

**DELAWARE RIVER PORT AUTHORITY
BOARD MEETING**

**One Port Center
Camden, New Jersey
Wednesday, November 16, 2022**

Pennsylvania Commissioners

Cherelle Parker, Chair of the Board (via Zoom)
Hayden Rigo (for Pennsylvania Auditor General Timothy DeFoor) (via Zoom)
Ted Christian (for Pennsylvania Treasurer Stacy Garrity) (via Zoom)
Keiwana McKinney (via Zoom)
Gregory Schwab, Esq. (via Zoom)
Donna Powell (via Zoom)
Angelina Perryman (via Zoom)

New Jersey Commissioners

Albert Frattali
Sara Lipsett
Aaron Nelson (via Zoom)
Charles Fentress (via Zoom)
Richard Sweeney (via Zoom)
Bruce Garganio (via Zoom)
Daniel Christy (via Zoom)

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer
Jalila Parker, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary
James White, Chief Financial Officer
Toni Brown, Chief Administrative Officer
John Rink, PATCO General Manager
David Aubrey, Inspector General
Stephen Holden, Deputy General Counsel
Michael Venuto, Chief Engineer
Robert Hicks, Chief Operating Officer
Edward Cobbs, Chief of Police
Rohan Hepkins, Assistant PATCO General Manager
William Shanahan, Director Homeland Security and Emergency Management (via Zoom)
Tonyelle Cook-Artis, Director, Grants and Government Relations
Kwan Hui, Manager, Grants Administration (via Zoom)
Christina Maroney, Director, Strategic Initiatives
Joseph McAroy, Bridge Director, BFB & BRB
Amy Ash, Manager, Contract Administration
Lennart Rustam, Engineering Program Manager
Susan Bond, Engineering Program Analyst
Kathleen Vandy, Assistant General Counsel
Carol Herbst, Senior Accountant (via Zoom)
Darlene Callands, Manager, Community Relations
Dawn Whiton, Executive Assistant to the CEO
Mike Williams, Manager, Corporate Communications
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary

Others Present

Janice Venables, Associate Counsel, New Jersey Governor's Authorities Unit
Christopher Gibson, Archer & Greiner, P.C. (via Zoom)
Alan Kessler, Duane Morris, LLP (via Zoom)
Jessica Priselac, Duane Morris, LLP (via Zoom)
Alan Becker, Citizens' Advisory Committee

OPEN SESSION

Roll Call

Chairwoman Parker called the meeting to order at 9:02 a.m. and asked that the Corporate Secretary call the roll. The following were present, constituting a quorum: Chairwoman Parker, and Commissioners Frattali, Garganio, Christy, Rigo, Christian, Lipsett, Fentress, McKinney, Perryman, Powell, Nelson, Sweeney, and Schwab.

Moment of Silence and Pledge of Allegiance

Chairwoman Parker requested everyone to rise and observe a moment of silence and for the Pledge of Allegiance.

Public Comment

Corporate Secretary Santarelli read an email received for public comment from Bill Ritzler of the Delaware Valley Association of Rail Passengers (DVARP).

Report of the Chief Executive Officer

CEO Hanson stated that the CEO Report stood as previously submitted. He highlighted the implementation of a Paid Parental Leave Policy for DRPA and PATCO employees and that he commenced his series of meetings with DRPA and PATCO employees at the various facilities. 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. He briefly discussed the due diligence process and rating activity relating to the Authority's 2022 PDP Bond refunding. He stated that the Authority is slated for pricing November 17, 2022, however, due to interest rate movement the Authority may accelerate the pricing and finalize today (November 16, 2022). He also explained that the Authority could expect to see cashflow relief in the amount of \$11 million over a four (4) year period. He thanked the Board and also the members of staff for their support in the process.

Approval of the October 19, 2022 DRPA Board Meeting Minutes

Chairwoman Parker stated that the October 19, 2022 DRPA Board Meeting Minutes were previously provided to all Commissioners and the Governors of New Jersey and Pennsylvania. There were no comments or corrections to the Minutes. Commissioner Schwab moved to approve the Minutes and Commissioner Christy 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 2022

Chairwoman Parker stated that the Lists of Previously Approved Payments and Previously Approved Purchase Orders and Contracts covering the month of October 2022 were previously provided to all Commissioners. There were no questions or comments. Commissioner Sweeney 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 1, 2022

Chairwoman Parker stated that the Minutes of the November 1, 2022 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 Schwab 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 1, 2022

Chairwoman Parker stated that there were eight (8) Resolutions from the November 1, 2022 Operations & Maintenance Committee Meeting for consideration:

DRPA-22-101 Design Services for FHWA/PennDOT Benjamin Franklin Bridge Improvements

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-101 seeking Board authorization to negotiate an agreement with WSP USA Inc. to provide design, bidding and award, and construction support services for the Benjamin Franklin Bridge Safety Improvements and Eastbound Operational Improvements Project, in an amount not to exceed \$3,550,140.34. The project will be partially funded by the Federal Highway Administration (FHWA) (46.6% or \$1,653,000.00) and PennDOT (5.3% or \$189,000.00) and the remaining amount by the DRPA General Fund (48.1% - \$1,708,140.34). 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-22-101 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-22-102 Construction Monitoring Services for Contract No. BR-23-2019, BRB Painting and Steel Repair

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-102 seeking Board authorization for staff to negotiate an agreement with STV Incorporated to provide Construction Monitoring Services for Contract No. BR-23-2019, the Betsy Ross Bridge Painting and Steel Repairs Project, in an amount not to exceed \$7,841,152.00. 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-22-102 and Commissioner Lipsett 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-22-103 Fiber Optic Cable Installation Across the Benjamin Franklin Bridge

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-103 seeking Board authorization for staff to negotiate a purchase contract with Denney Electric Supply for the installation of backbone fiber-optic cable across the Benjamin Franklin Bridge, in an amount not to exceed \$156,110.20, with pricing procured under PA COSTARS contract #003-521. 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-22-103 and Commissioner Lipsett 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-22-104 Capital Project Contract Modifications

Chief Engineer Venuto presented Summary Statement and Resolution No. DRPA-22-104 seeking Board authorization for staff to execute two (2) capital project contract modifications and amend the 2022 Capital Budget to include the increases. The first change order is with AECOM for DRPA-18-029, the Woodcrest Platform Rehabilitation Project for the increased amount of \$165,390.00, adjusting the contract amount to \$1,222,120.00. The second change order is also with AECOM for DRPA-15-146, the BRB Painting and Steel Repairs for the increased amount of \$154,228.00, adjusting the contract amount \$1,164,356.00. 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-22-104 and Commissioner Schwab 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-22-105 Sole Source Procurement Allowance for Energy Absorption Systems Crash Attenuators from Transpo Industries

Bridge Director McAroy presented Summary Statement and Resolution No. DRPA-22-105 seeking Board authorization for staff to have a maximum, not to exceed Sole Source procurement amount on an as-needed basis with Transpo Industries, in the amount of \$125,000.00 for the purchase of Energy Absorption Systems Crash Attenuator repair parts. 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-22-105 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-22-106 Procurement and Delivery of Highway Rock Salt for DRPA and PATCO Facilities

Bridge Director McAroy presented Summary Statement and Resolution No. DRPA-22-106 seeking Board authorization for staff to enter into a purchase agreement with Morton Salt, Inc. for the purchase of 5800 tons of roadway rock salt for the DRPA and PATCO facilities, bridges, highways, and parking lots, for an amount not to exceed \$472,586.00. 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-22-106 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-22-107 Hazardous and Bio-Hazardous Waste Removal, Disposal, and Emergency Response Services for DRPA Bridge Facilities

Bridge Director McAroy presented Summary Statement and Resolution No. DRPA-22-107 seeking Board authorization for staff to negotiate a 2-year contract with a 1-year renewal option with ACV Environmental Services, Inc. to perform hazardous solid waste clean-up, disposal, and emergency response services on an as needed basis for DRPA's bridge facilities, for an amount not to exceed \$142,000.00. 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-22-107 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.

DRPA-22-108 Southeast Youth Athletic Association (SEYAA) Carnival on DRPA (WWB) Property at 7th and Packer in Philadelphia

Government Relations Director Cook-Artis presented Summary Statement and Resolution No. DRPA-22-108 seeking Board authorization for staff to enter into an agreement with Southeast Youth Athletic Association (SEYAA) for the use of DRPA property on the southeast corner of 7th and Packer Streets in South Philadelphia, adjacent to the Walt Whitman Bridge, for a fundraising carnival event from April 5, 2023 to April 15, 2023, at no cost to the DRPA. 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-22-108 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.

Approval of Finance Committee Meeting Minutes of November 2, 2022

Chairwoman Parker stated that the Minutes of the November 2, 2022 Finance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Powell moved to approve the Minutes and Commissioner Christy 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 2, 2022

Chairwoman Parker stated that there were four (4) Resolutions from the November 2, 2022 Finance Committee Meeting for consideration:

DRPA-22-109 Resolution Determining that Net Revenues Satisfy the Net Revenue Requirement for the 2022 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-22-109 seeking Board determination that, pursuant to Section 5.09 of the 1998 Indenture of Trust with TD Bank, NA, the Net Revenues received and estimated as of December 31, 2022, will be sufficient to satisfy the requirements of the Net Revenue Requirement for the 2022 Fiscal Year. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning Resolutions DRPA-22-109. There were no questions. Commissioner Perryman moved to adopt the Resolution and Commissioner Schwab 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-22-110 Age 65 & Over Retiree Medicare Supplemental Benefits – 2023 (DRPA/PATCO)

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-22-110 seeking Board authorization to accept the rate actions from AARP/United Health Group for the provision of supplemental medical coverage to age 65 and over retirees, and their eligible spouses, in an amount not to exceed \$2,312,612.00 for the 12-month policy term. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning Resolutions DRPA-22-110. There were no questions. Commissioner Christy moved to adopt the Resolution and Commissioner Lipsett seconded the motion. Commissioners Fentress and McKinney 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.

DRPA-22-111 Renewal of DRPA/PATCO Cyber Risk Connect Liability and Excess Policies

Chief Administrative Officer Brown presented Summary Statement and Resolution No. DRPA-22-111 seeking Board authorization for staff to bind the renewal of the Cyber Risk Connect Liability and Excess Policies, including Media Liability coverage (Cyber Liability) to include coverage from four (4) carriers: Indian Harbor Insurance Company for \$228,000.00 (first \$5 million); Houston Casualty Insurance Company for \$193,995.00 (\$5 million excess of \$5 million); Starr Insurance Company for \$164,730.00 (\$5 million excess of \$10 million); and Crum & Foster Specialty Insurance Company for \$140,100.00 (\$5 million excess of \$15 million), in a total amount not to exceed \$726,825.00 for the 12-month policy term. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning Resolutions DRPA-22-111. There were no questions. Commissioner Fentress moved to adopt the Resolution and Commissioner Lipsett 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-22-112 2023 DRPA Capital Budget

Chief Financial Officer White opened the discussion by explaining the process of reaching the Capital Budget and gave his support to the budget and commended the work of Chief Engineer Venuto and his staff. Chief Engineer Venuto gave a brief overview of the budget process. The reported that DRPA’s share of the 2023 budget was net \$145,466,000.00, with grant funds at \$43,418,000.00, and the 2023 total was \$531,582,000.00. He also noted the Five-Year figures at net \$729,620,000.00, with total -- including grant funds, at \$898,000,000.00. Chairwoman Parker inquired whether Commissioners had any questions for staff concerning Resolutions DRPA-22-112. There were no questions. Commissioner Nelson moved to adopt the Resolution and Commissioner Lipsett 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

Alan Becker gave a brief report from the Citizens Advisory Committee.

Unfinished Business

Chairwoman Parker stated there were no Unfinished Business items.

New Business

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

DRPA-22-113 2023 DRPA Board and Committee Meetings Schedule

General Counsel Santarelli presented Summary Statement and Resolution No. DRPA-22-113 seeking Board approval and adoption of the schedules for the DRPA Board and Committee meetings for the year 2023. 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-22-113 and Commissioner Lipsett seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

**DRPA-22-114 Consideration of Pending DRPA Contracts
(Between \$25,000 and \$100,000)**

Contract Administration Manager Ash presented Summary Statement and Resolution No. DRPA-22-114 seeking Board authorization for staff to negotiate and enter into the two (2) pending DRPA contracts identified in the attachment to the Resolution. 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-22-114 and Commissioner Perryman 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 9:56 a.m.

Adjournment

With no further business, Chairwoman Parker proposed an adjournment of the Meeting. Commissioner McKinney moved to adjourn. Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative. The Meeting concluded at 10:06 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Raymond J. Santarelli". The signature is written in a cursive, slightly slanted style.

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary