

DELAWARE RIVER PORT AUTHORITY
Minutes of the February 20, 2013 Board Meeting
One Port Center, Camden, New Jersey
Wednesday, February 20, 2013, 9 a.m.

Present

PENNSYLVANIA

David Simon, Chairman
Kathryn Boockvar (DePasquale)
William Sasso, Esquire
Walter D'Alessio
Joanna Cruz, Esquire (via telephone)
Joann Bell
Andrew Reilly, Esquire

Officers and Chiefs

John Matheussen, CEO
Michael Conallen, Deputy CEO
Danielle McNichol, General Counsel
and Corporate Secretary
John Hanson, CFO
Toni Brown, CAO
Mike Venuto, Chief Engineer
John Rink, PATCO, General Manager

DRPA Staff

Fran DiCicco, Administrative Coordinator
Ann DuVall, Executive Assistant to CEO
Tim Hoaglund, Public Safety
Timothy Ireland, Director, Corp. Comm.
Charles Kain, Project Manager
Kevin LaMarca, Director, IS
Sheila Milner, Administrative Coordinator
Elizabeth McGee, Administrative Assistant
Charles Price, Public Safety
Thomas Raftery, Inspector General
Bill Shanahan, Director, Government Rel.
Cheryl Spicer, Assistant General Manager,
PATCO
Susan Squillace, Manager, Purchasing
Jack Stief, Acting Police Chief,
Public Safety
Jim White, Director Finance
Mike Williams, Graphic Design Administrator

NEW JERSEY

Jeffrey L. Nash, Esquire, Vice Chair
Al Frattali
Richard Sweeney
Charles Fentress
Rick Taylor
Denise Mason
Tamarisk Jones

Counsel

Christopher Gibson, Archer & Greiner,
NJ Counsel
Tom Ellis, Duane Morris, PA Counsel

Others

Kerstin Sundstrom, Assistant Counsel, NJ Gov.
Authorities Unit
Christopher Sullivan, PA Governor's Office
Louis Agre (IUOE)
Charles Joyce (FOP)
Julie Still (CAC)
Jonathan Latko (CAC)
Anthony DeSantis (CAC)
Bill Doldow
Steve Moore
Rich Franzini
Brett Toomey
Jack Costello
Vince Lanzilotti
Casey Oakes (Sen. Lautenberg's Office)
Nicole Micun
Joe Quigley

The Corporate Secretary announced that pursuant to the By-Laws of this Authority, 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 issuing proper notice to the public and news media.

Chairman Simon called the meeting to order and asked that the Corporate Secretary call the roll. The Corporate Secretary announced that there was a quorum. Chairman Simon presided.

Report of the Chief Executive Officer

Mr. Matheussen thanked the Chairman, said his report stands as submitted and that he planned to highlight several items.

He advised the Commissioners the Department of Engineering's Month of December, 2012 Program Performance Report was in the front flap of their books and that Chief Engineer Mike Venuto could provide additional information.

Mr. Matheussen asked Jack Costello to stand and complimented Mr. Costello for serving the Authority very well for 29 years in the Purchasing Department. He said Mr. Costello also holds the record for the most winning annual safety slogans and wished him all the best in this new chapter of his life.

Mr. Matheussen asked Vince Lanzilotti to stand and said the Authority has been fortunate to have benefitted from his expertise as a Project Analyst for 18 years. He also wished Mr. Lanzilotti well in his retirement.

Mr. Matheussen indicated Commissioner Walter D'Alessio is being honored in mid-March by the Philadelphia Business Journal with an "Outstanding Directors Award" for serving the PA Real Estate Investment Trust. He congratulated the Commissioner on his accomplishments.

Mr. Matheussen said Vice Chair Jeff Nash was recently honored by the non-profit community organization 'Save Our Waterfront' with the "North Camden Hero Community Service" Award during its recent 20th anniversary celebration. He said this award was for Commissioner Nash's longstanding leadership efforts for revitalization in North Camden and congratulated him on this award.

Mr. Matheussen acknowledged Chief Engineer Mike Venuto received the "Outstanding Service Award" last week from The Engineer's Club of Philadelphia, and extended congratulations to Mr. Venuto for this honor not only for his engineering accomplishments, but especially for his extensive involvement in community, youth sport and educational pursuits.

He also complimented Mr. Venuto, Mr. Shanahan, Ms. Holcomb and the Grants Department for their hard work for DRPA's submission to DVRPC's NJ Funding Sub-Committee for DRPA's Ben Franklin Bridge Camera and Call Station project. The project received unanimous recommendation from the committee to move to the next step which is presentation to DVRPC's Regional Technical Committee for a vote to move to the full DVRPC Board for funding approval. He indicated this is a project on which the Chair has requested regular updates at future Board meetings. Mr. Matheussen also discussed the BFB Bike Ramp Project

and said this project will be coming before the public in the future. Mr. Matheussen called on Mr. Venuto to discuss the project. Mr. Venuto said that the consultant has performed site survey work, structure evaluation and pedestrian counts. They will complete three concept plans by the end of the month. There will be stakeholder meetings soon followed up by public meetings and indicated information will be provided to the Operations and Maintenance Committee on this subject on March 6 to be followed by presentation to the full Board in the future. Mr. Venuto said he and the Grants Department recently met with staff from Camden County, NJDOT and DVRPC on this subject in an effort to identify the possibility of grant funding for the project. Mr. Matheussen said funds for this project in the amount of \$3.5M are in the budget for this year and next, but that does not preclude the Authority from looking for additional funding opportunities.

Mr. Matheussen advised the Board that the DRPA/PATCO was deemed eligible by the Federal Emergency Management Agency (FEMA), with regard to the October, 2012 Category 2 Hurricane Sandy, to submit requests for and receive up to 75% of cost associated with Debris Removal, Emergency Protective Measures and Disaster Related Damages. Qualifying expenses the Authority incurred included costs for employee overtime expenses, materials, equipment cost, debris removal and emergency protective measures taken. He indicated while DRPA/PATCO facilities fortunately did not receive a lot of damage, FEMA approved a total reimbursement of \$ 56,311.59.

Mr. Matheussen advised that during the last week of January, more than 3 dozen DRPA police, emergency planning, public affairs and executive staff members completed a crisis management training program at Texas A&M University, funded by a grant from the US Department of Homeland Security. He said the training was valuable for how to operate a multi-jurisdictional command center during a natural or man-made disaster. He acknowledged Mr. Rink, Mr. Ireland and Mr. Venuto were available to provide additional comments if desired. Mr. Matheussen said this was an important training opportunity for Authority staff based on regular significant drills DRPA/PATCO holds and participates in with other regional partners. He also said next year there will be a regional drill involving a problem in a subway in Philadelphia, and training such as this in Texas is meaningful for preparation by Authority staff.

Mr. Matheussen said that he and Vice Chair Nash made a presentation to the Rowan Board of Trustees last week providing an update that work on the Environmental Impact Statement (EIS) on the Glassboro-Camden Line has resumed. Mr. Matheussen invited Vice Chair Nash to comment further on the presentation and Vice Chair Nash said the GCL is the single most important project in South Jersey and he is very proud the Authority is participating with NJ TRANSIT to make it happen.

Mr. Matheussen also said yesterday, he and several staff members, along with members of the consultant team and staff from NJ TRANSIT, met with Ms. Brigid Hynes-Cherin, the FTA Regional Administrator for Region III, for a productive discussion on the GCL project as it continues to move forward. He indicated NJ TRANSIT is very much a partner as they are funding the EIS. Mr. Matheussen said the FTA provided very helpful information on progressing the EIS and that the FTA's leadership in this regard is extremely important.

This concluded his CEO Report.

Report of the Chief Financial Officer

Mr. Hanson stated the KPIs have been provided and they were created by the Lean Government Team and are now produced by Deputy CEO Conallen. His staff envisions going over them in detail every other Board meeting and will be provided monthly to the Board members.

Mr. Hanson stated that he wanted to highlight some key numbers that were reported to the Finance Committee last week. He stated they are worth reporting to the full Board based on 2012 performance versus 2011. He stated that with respect to DRPA toll revenues, they were up \$25,124.75 in actual revenues. Mr. Hanson stated that PATCO ridership was up by 110,000 riders and the revenues were up by \$2.2M or almost 8-1/2%. He stated that over budget the 2012 actual toll revenues exceeded budget by \$5.4M or 2% and PATCO revenues exceeded revenue by \$300,000 or about 1%. Mr. Hanson stated that the revenue picture is above last year significantly and comfortably above budget this year. On the expense side, DRPA expenses were \$3.3M below budget and PATCO's actual expenses were \$3.4M below budget. Mr. Hanson stated that as of January 31, 2013, there is \$272.8M in the general fund as well as a \$40.6M IOU from the project fund. He stated that DRPA has exhausted the Project Fund and we are using the General Fund to finance the project fund. We have used \$40.6M as of January 31, 2013 and the Board has passed a Resolution to allow us to reimburse the General Fund out of the next bond issue. Mr. Hanson stated that we are still working and achieving the goals that were set out in the financial plan and we have paid down almost \$100M in debt. He stated that we are working on the restructuring of the Letters of Credit (LOCs) which support the variable rate bonds and expect that to save the Authority \$4-\$5M annually and the next step we will be considering a Resolution to replenish the Project Fund for capital purposes.

Mr. Hanson stated that the Strategic Planning Committee, which is being chaired by Commissioner Cruz and Commissioner Jones and himself and supported by the Deputy CEO Conallen, Mr. Raftery, Mr. Matheussen and a number of other people on staff and they are on track. He stated that they have been meeting regularly and gone through the Management Audit recommendations and we have put into categories and will report to the Board at the March meeting those recommendations and the status.

Approval of January 16, 2013 DRPA Board Meeting Minutes

The Minutes of the January 16, 2013 Board Meeting of the Delaware River Port Authority were previously provided to the Governor of New Jersey and the DRPA Commissioners and there were no comments.

On motion duly made and seconded, the Minutes of the January 16, 2013 Board Meeting were approved.

Receipt and Filing of the Monthly List of Payments Covering the Month of January 2013

The Monthly List of Payments covering the month of January 2013 was previously provided to all Commissioners and there were no comments.

Receipt and Filing of the Monthly List of Purchase Orders and Contracts Covering the Month of January 2013

The Monthly List of Purchase Orders and Contracts covering the month of January 2013 was previously provided to all Commissioners and there were no comments.

On motion duly made and seconded, the Monthly List of Payments Covering the Month of January 2013 and the Monthly List of Purchase Orders and Contracts covering the month of January 2013 were received and filed.

Approval of Operations & Maintenance Committee Report of February 6, 2013

The Report of the Operations & Maintenance Committee Meeting of February 6, 2013 was previously provided to all Commissioners and there were no comments.

On motion duly made and seconded, the Report of the Operations & Maintenance Committee of February 6, 2013 was approved.

Adopt Resolutions Approved by Operations & Maintenance Committee of February 6, 2013

Contract No. PATCO-50-2012, Phase I Repairs of PATCO Ventilation Vaults

Mr. Venuto stated that staff would like to negotiate a construction contract with JPC Group, Inc. to perform the construction of the Phase I Repairs of PATCO Ventilation Vaults in the amount of \$1,957,270. He said that this will replace the existing ventilation vault sidewalk grates and frames at the PATCO stations in Philadelphia and Camden. He stated that this project was publicly advertised with seven sets of documents sold. Mr. Venuto stated that four bids were received and after staff evaluated the bids, it was determined that JPC Group, Inc. was the low responsive and responsible bidder.

Construction Monitoring Services for Contract No. PATCO-50-2012, Phase I Repairs of PATCO Ventilation Vaults

Mr. Venuto stated there is usually a construction monitoring firm to monitor the work of the contractor and to perform onsite inspection services with a resident engineer. He stated that he has some internal questions. He stated that this project has been through the Operations & Maintenance Committee, but at this time he would like to hold off on the final approval of the construction monitoring firm until he can verify a few additional details and it will be brought back at the March Board meeting. Mr. Venuto stated that there is no question regarding the firm; he stated that he has some questions on the Summary Statement and he would like to confer with the Engineering Department before presenting to the full Board.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-016

**Contract No. PATCO-50-2012, Phase I Repairs of
PATCO Ventilation Vaults**

Chairman Simon stated that DRPA-13-017 will be deferred until March, 2013.

2013 Dump Truck (2)

Mr. Pulte stated that the Authority has a complete Fleet Department that is in charge of all of the vehicles. He stated that we have reduced the amount of vehicles from 400 down to approximately 300 vehicles. He said that each time the Authority comes to the Board for approval for purchasing of a new vehicle or dump truck; we take another vehicle out of service. He said that the DRPA also does a sharing with PATCO and Bridge Operations, depending on what the needs. Mr. Pulte staff would like to negotiate a purchase contract with Bucks Co. International to purchase two 2013 International Dump Trucks in the amount of \$118,268 each for a total of \$236,536. He stated that these dump trucks are being purchased under State of New Jersey Contract.

Seven (7) 2013 Ford Patrol Vehicles, Two (2) 2013 Ford SUV Patrol Vehicles

Mr. Pulte stated that staff would like to negotiate a purchase contract with Celebrity of Morristown, LLC, d/b/a Beyer Chrysler Dodge Jeep Ram to purchase seven 2013 Ford Police Vehicles in the amount of \$35,000 each for a total of \$245,000 and two 2013 Ford SUV Patrol Vehicles for PATCO in the amount of \$35,994 each for a total of \$316,988. He stated that the nine vehicles are coming out of service and these are 2009 which have approximately 130,000 miles when they are pulled out of service. He stated these vehicles are being purchased under Commonwealth of Pennsylvania Contract.

Auto Parts Contract for DRPA and PATCO

Mr. Pulte stated that staff would like to negotiate a one year contract with NAPA Auto Parts for the purchase of Aftermarket Automotive Parts for the DRPA and PATCO in the amount of \$165,000. The purpose of this contract is to negotiate a supply contract to purchase auto part to support the fleet operations at the lowest overall cost available and maintain an adequate inventory of auto parts. He stated that the Authority has decided not to warehouse parts and found it more efficient to draw the parts in when they are needed and found it more cost effective.

Procurement and Delivery of Highway Rock Salt for DRPA and PATCO Facilities

Mr. Pulte stated that staff would like to negotiate a contract with International Salt Company to purchase 3,700 tons of highway rock salt in an amount not to exceed \$198,476. This contract will allow DRPA and PATCO to have the necessary supply of rock salt to clear the bridges, highways and parking lots during the winter season. Mr. Pulte thanked Ms. Squillace of Purchasing for her assistance with the Auto Parts and Rock Salt contracts.

Annual Church Requests for Parking Under the Ben Franklin Bridge in Philadelphia

Mr. Pulte stated that staff would like to enter into an agreement with three churches in Philadelphia for the calendar year 2013 allowing special event parking under the Ben Franklin Bridge located long Florist Street between 3rd and 4th Streets and/or between 2nd and 3rd Streets. He stated that DRPA incurs no Operations Staff for these events.

On motion duly made and seconded, the following Resolutions were adopted and made the action of the Authority:

- DRPA-13-018 2013 Dump Trucks (2)**
- DRPA-13-019 Seven (7) 2013 Ford Patrol Vehicles, Two (2) 2013 Ford SUV Patrol Vehicles**
- DRPA-13-020 Auto Parts Contract for DRPA and PATCO**

Commissioner Taylor abstained from voting on DRPA-13-020.

- DRPA-13-021 Procurement and Delivery of Highway Rock Salt for DRPA and PATCO Facilities**
- DRPA-13-022 Annual Church Requests for Parking Under the Ben Franklin Bridge in Philadelphia**

PARTSWG Regional Cooperative Agreements
PARTSWG Regional Public Security Awareness (PSA), Phase II Project
PARTSWG Regional Public Security Awareness (PSA), Phase II Project

Mr. Shanahan stated that Regional Transit Security Working Groups were created by DHS in 2005. The goal was to develop regional security strategies which were then uploaded into the federal government for their overall federal strategy. He stated that these are within the transit sector and also within specific geographic regions. Once the strategies are established, the groups then develop projects based on anticipated federal funding associated with DHS's Transit Security Grant Program. Mr. Shanahan stated that the group in our area is the Philadelphia Regional Transit Security Working Group (PARTSWG). He stated that although this is created by DHS to streamline the process and to reduce and eliminate redundancies, however, there is no legal corporate body to this group. Today all grants are directed right to the agency even the regional grants. He continued that DRPA is the Chair and administers these grants on behalf of the region; therefore the Authority's Legal Department with the assistance of outside counsel has developed a Regional Cooperative Agreement to establish roles, responsibilities and lines of liability on behalf of the agencies that encompass PARTSWG. Mr. Shanahan stated that this Resolution allows DRPA to enter into this Cooperative Agreement with their PARTSWG partners, NJTransit, SEPTA and Delaware Area Rapid Transit.

On motion duly made and seconded, the following Resolutions were unanimously adopted and made the action of the Authority:

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| DRPA-13-023 | PARTSWG Regional Cooperative Agreements |
| DRPA-13-024 | PARTSWG Regional Public Security Awareness (PSA),
Phase II Project |
| DRPA-13-025 | PARTSWG Regional Public Security Awareness (PSA),
Phase II Project |

Utilization of Riverlink Ferry for Training Purposes

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

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| DRPA-13-026 | Utilization of Riverlink Ferry for Training Purposes |
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Adopt Resolutions Approved by Finance Committee of January 9, 2013

Network Infrastructure Upgrades – Core Switch Replacement

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

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| DRPA-13-027 | Network Infrastructure Upgrades – Core Switch
Replacement |
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**Southeast Youth Athletic Association (SEYAA) Carnival on DRPA (WWB) Property at 7th
and Bigler in Philadelphia**

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

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| DRPA-13-028 | Southeast Youth Athletic Association (SEYAA)
Carnival on DRPA (WWB) Property at 7th and Bigler
in Philadelphia |
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Approval of Finance Committee Report of February 13, 2013

The Report of the Finance Committee Meeting of February 13, 2013 was previously provided to all Commissioners and there were no comments.

On motion duly made and seconded, the Report of the Finance Committee of February 13, 2013 was approved.

Adopt Resolutions Approved by Finance Committee of February 13, 2013

DRPA Pollution Legal Liability Policy

Ms. Brown is seeking authorization to renew the existing six month extension policy which expires on March 26, 2013. She stated that Aon marketed the coverage to several insurance carriers in order to secured the most competitive pricing, terms and conditions. She stated that in Aon's opinion the incumbent AIG offered the most competitive pricing, terms, and conditions. Ms. Brown stated that we were able to secure a number of policy enhancements, many of which have been outlined in the Summary Statement. She stated that due to the Authority's perpetual obligation to indemnify Lockheed and others against liability and to perform certain environmental remediation, it is Aon's recommendation that we accept the ten (10) year policy term that has been offered. The renewal offer proposed by AIG maintains the existing \$20M aggregate limit and it also maintains the \$100,000 deductible and a \$200,000 aggregate deductible. In the event that we were the reach the \$200,000 aggregate deductible, then the deductible would be reduced to \$25,000 for each and every claim. We were able to secure a multi-year policy term; AIG has offered a minimum return earned premium proposal. The premium for the ten (10) year policy option would be \$238,885, net of commission. It is still the recommendation of Aon that we continue to secure the optional terrorism insurance which would be an additional 3% of the total policy premium. In order to put this premium into proper perspective, Ms. Brown stated the last time we went out to purchase a ten (10) year policy term for this particular coverage was back in 2001 and at that time we paid \$327,555 plus an additional \$32,752 for a service fee for a total of approximately \$360,000. She said that this ten (10) year policy option would be \$238,885, and would be net of commission there would be no service fee. Ms. Brown indicated that the premium would be a savings of approximately \$120,000 for the ten (10) year term.

Chairman Simon stated that this was Aon's recommendation; and asked if it is also management's recommendation? Ms. Brown answered affirmatively.

Commissioner Sasso inquired whether there were any prior claims. Ms. Brown stated that there was one claim involving a coverage issue and it was worked out with General Counsel some time ago. Ms. Brown further stated that the claim was not from one of the tenants, it was a remediation situation.

Commissioners Reilly and Sasso abstained from voting.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-029 DRPA Pollution Legal Liability Policy

Authorization for Issuance of Revenue Bonds

Mr. Hanson stated that DRPA's Project Funds are exhausted for the capital program. This borrowing was anticipated in the previous toll increases that the Authority had and actually we

have roughly \$800M capacity to borrow for our capital program. We need to borrow to replenish the Project Fund for the capital projects as well as the General Fund and now is a very good time. He stated that interest rates are still at historic lows and we would like to move quickly on this borrowing. He stated that another issue that the Authority is watching closely with our financial advisors is that interest rates could move further if action is taken on municipal tax exemption whether it is eliminated or capped. That would have a lot of implications for the Authority both on its borrowings as well as on its existing swap portfolio. Mr. Hanson stated that right now the Authority would like to replenish the General Fund and Project Fund for capital projects. We are also planning after these project funds are exhausted, it is the Authority's plan to "build a pay as you go" Capital Fund to begin to diminish the Authority's reliance on borrowing to fund its capital program. He stated that he has had discussions with Mr. Matheussen, the financial advisors and the Finance Committee.

Chairman Simon asked Mr. Hanson to describe in more detail for the Commissioners as well as the public what the funds would be used for. Mr. Hanson stated that the funds would be used for the capital program. The capital program's origins are with the biennial inspections and the capital program is primarily created by Chief Engineer Venuto and his department through the budget process overseen by Deputy CEO Conallen, CEO Matheussen, reviewed by the Finance Department. He said that those items on the capital program only relate to the Authority's core mission – the bridges, the PATCO line and the items necessary to support them.

Vice Chair Nash stated that this is a significant borrowing but it is under a foundation that is important for the public to understand. First, before this borrowing took place, the Operations & Maintenance Committee and this Board approved a pare down capital program so that what we are funding are only those core mission items that relate to the safety and security of the core mission – the bridges and PATCO and because the Authority has paid back a significant amount of debt and has not borrow any new money in several years, the rating agencies in Wall Street have viewed the bond rating and capacity of the Authority as favorable. Vice Chair Nash stated that we now have historically low rates that we are borrowing at and most importantly, it does not appear that this borrowing will cause a toll increase because of this borrowing. Mr. Hanson stated that it was anticipated previously and even with the anticipated borrowing, the debt service that DRPA will pay in 2013 would be almost \$10M less than what it paid in 2010 because of the Board's actions to pay down debt and to refund the other debt. Vice Chair Nash stated that it is a credit to the Finance Department and the administration.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-030

Authorization for Issuance of Revenue Bonds

Unfinished Business

There was no DRPA unfinished business.

New Business

Item 1 – Consideration of Pending DRPA Contracts (Between 25,000 and \$100,000)

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-031 Consideration of Pending DRPA Contracts (Between 25,000 and \$100,000)

Item 2 – Selection of Qualified Counsel to Provide Legal Services to DRPA and PATCO

Ms. McNichol stated that for the professional legal services that are provided to the DRPA, a list has been compiled (attached) that she is able contact and contract with to provide services to the DRPA. She stated that the list has been reviewed and each one of the firms has met the minimum qualifications that are required for the RFQ and they have also been vetted through the Inspector General. Ms. McNichol stated that there is one firm that has not submitted their Political Contribution certificate and we would not be able to contract with them until they provide that information to the Authority.

Chairman Simon, Vice Chair Nash and Commissioner Reilly recused from consideration of this matter and abstained from voting.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-032 Selection of Qualified Counsel to Provide Legal Services to DRPA and PATCO

Item 3 - Approval for 2006-2013 Update to the Master Plan

Mr. Conallen stated that staff is seeking approval of the Board for an update to the 2006-2013 Master Plan. He stated that this Master Plan includes all capital projects which were included in approval capital plans and economic development projects that were previously approved by the Board. Mr. Conallen stated that it is important to note that there are no new projects, but rather it is just an update to the Master Plan document. He stated that the intent to completely meet the technical requirements of the Compact by including all publicly approved projects in a document entitled Master Plan. He stated that once the Authority confirms compliance with the DRPA Compact legislation, an approval of this update, the Master Plan will be adopted and posted on DRPA website for public review and comment.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-033 Approval for 2006-2013 Update to the Master Plan

Item 4 – Adoption of General Fund Investment Policy

Mr. Hanson stated that an update of our investment policy was undertaken at the direction of the Finance Committee. He stated that the Authority has worked with the financial advisors, Public Financial Management and their group that is dedicated to investment. We have gotten feedback from our financial advisors and from the people who currently handle the investments to create this plan. It has gone through the Finance Committee and has gotten feedback from other financial advisors at Acacia and also from the people who currently handle the investments for the General Fund. We expect this to take effect on July 1, 2013, but this is an important step toward being able to RFP the investment advisor services and to have this strong updated investment policy.

Chairman Simon stated that it would be fair to say that this is a very conservative policy in terms of investment risks and other items. Mr. Hanson stated if you look at Section 2 of the policy, General Objectives, the first objective is safety. The second objective is liquidity which focuses on how to earn money on our General Fund while maintaining great safety and liquidity. Chairman Simon inquired that in the existing policy, did we have a section that is regarding ethics and conflicts. Mr. Hanson stated that there was a more abbreviated section which has now been expanded.

On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-13-034 Adoption of General Fund Investment Policy

Citizens Advisory Committee Update

Chairman Simon acknowledged two members of the Citizens Advisory Committee. He thanked them for their continued interest in the Authority. There was no report from the Citizens Advisory Committee.

Mr. DeSantis had two questions. The first item was a confirmation that the DRPA paid for the demolition and the State of New Jersey decided not to reimburse the Authority for that. John Matheussen confirmed this. The second issue was what the terms are for the State of New Jersey and whether New Jersey Transit will compensate the Authority for doing the study. Mr. DeSantis wanted to know whether we received the money and if the Authority does not receive the reimbursement, is there any legal recourse that the Authority has so that New Jersey Transit pays. Mr. Matheussen stated that it is a three party agreement: (1) between the engineering firm (STV) that was competitively bid and chosen by New Jersey Transit and DRPA; (2) DRPA; and (3) New Jersey Transit. The terms of the agreement provide that STV will submit regular billings through DRPA, we will examine the billings and pass them on to New Jersey Transit for payment directly to STV. We are not being reimbursed; they are paying directly to STV. The tri-party agreement was drafted in part by DRPA's General Counsel, in part by the Attorney General's Office of the State of New Jersey as well as the attorneys for STV. Mr. Matheussen added that the contract received Board approval several months ago for these specific provisions. We are seeing the invoices, but passing them on to New Jersey Transit and they are responsible

of payment up to \$8.1M of the balance of the work that was agreed to in the contract between STV, DRPA and New Jersey Transit for the completion of the EIS.

Mr. Latko also had a question with regard to the liability of the environmental impact on the Radio Lofts building. The question that the previous insurance contract was a ten year contract. The plan is to renew for another ten years and is this perpetual liability for DRPA moving forward. Ms. Brown stated that the DRPA has a perpetual responsibility to Lockheed and others to indemnify them for any claims that might occur and also for any environmental remediation that we might have engage in. The obligation to have the initial coverage expired after ten years. However, the DRPA's obligation does continue as a perpetual obligation. Since we were able to get such a competitive pricing for a ten year term, our broker recommended the long term coverage. Chairman Simon stated that if there is a developer for Radio Lofts that they might consider relieving the Authority of the otherwise perpetual obligation. Chairman Simon indicated that that is why in the Resolution there is a premium refund provision.

Public Comment

Louis Agre stated that he is the Business Agent and In-House Counsel and Organizer for International Union of Operating Engineers for Local 542 (IUOE). He stated that the IUOE represents 6,000 building and maintenance construction workers in the State of Pennsylvania and Delaware. He stated that they also represent approximately 200 employees at the DRPA and PATCO. The IUOE represents toll collectors, skilled workers, electricians, maintenance workers, and the dispatchers. He stated that they represent all the blue collar workers on the bridges. Mr. Agre stated that their contract expired December 31 and they are in an extended contract. He stated that we are witnessing an attack on the bargaining unit because of exterior factors outside the DRPA and our relationship with the employees. Mr. Agre stated they are being told that the negotiators' hands are tied, that there will be no raises and that the employees will have to pay towards their benefits without any increase in the DRPA's contribution. Mr. Agre indicated that they have been told these are mandates from the New Jersey Governor, despite the fact that he has negotiated with state workers that have not had taken away many of these same benefits that the DRPA seeks to reduce here. Mr. Agre stated that this is especially true with the Governor's relationship with the New Jersey and New York Port Authority, suggesting they were not subject to these mandates. He stated that this does not lead to a mutually beneficial arrangement which we believe we have had over the last 30 years. Mr. Agre stated that IUOE has been here since 1978. We have had a good relationship for most of those years. These issues are too important to be a political football. These are lives and livelihoods of your employees. You know these people and see them every day. They have a good working relationship. You honored three of these employees today. We would like you to direct these negotiating teams to negotiate and not make political points. We would ask that you also direct the DRPA negotiating team to extend the contract while we continue to negotiate. Thank you for your time on the behalf of the Union and your employees.

Chairman Simon stated that we appreciate your comments and the patience with this process. He stated that it has been a difficult one as you know. Chairman Simon reminded the public that he did appoint the Labor Committee to try to move things forward and we are attempting to do so.

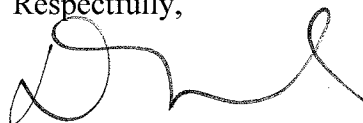
Chairman Simon stated that we have a representative from the FOP present to speak.

Charles Joyce, FOP representative, stated he is legal counsel to FOP Lodge 30 that represents the patrol officers, corporals and sergeants of the DRPA police force. He stated that he came before the Board in April of last year. He stated that shortly after that, the FOP filed a complaint in Federal District Court to demand that the DRPA engage in interest arbitration with the Union over the terms and conditions of employment. Mr. Joyce stated that the parties have been working under the terms of the old contract which expired in December 2009. He said that he urged DRPA to either give your police a fair contract offer or at least agree to submit our dispute to binding interest arbitration. Mr. Joyce stated that DRPA refused this invitation and the litigation proceeded. He stated that the Chief Judge of the United States District Court for the District of New Jersey has spoken and he has spoken definitively. The Judge has ordered the DRPA to agree on a process with the FOP to move forward in interest arbitration. He said that according to the Court's Order, the DRPA must confer with us and come up with a procedure within 30 days. If the DRPA fails to do that, the Court has indicated that it will act and it will impose a procedure on the parties. DRPA has two choices, you can ignore these words of a Federal Court and the DRPA can take this dispute up to the Court of Appeals.

Chairman Simon stated that the DRPA understands the position of the FOP and decision on the appeal has not yet been made by our General Counsel. He said that the decision is pending. We will take your comments into consideration. Chairman Simon said that he personally wanted to make it clear that we value our police officers and the members of the FOP recognizing that they risk their lives for us every day. He stated that he wanted to make sure that it is absolutely clear that we appreciate what they do for us. Chairman Simon stated that he hoped they understand that they have the full support of every member of this Board and we will do our best to try to resolve this issue with you.

There being no further business, on motion duly made and seconded, the meeting was adjourned.

Respectfully,

A handwritten signature in black ink, appearing to read 'Danielle L. McNichol', written in a cursive style.

Danielle L. McNichol
Corporate Secretary

REPORT OF THE CHIEF EXECUTIVE OFFICER

February 20, 2013

Delaware River Port Authority
of Pennsylvania and New Jersey
One Port Center
2 Riverside Drive
Camden, NJ 08101-1949

February 20, 2013

To the Commissioners:

The following is a summary of recent DRPA activities. I have attached the appropriate reports.

BRIDGE AND FINANCE

Two DRPA management initiatives received a fair share of public attention last month. The first initiative – paying down debt and reducing borrowing costs over time – demonstrates that we can be best-practice leaders. The second initiative – completion of our 2012 management audit – suggests we still face opportunities for improvement.

In coming months, the recently created DRPA Strategic Planning Committee will review the auditors' recommendations and help us to provide more value more efficiently to more customers. We welcome the committee's guidance.

DRPA staff and consultants are working to design a bicycle and pedestrian ramp for the south side of the Benjamin Franklin Bridge. A design team is performing field surveys, conducting pedestrian/bicycle counts and evaluating conceptual options.

Staffers from the DRPA Engineering Department, NJ Transit and STV Inc. have been meeting since early December to discuss terms of collaboration and conceptual matters associated with the Glassboro-Camden Line Environmental Impact Study. The group is also scheduling a meeting with the Federal Transit Administration.

The DRPA Grants Department recently submitted reimbursement requests to the Federal Emergency Management Agency (FEMA) for qualifying expenses associated with Hurricane Sandy, which struck the region in October 2012. Earlier this month, FEMA approved a total reimbursement to the DRPA/PATCO of \$56,311.59.

Last September, FEMA (Region II) commissioned a routine audit of approximately \$6 million in federal transit security grants awarded to the DRPA. In a letter dated January 31, FEMA notified us that we had managed the money properly and no corrective action would be recommended.

During the last week of January, more than three dozen DRPA police, emergency planning, public affairs and executive staffers completed a crisis management training program at Texas A&M University. Funded with a grant from the U.S. Department of Homeland Security, the training prepares first responders and emergency managers to open and operate a multi-jurisdictional command center during a natural or man-made disaster.

For most of February, the Benjamin Franklin Bridge has been illuminated in red as part of the American Heart Association's "Go Red for Women" public health campaign.

FOR BRIDGE AND TRAFFIC HIGHLIGHTS, SEE ATTACHMENT 1

PATCO

Elevator installation is moving forward at the PATCO 9th/10th Street Station in Philadelphia. Elevator installation at Ferry Avenue Station in Camden is scheduled to begin this month.

COMMISSIONER ACTIVITIES

The non-profit community organization Save Our Waterfront honored Vice Chairman Jeff Nash with the North Camden Hero Community Service Award during its recent 20th anniversary celebration. The award acknowledged the vice chairman's longstanding leadership of revitalization efforts in North Camden. More information about Save Our Waterfront and its urban renewal efforts can be found on the following website: <http://www.sow-camden.org>.

The Philadelphia Business Journal is honoring Commissioner Walter D'Alessio next month with an Outstanding Directors Award.

We extend our congratulations to Vice Chairman Nash and Commissioner D'Alessio.

**FOR PATCO RIDERSHIP AND FINANCIAL INFORMATION
SEE GENERAL MANAGER'S REPORT IN THE PATCO SECTION**

**FOR A LIST OF BRIDGE AND FINANCE ACTIONS, SEE ATTACHMENT 1
FOR A LIST OF PERSONNEL ACTIONS, SEE ATTACHMENT 2
FOR A LIST OF CONTRACTS AND PURCHASES, SEE ATTACHMENT 3
FOR A LIST OF RISK MANAGEMENT & SAFETY ACTIONS, SEE ATTACHMENT 4
FOR THE AFFIRMATIVE ACTION REPORT, SEE ATTACHMENT 5**

Respectfully Submitted,



John J. Matheussen
Chief Executive Officer, DRPA
President, PATCO

**DELAWARE RIVER PORT AUTHORITY
MONTHLY REPORT
JANUARY 2013
ATTACHMENT 1**

POLICE ACTIVITIES	CBB	BFB	PAT	BRB	WWB	Jan-13 TOTALS	2013 YTD	Jan-12 TOTALS	2012 YTD
ARRESTS-DWI	0	10	0	1	11	22	22	26	26
ARRESTS-CRIMINAL	0	15	11	0	3	29	29	13	13
ARRESTS-DISOR/OTH/WARR	1	56	48	4	21	130	130	94	94
ARRESTS-TOLL EVASION	0	0	17	1	1	19	19	2	2
FIRES EXTINGUISHED	0	0	0	0	0	0	0	2	2
DISABLED VEH. REMOVED	24	69	6	29	136	264	264	86	86
TRAFFIC VIOL - 01/2013	196	600	310	304	251	1661	1661		
TRAFFIC VIOL - 01/2012	162	270	149	151	310			1042	0
WARNINGS - 01/2013	171	339	175	139	333	1157	1157	660	660
ACCIDENT STATISTICS NON-REPORTABLE									
ACCIDENTS - 01/2013	1	18	3	2	16	40			
ACCIDENTS - 01/2012	1	15	1	1	10			28	
ACCIDENTS-YTD - 2013	1	18	3	2	16		40		
ACCIDENTS-YTD - 2012	1	11	1	3	8				24
ACCIDENT STATISTICS REPORTABLE									
ACCIDENTS - 01/2013	2	7	4	2	3	18			
ACCIDENTS - 01/2012	6	6	4	3	4			23	
ACCIDENTS -YTD - 2013	2	7	4	2	3		18		
ACCIDENTS -YTD - 2012	1	15	4	8	18				46
ACCIDENT INJURIES									
INJURIES - 01/2013	0	5	0	0	4	9			
INJURIES - 01/2012	4	0	0	1	0			5	
INJURIES -YTD - 2013	0	5	0	0	4		9		
INJURIES -YTD - 2012	0	1	1	1	4				7
DEATH STATISTICS									
DEATHS - OTHER - 01/2013	0	0	0	0	0	0			
DEATHS - MVA - 01/2013	0	0	0	0	0	0			
DEATHS - YTD - 2013	0	0	0	0	1		1		
DEATHS - YTD - 2012	0	0	0	0	0				0

FINANCE**REVENUE AUDIT**

Reported traffic and revenue for all four DRPA bridges for years 2011 and 2012:

	<u>2011</u>	<u>2012</u>
Cash Revenue	\$98,365,024.08	\$103,238,812.69
ETC Revenue	\$169,266,180.13	\$189,546,208.43
Total Revenue	\$267,631,204.21	\$292,785,021.12
Non ETC Traffic	20,008,598	18,981,582
ETC Traffic	28,983,194	29,097,959
Total Traffic	48,991,792	48,079,541

FINANCE**REVENUE AUDIT**

Reported traffic and revenue for all four DRPA bridges for the month of November:

	<u>2011</u>	<u>2012</u>
Cash Revenue	\$8,373,853.21	\$7,989,835.90
ETC Revenue	\$14,890,278.61	\$15,668,952.42
Total Revenue	\$23,264,131.82	\$23,658,788.32
Non ETC Traffic	1,534,114	1,456,896
ETC Traffic	2,322,317	2,357,751
Total Traffic	3,856,431	3,814,647

FINANCE**REVENUE AUDIT**

Reported traffic and revenue for all four DRPA bridges for the month of December:

	<u>2011</u>	<u>2012</u>
Cash Revenue	\$8,533,856.77	\$8,031,424.58
ETC Revenue	\$15,010,223.87	\$14,794,578.06
Total Revenue	\$23,544,080.64	\$22,826,002.64
Non ETC Traffic	1,572,793	1,483,372
ETC Traffic	2,304,658	2,274,249
Total Traffic	3,877,451	3,757,621

**DELAWARE RIVER PORT AUTHORITY
ACTIONS OF THE CHIEF EXECUTIVE OFFICER
COMMISSION MEETING FEBRUARY 20, 2013**

**ARTICLE XII-A
ATTACHMENT 2**

PERSONNEL

TEMPORARY APPOINTMENTS - None

APPOINTMENTS

Christina F. DiMichele	Grants Specialist Executive Division Government Relations (OPC)	Eff: 01/14/13
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TEMPORARY ASSIGNMENT TO HIGHER CLASSIFICATION

John J. Quigley	From: Police Officer Public Safety Division Public Safety (WWB)	To: Acting Corporal of Police Public Safety Division Public Safety (BFB) Eff: 01/05/13 to 03/01/13
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George P. Bollendorf, Jr.	From: Lieutenant of Police Public Safety Division Public Safety (WWB)	To: Acting Captain of Police Public Safety Division Public Safety - Administration (BFB) Eff: 01/12/13 to 03/01/13
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PROMOTIONS - None

INTERAGENCY PROMOTION to PATCO - from DRPA

Thomas E. Herron	From: Senior Engineer Executive Division Engineering - Construction & Maintenance (OPC)	To: Technical Supervisor, Civil & Mechanical Systems Patco - Way & Power Administration Eff: 01/04/13
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INTERAGENCY TRANSFERS to PATCO - from DRPA - None

INTERAGENCY TRANSFERS to DRPA - from PATCO - None

TRANSFERS - DEPARTMENTAL - None

RETIREMENTS

Thomas R. Agnes	Toll Collector Operations Division Bridge/Toll (BRB)	Eff: 01/04/13
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RETIREMENTS (continued)

Nicholas A. Liberato	Construction & Maintenance Mechanic Operations Division Construction & Maintenance (WWB)	Eff: 01/04/13
Daniel T. Moore	Maintenance Technician Operations Division Construction & Maintenance (WWB)	Eff: 01/04/13
Richard J. Nelson	Sergeant of Police Public Safety Division Public Safety (WWB)	Eff: 01/04/13
Michael A. Mustac	Sergeant of Police Public Safety Division Public Safety (CBB)	Eff: 01/07/13
Michael D. Cash	Plaza Supervisor Operations Division Bridge/Toll (CBB)	Eff: 01/11/13
John M. Costello	Purchasing Clerk Finance Division Purchasing (OPC)	Eff: 01/11/13
Louis DiAmbrosio	Maintenance Technician Operations Division Construction & Maintenance (WWB)	Eff: 01/11/13
Diane F. Gabriel	Revenue Auditor Finance Division Revenue – Director’s Office (OPC)	Eff: 01/11/13
Patricia M. Kriza	Accounting Clerk - Accounting Finance Division Accounting (OPC)	Eff: 01/11/13
Vincent A. Lanzilotti	Project Analyst Executive Division Regional Development/Real Estate (OPC)	Eff: 01/11/13

RESIGNATIONS - None

DECEASED - None



DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



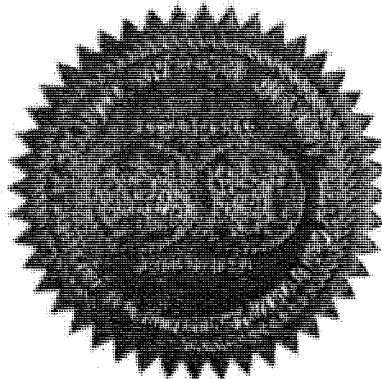
RESOLUTION

WHEREAS, *THOMAS R. AGNES has faithfully served the Delaware River Port Authority for THIRTY-THREE years in a conscientious and reliable manner, and*

WHEREAS, *THOMAS R. AGNES wishes to accept retirement effective January 4, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Toll Collector, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to THOMAS R. AGNES.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



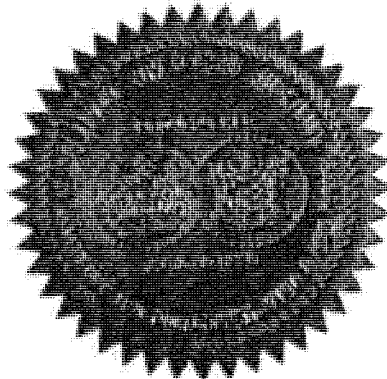
RESOLUTION

WHEREAS, *NICHOLAS A. LIBERATO has faithfully served the Delaware River Port Authority for THIRTY-TWO years in a conscientious and reliable manner, and*

WHEREAS, *NICHOLAS A. LIBERATO wishes to accept retirement effective January 4, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Construction & Maintenance Mechanic, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to NICHOLAS A. LIBERATO.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



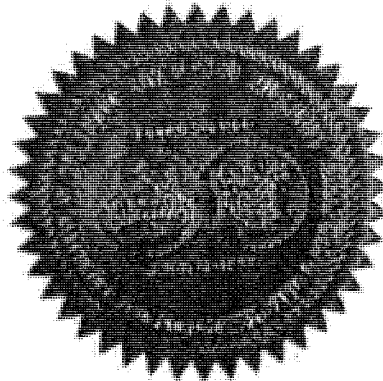
RESOLUTION

WHEREAS, *DANIEL T. MOORE has faithfully served the Delaware River Port Authority for TWENTY-ONE years in a conscientious and reliable manner, and*

WHEREAS, *DANIEL T. MOORE wishes to accept retirement effective January 4, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Maintenance Technician, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to DANIEL T. MOORE.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



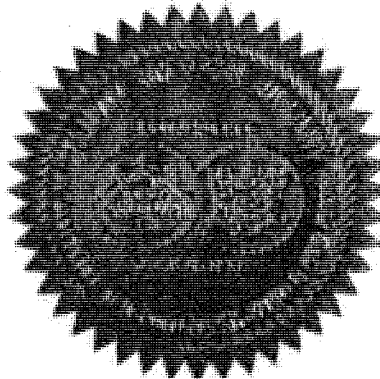
RESOLUTION

WHEREAS, *RICHARD J. NELSON has faithfully served the Delaware River Port Authority for TWENTY-EIGHT years in a conscientious and reliable manner, and*

WHEREAS, *RICHARD J. NELSON wishes to accept retirement effective January 4, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Sergeant of Police, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to RICHARD J. NELSON.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



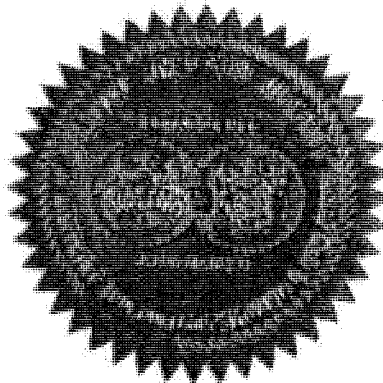
RESOLUTION

WHEREAS, *MICHAEL A. MUSTAC has faithfully served the Delaware River Port Authority for TWENTY-THREE years in a conscientious and reliable manner, and*

WHEREAS, *MICHAEL A. MUSTAC wishes to accept retirement effective January 7, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Sergeant of Police, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to MICHAEL A. MUSTAC.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



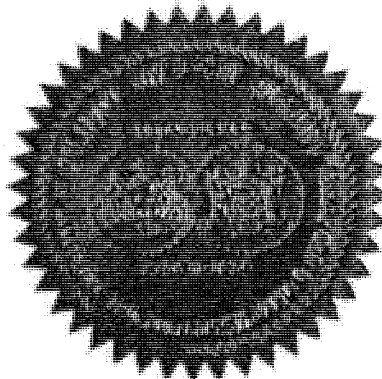
RESOLUTION

WHEREAS, *MICHAEL D. CASH has faithfully served the Delaware River Port Authority for THIRTY-FOUR years in a conscientious and reliable manner, and*

WHEREAS, *MICHAEL D. CASH wishes to accept retirement effective January 11, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Plaza Supervisor, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to MICHAEL D. CASH.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



RESOLUTION

WHEREAS,

JOHN M. COSTELLO has faithfully served the Delaware River Port Authority for TWENTY-NINE years in a conscientious and reliable manner, and

WHEREAS,

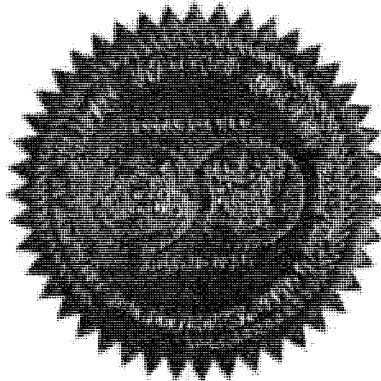
JOHN M. COSTELLO wishes to accept retirement effective January 11, 2013 under the provisions of his employment benefits; now therefore,

BE IT RESOLVED:

That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Purchasing Clerk, and concurrently extend sincere best wishes for a long, healthy and happy future, and

BE IT FURTHER RESOLVED:

That a copy of the foregoing resolution be suitably prepared and forwarded to JOHN M. COSTELLO.





