



**MINUTES OF THE BOARD OF DIRECTORS MEETING
December 19, 2023**

PhilaPort Board Members Present:

Chairman Michael Pearson, Rocky Bryan, Boise Butler, David Cuff, Richard Lazer, Robert Clark, John Skoutelas,

PhilaPort Staff Present:

Jeffrey Theobald, Edward Henderson, Colette Pete, James Walsh, Kate Bailey, Yordania Almonte, Sean Mahoney, George Hutchinson, Ryan Mulvey, Ralph Siliquini

Commonwealth of Pennsylvania:

Denise Soisson

Others:

John Henkel, Mike Hellem, Michael Hogan, John DiDomenicis, Andrew Seidman, Paul Breeman, Lisa Kline, Manny Citron

Chairman Pearson convened a Public Session.

The next order of business was the approval of the Board Meeting Minutes of November 21, 2023. The minutes were moved, seconded, and approved.

Chairman Pearson convened an Executive Session.

RESOLUTIONS:

2023-13 Tioga Marine Terminal Lease Extension Options

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 enter into lease agreements and related amendments for port facilities; and

WHEREAS, the Second and Amended Restated Lease (“Lease”) between PhilaPort and Delaware River Stevedores Inc.. (“DRS”) for the Tioga Marine Terminal (“TMT”) includes a termination date of October 31, 2037; and

WHEREAS, DRS is reviewing long term projects and initiatives to enhance their operations at TMT and has requested options to extend the term.

WHEREAS, PhilaPort agrees that additional lease options would benefit both parties;.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort draft and execute 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 lease 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 and finalize the lease consistent with this resolution.

The motion was made, seconded, and approved. Resolution No. 2023-13 on file with the Authority.

The Board clarified that the amendment needs to stipulate that prior to exercising a specific renewal option, agreement with PhilaPort needs to be reached covering financial lease terms, including capital contributions to the facility.

**2023-14 AUTHORIZATION TO ENTER INTO CONTRACT WITH
DISTRICT COUNCIL 33 – LOCAL 1510**

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 appoint officers, agents and employees and to prescribe their duties and fix their compensation as well as to make and enter into contracts in furtherance of its purposes; 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 entering into an agreement with Local 1510, District Council 33, AFSCME, AFL-CIO.

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into an agreement with Local 1510, District Council 33 AFSCME, AFL-CIO as described in Exhibit “A”.
2. That 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 agreement, and the Executive Director and CEO is hereby authorized and directed to execute, acknowledge, and deliver on behalf of the PhilaPort any agreements, documents of other instruments as may be necessary to effectuate the purposes of such agreement.

The motion was made, seconded, and approved. Resolution No. 2023-14 on file with the Authority.

2023-15 AUTHORIZATION TO ACCEPT SETTLEMENT

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 further grant and authorize staff with certain settlement authority; and

WHEREAS, the S.S. United States is docked at the North Side of Pier 82 and has been moored at that location since approximately 1996; and,

WHEREAS, PhilaPort filed a claim to recover for certain damage caused to Pier 82 by the S.S.United States and participated in a mediation related to the claim; and,

WHEREAS, PhilaPort reached a Settlement in Principle related to the claim which does not cover the costs necessary to make the subject repairs.

WHEREAS, Exhibit “A” attached hereto and incorporated by reference requires Board authorization to settle; and

WHEREAS, the Board of PhilaPort, based upon the information presented to it has determined to authorize execution of a settlement agreement(s) for the matters set forth in Exhibit “A”

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into a settlement agreement as identified in Exhibit “A”.

2. The Executive Director and CEO of PhilaPort, with the advice of its Chief Counsel, is hereby authorized to execute, acknowledge and deliver on behalf of PhilaPort any agreement(s), documents or other instruments as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded, and approved. Resolution No. 2023-15 on file with the Authority.

2023-16 AUTHORIZATION TO FILE DECLARATION OF TAKING OR IN THE ALTERNATIVE PURCHASE PROPERTY IN LIEU OF EMINENT DOMAIN

WHEREAS, the Philadelphia Regional Port Authority (“PRPA” or “PhilaPort”) has been authorized under Section 6 of the Act of July 10, 1989, P.L. 291, No. 50, 55 P.S. Sections 697.1-697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to expand industrial and commercial activities of the Commonwealth in the operation and management of port facilities and port-related facilities; and

WHEREAS, the Eminent Domain Code, 26 P.C.S. Section 101, *et seq.* and 55 P.S. Section 697.6 (18) of the PRPA Act grant and vest PhilaPort with the right and power to exercise eminent domain in the acquisition of property.

WHEREAS, Section 6(a)(5) of the PRPA Act further provides, in part, that PhilaPort may acquire, by gift or otherwise, purchase, hold, and receive property, real, personal or mixed, tangible or intangible, or any interest therein, necessary or desirable for carrying out the purposes of the Authority; and

WHEREAS, the ability of PhilaPort to handle cargo and related port operations in a reliable and efficient manner are essential to the long-term economic health and growth of the Commonwealth; and

WHEREAS, increased port activity will generate substantial direct and indirect employment and tax revenues for the Commonwealth and will stimulate labor-intensive and other support services vital to the economic well-being of the public; and

WHEREAS, in order to carry out the proposed expansion it is necessary that PhilaPort acquire all rights and title in fee simple to the land and improvements of a certain parcel of property identified as 2802 South Christopher Columbus Blvd, Philadelphia, PA 19148 and as set forth in the attached Exhibit “A”; and

WHEREAS, the Board of PhilaPort has determined, on the basis of information provided to it, to authorize PhilaPort to file a Declaration of Taking under its eminent domain powers to acquire the Property identified and/or to execute any documents and enter into alternative arrangements necessary for the acquisition.

NOW, THEREFORE, BE IT RESOLVED:

1. PhilaPort in accordance with authority conferred by law, is authorized to acquire for purposes of expansion and development in accordance with and in furtherance of the public purposes set forth in the PRPA Act, the property identified as 2802 South Christopher Boulevard, Philadelphia, PA (19148) (“the Property”).
2. The Board has determined that the acquisition of the Property, whether by eminent domain or amicable purchase, is consistent with and promotes PhilaPort’s implementation of the public purposes for which it was created by the Legislature, as more fully set forth in the PRPA Act.
3. The title to be acquired will be fee simple title, including all easements, rights-of-way, and real property interests of whatever nature.
4. The institution of such proceedings, and any damages which may be agreed upon or awarded to any party, including the owner, shall be paid out of PhilaPort funds or a fair market value or estimated just compensation of \$1,900,000, plus costs incidental to the acquisition, including but not limited to those set forth Chapter 7 of the Eminent Domain Code, 26 Pa. C. S. A. §§ 701 *et seq.* or for such alternate consideration as may be adjusted and determined by the Executive Director of PhilaPort, with the advice of its Chief Counsel, to be in the best interests of PhilaPort and in accordance with the public purposes for which PhilaPort was created.
5. The Executive Director of PhilaPort, with the advice of its Chief Counsel, is hereby authorized and directed to exercise PhilaPort’s eminent domain power and to file a Declaration of Taking and any other pleadings or documents necessary to acquire the Property through purchase in lieu of condemnation or, if that is not successful, by exercise of PhilaPort’s power of eminent domain.
6. The Executive Director and CEO 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. 2023-16 on file with the Authority.

2023-17 RESOLUTION TO ACQUIRE PROPERTY BY PURCHASE IN LIEU OF EMINENT DOMAIN

WHEREAS, the Philadelphia Regional Port Authority (“PRPA” or “PhilaPort”) has been authorized under Section 6 of the Act of July 10, 1989, P.L. 291, No. 50, 55 P.S. Sections 697.1-697.24 of the General Assembly of the Commonwealth of Pennsylvania (the “PRPA Act”) to expand industrial and commercial activities of the Commonwealth in the operation and management of port facilities and port-related facilities; and

WHEREAS, the Eminent Domain Code, 26 P.C.S. Section 101, *et seq.* and 55 P.S. Section 697.6 (18) of the PRPA Act grants and vests PhilaPort with the right and power to exercise eminent domain in the acquisition of property.

WHEREAS, Section 6(a)(5) of the PRPA Act further provides, in part, that PhilaPort may acquire, by gift or otherwise, purchase, hold, and receive property, real, personal or mixed, tangible or intangible, or any interest therein, necessary or desirable for carrying out the purposes of the Authority; and

WHEREAS, the ability of PhilaPort to expand and enhance the operation of the port and port-related facilities to facilitate the transportation for the handling, storage, loading and unloading of freight, cargo, equipment, materials, supplies and other port-related projects relating to industrial and commercial development activities coupled with the ability to remove certain buildings and improvements to install or construct project improvements in a reliable and efficient manner for the advancement of business and commerce associated with PhilaPort are all necessary and essential to the long-term economic health and growth of the Commonwealth and in the public interest; and

WHEREAS, increased port activity will generate substantial direct and indirect employment and tax revenues for the Commonwealth and will stimulate labor-intensive and other support services vital to the economic well-being of the public; and

WHEREAS, in order to carry out the proposed expansion of port-related facilities it is necessary that PhilaPort acquire all rights and title in fee simple to the land and improvements of those certain parcels of property known as 2904, 2904R and 2906R S. Christopher Columbus Blvd., Philadelphia, PA 19148 (collectively, “the Property”) as more fully described in the attachments to this Resolution; and

WHEREAS, the owner and PhilaPort have determined the purchase price of the Property to be valued at **Thirty-Four Million (\$34M) Dollars** subject to certain conditions, contingencies, and approvals; and

WHEREAS, the Board of PhilaPort has determined, on the basis of information provided to it (attached hereto and made a part hereof as Exhibit “A” and incorporated herein by reference), to authorize PhilaPort to acquire land/the Property in the amount of Thirty-Four Million (\$34M) Dollars through purchase, eminent domain, or other appropriate authorized means under its powers to acquire the property identified and to execute any documents necessary for the acquisition.

NOW, THEREFORE, BE IT RESOLVED:

1. PhilaPort in accordance with authority conferred upon it by law, is authorized to acquire for purposes of expansion and development, that certain Property, the acquisition of which PhilaPort has

identified as vital to its operations, including but not limited to the expansion, improvement and enhancement described in the foregoing paragraphs.

2. The Board has determined that the acquisition of the Property, by purchase in lieu of taking by eminent domain, is consistent with and promotes PhilaPort's implementation of the public purposes for which it was created by the Legislature, as more fully set forth in the PRPA Act.

3. The title to be acquired will be fee simple title, including all easements, rights-of-way, and real property interests of whatever nature and shall be paid out of PhilaPort funds.

4. The Executive Director of PhilaPort, with the advice of its Chief Counsel, is hereby authorized and directed to exercise PhilaPort's powers to acquire the subject Property through purchase in lieu of condemnation or, in that is not successful, by exercise of PhilaPort's power of eminent domain.

5. 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, and take all other actions, as may be necessary to effectuate the purposes of this Resolution.

The motion was made, seconded, and approved. Resolution No. 2023-17 on file with the Authority.

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

Respectfully Submitted,

Yordania Almonte

Yordania Almonte