

DELAWARE RIVER PORT AUTHORITY

BOARD MEETING

**One Port Center
2 Riverside Drive
Camden, NJ
Wednesday, January 17, 2018**

PRESENT

Pennsylvania Commissioners

Christopher Lewis, Esq.

Donna Powell

Sean Murphy, Esq. (for Pennsylvania Auditor General Eugene DePasquale; via telephone)

Robert Borski, Esq. (for Pennsylvania Treasurer Joseph Torsella)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman (Chaired for Ryan Boyer, Chairman)

Albert Frattali

Aaron Nelson (for Ricardo Taylor)

Richard Sweeney

Frank DiAntonio

Bruce Garganio

DRPA/PATCO Staff

John Hanson, Chief Executive Officer, DRPA / President, PATCO

Maria Wing, Deputy Chief Executive Officer (via telephone)

Raymond J. Santarelli, General Counsel and Corporate Secretary

Stephen Holden, Deputy General Counsel

Narisa Sasitorn, Deputy General Counsel

Kathleen Vandy, Assistant General Counsel

Robert Hicks, Chief Operating Officer

James White, Chief Financial Officer

Orville Parker, Acting Director of Revenue, Finance

John Lotierzo, Director of Finance

Toni P. Brown, Chief Administrative Officer

Robert P. Hicks, Chief Operating Officer

David Aubrey, Acting Inspector General

John Rink, General Manager, PATCO

Rohan Hepkins, Assistant General Manager, PATCO

Richard Mosback, Director, Procurement, DRPA/PATCO

Rich Betts, Acting Manager, Procurement

DRPA/PATCO Staff (Continued)

William Shanahan, Director, Government Relations
Barbara Holcomb, Manager, Capital Grants
Tonyelle Cook-Artis, Manager, Government Relations
Michael Venuto, Chief Engineer
Kyle Anderson, Director, Corporate Communications
Mike Williams, Graphic Design Administrator, Corporate Communications
Jack Stief, Chief of Police, Public Safety
Charles Cunningham, Director, Homeland Security & Emergency Management
Darlene Callands, Manager, Community Relations
Mark Ciechon, Director of Finance, PATCO
Joe McAroy, Construction & Maintenance Manager, Betsy Ross Bridge
Amy Ash, Manager, Contract Administration
Val Bradford, Bridge Director, Ben Franklin and Betsy Ross Bridges
Larry Walton, Bridge Director, Walt Whitman and Commodore Barry Bridges
Steve Reiners, Director, Field Management
Katherine Hilinski, Records Manager, OGC
Sheila Milner, Administrative Coordinator, Corporate Secretary, OGC
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary, OGC
Dawn Whiton, Executive Assistant to the CEO and Deputy CEO
Eulisis Delgado, Custodian/Equipment, PATCO

Others Present

Craig Ambrose, Associate Counsel, New Jersey Governor's Authorities Unit
Christopher Gibson, Esq., Archer & Greiner (New Jersey Counsel)
Lloyd Freeman, Esq., Archer & Greiner
Alan Kessler, Esq., Duane Morris LLP (Pennsylvania Counsel)
David Dix, President, Luminous Strategies (via telephone)
Craig Hrinkevich, Wells Fargo

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.

Swearing In of New Commissioner

Corporate Secretary Santarelli swore in Christopher A. Lewis, Esq. as a Commissioner from the Commonwealth of Pennsylvania, filling the position previously held by Carl E. Singley, Esq.

Roll Call

Vice Chairman Nash called the meeting to order at 9:02 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Vice Chairman Nash, Lewis, Borski, Powell, Frattali, Sweeney, Garganio, Murphy, DiAntonio and Nelson.

Public Comment

Mr. Eulisis Delgado, an employee of PATCO, thanked various staff for their assistance to him personally and for their work for the Authority in general, including CEO Hanson, General Manager Rink, CAO Brown, and Acting Inspector General Aubrey. Mr. Delgado also thanked Vice Chair Nash for doing a great job for the City of Camden.

Report of the Chief Executive Officer

CEO Hanson stated that his report stood as previously submitted. Commissioner Garganio moved to approve the CEO's Report and Commissioner Borski 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 reported that the Finance Department is in the process of finalizing the financial numbers for 2017 and are preparing for the upcoming, annual audit. Vice Chairman Nash stated that any Commissioner who would like to attend the Finance Committee meetings should feel free to do so.

Approval of the December 6, 2017 DRPA Board Meeting Minutes

Vice Chairman Nash stated that the Minutes of the December 6, 2017, DRPA Board Meeting had been previously provided to the Governors of New Jersey and Pennsylvania and to the DRPA Commissioners. Commissioner DiAntonio moved to approve the Minutes and Commissioner Sweeney seconded the motion. There were no comments or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes. The motion carried.

Receipt and Filing of the 2017 Third Quarter Statement and Notes

Vice Chairman Nash stated that the DRPA's 2017 Third Quarter Statement and Notes were previously provided to all Commissioners. Commissioner DiAntonio moved to receive and file the Statement and Notes and Commissioner Garganio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative. The motion carried.

Receipt and Filing of the Previously Approved List of Payments Covering the Months of November and December 2017 and the List of Previously Approved Purchase Orders and Contracts Covering the Month of November 2017

Vice Chairman Nash stated that the Monthly List of Payments covering the months of November and December 2017 and the Monthly List of Purchase Orders and Contracts covering the month of December 2017, were previously provided to all Commissioners. Commissioner Frattali moved to receive and file the Lists and Commissioner Garganio 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 January 9, 2018

Vice Chairman Nash stated that the Minutes of the January 9, 2018, Operations & Maintenance Committee Meeting were previously provided to all Commissioners. Commissioner DiAntonio moved to approve the Minutes and Commissioner Garganio seconded the motion. There were no

comments or corrections. 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 9, 2018

Vice Chairman Nash stated that there were six (6) Resolutions from the January 9, 2018, Operations & Maintenance Committee Meeting for consideration:

DRPA-18-001	DRPA InfraRed Tunnel Camera Installation Phase II
DRPA-18-002	Design Services for Ben Franklin Bridge Masonry Rehabilitation
DRPA-18-003	Design Services for Ben Franklin Bridge Decorative Lighting Upgrade
DRPA-18-004	Purchasing Bid DRPA-03-2017, Procurement Ameristar Estate Fence and Gate Material For BFB Philadelphia Property
DRPA-18-005	Four (4) Cab and Chassis Trucks 7400 Series and One (1) Cab Chassis Truck 4300 Series
DRPA-18-006	Eleven (11) 2018 Ford Interceptor Patrol Vehicles

Commissioner Frattali moved to adopt all six (6) Resolutions and Commissioner Sweeney seconded the motion. There were no questions or comments on the Resolutions. All Commissioners in attendance voted in the affirmative to adopt the Resolutions. The motion carried.

Approval of Finance Committee Meeting Minutes of January 10, 2018

Vice Chairman Nash stated that the Minutes of the January 10, 2018, Finance Committee Meeting were previously provided to all Commissioners. Commissioner Borski moved to approve the Minutes and Commissioner Powell seconded the motion. There were no comments or corrections. 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 January 10, 2018

Vice Chairman Nash stated that there were two (2) Resolutions from the January 10, 2018, Finance Committee Meeting for consideration:

DRPA-18-007

Authorization for Use of General Fund Monies to Provide for Defeasance and Redemption of All or Portions of the Authority’s 2010D Revenue Bonds and Authorization to Take Certain Actions in Connection Therewith

DRPA-18-008

Authorization for Issuance of Revenue Bonds

Vice Chairman Nash asked Mr. White to provide a brief description of the two Resolutions. Mr. White stated that the two resolutions followed the Board’s discussion in late November 2017, on a strategy to achieve savings from the “defeasement” of the Authority’s 2010D Revenue Bonds, which were originally issued in 2010 to fund various annual 5-year Capital Programs. He explained that the resolutions will authorize the following actions by the Authority: (1) the utilization of general fund monies to defease all (or \$308 million) or a portion of the Authority’s Revenue Bonds, Series D of 2010; and, (2) the issuance of an additional series of Revenue Bonds, under the 1998 Indenture, to pay for a portion of the costs of the Authority’s approved 2018 5-year capital program. Mr. White and Mr. Hanson both emphasized that the two transactions would be separate and distinct, as legally required.

Commissioner Frattali moved to adopt Resolution DRPA-18-007 and Commissioner Sweeney seconded the motion. There were no questions or comments on the Resolution. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried.

Commissioner Borski moved to adopt Resolution DRPA-18-008 and Commissioner Sweeney seconded the motion. There were no questions or comments on the Resolution. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried.

Unfinished Business

There was no DRPA Unfinished Business.

Citizens Advisory Committee Report

Mr. Hanson read a brief statement from the CAC Committee to the Board.

New Business

Vice Chairman Nash reported that there was one (1) item of New Business for consideration. It was as follows:

DRPA-18-009

Consideration of Pending DRPA Contracts (Between \$25,000 and \$100,000)

Commissioner DiAntonio moved to adopt the Resolution and Commissioner Sweeney seconded the motion. There were no questions or comments on the Resolution. All Commissioners in attendance voted in the affirmative to adopt the Resolution. The motion carried.

MEETING HELD IN ABEYANCE

At 9:22 a.m., Vice Chairman Nash stated that the DRPA Board meeting would be held in abeyance and the PATCO Board Meeting would convene.

OPEN SESSION

Adjournment

With no further DRPA business to discuss, Commissioner DiAntonio moved to adjourn the DRPA Board Meeting and Commissioner Garganio seconded the motion. All Commissioners in attendance voted to approve the motion and the DRPA Board Meeting adjourned at 10:26 a.m.

Respectfully Submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary