

**PHILADELPHIA REGIONAL PORT AUTHORITY**

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

**NOVEMBER 18, 2009**

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

Chairman John Estey, Boise Butler, Shawn Dougherty, Vahan Gureghian, Clifford Haines, Harry Williams, Rhonda Hill-Wilson

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

John Cuff, Rina Cutler, Michael Rashid, Herb Vederman

**Philadelphia Regional Port Authority Staff Present:**

James T. McDermott, Jr., Robert Blackburn, Jack Dempsey, Gregory Iannarelli, Kate Bailey, Donald Brennan, Edward Henderson, Lisa Magee, Sean Mahoney, William McLaughlin, Joseph Petruzzi, Donna Powell, Michael Scott, Marian Simpson, James Walsh, Nicholas Walsh

**Commonwealth of Pennsylvania:**

Alex Ficken, Kate McNamara

**Others:**

Kurt Godfrey, Timothy O'Neill

Chairman Estey called the public session to order and adjourned to an Executive Session. The public session was reconvened and the first order was the approval of the meeting minutes of October 21, 2009. A motion was made, seconded and approved.

Chairman Estey introduced and welcomed PRPA's newest Board Member Rhonda Hill Wilson. Ms. Hill Wilson said she was delighted to be on the Board of Directors.

Mr. McDermott said for the record Rina Cutler and Michael Rashid voted in the affirmative via the fax. Mr. Cuff and Mr. Vederman gave their proxy vote to Chairman Estey.

**RESOLUTIONS:**

**#2009-41 Authorization to Renew the Contract with Hatch Mott MacDonald**

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 determined in Resolution No. 2008-59 to contract with Hatch Mott MacDonald to provide on-call engineering services; and

**WHEREAS**, the Board of the Authority has determined to renew the contract with Hatch Mott MacDonald (the “Contractor”) to provide engineering services described in Exhibit “A” attached and incorporated herein by reference; 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 on-call engineering services, for a term of two (2) years.
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. 2009-41 and Exhibit “A” on file with the Authority.

**#2009-42 Authorization to Renew the Contract with W. D. Brown, P.E., 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. 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

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**WHEREAS**, the Board of the Authority determined in Resolution No. 2006-10 to contract with W. D. Brown, P.E., Inc. to provide on-call engineering services; and

**WHEREAS**, the Board of the Authority has determined to renew the contract with W. D. Brown, P.E., Inc. (the “Contractor”) to provide engineering services described in Exhibit “A” attached and incorporated herein by reference; 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 on-call engineering services, for a term of two (2) years.
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. 2009-42 and Exhibit “A” on file with the Authority.

**#2009-43 Authorization to Retain Borski Associates, 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

**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, LLC (the “Contractor”) 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 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 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 the Contractor, 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 (1) year basis not to exceed \$6,250.00 per month from January 1, 2010 through December 31, 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. 2009-43 and Exhibit "A" on file with the Authority.

**#2009-44 Authorization to Contract with Moffatt & Nichol**

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 the 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 enter into a contract with Moffatt & Nichol (the "Contractor") to provide engineering services described in Exhibit "A" attached and incorporated herein by reference; 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 on-call engineering services, for a term of six (6) months to be earned on an agreed-upon rate schedule for all classifications.
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. 2009-44 and Exhibit "A" on file with the Authority.

**#2009-45 Authorization to Execute Solar Power Initiatives**

**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 (c) of the PRPA Act provides that the Authority may negotiate and execute contracts for management, operation, licensing or leasing of its port facilities, port-related projects, or any part thereof by approval of the majority of its Board and permits the Authority to execute contracts in furtherance of its powers and duties with respect to port facilities; and

**WHEREAS**, environmental sustainability is an important component to the long-term economic health of this Commonwealth; and

**WHEREAS**, integration of environmentally sustainable components to the operation of port facilities is in furtherance of enhancing the long-term economic health of this Commonwealth; and

**WHEREAS**, current solar power initiatives require tax credits and purchase power agreements to be fiscally viable projects; and

**WHEREAS**, the Authority is the owner of the Tioga Marine Terminal (the "Terminal") and leases a majority of the Terminal to Delaware River Stevedores, Inc. ("DRS"); and

**WHEREAS**, DRS desires to have solar panels installed on certain portions of the Terminal and enter into a sublease and power purchase agreement with a solar power provider to help offset the cost of energy that DRS incurs from operating the Terminal; and

**WHEREAS**, the Board of the Authority has determined, on the basis of information provided to it, to approve entering into a lease amendment with DRS to authorize the installation of solar panels.

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

1. That the Authority enter into a lease amendment with DRS consistent with this resolution.
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 amendment, 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. 2009-45 on file with the Authority.

**#2009-46 Authorization for the Development of 3200 E. Tioga Street**

**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 (c) of the PRPA Act provides that the Authority may negotiate and execute contracts for management, operation, licensing or leasing of its port facilities, port-related projects, or any part thereof by approval of the majority of its Board and permits the Authority to execute contracts in furtherance of its powers and duties with respect to port facilities; and

**WHEREAS**, the Authority is the owner of 3200 E. Tioga Street and 3020 E. Tioga Street together commonly referred to as 3200 E. Tioga Street ("3200 E. Tioga Street"); and

**WHEREAS**, Seaview Refining, LLC ("Seaview") is in the business of re-refining used motor oil; and

**WHEREAS**, Seaview desires to lease 3200 E. Tioga Street from the Authority to load and offload used motor oil and re-refine the motor oil into a usable state; 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 approve entering into a lease with Seaview consistent with the terms set forth in Exhibit "A".

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

1. That the Authority enter into a lease with Seaview for 3200 E. Tioga Street incorporating the terms 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 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. 2009-46 on file with the Authority. Chairman John Estey abstained from voting on this Resolution.

**#2009-47 Authorization to Retain PRPA Foreign Marketing Representatives**

The motion was made and seconded as follows:

**WHEREAS**, the Philadelphia Regional Port Authority has been authorized, under Section 6 of the Act of July 10, 1989, P.L. 291, 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 its 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**, 2(a) (8) of the Act sets forth PRPA's mission to provide effective marketing to maintain and attract new business for regional port activities and to stimulate international trade; and

**WHEREAS**, the Board of the Authority has determined on the basis of information provided by its staff that there exists a need for international and domestic marketing

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representatives to provide effective marketing of PRPA's facilities in said international markets;  
and

**WHEREAS**, the Board of the Authority has determined on the basis of information provided by its staff, to secure international marketing representatives to promote PRPA's facilities and services; and

**WHEREAS**, the Board of the Authority has determined that a budget to retain international marketing representatives in said regions is not to exceed \$244,600.00 (being the total amount of all the contracts with projected services added therein) as shown in Exhibit "A".

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

1. That 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 agreements.

The motion was made, seconded and approved. Resolution No. 2009-47 and Exhibit "A" on file with the Authority.

Chairman Estey announced a Channel Deepening Rally at Delaware and Oregon Avenues. Everyone is invited to attend.

Mr. McLaughlin announced that the next board meeting will be on December 18, 2009 at 4:30 p.m. followed PRPA's Holiday Open House.

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

Respectfully Submitted,

Marian Simpson  
Secretary to the Board