



MINUTES OF THE BOARD OF DIRECTORS MEETING

JULY 10, 2018

PhilaPort Board Members Present:

Chairman Gerard Sweeney, Rocky Bryan, Robert Clark, Yassmin Gramian, Ward Guilday, Anthony Mannino, Michael Pearson, James Shacklett, John Skoutelas

PhilaPort Board Members Absent:

John Dougherty, Paul McNichol

PhilaPort Staff Present:

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

Commonwealth of Pennsylvania:

Chelsea Guzowski, Nedra Ralston, Denise Soisson

Others:

Manny Citron, Marissa Moylan

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 May 15, 2018. The minutes were moved, seconded and approved.

RESOLUTIONS:

2018-09 REAFFIRMATION OF AUTHORIZATION TO SUBMIT PORT SECURITY GRANT APPLICATION

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 Department of Homeland Security announced federal funding for a grant program; and

WHEREAS, eligible projects include port infrastructure projects; and

WHEREAS, the staff of PhilaPort identified *several* port infrastructure projects that would benefit the region if grant funding is received; and

WHEREAS, the Board of PhilaPort 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 submission of a grant application.

NOW, THEREFORE BE IT RESOLVED:

1. That the Board authorizes its staff to submit the pre-application for the projects listed in Exhibit "A", and submission of the formal grant application.
2. The Executive Director and CEO of PhilaPort, 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 and 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. 2018-09 on file with the Authority.

**2018-10 REAFFIRMATION OF AUTHORIZATION TO SUBMIT
CLEAN DIESEL FUNDING ASSISTANCE 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 U.S. Environmental Protection Agency ("EPA") is accepting Grant submissions to assist in Clean Diesel Funding Assistance Program Grants; 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 U.S. Environmental Protection Agency a Clean Diesel Funding Assistance Grant for the aforementioned projects.

2. Be it Resolved that the Philadelphia Regional Port Authority of Philadelphia County hereby requests a Clean Diesel Funding Assistant Grant in the amount of \$855,000 from the U.S. Environmental Protection Agency to be used for four (4) terminal tractors and related infrastructure.

The motion was made, seconded and approved. Resolution No. 2018-10 on file with the Authority.

2018-11 AUTHORIZATION TO SUBMIT BUILD GRANT APPLICATION

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 697.1, et seq. of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to promote apply for and accept grants for the purpose of advancing regional port facilities and port related projects to include furtherance of cooperative state efforts; and

WHEREAS, the United States Department of Transportation administers a BUILD Grant Program (“Program”); and

WHEREAS, the staff of PhilaPort identified a port infrastructure project that would be eligible for grant funding under the Program as set forth in Exhibit “A” attached hereto and incorporated herein by reference; and

WHEREAS, the Board of PhilaPort based upon the information provided by staff authorizes the submission of a rail freight grant for the port infrastructure set forth in Exhibit “A”.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort hereby authorizes its staff to apply for grant funding through the United States Department of Transportation BUILD Grant Program as set forth in Exhibit “A” in an amount not to exceed \$25 Million.
2. The Executive Director and CEO of PhilaPort, 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 and 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. 2018-11 on file with the Authority.

2018-12 ADOPTION OF FY 2019 OPERATING BUDGET

WHEREAS, staff has presented the proposed FY 2019 Operating Budget (which information is attached hereto as Exhibit "A" and incorporated herein by reference); and

WHEREAS, the Board of PhilaPort adopts the proposed FY 2019 Operating Budget.

NOW, THEREFORE, BE IT RESOLVED:

1. The FY 2019 Operating Budget is adopted and PhilaPort may seek and expend funds consistent with the approved Operating Budget for Fiscal Year 2019.
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, including, but not limited to, execution of interagency agreements, to effectuate the purposes of this Resolution.

The motion was made, seconded and approved. Resolution No. 2018-12 on file with the Authority.

2018-13 AUTHORIZATION TO ENTER INTO SETTLEMENT AGREEMENTS

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, the Contracting Policies and Leasing Policy of PhilaPort authorizes staff with certain settlement authority; and

WHEREAS, staff identified four matters described in Exhibit "A" attached hereto and incorporated by reference that require Board authorization to settle; and

WHEREAS, the Board of PhilaPort, based upon the information presented to it has determined to authorize execution of settlement agreements for the matters set forth in Exhibit "A" with the entities and the amounts as stated.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into settlement agreements for the services and goods provided by vendors identified in Exhibit "A" at the amounts set forth therein.
2. The Executive Director and CEO of PhilaPort, 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 and 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. 2018-13 on file with the Authority. Mr. Pearson abstained from voting on the Resolution.

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

Respectfully Submitted,



Denise M. Brumbaugh