



MINUTES OF THE BOARD OF DIRECTORS MEETING

September 20, 2022

PhilaPort Board Members Present:

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

PhilaPort Board Members Absent:

Robert Bryan, John Skoutelas

PhilaPort Staff Present:

Jeffrey Theobald, Edward Henderson, Colette Pete, Kate Bailey, Denise Brumbaugh, George Hutchinson, Ryan Mulvey

Commonwealth of Pennsylvania:

Brenda Rios

Others:

Karl Baker, Manny Citron

Chairman Sweeney convened a Public Session.

The next order of business was the approval of the Board Meeting Minutes of August 16, 2022. The minutes were moved, seconded and approved.

Chairman Sweeney convened an Executive Session.

RESOLUTIONS:

2022-14 AUTHORIZATION TO ACCEPT THE FINANCIAL AUDIT FOR FY 2021-2022

WHEREAS, the Philadelphia Regional Port Authority (“PhilaPort”) is required under Section 6 of the Act of July 10, 1989, P.L. 291, 55 P.S. Sections 697.1 – 697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to conduct an annual audit in accordance with generally accepted auditing standards, and principles by an independent certified public accountant; and

WHEREAS, PhilaPort engaged Milligan and Company LLC to conduct financial audits for PhilaPort; and

WHEREAS, the Board of PhilaPort has determined, on the basis of information provided by its Audit Committee and staff, to approve the Audited Financial Statement and Management/Recommendation Letter prepared by Milligan and Company LLC for Fiscal Year 2021-2022.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort approve the Financial Audit Report and Management Letter prepared by Milligan and Company LLC for Fiscal Year 2021-2022.

The motion was made, seconded and approved. Resolution No. 2022-14 on file with the Authority.

2022-15 AUTHORIZATION TO SUBMIT ELECTRIC CARGO HANDLING 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 PA Department of Environmental Protection ("PADEP") is accepting Grant submissions to assist in Electric Cargo Handling Grant Program; and

WHEREAS, staff at PhilaPort identified the project 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 reference) to approve submission to PADEP for the project identified in Exhibit “A”.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Board authorizes its staff to submit to the PADEP an Electric Cargo Handling Grant submission for the aforementioned project.
2. Be it Resolved that the Philadelphia Regional Port Authority of Philadelphia County hereby requests an Electric Cargo Handling Grant in the amount of \$700,000 from the PA Department of Environmental Protection to be used for terminal tractors, forklifts and related infrastructure.

The motion was made, seconded and approved. Resolution No. 2022-15 on file with the Authority.

**2022-16 AUTHORIZATION TO EXPLORE AND APPROVE PIER 82
POTENTIAL LEASE ASSIGNMENT**

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 make and enter into contracts in furtherance of its purposes; and

WHEREAS, PhilaPort entered into an Amended and Restated Lease and Operating Agreement (“Lease”) with Penn Warehousing and Distribution, Inc. (“PWD”) effective April 5, 2001 for lease of Pier 82 South; and

WHEREAS, the lease requires that PWD seek written approval from PhilaPort for any transfer or lease assignment; and

WHEREAS, PWD has requested PhilaPort to approve an assignment of Pier 82 to Keystone State International Terminals Inc. (“KSIT”); and

WHEREAS, the Board of PhilaPort determined, based on information provided to it by PhilaPort staff (which information is attached hereto as Exhibit "A") that the assignment is consistent with PhilaPort’s mission to enhance port commerce and provide transportation facilities;

NOW, THEREFORE, BE IT RESOLVED:

1. That the Board authorizes its staff to commence negotiations with PWD to negotiate, resolve open issues, and, if appropriate and deemed to be in the best interest of PhilaPort and the Commonwealth, execute the assignment agreement.

The motion was made, seconded and approved. Resolution No. 2022-16 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

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