

**AUTHORIZATION TO ENTER INTO AGREEMENT FOR OPERATIONS OF
MUSTIN INTERMODAL FACILITY**

Philadelphia Regional Port Authority

Resolution No. 2026- XX

April 15, 2026

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 697.1 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, in September 2025 PhilaPort acquired the Mustin Yard site from Norfolk Southern which included an active intermodal facility that handles approximately 20,000 domestic automobiles annually; and

WHEREAS, PhilaPort currently leases the Mustin Intermodal Facility back to Norfolk Southern on a short-term basis to ensure operational continuity; and

WHEREAS, PhilaPort staff envisions that this business opportunity with Norfolk Southern is a precursor to leveraging the site to support additional port development; 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 approve the staff to finalize and execute the agreements necessary for PhilaPort to operate the facility.

NOW, THEREFORE, BE IT RESOLVED:

1. The Board of Directors of PhilaPort hereby authorizes its staff to advance and finalize the necessary agreements to ensure a seamless operational transition of the Mustin intermodal facility.
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 agreement(s) 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.

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MUSTIN INTERMODAL FACILITY**

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**Resolution No. 2026- XX
April 15, 2026**

MOVED:

SECONDED:

APPROVAL:

Qualified Majority Required: Yes

Pearson*

Bryan**

Clark*

Cuff**

Lazer***

Maser*

Shacklett**

Butler**

Santone***

Pearlman*

Skoutelas***

Gubernatorial Appointee*

Legislative Appointee**

Gubernatorial Appointee - County Recommendation ***



To: Philadelphia Regional Port Authority
Board of Directors

From: Edward G. Henderson
Sr. Director of Business Development and Planning

Date: April 8, 2026

RE: **Mustin Intermodal Facility Operations**

Background

In September 2025 PhilaPort acquired the 152-acre Mustin Yard site from Norfolk Southern. The site included an active intermodal facility that handles approximately 20,000 domestic automobiles annually. PhilaPort currently leases the Mustin Intermodal Facility back to Norfolk Southern on a short-term basis to ensure operational continuity.

PhilaPort has been working to have direct operating agreement with Norfolk Southern and utilize Glovis America Inc. (the current site operator) as our contractor. The following agreements are required to be executed to effectuate the transition:

- Automobile Facility Agreement between PhilaPort and Norfolk Southern Railway
- Intermodal Terminal Operating Agreement Between PhilaPort and Glovis
- PhilaPort Automobile Storage Agreement with OEMs

The agreements have five-year terms with each party having a 180-day cancellation clause. PhilaPort staff believe that this opportunity is a precursor to leveraging the site to support additional port opportunities through expanded rail service.

Recommendation

Staff requests that the Board authorize PhilaPort to finalize and execute the agreements necessary for PhilaPort to operate the Mustin Intermodal Facility.

AUTHORIZATION TO ENTER INTO PROFESSIONAL SERVICES AGREEMENT

Philadelphia Regional Port Authority

Resolution No. 2026- XX

April 15, 2026

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 to the exercise of the powers of the authority pursuant to 55 P.S. Sections 6 (b)(12)(21); and,

WHEREAS, PhilaPort requires the monitoring, inspection, and similar services associated with certain of its refrigeration and related equipment and systems in its facilities; and

WHEREAS, Webber/Smith is an independent full-service Engineering and Building Design Firm that possesses the requisite skill, knowledge and expertise to perform the services required; and

WHEREAS, the PhilaPort Board, based upon the information presented to it in the attached Exhibit "A" which is incorporated herein by reference authorizes PhilaPort Staff to negotiate, engage or otherwise enter into a Professional Services Agreement with the consulting firm for the purposes set forth in Exhibit "A".

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into a professional services agreement with the entity identified and set forth above in accordance with Exhibit "A".
2. The Executive Director and CEO of PhilaPort with the advice of Chief Counsel is hereby authorized and directed to negotiate the specific terms and conditions of the Agreement and to execute, acknowledge and deliver on behalf of PhilaPort any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

AUTHORIZATION TO ENTER INTO PROFESSIONAL SERVICES AGREEMENT

Philadelphia Regional Port Authority

**Resolution No. 2026- XX
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SECONDED:

APPROVAL:

Qualified Majority Required: Yes

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Gubernatorial Appointee*

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Gubernatorial Appointee - County Recommendation ***

MEMORANDUM

TO: Board of Directors

FROM: Jim Walsh, Sr. Director of Operations

DATE: April 8, 2026

RE: Contract with Refrigeration Subject Matter Expert

Webber/Smith has served as our refrigeration subject matter expert (SME) since the early design stages of the Philadelphia Distribution Center (PDC Cold). They have been integral to the design, construction, and commissioning phases, including the recent transition to ambient conditions. To leverage their deep familiarity with the facility and ensure continuity of expertise, it is my recommendation that we contract directly with Webber/Smith to provide the following services:

- Perform quarterly inspections of the PDC Cold project to include the refrigeration system, and the building/ individual rooms envelop for possible vapor barrier or thermal barrier leaks/ issues.
- Interim inspections when our tenant (Holt Logistics) begins to recommission sections of the building. This would be done in two to three phases with the first phase being Coolers #2, #3, and #4 coming on line first, followed by Freezers #1 and #2, and then Cooler #1; sequence is just an estimate for proposal purposes.
- Allocation of time to handle questions/ discussions if issues arise as we begin recommissioning the building.
- Review of maintenance reports to verify that the tenant (Holt Logistics) is properly maintaining the equipment to ensure warranties are not invalidated.
- Allocation for some additional site visits outside of the scope above, for proposal pricing purposes, approximately five additional site visits.
- A final walkthrough before the warranty expires, which is two years from the substantial completion date of 10/20/2025.

Recommendation:

That the PhilaPort Board of Directors authorize staff to contract with Webber/Smith to serve as subject matter expert in the monitoring and recommissioning of the refrigeration system at the Philadelphia Distribution Center.

JBW:ccf

AUTHORIZATION TO ENTER INTO SETTLEMENT AGREEMENT
Philadelphia Regional Port Authority

Resolution No. 2026 - XX
April 15, 2026

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 of PhilaPort grant authority and authorize Staff to resolve certain matters subject to certain approvals; and

WHEREAS, a claim was asserted and filed against PhilaPort for which PhilaPort denied the substance of the allegations and assertions made therein; and

WHEREAS, the Parties engaged in a mediation process and are desirous of resolving all of their differences and settling all claims in accordance with the mediation undertaken and as outlined in Exhibit "A" which shall be incorporated by reference requiring Board authorization; and

WHEREAS, the Board of PhilaPort, based upon the information presented to it has determined to authorize execution of a settlement agreement and release for the matter set forth in Exhibit "A".

NOW, THEREFORE, BE IT RESOLVED:

1. That PhilaPort enter into a settlement agreement and release based upon information provided and in accordance with 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 agreement by which the settlement shall be provided, 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.