

**DELAWARE RIVER PORT AUTHORITY
BOARD MEETING**

**One Port Center/Zoom
Wednesday, May 19, 2021**

Due to the coronavirus pandemic, all participants, except where noted, attended via telephone/web conference.

Pennsylvania Commissioners

Cherelle Parker, Chair of the Board
Hayden Rigo (for Pennsylvania Auditor General Timothy DeFoor)
Donna Powell
Ted Christian (for Pennsylvania Treasurer Stacy Garrity)
Christopher Lewis
Angelina Perryman

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chair of the Board
Sara Lipsett
Charles Fentress
Aaron Nelson
Bruce Garganio
Richard Sweeney

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer (in person)
Maria Wing, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary (in person)
Stephen Holden, Deputy General Counsel (in person)
James White, Chief Financial Officer (in person)
Toni Brown, Chief Administrative Officer
David Aubrey, Inspector General
John Rink, General Manager, PATCO
Michael Venuto, Chief Engineer
Robert Finnegan, Acting Chief of Police
John Lotierzo, Director of Finance
Richard Mosback, Director, Procurement DRPA/PATCO
Kathleen Vandy, Assistant General Counsel
William Shanahan, Director, Government Relations
Tonyelle Cook-Artis, Manager, Government Relations
Joseph McAroy, Bridge Director, BFB & BRB
Richard Tutak, Acting Bridge Director, WWB & CBB
Darlene Callands, Manager Community Relations
Christina Maroney, Director, Strategic Initiatives
Darcie DeBeaumont, Manager, Accounting
Amy Ash, Manager, Contracts Administration
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary, OGC (in person)

Others Present

Janice Venables, Associate Counsel, New Jersey Governor's Authorities Unit
Alan Kessler, PA Counsel, Duane Morris, LLP
Jessica Priselac, PA Counsel, Duane Morris, LLP
Christopher Gibson, NJ Counsel, Archer & Greiner, P.C.
Monique Curry-Mims, S&S Consulting, LLC
Ismail Shahid, S&S Consulting, LLC
Alan Becker, Citizens Advisory Committee

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. The Secretary also noted that, due to the ongoing pandemic, the public was not allowed inside the One Port Center building but had been invited to attend via telecast and to submit any questions or comments electronically prior to the meeting.

Roll Call

Chairwoman Parker called the meeting to order at 9:08 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairwoman Parker, Vice Chairman Nash, Powell, Fentress, Rigo, Lipsett, Nelson, Christian, Lewis, Garganio, Perryman, and Sweeney.

Public Comment

Corporate Secretary Santarelli reported that there were no items for Public Comment.

Report of the Chief Executive Officer

CEO Hanson stated that the CEO Report stood as previously submitted. Commissioner Fentress moved to approve the CEO's Report and Commissioner Perryman 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. CFO White mentioned that Finance is working on redesigning the CFO report. CFO White highlighted that there has been an increase in traffic on the bridges and ridership on PATCO.

Approval of the April 21, 2021 DRPA Board Meeting Minutes

Chairwoman Parker stated that the Minutes of the April 21, 2021 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 Garganio moved to approve the Minutes and Commissioner Rigo 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 List of Previously Approved Payments and List of Previously Approved Purchase Orders and Contracts covering the Month of April 2021.

Chairwoman Parker stated that the Lists of Previously Approved Payments and Previously Approved Purchase Orders and Contracts covering the month of April 2021, were previously provided to all Commissioners. Commissioner Powell moved to receive and file the lists and Commissioner Christy 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 May 4, 2021

Chairwoman Parker stated that the Minutes of the May 4, 2021 Operations & Maintenance Committee Meetings were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner Rigo 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 May 4, 2021

Chairwoman Parker stated that there were two (2) Resolutions from the May 4, 2021 Operations & Maintenance Committee Meetings for consideration:

DRPA-21-034 Capital Project Contract Modification.

Chairwoman Parker presented Resolution No. DRPA-21-034. Chief Engineer Venuto explained that the Resolution requested Board authorization of the execution of contract modifications to one (1) contract within the Authority's Capital Projects and that the Board amend the 2021 DRPA Capital Budget to include these changes, in an amount not to exceed \$4,050,282.06. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Lipsett moved to adopt Resolution No. DRPA-21-034 and Commissioner Perryman seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-21-035 Procurement of New Holophane LED Light Fixtures and Aluminum Light Poles for the Betsy Ross Bridge.

Chairwoman Parker presented Resolution No. DRPA-21-035. Bridge Director Joe McAroy explained that the Resolution requested Board authorization to negotiate a procurement contract with Billows Electric Supply to purchase Holophane Mongoose LED light fixtures and new aluminum poles for the Betsy Ross Bridge, in an amount not to exceed \$193,593.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Garganio moved to adopt Resolution No. DRPA-21-035 and Commissioner Lipsett seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

Approval of Finance Committee Meeting Minutes of May 5, 2021

Chairwoman Parker stated that the Minutes of the May 5, 2021 Finance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Lewis moved to approve the Minutes and Commissioner Rigo 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 May 5, 2021

Chairwoman Parker stated that there was one (1) Resolution from the May 5, 2021 Finance Committee Meetings for consideration:

DRPA-21-033 Authorization for Issuance of Port District Project Refunding Bonds to Refund and redeem all or a Portion of the outstanding Port District Project Refunding Bonds, Series 2012 and Taking Certain Other Related Actions in Connection Therewith.

Chairwoman Parker presented Resolution No. DRPA-21-033. Chief Financial Officer James White explained that the Resolution requested that the Board authorize and approve the issuance, sale and delivery, pursuant to one or more Indentures of Trust between the Authority and TD Bank, N.A., as Trustee, of one or more series, on taxable and tax-exempt basis, of the Authority’s Port District Project Refunding Bonds, the proceeds of which shall be utilized to: (i) refund all or a portion of the Authority’s outstanding callable Port District Project Refunding Bonds, Series 2012; (ii) if necessary or required, making a deposit to a debt service reserve fund established pursuant to the Indenture to satisfy a debt service reserve fund requirement, and (iii) pay the costs, including the costs of issuance, of the PDP Refunding Bonds, in an amount not to exceed \$75,000,000.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Lipsett moved to adopt Resolution No. DRPA-21-033 and Commissioner Perryman seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

Citizens Advisory Committee Report

Mr. Alan Becker gave a report for the Citizens Advisory Committee.

Unfinished Business

There were no items for Unfinished Business.

New Business

Chairwoman Parker introduced one (1) item of New Business for consideration, and introduced the following:

DRPA-21-036 Consideration of Pending DRPA Contracts (Between \$25,000 and \$100,000).

Chairwoman Parker presented Summary Statement and Resolution No. DRPA-21-036 for the consideration of pending DRPA contracts between \$25,000 and \$100,000. Director of

Procurement Mosback stated that there were five (5) contracts for consideration. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Fentress moved to adopt Resolution No. DRPA-21-036 and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

The DRPA Board Meeting was held in abeyance at 9:29 a.m.

Adjournment

With no further business, Commissioner Fentress moved to adjourn. Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion and the meeting adjourned at 9:39 a.m.

Respectfully Submitted,

A handwritten signature in blue ink, appearing to read 'R. Santarelli', is written over a faint, circular official seal or stamp.

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary