

**PHILADELPHIA REGIONAL PORT AUTHORITY**

**MINUTES OF THE PHILADELPHIA REGIONAL PORT AUTHORITY  
BOARD OF DIRECTORS MEETING**

**JUNE 17, 2009**

**Philadelphia Regional Port Authority Board Members Present:**

Chairman John Estey, (via the telephone), Boise Butler, Shawn Dougherty, Vahan Gureghian, Clifford Haines, Michael Rashid, Chad Rubin, Herb Vederman, Harry Williams

**Philadelphia Regional Port Authority Board Members Absent:**

Rina Cutler, John Cuff

**Philadelphia Regional Port Authority Staff Present:**

James T. McDermott, Jr., Robert Blackburn, Jack Dempsey, Gregory Iannarelli, William McLaughlin, Don Brennan, Charles Lawrence, Francis Kelly, Edward Henderson, George Fedorijczuk, Sean Mahoney, Lisa Magee, Joseph Menta, Joseph Petruzzi, Donna Powell, Marian Simpson, James Walsh, Nicholas Walsh, John Gazzola

**Commonwealth of Pennsylvania:**

Brian Preski, Esq., Kate McNamara, Herb Packer

**Others:**

Tim O'Neill, Kurt Godfrey, Chuck McDonald, Bob Callegari, Michael Meehan, Kate Zaidan

Chairman Estey called the meeting to order and convened an Executive Session.

The Public Session was reconvened and the first order of business was the approval of the May 20, 2009 meeting minutes. The minutes were moved, seconded and approved.

**Resolutions:**

**#2009-21      Renewal of Contract with Malady & Wooten, LLP**

The motion was made and 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 has determined to renew the services of Malady & Wooten, LLP (“M&W”) 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 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 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, inclusive of all expenses for which M&W 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 Four Thousand Five Hundred Dollars (\$4,500.00) per month from July 1, 2009 through June 30, 2010.
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. 2009-21 and Exhibit “A” on file with the Authority.

**#2009-22      Renewal of Contract with Impel Strategies, LLC**

The motion was made and 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 has determined, on the basis of information provided by its staff, to renew the services of Impel Strategies, LLC (“Impel”) to assist the Authority in the establishment of a long range capital funding program to enhance and modernize its facilities; and

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

**NOW, THEREFORE, BE IT RESOLVED:**

3. That the Authority enter into an Agreement with Impel Strategies, 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 Three Thousand Dollars (\$3,000.00) per month from July 1, 2009 through July 31, 2010.
4. 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. 2009-22 and Exhibit “A” on file with the Authority.

**#2009-23      Renewal of Contract with Davis Advertising, Inc.**

The motion was made and 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. 291, 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 staff of the Authority desires to continue producing the PRPA Port Newsletter, (“Port Watch”); and

**WHEREAS**, Davis Advertising, Inc. (the “Contractor”) will continue to assist with other public relations initiatives to promote PRPA and its mission (which information is attached hereto as Exhibit “A” and which Exhibit is made a part hereof by reference; and

**WHEREAS**, the Board of the Authority on January 12, 2001 based on information provided by its staff, authorized the retention of Davis Advertising, Inc. to enhance the Authority’s public relations and communications efforts; and

**WHEREAS**, the staff of the Authority wishes to renew the contract with Davis Advertising, Inc. from August 1, 2009 through July 31, 2010.

**NOW, THEREFORE, BE IT RESOLVED:**

1. That the Authority enter into an agreement with the Contractor to perform the services described in Exhibit “A”, inclusive of all services, supplies and materials as may be necessary or described with respect thereto, but in any event such agreement 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 Fifty Thousand Dollars (\$50,000.00).
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 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 instrument as may be necessary to effectuate such arrangements.

The motion was made, seconded and approved. Resolution No. 2009-23 and Exhibit “A” on file with the Authority. Mr. Chad Rubin abstained on this Resolution.

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

Respectfully Submitted,

Marian F. Simpson  
Secretary to the Board of Directors



