budget; Key Highlights of the 2020 Budget; Summary of Approved Revenues; Expenses Budgets; Debt; and the General Fund Contribution

Approval of the November 20, 2019 DRPA Board Meeting Minutes

Chairman Boyer stated that the Minutes of the November 20, 2019 DRPA Board Meeting were previously provided to the Governors of New Jersey and Pennsylvania and to the DRPA Commissioners. There were no comments or corrections. Commissioner Sweeney moved to approve the Minutes and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Receipt and Filing of the Previously Approved List of Payments, the List of Previously Approved Purchase Orders and Contracts Covering the Month of November 2019

Chairman Boyer stated that the Monthly List of Payments, the Monthly List of Purchase Orders and Contracts covering the month of November 2019 were previously provided to all Commissioners. Commissioner Fentress moved to receive and file the lists and Commissioner DiAntonio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of November 26, 2019

Chairman Boyer stated that the Minutes of the November 26, 2019 Operations & Maintenance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Frattali moved to approve the Minutes and Commissioner Murphy seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on November 26, 2019

Chairman Boyer stated that there were thirteen (13) Resolutions from the November 12, 2019 Operations & Maintenance Committee Meeting for consideration:

DRPA-19-127

Contract No. WW-32-2018, Walt Whitman Bridge Corridor Rehabilitation at I-76 – PA Approach.

DRPA-19-128 Construction Monitoring Services for Contract No. WW-32-2018, Walt Whitman Bridge Corridor Rehabilitation at I-76 – PA Approach.

Chief Engineer Venuto presented Resolution No. DRPA-19-127 that the Board Authorize staff to negotiate a construction contract with JPC Group to perform the rehabilitation of the Walt Whitman Bridge Corridor Rehabilitation at I-76 PA Approach in an amount not to exceed \$66,991,143.90. Mr. Venuto also presented Resolution No. DRPA-19-128, authorizing staff to negotiate a contract with STV Incorporated to provide construction monitoring services for the same project in an amount not to exceed \$3,989,977.00. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution Nos. DRPA-19-127 and DRPA-19-128. There were no questions. Commissioner Frattali moved to adopt Resolution Nos. DRPA-19-127 and DRPA-19-128 and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolutions.

DRPA-19-129 Contract No. WW-31-2018, Walt Whitman Bridge NJ Approach Bridges Painting.

DRPA-19-130 Construction Monitoring Services for Contract No. WW-31-2018, Walt Whitman Bridge NJ Approach Bridges Painting.

Chief Engineer Venuto presented Resolution No. DRPA-19-129 that the Board authorize staff to negotiate a construction contract with Jupiter Painting Contracting to perform the Walt Whitman Bridge NJ Approach Bridges Painting Project in an amount not to exceed \$13,227,840.00. Mr. Venuto also presented Resolution No. DRPA-19-130, authorizing staff to negotiate an agreement with Greenman-Pedersen, Inc. to provide construction monitoring services for the same project in an amount not to exceed \$3,056,592.00. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution Nos. DRPA-19-129 and DRPA-19-130. There were no questions. Commissioner Fentress moved to adopt Resolution Nos. DRPA-19-129 and DRPA-19-130 and Commissioner Frattali seconded the motion. Commissioner Sweeney abstained from voting. All other Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolutions.

DRPA-19-131 Contract No. BF-54-2019, Ben Franklin Bridge Rehabilitation of Suspension Spans and Anchorages.

DRPA-19-132 Construction Monitoring Services for Contract No. BF-54-2019, Ben Franklin Bridge Rehabilitation of Suspension Spans and Anchorages.

Chief Engineer Venuto presented Resolution No. DRPA-19-131 that the Board authorize staff to negotiate a construction contract with the firm of Skanska Koch, Inc. to perform the rehabilitation of the suspension spans and anchorages of the Ben Franklin Bridge in an amount not to exceed \$194,990,000.00. Mr. Venuto also presented Resolution No. DRPA-19-132 authorizing staff to negotiate an agreement with Greenman-Pedersen, Inc. to provide construction monitoring services for the same project, in an amount not to exceed \$13,975,670.00. Chairman Boyer inquired

whether Commissioners had any questions for staff concerning Resolution Nos. DRPA-19-131 and DRPA-19-132. Commissioner Lewis and Chairman Boyer discussed Skanska Koch's anticipated attainment of the advertised MBE participation rate. Commissioner Nelson moved to adopt Resolution Nos. DRPA-19-131 and DRPA-19-132 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolutions.

DRPA-19-133 Capital Project Modification.

Chief Engineer Venuto presented Resolution No. DRPA-19-133 that the Board authorize staff to authorize the execution of contract modifications to certain contracts for Authority capital projects amend the 2019 Capital Budget to include the increase in the contract amounts being requested. Mr. Venuto described the three projects requiring modification and the modifications requested. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-133. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-19-133 and Commissioner Nelson seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

DRPA-19-134 Design Services for Walt Whitman Bridge Main Cable Investigation and Dehumidification.

Chief Engineer Venuto presented Resolution No. DRPA-19-134 that the Board authorize staff to negotiate an agreement with Louis Berger U.S., Inc. to provide Design, Bidding and Award and Construction Support Services for the Walt Whitman Bridge Main Cable Investigation and Dehumidification Project in an amount not to exceed \$9,699,817.00. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-134. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-19-134 and Commissioner Nelson seconded the motion. Commissioner Garganio abstained from the vote. All other Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

DRPA-19-135 Easement Agreement with Holt Hauling and Warehousing Systems, Inc. for Block 2.01, Lot 3 and Lot 4.

