

**DELAWARE RIVER PORT AUTHORITY
BOARD MEETING**

**One Port Center/Zoom
Wednesday, November 17, 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)
Joseph Martz
Donna Powell
Kathryn Joyce (for Pennsylvania Treasurer Stacy Garrity)
Keiwana McKinney
Angelina Perryman (departed meeting at 10:00 a.m.)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chair of the Board
Sara Lipsett
Albert Frattali
Charles Fentress
Aaron Nelson
Richard Sweeney
Daniel Christy

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer (in person)
Obra Kernodle, Deputy Chief Executive Officer (in person)
Raymond J. Santarelli, General Counsel and Corporate Secretary (in person)
Stephen Holden, Deputy General Counsel
Narisa Sasitorn, Deputy General Counsel
James White, Chief Financial Officer (in person)
Toni Brown, Chief Administrative Officer
Robert Hicks, Chief Operations Officer
David Aubrey, Inspector General
John Rink, General Manager, PATCO
Michael Venuto, Chief Engineer
William Shanahan, Acting Homeland Security Officer
Robert Finnegan, Acting Chief of Police
John Lotierzo, Director of Finance
Orville Parker, Manager, Budget and Finance Analysis
Richard Mosback, Director, Procurement DRPA/PATCO
Steve Reiners, Director, Fleet Management
Joseph McAvoy, Bridge Director, BFB & BRB
Ricardo DeOliveria, Bridge Director, WWB & CBB
Kevin LaMarca, Director of Information Services
Christina Maroney, Director, Strategic Initiatives
Tonya Cook-Artis, Acting Director, Government Relations
Lennart Rustam, Engineering Program Manager
Darlene Callands, Manager Community Relations

Amy Ash, Manager, Contract Administration
Michael Williams, Manager, Corporate Communications
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary (in person)

Others Present

Janice Venables, Associate Counsel, New Jersey Governor's Authorities Unit
Alan Kessler, PA Counsel, Duane Morris, LLP
Christopher Gibson, NJ Counsel, Archer & Greiner, P.C.
Jessica Priselac, PA Counsel, Duane Morris, LLP
Monique Curry-Mims, S&S Consulting, LLC
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. 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 9:05 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, Sweeney, Perryman, Christy, Frattali, Lipsett, Nelson, Joyce, Martz, and McKinney.

Public Comment

Corporate Secretary Santarelli reported that staff reviewed the designated Public Comment email and voicemail accounts and there were no items for Public Comment.

Report of the Chief Executive Officer

CEO Hanson stated that the CEO Report stood as previously submitted. He highlighted one item pertaining to emergency powers for the replacement of failing electrical fiber at the Commodore Barry Bridge, in the amount of \$86,484.07 for materials. Commissioner Frattali moved to approve the CEO's Report and Commissioner Rigo 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.

Approval of the 2nd Quarter Financial Statement

Chairwoman Parker stated that the 2021 2nd Quarter Financial Statement was previously provided to the Governors of New Jersey and Pennsylvania and to the DRPA Commissioners. There were no comments or corrections. Commissioner Fentress moved to receive and file the 2nd Quarter Financials and Commissioner Christy seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Approval of the October 20, 2021 DRPA Board Meeting Minutes

Chairwoman Parker stated that the Minutes of the October 20, 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 Nelson 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 October 2021.

Chairwoman Parker stated that the Lists of Previously Approved Payments and Previously Approved Purchase Orders and Contracts covering the month of October 2021 were previously provided to all Commissioners. There were no questions or comments. Commissioner Rigo moved to receive and file the lists and Commissioner Lipsett seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of November 9, 2021

Chairwoman Parker stated that the Minutes of the November 9, 2021 Operations & Maintenance Committee Meetings were previously provided to all Commissioners. There were no comments or corrections. Commissioner Sweeney moved to approve the Minutes and Commissioner Frattali 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 9, 2021

Chairwoman Parker stated that there were five (5) Resolutions from the November 9, 2021 Operations & Maintenance Committee Meeting for consideration:

DRPA-21-084 Design Services for Lindenwold Roof & HVAC Replacement.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-21-084 seeking Board authorization to negotiate an agreement with Burns Engineering, Inc., to provide design, bidding and award, and constructions support services for the PATCO Lindenwold Station roof and mechanical system replacement, in an amount not to exceed \$133,086.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Sweeney moved to adopt Resolution No. DRPA-21-084 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

DRPA-21-085 Overhaul of Transit Car Gear Units.

PATCO General Manager Rink presented Summary Statement and Resolution No. DRPA-21-085 seeking Board authorization to negotiate two (2), 3-year General Service Contracts with the firms of Penn Machine Company, LLC and UTCRAS, LLC for the overhaul of transit car gear boxes, in the amount not to exceed \$1,500,000.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Frattali moved to adopt Resolution No. DRPA-21-085 and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

DRPA-21-086 Sole Source Procurement Allowance for Energy Absorption Systems Crash Attenuators from Transpo Industries.

Bridge Director DeOliveira presented Summary Statement and Resolution No. DRPA-21-086 seeking Board authorization to have a maximum, not-to-exceed Sole Source procurement amount on an as-needed basis with Transpo Industries for the purchase of Energy Absorption Systems Crash Attenuator repair parts, in an amount not to exceed \$125,000.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Perryman moved to adopt Resolution No. DRPA-21-086 and Commissioner Martz seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

DRPA-21-087 Procurement and Delivery of Highway Rock Salt for DRPA and PATCO Facilities.

Bridge Director DeOliveira presented Summary Statement and Resolution No. DRPA-21-087 seeking Board authorization to enter into a purchase agreement with Morton Salt, Inc to purchase the necessary supply of rock salt to clear bridges, highways and parking lots at DRPA and PATCO facilities during the winter season, in an amount not to exceed \$399,5790.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Rigo moved to adopt Resolution No. DRPA-21-087 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

DRPA-21-088 Maintenance Contract of Andover Traffic Control and HVAC Systems for DRPA Bridge Facilities.

Bridge Director DeOliveira presented Summary Statement and Resolution No. DRPA-21-088 seeking Board authorization to negotiate a contract with The Tri-M Group for the maintenance of the traffic control and HVAC systems for DRPA's four bridge facilities, in an amount not to exceed \$176,650.00. 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-21-088 and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

Approval of Labor Committee Meeting Minutes of November 9, 2021

Chairwoman Parker stated that the Minutes of the November 9, 2021 Labor Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried and the Board adopted the Resolution.

Adoption of Resolutions Approved by the Labor Committee on November 9, 2021

Chairwoman Parker stated that there was one (1) Resolution from the November 9, 2021 Labor Committee Meeting for consideration:

DRPA-21-090 Board Support and Development.

General Counsel Santarelli presented Summary Statement and Resolution No. DRPA-21-090 seeking Board authorization to negotiate a contract with Bellevue Strategies, LLC, for Board support and development services in an amount not to exceed \$85,000.00 for year 1 of the contract, and two (2) option years, exercisable at DRPA’s option, for an amount not to exceed \$85,000.00 per year. The purpose of the engagement is to assist the Board of Commissioners and Staff in the development and implementation of a comprehensive Board development program to improve operational and Board processes, enhance communications, strengthen alignment and maximize effectiveness of the Authority’s Board governance, consistent with the Authority’s approach to continuous improvement. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner McKinney moved to adopt Resolution No. DRPA-21-090 and Commissioner Martz seconded the motion. Chairwoman Parker and Commissioner Perryman abstained from the vote. All other Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

Approval of Finance Committee Meeting Minutes of November 10, 2021

Chairwoman Parker stated that the Minutes of the November 10, 2021 Finance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner Nelson seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried and the Board adopted the Resolution.

Adoption of Resolutions Approved by the Finance Committee on November 10, 2021

Chairwoman Parker stated that there were fifteen (15) Resolutions from the November 10, 2021 Finance Committee Meeting for consideration.

Before introducing DRPA-21-091, a Resolution Determining that Net Revenues Satisfy the Net Revenue Requirement for the 2021 Fiscal Year, in Accordance with Section 5.09 of the 1998 Indenture of Trust with TD Bank, N.A., Chairwoman Parker provided introductory remarks complimenting the hard work of Chief Executive Officer Hanson and Chief Financial Officer White and his team during the period of the COVID 19 Pandemic.

DRPA-21-091 Resolution Determining that Net Revenues Satisfy the Net Revenue Requirement for the 2021 Fiscal Year, in Accordance with Section 5.09 of the 1998 Indenture of Trust with TD Bank, N.A.

Chief Financial Officer White presented Summary Statement and Resolution No. DRPA-21-091 seeking Board authorization to fulfill the requirements pursuant to Section 5.09 of the 1998 Indenture of Trust with TD Bank, N.A. 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-21-091 and Commissioner Powell seconded the

motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

Chairwoman Parker stated the following thirteen (13) items were related to insurance renewals and would be voted as a group after an overview from Chief Administrative Officer Toni Brown.

DRPA-21-092 Age 65 & Over Retiree Medicare Part D Prescription Benefit – 2022 (DRPA/PATCO).

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-092 relating to Medicare Part D Prescription Drug Plan for the DRPA and PATCO eligible retirees who are over the age of 65, and their respective eligible dependents, and seeking Board authorization to accept the Horizon Blue Group Rx's renewal in an amount not to exceed \$673,665.00 for the 12-month policy term.

DRPA-21-093 Age 65 & Over Retiree Medicare Supplemental Benefits – 2022 (DRPA/PATCO).

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-093 relating to Age 65 & Over Retiree Medicare Supplemental Benefits – 2022 for DRPA and PATCO, and seeking Board authorization to accept AARP/United Health's renewal in an amount not to exceed \$2,260,808.00 for the 12-month policy term.

DRPA-21-094 Renewal of DRPA/PATCO Commercial Non-Bridge Property Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-094 relating to DRPA/PATCO Commercial Non-Bridge Property insurance policy and seeking Board authorization to accept Affiliated FM Global Insurance Company's renewal in an amount not to exceed \$659,637.00 for the 12-month policy term.

DRPA-21-095 Renewal of DRPA/PATCO Commercial General Liability Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-095 relating to DRPA/PATCO Commercial General Liability Policy and seeking Board authorization to accept Lexington Insurance Company's renewal in an amount not to exceed \$131,300.00 for the 12-month policy term.

DRPA-21-096 Renewal of DRPA Excess Workers' Compensation & Employers' Liability Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-096 relating to renewal of DRPA Excess Workers' Compensation and Employers' Liability Policy and seeking Board authorization to accept Safety National Casualty Corporation's renewal in an amount not to exceed \$176,530.00 for the 12-month policy term.

DRPA-21-097

Renewal of DRPA/PATCO Commercial Umbrella Liability Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-097 relating to Renewal of DRPA/PATCO Commercial Umbrella Liability Policy and seeking Board authorization to accept National Fire & Marine Insurance Company's renewal in an amount not to exceed \$333,300.00 for the 12-month policy term.

DRPA-21-098

Renewal of Marine General Liability, Hull & Machinery, Including Protection & Indemnity, and Marine Umbrella Liability Insurance Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-098 relating to Renewal of the Marine General Liability, Hull & Machinery, including Protection and Indemnity, and Marine Umbrella Liability insurance policy from Starr Indemnity and Liability Company. The Marine Insurance Program, includes the following three components: (1) Marine General Liability, (2) Hull & Machinery, which includes Protection & Indemnity coverage; and (3) Marine Umbrella Liability Insurance. The premium is an amount not to exceed \$33,825.00 for a 12-month policy term.

DRPA-21-099

Renewal of DRPA/PATCO Crime Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-099 seeking Board authorization to bind the renewal of the DRPA/PATCO Crime policy from Great American Insurance Company. The premium is in an amount not to exceed \$115,503.00 for a 36-month premium.

DRPA-21-100

Renewal of DRPA/PATCO Public Officials and Employment Practices Liability Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-100 seeking Board authorization for the renewal of the DRPA/PATCO Public Officials and Employment Practices Liability policy from ACE American Insurance Company. The premium is in an amount not to exceed \$195,618.00 for the 12-month policy term.

DRPA-21-101

Renewal of DRPA Law Enforcement/Police Professional Liability Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-101 seeking Board authorization for the renewal of the DRPA Law Enforcement/Police Professional Liability policy from Greenwich Insurance Company. The premium is in an amount not to exceed \$162,126.00 for the 12-month policy term.

DRPA-21-102 Renewal of DRPA/PATCO Network Security and Privacy Liability Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-102 seeking Board authorization for the renewal of the DRPA/PATCO Network Security and Privacy Liability policy from Greenwich Insurance Company and three (3) to-be-named companies. The premium is in an amount not to exceed \$456,500.00 for the 12-month policy term.

DRPA-21-103 Renewal of DRPA Bridge Property Damage and Loss of Revenue Insurance Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-103 seeking Board authorization for the 36-month term renewal of the DRPA Bridge Property Damage and Loss of Revenue Insurance policy from incumbent lead carriers ACE American Insurance Company, Zurich American Insurance Company, and the new carrier Liberty Mutual Insurance Company. The premium is in an amount not to exceed \$5,399,748.00 for the 36-month premium.

DRPA-21-104 Renewal of DRPA/PATCO Claims Made Excess Liability Insurance Policy.

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-21-104 seeking Board authorization to accept the renewal of DRPA/PATCO Claims Made Excess Liability Insurance Policies from incumbent lead carriers Ed Broking, Queen’s Island Insurance Company, Aegis Casualty Consortium 9924, Apollo Liability Consortium 9984, Hiscox Consortium 9330, and Canopus Consortium 1861. The premium is in an amount not to exceed \$1,185,950.00 for the 12-month policy term.

Commissioner Frattali moved to forward DRPA-21-092, DRPA-21-093, DRPA-21-094, DRPA-21-095, DRPA-21-096, DRPA-21-097, DRPA-21-098, DRPA-21-099, DRPA-21-100, DRPA-21-101, DRPA-21-102, DRPA-21-103, and DRPA-21-104 to the Board for consideration and Commissioner Nelson seconded the motion. There were no questions or comments. Commissioner Fentress abstained from the votes on DRPA-21-092 and DRPA-21-093. All other Commissioners in attendance voted to approve the motion.

DRPA-21-105 2022 DRPA Capital Budget.

Chief Financial Officer White introduced the Resolution, and Chief Engineer Venuto gave a brief overview of the budget process, current expenditures, COVID-19 impacts, estimated expenditures, initial requests at \$168,000,000.00, DRPA share of the 2022 budget at \$143,163,000.00, Grant funds at \$27,345,000.00, and the 2022 total cost to complete the five (5) year plan in the amount of \$534,887,000.00. He continued by highlighting new projects that will consist of 22 new schedule M projects including four Grant funded projects. Commissioner McKinney moved to forward DRPA-21-105 to the Board for consideration and Commissioner Lipsett seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion.

Citizens Advisory Committee Report

There was no report from the Citizens Advisory Committee.

Unfinished Business

There were no Unfinished Business items.

New Business

Chairwoman Parker announced there were three (3) items of New Business for consideration;

DRPA-21-106 2022 DRPA Board/Committee Meeting Schedules.

General Counsel Santarelli presented the Summary Statement and Resolution seeking Board approval and adoption of the Board and Committee Meeting Schedule for the year 2022. Commissioner Rigo moved to forward DRPA-21-106 to the Board for consideration and Commissioner Christy seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion.

DRPA-21-107 Ben Franklin Bridge Decorative Lighting Network Equipment.

Information Serviced Director LaMarca presented the Summary Statement and Resolution seeking Board authorization for staff to negotiate a contract with ePlus Technology for the purchase of necessary network switches and firewalls to support the Ben Franklin Bridge decorative lighting project, in an amount not to exceed \$155,856.67. Commissioner Lipsett moved to forward DRPA-21-107 to the Board for consideration and Commissioner Christy seconded the motion. There were no questions or comments. All Commissioners in attendance voted to approve the motion.

DRPA-21-108 Consideration of Pending DRPA Contracts (Between \$25,000 and \$100,000).

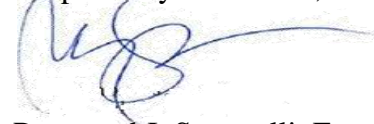
Procurement Director Mosback presented the Summary Statement and Resolution seeking Board authorization for staff to negotiate pending DRPA contracts between \$25,000 and \$100,000. Mr. Mosback explained that there was one (1) contract or change order/supplement for consideration with the following vendor: Johnson Controls Fire Protection LP, in the amount of \$36,000.00. 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-21-108 and Commissioner Frattali 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 10:32 a.m.

Adjournment

With no further business, Chairwoman Parker proposed to adjourn. Commissioner Fentress moved to adjourn. Commissioner Powell seconded the motion. All Commissioners in attendance voted in the affirmative. The Meeting concluded at 10:45 a.m.

Respectfully Submitted,



Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary