



MINUTES OF THE BOARD OF DIRECTORS MEETING

APRIL 19, 2022

PhilaPort Board Members Present:

Chairman Gerard Sweeney, Yesenia Bane, Rocky Bryan, Boise Butler, Robert Clark, David Cuff, Richard Lazer, Warren Santone, James Shacklett, John Skoutelas, Leigh Whitaker

PhilaPort Staff Present:

Jeffrey Theobald, Edward Henderson, Colette Pete, James Walsh, Kate Bailey, Denise Brumbaugh, Joseph Fox, George Hutchinson, Lisa Magee, Ryan Mulvey

Commonwealth of Pennsylvania:

Brenda Rios, Denise Soisson

Others:

Robert Callegari, Manny Citron, John Cook, Ray Heinzelmann, William Keller, Marty Mascuilli, Peter Winslow

Chairman Sweeney convened a Public Session.

The next order of business was the approval of the Board Meeting Minutes of March 15, 2022. The minutes were moved, seconded and approved.

Chairman Sweeney convened an Executive Session.

RESOLUTIONS:

2022-05 AUTHORIZATION TO SUBMIT 2022 REBUILDING AMERICAN INFRASTRUCTURE WITH SUSTAINABILITY AND EQUITY (RAISE) 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 United States Department of Transportation announced federal funding for the 2021 Rebuilding American Infrastructure with Sustainability and Equity (RAISE) Grant program; and

WHEREAS, eligible projects include port infrastructure projects; and

WHEREAS, the staff of PhilaPort has 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 approved submission of a grant application

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort hereby authorizes its staff to apply for grant funding through the United States Department of Transportation’s 2022 RAISE Grant Program 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 General 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. 2022-05 on file with the Authority.

**2022-06 AUTHORIZATION TO SUBMIT 2022 PORT INFRASTRUCTURE
DEVELOPMENT PROGRAM (PIDP) 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 United States Department of Transportation announced federal funding for the 2022 Port Infrastructure Development Program (PIDP); and

WHEREAS, eligible projects include port infrastructure projects; and

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

WHEREAS, PhilaPort and Astro have developed an MOU to outline roles and responsibilities related to the Packer Avenue Marine Terminal and Publicker connector bridge (attached as Exhibit “A”); 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 approved submission of a grant application.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort hereby authorizes its staff to apply for grant funding through the United States Department of Transportation’s 2022 Port Infrastructure Development Program (PIDP); 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 General 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. 2022-06 on file with the Authority.

2022-07 AUTHORIZATION TO AMEND THE CONTRACT WITH GAHAGAN & BRYANT ASSOCIATES, INC.

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, PhilaPort and Gahagan & Bryant Associates are parties to a Contract; and

WHEREAS, staff recommends amending the Contract with Gahagan & Bryant Associates; 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 amending the Contract consistent with the terms set forth in Exhibit "A".

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort Amend the Contract consistent with the terms as outlined in Exhibit "A".
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 amendment, 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 the purposes of this resolution.

The motion was made, seconded and approved. Resolution No. 2022-07 on file with the Authority.

2022-08 AUTHORIZATION TO TRANSFER INSURANCE COVERAGE

WHEREAS, the Philadelphia Regional Port Authority (“PhilaPort”), an independent agency of the Commonwealth of Pennsylvania, 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 and operation of 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, following a competitively bid process, PhilaPort engaged USI Insurance Services, LLC as the successful offeror to provide insurance and brokerage services in connection with PhilaPort’s property and certain other assets; and

WHEREAS, PhilaPort’s coverage for certain other lines of insurance resides with a separate broker whose contract expires May 31, 2022; and

WHEREAS, certain insurance policies are scheduled to expire with policy renewal dates due July 1, 2022; and

WHEREAS, at the time proposals for brokerage services were initiated PhilaPort reserved its right and incorporated into such proposal requests that additional lines and types of coverages may be transferred to the successful offeror; and

WHEREAS, PhilaPort has reviewed and closely examined its insurance lines of coverage to determine the appropriate placement of its Marine General Liability, Directors and Officers Liability, Cyber and other related lines of coverage; and

WHEREAS, based upon such review and analysis PhilaPort staff recognizes the benefits of having all of its insurance coverages placed with one and the same broker, USI Insurance Services, LLC.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort is authorized to place and transfer its insurance coverages with USI Insurance Services, LLC.
2. The Executive Director and CEO of PhilaPort, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the terms and conditions of any agreement or transfer and is hereby authorized and directed to execute, acknowledge and deliver on behalf of PhilaPort any agreements, documents of other instruments as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded and approved. Resolution No. 2022-08 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

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