

DELAWARE RIVER PORT AUTHORITY

BOARD MEETING

**One Port Center
2 Riverside Drive
Camden, NJ 08103
Wednesday, January 18, 2017**

PRESENT

Pennsylvania Commissioners

Ryan Boyer, Chairman of DRPA/PATCO Boards
Marian Moskowitz
Carl Singley, Esq.
Gary Masino
Joseph Martz
Victoria Madden, Esq. (for Pennsylvania Auditor General Eugene DePasquale; via telephone)
Kathryn Cerulli Joyce, Esq. (for Pennsylvania Treasurer Joseph Torsella; via telephone)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman
Albert Frattali
E. Frank DiAntonio
Charles Fentress
Richard Sweeney
Tamarisk Jones

DRPA/PATCO Staff

John Hanson, Chief Executive Officer, DRPA / President, PATCO
Maria Wing, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary
Stephen Holden, Deputy General Counsel
Kathleen Vandy, Assistant General Counsel
Richard Mosback, Assistant General Counsel
Monica Gibbs, Assistant General Counsel
James White, Chief Financial Officer
Toni P. Brown, Chief Administrative Officer
Robert P. Hicks, Chief Operating Officer
Michael Venuto, Chief Engineer
Vijay Pandya, Manager, Construction & Maintenance
William Shanahan, Director, Government Relations
Barbara Holcomb, Manager, Capital Grants
Jack Stief, Chief of Police, Public Safety
Michael Williams, Acting Director, Corporate Communications and Community Relations
Christina Maroney, Director, Strategic Initiatives

DRPA/PATCO Staff (Continued)

John Rink, General Manager, PATCO
Rohan Hepkins, Assistant General Manager, PATCO
John Lotierzo, Director of Finance, DRPA
Orville Parker, Budget/Financial Analysis, Finance
William Naulty, Senior Accounting Clerk, Finance
Darcie DeBeaumont, Manager, Accounting
Jennifer DePoder, Financial Analyst, Finance
Jeffrey Teller, Financial Analyst, Budget/Financial Analysis
Mark Ciechon, Director of Finance, PATCO
David Aubrey, Manager, Internal Audit
Susan Squillace, Manager, Procurement and Stores
Amy Ash, Manager, Contract Administration
Steve Reiners, Director, Fleet Management
Laura Boucher, Police Officer, Transit
Kevin Duran, Police Officer, Transit
Katherine Hilinski, Records Manager, OGC
Sheila Milner, Administrative Coordinator, OGC
Nancy Farthing, Executive Assistant to the CEO
Dawn Whiton, Administrative Coordinator, Office of CEO

Others Present

Thomas Huth, Associate Counsel, New Jersey Governor's Authorities Unit
Chelsea Rosebud Guzowski, Director of Economic & Strategic Initiatives, Pennsylvania
Governor's Office of the Budget
David Dix, Assistant to Chairman Ryan Boyer (via telephone)
Christopher Gibson, Esq., Archer & Greiner (New Jersey Counsel)
David Rapuano, Esq., Archer & Greiner (New Jersey Counsel)
Alan Kessler, Esq., Duane Morris LLP (Pennsylvania Counsel; via telephone)
Stephanie Wahba, Esq., Duane Morris LLP (Pennsylvania Counsel)
Arnold Alston, Vice President, Wells Fargo
John Boyle, Citizens Advisory Committee
Tony DeSantis, Citizens Advisory Committee
Michael Rochester, Citizens Advisory Committee
Joe Quigley

OPEN SESSION

Notice

The Corporate Secretary announced that pursuant to its by-laws public notice of this meeting of the DRPA Board of Commissioners has been given by posting proper notice in the lobby at One Port Center and by issuing proper notice to the public and news media.

Roll Call

Chairman Boyer called the meeting to order at 9:00 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairman Boyer, Vice

Chairman Nash, DiAntonio, Singley, Frattali, Masino, Sweeney, Fentress, Martz, Moskowitz, Jones, Madden and Joyce.

Comment by Chairman Boyer

Chairman Boyer expressed his apologies to the riding public for the PATCO train breakdowns that occurred on Tuesday, January 17, 2017. He assured the public that PATCO was taking every precaution to ensure that the problems would not reoccur.

Public Comment

There was no public comment.

Report of the Chief Executive Officer

Chairman Boyer asked the CEO to give his report. Mr. Hanson advised his report stood as submitted, but he wanted to highlight several items. Mr. Hanson echoed Chairman Boyer's comments regarding the PATCO train problems on Tuesday, January 17, 2017. He stated that PATCO had worked round the clock to repair and replace 21 train motors. Mr. Rink, General Manager of PATCO, also discussed the efforts that PATCO undertook to remedy the train problems.

Mr. Hanson acknowledged two DRPA police officers who had shown exemplary stewardship, Laura Boucher and Kevin Doran. Mr. Hanson also noted that the DRPA has been awarded the Certificate of Achievement Award for Excellence in Financial Reporting for the 24th consecutive year. He acknowledged the following employees as having been primarily responsible for the efforts that led to winning the award: CFO James White, Darcie DeBeaumont, Jennifer DePoder, Jeffrey Teller, Fritz Sims, and Mike DiGiamberardino. Mr. Hanson also reported on an appreciative letter from a customer regarding the free PATCO trains on New Year's Eve, praised DRPA employees for participating in the Adopt A Family program during the holiday season and acknowledged Heather Still, Administrative Coordinator at PATCO, for submitting the year's winning safety slogan – "Safety Never Takes a Day Off."

After Mr. Hanson's comments, Chief Engineer Venuto presented a video that showed the process involved in painting the Walt Whitman and Commodore Barry Bridges.

Chairman Boyer called for a motion to approve the CEO's Report. Commissioner Fentress moved the motion and Commissioner Sweeney seconded the motion. There were no questions or comments on the CEO's Report. All Commissioners in attendance voted in the affirmative, approving the CEO's Report.

Report of the Chief Financial Officer

After congratulating CFO White and his staff for receiving the Certificate of Achievement Award for Excellence in Financial Reporting, Chairman Boyer asked the CFO to give his report. Mr. White advised that his report stood as submitted, he highlighted several items, including a number of Finance Committee/Staff accomplishments: the "delayed transactions" E-ZPass initiative; debt/swap initiatives, including the termination of three LOCs by direct purchase loans; improvement in the PDP bond ratings; and the DRPA's continuing exit from legacy economic development projects.

2016 Second and Third Quarter Financials

Chairman Boyer called for a motion to receive and file the 2016 second and third quarter financials. Commissioner Sweeney moved the motion and Commissioner DiAntonio seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative to receive and file the 2016 Second and Third Quarter Financials.

Approval of the December 7, 2016 DRPA Board Meeting Minutes

Chairman Boyer announced that the minutes of the December 7, 2016 DRPA Board Meeting were previously provided to the Governors of New Jersey and Pennsylvania and the DRPA Commissioners. Chairman Boyer called for a motion to approve the December 7, 2016, PATCO Board Meeting Minutes. Commissioner Masino moved the motion and Commissioner Sweeney seconded the motion. There were no comments or corrections on the Minutes. All Commissioners in attendance voted in the affirmative to approve the Minutes.

Receipt and Filing of the Monthly Lists of Payments, Purchase Orders and Contracts Covering the Month of December 2016

Chairman Boyer announced that the Monthly List of Payments covering the month of December 2016 and the Monthly List of Purchase Orders and Contracts covering the month of December 2016 were previously provided to all Commissioners. Chairman Boyer called for a motion to receive and file the lists. Commissioner Frattali moved the motion and Commissioner Masino seconded the motion. There were no questions or comments on the lists. All Commissioners in attendance voted in the affirmative and the motion carried.

Approval of Finance Committee Meeting Minutes of January 4, 2017

Chairman Boyer announced that the Minutes of the Finance Committee meeting of January 4, 2017 were previously provided to all Commissioners. Chairman Boyer called for a motion to approve the Minutes. Commissioner Frattali moved the motion and Commissioner Masino seconded the motion. There were no questions or comments on the Minutes. All Commissioners in attendance voted in the affirmative to approve the Minutes.

Adoption of Resolutions Approved by Finance Committee of January 4, 2017

Chairman Boyer announced that there were two (2) Resolutions from the Finance Committee meeting of January 4, 2017 for consideration. They were as follows:

- | | |
|--------------------|--|
| DRPA-17-001 | Authorization to Reallocate Unspent PDP Bonds (Series B) and Related Interest Rate Swap Proceeds for Certain Other Capital Projects |
| DRPA-17-002 | Authorization to Defer Effective Date of Biennial CPI-Based Toll Increase to January 1, 2019 |

Chairman Boyer called for a motion to adopt the two Resolutions. Commissioner Masino moved the motion and Commissioner Frattali seconded the motion. There were no questions or comments on the Resolutions. All Commissioners in attendance voted to adopt the Resolutions.

Approval of Operations & Maintenance Committee Meeting Minutes of January 10, 2017

Chairman Boyer announced that the Minutes of the Operations & Maintenance Committee meeting of January 10, 2017 were previously provided to all Commissioners. Chairman Boyer called for a motion to approve the Minutes. Commissioner Frattali moved the motion and Commissioner Masino seconded the motion. There were no questions or comments on the minutes. All Commissioners in attendance voted in the affirmative to approve the Minutes.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on January 10, 2017

Chairman Boyer announced that there are seven (7) Resolutions from the Operations & Maintenance Committee Meeting of January 10, 2017 for consideration. They were as follows:

| | |
|--------------------|---|
| DRPA-17-003 | Contract No. BF-42-2014(R), Benjamin Franklin Bridge Miscellaneous Right-of-Way Repairs |
| DRPA-17-004 | Capital Project Contract Modifications |
| DRPA-17-005 | Design Services for Walt Whitman Bridge Corridor Rehabilitation – PA Approach |
| DRPA-17-006 | Ten (10) 2017 Ford Interceptor Patrol Vehicles |
| DRPA-17-007 | Four (4) 2018 Cab and Chassis Trucks; One (1) Tractor |
| DRPA-17-008 | One (1) Bucket Truck |
| DRPA-17-009 | Grant of Permanent Easements to PSE&G to Construct, Install and Maintain Transfer Station to be Constructed on a Concrete Pad at the Waterfront Tech Parking Lot Located at Block 139.02, Lots 1 & 2 |

Chairman Boyer called for a motion to adopt the seven (7) Resolutions. Commissioner Fentress moved the motion and Commissioner Frattali seconded the motion. There were no questions or comments on the Resolutions. All Commissioners in attendance voted in the affirmative to adopt the Resolutions.

Approval of Labor Committee Meeting Minutes of January 10, 2017

Chairman Boyer announced that the Minutes of the Labor Committee meeting of January 10, 2017 were previously provided to all Commissioners. Chairman Boyer called for a motion to approve the Minutes. Commissioner Frattali moved the motion and Commissioner DiAntonio seconded the motion. There were no questions or comments on the minutes. All Commissioners in attendance voted in the affirmative to approve the Minutes.

Adoption of Resolution Approved by Labor Committee of January 10, 2017

Chairman Boyer announced that there was one (1) Resolution from the Labor Committee meeting of January 10, 2017 for consideration. It was as follows:

DRPA-17-010

Reappointment of Chief Executive Officer for the Delaware River Port Authority and President of the Port Authority Transit Corporation

Chairman Boyer called for a motion to adopt the Resolution. Commissioner Fentress moved the motion and Commissioner Sweeney seconded the motion. There were no questions or comments on the Resolution. All Commissioners in attendance voted in the affirmative to adopt the Resolution.

Unfinished Business

There was no DRPA Unfinished Business.

New Business

There was no DRPA New Business.

Citizens Advisory Committee Report

John Boyle, speaking on behalf of the Citizens Advisory Committee, reported on a number of issues that the committee had discussed at their last meeting. The issues included:

- The 5th Street Tunnel's bike lane had been filled with snow after the tunnel was plowed and DRPA promptly remedied the situation.
- Franklin Square project was moving forward.
- How PATCO service issues are communicated to customers, including the possibility of posting real time data on electronic boards at PATCO stations and the need to have better communications with SEPTA and NJDOT.
- Membership level of CAC – NJ has 13 members, PA only has 6 members. Asked if anyone knew of individuals who would consider joining the CAC.

Meeting Held in Abeyance

At 9:47 a.m., Chairman Boyer stated that the DRPA Board meeting would be held in abeyance and the PATCO Board Meeting would convene.

Adjournment

With no further business, Commissioner Fentress moved to adjourn and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted to approve the motion and the meeting adjourned at 10:36 a.m.

Respectfully submitted,

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary