



**MINUTES OF THE BOARD OF DIRECTORS MEETING  
November 21, 2023**

**PhilaPort Board Members Present:**

Chairman Michael Pearson, Rocky Bryan, Boise Butler, David Cuff, Richard Lazer, Robert Clark, John Skoutelas, Leigh Whitaker, James H. Shacklett III

**PhilaPort Staff Present:**

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

**Commonwealth of Pennsylvania:**

Denise Soisson

**Others:**

John Henkel, Mike Hellem, 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 October 17, 2023. The minutes were moved, seconded, and approved.

Chairman Pearson convened an Executive Session.

**RESOLUTIONS:**

**2023-12      AUTHORIZATION TO AMMEND PACKER AVENUE MARINE  
TERMINAL LEASE**

**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 Lease between PhilaPort and Astro Holdings Inc. (“Astro”) for the Packer Avenue Marine Terminal (“PAMT”) includes a Substantial Completion requirement; and

**WHEREAS**, PhilaPort has not achieved the substantial completion requirements resulting in the variable pick fee revenue being subject to a “discount mechanism”; and

**WHEREAS**, both PhilaPort and Astro have come to an agreed upon resolution to the discount mechanism outlined in a letter agreement attached as Exhibit A .

**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. 2023-12 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