



MINUTES OF THE BOARD OF DIRECTORS MEETING

DECEMBER 18, 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, James Walsh, Lisa Magee, Sean Mahoney, Denise Brumbaugh

Commonwealth of Pennsylvania:

Chelsea Guzowski, Nedra Ralston, Denise Soisson

Others:

John Contrevo, Manny Citron, Michael Mullen, Shavun Archie

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 November 20, 2018. The minutes were moved, seconded and approved.

RESOLUTIONS:

2018-18 AUTHORIZATION TO ENTER INTO SERVICES CONTRACT WITH BORSKI ASSOCIATES, LLC

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(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 PhilaPort without competitive bidding; and

WHEREAS, the Board of PhilaPort has elected to secure the services of Borski Associates, LLC (“Borski”) to represent PhilaPort on matters relating to federal appropriations in the areas of

transportation, infrastructure and homeland security on a month-to-month basis during the period of January 1, 2019 through December 31, 2019; and

WHEREAS, the staff of PhilaPort has determined that Borski has the requisite expertise and capacity to provide the services herein described.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into an agreement with Borski 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. Such agreement shall provide for total payments to Borski, inclusive of all expenses for which Borski is to be reimbursed by PhilaPort, not to exceed \$10,000.00 per month from January 1, 2019 through December 31, 2019.
2. That the Executive Director and CEO of PhilaPort, with the advice of Acting Chief General 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 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 agreement.

The motion was made, seconded and approved. Resolution No. 2018-18 on file with the Authority.

**2018-19 AUTHORIZATION TO ENTER INTO SETTLEMENT AGREEMENT WITH
CH2M HILL ENGINEERS**

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 a matter with CH2M Hill Engineers ("CH2M") described in Exhibit "A" attached hereto and incorporated by reference that requires authorization to settle from the Board of PhilaPort (the "Board"); and

WHEREAS, the Board, based upon the information presented to it, has elected to authorize execution of settlement agreement in the amount of \$411,800.74 for the matters outlined in Exhibit "A".

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into a settlement agreement in the amount of \$411,800.74 with CH2M for the services provided in Exhibit "A".
2. The Executive Director and CEO of PhilaPort, with the advice of its Acting Chief General Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the settlement agreement 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 agreement.

The motion was made, seconded and approved. Resolution No. 2018-16 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