

PHILADELPHIA REGIONAL PORT AUTHORITY

**Minutes of the Philadelphia Regional Port Authority
Board of Directors Meeting**

December 16, 2005

Philadelphia Regional Port Authority Board Members Present:

Chairman Brian Preski, Boise Butler, John Cuff, Frank Gillen, Thomas Kelly, Charles Marshall, James McErlane, Chad Rubin, Herb Vederman

Philadelphia Regional Port Authority Members Absent:

Michael Rashid, Harry Williams

Philadelphia Regional Port Authority Staff Present:

James T. McDermott, Jr., Robert Blackburn, Robert Cummings, Jack Dempsey, Edward Henderson, Greg Iannarelli, Charles Lawrence, William McLaughlin, Marian Simpson

Others:

Rep. Bill Keller, Robert Borski, Michael Meehan, Don Brennan, Chuck McDonald

The December meeting of the Board of Directors of the Philadelphia Regional Port Authority was held on December 16, 2005 at 4:00 p.m. in the office of the Philadelphia Regional Port Authority, 3460 North Delaware Avenue, Philadelphia, PA.

Chairman Brian Preski called the meeting to order and immediately adjourned to an Executive Session.

The Public Session was reconvened and the first order of business was the approval of the minutes for the November 18, 2005 meeting. A motion was made, seconded and approved.

RESOLUTIONS:

#40 ADOPTION OF ETHICS, RECORDS RETENTION AND COMPUTER POLICIES

Mr. Marshall said the Audit Committee checked with other organizations and concluded that the PRPA should have these policies in place in light of current and pending government regulations. He stated that the policies are workable and not burdensome to the Authority. The Audit Committee recommends adoption of these policies.

**Philadelphia Regional Port Authority
Minutes of the Board Meeting
December 16, 2005
Page 2**

Chairman Preski asked if the policies will be distributed to the staff for signature and then placed in each employee's file. Mr. McDermott said they would be.

The motion was made, seconded as follows:

WHEREAS, the Board of the Philadelphia Regional Port Authority (the "Authority") has been authorized under Section 5 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 prescribe rules and regulations governing the manner in which the business of the Authority may be conducted; and

WHEREAS, at the direction of the Audit Committee of the Board, an ethics policy; a records retention policy and a computer policy were developed (the "Policies"); and

WHEREAS, the Policies have been reviewed and are satisfactory to the Audit Committee; and

WHEREAS, the Board of the Authority has determined to adopt the Policies (which are attached hereto as Exhibit "A", "B" & "C" and incorporated herein by reference).

NOW, THEREFORE, BE IT RESOLVED:

1. That the Policies set forth in Exhibits "A", "B" and "C" are adopted.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to implement and enforce the specific terms and conditions of the Policies.

The motion was made, seconded and approved. Resolution No. 2005-40 and Exhibit "A", "B" & "C" on file with the Authority

#41 Contract for Engineering Services with Weston Solutions, Inc.

Mr. Lawrence said staff desires to supplement its in-house engineering capability with professional and technical engineering services in various areas, such as structural, mechanical, electrical and environmental engineering. Staff proposes to contract with Weston Solutions, Inc. to provide an on-call arrangement on a time and actual cost basis.

The motion was made, seconded as follows:

**Philadelphia Regional Port Authority
Minutes of the Board Meeting
December 16, 2005
Page 3**

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, staff proposes to contract with Weston Solution, Inc. (the “Contractor”) to provide the professional services described in Exhibit “A” (which information is attached and incorporated herein by reference); and

WHEREAS, the staff of the Authority has determined that Weston Solution, Inc. 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 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 as approved. Resolution No. 2005-41 and Exhibit “A” on file with the Authority.

#42 Authorization to Retain Borski Associates, LLC

Mr. McLaughlin said the firm of Borski Associates represents the Authority in Washington, DC and elsewhere as well. The firm does an outstanding job. Staff recommends renewing the contract effective January 18, 2006 through December 31, 2006.

**Philadelphia Regional Port Authority
Minutes of the Board Meeting
December 16, 2005
Page 4**

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 secure the services of Borski Associates to represent the Authority on matters relating to federal appropriations in the areas of transportation, infrastructure and homeland security; and

WHEREAS, the staff of the Authority has determined that Borski Associates 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 Borski Associates 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 Borski Associates, inclusive of all expenses for which Borski Associates 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 \$5,000.00 per month from January 18, 2006 through December 31, 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. 2005-42 and Exhibit "A" on file with the Authority.

Philadelphia Regional Port Authority
Minutes of the Board Meeting
December 16, 2005
Page 5

Chairman Preski said at the last meeting staff noted a 16.8% gain in the amount of cargo that moves through our port. The numbers were valid through September. In discussions with the Executive Director it was noted that the outlook for the remainder of the year looked positive through the final months of this year. Mr. Preski thanked the Board of Directors for all their fine contributions to the port and stated that they should be very proud of their work.

With no further business to come before the Board the meeting was adjourned.

Respectfully Submitted

Marian Simpson
Secretary to the Board

