



SOUTH JERSEY PORT CORPORATION
OFFICIAL BOARD OF DIRECTORS MEETING MINUTES
BROADWAY TERMINAL
CAMDEN, NEW JERSEY
February 25, 2014
12:30 p.m.

Directors Present:	Craig Remington	Director (Acting Chairman)
	Chad Bruner	Director ☎
	Christopher Chianese	State Treas. Designee ☎
	Robert DeAngelo	Director ☎
	Jonathan Gershen	Director ☎
	Joseph Maressa, Jr.	Director ☎
	Eric Martins	Director ☎
Directors Absent:	Richard Alaimo	Chairman
	Sheila Roberts	Director
	Fran Smith	Director
	Carl Styles	Director
In Attendance:	Peter Simon	Governor's Authorities Unit ☎
	Kevin Castagnola	Executive Director & CEO
	Jay Jones	Dep. Exec. Dir. / Board Secretary
	Pat Abusi	Treasurer
	Hank D'Andrea	Facilities Engineer
	Neil Grossman	Financial Advisor GB Assoc. ☎
	Raymond Zane, Esq.	Gen. Counsel – Zane & Lozuke ☎
	Linda Artlip	Marketing Consultant – PS&AC ☎
	Dennis Culnan	Marketing Consultant – PS&AC ☎
	Marlin Peterson	Gloucester County I.A.
	Paul Breeman	Holt

☎- indicates teleconference
*An attached sign-in list may list
other attendees.*

The Acting Chairman opened the meeting at 12:30 p.m. with the following statement.

Pursuant to the provisions of the Open Public Meetings Act, Chapter 231, Public laws of 1975, adequate notice of this meeting has been provided. On January 9, 2013 the Secretary of the Corporation sent a legal notice with a schedule of Regular Meetings to be held by the South Jersey Port Corporation's Board of Directors, during the calendar year 2014, indicating the time and place to the following newspapers:

- ❑ **Courier-Post**
- ❑ **Gloucester County Times**
- ❑ **Burlington County Times**

In addition, the meeting was posted at the Port Corporation's designated the Bulletin Board at its main entrance of the Broadway Terminal, its official place for posting and maintaining a schedule of the monthly Board of Director's Meetings for 2014. The meeting schedule was also placed of the Port Corporation's website at www.southjerseyport.com.

Roll call was taken and recorded. [**PLEDGE OF ALLEGIANCE RECITED.**](#)

PRESENTATION OF REGULAR MEETING MINUTES - January 28, 2014

The minutes for the South Jersey Port Corporation Board of Directors regular session meeting held on January 28, 2014 were presented for approval.

A motion was made to approve the January 28, 2014 Board of Directors Regular Meeting Minutes as presented.

Moved by:	R. DeAngelo
Seconded by:	J. Maressa, Jr.
Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None
Abstaining:	J. Gershen

PRESENTATION OF CLOSED MEETING MINUTES – January 28, 2014

The minutes for the South Jersey Port Corporation Board of Directors closed meeting session held on January 28, 2014 were presented for approval.

A motion was made to approve the January 28, 2014 Board of Directors Closed meeting minutes as presented with the condition that any matters contained in the closed session minutes may be withheld and not disclosed to the public until the need for the closed session has passed.

Moved by:	J. Maressa, Jr.
Seconded by:	C. Bruner
Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None
Abstaining:	J. Gershen

OPERATING BILLS

The Operating Unpaid Bill list for the period 1/16/2014 to 2/12/14 was presented for approval. The AMEX statement for the period was received by the Board Audit Committee who also reviewed and recommends approval of an expense report for the Executive Director in the amount of \$642.49

A motion was made to adopt Resolution 2014-2-0016 for the approval of the Operating Unpaid Bill list for the period 1/16/14 to 2/12/14 and the expense report in the amount of \$642.49 as presented.

Moved by:	J. Gershen
Seconded by:	R. DeAngelo
Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Gershen, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None

ADVANCE PAYMENT LIST

The Advance Payment Bill List for the period 1/16/14 to 2/12/14 was presented for approval.

A motion was made to adopt Resolution 2014-2-0017 for the approval of the Advance Payment Bills for the period 1/16/14 to 2/12/14 as presented.

Moved by:	C. Bruner
Seconded by:	J. Maressa, Jr.
Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Gershen, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None

CONSTRUCTION FUND REQUISITIONS

Staff presented eleven (11) construction fund requisitions for the period ending February 25, 2014 in the amount of \$495,397.56. Seven invoices in the amount of \$360,583.50 are advance and four in the amount of 134,814.06 are unpaid. Invoices 1 through 9 are regarding the Paulsboro Marine Terminal project.

A motion was made to adopt Resolution 2014-2-0018 for the approval of the Construction Fund Requisitions totaling 495,397.56 as presented.

Moved by:	C. Chianese
Seconded by:	J. Maressa, Jr.
Voting for motion:	C. Chianese, R. DeAngelo, J. Gershen, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None
Abstaining on #1-#9:	C. Bruner

TREASURER'S REPORT

Mr. Pat Abusi presented the Treasurer's Report. He reported that the gross operating revenue for the period ending January 31, 2014 was \$2,561,009 less pass-thru. For the same period, the net income before interest, depreciation and amortization totaled \$905,250 versus the budgeted

amount of \$689,664. This is a positive deviation of \$215,586. The Board reviewed the A/R reports and the Analysis of Investments. Director Gershen discussed the need to look at the pass-through and the budget between now and the next meeting.

A motion was made to accept the Treasurer's Report as presented.

Moved by:	C. Chianese
Seconded by:	C. Bruner
Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Gershen, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None

COUNSEL'S REPORT

The Counsel's Report will be discussed in closed session.

EXECUTIVE DIRECTOR'S REPORT

The Executive Director, Mr. Kevin Castagnola, presented the Executive Director's Report. The report highlighted cargo activity results for January 2014. With total tonnage for 2013 finishing ahead of the previous year by 21%, 2014 began with the monthly cargo activity improving by 22% compared to the same period in 2013. The winter steel season which will extend through the first four months of 2014 is expected to improve upon last year, returning import steel activity to pre-recession levels. Bulk activity was up for the period and we expect import Cement and export Gramcem® to improve over 2013 activity.

A motion was made to accept the Executive Director's Report as presented.

Moved by:	J. Maressa, Jr.
Seconded by:	C. Chianese
Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Gershen, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None

ACTION ITEMS

The following action items were considered:

RESOLUTION 2014-2-0018: APPROVAL OF LEASE RENEWALS FOR OPEN SPACE & TRAILER FOR TRI-STATE BULK HANDLING

Staff presented a request from Tri-State Bulk Handling, Inc. for a one year lease renewal for approximately 2600 square feet of open space and a yard trailer at Broadway Terminal. Tri-State Bulk Handling, Inc., is a bulk cargo stevedore who currently supports the Holcim cement and Gramcem® operations, as well as various other bulk cargo movements within the terminals. The current lease expires March 31, 2014 at an annual rental rate of \$1,836.00 (\$0.71/per square foot) for the open space and \$708.00 for the yard trailer. Their new lease would begin on April 1, 2014 at an annual rate of \$1,860.00 (\$0.72/per square foot) for the open space and \$720.00 for the yard trailer.

A motion was made to approve Resolution 2014-2-0018 to approve the Broadway Terminal open space and yard trailer lease renewals with Tri-State Bulk Handling as presented.

Moved by: R. DeAngelo

Seconded by: C. Bruner

Voting for motion: C. Bruner, C. Chianese, R. DeAngelo,
J. Gershen, J. Maressa, Jr., E. Martins,
R. Remington

Voting against motion: None

RESOLUTION 2014-2-0019: APPROVAL OF LEASE RENEWALS FOR OPEN SPACE, BUILDING X-1 AND BUILDING D-1 TRI-STATE BULK HANDLING

Staff presented a request from Tri-State Bulk Handling, Inc. lease renewals for approximately 16,920 square feet of open space, approximately 6,755 square feet of X-1 Building, and approximately 1,600 square feet of D-1 Building at Broadway Terminal for a one year term. Tri-State Bulk Handling, Inc., is a bulk cargo stevedore who currently supports the Holcim cement and Gramcem® operations, as well as various other bulk cargo movements within the terminals. All three leases expire April 30, 2014.

The open space lease for approximately 16,920 square feet has an annual rental rate of \$6,420.00 (\$0.38/per square foot). The new open space lease would be at an annual rate of \$6,516.00 (\$0.39/per square foot), commencing May 1, 2014.

The current X-1 building lease for approximately 6,755 square feet expires April 30, 2014 at an annual rental rate of \$23,532.00 (\$3.48/per square foot). The new lease would have an annual rate of \$23,880.00 (\$3.54/per square foot), commencing May 1, 2014.

The current D-1 building lease for 1,600 square feet expires April 30, 2014 at an annual rental rate of \$6,528.00 (\$4.08/per square foot). The new lease would have an annual rate of \$6,625.00 (\$4.14/per square foot), commencing on May 1, 2014.

A motion was made to approve Resolution 2014-2-0019 to approve the Broadway Terminal lease renewals for open space, building X-1 and Building D-1 with Tri-State Bulk Handling as presented.

Moved by: R. DeAngelo

Seconded by: C. Chianese

Voting for motion: C. Bruner, C. Chianese, R. DeAngelo,
J. Gershen, J. Maressa, Jr., E. Martins,
R. Remington

Voting against motion: None

INFORMATION ITEMS**PHOENIX STRATEGIES / ARTLIP COMMUNICATIONS**

Mrs. Linda Artlip presented the marketing report and the status of activities performed by Phoenix Strategies/Artlip Communications.

The report was received and filed.

PORT SECURITY UPDATE

Mr. Jay Jones, Deputy Executive Director/FSO presented the Port Security Update report.

FEMA PREPAREDNESS & PROGRAM MANAGEMENT TECHNICAL ASSISTANCE PROGRAM: As reported previously, SJPC has submitted three applications through the NJ Office of Homeland Security & Preparedness (OHSP) for a FEMA Technical Assistance Grant. The U.S. Department of Homeland Security (DHS), Federal Emergency Management Agency (FEMA), National Preparedness Directorate (NPD) and Grant Programs Directorate (GPD), Technical Assistance (TA) Program seeks to build and sustain capabilities through specific services and analytical capacities across two primary functional areas: 1) Preparedness TA activities in support of the four homeland security mission areas (prevention, protection, response, and recovery) and 2) Homeland security program management.

SJPC is seeking technical assistance to enhance our planning and documentation for the following three areas: 1) Emergency Operations Plan, 2) Continuity of Operations Plan and 3) Evacuation Plan. The NJOHSP approved the applications at the state level and forwarded the applications to FEMA.

On January 14, 2014, we received notification from FEMA to schedule scoping call to fully define the tasks for each of the applications. The scoping call for the Continuity of Operations Plan was held on Friday, February 7, 2014 with representatives from FEMA and NJOHSP. As a result of the scoping call and subsequent vetting by FEMA, the technical assistance request was approved and the initial workshop is scheduled for the March 6, 2014 for the COOP development. The scoping call for the Evacuation Plan and the Emergency Operations Plan will be scheduled in the short term.

USCG SECTOR DELAWARE BAY ANNUAL COMPLIANCE INSPECTIONS: The USCG Sector Delaware Bay will conduct the annual Maritime Transportation Security Act - 33CFR105 compliance inspection for the Balzano Marine Terminal and the Broadway Terminal, as well as the annual Designated Waterfront Facility Inspection for the Balzano Marine Terminal on Thursday, March 20, 2014.

NJ OFFICE OF HOMELAND SECURITY AND PREPAREDNESS TRAINING: The SJPC and NJHSP have partnered once again to host the "Security Awareness and Vigilance for Everyone" (S.A.V.E.) training at the Broadway Terminal in Camden, NJ on Thursday, March 27, 2014. We offered the same training last summer and had almost 50 participants from a variety of industries, including SJPC security guards. The training is provided at no cost to SJPC or other community participants.

The report was received and filed.

PAULSBORO MARINE TERMINAL PROJECT UPDATE

The Paulsboro Marine Terminal Project report was presented by Mr. Marlin Peterson with the Gloucester County Improvement Authority.

Mr. Peterson reported on the test pile program designed to determine the length of piles to be specified in the wharf construction bids. This program will save significant costs by avoiding proposers quoting longer piles than needed at a greater cost to the project. Driving of the second test pile was performed yesterday and driving of the third test pile is scheduled for tomorrow, weather permitting. The tests results should be received within two weeks which will serve to confirm the length of the piles to specify in the Wharf's bid specifications. He added that the PMT-008M Modified Phase I Wharf bid documents have been completed and were previously scheduled for advertised January 31, 2014 but have been held pending authorization. The PMT-008M wharf contract includes the on-dock rail trestle, which is part of the TIGER III federal grant. The TIGER III schedule includes a completion date of December 2015. Furthermore, the OCIP program was recently extended to July 1, 2016. Wharf construction is expected to require at least 18 months. There is the added challenge to the schedule due to the Fish and Wildlife spawning moratorium that prohibits construction in the river for a period of time (Mar - Jun) each year that could cause delays. He stressed that the wharf contract needs to be let out very soon or there will be significant complications to completing the wharf as scheduled, which will impact compliance with the federal grant funding agreement and possibly the OCIP program expiration.

CHANGE ORDERS

No change orders are requested for presentation at this time.

CONSTRUCTION UPDATE

PMT-003: Substantial completion of the bridge portion of the contract was achieved December 20, 2013. Substantial completion of the roadway is pending completion of the guardrail and stripping components. Removing false work (e.g. overhand brackets), completing fender bolt-up, restoration of retaining wall & service road and other miscellaneous items continue as weather permits. Punch list generated and forwarded to contractor. See the Project Monthly Report for further details.

PMT-005: The project is substantially complete. Two remaining monitoring wells will be lowered to final design height once the existing surcharge stockpile has been relocated. This work is scheduled for April / May 2014 timeframe.

PMT-006: The project is substantially complete. Final surveys and project close-out continue.

PMT-008TP: Driving of 1st test pile commenced December 11 and completed December 20, 2013. False work for Test Piles 2 and 3 have been installed. Preparations continue for test pile driving during weeks of February 17th and 24th, 2014.

PMT-009: Select demolition, storm water pipe, sanitary sewer connections and electrical ductbank installation continue. Monitoring of surcharge indicate that primary settlement continues. Site stabilization of linear berm / esplanade was completed for winter months. Fill material hauling is approximately 96% complete. Fill material hauling and placement will resume in Spring 2014 following southern surcharge relocation activities.

PMT-S01: Perimeter landscaping and lawn maintenance for the Paulsboro Marine terminal has completed for 2013. A new landscaping and lawn maintenance contract will need to be conducted for years 2014 and 2015.

PROCUREMENT UPDATE

PMT-S02: A new perimeter landscaping and lawn maintenance contract for the Paulsboro Marine terminal was advertised February 11, 2014. This contract is scheduled to commence in spring 2014 and continue until November 2015. Bids are due March 13, 2014.

PMT-008: Wharf Construction. On March 25, 2013, all bids received as part of the Wharf Construction project were rejected. Bid documents for PMT-008M Modified Phase I Wharf Construction project have been prepared and reviewed by the Office of State Comptroller. In response to the award of Amendment No. 01 for the TIGER III grant, the upriver rail trestle has been integrated within the PMT-008M project. Advertisement of the PMT-008M contract was scheduled for January 31, 2014 but has been held pending finalization of tenant agreements.

PMT-015: Woodland Habitat Mitigation. The Woodland Habitat Mitigation (i.e. tree planting) contract was advertised on August 19, 2012. No bids were received by the due date of September 13, 2012. The team expects to commence the rebid of this contract in early 2014 following removal of existing phragmites from the PA-1 and PA-2 sites.

PMT-010: Terminal Civil Works. Based on available funding and the construction schedule, the balance of phase I civil works has been rescheduled such that public advertisement is targeted for the 2nd quarter of 2014. This contract is expected to follow after the completion of the PMT-009 fill material hauling activities.

PMT-E01: Material Handling - Mobile Harbor / STS Crane. Based on available funding and construction schedule, the mobile harbor or STS crane procurement has been targeted for public advertisement late in the 2nd quarter of 2014, in order to coincide with the completion of the wharf construction implementation schedule.

Refer to the enclosed Paulsboro Marine Terminal & Access Road and Bridge November and January 2014 Monthly Progress Reports, which include an Executive Summary, Critical Issues Identification, Construction Activities Update, OCIP, Project Budget Summary, Project Schedule, Construction Photographs and Submittal Logs for further details.

ACCOUNTING RECONCILIATION

A 3rd Quarter 2013 accounting reconciliation meeting between representatives of the GCIA and SJPC occurred on October 25, 2013. Based on the results of this meeting, no

outstanding or unresolved accounting issues have been identified. A 4th quarter 2013 reconciliation meeting will be scheduled for March 2014.

PUBLIC COMMENTS

The Acting Chairman asked if there were any public comments. Hearing none, he asked for a motion to adjourn the regular session meeting and enter closed session.

A motion was made to adjourn the Regular Open Meeting.

Moved by:	R. DeAngelo
Seconded by:	J. Maressa, Jr.

Voting for motion:	C. Bruner, C. Chianese, R. DeAngelo, J. Gershen, J. Maressa, Jr., E. Martins, R. Remington
Voting against motion:	None

At 12:51 p.m. the regular open session was adjourned.

I certify that this is a true copy of the Minutes of the South Jersey Port Corporation's Regular Open Session of the Board of Director's Meeting held Tuesday, February 25, 2014.

Jay Jones
Board Secretary

At 1:05 p.m., the Regular Session meeting was reopened.

RESOLUTION 2014-2-0020: AUTHORIZATION TO ADVERTISE FOR THE POSITION OF TREASURER / CFO

Staff reported that the Treasurer/CFO is planning to retire at the end of March 2014. The staff is seeking the Board's authorization to advertise the job opening to find candidates to fill the position of Treasurer and Chief Financial Officer for the Board's consideration and appointment to made at a future Board meeting.

A motion was made to adopt Resolution 2014-2-0020 to authorize staff to advertise to advertisement for candidates for the position of Treasurer/Chief Financial Officer .

Moved by: E. Martins
Seconded by: J. Maressa, Jr.

Voting for motion: C. Bruner, C. Chianese, R. DeAngelo,
J. Gershen, J. Maressa, Jr., E. Martins,
R. Remington

Voting against motion: None

The Acting Chairman asked if there were any additional items for regular session. Hearing none, he asked for a motion to adjourn the regular session meeting.

A motion was made to adjourn the Regular Open Meeting.

Moved by: J. Maressa, Jr.
Seconded by: R. DeAngelo

Voting for motion: All
Voting against motion: None

At 1:08 p.m. the regular open session was adjourned.

I certify that this is a true copy of the Minutes of the South Jersey Port Corporation's Regular Open Session of the Board of Director's Meeting held Tuesday, February 25, 2014.

Jay Jones
Board Secretary