Assistant General Counsel Faber presented Resolution No. DRPA-19-135 that the Board authorize staff to negotiate a perpetual easement agreement with Holt Hauling and Warehousing Systems, Inc. for the purpose of relocating utilities at the anchorage yard of the Walt Whitman Bridge. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-135. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-19-135 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

DRPA-19-136 UB60 Aerial Equipment Trucks Rental.

DRPA-19-137 Rental Equipment.

Fleet Director Reiners presented Resolution No. DRPA-19-136 that the Board authorize staff to negotiate a purchase order contract with N.E. Bridge Contractors to rent three UB60 Aerial Equipment Trucks in an amount not to exceed \$648,000.00. Mr. Reiners also presented Resolution No. DRPA-19-137 that the Board authorize staff to negotiate a purchase order contract with Sunbelt Rentals, Inc. in an amount not to exceed \$346,800.00. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution Nos. DRPA-19-136 and DRPA-19-137. There were no questions. Commissioner Fentress moved to adopt Resolution Nos. DRPA-19-136 and DRPA-19-137 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolutions.

**DRPA-19-138 Transit Security Grant Program & Port Security Grant
Program Management & Administration Services.**

Director Shanahan presented Resolution No. DRPA-19-138 that the Board authorize staff to procure and enter into an agreement with the successful vendor to perform Management and Administrative Services for all TSGP and PSGP projects for the years 2019 through 2022, in an amount not to exceed the awarded grant. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-138. Commissioner Lewis had a question about MBE requirements. Commissioner DiAntonio moved to adopt Resolution No. DRPA-19-138 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

**DRPA-19-139 PARTSWG Regional Public Security Awareness
Project, Phase VIII.**

Director Shanahan presented Resolution No. DRPA-19-139 that the Board authorize staff to enter into an agreement with the successful vendor to plan, develop and execute the Regional Public Security Awareness Project, Phase VIII, in an amount not to exceed \$1,200,000.00, on behalf of PARTSWG. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-139. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-19-139 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

Approval of Finance Committee Meeting Minutes of November 27, 2019

Chairman Boyer stated that the Minutes of the November 27, 2019 Finance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Lewis moved to approve the Minutes and Commissioner Powell seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Finance Committee on November 27, 2019

Chairman Boyer stated that there were four (4) Resolutions from the November 27, 2019 Finance Committee Meeting for consideration:

DRPA-19-141 2020 DRPA Operating Budget.

Chief Financial Officer White presented Resolution No. DRPA-19-141 authorizing staff to approve the 2020 DRPA Operating Budget in an amount not to exceed \$60,521,053. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-141. There were no questions. Commissioner Lewis moved to adopt Resolution No. DRPA-19-141 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

DRPA-19-142 Resolution in accordance with Sections 5.15 and 5.09 of the 1998 Indenture of Trust dated as of July 1, 1998 with TD Bank, N.A. as Trustee, to adopt an Annual Budget of the Delaware River Port Authority for the 2020 Fiscal Year.

DRPA-19-143 Resolution in accordance with Section 5.07 of the 1999 Indenture of Trust dated as of December 1, 1999 with the Bank of New York Mellon as Trustee, to adopt an Annual Budget of the Delaware River Port Authority for the 2020 Fiscal Year.

DRPA-19-144 Resolution in accordance with Section 5.07 of the 2012 Indenture of Trust dated as of December 1, 2012 with TD Bank, N.A. as Trustee, to adopt an Annual Budget of the Delaware River Port Authority for the 2020 Fiscal Year.

Chief Financial Officer White presented Resolution Nos. DRPA-19-142, DRPA-19-143 and DRPA-19-144. Mr. White explained that the Authority was obligated under the three bond indentures to adopt an annual budget. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution Nos. DRPA-19-142, DRPA-19-143 and DRPA-19-144. There were no questions. Commissioner Lewis moved to adopt Resolution Nos. DRPA-19-142, DRPA-19-143 and DRPA-19-144 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

Approval of Audit Committee Meeting Minutes of November 27, 2019

Chairman Boyer stated that the Minutes of the November 27, 2019 Audit Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Garganio moved to approve the Minutes and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Audit Committee on November 27, 2019

Chairman Boyer stated that there is one (1) Resolution from the November 27, 2019 Audit Committee Meeting for consideration:

DRPA-19-140 Candidate for CAC Membership Consideration – Strasso Jovanovski (Camden, NJ).

Chief Administrative Officer Brown presented Resolution No. DRPA-19-140 that the Board approve the nomination made by the CAC to fill one New Jersey vacancy on the CAC with Strasso Jovanovski. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-140. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-19-140 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

Unfinished Business

There was no unfinished business.

Citizens Advisory Committee Report

There was no report of the Citizens Advisory Committee.

New Business

Chairman Boyer reported there were two (2) items of New Business for consideration, and introduced the following:

DRPA-19-145 Outside Employment for 2020

Chief Administrative Officer Brown presented Resolution No. DRPA-19-145, requesting Board approve four request from employees for outside employment. Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-145. There were no questions. Commissioner Sweeney moved to adopt Resolution No. DRPA-19-145 and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

DRPA-19-146 Consideration of Pending DRPA Contracts (Between \$25,000 and \$100,000).

Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution No. DRPA-19-146. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-19-146 and Commissioner Garganio seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

Meeting Held in Abeyance

At 10:08 a.m., Chairman Boyer stated that the DRPA Board meeting would be held in abeyance and the PATCO Board Meeting would convene.

Adjournment

With no further business, Commissioner Fentress moved to adjourn. Commissioner Frattali seconded the motion. All Commissioners in attendance voted to approve the motion and the meeting adjourned at 10:12 a.m.

Respectfully Submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary