

Deferred to Executive Session, August 18, 2010
Executive Session held August 25, 2010
Approved August 25, 2010

SUMMARY STATEMENT

ITEM NO. **SUBJECT: Consolidation of Corporate Secretary Function**

COMMITTEE: **Unfinished Business**

COMMITTEE MEETING DATE: **N/A**

BOARD ACTION DATE: **August 25, 2010**

PROPOSAL: **That the Board consolidate the function of the Corporate Secretary position and office within the Office of General Counsel at the DRPA and that the Board elect General Counsel to serve as Corporate Secretary.**

PURPOSE: **To adopt a resolution consolidating the Corporate Secretary function within the OGC in order to reduce cost and increase efficiency and to elect General Counsel as Corporate Secretary.**

BACKGROUND: **The Authority desires to ensure that it is acting with fiscal prudence to safeguard public funds entrusted to the Authority. The Board has considered the duties and functions of those employees responsible directly to the Board, and has determined that the necessary duties of the position of Corporate Secretary can be carried out most efficiently if the functional responsibilities, office, role, duties, budget and staff relating to the Corporate Secretary office and position are consolidated within the Office of General Counsel. In order to comply with the DRPA By Law requirements relating to election of a Corporate Secretary, the DRPA General Counsel would be elected to serve as Corporate Secretary and to perform such administrative and supervisory and other duties as are required of that position. General Counsel will have the power, subject to advance consultation with Chair, Vice Chair and Chief Executive Officer, to assign and delegate the responsibilities of the Corporate Secretary to an Assistant General Counsel. All Corporate Secretary staff positions, funding and responsibilities will now be consolidated in the Office of General Counsel and under the direct supervision of the General Counsel or the assigned Assistant General Counsel. General Counsel will receive no additional compensation for performing any Corporate Secretary functions, but if an Assistant General Counsel is assigned to serve as Corporate Secretary that Assistant General Counsel will continue to serve as Assistant General Counsel while serving as Corporate Secretary.**

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SUMMARY:	Amount:	reduction of approximately over \$130,000
	Source of Funds:	reduction in Operating Budget
	Capital Project #:	N/A
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

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DRPA-10-059
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RESOLUTION

- RESOLVED:** That the Board hereby determines that the office of Corporate Secretary and the functions thereof can best be performed by consolidating that office, staff, budget and responsibilities within the Office of General Counsel, and be it further
- RESOLVED:** That by consolidating the position, role and duties of the Corporate Secretary within the Office of General Counsel the costs of performing the Corporate Secretary functions will be substantially reduced and the functions will be performed more efficiently, and be it further
- RESOLVED:** That all functions, staff, responsibilities and budget relating to the Corporate Secretary position, office and function be and hereby are reassigned to be part of the Office of General Counsel, and be it further
- RESOLVED:** That DRPA General Counsel be and hereby is elected to serve as the Corporate Secretary of the DRPA and PATCO with full authority to delegate the Corporate Secretary functions to a DRPA Assistant General Counsel in a manner consistent with the Summary Statement attached hereto and made part hereof.

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