PhilaPort

MINUTES OF THE BOARD OF DIRECTORS MEETING
July 15, 2026

PhilaPort Board Members Present:
Chairman Michael Pearson, Rocky Bryan, Boise Butler, David Cuff, David Maser, James Shacklett, John Skoutelas, Ali Perelman

PhilaPort Board Members Absent:
Robert Clark, Warren Santone

PhilaPort Staff Present:
Richard Lazer, Edward Henderson, James Walsh, Brian Gocial, Yordania Almonte, George Hutchinson, Sean Mahoney, Ericka Kisleiko, Valerie Piper

Commonwealth of Pennsylvania:
Denise Soisson

Others:
Paul Breeman, Bill Ryan, John Henkel, Alan Wohlstetter, Mike Hogan, Jeff Myers

Public Session:
Chairman Pearson convened a Public Session.

Public Comment:
John Henkel spoke to congratulate Mr. Lazer on his appointment as Executive Director/CEO of PhilaPort and recommended that Mr. Lazer's offer letter should be removed from the PhilaPort website.

Public Presentations:
Sean Mahoney presented the Monthly Marketing Update
Brian Gocial presented the Procurement Updates
James Walsh presented the Port Development Updates

Resolution:

2026 – 17 AUTHORIZATION TO ENTER INTO PROFESSIONAL SERVICES AGREEMENT

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, USI Insurance serves as PhilaPort's broker on a wide range of matters including insurance coverage and risks issues; and,

WHEREAS, USI Insurance is a full-service 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 company for the purposes and terms 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.

2026 – 18 AUTHORIZATION TO ENTER INTO PROFESSIONAL SERVICES AGREEMENT WITH ROY DENMARK

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 has certain ongoing and long-term port initiatives; and

WHEREAS, Roy Denmark is a prominent maritime consultant with a distinguished career possessing the requisite skill, knowledge and expertise to assist with PhilaPort's initiatives and 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 enter into a Professional Services Agreement at a rate of Five-Thousand Dollars ($5,000.00) per month for a one (1) year period and to negotiate such other terms and conditions as may be deemed necessary and appropriate and as 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.

2026 – 19 AUTHORIZATION TO RETAIN LEGAL CONSULTANT – PROFESSIONAL SERVICES

WHEREAS, the Philadelphia Regional Port Authority (the "Authority") 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, Section 11(d) of the PRPA Act sets out procedures whereby such contracts may be awarded for professional services in furtherance of the powers and duties of the Authority without competitive bidding; and

WHEREAS, the Board of the Authority, based upon the information presented to it attached hereto as Exhibit "A" and incorporated by reference, has determined to retain and engage the legal services of Brian S. Gocial, Esquire, Gocial Law, LLC, on an "On-Call" basis;

NOW, THEREFORE, BE IT RESOLVED:

1. That the Authority enter into an Agreement with Brian S. Gocial, Esquire, Gocial Law, LLC, to serve as On-Call legal counsel to PhilaPort.
2. The Executive Director of the Authority, with the advice of its Chief Counsel, is hereby authorized and directed to negotiate the specific terms and conditions of the agreements by which the services shall be provided as noted above, and the Executive Director is hereby authorized and directed to execute, acknowledge and deliver on behalf of the Authority any agreements, documents or other instruments as may be necessary to effectuate such arrangements.

2026 – 20 ADOPTION OF FY 26-27 OPERATING BUDGET

WHEREAS, PhilaPort staff has presented the proposed FY 26/27 Operating Budget (which information is attached hereto as Exhibit "A" and incorporated herein by reference); and

WHEREAS, the Board of PhilaPort adopts the proposed FY 26/27 Operating Budget.

NOW, THEREFORE, BE IT RESOLVED:

1. The FY 26/27 Operating Budget is adopted and PhilaPort may seek and expend funds consistent with the approved Operating Budget for Fiscal Year 26/27

2. The Executive Director and CEO of PhilaPort, with the advice of its Chief Counsel, is hereby authorized and directed to execute, acknowledge and deliver on behalf of PhilaPort any documents or other instruments as may be necessary, including, but not limited to, execution of interagency agreements, to effectuate the purposes of this Resolution.

2026 – 21 ADOPTION OF FINANCING FOR CRUISE TERMINAL

WHEREAS, PhilaPort staff has presented the proposed Cruise Terminal Financing (which information is attached hereto as Exhibit "A" and incorporated herein by reference); and

WHEREAS, the Board of PhilaPort adopts the proposed Cruise Financing Loan.

NOW, THEREFORE, BE IT RESOLVED:

1. PhilaPort is seeking funding for the overages related to the construction of our Cruise Terminal at Hog Island. This financing is to ensure all construction costs related to cruise are paid.

2. The Executive Director and CEO of PhilaPort, with the advice of its Chief Counsel, is hereby authorized and directed to execute, acknowledge and deliver on behalf of PhilaPort any documents or other instruments as may be necessary, including, but not limited to, execution of interagency agreements, to effectuate the purposes of this Resolution.

The next order of business was the approval of the Board Meeting Minutes of June 17, 2026. The minutes were moved, seconded, and approved.

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

Respectfully Submitted,

Yordania Almonte

Yordania Almonte