

DELAWARE RIVER PORT AUTHORITY

BOARD MEETING

**One Port Center
2 Riverside Drive
Camden, NJ 08103
Wednesday, March 15, 2017**

PRESENT

Pennsylvania Commissioners

Ryan Boyer, Chairman of DRPA/PATCO Boards
Marian Moskowitz (via telephone)
Carl Singley, Esq. (via telephone)
Gary Masino
Joseph Martz
Donna Powell
John Dougherty (for Pennsylvania Auditor General Eugene DePasquale)
Kathryn Cerulli Joyce, Esq. (for Pennsylvania Treasurer Joseph Torsella; via telephone)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman
Albert Frattali
E. Frank DiAntonio
Charles Fentress
Richard Sweeney
Tamarisk Jones (via telephone)

DRPA/PATCO Staff

John Hanson, Chief Executive Officer, DRPA / President, PATCO
Maria Wing, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary
Stephen Holden, Deputy General Counsel
Kathleen Vandy, Assistant General Counsel
Richard Mosback, Assistant General Counsel
Monica Gibbs, Assistant General Counsel
James White, Chief Financial Officer
Toni P. Brown, Chief Administrative Officer
Robert P. Hicks, Chief Operating Officer
Vijay Pandya, Manager, Construction & Maintenance, Engineering
Barbara Holcomb, Manager, Capital Grants
Michael Williams, Acting Manager, Corporate Communications
Christina Maroney, Director, Strategic Initiatives

DRPA/PATCO Staff (Continued)

Timothy Johnson, IS Consultant
Valerie Bradford, Bridge Director, Benjamin Franklin and Betsy Ross Bridges
Larry Walton, Bridge Director, Walt Whitman and Commodore Barry Bridges
John Rink, General Manager, PATCO
Rohan Hepkins, Assistant General Manager, PATCO
John Lotierzo, Director of Finance, DRPA
Orville Parker, Budget/Financial Analysis, Finance
Darlene Callands, Manager, Community Relations
Mark Ciechon, Director of Finance, PATCO
David Aubrey, Manager, Internal Audit
Susan Squillace, Manager, Procurement and Stores
Amy Ash, Manager, Contract Administration
Steve Reiners, Director, Fleet Management
Sheila Milner, Administrative Coordinator, Corporate Secretary
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary
Nancy Farthing, Executive Assistant to the CEO
Dawn Whiton, Executive Assistant to the CEO and Deputy CEO

Others Present

Thomas Huth, Associate Counsel, New Jersey Governor's Authorities Unit
Chelsea Rosebud Guzowski, Director of Economic & Strategic Initiatives, Pennsylvania
Governor's Office of the Budget
David Rapuano, Esq., Archer & Greiner (New Jersey Counsel)
Alan Kessler, Esq., Duane Morris LLP (Pennsylvania Counsel)
Jessica Priselac, Esq., Duane Morris LLP (Pennsylvania Counsel)
Jane Golden, Executive Director, Philadelphia Mural Arts Program
Gabriela Raczka, Philadelphia Mural Arts Program
Tony DeSantis, Citizens Advisory Committee
Arnold Alston, Vice President, Wells Fargo
JoEllyn Powell, Senior Vice President, Wells Fargo
Pam Boyd, Thomas Boyd Communications
John Stephenson
Joe Quigley

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 Donna Powell as a new DRPA Commissioner from the Commonwealth of Pennsylvania.

Chairman Boyer welcomed Commissioner Powell. He also noted a recent complimentary article concerning DRPA Police Officer Laura Boucher in the Philadelphia Inquirer and thanked Commissioner Singley for his efforts in ensuring that the story of Officer Boucher's bravery was reported. Finally, Chairman Boyer stated that the public comment portion of the meeting would be deferred to the end of the meeting to allow for members of the public to participate as they may have been delayed due to the inclement weather.

Roll Call

Chairman Boyer called the meeting to order at 9:11 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairman Boyer, Vice Chairman Nash, DiAntonio, Singley, Frattali, Masino, Powell, Sweeney, Fentress, Martz, Moskowitz, Jones, Dougherty and Joyce.

Report of the Chief Executive Officer

CEO Hanson advised that his report stood as submitted, but he wanted to highlight several items. He noted several examples of exemplary stewardship by employees of the DRPA. He reported that the Office of Business Development & Equal Opportunity had distributed the Authority's various EEO-related policies to all employees and had hosted a community outreach event. Lastly, Mr. Hanson stated that as a condition of receiving federal funding from the Federal Transit Administration (FTA) every three years, the Authority is required to submit to the FTA a Disadvantaged Business Enterprise Goal-Setting Methodology document for review and concurrence. Mr. Hanson reported that the FTA approved the Authority's 2017-2019 submission.

Mr. Hanson also reported that under his emergency powers he had approved the execution of two contracts; one with Ranstad Technology Services for assistance on the SAP project on a month-to-month basis and another for the repair of two fleet vehicles. Commissioner Masino moved to approve the CEO's Report and Commissioner Martz seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative, approving the CEO's Report.

Report of the Chief Financial Officer

CFO White advised that his report stood as submitted, but he highlighted several items. Mr. White stated that the 2016 audit is about to begin and they are still finalizing some of the numbers. The Governors report to the legislation of the strategic plan will be moved forward and is required from our Compact. Mr. White indicated that the 2017 unaudited numbers are positive through the month of February. Lastly, he discussed the 2017 Finance Action Plan, including the need to determine whether to renew/extend the LOC agreements with two banks in mid-2017.

Approval of the February 15, 2017, DRPA Board Meeting Minutes

Chairman Boyer announced that the minutes of the February 15, 2017, DRPA Board Meeting had been previously provided to the Governors of New Jersey and Pennsylvania and to the DRPA Commissioners. Commissioner Fentress moved to approve the Minutes and Commissioner DiAntonio seconded the motion. There were no comments or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes.

Receipt and Filing of the Monthly Lists of Payments, Purchase Orders and Contracts Covering the Month of February 2017

Chairman Boyer announced that the Monthly List of Payments and the Monthly List of Purchase Orders and Contracts covering the month of February 2017 were previously provided to all Commissioners. Commissioner Martz moved to receive and file the Lists and Commissioner Frattali seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative and the motion carried.

Approval of Finance Committee Meeting Minutes of March 1, 2017

Chairman Boyer announced that the Minutes of the Finance Committee meeting of March 1, 2017, were previously provided to all Commissioners. Commissioner Fentress moved to approve the Minutes and Commissioner Sweeney seconded the motion. There were no questions or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted.

Adoption of Resolution Approved by the Finance Committee on March 1, 2017

Chairman Boyer announced that there was one Resolution from the Finance Committee Meeting of March 1, 2017 for consideration. It is as follows:

DRPA-17-017

**Third Party Administrator for the DRPA and PATCO
Workers' Compensation, General Liability/Bodily
Injury and Risk Control Services**

Commissioner Martz moved to adopt the Resolution and Commissioner Fentress seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to adopt the Resolutions.

Approval of Audit Committee Meeting Minutes of March 1, 2017

Chairman Boyer announced that the Minutes of the Audit Committee meeting of March 1, 2017, were previously provided to all Commissioners. Commissioner Fentress moved to approve the Minutes and Commissioner DiAntonio seconded the motion. There were no questions or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted.

Approval of Operations & Maintenance Committee Meeting Minutes of March 7, 2017

Chairman Boyer announced that the Minutes of the Operations & Maintenance Committee meeting of March 7, 2017, were previously provided to all Commissioners. Commissioner Fentress moved to approve the Minutes and Commissioner Martz seconded the motion. There were

no questions or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on March 7, 2017

Chairman Boyer announced that there were three Resolutions from the Operations & Maintenance Committee Meeting of March 7, 2017 for consideration. The first Resolution was as follows:

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| DRPA-17-018 | City of Philadelphia Mural Arts Program Agreement For Murals at BFB 5th Street Vehicular & Pedestrian Tunnels |
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Ms. Jane Golden, Executive Director of the City of Philadelphia Mural Arts Program gave a short presentation on her organization, its impact on the Philadelphia region and its plans for the BFB 5th Street Vehicular and Pedestrian Tunnels. Commissioner Fentress moved to adopt Resolution DRPA-17-018 and Commissioner Frattali seconded the motion. There were no further questions or comments. All Commissioners in attendance voted in the affirmative to adopt the Resolutions.

Chairman Boyer announced that the two other Resolutions from the Operations and Maintenance Committee Meeting of March 7, 2017 were as follows:

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| DRPA-17-019 | 2017 Church Requests for Special Event Parking Under the Ben Franklin Bridge in Philadelphia |
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| DRPA-17-020 | 2017 Charity Event Bridge/Ramp Closures at Ben Franklin, Commodore Barry and Betsy Ross Bridges |
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Commissioner Fentress moved to adopt the two Resolutions and Commissioner Frattali seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to adopt the Resolutions. Vice Chairman Nash noted his abstention from the vote on DRPA-17-020

Approval of Labor Committee Meeting Minutes of March 7, 2017

Chairman Boyer announced that the Minutes of the Labor Committee meeting of March 7, 2017, were previously provided to all Commissioners. Commissioner Frattali 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.

Approval of Executive Committee Meeting Minutes of March 7, 2017

Chairman Boyer announced that the Minutes of the Executive Committee meeting of March 7, 2017, were previously provided to all Commissioners. Commissioner Frattali moved to approve the Minutes and Commissioner Fentress seconded the motion. There were no questions or corrections. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted.

Adoption of Resolution Approved by the Executive Committee on March 7, 2017

Chairman Boyer announced that there was one Resolution from the Executive Committee Meeting of March 7, 2017, for consideration. It was as follows:

DRPA-17-023

Triennial Election of Officers

Commissioner Fentress moved to adopt the Resolution and Commissioner Frattali seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to adopt the Resolutions.

Unfinished Business

There was no DRPA Unfinished Business.

Citizens Advisory Committee (CAC) Report

Tony DeSantis, speaking on behalf of the CAC, asked for an update on the Ethics Committee and SAP. Mr. Aubrey, Manager of Internal Audit, gave a brief update of the recent activities related to the Ethics Committee and Deputy CEO Wing reported that the DRPA is working with Pennoni Associates on Phase 2 of the SAP Program, the GIS integration.

New Business

Chairman Boyer noted that there were two items of New Business for consideration. They were as follows:

DRPA-17-024

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

Commissioner Fentress moved to adopt the Resolution DRPA-17-024 and Commissioner Frattali seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to adopt the Resolution.

DRPA-17-025

**Amendment to License Agreement – Phillips
66 Company**

Chairman Boyer asked Mr. Santarelli to discuss DRPA-17-025. Mr. Santarelli stated that the Resolution was a request that the Board authorize a four (4) year extension of the current license agreement with Phillips 66 Company to conduct environmental remediation of property owned by DRPA. The property in question formerly contained a gas station with underground storage tanks and Phillips 66 was required to assess and/or remediate the soil and groundwater prior to DRPA transferring the property to the Camden County Municipal Utilities Authority. Commissioner Sweeney moved to approve Resolution DRPA-17-025 and Commissioner DiAntonio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to adopt the Resolution.

Public Comment

There was no public comment.

Meeting Held in Abeyance

At 9:59 a.m., Chairman Boyer stated that the DRPA Board meeting would be held in abeyance and the PATCO Board Meeting would convene.

Adjournment

With no further business, Commissioner Fentress moved to adjourn the meeting and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted to approve the motion and the meeting adjourned at 11:49 a.m.

Respectfully submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary