



**MINUTES OF THE BOARD OF DIRECTORS MEETING  
November 19, 2025**

**PhilaPort Board Members Present:**

Chairman Michael Pearson, Rocky Bryan, Boise Butler, Robert Clark, David Cuff, Richard Lazer, David Maser, Warren Santone, James Shacklett, John Skoutelas, Ali Perelman

**PhilaPort Staff Present:**

Jeffrey Theobald, Edward Henderson, James Walsh, Brian Gocial, Yordania Almonte, George Hutchinson, Sean Mahoney, Ryan Mulvey, Eva Rivera, Hannah Mogaka

**Commonwealth of Pennsylvania:**

Denise Soisson

**Others:**

Joe Breen, Eric Holt, Leo Holt, Michael Hogan, Cole Larson, Kevin Levy, Bill Keller, Kevin Mincey, Jeff Myers, Max Tuttleman

**Public Session:**

Chairman Pearson convened a Public Session.

**Public Presentations:**

Sean Mahoney presented the Monthly Marketing Update

Brian Gocial presented the Procurement Updates

James Walsh presented the Port Development Updates

Ryan Mulvey presented the Government & Public Affairs Updates

The next order of business was the approval of the Board Meeting Minutes of October 15, 2025. The minutes were moved, seconded, and approved.

**Resolution:**

**2025-13 AUTHORIZATION TO ENTER INTO A BERTHING AGREEMENT  
WITH NORWEGIAN CRUISE LINE**

**WHEREAS**, the Philadelphia Regional Port Authority (“PhilaPort” or “Authority”)

is authorized under Section 6 of the Philadelphia Regional Port Authority Act, 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 PRPA Act authorizes PhilaPort to purchase and lease property (Section 6(b)(5)); construct, improve, maintain, and operate port facilities (Section 6(b)(7)); enter into contracts for development and operation of port-related projects (Section 6(b)(8)); execute contracts and instruments necessary for its business (Section 6(b)(12)); enter into agreements with public and private entities (Section 6(b)(13)); and contract for the use of port facilities and fix related fees and charges (Sections 6(b)(17) and 6(b)(22)).

**WHEREAS**, consistent with its statutory authority and Strategic Plan, PhilaPort’s Board of Directors has determined to develop a cruise terminal as part of its port expansion initiatives;

**WHEREAS**, PhilaPort has prioritized the launch of cruise service in connection with the celebration of the 250th birthday of the United States of America, recognizing its potential to promote tourism, economic development, and public engagement;

**WHEREAS**, cruise passenger activity is expected to generate substantial direct and indirect employment and tax revenues for the Commonwealth, and stimulate labor-intensive and other support services vital to the economic well-being of the public;

**WHEREAS**, PhilaPort has identified the Hog Island Terminal Facility located in Tinicum, PA as a suitable site for a dedicated cruise terminal;

**WHEREAS**, Norwegian Cruise Lines (“NCL”) has committed to enter into a seven-year Berthing Agreement at the Hog Island Terminal Facility with an initial commitment of 41 sailings per year;

**WHEREAS**, PhilaPort and NCL have negotiated the terms of the Berthing Agreement to facilitate NCL vessel operations at the Hog Island Terminal Facility; and

**WHEREAS**, the Board has reviewed supporting documentation (attached as Exhibit “A”) and determined that entering into the Berthing Agreement and awarding related contracts is in the best interest of the Authority;

**NOW, THEREFORE, BE IT RESOLVED:**

1. PhilaPort is authorized to enter into a Berthing Agreement with NCL for cruise services at Hog Island, contingent upon the purchase of the Hog Island Terminal Facility.
2. PhilaPort is authorized to award supply, service and construction contracts necessary to implement the Berthing Agreement pursuant to Commonwealth Procurement Code, 62 Pa.C.S. § 101, et. Seq., Section 515 (relating to sole source awards) and 516 (relating to emergency procurements) due to the urgency of need to ensure that the cruise terminal is operational and ready to receive passengers by the first scheduled sailing in April 2026.

3. The Executive Director and CEO, with advice from the Chief General Counsel, is further authorized to negotiate and execute any amendments, ancillary agreements, or instruments necessary to implement the Berthing Agreement and related infrastructure projects.

**2025–14 AUTHORIZATION TO ENTER INTO AN AGREEMENT OF SALE OF REAL PROPERTY AND CONSTRUCTION, OPERATION EASEMENT AND ACCESS DECLARATION WITH ENERGY TRANSFER MARKETING & TERMINALS L.P.**

**WHEREAS**, the Philadelphia Regional Port Authority (“PhilaPort” or “Authority”) is authorized under Section 6 of the Philadelphia Regional Port Authority Act, 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 PRPA Act authorizes PhilaPort to purchase and lease property (Section 6(b)(5)); construct, improve, maintain, and operate port facilities (Section 6(b)(7)); enter into contracts for development and operation of port-related projects (Section 6(b)(8)); execute contracts and instruments necessary for its business (Section 6(b)(12)); enter into agreements with public and private entities (Section 6(b)(13)); and contract for the use of port facilities and fix related fees and charges (Sections 6(b)(17) and 6(b)(22));

**WHEREAS**, consistent with its statutory authority and Strategic Plan: Destination 2040, PhilaPort’s Board of Directors has determined to develop a cruise terminal as part of its port expansion initiatives;

**WHEREAS**, PhilaPort has prioritized the launch of cruise service in connection with the celebration of the 250th Anniversary of the United States of America, recognizing its potential to promote tourism, economic development, and public engagement;

**WHEREAS**, cruise passenger activity is expected to generate substantial direct and indirect employment and tax revenues for the Commonwealth, and stimulate labor-intensive and other support services vital to the economic well-being of the public; **WHEREAS**, PhilaPort has identified the Hog Island Dock Terminal Facility located in Tinicum, PA as a suitable site for a dedicated cruise terminal;

**WHEREAS**, Energy Transfer Marketing & Terminals L.P. (“ETMT”) is the owner of the Hog Island Dock Terminal Facility;

**WHEREAS**, PhilaPort and ETMT have negotiated the terms of an Agreement of Sale of Real Property (“AOS”) and Construction, Operation Easement and Access Declaration (“COEAD”) for the Hog Island Dock Terminal Facility; and

**WHEREAS**, the Board has reviewed supporting documentation (attached as Exhibit “A”) and determined that entering into the AOS and COEAD and awarding related contracts is in the best interest of the Authority;

**NOW, THEREFORE, BE IT RESOLVED:**

1. PhilaPort is authorized to enter into an Agreement of Sale of Real Property and Construction, Operation Easement and Access Declaration with ETMT to purchase the Hog Island Dock Terminal Facility.
2. PhilaPort is authorized to award supply, service and construction contracts necessary to implement the Agreement of Sale of Real Property and Construction, Operation Easement and Access Declaration pursuant to Commonwealth Procurement Code, 62 Pa.C.S. § 101, et. Seq., Section 515 (relating to sole source awards) and 516 (relating to emergency procurements) due to the urgency of need to ensure that the cruise terminal is operational and ready to receive passengers by the first scheduled sailing in April 2026.
3. The Executive Director and CEO, with advice from the Chief General Counsel, is further authorized to negotiate and execute any amendments, ancillary agreements, or instruments necessary to implement the Agreement of Sale of Real Property, and Construction, Operation Easement and Access Declaration, and related infrastructure projects.

**2025–15 AUTHORIZATION TO ENTER INTO AN AGREEMENT OF SALE OF REAL PROPERTY WITH PECO ENERGY COMPANY FOR A PORTION OF THE MUSTIN PROPERTY**

**WHEREAS**, the Philadelphia Regional Port Authority (“PhilaPort” or “Authority”) is authorized under Section 6 of the Philadelphia Regional Port Authority Act, 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**, Section 6(b)(5) of the PRPA Act authorizes PhilaPort to sell and dispose of property;

**WHEREAS**, PhilaPort has recently acquired a 152-acre parcel known as the Mustin Site;

**WHEREAS**, as a consideration of acquiring the site the Commonwealth has requested PhilaPort to sell a portion of the site to PECO Energy Company (“PECO”) who intends to locate an electrical substation to support development in the Navy Yard;

**WHEREAS**, PhilaPort and PECO (“Parties) have reviewed the sites features and adjacent use **considerations** and have determined that an approximate 12.75-acre parcel on the northern portion of the stie is the most feasible location (see Exhibit A);

**WHEREAS**, the parties are negotiating a Purchase and Sales Agreement for the sale of approximately 12.75 acre at the Mustin Site for \$12.75 Million.

**WHEREAS**, the Board has determined that the disposition of a portion of the Mustin Site to PECO as requested by the Commonwealth is in the best interest of the Authority;

**NOW, THEREFORE, BE IT RESOLVED:**

1. PhilaPort is authorized to enter a disposition of Sale of Real Property with PECO for approximately 12.75 acres of the Mustin Site.
2. The Executive Director and CEO, with advice from the Chief General Counsel, is further authorized to negotiate and execute any amendments, ancillary agreements, or instruments necessary to effectuate any agreements and other requirements needed to sell a portion of the Mustin Site to PECO.

**2025–16 AUTHORIZATION TO ENTER INTO CONSENT ORDER AND AGREEMENT AND TO ENTER INTO PROFESSIONAL SERVICES CONTRACT**

**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 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**, the PRPA Act authorizes PhilaPort to make and execute contracts and other instruments necessary or convenient for the conduct of its business and the exercise of the powers of the authority pursuant to 55 P.S. Sections 6 (b)(12)(21); and,

**WHEREAS**, Section 6 (b)(17) of the PRPA Act permits PhilaPort to enter into contracts with the Commonwealth, its agencies and instrumentalities, municipalities, political subdivisions or corporations, on such terms as the authority shall deem proper for the use of any port facility, port-related project or property of the authority, and fixing the amount to be paid; and,

**WHEREAS**, PhilaPort Staff has identified a matter as set forth and described in Exhibit “A” attached hereto and incorporated by reference that requires Board authorization to enter and settle; and

**WHEREAS**, in conjunction with the Consent Order and Agreement PhilaPort has identified a Consultant to address the matters contained therein; and

**WHEREAS**, the Board of PhilaPort, based upon the information presented to it has determined to authorize execution of the Agreements based upon the matters set forth in Exhibit “A” with the entities identified and for the amounts stated.

**NOW, THEREFORE, BE IT RESOLVED:**

1. That PhilaPort negotiate and enter into the Consent Order and Agreement and a Professional Services Agreement based upon the respective negotiated terms, conditions and amounts identified 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 Agreements by which PhilaPort shall be bound 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 arrangements.

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

Respectfully Submitted,

*Yordania Almonte*

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