

PHILADELPHIA REGIONAL PORT AUTHORITY

**Minutes of the Philadelphia Regional Port Authority
Board of Directors Meeting
July 15, 2005**

Philadelphia Regional Port Authority Board Members Present:

John Cuff; Frank Gillen; Thomas Kelly; James McErlane (Chair for the Meeting); Michael Rashid; Chad Rubin; Herb Vederman

Philadelphia Regional Port Authority Board Member Absent:

Brian Preski; Charles Marshall; Jerry Volpe

Philadelphia Regional Port Authority Staff Present:

James T. McDermott, Jr.; Robert Blackburn; Jack Dempsey; Edward Henderson; Greg Iannarelli; Charles Lawrence; Sean Mahoney; Nicholas Mattiacci; William McLaughlin; Joseph Petruzzi; Marian Simpson; Nicholas Walsh

Commonwealth of Pennsylvania:

Herbert Packer; Joseph Lawruk

Others:

Michael Meehan; Chuck McDonald; Don Brennan

The July meeting of the Board of Directors of the Philadelphia Regional Port Authority was held on July 15, 2005 at 9:30 a.m. in the office of the Philadelphia Regional Port Authority, 3460 North Delaware Avenue, Philadelphia, PA.

Mr. McDermott noted that before the meeting he spoke by telephone to Chairman Preski who was on a trade mission in China and that he gave approval for all Resolutions on the Agenda. Mr. Preski asked that Mr. McErlane chair today's meeting.

James McErlane called the meeting to order and announced that, in the absence of Chairman Preski, he was chairing the meeting. Mr. McErlane immediately convened into an Executive Session.

The Public Session was reconvened and the first order of business was the approval of the meeting minutes of the March 18, 2005 PRPA Board Meeting. A motion was made, seconded and approved.

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RESOLUTIONS:

#2005-10 Renewal of Contract for Engineering Services with Urban Engineers, Inc.

Mr. McErlane asked for a motion to approve Resolution Numbers 2005-10 thru 2005-15, which were previously approved via fax vote.

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the “Authority”) has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to make and enter into contracts in furtherance of its purposes; and

WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority determined in Resolution No. 2002-15 to contract with Urban Engineers, Inc. to obtain the professional services to perform on-call engineering services at various PRPA facilities on a time and actual cost basis; and

WHEREAS, the Board of the Authority determined to renew the contract in Resolution 2004-15 and;

WHEREAS, staff proposes to renew the contract with Urban Engineers, Inc. (the “Contractor”) and said Contractor has the requisite expertise and capacity to provide the services herein described.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an agreement with the Contractor to perform the professional services described in Exhibit “A”. The agreement shall provide for total payments to the Contractor for on-call engineering services, inclusive of all expenses, for a maximum amount of \$100,000.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of

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the agreement, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded and approved. Resolution No. 2005-10 and Exhibit "A" on file with the Authority.

#2005-11 Contract with Gottlieb, Barnett & Bridges, LLC for Engineering Services to investigate Crane Rail Beam Capacity at PAMT

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the "Authority") has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S., Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the "PRPA Act") to make and enter into contracts with respect to port facilities, as such are defined in the PRPA Act, and generally in furtherance of purposes as stated in the PRPA Act; and

WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority has determined on the basis of information provided by its staff (which information is attached hereto as Exhibit "A" and incorporated by reference) to obtain the professional services of Gottlieb, Barnett & Bridges, LLC (the "Contractor") to investigate the crane rail beam capacity at the Packer Avenue Marine Terminal for an amount not to exceed \$12,500.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an agreement with the Contractor to perform the professional services as described in Exhibit "A" inclusive of all services, supplies, materials and expenses as may be necessary or desirable with respect thereto in an amount not to exceed \$12,500.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of any agreements necessary to implement this Resolution, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on

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behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

The motion was made, seconded and approved. Resolution No. 2005-11 and Exhibit "A" on file with the Authority.

#2005-12 Contract with Greenlee Partners, LLC

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the "Authority") has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the "PRPA Act") to make and enter into contracts in furtherance of its purposes; and

WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority has determined in Resolution No. 2001-03 to secure services of Greenlee Partners, LLC ("Greenlee") to assist the Authority in the establishment of a long range capital funding program to enhance and modernize its facilities; and

WHEREAS, the Authority and Greenlee desire to renew the terms of the Agreement described in Exhibit "A" attached hereto and incorporated herein by reference pursuant to the terms hereof.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an Agreement with Greenlee Partners, LLC (the "Contractor") to perform the services described in Exhibit "A", inclusive of all such services, supplies and materials as may be necessary or desirable with respect thereto, but in any event such agreements shall provide for total payments to the Contractor, inclusive of all expenses for which such Contractor is to be reimbursed by the Authority, to be not greater than the amounts described in Exhibit "A" on a one-year basis not to exceed \$4,800.00 per month from June 1, 2005 through May 31, 2006.

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2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreements by which the services shall be provided as noted above, and the Executive Director is hereby authorized and directed to negotiate the specific terms and conditions of the agreements by which the services shall be provided as noted above, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

The motion was made, seconded and approved. Resolution No. 2005-12 and Exhibit "A" on file with the Authority.

#2005-13 Authorization to Retain Malady & Wooten Public Affairs, LLP

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the "Authority") has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the "PRPA Act") to make and enter into contracts in furtherance of its purposes; and

WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority has determined to renew the services of Malady & Wooten Public Affairs, LLP ("M&W, LLP") to represent the Authority on matters relating to state appropriations in the areas of transportation, infrastructure and port security; and

WHEREAS, the staff of the Authority has determined that M&W, LLP has the requisite expertise and capacity to provide the services herein described.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an agreement with M&W, LLP to perform the services described in Exhibit "A", inclusive of all such services, supplies and materials as may be necessary or desirable with respect thereto; but in any event such agreement shall provide for total payments to M&W, LLP, inclusive of all expenses for which M&W, LLP is to be reimbursed by the Authority, to be

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not greater than the amounts described in Exhibit "A" on a one-year basis not to exceed Three Thousand Dollars (\$3,000.00) per month from July 1, 2005 through June 30, 2006.

2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreement by which the services shall be provided as noted above, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

The motion was made, seconded and approved. Resolution No. 2005-13 and Exhibit "A" on file with the Authority.

#2005-14 Establishment of an Intermodal Incentive Program

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the "Authority") was established under Section 6 of the Act of July 10, 1989, P.L. 55 P.S., Sections 697.1-697.24 of the General Assembly of the Commonwealth of Pennsylvania (the "PRPA Act") to promote the health, safety, employment, business opportunities and general welfare of the Commonwealth of Pennsylvania; and

WHEREAS, Section 2(a) sets forth long-term economic health of the Commonwealth, requires access to waterborne transportation on the Delaware River in conjunction with other forms of transportation; and

WHEREAS, the facilitation of an enhancement of trade through the facilities of the Authority is essential to continued development of business and commerce in the Commonwealth; and

WHEREAS, the establishment of an Intermodal Incentive Program to encourage waterborne transportation in conjunction with rail movement is designed to bring additional cargo volumes through the Commonwealth; and

WHEREAS, funding for this program will come from an appropriation to the Authority from the Department of Community and Economic Development; and

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WHEREAS, the Board of the Authority has determined on the basis of the information provided by its staff as set forth in Exhibit “A” attached hereto and incorporated by reference, to establish an Intermodal Incentive Program.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Executive Director has the discretion and is authorized to administer the Intermodal Incentive Program consistent with the Program as outlined in Exhibit “A”.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreements by which the services shall be provided as noted above, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

The motion was made, seconded and approved. Resolution No. 2005-14 and Exhibit “A” on file with the Authority.

#2005-15 Contract with Moffatt & Nichol Engineers for the Design of Gate Enhancement & Radiation Portal Monitors for the Packer Avenue Marine Terminal

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the “Authority”) has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to make and enter into contracts in furtherance of its purposes; and

WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority, has determined, on the basis of information provided to it (which information is attached hereto as Exhibit “A” and incorporated herein by reference), to obtain the professional services of Moffatt & Nichol Engineers to perform the design of the gate enhancement & radiation portal monitors at the Packer Avenue Marine Terminal; and

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WHEREAS, the staff of the Authority has determined that Moffatt & Nichol (the “Contractor”) has the requisite expertise and capacity to provide the services herein described.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an agreement with the Contractor to perform the professional services described in Exhibit “A”. The agreement shall provide for total payments to the Contractor for engineering design gate enhancements for a maximum amount of \$64,500.00.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreement, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate the purpose of this resolution.

The motion was made, seconded and approved. Resolution No. 2005-15 and Exhibit “A” on file with the Authority.

Mr. McDermott asked that the Board skip to Resolution #2005-17 and that Resolution #2005-16 be voted on after the budget presentation.

#2005-17 Contract with Orbital Engineering, Inc.

Mr. Lawrence said the Authority is undertaking the construction of a 200,000 s.f. warehouse for the continued growth of the forest product distribution center. Staff proposes to retain the firm of Orbital Engineering, Inc. to provide technical services during the design bid and construction phases of the project. Mr. McErlane asked if this is consistent with the long-term plan that PRPA has discussed for sometime and Mr. Lawrence replied that it is.

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the “Authority”) has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to make and enter into contracts in furtherance of its purposes; and

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WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority determined, on the basis of information provided to it (which information is attached hereto as Exhibit "A" and incorporated herein by reference), to obtain the professional services of Orbital Engineering, Inc. (the "Contractor") to provide technical engineering services during the design, bid and construction phases of the project; and

WHEREAS, the staff of the Authority has determined that the Contractor has the requisite expertise and capacity to provide the services herein described.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an agreement with the Contractor to perform the professional services described in Exhibit "A". The agreement shall provide for total payments to the Contractor for technical engineering services during the design, bid and construction phases of the project, inclusive of all expenses, for a maximum amount of \$303,000.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreement and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded and approved. Resolution No. 2005-17 and Exhibit "A" on file with the Authority.

#2005-18 Contract for Engineering Services with St. Onge, Ruff & Associates

Mr. Lawrence said staff is proposing to add heat and humidity to the first floor of Pier 40 South. Included in this renovation will be new boiler, heaters, insulated wall panels, insulated doors and a humidification system. This work will provide a much needed improvements in the terminal to handle rolled paper. St. Onge, Ruff & Associates will perform the project design and provide technical advice during the construction phase.

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WHEREAS, the Philadelphia Regional Port Authority (the “Authority”) has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to make and enter into contracts in furtherance of its purposes; and

WHEREAS, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the board of the Authority has determined, on the basis of information provided to it (which information is attached hereto as Exhibit “A” and incorporated herein by reference), to obtain the professional services of St. Onge, Ruff & Associates (“SORA”) to perform the project design and provide technical advice during the construction phase for improvements to the first floor of Pier 40 South; and

WHEREAS, the staff of the Authority has determined that SORA (the “Contractor”) has the requisite expertise and capacity to provide the services herein described.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an agreement with the Contractor to perform the professional services described in Exhibit “A”. The agreement shall provide for total payments to the Contractor for services, inclusive of all expenses for a maximum amount of \$106,700.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreement, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded and approved. Resolution No. 2005-18 and Exhibit “A” on file with the Authority.

#2005-19 Amendment to St. Onge, Ruff and Associates Contract for Design and Construction Management for Modifications to the Tioga 2 Building at the Tioga Marine Terminal

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Mr. Iannarelli said the Board previously approved the retention of St. Onge, Ruff & Associates to develop the plans and specifications for the modifications to Shed 2 at the Tioga Marine Terminal. Upon beginning the construction work, hidden conditions were encountered at the project site that added to the cost of the project. The price given by St. Onge, Ruff & Associates was reviewed by the Authority and determined to be fair and reasonable. Staff recommends approval of the resolution to increase the contract amount for St. Onge, Ruff & Associates.

The motion was made, seconded as follows:

WHEREAS, the Philadelphia Regional Port Authority (the "Authority") has been authorized under Section 6 of the Act of July 10, 1989, P.L. 55 P.S. Sections 697.1-697.24 of the General Assembly of the Commonwealth of Pennsylvania (the "PRPA Act") to make and enter into contracts in furtherance of its purposes; and

WHEREAS, Section 11 (d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, by way of Resolution 2004-17, the Board authorized retention of St. Onge Ruff and Associates (the "Contractor") to perform design and construction management services in connection with modifications to the Tioga 2 Building at the Tioga Marine Terminal; and

WHEREAS, additional construction work was encountered requiring supplemental design and oversight from the Contractor; and

WHEREAS, the staff of the Authority has determined the additional work as reasonable and consistent with rates charged; and

WHEREAS, the Board of the Authority has determined, on the basis of information provided to it (which information is attached hereto as Exhibit "A" and incorporated herein by reference), to amend the professional services contract with the Contractor for the additional work in the amount of \$24,300.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority amend the agreement with the Contractor to perform the professional services described in Exhibit "A" for the additional amount not to exceed \$24,300.

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2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreement, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents of other instruments as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded and approved. Resolution No. 2005-19 and Exhibit "A" on file with the Authority.

#2005-16 Philadelphia Regional Port Authority Operating Budget for Fiscal Year 2005-2006

Mr. McDermott said thanks to many people in the room this year's budget contained an increase in the Authority's operating grant as well other provisions that will enhance the port's infrastructure and leadership role on the Delaware River.

Mr. Henderson distributed copies of this year's budget and stated that it was approved by the Finance Committee. He highlighted areas of the budget and said the Authority would end the year with a cash surplus and added that it is a good budget for the Authority.

Mr. McDermott said Jerry Volpe has resigned from the PRPA board and that he would like to acknowledge and thank Chad Rubin who agreed to step in for Jerry Volpe on the finance committee. Mr. Rubin did a great job. He also welcomed Joe Lawruk the new comptroller for the Authority.

The motion was made, seconded as follows:

A motion for the recommendation of the Board for the submission of the Philadelphia Regional Port Authority's Operating Budget for Fiscal Year 2005-2006 to the Governor's Office for approval. See attached budget document.

The motion was made, seconded and approved. Resolution No. 2005-16 on file with the Authority.

There being no further business to come before the board the meeting was adjourned.

Respectfully submitted,

Marian Simpson

