

**DELAWARE RIVER PORT AUTHORITY
BOARD MEETING**

**One Port Center/Zoom
Wednesday, February 16, 2022**

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
Ted Christian (for Pennsylvania Treasurer Stacy Garrity)
Keiwana McKinney
Angelina Perryman

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chair of the Board
Sara Lipsett
Albert Frattali
Charles Fentress
Aaron Nelson
Richard Sweeney
Bruce Garganio (joined the meeting at 9:20 a.m.)

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer (in person)
Obra Kernodle, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary (in person)
Stephen M. Holden, Deputy General Counsel (in person)
Narisa Sasitorn, Deputy General Counsel
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
Tonyelle Cook-Artis, Acting Director, Grants and Government Relations
John Lotierzo, Director of Finance
Orville Parker, Manager, Budget and Finance Analysis
Steve Reiners, Director, Fleet Management
Joseph McAvoy, Bridge Director, BFB & BRB
Ricardo DeOliveira, Bridge Director, WWB & CBB
Darlene Callands, Manager, Community Relations
Richard Mosback, Director of Procurement
Michael Williams, Manager, Corporate Communications
Kathleen Vandy, Assistant General Counsel
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary (in person)

Others Present

Janice Venables, Associate Counsel, New Jersey Governor's Authorities Unit
Mustafa Rashed, Board Liaison, Bellevue Strategies
Christopher Gibson, NJ Counsel, Archer & Greiner, P.C.
Alan Kessler, PA Counsel, Duane Morris, LLP

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 9:06 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, Christian, Perryman, Frattali, Lipsett, Nelson, McKinney, Martz and Garganio.

Chairwoman Parker opened the Meeting with the following remarks:

“I would like to start by saying good morning to all of Commissioners. It is good to be back in your company for another meeting and I hope everyone is well. I want to begin this month's meeting by taking a moment to formally recognize Black History Month. CEO Hanson shared a statement to all DRPA and PATCO employees this month. I want to express my appreciation for the historical overview that was provided in his statement and for taking the time to share his message with all of us. This month's Board meeting is important to me for another reason, as it marks a key anniversary for me. Tomorrow, February 17, 2022, marks my one year of service as Chair of the DRPA and PATCO Boards. I must say time has flown by. I recently read an article about what leads to success of an organization's board. The article stated that the key to having an effective board is simple: having great board members. I know that it is a relatively simple statement, but it is so very true. I am grateful to be in the virtual company of a great team of board members. The article went on to say what we all know to be true: good board members understand and execute their basic responsibilities, but exceptional board members go beyond the basics. I called one of our fellow commissioners and said that is what the DRPA and PATCO have - exceptional board members who are intentional and thoughtful and attentive in their approach to their service. Without a shadow of a doubt, this board is comprised of all exceptional leaders. Each understand the business of the DRPA and PATCO and the unique challenges that both entities face. You never shy away from asking the right questions during committee and board meetings. You always exercise outstanding judgement. You engage meaningfully and appropriately with the CEO and members of the executive staff and management team. You listen actively and intentionally; and to the people who think these two things are light

weight, believe it or not that is what lots of others get wrong. You also understand the board's role and the balance necessary to challenge and offer guidance to the CEO and management team where appropriate skillfully and structurally. I know I have thanked each of you in the past for your contributions and leadership over this past year, but I firmly believe that you cannot thank people enough for their efforts. This organization would not be where it is today if not for your individual and collective commitment to excellence. I want you to know that I am keenly aware that with a different group of colleagues, my journey leading this board could have been very different. So, I want to thank you for the support over the past year and the respectful way we have always conducted the business of the DRPA and PATCO during my tenure as Chair. I do not take any of it lightly.”

Commissioner Martz thanked Chairwoman Parker for her leadership. He stated that she has done a great job and that without her leadership we would not be able to achieve these goals.

Commissioner Powell added that she concurred with Commissioner Martz's remarks and said that the board is very fortunate to have Chairwoman Parker as its leader.

Vice Chairman Nash added that he agrees with Commissioner Martz and Commissioner Powell's remarks. He stated that he has served with many Chairs, including two (2) Governors, and he can honestly say that Chairwoman Parker has been an outstanding leader of this organization. He said he knows that he speaks on behalf of all the Commissioners when he says that we are proud and honored to have her serve as the Chairwoman of this Board.

CEO Hanson added that the Executive team and the entire staff of the DRPA and PATCO are very grateful for Chairwoman Parker's leadership, along with that of Vice Chairman Nash and the Commissioners. He said that under the leadership of this Board we have made great strides and accomplished great things and we are grateful for the Board's leadership.

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 then stated that the CEO Report stood as previously submitted. Commissioner Sweeney moved to approve the CEO's Report and Commissioner Martz 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. He highlighted that at the end of 2021 the toll revenues were expected to be around \$300 million but that we were able to contain our costs significantly and achieve \$303 million in bridge toll revenue, as audited. He said that while we are still below our 2019 audited numbers, we are at 90% of the pre-Covid numbers.

Approval of the January 19, 2022 DRPA Board Meeting Minutes

Chairwoman Parker stated that the Minutes of the January 19, 2022 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 Fentress moved to approve the Minutes and Commissioner Sweeney 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 January 2022.

Chairwoman Parker stated that the Lists of Previously Approved Payments and Previously Approved Purchase Orders and Contracts covering the month of January 2022 were previously provided to all Commissioners. There were no questions or comments. Commissioner Sweeney moved to receive and file the lists and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of February 1, 2022

Chairwoman Parker stated that the Minutes of the February 1, 2022 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 Nelson 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 January 4, 2022

Chairwoman Parker stated that there were eleven (11) Resolutions from the January 4, 2022 Operations & Maintenance Committee Meeting for consideration.

Chairwoman Parker asked Chief Engineer Venuto to present the following nine (9) Summary Statements and Resolutions together:

DRPA-22-012 Contract No. PATCO-72-2020, Center Tower Pump Room Rehabilitation.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-012 seeking Board authorization to negotiate a construction contract with JPC Group to perform the construction services for the center tower pump room rehabilitation project, in an amount not to exceed \$1,851,812.00.

DRPA-22-013 Contract No. BF-60-2020, Benjamin Franklin Bridge Deck Overlay and Approaches.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-013 seeking Board authorization to execute a construction contract with A.P. Construction, Inc. to perform full depth pavement repairs on specified portions of the Benjamin Franklin Bridge and make signing and pavement improvements, in the amount of \$5,196,908.00.

DRPA-22-014 Program Management Services for Capital Improvement Projects.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-014 seeking Board authorization to negotiate agreements with AECOM Technical Services, Inc., HNTB Corporation, Jacobs Engineering Group, Inc. Remington & Vernick Engineers, and WSP USA Inc. to provide Program Management Services for Capital Improvement Projects, in an amount not to exceed \$3,000,000.00, in aggregate. The contracts will be for up to three years with the option in favor of DRPA for one additional year.

DRPA-22-015 Professional Services for 2022 Biennial Inspection of the Ben Franklin Bridge.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-015 seeking Board authorization to negotiate an agreement with WSP to provide engineering services required to perform the 2022 Biennial Inspection of the Ben Franklin Bridge, in an amount not to exceed \$1,032,959.09.

DRPA-22-016 Professional Services for 2022 Biennial Inspection of the Walt Whitman Bridge.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-016 seeking Board authorization to negotiate an agreement with ATANE to provide engineering services required to perform the 2022 Biennial Inspection and re-rating of the Walt Whitman Bridge, in an amount not to exceed \$1,477,129.00.

DRPA-22-017 Professional Services for 2022 Biennial Inspection of the Commodore Barry Bridge.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-017 seeking Board authorization to negotiate an agreement with AECOM Corporation to provide engineering services required to perform the 2022 Biennial Inspection of the Commodore Barry Bridge, in an amount not to exceed \$1,050,301.04.

DRPA-22-018 Professional Services for 2022 Biennial Inspection of the Betsy Ross Bridge.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-018 seeking Board authorization to negotiate an agreement with HNTB to provide engineering services required to perform the 2022 Biennial Inspection of the Betsy Ross Bridge, in an amount not to exceed \$940,550.00.

DRPA-22-019 Professional Services for 2022 Biennial Inspection of PATCO.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-016 seeking Board authorization to negotiate an agreement with Remington & Vernick Engineers to provide engineering services required to perform the 2022 Biennial Inspection of PATCO, in an amount not to exceed \$817,450.00.

DRPA-22-020 Capital Project Contract Modifications.

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-020 seeking Board authorization for the execution of contract modifications to certain contract(s) for Authority Capital project(s) and that the Board amend the 2022 Capital Budget to include the increase in contract amount(s) being requested. The modification at issue is an additional \$93,700.00 for Design Services for the Commodore Barry Bridge Structural Rehabilitation Phase 2 Project, with Modjeski and Masters, Inc. as consultant.

Chairwoman Parker inquired whether Commissioners had any questions for staff concerning Resolutions DRPA-22-012, DRPA-22-013, DRPA-22-014, DRPA-22-015, DRPA-22-016, DRPA-22-017, DRPA-22-018, DRPA-22-019 and DRPA-22-020. There were no questions. Commissioner Garganio moved to adopt Resolution Nos. Resolutions DRPA-22-012, DRPA-22-013, DRPA-22-014, DRPA-22-015, DRPA-22-016, DRPA-22-017, DRPA-22-018, DRPA-22-019 and DRPA-22-020 and Commissioner Martz seconded the motion. Commissioner Christian abstained from voting on Resolutions DRPA-22-017 and DRPA-22-019. All other Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolutions.

DRPA-22-021 FHWA/NJ DOT Walt Whitman Bridge NJ Corridor Resurfacing.

Acting Director of Government Relations Cooke-Artis presented Summary Statement and Resolution No. DRPA-22-021 seeking Board authorization to apply for and receive grant funding through the Federal Highway Administration (FHWA) Quick Obligation round utilizing local Surface Transportation Block Grant Program (STBGP-Phila) funds, in the amount of \$1,800,000.00. This grant funding will be used for the Walt Whitman Bridge NJ Corridor Resurfacing Project. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Powell moved to adopt Resolution No. DRPA-22-021 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-22-022 Auto Parts Contract for DRPA and PATCO.

Director of Fleet Management Reiners presented Summary Statement and Resolution No. DRPA-22-022 seeking Board authorization to negotiate a one (1) year contract with National Auto Parts Association (NAPA) for the purchase of aftermarket automotive parts for DRPA and PATCO fleet operations, in an amount not to exceed \$145,000.00, in the aggregate. The aftermarket automotive parts will be purchased utilizing the SourceWell Contract No. 32521-GPC. 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-22-022 and Commissioner Sweeney seconded the motion. 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 February 2, 2022

Chairwoman Parker stated that the Minutes of the February 2, 2022 Finance Committee Meeting 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 Finance Committee on February 2, 2022

Chairwoman Parker stated that there was one (1) Resolution from the February 2, 2022 Finance Committee Meeting for consideration.

DRPA-22-011 Toll System Hardware and Software Maintenance Service Agreement.

Chief Operating Officer Hicks presented Summary Statement and Resolution No. DRPA-22-011 seeking Board authorization to extend the negotiated agreement with TransCore, Inc. for the continued maintenance of the toll collection system, the electronic toll collection (ETC) system's violation enforcement system (VES), and the related Scalable Automatic Toll System (SATS) which provides the audit and reporting functions related to the Authority's toll lane traffic revenue, in an amount not to exceed \$1,953,264.00 for two (2), one (1) year extensions. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Martz moved to adopt Resolution No. DRPA-22-011 and Commissioner Garganio seconded the motion. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried and the Board adopted the Resolution.

Citizens Advisory Committee Report

CAC member Alan Becker gave the Citizens Advisory Committee Report.

Unfinished Business

There were no Unfinished Business items.

New Business

Chairwoman Parker announced two (2) New Business for consideration:

DRPA-22-023 Authorization for DRPA to Execute Change Orders #26 & #27 Amending the Services Contract Between NJ E-ZPass Group Agencies and Conduent State and Local Solutions.

Chief Financial Officer White presented Summary Statement and Resolution No. DRPA-22-023 seeking Board authorization for staff to execute Change Orders #26 and #27 as an amendment to the existing Services Contract between the NJ E-ZPass Group Agencies and Conduent State and Local Solutions, in the amount of \$407,806.00 for Change Order #26 and \$1,406.00 for Change Order #27, for a total amount of \$409,212.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning the Resolution. Commissioner Powell inquired whether it would be necessary to present these change orders in separate Summary Statements and Resolutions to provide for better tracking of expenditure. CFO White and General Counsel Santarelli stated that it was not necessary, and the Board could proceed. Commissioner Fentress moved to adopt Resolution No. DRPA-22-023 and Commissioner Powell seconded the

motion. Commissioner Christian abstained from the vote. All other Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

**DRPA-22-024 Consideration of Pending DRPA Contracts
(Between \$25,000 and \$100,000).**

Director of Procurement Mosback presented the Summary Statement and Resolution No. DRPA-22-024 seeking Board authorization for staff to negotiate pending DRPA contracts between \$25,000 and \$100,000. Mr. Mosback explained that there were two (2) contracts or change order/supplement for consideration with the following vendors: IBI Group Professional Services USA, Inc., in the amount of \$52,351.00; and Dell Marketing, LP, in the amount of \$76,931.00. 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-22-024 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 9:48 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 9:58 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