



MINUTES OF THE BOARD OF DIRECTORS MEETING

APRIL 17, 2018

PhilaPort Board Members Present:

Chairman Gerard Sweeney, Rocky Bryan, Robert Clark, Yassmin Gramian (via telephone), Ward Guilday (via telephone), Anthony Mannino, Paul McNichol, Michael Pearson, John Skoutelas

PhilaPort Board Members Absent:

John Dougherty, James Shacklett

PhilaPort Staff Present:

Jeffrey Theobald, Edward Henderson, Gregory Iannarelli, James Walsh, Denise Brumbaugh

Commonwealth of Pennsylvania:

Chelsea Guzowski, Nedia Ralston (via telephone)

Others:

Paul Breeman, Manny Citron, John Contrevo, Harry Enggasser, Sam Franklin, Raymond Heinzelmann, Lisa Kline, Ira Lefton, Michael Meehan, Brian Witiw

Chairman Sweeney convened an Executive Session.

Chairman Sweeney convened a Public Session.

The next order of business was the approval of the Board Meeting minutes of January 16, 2018 and February 20, 2018. The minutes were moved, seconded and approved.

RESOLUTIONS:

2018-02 REAFFIRMATION OF AUTHORIZATION TO SUBMIT MULTI-MODAL GRANT

WHEREAS, the Philadelphia Regional Port Authority ("PhilaPort") has been authorized under Section 6 of the Act of July 10, 1989, P.L. 291, 55 P.S. Section 697 et seq. of the General Assembly of the Commonwealth of Pennsylvania (the "PRPA Act") to promote, apply for and accept grants for the purposes of advancing regional port facilities and port-related projects to include furtherance of cooperative state efforts; and

WHEREAS, the Pennsylvania Department of Transportation ("PennDOT") is accepting Grant submissions to assist designated Multi-Modal Projects; and

WHEREAS, staff at PhilaPort identified the projects identified in Exhibit "A" to submit grant applications under this program; and

WHEREAS, the Board of PhilaPort determined, based on information provided to it (which information is attached hereto as Exhibit "A" and incorporated herein by references) to approve submission to PennDOT for the projects identified in Exhibit "A".

NOW, THEREFORE, BE IT RESOLVED:

1. That the Board authorizes its staff to submit to the Pennsylvania Department of Transportation a multi-modal grant for the aforementioned projects.
2. Be it Resolved that the Philadelphia Regional Port Authority of Philadelphia County hereby requests a multi-modal transportation fund grant of \$4.7 million from the Pennsylvania Department of Transportation to be used for Tioga Gantry Crane Enhancements and a grant for \$200,000 to be used for an Intermodal Rail Feasibility Study.
3. Be it Further Resolved that the Applicant does hereby designate Jeff Theobald, Executive Director & CEO, to execute all documents and agreements between the Philadelphia Regional Port Authority and the Pennsylvania Department of Transportation to facilitate and assist in obtaining the requested grant.
4. The Executive Director & CEO, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreements and the Executive Director & CEO is hereby authorized and directed to execute, acknowledge and deliver on behalf of PhilaPort any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

The motion was made, seconded and approved. Resolution No. 2018-02 on file with the Authority.

**2018-03 AUTHORIZATION TO CONSENT TO IMPROVEMENTS AT
PACKER AVENUE MARINE TERMINAL**

WHEREAS, the Philadelphia Regional Port Authority ("PhilaPort") 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;

WHEREAS, Section 11(c) of the PRPA Act provides that PhilaPort 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 PhilaPort to execute contracts in furtherance of its powers and duties with respect to port facilities; and

WHEREAS, PhilaPort leases the Packer Avenue Marine Terminal to Astro Holdings, Inc.; and

WHEREAS, pursuant to the lease, Astro can request to make improvements to the Packer Avenue Marine Terminal; and

WHEREAS, Astro has made requests to make improvements to the terminal as set forth in Exhibit "A", which is attached hereto and incorporated by reference; and

WHEREAS, the Board of PhilaPort has determined, on the basis of information provided to it, to authorize PhilaPort to consent to the improvements subject to the terms of the lease and operating agreement.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort is authorized to consent to the improvements subject to the terms of the lease and operating agreement.
2. The Executive Director and CEO of PhilaPort, with the advice of its Chief Counsel, is hereby authorized and directed to execute, acknowledge and deliver on behalf of PhilaPort any documents or other instruments as may be necessary to effectuate the purposes of this resolution.

The motion was made, seconded and approved. Resolution No. 2018-03 on file with the Authority.

2018-04 AUTHORIZATION TO ENTER INTO A LEASE FOR PIER 84

WHEREAS, the Philadelphia Regional Port Authority ("PhilaPort") 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 PhilaPort 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 PhilaPort to execute contracts in furtherance of its purposes; and

WHEREAS, the board of PhilaPort has determined, on the basis of information provided to it, and the information attached as Exhibit "A" to approve the Lease consistent with the terms set forth in Exhibit "A".

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort amend the Lease consistent with the terms as outlined in Exhibit "A".
2. The Executive Director & CEO of PhilaPort, 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 & CEO is hereby authorized and directed to execute, acknowledge and deliver on behalf of PhilaPort 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. 2018-04 on file with the Authority. Mr. Clark abstained from voting on the Resolution.

**2018-05 AMENDMENT TO THE PHILADELPHIA REGIONAL PORT
AUTHORITY CONTRACTING, PROCUREMENT, AND LEASING
POLICIES AND PROCEDURES**

**THIS BOARD OF THE PHILADELPHIA REGIONAL PORT AUTHORITY
HEREBY RESOLVES:**

To approve an Amendment to the Philadelphia Regional Port Authority's Contracting, Procurement, and Leasing Policies and Procedures as described in Exhibit "A" (which Exhibit is attached hereto and made a part thereof by reference).

The motion was made, seconded and approved. Resolution No. 2018-05 on file with the Authority.

There being no further public business to come before the board, the Public Session was adjourned.

Respectfully Submitted,



Denise M. Brumbaugh