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



RESOLUTION

WHEREAS,

LOUIS DiAMBROSIO has faithfully served the Delaware River Port Authority for EIGHTEEN years in a conscientious and reliable manner, and

WHEREAS,

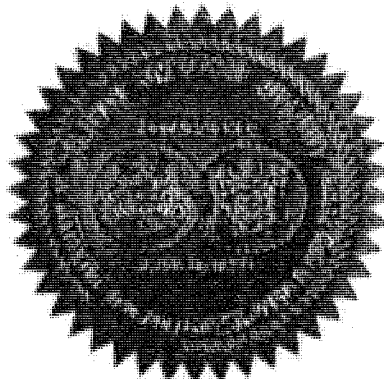
LOUIS DiAMBROSIO wishes to accept retirement effective January 11, 2013 under the provisions of his employment benefits; now therefore,

BE IT RESOLVED:

That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Maintenance Technician, and concurrently extend sincere best wishes for a long, healthy and happy future, and

BE IT FURTHER RESOLVED:

That a copy of the foregoing resolution be suitably prepared and forwarded to LOUIS DiAMBROSIO.





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



RESOLUTION

WHEREAS,

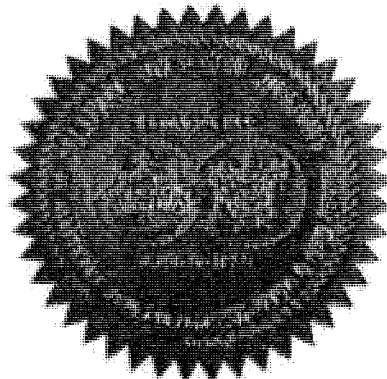
DIANE F. GABRIEL has faithfully served the Delaware River Port Authority for THIRTY-TWO years in a conscientious and reliable manner, and

WHEREAS,

DIANE F. GABRIEL wishes to accept retirement effective January 11, 2013 under the provisions of her employment benefits; now therefore,

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Revenue Auditor, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to DIANE F. GABRIEL.*





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



RESOLUTION

WHEREAS,

PATRICIA M. KRIZA has faithfully served the Delaware River Port Authority for TWENTY-TWO years in a conscientious and reliable manner, and

WHEREAS,

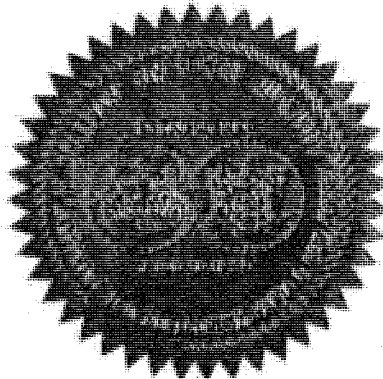
PATRICIA M. KRIZA wishes to accept retirement effective January 11, 2013 under the provisions of her employment benefits; now therefore,

BE IT RESOLVED:

That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Accounting Clerk, and concurrently extend sincere best wishes for a long, healthy and happy future, and

BE IT FURTHER RESOLVED:

That a copy of the foregoing resolution be suitably prepared and forwarded to PATRICIA M. KRIZA.





DELAWARE RIVER PORT AUTHORITY
PORT AUTHORITY TRANSIT CORPORATION



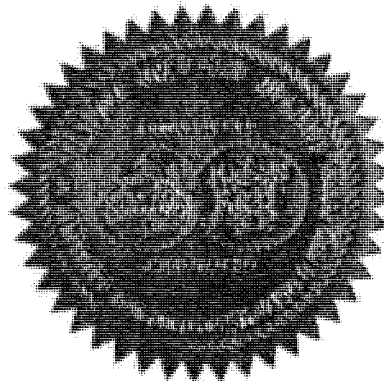
RESOLUTION

WHEREAS, *VINCENT A. LANZILOTTI has faithfully served the Delaware River Port Authority for EIGHTEEN years in a conscientious and reliable manner, and*

WHEREAS, *VINCENT A. LANZILOTTI wishes to accept retirement effective January 11, 2013 under the provisions of his employment benefits; now therefore,*

BE IT RESOLVED: *That, the Commissioners of the Delaware River Port Authority accept your retirement request from your position, Project Analyst, and concurrently extend sincere best wishes for a long, healthy and happy future, and*

BE IT FURTHER RESOLVED: *That a copy of the foregoing resolution be suitably prepared and forwarded to VINCENT A. LANZILOTTI.*



**ACTIONS OF THE CHIEF EXECUTIVE OFFICER
ARTICLE XII-C
ATTACHMENT 3
CONTRACTS AND PURCHASES**

Re: Article XII-C, Section 1 (a)

Purchase Order P12P0480, Paper Mart. East Hanover, NJ. 2013 Annual Paper Contract for Printing Services. Contract Value: \$13,465.30. (Low Bid of 4).

Purchase Order P13L0006, Economic Analysis Group, LTD. Washington, DC. Case Track Matter Management Software Maintenance Renewal for 1 Year (03/13/2013 – 03/12/2014). Contract Value: \$11,188.20. (Sole Source).

Purchase Order P13L0007, The Revenue Markets Inc. Accord, NY. Purchase of Thirty Six (36) Single Strip Treadle, Eight (8) Feet Each. Contract Value: \$14,328.00. (Sole Source).

Purchase Order P13L0008, Mistras Group Inc. Princeton Junction, NJ. Maintenance Agreement for BFB Cable Monitoring Systems, Sensors and Reports - 03/01/13 to 02/28/14. Contract Value: \$19,000.00. (Sole Source).

Re: Article XII-C, Section 1 (b)

None

Re: Article XII-C, Section 8 (Emergency)

None

Re: Article XII-C, Section 5

Authorized payments for Contracts and Engineers for the Bridges and PATCO Systems
As follows: (see accompanying Schedule 1)

Contracts and Engineers: \$6,708,095.92

**2012 CAPITAL BUDGET
SUBSTITUTION OF PROJECTS**

ARTICLE XII-C, SECTION 5
SUMMARY OF AUTHORIZED CONTRACT AND ENGINEERING PAYMENTS
BRIDGES AND PATCO SYSTEM
February 20, 2013

<i>Resolution #</i>	<i>Contract/Engineer</i>	<i>Contract Amount</i>	<i>Completed Work Percent</i>	<i>Completed Work (Billed) Amount</i>	<i>Retained Amount</i>	<i>Prior Payments</i>	<i>Invoice No.</i>	<i>Amount</i>
(DRPA-09-050)	Daidone Electric, Inc./Henkels & McCoy, Inc. Joint Venture PATCO Power Pole & Pole Line Replacement	\$ 29,285,497.00	89.7%	\$ 26,256,110.88	\$ 1,559,961.53	\$ 24,174,519.15	38	\$ 521,630.20
(DRPA-10-020)	American Bridge Company WWB Suspension & Anchorage Spans Deck Replacement	128,085,778.00	78.0%	99,928,052.33	3,777,474.22	94,365,656.72	28	1,784,921.39
(DRPA-12-048)	New Jersey Transit PATCO Power Pole & Pole Line Replacement - Construction Support & Bus Service	599,472.00	57.8%	346,669.54	0.00	241,119.74	5&6	105,549.80
(DRPA-09-001)	HNTB Corporation Task Order # TT3316 - WWB PA Approach - Signage, System & Sign Evaluation	67,500.00	80.9%	54,630.14	0.00	46,658.78	5	7,971.36
(DRPA-10-010)	PATCO Lindenwold Yard Diamond Rehabilitation - C.M.S.	329,224.76	97.4%	320,697.37	29,559.67	286,774.17	26	4,363.53
(DRPA-10-016)	BFB Deck Truss Rehabilitation - C.M.S.	2,539,855.84	88.6%	2,251,535.02	0.00	2,083,576.45	27	167,958.57
(DRPA-12-080)	BFB PATCO Track Rehabilitation - C.M.S. for Contract No. 21-E	7,681,466.69	0.2%	13,298.10	1,329.81	0.00	1	11,968.29
(DRPA-11-065)	PATCO Lindenwold Yard Track Rehabilitation -Design Services	3,090,674.66	81.4%	2,516,845.77	221,942.49	2,205,596.87	13	89,306.41
(DRPA-09-001)	Task Order # CS3112 - WWB Toll Plaza Rehabilitation	99,497.28	96.9%	96,375.18	0.00	91,684.40	8	4,690.78
(DRPA-12-017)	WWB - 2012 Biennial Inspection	769,000.00	97.4%	749,020.54	47,702.73	671,816.32	9	29,501.49
(DRPA-09-081)	PMA204 PATCO Control Line Analysis	117,399.85	98.1%	115,156.00	0.00	112,805.35	10	2,350.65
(DRPA-11-061)	BFB Structural Improvements	499,708.14	81.2%	405,864.25	34,567.26	364,837.30	16	6,459.69
(DRPA-12-015)	Modjeski and Masters Consulting Engineers 2012 Biennial Inspection - BRB	409,000.00	91.2%	373,035.02	14,801.10	339,456.05	7&8	18,777.87
(DRPA-12-081)	Carr & Duff, Inc. BRB & WWB - Cameras	1,373,000.00	11.4%	156,707.00	15,670.70	0.00	1	141,036.30
(DRPA-12-016)	Ammann & Whitney 2012 Biennial Inspection - CBB	555,000.00	86.8%	481,982.35	14,939.59	429,111.65	5	37,931.11
(DRPA-08-057)	WWB Anchorage Dehumidification Project	576,556.00	95.1%	548,077.42	23,690.23	515,224.97	19	9,162.22
(DRPA-11-038)	BRB Resurfacing Design Services	754,652.87	89.3%	673,974.23	45,701.63	622,481.91	15	5,790.69
(DRPA-09-001)	Urban Engineers, Inc. Improvements 3rd Rail Sectionalization	89,563.13	93.6%	83,801.98	0.00	80,558.41	6-ME3603	3,243.57
(DRPA-10-021)	C.M.S. WWB Suspension & Anchorage Spans Deck Replacement	11,688,508.67	46.5%	5,438,451.17	384,428.58	4,686,030.94	22&23	367,991.65
(DRPA-09-081)	Jacobs Engineering Group, Inc. PMA309 PM Services for Facility Drawing, Administration & Cataloging - 2	38,697.00	40.7%	15,754.65	0.00	12,371.22	5	3,383.43
(DRPA-11-094)	Hatch Mott MacDonald Task Order # EG4406 - PATCO Parking Lot Landscape Architecture Design Services	17,750.00	95.0%	16,862.50	0.00	8,875.00	2	7,987.50
(DRPA-11-094)	Pennoni Associates Task Order # EG4408 - BRB Remedial Investigation for Historic Fill	8,249.00	9.8%	810.21	0.00	0.00	1	810.21
(DRPA-09-034)	A.P. Construction, Inc. PATCO Concourse Improvements	5,419,566.00	100.0%	5,417,244.00	0.00	5,303,478.00	15	113,766.00
(DRPA-11-086)	PATCO Accessibility Improvements; 9th & 10th & Ferry Avenue Stations	4,469,450.00	56.5%	2,525,996.50	266,635.95	1,752,189.75	8&9	507,170.80
(DRPA-12-010)	PATCO Escalator Replacements at Woodcrest, 12th/13th & 15th/16th & Locust Stations	4,718,000.00	1.1%	51,000.00	5,100.00	0.00	1	45,900.00
(DRPA-09-078)	J. Fletcher Creamer & Sons WWB Variable Message Signs	1,547,030.00	100.0%	1,546,526.24	0.00	1,452,983.09	10	93,543.15

**ARTICLE XII-C, SECTION 5
SUMMARY OF AUTHORIZED CONTRACT AND ENGINEERING PAYMENTS
BRIDGES AND PATCO SYSTEM
February 20, 2013**

<i>Resolution #</i>	<i>Contract/Engineer</i>	<i>Contract Amount</i>	<i>Completed Work Percent</i>	<i>(Billed) Amount</i>	<i>Retained Amount</i>	<i>Prior Payments</i>	<i>Invoice No.</i>	<i>Amount</i>
	Burns Engineering, Inc.							
(DRPA-09-034)	PATCO Concourse Improvements 9th/10th, 12th/13th, 15/16th & Locust Streets	590,079.00	98.9%	583,751.52	0.00	522,541.97	VARIOUS	61,209.55
(DRPA-09-098/B)	PATCO Power Cable Pole Line Replacement-Construction Monitoring Services	2,509,539.81	84.8%	2,127,501.00	214,173.60	1,548,052.43	21&22	365,274.97
(DRPA-11-006)	C.M.S. PATCO Interlocking Rehabilitation Contract 34-E	569,104.27	75.5%	429,760.18	0.00	388,081.71	19	41,678.47
(DRPA-11-087)	C.M.S. PATCO Accessibility Improvements	496,870.00	79.9%	396,918.63	32,347.67	322,512.06	12&13	42,058.90
(DRPA-12-011)	Escalator Replacements at Woodcrest, 12th & 13th & Locust Streets	519,100.00	33.9%	175,717.47	17,571.72	105,533.43	9&10	52,612.32
	J.P.C. Group, Inc.							
(DRPA-11-074)	PATCO R.O.W. Embankment Restoration - Phase 4	2,331,927.51	100.0%	2,331,927.51	0.00	2,135,599.08	11&12	196,328.43
(DRPA-12-012)	PATCO Lindenwold Shop Annex	8,231,000.00	47.2%	3,886,010.09	388,601.01	2,897,691.24	9	599,717.84
	Gannett Fleming, Inc./Vertical Transportation Excellence							
(DRPA-09-061)	PATCO Escalator Replacements - Woodcrest, 12/13th, & 15/16th, & Locust Streets	613,679.00	66.5%	407,980.99	8,659.28	320,760.69	VARIOUS	78,561.02
(DRPA-09-060)	PATCO R.O.W. Embankment Restoration Improvements & Retaining Wall Rehabilitation	518,273.00	93.0%	482,216.82	48,221.71	424,066.34	24	9,928.77
	LTK Engineering Services							
(DRPA-07-019)	PATCO Transit Car Overhaul Services Agreement	8,331,070.00	65.9%	5,486,767.94	358,407.36	4,944,134.84	66	184,225.74
	Alstom							
(DRPA-10-154)	PATCO Transit Car Overhaul	194,197,337.00	11.1%	21,529,620.11	1,076,481.02	20,405,533.32	14-PA2000-C0	47,605.77
	Systra Consulting, Inc.							
(DRPA-10-028)	PATCO Shop Annex Building	1,298,271.24	69.6%	904,201.68	64,537.07	712,987.53	18&19	126,677.08
	AECOM (Formerly DMJM & Harris, Inc.)							
(DRPA-07-018)	WWB Design Services for Suspension Span Replacement	5,239,896.41	94.8%	4,966,125.40	53,187.81	4,863,308.54	64&65	49,629.05
(DRPA-09-081)	PMA105 for PM Services for BFB	58,004.17	38.0%	22,046.13	0.00	21,068.56	5	977.57
(DRPA-09-081)	PMA106 For Project Tracking & Scheduling Services	92,049.21	6.7%	6,164.85	0.00	4,564.63	3	1,600.22
(DRPA-11-094)	Task Order # CM4502 - BFB Salt Storage Building CM & I	9,418.31	100.0%	9,418.31	0.00	0.00	1	9,418.31
(DRPA-11-094)	Task Order # CM4504 - M/V Freedom 2012/2012 Inspection & Repairs	39,155.24	53.4%	20,906.73	0.00	12,115.38	2&3	8,791.35
(DRPA-09-081)	PMA108 for Consultation for Environmental Remediation at Victor Lofts	48,481.06		3,218.69	0.00	0.00	1	3,218.69
	Aliano Brothers, Inc.							
(DRPA-12-009)	BFB Salt Storage Building	593,547.00	100.0%	593,547.00	0.00	569,000.00	6	24,547.00
	A.E. Stone, Inc.							
(DRPA-12-068)	PATCO Lindenwold & Westmont Stations Parking	3,073,153.70	72.4%	2,225,585.16	188,108.10	1,554,397.21	3	483,079.85
	Remington & Vernick Engineers, Inc.							
(DRPA-09-001)	Task Order # CS3120 - CBB Admin Fire Alarm Replacement	31,337.05	82.2%	25,765.39	0.00	24,503.99	10	1,261.40
(DRPA-09-001)	Task Order # EM3213 - CBB Administration Building Emergency Generator	41,382.01	74.6%	30,878.04	0.00	26,708.44	11	4,169.60
(DRPA-11-094)	Task Order # EM4203 - C.M.S. for BRB Philadelphia Anchorage 5KV Replacement	48,311.13	69.8%	33,727.69	0.00	31,564.88	8	2,162.81
(DRPA-11-094)	Task Order # EM4201 - CBB Roof Replacements	35,475.91	26.1%	9,261.68	0.00	9,210.96	5	50.72
(DRPA-11-094)	Task Order # EM4202 - C.M.S. for Replacement of Rectifier Transformers	49,340.07	82.5%	40,701.50	0.00	40,533.64	7	167.86
(DRPA-11-094)	Task Order # EM4209 - OPC 6th Floor Computer Room New Emergency Power System	31,875.33	14.3%	4,566.08	0.00	609.85	2	3,956.23
	Acacia Financial Group, Inc.							
(DRPA-11-080)	Financial Advisory Services	100,000.00	51.1%	51,142.42	0.00	49,466.42	10	1,676.00

**ARTICLE XII-C, SECTION 5
SUMMARY OF AUTHORIZED CONTRACT AND ENGINEERING PAYMENTS
BRIDGES AND PATCO SYSTEM
February 20, 2013**

<i>Resolution #</i>	<i>Contract/Engineer</i>	<i>Contract Amount</i>	<i>Completed Work (Billed) Percent</i>	<i>Amount</i>	<i>Retained Amount</i>	<i>Prior Payments</i>	<i>Invoice No.</i>	<i>Amount</i>
(DRPA 10-135)	SunGard Recovery Services System Disaster Recovery Services 04/01/2011 - 03/31/2016	225,240.00	35.3%	79,426.49	0.00	75,777.49	152414699	3,649.00
(DRPA-11-096)	Interstate Mobile Care DOT CDL & FTA Physicals	115,425.00	62.0%	71,618.00	0.00	68,829.00	11597	2,789.00
(DRPA-12-018)	TranSystems PATCO - 2012 Biennial Inspection	363,000.00	75.4%	273,869.59	13,138.34	228,947.99	6&7	31,783.26
(DRPA-11-006)	Benefit Harbor, LP Benefits Consulting Services	188,188.00	34.5%	64,993.53	0.00	54,184.03	VARIOUS	10,809.50
(DRPA-10-105)	PRWT Services, Inc. Part-Time Toll Collectors 11/01/2010 - 10/31/2013	3,081,000.00	59.1%	1,820,060.12	0.00	1,724,221.19	VARIOUS	95,838.93
(DRPA-10-104)	TUCS Cleaning Services, Inc. Custodial Services	1,014,000.00	70.0%	709,546.88	0.00	682,697.90	51748	26,848.98
(DRPA-11-114)	Kyle Conti Construction, LLC Penn's Landing Ferry Barge Rehabilitation & Terminal Upgrade	506,536.25	100.0%	506,536.25	0.00	471,510.00	5	35,026.25
(DRPA-11-027)	Canon Financial Services, Inc. Canon Copier Equipment - Lease Payment	382,260.00	16.7%	63,710.00	0.00	57,339.00	12396642	6,371.00
(DRPA-11-027)	Canon Copier Equipment - Uniform Software Payment	73,669.20	18.4%	13,571.02	0.00	12,343.20	12412270	1,227.82
Total Contract and Engineer Payments								\$ 6,708,095.92

MONTHLY REPORT
GENERAL PROCUREMENT ACTIVITY

During the month of January there were 103 Purchase Orders awarded totaling \$952,096.27.

Approx. 61.6% or \$586,879.79 of the monthly dollar total was made available to MBE's and WBE's, representing 48.5% or 50 of the monthly total number of Purchase Orders.

Of the total monthly procurement available to MBE's and WBE's, approx. 6% or \$35,582.94 was awarded to MBE's and approximately .3% or \$2,020.00 was awarded to WBE's.

Of the total number of Purchase Orders available to MBE's and WBE's, approx. 1% or 5 Purchase Orders were awarded to MBE's and approximately .04% or 2 Purchase Orders were awarded to WBE's.

**DELAWARE RIVER PORT AUTHORITY
INTEROFFICE COMMUNICATION**

To: Toni P. Brown, Chief Administrative Officer

From: Marianne Staszewski, Director, Risk Management & Safety

Subject: Risk Management & Safety January Activity Report.

The DRPA Risk Management & Safety Staff were in attendance for the following meetings for the month of January.

Contractor Meetings Attended By Risk Management & Safety			
DATE	CONTRACTOR	DRPA CONTRACT NO.	PROJECT/WORK AREA
1/2 , 1/16	American Bridge	WWB-12-2009	Bi-Weekly Safety Meetings WWB Deck Rehabilitation project
1/8		CB-24-2012	CBB Roof Replacements - Pre-Bid Meeting
1/9			BFB Masonry Rehab Pre-proposal Meeting
1/10		G-26-2013	Pre-Bid Meeting
1/15	Ammann & Whitney		BFB South Walkway Bike/Pedestrian Ramp - safety meeting
1/18	Commerce Construction Co.	PPC-22-2012	Camden Ferry Terminal Pile Cluster Repair - Pre-Construction Meeting
1/22	Kaser Mechanical	Bf-34-2011	BFB Admin Bldg. Domestic Water System - progress meeting
Safety Meetings Attended By Safety Specialists * attended by Risk Management also			
DATE		NAME OF MEETING	
1//16	*	Monthly Bridge Director Meeting with Risk Management & Safety & Fleet Management	
1/8		IAIC Committee Meeting	
1/8		Workplace Safety – BFB	
1/9	*	Monthly Safety Staff Meeting with Director of Risk Management and CAO	
1/11		Workplace Safety – CBB	
1/15		Workplace Safety – BRB	
1/22	*	Safety Administrative Manual Update Teleconference	
1/23	*	Central Safety & Health Meeting	

The DRPA Risk Management & Safety Staff were involved in the following training activities for the month of January.

Safety Training Conducted or Attended By Risk Management & Safety		
DATE		TYPE OF TRAINING
1/14		New Hire Orientation- Grants Specialist

The DRPA Risk Management & Safety Staff were involved in the following activities for the month of January.

- The Safety staff conducted day time and night time random drug & alcohol testing on both Public Safety personnel (under policy 147A) and Construction & Maintenance personnel (under policy 147B).
- Safety Specialists reviewed various Health and Safety plans from contractors who were awarded construction and/or design projects during the month of January.
- Safety Specialists reviewed and commented on various engineering Technical and Special Provisions documents for future DRPA projects.
- Risk Management reviewed and recommended the inclusion of proper insurance requirements on various Requests for Bids from the Purchasing Department, Request for Proposals from the Engineering Department, Finance Department and third party contracts for the Legal Department.
- Safety Specialist updated the Risk Management & Safety e.Net page with the monthly Safety Tip for January as "Winter Weather Health & Safety Tip"

**DELAWARE RIVER PORT AUTHORITY
AFFIRMATIVE ACTION REPORT
SUMMARY OF ACTIVITIES
ATTACHMENT 5**

QUARTER ENDING DECEMBER 31, 2012

TOTAL \$ VALUE OF ALL POs AND AGREEMENTS AVAILABLE FOR BID BY MBEs/WBEs/DBEs THIS QUARTER	TOTAL \$ PAID TO MBEs/DBEs/WBEs THIS QUARTER	TOTAL % \$ PAID TO MBEs/WBEs/DBEs THIS QUARTER
\$25,993,641.68	\$2,392,037.84	9.20%

QUARTER ENDING SEPTEMBER 30, 2012

TOTAL \$ VALUE OF POs AND AGREEMENTS AVAILABLE FOR BID BY MBEs/WBEs/DBEs THIS QUARTER	TOTAL \$ PAID TO MBEs/DBEs/WBEs THIS QUARTER	TOTAL % \$ PAID TO MBEs/WBEs/DBEs THIS QUARTER
\$38,309,059.96	\$5,681,083.77	14.83%

JANUARY 1, 2011 - TO PRESENT (DECEMBER 31, 2012)

TOTAL \$ AVAILABLE FOR BID BY MBEs/WBEs/DBEs IN 2011	TOTAL \$ PAID TO MBEs/WBEs/DBEs IN 2011	TOTAL % \$ PAID TO MBEs/WBEs/DBEs IN 2011
\$143,479,968.41	\$23,604,195.10	16.45%

PO = Purchase Order MBE = Minority Business Enterprise WBE = Women Business Enterprise
DBE = Disadvantaged Business Enterprise VOB = Veteran Owned Business

* = The "amount paid" figure does not include all monies paid during the month of December 2012, to contractors and consultants working on Engineering/Construction-related Projects. Due to the payment cycle, OBD&EO staff will not be able to track December payments until late January 2013. These payments will be reflected in Quarter #1 Report year 2013.

TBLE124.SUM

**DELAWARE RIVER PORT AUTHORITY
AFFIRMATIVE ACTION REPORT
CONSTRUCTION CONTRACTS, ENGINEERING AGREEMENTS, &
PURCHASE ORDERS
ATTACHMENT 5**

QUARTER ENDING DECEMBER 31, 2012

TOTAL \$ VALUE OF ALL CONTRACTS & AGREEMENTS PAID THIS QUARTER	TOTAL \$ PAID TO DBEs/MBEs/WBES THIS QUARTER	% DOLLARS PAID TO DBEs/MBEs/WBES THIS QUARTER
\$21,658,024.00	\$1,687,455.00	7.8%
TOTAL # CONTRACTS & AGREEMENTS TOTAL \$ VALUE OF CONTRACTS & AGMTS. ENTERED INTO THIS QUARTER	TOTAL # SUBCONTRACTS AWARDED TO DBEs/MBEs/WBES THIS QUARTER	% CONTRACTS & AGREEMENTS AWARDED TO DBEs/MBEs/WBES THIS QUARTER
(5) \$13,032,761.00	(12) \$1,667,901.00	12.8%

QUARTER ENDING SEPTEMBER 30, 2012

TOTAL \$ VALUE OF ALL CONTRACTS & AGREEMENTS PAID THIS QUARTER	TOTAL \$ PAID TO DBEs/MBEs/WBES THIS QUARTER	% DOLLARS PAID TO DBEs/MBEs/WBES THIS QUARTER
\$26,254,540.00	\$5,332,811.00	20.3%
TOTAL # CONTRACTS & AGREEMENTS TOTAL \$ VALUE OF CONTRACTS & AGMTS. ENTERED INTO THIS QUARTER	TOTAL # SUBCONTRACTS AWARDED TO DBEs/MBEs/WBES THIS QUARTER	% CONTRACTS & AGREEMENTS AWARDED TO DBEs/MBEs/WBES THIS QUARTER
(5) \$5,965,617.00	(6) \$601,271.00	10.1%

DBE = Disadvantaged Business Enterprise MBE = Minority Business Enterprise WBE = Women Business Enterprise
VOB – Veteran Owned Business

* = The "amount paid" figure does not include all monies paid to M/W/DBEs during the month of December 2012. Due to the payment cycle, OBD&EO staff will not be able to track December payments until late January 2013. These payments will be reflected in Quarter #1 Report for 2013.

TBLDEC12C&E

**DELAWARE RIVER PORT AUTHORITY
AFFIRMATIVE ACTION REPORT
GOODS and SUPPLIES
ATTACHMENT 5**

QUARTER ENDING DECEMBER 31, 2012

TOTAL \$ VALUE OF ALL POs AVAILABLE FOR BID BY MBEs/WBEs/VOBs THIS QUARTER	TOTAL \$ PAID TO MBEs/WBEs/VOBs THIS QUARTER	% \$ PAID TO MBEs/WBEs/VOBs
\$1,042,936.14	\$351,256.36 MBE = \$333,242.76 WBE = \$18,013.60	33.7% MBE = 32% WBE = 1.7%
TOTAL # POs AWARDED TO ALL VENDORS THIS QUARTER	TOTAL # POs PAID TO MBEs/ WBEs/VOBs THIS QUARTER	% POs PAID TO MBEs/WBEs/VOBs THIS QUARTER
70	47 MBE = 36 WBE = 11	67.1% MBE = 51.4% WBE = 15.7%

QUARTER ENDING SEPTEMBER 30, 2012

TOTAL \$ VALUE OF ALL POs AVAILABLE FOR BID BY MBEs/WBEs/VOBs THIS QUARTER	TOTAL \$ PAID TO MBEs/WBEs/VOBs THIS QUARTER	% \$ PAID TO MBEs/WBEs/VOBs
\$979,004.27	\$57,410.67 MBE = \$29,574.73 WBE = \$27,835.94	5.86% MBE = 3.02% WBE = 2.84%
TOTAL # POs AWARDED TO ALL VENDORS THIS QUARTER	TOTAL # POs PAID TO MBEs/ WBEs/VOBs THIS QUARTER	% POs PAID TO MBEs/WBEs/VOBs THIS QUARTER
54	36 MBE = 29 WBE = 7	66.66% MBE = 53.70% WBE = 12.96%

PO = Purchase Order
MBE = Minority Business Enterprise
WBE = Women Business Enterprise
VOB = Veteran Owned Business

**DELAWARE RIVER PORT AUTHORITY
AFFIRMATIVE ACTION REPORT
PROCUREMENT CARD (Pcard) PROGRAM
ATTACHMENT 5**

QUARTER ENDING DECEMBER 31, 2012

TOTAL \$ Pcard PURCHASES	TOTAL \$ Pcard PURCHASES WITH MBEs/WBEs/VOBs	% \$ PAID TO MBEs/WBEs/VOBs
\$310,668.54	\$17,372.48 MBE = \$3,951.66 WBE = \$9,222.90 VOB = \$4,197.92	5.6% MBE = 1.3% WBE = 3% VOB = 1.3%
TOTAL Pcard TRANSACTIONS	TOTAL Pcard TRANSACTIONS WITH MBEs/WBEs/VOBs	% OF TOTAL Pcard TRANSACTIONS WITH MBEs/WBEs/VOBs
1,290	55 MBE = 24 WBE = 25 VOB = 6	4.3% MBE = 1.9% WBE = 1.9% VOB = .5%

QUARTER ENDING SEPTEMBER 30, 2012

TOTAL \$ Pcard PURCHASES	TOTAL \$ Pcard PURCHASES WITH MBEs/WBEs/VOBs	% \$ PAID TO MBEs/WBEs/VOBs
\$324,263.69	\$13,476.10 MBE = \$4,323.14 WBE = \$420.55 VOB = \$8,732.41	4.2% MBE = 1.33% WBE = .13% VOB = 2.69%
TOTAL Pcard TRANSACTIONS	TOTAL Pcard TRANSACTIONS WITH MBEs/WBEs/VOBs	% OF TOTAL Pcard TRANSACTIONS WITH MBEs/WBEs/VOBs
1,254	43 MBE = 22 WBE = 7 VOB = 14	3.43% MBE = 1.75% WBE = .56% VOB = 1.12%

PO = Purchase Order MBE = Minority Business Enterprise WBE = Women Business Enterprise
VOB – Veteran Owned Business

**DELAWARE RIVER PORT AUTHORITY
AFFIRMATIVE ACTION REPORT
PROFESSIONAL SERVICE AGREEMENTS
ATTACHMENT 5**

QUARTER ENDING DECEMBER 31, 2012

TOTAL \$ VALUE OF ALL AGREEMENTS PAID THIS QUARTER	TOTAL \$ PAID TO MBEs/WBEs THIS QUARTER	% DOLLARS PAID TO MBEs/WBEs THIS QUARTER
\$2,982,013.00	\$335,954.00	11.27%
TOTAL # AGREEMENTS TOTAL \$ VALUE OF AGREEMENTS ENTERED INTO THIS QUARTER	TOTAL # AGREEMENTS AWARDED TO MBEs/WBEs THIS QUARTER	% OF AGREEMENTS AWARDED TO MBEs/WBEs THIS QUARTER
(9) \$6,844,233.00	(1) \$100,000.00	1.46%

QUARTER ENDING SEPTEMBER 30, 2012

TOTAL \$ VALUE OF ALL AGREEMENTS PAID THIS QUARTER	TOTAL \$ PAID TO MBEs/WBEs THIS QUARTER	% DOLLARS PAID TO MBEs/WBEs THIS QUARTER
\$10,751,252.00	\$277,386.00	2.58%
TOTAL # AGREEMENTS TOTAL \$ VALUE OF AGREEMENTS ENTERED INTO THIS QUARTER	TOTAL # AGREEMENTS AWARDED TO MBEs/WBEs THIS QUARTER	% OF AGREEMENTS AWARDED TO MBEs/WBEs THIS QUARTER
(9) \$2,386,246.00	(0) \$0.00	0.00%

PO = Purchase Order
MBE = Minority Business Enterprise
WBE = Women Business Enterprise
VOB – Veteran Owned Business

TBLDEC12PS

DELAWARE RIVER PORT AUTHORITY AFFIRMATIVE ACTION SCORECARD
ATTACHMENT 5
QUARTER ENDING DECEMBER 31, 2012

EEO CATEGORIES	CURRENT UTILIZATION														
	TOTAL EMPLOYEES	FEMALE		BLACK or AFRICAN AMERICAN		HISPANIC or LATINO		ASIAN		AMERICAN INDIAN or ALASKA NATIVE		TWO or MORE RACES		TOTAL MINORITY	
		#	%	#	%	#	%	#	%	#	%	#	%	#	%
OFFICIALS & MANAGERS	72	14	19%	9	13%	2	3%	1	1%	0	0%	0	0%	12	17%
PROFESSIONALS	82	32	39%	22	27%	6	7%	4	5%	0	0%	0	0%	32	39%
TECHNICIANS	18	4	22%	0	0%	0	0%	2	11%	0	0%	0	0%	2	11%
SERVICE WORKERS	131	9	7%	19	15%	7	5%	1	1%	1	1%	0	0%	28	21%
OFFICE & CLERICAL	128	60	47%	27	21%	3	2%	0	0%	1	1%	1	1%	32	25%
CRAFT WORKERS (SKILLED)	136	4	3%	3	2%	4	3%	1	1%	0	0%	0	0%	8	6%
TOTALS	567	123	22%	80	14%	22	4%	9	2%	2	0.35%	1	0.18%	114	20%

QUARTER ENDING SEPTEMBER 30, 2012

EEO CATEGORIES	CURRENT UTILIZATION														
	TOTAL EMPLOYEES	FEMALE		BLACK or AFRICAN AMERICAN		HISPANIC or LATINO		ASIAN		AMERICAN INDIAN or ALASKA NATIVE		TWO or MORE RACES		TOTAL MINORITY	
		#	%	#	%	#	%	#	%	#	%	#	%	#	%
OFFICIALS & MANAGERS	76	14	18%	11	14%	2	3%	1	1%	0	0%	0	0%	14	18%
PROFESSIONALS	86	35	41%	22	26%	6	7%	5	6%	0	0%	0	0%	33	38%
TECHNICIANS	18	4	22%	0	0%	0	0%	2	11%	0	0%	0	0%	2	11%
SERVICE WORKERS	133	10	8%	19	14%	7	5%	1	1%	1	1%	0	0%	28	21%
OFFICE & CLERICAL	120	56	47%	28	23%	3	3%	0	0%	1	1%	1	1%	33	28%
CRAFT WORKERS (SKILLED)	131	4	3%	3	2%	4	3%	1	1%	0	0%	0	0%	8	6%
TOTALS	564	123	22%	83	15%	22	4%	10	2%	2	0.35%	1	0.18%	118	21%

**PORT AUTHORITY TRANSIT CORPORATION
ATTACHMENT 5
QUARTER ENDING DECEMBER 31, 2012**

EEO CATEGORIES	CURRENT UTILIZATION														
	TOTAL EMPLOYEES	FEMALE		BLACK or AFRICAN AMERICAN		HISPANIC or LATINO		ASIAN		AMERICAN INDIAN or ALASKA NATIVE		TWO or MORE RACES		TOTAL MINORITY	
		#	%	#	%	#	%	#	%	#	%	#	%	#	%
OFFICIALS & MANAGERS	53	12	23%	7	13%	3	6%	1	2%	0	0%	0	0%	11	21%
PROFESSIONALS	8	3	38%	0	0%	0	0%	0	0%	0	0%	0	0%	0	0%
OPERATIVES (Semi-Skilled)	48	5	10%	22	46%	0	0%	2	4%	0	0%	0	0%	24	50%
SERVICE WORKERS	30	7	23%	20	67%	3	10%	0	0%	1	3%	0	0%	24	80%
OFFICE & CLERICAL	26	11	42%	8	31%	1	4%	0	0%	1	4%	0	0%	10	38%
CRAFT WORKERS (SKILLED)	130	1	1%	15	12%	3	2%	0	0%	1	1%	0	0%	19	15%
TOTALS	295	39	13%	72	24%	10	3%	3	1%	3	1%	0	0%	88	30%

QUARTER ENDING SEPTEMBER 30, 2012

EEO CATEGORIES	CURRENT UTILIZATION														
	TOTAL EMPLOYEES	FEMALE		BLACK or AFRICAN AMERICAN		HISPANIC or LATINO		ASIAN		AMERICAN INDIAN or ALASKA NATIVE		TWO or MORE RACES		TOTAL MINORITY	
		#	%	#	%	#	%	#	%	#	%	#	%	#	%
OFFICIALS & MANAGERS	51	11	22%	7	14%	2	4%	0	0%	0	0%	0	0%	9	18%
PROFESSIONALS	7	2	29%	0	0%	0	0%	0	0%	0	0%	0	0%	0	0%
OPERATIVES (Semi-Skilled)	49	5	10%	23	47%	0	0%	2	4%	0	0%	0	0%	25	51%
SERVICE WORKERS	32	7	22%	22	69%	3	9%	0	0%	1	3%	0	0%	26	81%
OFFICE & CLERICAL	25	11	44%	6	24%	1	4%	0	0%	1	4%	0	0%	8	32%
CRAFT WORKERS (SKILLED)	131	1	1%	15	11%	4	3%	0	0%	1	1%	0	0%	20	15%
TOTALS	295	37	13%	73	25%	10	3%	2	1%	3	1%	0	0%	88	30%

DELAWARE RIVER PORT AUTHORITY
MONTHLY LIST OF PAYMENTS 01/1/13 THRU 01/31/13
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<u>VENDOR NAME</u>	<u>ITEM DESCRIPTION</u>	<u>RESOLUTION #/ AUTHORIZATION</u>	<u>AMOUNT</u>
COUNTRY GAS SERVICES INC	Alternate Fuel	25KTHRES	\$13.50
	Alternate Fuel	Total	\$13.50
LINDSAY TRANSPORTATION SOLUTIONS	Attenuator Repairs/Replacement	25KTHRES	\$17,170.00
TRAFFIX DEVICES INC.	Attenuator Repairs/Replacement	25KTHRES	\$3,120.11
	Attenuator Repairs/Replacement	Total	\$20,290.11
BENEFIT HARBOR, LP	Audit, Legal, Consultant & Other	11-066	\$10,809.50
ARCHER & GREINER	Audit, Legal, Consultant & Other	12-020	\$7,266.18
BALLARD SPAHR ANDREWS & INGERSOLL	Audit, Legal, Consultant & Other	12-020	\$229.50
DUANE MORRIS, LLP	Audit, Legal, Consultant & Other	12-020	\$4,583.10
PEPPER HAMILTON LLP	Audit, Legal, Consultant & Other	12-020	\$3,937.75
RIKER DANZIG SCHERER & HYLAND	Audit, Legal, Consultant & Other	12-020	\$180.00
STEVENS & LEE	Audit, Legal, Consultant & Other	12-020	\$2,037.80
BROWN & CONNERY	Audit, Legal, Consultant & Other	12-021	\$968.55
	Audit, Legal, Consultant & Other	Total	\$30,012.38
LEXISNEXIS	Background Checks	25KTHRES	\$1,159.00
	Background Checks	Total	\$1,159.00
NAPA AUTO PARTS	Batteries	12-038	\$1,676.86
	Batteries	Total	\$1,676.86
MISTRAS GROUP INC.	BFB Cable Monitoring	25KTHRES	\$1,187.50
	BFB Cable Monitoring	Total	\$1,187.50
HOWARD NEEDLES TAMMEN & BERGENDOFF	BFB Deck Truss Rehabilitation	10-016	\$167,958.57 **
	BFB Deck Truss Rehabilitation	Total	\$167,958.57
HOWARD NEEDLES TAMMEN & BERGENDOFF	BFB PATCO Track	12-080	\$11,968.29 **
	BFB PATCO Track	Total	\$11,968.29
PENNONI ASSOCIATES INC	BFB Remediation	25KTHRES	\$465.00
	BFB Remediation	Total	\$465.00
AECOM TECHNICAL SERVICES, INC	BFB Salt Storage Bldg.	11-094	\$9,418.31 **
ALIANO BROTHERS	BFB Salt Storage Bldg.	12-009	\$24,547.00 **
	BFB Salt Storage Bldg.	Total	\$33,965.31
HOWARD NEEDLES TAMMEN & BERGENDOFF	BFB Structural Improvements	11-061	\$6,459.69 **
	BFB Structural Improvements	Total	\$6,459.69
BANK OF NEW YORK	Bond Service	Bond Resolutions	\$481,367.00
TD BANK NORTH	Bond Service	Bond Resolutions	\$3,819,000.00
	Bond Service	Total	\$4,300,367.00
MODJESKI AND MASTERS CONSULTING	BRB Biennial Inspection	12-015	\$18,777.87
	BRB Biennial Inspection	Total	\$18,777.87
AMMANN & WHITNEY CONSULTING	BRB Resurfacing	11-038	\$5,790.69 **
	BRB Resurfacing	Total	\$5,790.69
AON RISK SERVICES CENTRAL, INC.	Broker Fees	12-104	\$41,625.00
	Broker Fees	Total	\$41,625.00
NEW JERSEY EMERGENCY PREPAREDNESS	Business Meetings	25KTHRES	\$225.00
	Business Meetings	Total	\$225.00
REMINGTON & VERNICK ENGINEERS, INC	CBB Fire Alarm	11-094	\$6,286.90 **
	CBB Fire Alarm	Total	\$6,286.90
AMMANN & WHITNEY CONSULTING	CBB Biennial Inspection	12-016	\$37,931.11
	CBB Biennial Inspection	Total	\$37,931.11
REMINGTON & VERNICK ENGINEERS, INC	CBB Emergency Generator	09-001	\$5,431.00 **
	CBB Emergency Generator	Total	\$5,431.00
GREGORY BRAGO	CDL License	25KTHRES	\$48.00
TYRONE GUNTER	CDL License	25KTHRES	\$48.00
	CDL License	Total	\$96.00
ROBERT MELIKIAN	Citizen Advisory Committee Expenses	25KTHRES	\$73.29
	Citizen Advisory Committee Expenses	Total	\$73.29
VISION BENEFITS OF AMERICA	Cobra Reimbursements	10-084	\$215.52
DELTA DENTAL	Cobra Reimbursements	12-088	\$1,742.51
	Cobra Reimbursements	Total	\$1,958.03
AUDIO VISUAL RENTAL SERVICES LLC	Commissioner Meeting Expense	11-067	\$1,435.00
	Commissioner Meeting Expense	Total	\$1,435.00
SCHNEIDER ELECTRIC	Computer Equipment	12-057	\$59,692.42 **
PLANET TECHNOLOGIES, INC.	Computer Equipment	12-078	\$14,641.69 **
HEWLETT PACKARD COMPANY	Computer Equipment	25KTHRES	\$19,942.22 **
	Computer Equipment	Total	\$94,276.33
AMERICAN BRIDGE CO	Construction - Labor	10-020	\$1,784,921.39 **
	Construction - Labor	Total	\$1,784,921.39
IRON MOUNTAIN INCORPORATED	Contractual Services	12-044	\$13,693.18
COURT LIAISON SERVICES, LLC	Contractual Services	25KTHRES	\$2,500.00
	Contractual Services	Total	\$16,193.18
CANON FINANCIAL SERVICES INC	Copier Lease	11-027	\$7,598.82
	Copier Lease	Total	\$7,598.82

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<u>VENDOR NAME</u>	<u>ITEM DESCRIPTION</u>	<u>RESOLUTION # AUTHORIZATION</u>	<u>AMOUNT</u>
CANON BUSINESS SOLUTIONS, INC.	Copier Rentals	11-027	\$3,095.07
	Copier Rentals	Total	\$3,095.07
TUCS CLEANING SERVICE, INC.	Custodial Services	10-104	\$26,848.98
	Custodial Services	Total	\$26,848.98
ACS GOVERNMENT SYSTEMS INC	Data Processing	10-111	\$3,487.50
ETI, LLC	Data Processing	25KTHRES	\$299.50
LEXISNEXIS	Data Processing	25KTHRES	\$1,243.00
	Data Processing	Total	\$5,030.00
WASTE MANAGEMENT OF PA INC	Disposal Fees	11-060	\$3,325.31
EMANUEL TIRE OF PA, INC.	Disposal Fees	25KTHRES	\$156.75
SAFETY-KLEEN	Disposal Fees	25KTHRES	\$355.08
TREASURER, STATE OF NEW JERSEY	Disposal Fees	25KTHRES	\$370.00
	Disposal Fees	Total	\$4,207.14
ATLANTIC CITY ELECTRIC	Electricity	UTILITY	\$12,936.98
HESS CORPORATION	Electricity	UTILITY	\$46,404.54
P S E & G	Electricity	UTILITY	\$21,064.82
PECO ENERGY	Electricity	UTILITY	\$19,993.20
WATER REVENUE BUREAU	Electricity	UTILITY	\$15.33
	Electricity	Total	\$100,414.87
DELTA DENTAL	Employee Dental Insurance	10-087	\$50,837.75
	Employee Dental Insurance	Total	\$50,837.75
UNITED HEALTHCARE	Employee Medical Insurance	12-089	\$630,853.47
	Employee Medical Insurance	Total	\$630,853.47
ANTHONY FAVAZZA	Employee Mileage	25KTHRES	\$12.21
BARBARA HOLCOMB	Employee Mileage	25KTHRES	\$32.00
DANIELLE L. MCNICHOL	Employee Mileage	25KTHRES	\$116.92
DAWN ROBINSON	Employee Mileage	25KTHRES	\$28.86
DAWN WALLACE	Employee Mileage	25KTHRES	\$28.98
JAMES BEACH	Employee Mileage	25KTHRES	\$24.42
JAMES CAMPBELL	Employee Mileage	25KTHRES	\$6.66
JAMES M WHITE JR	Employee Mileage	25KTHRES	\$31.02
JAMES MURRAY	Employee Mileage	25KTHRES	\$6.66
JANEL AIELLO	Employee Mileage	25KTHRES	\$22.20
JOHN J. MATHEUSSEN	Employee Mileage	25KTHRES	\$84.08
JOHN WOOSLEY	Employee Mileage	25KTHRES	\$28.98
JOSEPH COLLINS	Employee Mileage	25KTHRES	\$24.42
LEIGHANNA SCHMALBACH	Employee Mileage	25KTHRES	\$9.99
MARINO MORRONE	Employee Mileage	25KTHRES	\$71.16
MICHAEL MATEY	Employee Mileage	25KTHRES	\$22.60
MICHAEL PELLEGRINO	Employee Mileage	25KTHRES	\$22.20
ROBERT SHEERAN	Employee Mileage	25KTHRES	\$22.20
ROBERT STEWART	Employee Mileage	25KTHRES	\$22.20
ROBIN VALENTINE	Employee Mileage	25KTHRES	\$22.20
SCOTT HILLMAN	Employee Mileage	25KTHRES	\$22.20
SYVILLA WILLIAMS	Employee Mileage	25KTHRES	\$85.59
TONI CORSEY	Employee Mileage	25KTHRES	\$48.84
	Employee Mileage	Total	\$796.59
DRPA EMPLOYEES ASSOCIATION	Employee United Way Cont.	25KTHRES	\$5.00
	Employee United Way Cont.	Total	\$5.00
VISION BENEFITS OF AMERICA	Employee Vision Insurance	10-084	\$5,681.08
	Employee Vision Insurance	Total	\$5,681.08
DELL MARKETING L.P.	Equipment	25KTHRES	\$1,513.84
EPLUS TECHNOLOGY INC	Equipment	25KTHRES	\$6,674.64
GRAYBAR ELECTRIC COMPANY INC	Equipment	25KTHRES	\$3,026.02
HEWLETT PACKARD COMPANY	Equipment	25KTHRES	\$24,955.32
HMS GLOBAL MARITIME, INC.	Equipment	25KTHRES	\$154.92
MANCINE OPTICAL	Equipment	25KTHRES	\$430.32
NORCON COMMUNICATIONS	Equipment	25KTHRES	\$1,510.40
THOMSON WEST	Equipment	25KTHRES	\$324.50
TRANE U. S. INC.	Equipment	25KTHRES	\$94.95
TRANSPORT PLANNING & SERVICES	Equipment	25KTHRES	\$7,650.00
CARR & DUFF INC	Equipment	12-081	\$141,036.30
	Equipment	Total	\$187,371.21
XEROX STATE & LOCAL SOLUTIONS, INC.	E-ZPass Clearing Account	04-031	\$69,159.03
	E-ZPass Clearing Account	Total	\$69,159.03
AMERICAN EXPRESS	E-ZPass Credit Card Fees	04-031	\$0.45
PAYMENTECH	E-ZPass Credit Card Fees	04-031	\$253.07
	E-ZPass Credit Card Fees	Total	\$253.52
XEROX STATE & LOCAL SOLUTIONS, INC.	E-ZPass Fixed Monthly Operations Fee	04-031	\$26,859.40

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	E-ZPass Fixed Monthly Operations Fee	Total	\$26,859.40
NEW JERSEY TURNPIKE AUTHORITY	E-ZPass Transponders	04-031	\$384,510.97 **
	E-ZPass Transponders	Total	\$384,510.97
XEROX STATE & LOCAL SOLUTIONS, INC.	E-ZPass VPC	04-031	\$23,540.95
	E-ZPass VPC	Total	\$23,540.95
XEROX STATE & LOCAL SOLUTIONS, INC.	E-ZPass Walk In CSC	04-031	\$43,119.04
	E-ZPass Walk In CSC	Total	\$43,119.04
JACOBS ENGINEERING GROUP INC	Facility Drawing Scanning	09-081	\$3,383.43
	Facility Drawing Scanning	Total	\$3,383.43
INTERNAL REVENUE SERVICE-CHICAGO	Federal/FICA Payroll Taxes		\$813,137.48
	Federal/FICA Payroll Taxes	Total	\$813,137.48
AECOM TECHNICAL SERVICES, INC	Ferry Inspection & Repairs	11-094	\$8,791.35
	Ferry Inspection & Repairs	Total	\$8,791.35
KYLE CONTI CONSTRUCTION, LLC	Ferry Terminal	11-114	\$35,026.25 **
	Ferry Terminal	Total	\$35,026.25
ACACIA FINANCIAL GROUP INC	Financial Advisory Services	11-080	\$1,676.00
	Financial Advisory Services	Total	\$1,676.00
HAWORTH, C/O BELLIA OFFICE FURNITURE	Furniture & Fixtures	25KTHRES	\$5,645.64 **
	Furniture & Fixtures	Total	\$5,645.64
ISOBUNKERS, LLC	Gasoline - Unleaded	12-047	\$30,899.61
	Gasoline - Unleaded	Total	\$30,899.61
NAPA AUTO PARTS	Grease and Oil	12-038	\$447.77
	Grease and Oil	Total	\$447.77
P S E & G	Heat	UTILITY	\$31,527.19
PHILADELPHIA GAS WORKS	Heat	UTILITY	\$12,520.57
SOUTH JERSEY GAS COMPANY	Heat	UTILITY	\$7,867.32
	Heat	Total	\$51,915.08
O'NEILL CONSULTING CORP	IUOE Health & Welfare	09-097	\$3,642.81
	IUOE Health & Welfare	Total	\$3,642.81
IUOE 542 BENEFIT FUNDS	IUOE Medical Insurance	09-097	\$522,901.50
	IUOE Medical Insurance	Total	\$522,901.50
CITY OF PHILADELPHIA	K9 Training - Registration	25KTHRES	\$50.00
	K9 Training - Registration	Total	\$50.00
NAPA AUTO PARTS	Landscaping - Equipment Repairs	12-038	\$20.90
CHERRY VALLEY TRACTOR SALES	Landscaping - Equipment Repairs	25KTHRES	\$24,551.39
	Landscaping - Equipment Repairs	Total	\$24,572.29
BANK OF AMERICA	Letter of Credit Payment	09-075	\$500.00
	Letter of Credit Payment	Total	\$500.00
DELL MARKETING L.P.	Licensing Fees - Software	25KTHRES	\$1,924.40
ESRI INC.	Licensing Fees - Software	25KTHRES	\$400.00
PRISM ENGINEERING	Licensing Fees - Software	25KTHRES	\$1,495.00
SCHNEIDER ELECTRIC	Licensing Fees - Software	25KTHRES	\$1,991.33
SOFTWARE HOUSE INTERNATIONAL	Licensing Fees - Software	25KTHRES	\$24,126.28
VISUAL COMPUTER SOLUTIONS, INC	Licensing Fees - Software	25KTHRES	\$5,868.94
	Licensing Fees - Software	Total	\$35,805.95
CAMDEN PARKING AUTHORITY	Limited Mobility Parking	25KTHRES	\$85.00
	Limited Mobility Parking	Total	\$85.00
JPC GROUP, INC.	Lindenwold Shop Annex	12-012	\$599,717.84 **
	Lindenwold Shop Annex	Total	\$599,717.84
BANK OF AMERICA	LOC Fees - 2008 Ref Rev Bonds	08-021	\$538,449.74
MERRILL LYNCH, PIERCE, FENNER & SMITH	LOC Fees - 2008 Ref Rev Bonds	08-021	\$26,701.37
	LOC Fees - 2008 Ref Rev Bonds	Total	\$565,151.11
BANK OF AMERICA	LOC Fees - 2010 Ref Rev Bonds	09-075	\$585,019.18
MERRILL LYNCH, PIERCE, FENNER & SMITH	LOC Fees - 2010 Ref Rev Bonds	09-075	\$37,704.92
PNC BANK, NATIONAL ASSOCIATION	LOC Fees - 2010 Ref Rev Bonds	09-075	\$175,505.75
PNC CAPITAL MARKETS LLC	LOC Fees - 2010 Ref Rev Bonds	09-075	\$12,568.31
	LOC Fees - 2010 Ref Rev Bonds	Total	\$810,798.16
TRANSCORE	Maint. Fee - Toll Collection Equip	10-121	\$51,318.24
	Maint. Fee - Toll Collection Equip	Total	\$51,318.24
INTERSTATE MOBILE CARE, INC.	Medical Testing	11-096	\$2,789.00
	Medical Testing	Total	\$2,789.00
AREMA	Membership Dues	25KTHRES	\$158.00
WORLDDATWORK	Membership Dues	25KTHRES	\$350.00
ALLIANCE FOR TOLL INTEROPERABILITY	Membership Dues	25KTHRES	\$2,500.00
AMERICAN ASSOCIATION BUDGET ANALYSTS	Membership Dues	25KTHRES	\$45.00
AMERICAN CONCRETE INSTITUTE	Membership Dues	25KTHRES	\$222.00
ASCE/MEMBERSHIP	Membership Dues	25KTHRES	\$1,775.00
CAMDEN COUNTY DETECTIVE'S ASSN	Membership Dues	25KTHRES	\$75.00
ENGINEERS' CLUB OF PHILADELPHIA	Membership Dues	25KTHRES	\$120.00

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INTERNAL AFFAIRS ASSOC.	Membership Dues	25KTHRES	\$50.00
PENNSYLVANIA BAR ASSOCIATION	Membership Dues	25KTHRES	\$295.00
POLICE CHIEFS SOUTHEASTERN PA	Membership Dues	25KTHRES	\$50.00
SOCIETY FOR HUMAN RESOURCES	Membership Dues	25KTHRES	\$345.00
SOUTHERN NEW JERSEY DEVELOPMENT	Membership Dues	25KTHRES	\$100.00
WOMEN'S BUSINESS ENTERPRISE COUNCIL	Membership Dues	25KTHRES	\$2,500.00
	Total		\$8,585.00
TD BANK NORTH	Net Payroll		\$103,673.56
WELLS FARGO BANK, NA	Net Payroll		\$1,798,643.80
	Total		\$1,902,317.36
N.J. STATE - GIT	NJ Payroll Taxes		\$62,061.54
	Total		\$62,061.54
W.B. MASON CO. INC.	Office Equipment	11-115	\$137.53
EPLUS TECHNOLOGY INC	Office Equipment	25KTHRES	\$300.68
TAPE4BACKUP.COM	Office Equipment	25KTHRES	\$670.00
	Total		\$1,108.21
PAPER MART	Office Supplies	11-081	\$232.75
W.B. MASON CO. INC.	Office Supplies	11-115	\$2,656.59
BROWN'S GRAPHIC SOLUTIONS, INC	Office Supplies	25KTHRES	\$23.85
RR DONNELLEY	Office Supplies	25KTHRES	\$761.84
	Total		\$3,675.03
JOHN J. MATHEUSSEN	Overnight Travel-Business Meetings	25KTHRES	\$295.79
	Total		\$295.79
PA DEPT OF REVENUE	PA Payroll Taxes		\$27,499.43
	Total		\$27,499.43
PA STATE EMP RETIREMENT SYS	PA Pension Employee Share		\$177,385.60
	Total		\$177,385.60
PRWT SERVICES INC	Part-time Toll Collectors	10-105	\$125,250.49
	Total		\$125,250.49
BURNS ENGINEERING INC	PATCO Accessibility Improvements	11-087	\$42,058.90
	Total		\$42,058.90
LEXISNEXIS	PATCO Background Checks	25KTHRES	\$369.00
	Total		\$369.00
TRANSYSTEMS CORPORATION	PATCO Biennial Inspection	12-018	\$31,783.26
	Total		\$31,783.26
AON RISK SERVICES CENTRAL, INC.	PATCO Broker Fees	12-104	\$17,500.00
	Total		\$17,500.00
BURNS ENGINEERING INC	PATCO Concourse Improvements	09-034	\$61,209.55
	Total		\$61,209.55
A.P. CONSTRUCTION INC	PATCO Construction	09-034	\$113,766.00
A.P. CONSTRUCTION INC	PATCO Construction	12-010	\$45,900.00
BURNS ENGINEERING INC	PATCO Construction	12-011	\$52,612.32
	Total		\$212,278.32
HOWARD NEEDLES TAMMEN & BERGENDOFF	PATCO Control Line Analysis	09-081	\$2,350.65
	Total		\$2,350.65
CANON BUSINESS SOLUTIONS, INC.	PATCO Copier Rentals	11-027	\$600.89
	Total		\$600.89
BURNS ENGINEERING INC	PATCO Equipment	09-098	\$365,274.97
	Total		\$365,274.97
HATCH MOTT MACDONALD, LLC	PATCO Parking Lot Landscaping	11-094	\$7,987.50
	Total		\$7,987.50
AE STONE INC	PATCO Parking Lots	12-068	\$483,079.85
	Total		\$483,079.85
UNITED PARCEL SERVICE	PATCO Postage	25KTHRES	\$48.08
	Total		\$48.08
DAIDONE ELECTRIC INC	PATCO Power Pole Replacement	09-050	\$564,851.75
BURNS ENGINEERING INC	PATCO Power Pole Replacement	11-006	\$41,678.47
NEW JERSEY TRANSIT	PATCO Power Pole Replacement	12-048	\$105,549.80
	Total		\$712,080.02
SYSTRA CONSULTING INC	PATCO Shop Annex Building	10-028	\$126,677.08
	Total		\$126,677.08
SPRINT	PATCO Telephone	UTILITY	\$3,095.97
VERIZON	PATCO Telephone	UTILITY	\$8,312.09
	Total		\$11,408.06
GANNETT FLEMING, INC.	PATCO Woodcrest Escalator	09-061	\$78,561.02
	Total		\$78,561.02
HOWARD NEEDLES TAMMEN & BERGENDOFF	PATCO Yard Diamond Rehabilitation	10-010	\$4,363.53
	Total		\$4,363.53
PNC	P-Card	09-075	\$205,775.29

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	P-Card	Total	\$205,775.29
N.J. PUBLIC EMPLOYEES RETIREMENT SYSTEM	Pension & Benefits		\$137,027.00
	Pension & Benefits	Total	\$137,027.00
CITY OF PHILADELPHIA	Phila Employee W/H Taxes		\$22,568.08
	Phila Employee W/H Taxes	Total	\$22,568.08
AMERICAN EXPEDITING COMPANY	Postage	25KTHRES	\$72.62
UNITED PARCEL SERVICE	Postage	25KTHRES	\$409.45
	Postage	Total	\$482.07
ALLEN REPRODUCTION CO	Printing	25KTHRES	\$900.29
	Printing	Total	\$900.29
PENNSYLVANIA TURNPIKE COMMISSION	Professional Services	04-031	\$70,000.00
MARCO POLO DESIGN	Professional Services	11-081	\$2,714.67
JENNIFER KELLY, PH.D. LLC	Professional Services	25KTHRES	\$700.00
LEXISNEXIS	Professional Services	25KTHRES	\$50.00
US REGIONAL II OF NJ	Professional Services	25KTHRES	\$110.00
	Professional Services	Total	\$73,574.67
TD BANK NORTH	Quarterly Remarketing Fee	08-021	\$29,667.11
	Quarterly Remarketing Fee	Total	\$29,667.11
GANNETT FLEMING, INC.	Rehabilitation Drainage	09-060	\$9,928.77 **
JPC GROUP, INC.	Rehabilitation Drainage	11-074	\$196,328.43 **
	Rehabilitation Drainage	Total	\$206,257.20
CITY OF PHILADELPHIA	Rent Expense	04-032	\$3,187,586.44
	Rent Expense	Total	\$3,187,586.44
CONSOLIDATED RAIL CORPORATION	Rentals	25KTHRES	\$224.32
TRANSPORT PLANNING & SERVICES	Rentals	25KTHRES	\$165.00
U.S.P.S. POSTMASTER	Rentals	25KTHRES	\$1,364.00
	Rentals	Total	\$1,753.32
THYSSEN KRUPP ELEVATOR CO.	Repairs - Bridges	12-003	\$7,844.00
CHAMMINGS ELECTRIC, INC	Repairs - Bridges	25KTHRES	\$1,078.37
	Repairs - Bridges	Total	\$8,922.37
C H REED	Repairs - Buildings	25KTHRES	\$3,901.81
FERGUSON ENTERPRISE, INC.	Repairs - Buildings	25KTHRES	\$5,626.56
MBI GROUP, INC.	Repairs - Buildings	25KTHRES	\$1,972.00
TRI-COUNTY TERMITE & PEST CONTROL	Repairs - Buildings	25KTHRES	\$140.00
	Repairs - Buildings	Total	\$11,640.37
BROUDY PERCISION EQUIP	Repairs - Heating/AC System	25KTHRES	\$2,481.63
PEIRCE-PHELPS INC	Repairs - Heating/AC System	25KTHRES	\$3,458.00
	Repairs - Heating/AC System	Total	\$5,939.63
CAMDEN COMPUTERS INC (CCI)	Repairs - Office Equipment	25KTHRES	\$235.00
	Repairs - Office Equipment	Total	\$235.00
THYSSEN KRUPP ELEVATOR CO.	Repairs - Other Equipment	12-003	\$410.00
FERGUSON & MC CANN INC	Repairs - Other Equipment	12-022	\$600.00
MAJEK FIRE PROTECTION, INC.	Repairs - Other Equipment	25KTHRES	\$463.25
	Repairs - Other Equipment	Total	\$1,473.25
REMINGTON & VERNICK ENGINEERS, INC	Repairs Bridge	11-094	\$50.72 **
FRANKLIN ELECTRIC CO	Repairs Bridge	12-078	\$32,081.28 **
	Repairs Bridge	Total	\$32,132.00
RUMSEY ELECTRIC CO	Repairs to Buildings	25KTHRES	\$2,623.20 **
	Repairs to Buildings	Total	\$2,623.20
NATIONAL PAVING CO, INC	Replacement of Roadway	25KTHRES	\$185.22
	Replacement of Roadway	Total	\$185.22
HORIZON BLUE CROSS BLUE SHIELD	Retiree Medical Insurance	11-078	\$583.56
UNITED HEALTHCARE	Retiree Medical Insurance	12-089	\$199,301.00
UNITED HEALTHCARE/AARP	Retiree Medical Insurance	12-096	\$114,827.91
	Retiree Medical Insurance	Total	\$314,712.47
BETH WEACHTER	Retirees Fringe Ben/Pays	25KTHRES	\$425.86
THE ESTATE OF NICHOLAS DORAZIO	Retirees Fringe Ben/Pays	25KTHRES	\$195.00
	Retirees Fringe Ben/Pays	Total	\$620.86
INTERNATIONAL SALT CO	Snow Removal - Salt	11-093	\$30,420.21
	Snow Removal - Salt	Total	\$30,420.21
SUNGARD AVAILABILITY SERVICES	Soft/Hardware Service Contracts	10-035	\$3,649.00
ELLIOTT-LEWIS	Soft/Hardware Service Contracts	25KTHRES	\$773.00
EPLUS TECHNOLOGY INC	Soft/Hardware Service Contracts	25KTHRES	\$2,887.36
SCHNEIDER ELECTRIC	Soft/Hardware Service Contracts	25KTHRES	\$1,987.75
	Soft/Hardware Service Contracts	Total	\$9,297.11
A.P. CONSTRUCTION INC	Station Improvements	11-086	\$507,170.80 **
	Station Improvements	Total	\$507,170.80
A&A GLOVE & SAFETY CO.	Stores Inventory	25KTHRES	\$440.00
A&M INDUSTRIAL SUPPLY	Stores Inventory	25KTHRES	\$956.80

DELAWARE RIVER PORT AUTHORITY
MONTHLY LIST OF PAYMENTS 01/1/13 THRU 01/31/13
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<u>VENDOR NAME</u>	<u>ITEM DESCRIPTION</u>	<u>RESOLUTION # AUTHORIZATION</u>	<u>AMOUNT</u>
AUTOMATION AIDS, INC.	Stores Inventory	25KTHRES	\$310.00
EAST COAST STEEL	Stores Inventory	25KTHRES	\$2,721.40
FAIRLITE ELECTRIC SUPPLY CO INC	Stores Inventory	25KTHRES	\$4,162.20
FRANKLIN ELECTRIC CO	Stores Inventory	25KTHRES	\$3,426.15
HENKE MANUFACTURING	Stores Inventory	25KTHRES	\$5,685.30
LANDSMAN UNIFORM	Stores Inventory	25KTHRES	\$347.50
LAWSON PRODUCTS INC	Stores Inventory	25KTHRES	\$162.89
LINDSAY TRANSPORTATION SOLUTIONS	Stores Inventory	25KTHRES	\$7,020.00
MULTIFACET, INC.	Stores Inventory	25KTHRES	\$1,966.50
NAPA AUTO PARTS	Stores Inventory	25KTHRES	\$232.20
NESTLE WATERS NORTH AMERICA	Stores Inventory	25KTHRES	\$107.88
ORION SAFETY PRODUCTS	Stores Inventory	25KTHRES	\$1,939.25
PENDERGAST SAFETY EQUIP	Stores Inventory	25KTHRES	\$1,954.70
R.E. LEDDEN SUPPLY	Stores Inventory	25KTHRES	\$431.28
SALERNO TIRE CORPORATION	Stores Inventory	25KTHRES	\$7,280.72
UNI-SELECT USA, INC	Stores Inventory	25KTHRES	\$1,631.52
W.B. MASON CO. INC.	Stores Inventory	25KTHRES	\$398.40
	Stores Inventory	Total	\$41,174.69
GOVERNMENT NEWS NETWORK - GOVNET	Subscriptions	25KTHRES	\$165.00
CALEA	Subscriptions	25KTHRES	\$280.00
DIRECTV	Subscriptions	25KTHRES	\$24.00
HARVARD BUSINESS REVIEW	Subscriptions	25KTHRES	\$79.00
	Subscriptions	Total	\$548.00
A&A GLOVE & SAFETY CO.	Supplies	25KTHRES	\$7,571.64
AMERICAN RED CROSS	Supplies	25KTHRES	\$2,584.00
CABELA'S INC.	Supplies	25KTHRES	\$2,303.41
COUNTRY GAS SERVICES INC	Supplies	25KTHRES	\$330.00
MAJEK FIRE PROTECTION, INC.	Supplies	25KTHRES	\$1,466.25
POTTY QUEEN	Supplies	25KTHRES	\$360.00
SAFETY-KLEEN	Supplies	25KTHRES	\$515.00
SOUTH JERSEY WELDING	Supplies	25KTHRES	\$386.87
TRI-COUNTY TERMITE & PEST CONTROL	Supplies	25KTHRES	\$80.00
	Supplies	Total	\$15,597.17
GOVDEALS, INC.	Surplus Sales Fee	25KTHRES	\$79.25
	Surplus Sales Fee	Total	\$79.25
UBS GLOBAL ASSET MANAGEMENT	Swap Interest Payments	01-019	\$3,056,881.33
	Swap Interest Payments	Total	\$3,056,881.33
AT&T TELECONFERENCE SERVICES	Telephone	UTILITY	\$16.56
SPRINT	Telephone	UTILITY	\$11,098.81
THE CONFERENCE GROUP, LLC	Telephone	UTILITY	\$440.30
VERIZON	Telephone	UTILITY	\$33,321.63
VERIZON WIRELESS	Telephone	UTILITY	\$3,018.46
	Telephone	Total	\$47,895.76
PENNONI ASSOCIATES INC	Test Core Sampling	11-094	\$810.21
	Test Core Sampling	Total	\$810.21
SHOWWORKS	Trade Show	25KTHRES	\$350.00
	Trade Show	Total	\$350.00
XEROX STATE & LOCAL SOLUTIONS, INC.	Transaction Fees	04-031	\$171,065.25
	Transaction Fees	Total	\$171,065.25
DUNBAR ARMORED	Toll Deposit Processing Fee	09-055	\$11,980.06
	Toll Deposit Processing Fee	Total	\$11,980.06
ANN MILLS	Toll Refunds	25KTHRES	\$10.00
CAROLYN CAPISTRANO	Toll Refunds	25KTHRES	\$1.00
DONIS DUMPSON	Toll Refunds	25KTHRES	\$5.00
JAMES MALE	Toll Refunds	25KTHRES	\$15.00
JORGE BRAVO	Toll Refunds	25KTHRES	\$5.00
SHENIKA BLAINE	Toll Refunds	25KTHRES	\$15.00
	Toll Refunds	Total	\$51.00
HOWARD NEEDLES TAMMEN & BERGENDOFF	Track Upgrading	11-065	\$89,306.41
	Track Upgrading	Total	\$89,306.41
GLOUCESTER COUNTY ERC	Training - Registration	25KTHRES	\$1,500.00
GLOUCESTER COUNTY POLICE ACADEMY	Training - Registration	25KTHRES	\$160.00
ASSOCIATION OF CERTIFIED FRAUD (ACFE)	Training - Registration	25KTHRES	\$745.00
EDWARD COBBS	Training - Registration	25KTHRES	\$72.00
HARRY TROST	Training - Registration	25KTHRES	\$265.00
JOHN T HANSON	Training - Registration	25KTHRES	\$79.00
KENNETH KRAMER	Training - Registration	25KTHRES	\$265.00
MAINTSTAR, INC	Training - Registration	25KTHRES	\$1,500.00
NEW JERSEY INSTITUTE	Training - Registration	25KTHRES	\$474.00

DELAWARE RIVER PORT AUTHORITY
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<u>VENDOR NAME</u>	<u>ITEM DESCRIPTION</u>	<u>RESOLUTION #/ AUTHORIZATION</u>	<u>AMOUNT</u>
NJ SOCIETY OF LAND SURVEYORS POLICE LEGAL SERVICES	Training - Registration	25KTHRES	\$400.00
	Training - Registration	25KTHRES	\$2,040.00
	Training - Registration	Total	\$7,500.00
JOHANNE CORKER NYDIA ROSARIO	Training, Travel and Subsistence	25KTHRES	\$104.60
	Training, Travel and Subsistence	25KTHRES	\$30.26
XEROX STATE & LOCAL SOLUTIONS, INC.	Training, Travel and Subsistence	Total	\$134.86
	Transaction Fees	04-031	\$36,246.88
	Transaction Fees	Total	\$36,246.88
LTK ENGINEERING SERVICES ALSTOM TRANSPORTATION INCORPORATED	Transit Car Overhaul	07-019	\$184,225.74 **
	Transit Car Overhaul	10-154	\$47,605.77 **
	Transit Car Overhaul	Total	\$231,831.51
WASTE MANAGEMENT OF NEW JERSEY, INC	Trash Removal	11-060	\$4,777.80
	Trash Removal	Total	\$4,777.80
HAVERFORD TRUST COMPANY SWARTHMORE GROUP, INC	Trustee Fees	25KTHRES	\$2,240.18
	Trustee Fees	25KTHRES	\$22,973.93
	Trustee Fees	Total	\$25,214.11
JEFFREY D BADGER JESSICA GABE JOSEPH M MAROCCIA SR LOU PAVLIK NYDIA ROSARIO	Tuition Reimbursement	25KTHRES	\$606.00
	Tuition Reimbursement	25KTHRES	\$1,608.00
	Tuition Reimbursement	25KTHRES	\$368.00
	Tuition Reimbursement	25KTHRES	\$3,008.00
	Tuition Reimbursement	25KTHRES	\$1,185.00
	Tuition Reimbursement	Total	\$6,775.00
	Uniforms	11-115	\$4,146.00
	Uniforms	25KTHRES	\$2,796.50
	Uniforms	25KTHRES	\$641.60
	Uniforms	25KTHRES	\$744.39
RED THE UNIFORM TAILOR A&M INDUSTRIAL SUPPLY ACME UNIFORM RENTAL SER INC BEST UNIFORM RENTAL, INC FRANKLIN ELECTRIC CO KEYSTONE UNIFORM CAP LANDSMAN UNIFORM LAWMEN SUPPLY CO OF NJ RED WING BRANDS OF AMERICA, INC. THIS AND THAT UNIFORMS	Uniforms	25KTHRES	\$905.00
	Uniforms	25KTHRES	\$3,466.00
	Uniforms	25KTHRES	\$1,264.00
	Uniforms	25KTHRES	\$389.89
	Uniforms	25KTHRES	\$750.00
	Uniforms	25KTHRES	\$324.00
	Uniforms	Total	\$15,427.38
	Union Dues, Employee Contributions, Etc.		\$175,188.24
	Union Dues, Employee Contributions, Etc.	Total	\$175,188.24
	EMPLOYEE PASS THROUGH PAYMENTS	Vehicle Repairs - Inside	12-038
Vehicle Repairs - Inside		Total	\$2,844.79
Vehicle Repairs - Outside		25KTHRES	\$2,580.25
NAPA AUTO PARTS	Vehicle Repairs - Outside	25KTHRES	\$2,615.74
	Vehicle Repairs - Outside	Total	\$5,195.99
	Vehicle Supplies	12-038	\$2,921.27
NEW HOLLAND AUTO GROUP HAVIS INC	Vehicle Supplies	Total	\$2,921.27
	Vehicles	12-043	\$39,792.10 **
	Vehicles	25KTHRES	\$2,147.90 **
AECOM TECHNICAL SERVICES, INC	Vehicles	Total	\$41,940.00
	Victor Loft Remediation	09-081	\$5,796.48 **
	Victor Loft Remediation	Total	\$5,796.48
PROVIDENT LIFE & ACCIDENT INSURANCE	Voluntary Disability Program	PRE 8-18	\$152.16
	Voluntary Disability Program	Total	\$152.16
NESTLE WATERS NORTH AMERICA CAMDEN COUNTY MUA CITY OF CAMDEN MERCHANTVILLE-PENNSAUKEN NEW JERSEY AMERICAN WATER PECO ENERGY WATER REVENUE BUREAU	Water and Sewer	25KTHRES	\$1,284.07
	Water and Sewer	UTILITY	\$4,395.75
	Water and Sewer	UTILITY	\$740.00
	Water and Sewer	UTILITY	\$2,102.05
	Water and Sewer	UTILITY	\$515.87
	Water and Sewer	UTILITY	\$17,275.03
	Water and Sewer	UTILITY	\$10,298.81
	Water and Sewer	Total	\$36,611.58
	Workmen's Compensation	10-116	\$85,202.17
	Workmen's Compensation	Total	\$85,202.17
SCIBAL	WWB Anchorage Dehumidification	08-057	\$9,162.22 **
	WWB Anchorage Dehumidification	Total	\$9,162.22
AMMANN & WHITNEY CONSULTING	WWB Deck Span Replacement	07-018	\$49,629.05 **
	WWB Deck Span Replacement	10-021	\$371,235.22 **
	WWB Deck Span Replacement	Total	\$420,864.27
AECOM TECHNICAL SERVICES, INC URBAN ENGINEERS, INC.			

DELAWARE RIVER PORT AUTHORITY
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<u>VENDOR NAME</u>	<u>ITEM DESCRIPTION</u>	<u>RESOLUTION #/ AUTHORIZATION</u>	<u>AMOUNT</u>
HOWARD NEEDLES TAMMEN & BERGENDOFF	WWB Signage	09-001	\$12,662.14 **
	WWB Signage	Total	\$12,662.14
HOWARD NEEDLES TAMMEN & BERGENDOFF	WWB Toll Plaza Rehabilitation	12-017	\$29,501.49
	WWB Toll Plaza Rehabilitation	Total	\$29,501.49
J. FLETCHER CREAMER & SON INC	WWB VMS	09-078	\$93,543.15 **
	WWB VMS	Total	\$93,543.15
			<u><u>\$25,671,337.11</u></u>

DRPA MONTHLY LIST OF PURCHASE ORDER CONTRACTS - JANUARY 2013

VENDOR NAME	ITEM DESCRIPTION	PO NUMBER	AMOUNT	RESOLUTION
AIRGAS SAFETY	Stores Inventory Account	P13P0011	\$818.00	25KTHRES
ASCO SERVICES, INC.	Repairs - Buildings	P12E0043	\$4,800.00	25KTHRES
BDF INDUSTRIAL FASTENERS	Stores Inventory Account	P13P0009	\$144.90	25KTHRES
BESAM AUTOMATED ENTRANCE SYSTEMS INC	Repairs - Other Equipment	P13M0003	\$642.72	25KTHRES
BEST UNIFORM RENTAL, INC	Uniforms	P12E0041	\$744.39	25KTHRES
BROUDY PERCISION EQUIP	Repairs - Heating/AC System	P12E0044	\$2,481.63	25KTHRES
CONAM INSPECTION & ENGINEERING SERVICES	License fees	P13P0018	\$2,475.00	25KTHRES
COOPER ELECTRIC SUPPLY CO	Stores Inventory Account	P13P0012	\$4,851.00	25KTHRES
COOPER NOTIFICATION	Licensing Fees - Software	P13L0003	\$8,400.00	25KTHRES
ECONOMIC ANALYSIS GROUP, LTD.	Licensing Fees - Software	P13L0006	\$11,188.20	25KTHRES
EMANUEL TIRE OF PA	Tire Disposal	P13B0033	\$3,000.00	25KTHRES
EPLUS TECHNOLOGY INC	Miscellaneous Equipment	P13S0017	\$1,116.00	25KTHRES
FAIRLITE ELECTRIC SUPPLY CO INC	Stores Inventory Account	P13P0010	\$686.70	25KTHRES
FAIRLITE ELECTRIC SUPPLY CO INC	Stores Inventory Account	P13P0015	\$1,604.50	25KTHRES
LAWSON PRODUCTS INC	Stores Inventory Account	P13P0006	\$150.34	25KTHRES
MAC HYDRAULICS	Repairs - Buildings	P13P0005	\$3,750.00	25KTHRES
MISTRAS GROUP INC.	Contractual Services	P13L0008	\$19,000.00	25KTHRES
NEXT GENERATION INC. DBA NEXGEN	Stores Inventory Account	P13P0013	\$600.00	25KTHRES
OLD DOMINION BRUSH	Stores Inventory Account	P13P0016	\$690.00	25KTHRES
ORION SAFETY PRODUCTS	Stores Inventory Account	P12P0478	\$0.00	25KTHRES
PAPER MART	Paper	P12P0480	\$13,465.30	25KTHRES
PENDERGAST SAFETY EQUIP	Stores Inventory Account	P13P0022	\$1,064.50	25KTHRES
PUBLIC SAFETY UNLIMITED	Uniforms	P13P0019	\$910.00	25KTHRES
RED THE UNIFORM TAILOR	Uniforms	P12E0040	\$1,110.00	25KTHRES
SHERWIN WILLIAMS	Stores Inventory Account	P13P0008	\$1,349.40	25KTHRES
SHERWIN WILLIAMS	Stores Inventory Account	P13P0021	\$238.00	25KTHRES
SOFTWARE HOUSE INTERNATIONAL	Licensing Fees - Software	P13S0014	\$6,107.00	25KTHRES
SOFTWARE HOUSE INTERNATIONAL	Licensing Fees - Software	P13S0016	\$8,612.64	25KTHRES
SOFTWARE HOUSE INTERNATIONAL	Software	P13B0034	\$4,000.00	25KTHRES
SPRINGTIME, INC.	Miscellaneous Supplies	P13B0036	\$600.00	25KTHRES
STAPLES PRINT SOLUTIONS	Printing	P13P0017	\$705.00	25KTHRES
TAPE4BACKUP.COM	Office Equipment	P13P0007	\$670.00	25KTHRES
THE REVENUE MARKETS INC	Stores Inventory Account	P13L0007	\$14,328.00	25KTHRES
TRANSCORE	Repair/Replacement Toll Equip	P13L0005	\$4,206.24	25KTHRES
TRANSCO INDUSTRIES INC	Repairs - Bridges	P13L0002	\$8,212.00	25KTHRES
TRI-M GROUP LLC	Repairs - Bridges	P13S0007	\$22,880.00	12-114
TRI-M GROUP LLC	Repairs - Bridges	P13S0008	\$23,400.00	12-114
TRI-M GROUP LLC	Repairs - Heating/AC System	P13S0010	\$15,120.00	12-114
TRI-M GROUP LLC	Repairs - Heating/AC System	P13S0011	\$10,520.00	12-114
TRI-M GROUP LLC	Repairs - Heating/AC System	P13S0012	\$17,740.00	12-114
TRI-M GROUP LLC	Repairs - Heating/AC System	P13S0013	\$13,650.00	12-114
TRI-M GROUP LLC	Repairs - Other Equipment	P13S0006	\$21,960.00	12-114
TRI-M GROUP LLC	Repairs - Other Equipment	P13S0009	\$14,555.00	12-114
UNI-SELECT USA, INC	Stores Inventory Account	P13P0014	\$574.08	25KTHRES
W.B. MASON CO. INC.	Office Equipment	P13A0009	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0001	\$1,800.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0002	\$2,500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0003	\$1,000.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0004	\$1,200.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0005	\$400.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0006	\$450.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0007	\$1,000.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0008	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0010	\$1,250.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0011	\$180.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0012	\$1,500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0013	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0014	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0015	\$150.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0016	\$100.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0017	\$900.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0018	\$750.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0019	\$400.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0020	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0021	\$1,000.00	12-122

DRPA MONTHLY LIST OF PURCHASE ORDER CONTRACTS - JANUARY 2013

W.B. MASON CO. INC.	Office Supplies	P13A0022	\$3,000.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0023	\$750.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0024	\$750.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0025	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0026	\$4,000.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0027	\$3,200.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0028	\$150.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0029	\$500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0030	\$200.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0031	\$450.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0032	\$700.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0033	\$200.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0034	\$450.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0035	\$4,500.00	12-122
W.B. MASON CO. INC.	Office Supplies	P13A0036	\$500.00	12-122
dba POWERDMS, INC	Data Processing	P13P0020	\$6,100.00	25KTHRES

Delaware River Port Authority
Operations & Maintenance Committee Meeting Minutes
February 6, 2013 – 8:00 a.m.

Attendance:

Committee Members:

Al Frattali, Chairman
Joanna Cruz (via telephone)
Richard Sweeney
Charles Fentress
E. Frank DiAntonio

Others Present:

Kerstin Sundstrom, Assistant Counsel, NJ Governors Unit (via telephone)
John Matheussen, Chief Executive Officer
Michael Conallen, Deputy Chief Executive Officer
Danielle McNichol, General Counsel and Corporate Secretary
Tim Pulte, Chief Operating Officer
John Viniski, Manager of Planning & Design
John Rink, PATCO, General Manager
Charles Kain, Project Manager
William Shanahan, Director, Government Relations
Susan Squillace, Manager, Procurement & Stores, DRPA/PATCO
Steve Reiners, Fleet Manager
Fran DiCicco, Administrative Coordinator
Sheila Milner, Administrative Coordinator
Elizabeth McGee, Administrative Secretary
Tom Raftery, Inspector General
Steve Charles (Alstom)
Pat Aini (Alstom)

Chairman Frattali called the meeting to order and asked for the roll to be called. The Corporate Secretary called the roll and stated that there was not a quorum. Commissioner Cruz entered the meeting via telephone and it was announced there was a quorum. Chairman Frattali presided and stated that there were 12 items relating to the February 6, 2013 meeting.

February 6, 2013 Committee Meeting

Quarterly Board Update (Alstom)

Mr. Rink introduced Steve Charles and Pat Aini from Alstom. Mr. Matheussen thanked Messrs. Charles and Aini for coming down from Hornell today. He stated that with the cooperation they have given us which culminated with the visit to their facility, they will brief the Committee and the full Board later this month on the progress of the Transit Car Overhaul. He stated that the

largest capital project the Authority had prior to the PATCO Car Overhaul was the Walt Whitman Bridge Re-decking. Messrs. Charles and Aini gave a brief presentation which is attached to the Minutes.

Contract No. PATCO-50-2012, PATCO Phase I Repairs Of PATCO Ventilation Vaults

Mr. Viniski stated that staff is seeking authorization to negotiate a construction contract with JPC Group, Inc. to perform the construction of the Phase I Repairs of PATCO Ventilation Vaults in the amount of \$1,957,270. He said that this contract will replace the existing ventilation vault sidewalk grates and frames at the PATCO stations in Philadelphia and Camden. He stated that the project was publicly advertised and seven sets of documents were sold with four bids being received. Mr. Viniski stated that staff evaluated the bids and recommends JPC Group as the low responsive and responsible bid.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Contract No. PATCO-50-2012, PATCO Phase I Repairs of PATCO Ventilation Vaults) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Construction Monitoring Services for Contract No. PATCO-50-2012, PATCO Phase I Repairs Of PATCO Ventilation Vaults

Mr. Viniski stated that staff is seeking authorization to negotiate an agreement with STV Incorporated to provide Construction Monitoring Services for Contract No. PATCO-50-2012, PATCO Phase I Repairs of PATCO Ventilation Vaults in the amount of \$199,567. He said that the agreement will provide full-time, on-site construction inspection and monitoring services and will include a full-time Resident Engineer and support inspection staff for inspecting all contract field activities and monitoring the contractor's compliance with the plans and specifications. Mr. Viniski stated that the project was publicly advertised and nine firms submitted Statements of Qualifications. He said that seven firms were deemed qualified and sent a form Request for Proposal. Mr. Viniski stated that a review committee of four staff engineers evaluated the proposals on the basis of technical merit and recommended STV Incorporated to provide the construction monitoring services.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Construction Monitoring Services for Contract No. PATCO-50-2012, PATCO Phase I Repairs of PATCO Ventilation Vaults) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

2013 Dump Truck (2)

Mr. Pulte stated that staff is seeking authorization to negotiate a purchase contract with Bucks Co. International to purchase two 2013 International Dump Trucks in the amount of \$118,268 each or a total of \$236,536. He said that these dump trucks will provide replacement dump trucks to keep the Authority fleet operational top maintain facility roadways and provide safe passage during the winter season.

Mr. Pulte thanked Susan Squillace, Steve Reiners, Hank Trum and the Fleet Department. He said that they did an excellent job in reducing the amount of vehicles from 400 to 350. He said that DRPA has worked with PATCO and have moved vehicles around. Mr. Pulte stated that when we purchase a new vehicle, a vehicle goes out through auction. Mr. Reiners stated that the mileage is around 40,000 on the vehicles when they are replaced. He went on to explain that they are replaced not because of the mileage, but the age of the vehicle and the corrosion on the vehicle which is due to the salt.

Mr. Matheussen thanked Mr. Pulte, Mr. Rink and their staff over the last couple of winters with the sharing of equipment.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Contract No. PATCO-50-2012, PATCO Phase I Repairs of PATCO Ventilation Vaults) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Seven (7) 2013 Ford Patrol Vehicles and Two 2013 Ford SUV Patrol Vehicles

Mr. Pulte stated that staff is seeking authorization to negotiate a purchase contract with Celebrity of Morristown, LLC, d/b/a Beyer Chrysler Dodge Jeep Ram for the purchase of seven 2013 Ford Police Vehicles in the amount of \$35,000 each or a total of \$245,000. He said that these vehicles will replace vehicles that cannot be efficiently maintained and to assure that police are able to safely travel to various locations in Pennsylvania and New Jersey and also to protect the DRPA patrons, employees and property.

Mr. Reiners stated that they are replacing seven 2008 Crown Victorias and two Tahoes and expect the new vehicles to come in June or July. The vehicles being take out of service are removed when they reach 130,000 miles. In response to what the DRPA does with the old vehicles, it was stated that the old cars go to capital auction and are sold.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Seven 2013 Ford Patrol Vehicles and Two 2013 Ford SUV Patrol Vehicles) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Auto Parts Contract for DRPA and PATCO

Mr. Pulte stated that staff is seeking authorization to negotiate a one year contract with NAPA Auto Parts for the purchase of Aftermarket Automotive Parts for the DRPA and PATCO. He said that this contract will support the fleet operations of DRPA and PATCO at the lowest overall cost available and to maintain an adequate inventory of auto parts. Mr. Pulte stated that this contract will be purchased under New Jersey State Contract #G-8022.

In response to Chairman Frattali's inquiry regarding the purchase of vehicles, Mr. Reiners stated that they look at New Jersey and Pennsylvania State Contract. It was stated that the Authority has an issue with Pennsylvania State Contracts because they do a lot of inventory stocking and Mr. Pulte stated that the Authority is trying to minimize the amount of inventory of stock. Mr. Reiners also stated this will be on a GSA contract off the federal government.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Auto Parts Contract for DRPA and PATCO) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Procurement and Delivery of Highway Rock Salt for DRPA and PATCO Facilities

Mr. Pulte stated that staff is seeking authorization to negotiate a contract with International Salt Company to purchase 3,700 tons of highway rock salt in an amount not to exceed \$198,476. He said that this contract will allow DRPA and PATCO to have the necessary supply of rock salt to clear the bridges, highways and parking lots during the winter season. He said that DRPA and PATCO utilized state contracts to take advantage of bulk pricing with the cooperative purchasing requirements of other state authorities including NJDot, Port Authority of New York and New Jersey, South Jersey Transportation Authority and the New Jersey Turnpike Authority. Mr. Pulte stated that this contract will be purchased under New Jersey State Contract #T-0213.

Mr. Pulte thanked Susan Squillace for an outstanding job by saving the Authority 13% over last year. He stated that at this point we have sufficient rock salt and do not foresee the need to purchase anymore salt.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Procurement and Delivery of Highway Rock Salt for DRPA and PATCO Facilities) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Annual Church Requests for Parking Under the Ben Franklin Bridge in Philadelphia

Mr. Pulte stated that staff is seeking authorization to enter into an agreement with three churches in Philadelphia for the calendar year 2013 allowing special event parking under the Ben Franklin Bridge in the DRPA lots located along Florist Street between 3rd and 4th Streets and/or between 2nd and 3rd Streets. He said that the churches will supervise the parking lots and that no Public Safety or Operations costs will be incurred by DRPA.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (Annual Church Requests for Parking Under the Ben Franklin Bridge in Philadelphia) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

PARTSWG Regional Cooperative Agreements

Mr. Shanahan stated that staff is seeking authorization to enter into regional cooperative agreements with NJTransit, Delaware Rapid Transit (DART) and SEPTA in order to prepare, file and administer regional projects on behalf of the Philadelphia Regional Transit Security Working Group's (PARTSWG) receipt of the DHS Transit Security Grant Program funding.

Mr. Shanahan stated that after 9/11, part of the federal mandate was to create regional working groups of cooperative agencies. These arrangements allow for use internally and externally. Ms. McNichol stated this agreement was being prepared by outside counsel to provide the best structure and the most protection to the DRPA.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution (PARTSWG Regional Cooperative Agreements) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

PARTSWG PSA Phase II
PARTSWG PSA Phase III

Mr. Shanahan stated that staff is seeking authorization to evaluate and select a vendor and enter into agreements for Phase II of the Regional Transit Public Security Awareness (PSA) project on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2008.

Mr. Shanahan stated that Phase II picks up where Phase I left off. He thanked Mr. Lopez and Ms. Holcomb during initial Phase I for their assistance while he was not in the country. He said that this is a security awareness campaign on the transit agencies throughout the region. All deliverables were created in marketing and it encourages our patrons to help in the security. The motto is "See something, Say something". He said that a website has been created. Mr. Shanahan stated that this campaign encourages our citizens to be the eyes and ears all the time. They know the system really well and suggested that 3 digit number be created as another method of contacting the police and authorities.

Mr. Shanahan stated that staff is seeking authorization to evaluate and select a vendor and enter into agreements for Phase III of the Regional Transit Public Security Awareness (PSA) project on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2011.

Mr. Shanahan stated that Phase III continues the good work on the campaign as \$1.7M was for Phase II and \$1.3M was for Phase III. He stated that this is all grant money. Ms. McNichol stated that the Summary Statement & Resolution is as amended.

Ms. McNichol advised that for both PARTSWG PSA Phase II and Phase III that it was a prerequisite to being enter into the contract that the cooperative agreement was fully executed by all parties. Further, PARTSWG PSA Phase II and Phase III resolution was modified to incorporate language requiring a fully executed cooperative PARTSWG Agreement.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolutions as amended (PARTSWG PSA Phase II and PARTSWG Phase III) were unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Procurement and Delivery of Fifty (50) Machined Axles for PATCO

Mr. Rink stated that staff is seeking authorization to negotiate a contract with Penn Machine Company for the procurement and delivery of 50 machined axles in the amount of \$107,700. He said that this will procure axles for use in overhauled Transit Car trucks and will be installed by PATCO staff. Mr. Rink stated that this project was publicly advertised with four sets of documents sent out, and posted on the DRPA website. He said that three responses were

received including one no-bid. Mr. Rink stated that Penn Machine Company was the low and responsible bidder.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution as amended (Procurement and Delivery of Fifty (50) Machined Axles for PATCO) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Service Contract Modifications

Mr. Rink stated that staff is seeking authorization to execute service contract modification(s) to certain contracts for PATCO project(s) and that the Board amends the original approved Resolution. Mr. Rink stated that the contract modification pertains to the escalator and elevator maintenance and service contract with Otis Elevator. He said there are provisions within the contract that covers non-contract/emergency repairs, but does not include funds to pay for these. Payment is handled through a separate purchase order process with Purchasing. Mr. Rink stated they are asking to modify the existing Board approved contract for additional and unforeseen repairs in the amount not to exceed \$60,000. He said that the existing 3 year contract was for \$714,000 plus an extra \$60,000 to cover repairs until the end of the contract in July. Staff is currently drafting a new RFP to go out for bids shortly. Ms. McNichol stated that the resolution shall be modified to include that the services are within the scope of the contract that the amount is not to exceed \$60,000 through contract termination.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution as amended (Procurement and Delivery of Fifty (50) Machined Axles for PATCO) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Utilization of RiverLink Ferry for Training Purposes

Mr. Kain stated that staff is seeking authorization to permit the New Jersey State Police T.E.A.M.S. Unit to utilize the RiverLink Ferry for training purposes. He said that they will conduct a three-phase training operation due to the possible threat to domestic ferry operations. Mr. Kain stated that these exercises are required since 2002. The date for the exercise is projected for the months of March or April. Mr. Kain stated that there is no cost to the DRPA and the indemnifications will be executed.

Chairman Frattali asked for a motion. On motion duly made and seconded, the following Resolution as amended (Utilization of RiverLink Ferry for Training Purposes) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Commissioner Cruz signed off from the meeting via telephone.

General Discussion – Non-Voting Items Change Order/Supplement Update

Contract No. CB-18-2010, CBB Miscellaneous Repairs

Mr. Viniski stated that Change Order No. 3 closes out the construction contract with Iron Bridge Construction for a final credit of \$69,981.87.

Contract No. 35-C, Lindenwold Yard Diamond Supplement No. 1

Mr. Viniski stated that this supplemental request provided by HNTB is for additional signaling design services required to rewire a new switch machine for the Lindenwold Yard Diamond Project. In addition, a new buffer rail needed to be designed to properly separate the 60Hz yard signaling from the 100Hz mainline signaling.

Contract No. 18-C, Transit Car

Mr. Viniski stated that Change Order No. 2 covers two additional work item threshold plates and HVAC control box latches that are located on the underside of the cars.

A discussion ensued regarding the threshold plates. The Commissioners questioned why this would not have been in the initial bid. Mr. Viniski stated the original contract provided for the refurbishment of the threshold. It has become apparent upon removal of the threshold plates that a number of them exhibited corrosion on the underside that required replacement. Mr. Matheussen stated that PATCO should go back to the original specifications and determine why the plates were not inspected.

Contract No. G-25-2012, Pavement Repairs Various Locations

Mr. Viniski stated this Change Order forwarded by the site allocation line item covers an error in the bid schedule of quantities and reflects the as-built quantities which were actually needed.

Spending Tracking

Mr. Viniski stated that we have not deviated from last month. The chart is attached to the Minutes.

Contract No. PATCO-51-2012, PATCO Radio System Upgrade to 800 MHz Project Update

Mr. Viniski stated that the project is on schedule. Currently, Harris is developing their final engineering configuration of radio equipment. Most of the equipment is at a warehouse in Mt. Laurel, New Jersey. He said that installation of equipment will start once the 150' tower and radio building is completed later this Spring. The project is on schedule to be completed in September of 2013.

Chairman Frattali stated that there was no further business for the Operations & Maintenance Committee. The meeting was adjourned.

SUMMARY STATEMENT

ITEM NO.: DRPA-13-016

SUBJECT: Contract No. PATCO-50-2012, Phase I Repairs of PATCO Ventilation Vaults

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board authorizes staff to negotiate a construction contract with the firm of JPC Group Inc. to perform the construction of the Phase I Repairs of PATCO Ventilation Vaults.

Amount: \$1,957,270.00

Contractor: JPC Group Inc.
228 Blackwood Barnsboro Road
Blackwood, NJ 08012

Other Bidders:	AP Construction Inc.	\$2,912,200.00
	Anthony Biddle Contractors	\$3,844,000.00
	IEW Construction Group	\$4,348,807.00

Engineers Estimate: \$2,100,000.00

PURPOSE:

To replace the existing ventilation vault sidewalk grates and frames at the PATCO stations in Philadelphia and Camden.

BACKGROUND:

As a result of inspection of PATCO Subway Ventilation Vaults and Emergency Exit Hatches, a detailed investigation was performed at the PATCO stations in Philadelphia and Camden by our consulting engineer. The ventilation vault sidewalk grates and frames are experiencing deterioration which requires repairs and rehabilitation. The rehabilitation consists of replacement of sidewalk grates and frames, and concrete repairs surrounding the grates/frames.

The project was publicly advertised and bid documents were offered to the public beginning on November 26, 2012 with a bid opening date of January 10, 2013. Seven (7) sets of documents were sold. A total of four (4) bids were received. The low responsive and responsible bid was submitted by JPC Group Inc. in the amount of \$1,957,270.00.

SUMMARY STATEMENT
O&M 2/20/13

Contract No. PATCO-50-2012,
Phase I Repairs of PATCO
Ventilation Vaults

Staff has completed the evaluation of bids and recommends that the contract be awarded to JPC Group Inc., in the amount of \$1,957,270.00 as the low responsive and responsible bidder.

SUMMARY:

Amount:	\$1,957,270.00
Source of Funds:	General Fund Subject to Future Bond Proceeds
Capital Project #:	PD0909
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	365 days
Other Parties Involved:	N/A
Estimated Number of Jobs Supported:	59

RESOLUTION

RESOLVED: That the Board of Commissioners of the Delaware River Port Authority accepts the bid of \$1,957,270.00 to perform the construction of the Phase I Repairs of PATCO Ventilation Vaults, and that the proper officers of the Authority be and hereby are authorized to negotiate a contract with JPC Group Inc. for the required work in an amount not to exceed \$1,957,270.00, as per the attached Summary Statement; and be it further

RESOLVED: The Chairman, Vice Chairman and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chairman, Vice Chairman and Chief Executive Officer and if thereafter either the Chairman or Vice Chairman is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chairman and Vice Chairman are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$1,957,270.00
	Source of Funds:	General Fund Subject to Future Bond Proceeds
	Capital Project #:	PD0909
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	365 days
	Other Parties Involved:	N/A
	Estimated Number of Jobs Supported:	59

SUMMARY STATEMENT

ITEM NO.: DRPA-13-018

SUBJECT: 2013 Dump Truck (2)

COMMITTEE:

Operations and Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board authorizes staff to negotiate a purchase contract with Bucks Co. International, 134 Old Oxford Rd. Langhorne, PA 19047 to purchase two (2) 2013 International Dump Trucks in the amount of \$118,268.00 (236,536.00).

PURPOSE: To provide replacement Dump Truck to keep Authority Fleet operational to maintain facility roadways and provide safe passage during winter season.

BACKGROUND: The 2013 Dump Truck is being purchased under State of New Jersey Contract #79123 (T-2787). Past experience has shown that state contract pricing is the most cost effective means of purchasing vehicles and equipment because pricing is quantity based. The 2013 Capital Budget includes funding for the purchase of two (2) Dump Trucks.

SUMMARY:

Amount:	\$236,536.00
Source of Funds:	General Fund/Subject to Reimbursement from Future Bond Proceeds
Capital Project #:	63212, 63312
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	N/A
Other Parties Involved:	N/A

RESOLUTION

RESOLVED: That the Board authorizes staff to negotiate a purchase contract with Bucks Co. International, 134 Old Oxford Rd., Langhorne , PA 19047 to purchase two (2) 2013 Dump Trucks in the amount of \$118,268.00 (236,536.00); and be it further

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable; and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$236,536.00
	Source of Funds:	General Fund/Subject to Reimbursement from Future Bond Proceeds
	Capital Project #:	63213, 63313
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

SUMMARY STATEMENT

ITEM NO.: DRPA-13-019

SUBJECT: Seven (7) 2013 Ford
Patrol Vehicles Two (2) 2013 Ford
SUV Patrol Vehicle

COMMITTEE:

Operations and Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board authorizes staff to negotiate a purchase contract with Celebrity of Morristown, LLC DBA, Beyer Chrysler Dodge Jeep Ram 200 Ridgedale Ave. Morristown, N.J. 07936, for the purchase of seven (7) 2013 Ford Police Vehicles in the amount of \$35,000.00(245,000.00) and two(2) 2013 Ford SUV Patrol Vehicles in the amount of \$35,994.00(\$71,988.00) for a total amount \$316,988.00 .

PURPOSE: To replace patrol vehicles that cannot be efficiently maintained and to assure that police are able to safely travel to various locations for the purpose of investigating accidents and the enforcement of criminal and motor vehicle codes of Pennsylvania and New Jersey; also the protection of DRPA patrons, employees and property.

BACKGROUND: The 2013 Ford Police Vehicles are being purchased under Commonwealth of Pennsylvania Contract #4400008917. Past experience has shown that state contract pricing is the most cost effective means of purchasing vehicles and equipment because pricing is quantity based. The 2013 Capital Budget includes funding for the purchase of seven (7) Patrol Vehicles and two(2) SUV Patrol Vehicles; for the Public Safety Department.

SUMMARY:

Amount:	\$316,988.00
Source of Funds:	General Fund/Subject to Reimbursement from Future Bond Proceeds
Capital Project #:	1313, 1513, 1713, 1813, 3613, 4513, 5613, 5413, 7413
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	N/A
Other Parties Involved:	N/A

DRPA-13-019
Operations & Maintenance Committee: February 6, 2013
Board Date: February 20, 2013
Seven (7) 2013 Ford
Patrol Vehicles & Two (2) SUV
2013 Patrol Vehicles

RESOLUTION

RESOLVED: That the Board authorizes staff to negotiate a contract with Celebrity of Morristown, LLC DBA, Beyer Chrysler Dodge Jeep Ram 200 Ridgedale Ave. Morristown, N.J. 07936, for the purchase of Seven (7) 2013 Ford Police Vehicles in the amount of \$35,000.00 (245,000.00) Two (2) 2013 SUV Ford Police Vehicles in the amount of \$35,994.00(71,998.00) for a total of \$316,988.00; and be it further

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$316,998.00
	Source of Funds:	General Fund/Subject to Reimbursement from Future Bond Proceeds
	Capital Project #:	1313, 1513, 1713, 1813, 3613, 4513, 5613, 5413, 7413
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

SUMMARY STATEMENT

ITEM NO.: DRPA-13-020

SUBJECT: Auto Parts Contract for DRPA and PATCO

COMMITTEE:

Operations and Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board authorizes staff to negotiate a one (1) year contract with NAPA Auto Parts for the purchase of Aftermarket Automotive Parts for the DRPA and PATCO.

(Betsy Ross Bridge)

**Contractor: QCMP DBA Mechanic NAPA
111 West Camden Avenue
Moorestown, NJ 08057**

Amount: \$20,000.00

(Ben Franklin Bridge)

**Contractor: QCMP DBA Mechanic NAPA
7027 Kaighns Avenue
Pennsauken, NJ 08109**

Amount: \$35,000.00

(Walt Whitman Bridge)

**Contractor: QCMP Motor parts Of Audubon NAPA
206 Haddon Avenue
Haddon Township, NJ 08108**

Amount: \$65,000.00

(Commodore Barry Bridge)

**Contractor: QCMP DBA Penns Grove NAPA
118 N. Virginia Avenue
Penns Grove, NJ 08069**

Amount: \$20,000.00

(PATCO)

**Contractor: QCMP DBA Stratford NAPA
624 N. White Horse Pike
Stratford, NJ 08084**

Amount: \$25,000.00

**SUMMARY STATEMENT
O&M 2/20/2013**

Auto Parts Contract for DRPA and PATCO

PURPOSE: To negotiate a supply contract to purchase auto parts to support the fleet operations of DRPA and PATCO at the lowest overall cost available and to maintain an adequate inventory of auto parts.

BACKGROUND: In an effort to obtain price discounts and benefits offered by national Whole sale distributors of auto parts, the aftermarket automotive parts will be purchased under New Jersey State Contract #G-8022. The New Jersey State Contract includes over fifty (50) NAPA Auto Parts distributor locations throughout the State of New Jersey, and within close proximity to all DRPA bridge facilities and PATCO. The auto parts requirement for DRPA and PATCO is approximately \$165,000.00 annually.

SUMMARY:	Amount:	\$165,000.00
	Source of Funds:	Revenue/ General Fund
	Capital Project #:	N/A
	Operating Budget:	2013
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	March 1, 2013 to February 28, 2014

RESOLUTION

RESOLVED: That the Board authorizes staff to negotiate a contract with NAPA Auto Parts for the purchase of Aftermarket Automotive Parts for the DRPA fleet operations for a period of one (1) year, as per attached Summary Statement for a total amount not-to-exceed \$165,000.00; and be it further

(Betsy Ross Bridge)

Contractor: QCMP DBA Mechanic NAPA
111 West Camden Avenue
Moorestown, NJ 08057

Amount: \$20,000.00

(Ben Franklin Bridge)

Contractor: QCMP DBA Mechanic NAPA
7027 Kaighns Avenue
Pennsauken, NJ 08109

Amount: \$35,000.00

(Walt Whitman Bridge)

Contractor: QCMP Motor parts Of Audubon NAPA
206 Haddon Avenue
Haddon Township, NJ 08108

Amount: \$65,000.00

(Commodore Barry Bridge)

Contractor: QCMP DBA Penns Grove NAPA
118 N. Virginia Avenue
Penns Grove, NJ 08069

Amount: \$20,000.00

(PATCO)

Contractor: QCMP DBA Stratford NAPA
624 N. White Horse Pike
Stratford, NJ 08084

Amount: \$25,000.00

RESOLVED:

The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of DRPA and PATCO. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer, and if thereafter, either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA and PATCO, along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable; and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA and PATCO.

SUMMARY:

Amount:	\$165,000.00
Source of Funds:	Revenue/ General Fund
Capital Project #:	N/A
Operating Budget:	2013
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	March 1, 2013 to February 28, 2014

SUMMARY STATEMENT

ITEM NO.: DRPA-13-021

SUBJECT: Procurement and Delivery of
Highway Rock Salt for
DRPA and PATCO Facilities

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the Board authorizes staff to negotiate a contract with International Salt Company to purchase 3700 tons of highway rock salt.

Amount: \$198,476.00 - not to exceed

Contractor: International Salt Company, Clarks Summit, PA

<u>Facility</u>	<u>Estimated Quantity</u>	<u>Cost Per Ton</u>	<u>Total Cost</u>
PATCO	700 tons	\$54.76	\$38,332.00
Betsy Ross Bridge	800 tons	\$52.38	\$41,904.00
Ben Franklin Bridge	800 tons	\$54.14	\$43,312.00
Walt Whitman Bridge	1400 tons	\$53.52	\$74,928.00

PURPOSE:

To allow DRPA and PATCO to have the necessary supply of rock salt to clear the bridges, highways and parking lots during the winter season.

BACKGROUND:

The DRPA utilizes rock salt during the winter months at the Walt Whitman, Benjamin Franklin, Commodore Barry and Betsy Ross Bridges and PATCO facilities. The rock salt is used for the bridge roadways in addition to the highways, ramps, PATCO parking lots and access roads that are part of its operations.

The DRPA Purchasing Department will be utilizing New Jersey State Contract #T-0213 for the purchase of rock salt. DRPA and PATCO have traditionally utilized state contracts to take advantage of bulk pricing with the cooperative purchasing requirements of other state authorities; including NJDOT, Port Authority of NY & NJ, South Jersey Transportation Authority and the New Jersey Turnpike Authority. New Jersey State contract #T-0213 contract period is February 1, 2013 to January 31, 2014.

SUMMARY STATEMENT
O&M 2/20/2013

**Procurement and Delivery of
Highway Rock Salt for
DRPA and PATCO Facilities**

SUMMARY:	Amount:	\$198,476.00
	Source of Funds:	Revenue Funds
	Capital Project #:	N/A
	Operating Budget:	2013
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	One (1) Year
	Other Parties Involved:	N/A

DRPA-13-021
Operation & Maintenance Committee: February 6, 2013
Board Date: February 20, 2013
Procurement and Delivery of Highway Rock Salt for
DRPA and PATCO Facilities

RESOLUTION

RESOLVED: That the Board authorizes staff to negotiate a contract with International Salt Company for the purchase of 3700 tons of roadway rock salt that will be distributed to DRPA's three (3) bridges (Walt Whitman, Benjamin Franklin, Betsy Ross) and PATCO facilities for use on the bridges, highways and parking lots for a period of one (1) year, as per the attached Summary Statement for a total amount not to exceed \$198,476.00 during this period; and be it further

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$198,476.00
	Source of Funds:	Revenue Fund
	Capital Project #:	N/A
	Operating Budget:	2013
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	One (1) Year
	Other Parties Involved:	N/A

SUMMARY STATEMENT

ITEM NO.: DRPA-13-022

SUBJECT: Annual Church Requests for Parking under the Ben Franklin Bridge in Philadelphia

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the Board authorize staff to enter into Agreements with three (3) churches in Philadelphia for the calendar year 2013 allowing special event parking under the Ben Franklin Bridge in the DRPA lots located along Florist Street between 3rd and 4th Streets and/or between 2nd and 3rd Streets.

PURPOSE:

To provide parking in the lot under the Ben Franklin Bridge for attendees at special events held at three (3) churches that are neighbors of the bridge: St. Augustine RC Catholic Church, St. George Methodist Church, and Old First Reformed United Church of Christ.

Support services from Public Safety include unlocking and securing the gate to the lot before and after the events. Since Public Safety personnel would already be on duty, there would be no cost to DRPA.

DRPA incurs no Operations Staff costs as well.

The churches will provide monitors to supervise the parking lot. The churches will also provide the necessary Certificates of Insurance and will adhere to DRPA's Indemnification and Liability requirements. DRPA reserves the right to withhold approval on an as-needed basis if public safety, security, maintenance or construction issues arise and take precedence.

BACKGROUND:

There is limited no-cost, non-metered 2 and 3 hour street parking available in the vicinity. Due to this limited availability and in an effort to maintain and promote good will with bridge neighbors, in the past, DRPA has approved requests for parking under the Ben Franklin Bridge for special services or events being held at the three (3) churches mentioned above.

Attendance at holiday services, festivals, musicals and celebrations at these churches ranges from 500 to 1,000 people from around the region. The following is a listing of events for which permission to enter into agreements is requested. All churches are insured and will provide required Certificates of Insurance to DRPA.

These events are:

Easter Sunday – March 31, 2013 - Parking for Easter Sunday Services has been requested by all three (3) churches located along 4th Street: St. Augustine RC Church, St. George Methodist Church, and the Old First Reformed United Church of Christ. Request is for parking to accommodate congregants from 8:30 AM until 1:30 PM.

Saturday, June , 2013 - St. George Church is requesting parking for a Music Festival from 5 PM to 9 PM.

Sunday, August 18, 2013 – St. Augustine RC Church is hosting its annual Summer Sinulog celebration and requests parking from 9 AM to 4 PM.

Sunday, December 1, 2013 - St George Church presents its annual Christmas Musical and requests parking from 2 PM to 6:30 PM.

It is recommended that the Board authorize DRPA to allow special event parking under the Ben Franklin Bridge in the lots located along Florist Street between 3rd and 4th Streets and/or between 2nd and 3rd Streets in Philadelphia for three (3) churches: St. Augustine Catholic, St. George Methodist and the Old First Reformed United Church of Christ. No Public Safety or Operations costs will be incurred by DRPA and Certificates of Insurance will be provided by the churches.

SUMMARY:	Amount:	\$0
	Source of Funds:	N/A
	Capital Project #:	N/A
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

DRPA-13-022
Operations & Maintenance Committee: February 6, 2013
Board Date: February 20, 2013
Annual Church Requests for Parking
under the Ben Franklin Bridge in Philadelphia

RESOLUTION

RESOLVED: That the Board authorizes DRPA staff to enter into Agreements with St. Augustine's RC Church, St. George Church and Old First Reformed United Church of Christ for the calendar year 2013 allowing special event parking on the dates indicated in the lots under the Ben Franklin Bridge located along Florist Street between 3rd and 4th Streets and/or between 2nd and 3rd Streets, at no cost to DRPA.

SUMMARY:	Amount:	\$0
	Source of Funds:	N/A
	Capital Project #:	N/A
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

SUMMARY STATEMENT

ITEM NO.: DRPA-13-023

SUBJECT: PARTSWG Regional
Cooperative Agreement

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the DRPA Commission authorize staff to enter into regional cooperative agreements with NJ Transit, Delaware Area Rapid Transit (DART), and SEPTA, in order to prepare, file, and administer regional projects on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding.

PURPOSE: To enter into agreements with NJ Transit, Delaware Area Rapid Transit (DART), and SEPTA, in order to prepare, file, and administer regional projects on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding.

BACKGROUND: The Transit Security Grant Program (TSGP) provides grant funding to the nation's key high-threat urban areas to enhance security measures for their critical transit infrastructure including bus, ferry and rail systems. It is one of six grant programs that constitute the Department of Homeland Security (DHS) transportation infrastructure security activities. These grant programs are part of a comprehensive set of measures authorized by Congress and implemented by the Administration to help strengthen the nation's critical infrastructure against risks associated with potential terrorist attacks. The TSGP is an important component of the Department's effort to enhance the security of the Nation's critical infrastructure. The program provides funds to owners and operators of transit systems (which include intra-city bus, commuter bus, and all forms of passenger rail) to protect critical surface transportation infrastructure and the traveling public from acts of terrorism, major disasters, and other emergencies. The Philadelphia Region encompasses Southeastern Pennsylvania, Southern New Jersey, and a portion of Delaware. The Philadelphia Region is considered a Tier I region, that is it receives the highest priority for these

federal grants. The Philadelphia Area Regional Transit Security Working Group (PARTSWG) is comprised of recipient representatives of DRPA/PATCO, SEPTA, DART, and NJT. The DRPA has been the chair of the working group since its inception in 2005 and has been applying for all regional projects and forwarding purchase orders to PEMA on behalf of the region. The PARTSWG votes to share project as a regional effort. This status as a regional project often allows DRPA/PATCO to receive aid in the area which it would not have qualified for alone. Additionally, since the DRPA is administering these regional projects, the agency is eligible for the Management and Administration portion of these grants. As a condition precedent to this project, the PARTSWG agencies must enter into a regional, cooperative, agreement prior to-initiation of this project.

SUMMARY:

Amount:	N/A
Source of Funds:	N/A
Capital Project#	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	9/30/2017
Other Parties Involved:	FEMA

RESOLUTION

RESOLVED: That the appropriate officers of the Delaware River Port Authority be and hereby are authorized to enter into agreements with NJ Transit and SEPTA, in order to prepare, file, and administer regional projects on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding.

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	N/A
	Source of Funds:	N/A
	Capital Project #:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	9/30/2017
	Other Parties Involved:	FEMA

SUMMARY STATEMENT

ITEM NO.: DRPA-13-024

SUBJECT: PARTSWG Regional
Public Security Awareness (PSA), Phase
II Project

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the DRPA Commission authorizes staff to evaluate and select a successful vendor and enter into agreements for Phase II of the Regional Transit Public Security Awareness (PSA) project on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2008.

PURPOSE:

To enter into an agreement with the successful vendor using DRPA purchasing procedures in order to administer the Regional Public Security Awareness Project, Phase II, on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2008.

BACKGROUND:

The Transit Security Grant Program (TSGP) provides grant funding to the nation's key high-threat urban areas to enhance security measures for their critical transit infrastructure including bus, ferry and rail systems. It is one of six grant programs that constitute the Department of Homeland Security (DHS) transportation infrastructure security activities. These grant programs are part of a comprehensive set of measures authorized by Congress and implemented by the Administration to help strengthen the nation's critical infrastructure against risks associated with potential terrorist attacks. The TSGP is an important component of the Department's effort to enhance the security of the Nation's critical infrastructure. The program provides funds to owners and operators of transit systems (which include intra-city bus, commuter bus, and all forms of passenger rail) to protect critical surface transportation infrastructure and the traveling public from acts of terrorism, major disasters, and other emergencies. The Philadelphia Region encompasses Southeastern Pennsylvania, Southern New Jersey, and a

portion of Delaware. The Philadelphia Region is considered a Tier I region, that is it receives the highest priority for these federal grants. The Philadelphia Area Regional Transit Security Working Group (PARTSWG) is comprised of recipient representatives of DRPA/PATCO, SEPTA, and NJT. The DRPA has been the chair of the working group since its inception in 2005 and has been applying for all regional projects and forwarding purchase orders to PEMA on behalf of the region. The PARTSWG voted to share on a regional basis for the grant year 2008, the Regional Public Security Awareness (PSA), Phase II Project in the amount \$1,717,000. This status as a regional effort allowed DRPA/PATCO to receive aid in the area which it would not have qualified for alone. Additionally, since the DRPA is administering these regional projects, the agency is eligible for the Management and Administration portion of these grants. As a condition precedent to this project, the PARTSWG agencies must enter into a regional, cooperative, agreement prior to initiation of this project.

SUMMARY:	Amount:	\$1,717,000 (100% Grant Funded)
	Source of Funds:	General
	Capital Project#	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	6/30/2013
	Other Parties Involved:	PEMA, FEMA

DRPA-13-024
Operations & Maintenance Committee: February 6, 2013
Board Date: February 20, 2013
PARTSWG Regional Public Security Awareness
(PSA), Phase II Project

RESOLUTION

RESOLVED: That the appropriate officers of the Delaware River Port Authority be and hereby are authorized to enter into an agreement with a successful vendor in order to administer the Regional Public Security Awareness (PSA), Phase II Project on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2008.

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$1,717,000 (100% Grant Funded)
	Source of Funds:	General
	Capital Project #:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	6/30/2013
	Other Parties Involved:	PEMA, FEMA

SUMMARY STATEMENT

ITEM NO.: DRPA-13-025

SUBJECT: PARTSWG Regional
Public Security Awareness (PSA), Phase III
Project

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 06, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the DRPA Commission authorizes staff to evaluate and select a successful vendor and enter into agreements for Phase III of the Regional Transit Public Security Awareness (PSA) project on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2011.

PURPOSE:

To enter into an agreement with the successful vendor using DRPA purchasing procedures in order to administer the Regional Public Security Awareness Project, Phase III, on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2011.

BACKGROUND:

The Transit Security Grant Program (TSGP) provides grant funding to the nation's key high-threat urban areas to enhance security measures for their critical transit infrastructure including bus, ferry and rail systems. It is one of six grant programs that constitute the Department of Homeland Security (DHS) transportation infrastructure security activities. These grant programs are part of a comprehensive set of measures authorized by Congress and implemented by the Administration to help strengthen the nation's critical infrastructure against risks associated with potential terrorist attacks. The TSGP is an important component of the Department's effort to enhance the security of the Nation's critical infrastructure. The program provides funds to owners and operators of transit systems (which include intra-city bus, commuter bus, and all forms of passenger rail) to protect critical surface transportation infrastructure and the traveling public from acts of terrorism, major disasters, and other emergencies. The Philadelphia Region encompasses Southeastern Pennsylvania, Southern New Jersey, and a portion of Delaware. The Philadelphia Region is considered a Tier I region, that is it receives the highest priority for these federal grants. The Philadelphia Area

Regional Transit Security Working Group (PARTSWG) is comprised of recipient representatives of DRPA/PATCO, SEPTA, and NJT. The DRPA has been the chair of the working group since its inception in 2005 and has been applying for all regional projects and forwarding purchase orders to PEMA on behalf of the region. The PARSTWG voted to share on a regional basis for the grant year 2008, the Regional Public Security Awareness (PSA), Phase II Project in the amount \$1,717,000. This status as a regional effort allowed DRPA/PATCO to receive aid in the area which it would not have qualified for alone. Additionally, since the DRPA is administering these regional projects, the agency is eligible for the Management and Administration portion of these grants. As a condition precedent to this project, the PARTSWG agencies must enter into a regional, cooperative, agreement prior to initiation of this project.

SUMMARY:	Amount:	\$1,303,000 (100% Grant Funded)
	Source of Funds:	General
	Capital Project#	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	6/30/2016
	Other Parties Involved:	PEMA, FEMA

DRPA-13-025
Operations & Maintenance Committee: February 06, 2013
Board Date: February 20, 2013
PARTSWG Regional Public Security
Awareness (PSA), Phase III Project

RESOLUTION

RESOLVED: That the appropriate officers of the Delaware River Port Authority be and hereby are authorized to enter into an agreement with a successful vendor in order to administer the Regional Public Security Awareness (PSA), Phase III Project on behalf of the Philadelphia Regional Transit Security Working Group's receipt of the DHS Transit Security Grant Program funding for the year 2011. As a condition precedent to this project, the PARTSWG agencies must enter into a regional, cooperative, agreement prior to initiation of this project.

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$1,303,000 (100% Grant Funded)
	Source of Funds:	General
	Capital Project #:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	6/30/2016
	Other Parties Involved:	PEMA, FEMA

SUMMARY STATEMENT

ITEM NO.: DRPA-13-026

SUBJECT: Utilization of Riverlink Ferry for Training Purposes

COMMITTEE:

Operations & Maintenance

COMMITTEE MEETING DATE:

February 6, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board authorizes the New Jersey State Police T.E.A.M.S. Unit to utilize the Riverlink Ferry for Training Purposes.

PURPOSE: To conduct a three-phase training operation due to the possible threat to domestic ferry operations.

BACKGROUND: Since 2001, hundreds of suspicious incidents have been reported on board domestic ferries or surrounding ferry operations (events with large amounts of people).

Projected training plan is a three-phase process. Phase one is to set up an initial meeting within the next couple of weeks to receive an orientation aboard the vessel and learn the critical or susceptible areas. Phase two is to conduct vessel boarding operations while the vessel is dockside. The third and final phase would be a security exercise while the vessel is underway. This exercise is projected for the months of March or April. No cost to DRPA.

SUMMARY:	Amount:	-0-
	Source of Funds:	[N/A]
	Capital Project #:	[N/A]
	Operating Budget:	[N/A]
	Master Plan Status:	[N/A]
	Other Fund Sources:	[N/A]
	Duration of Contract:	[N/A]
	Other Parties Involved:	[N/A]

DRPA-13-026
Operations & Maintenance Committee: February 6, 2013
Board Date: February 20, 2013
Utilization of Riverlink Ferry
for Training Purposes

RESOLUTION

RESOLVED: That the Board authorizes the New Jersey State Police T.E.A.M.S. Unit to utilize the Riverlink Ferry for Training Purposes.

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	-0-
	Source of Funds:	[N/A]
	Capital Project #:	[N/A]
	Operating Budget:	[N/A]
	Master Plan Status:	[N/A]
	Other Fund Sources:	[N/A]
	Duration of Contract:	[N/A]
	Other Parties Involved:	[N/A]

Delaware River Port Authority
Finance Committee Meeting Minutes
January 9, 2013 – 10:00 A.M.

Committee Members:

Jeffrey Nash (Committee Chair)
David Simon, Esquire (Committee Vice Chair)
William Sasso
Andrew Reilly
E. Frank DiAntonio (via telephone)
Walter D'Alessio (via telephone)
Charles Fentress
John Lisko (McCord) (via telephone)

Others Present:

Kathleen Duffy Bruder, Esquire, Deputy Chief of Staff, Governor Corbett's Office
Kerstin Sundstrom, Assistant Counsel, NJ Governor Authorities Unit
Victoria Page-Wooten, Executive Deputy General Counsel
John Matheussen, Chief Executive Officer
Michael Conallen, Deputy Chief Executive Officer
John Hanson, Chief Financial Officer
Danielle McNichol, General Counsel and Corporate Secretary
Tim Pulte, Chief Operating Officer
Toni Brown, Chief Administrative Officer
Jim White, Director of Finance
Michael Venuto, Chief Engineer
John Rink, General Manager, PATCO
Bill O'Connor, Supervisor, Engineering Administration
Kevin LaMarca, Director IS
Howard Korsen, Manger, Contract Administration
Mark Lopez, Manager, Government Relations
Tom Raftery, Inspector General
Tim Ireland, Director of Communications
Fran DiCicco, Administrative Coordinator
Sheila Milner, Administrative Coordinator
Elizabeth McGee, Administrative Secretary
Kathy Clupper, PFM
Steve Faber, PFM
Joe Myers, Cooper's Ferry
Mike Morgan, Cooper's Ferry

Chairman Simon called the meeting to order. He asked the Corporate Secretary to call the roll. The Corporate Secretary called the roll. It was announced by the Corporate Secretary that there was a quorum. Chairman Simon presided.

Financial Update

Mr. Hanson stated that the total DRPA Bond Debt as of December 31, 2012 was \$1,350,635,000. He stated that as of December 31, 2012, the total DRPA Bond Debt was \$1,166,010,000. Mr. Hanson stated that in the course of a year, the Authority has reduced the debt by \$184,625,000. On January 1, 2012, \$45.2M was paid down, \$95.7M was early redeemed in April and \$43.7M was repaid in December as a result of the refunding.

Mr. Hanson discussed the fixed rate bonds and the variable rate bonds. He said that in 2011-2012, the Authority no longer has various PDP issues. He said that the \$34M is not eligible for refunding. Since last year the debt has been reduced by \$185M. He said that the break out of the Authority's debt is about 43% of the fixed rate bonds. He stated that the variable rate bonds is approximately 57% and is a synthetic rate which indicates that the hedges are working effectively and in a fixed rate position.

Mr. Hanson discussed the revenue versus PDP bonds. He said that as a result of the pay down, the refunding is 83.9% and is a result of revenue bonds and core business. The PDP bonds are at 16.1% outstanding debt. This is PDP bonds or the economic development program that the Authority was formerly involved in.

Mr. Hanson stated that the Letters of Credit (LOCs) match the number of variable debt that the LOC provides liquidity \$73M in variable rate debt and LOCs. He said that as of April, 2012, the result of financial action plan has reduced expenses related to debt services and LOC fees by \$20,219,016 as a result of the early repayment and reduction of LOCs. Mr. Hanson stated that going forward, the Authority projects \$11M annual reduction in debt service, \$6M related to repayment and \$5M is related to the refunding. Mr. Hanson stated that regarding SWAPS, the market to market value as of September 30, 2012 was \$235M which represents the amount the Authority paid down to settle and end the SWAPS.

Mr. Hanson discussed the Unaudited Financial Summary as of December 31, 2012. Mr. Hanson stated that the year to year traffic was 1.76% below 2011 traffic; revenues were up 10.59% from 2011 revenues. He said that this is as a result of the mild winter and there was not a need for snow removal. Mr. Hanson stated that there was a 12.56% increase in the average toll as a result of the toll increase and higher mix of traffic. He said that 2012 PATCO ridership is about 1.6% higher than 2011; 9.22% increase in revenue over 2011. Mr. Hanson stated that the increase had to do with the mid-year fare increase.

Mr. Hanson stated that regarding Budget versus Actual, traffic is 2.49% under budget although toll revenues are up 2.45% over budget in 2012. He said that PATCO ridership is 5.84% over budget and PATCO revenues is 8.91% over budget. Mr. Hanson stated that with respect to DRPA Operating Expenses it is \$4,384,457 under budget or 5.85% and PATCO Operating Expenses is \$2,115,544 under budget or 8.78%. He said that with a combining the two Operating Budgets, the Authority is \$8,532,764 or 6.98% under budget.

Mr. Hanson stated that with respect to the total capital expenditure, the project fund drawdowns in 2011 were \$70.2M versus \$59M in 2012. He said that the total capital expenditures on major

projects were \$102.2M or an increase of \$32M. Mr. Hanson stated that this was due to having more diverse funding for 2012. He stated that the Project Funds have been exhausted using the \$59M in projects funds, \$9.4M of former economic development funds and \$33.8M in General Funds. The Capital Expenditures are subject to reimbursement and since the project fund is exhausted, the Authority is using the General Fund until the new money bond issued.

Mr. Hanson stated that the General Fund balance as of December 31, 2012 is \$279.4M but there is also a chip from the project fund which will be reimbursed from the new money. Chairman Nash inquired whether the \$279M is net in cash in the General Fund today and an IOU for the Project Fund. Mr. Hanson answered affirmatively.

Bond Issues

Bond Refunding Update

Mr. Hanson stated that in December 20, 2012, the Authority had a successful \$152M worth of revenue refunding bonds. He said that \$196M worth of PDP bonds. The net PDP saving is almost by the benchmark hit it out of the park of 18% in savings. Par value bonds \$153M par bonds. Average coupon was almost 5.45%. True interest cost is 3.1%. He said that this is a very significant savings - \$5M annually. The bonds refunded now have an average life of two years.

Mr. Hanson stated that this was tremendous team work with Jim White on the bond issue and PFM. It was a good partnership with making new decisions, a compressed schedule and we all dealt with working together. Chairman Nash congratulated Mr. Hanson and his team on the excellent work.

New Money Issuance

Mr. Hanson stated that the Commissioners had been provided with a draft Resolution that was drafted by bond counsel and sent out to the Financial Advisors. He said there are issues which require Board input on how decisions are made. One recommendation is there are some places where it talks about decisions made by Chief Executive Officer, the Financial Advisors and bond counsel. Mr. Hanson stated the General Counsel should also be included in that language as he provides oversight to all outside counsel. Vice Chair Simon inquired whether this should be put in the pricing committee. Mr. Hanson stated that we just received this before the meeting. Mr. Hanson said that he and Mr. White were reviewing this and need input from the Finance Committee, Financial Advisors, General Counsel and the Chief Executive Officer. He said that the Resolution should be passed first before talking about new money issues.

Mr. Hanson stated that the contract has gone out for a traffic study and will be required before we can do any bond issue. He said that the traffic study will be completed by the end of March. Mr. Hanson stated that hopefully we are looking to be in a position to work on the bonds before the end of March. He said that part of it is going to hinge on success that we have on the LOC replacements. Mr. Hanson said this needs to get done quickly. He said that if we do not achieve all the savings.....we will achieve interest costs. We will be looking at that and will discuss

this with the Finance Committee. He said that we want to fully reimburse the General Fund and we need to discuss all of this. Chairman Nash stated that this is a proposed Resolution - Capital program of 1B.

Mr. White stated the number may be high but may include federal funding in there. Mr. Hanson said that the gross number is before the federal funding and we want to work on this to reflect the DRPA number.

Network Infrastructure Upgrade-Core Switch Replacement

Mr. LaMarca stated that staff is seeking authorization of a contract with ePlus Technology, Inc. for the procurement of hardware and software upgrades to the Authority's network infrastructure in the amount of \$410,000. He stated that in 2003, the Authority undertook to upgrade the network, including the local networks at each facility and the telephone system. This contract provided the Authority with industry leader Cisco Systems switches, routers and voice systems. Mr. LaMarca stated that in 2011 and 2012, the Authority completed two phases of the network refresh. He said that with the final phase, the core switches which are housed in each of the main facilities, bridges, PATCO and OPC will need to be replaced. Mr. LaMarca stated that this is a State contract and with the upgrade, this will supply the Authority with the latest hardware and software components and will extend the Authority's support with Cisco. He said that this contract is a capital budget item to take to the full Board.

Chairman Nash asked for a motion. On motion duly made and seconded, the following Resolution (Network Infrastructure Upgrades – Core Switch Replacement) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Ferry Operator

Mr. Pulte stated that staff is seeking authorization to negotiate a two year contract with National Ferry Corporation to provide passenger ferry operation services for the RiverLink Ferry in the amount of \$45,000 for the first year and \$55,000 for the second year. He said that he wanted to thank Howard Korsen and his staff for their assistance in the negotiations of the contract. We had a contract with Hornblower and it has expired. This project was advertised and the Authority had three groups come to a mandatory meeting and walk-through and site visit. Mr. Pulte stated that a committee was formed and Hornblower and National Ferry were interviewed. National Ferry has proposed that they would like to expand the hours of ferry operation when the fireworks are shown twice a year as long as it is profitable. He said that the fireworks on New Year's Eve depend on the weather and profitability. Mr. Pulte stated that the contract states that the DRPA collect some funds from the operators. He said the ferry has been a not been profitable for the DRPA for profit where there are times that we lose money during the year and sometimes there is a gain with the ferry. Mr. Pulte stated that the ferry provides a service for concert goers. He stated that Hornblower wants to run water taxis during the slower times and it will save us money. He said that they may be correct, but the liability and not owning them is an issue. Mr. Pulte stated that National Ferry underside has offered us a plus a percentage of revenue. He said that National Ferry wants to extend the hours for certain times and also for private functions. The Ferry revenue is driven on the amount of concerts during the year. Mr.

Pulte stated that this is a three year contract where both sides can cancel the contract. The Authority will be covered by all liabilities and insurance coverage. He said that this comes hand in hand with the dry dock. As Mr. Venuto stated during the Operations & Maintenance Committee meeting, the Authority needs an operator to handle the driving of the Ferry to dry dock for the inspection. Mr. Pulte stated that the Authority has to do an inspection every five years in conjunction with repairs that need to be done while the Ferry is out of the water.

Commissioner Sasso inquired whether this is a lease situation and we keep ownership of the Ferry. Mr. Pulte stated that National Ferry will do the maintenance over \$1,000. The Authority has employees at the Ben Franklin who came out and did some of the maintenance. Commissioner Sasso inquired whether Hornblower gave notice of cancellation and Mr. Pulte stated that Hornblower tried to cancel this year, but they missed the deadline. He said that they can only cancel at one point during the year and that is at the end of the season.

Chairman Nash stated that he had concerns about the customers at the aquarium who are using the Ferry. The aquarium has extended hours until 8 p.m. and the Ferry ends their hours at 7 p.m. He stated that Mr. Pulte should reach out to the aquarium and incorporate their hours into the contract with National Ferry. Mr. Pulte stated that we will look into expanding the hours of operation.

Mr. Pulte stated that on a normal day, the RiverLink makes a circle on the river, although when there are major events taking place, the RiverLink goes strictly back and forth across the river. Joe Meyers of with Cooper's Ferry stated that he is encouraged with the RiverLink Ferry. He said that Cirque du Soleil is interested in the ferry as it will be express travel back and forth across the river in June. Mr. Pulte asked Joe Myers of Cooper's Ferry to provide Special Event List Corporation to the waterfront that he will check as to the special events which are coming up and at the aquarium. He said that the Susquehanna Bank facility sends out a monthly schedule of their events.

Commissioner D'Alessio stated that he had a conversation regarding the water taxis and the need for a subsidy by the DRPA. He said that when we select National Ferry, the Authority ought to suggest and meet with the Delaware River Waterfront Corporation and incorporate the taxis that are new. Commissioner D'Alessio stated that he is not implying that DRPA subsidize it. Chairman Nash stated that this is a good idea and the Authority should speak with Cooper's Ferry and Tom Corcoran of the Waterfront Corporation to make sure they are all in sync and working together.

Vice Chair Simon stated that there had been discussions in the past to abandon the ferry, but the Authority is keeping the ferry service. He said that it is confirmed that the ferry is important transportation on the waterfront between both states and it is not being subsidized by the toll payers.

Chairman Nash asked for a motion. On motion duly made and seconded, the following Resolution (RiverLink Ferry Operations 2013/2014) was unanimously adopted by the Committee to go to the full Board on January 16, 2013.

Dedication of Pearl Street between 3rd and 5th Streets in Camden, NJ to the City of Camden – Modification of DRPA-12-078

Mr. Venuto stated that with respect to the Dedication of Pearl Street between 3rd and 5th Streets in Camden to the City of Camden – Modification of DRPA-12-078, he stated this is a clarification and not a modification. He said that it will be a stand-alone summary with the Resolution. He said that the DRPA has taken the outbound surveys and acquired this property when the bridge was first built. We dedicated Florist Street back to the City of Philadelphia. Mr. Venuto stated that Bill O'Connor was more familiar with this property and will brief the Commissioners.

Mr. O'Connor handed out a map to all Commissioners. He stated that looking at the map of the yellow area; this was vacated in the early 1970s. The DRPA assumed control of the portion in yellow. However, the Authority never vacated that portion of the street and we are operating it without rights. Rutgers assumed the South side of 4th Street and they needed additional space. He said that the area shaded in blue is area that the DRPA does not pave and they have the stop signs and parking meters where the DRPA has not received any revenue. Mr. O'Connor stated that the Authority has no control and it becomes a liability to the DRPA. He said that the Authority should enter into an agreement with the City of Camden to take those two blocks in a historical fashion. Mr. O'Connor stated that the Authority used to call it Marginal Road and Camden calls it Pearl Street. We have been trying to clear up these issues with Rutgers for their parking. He said that they never asked us for any money and has not asked for any contribution. Mr. O'Connor stated that about six weeks ago, DRPA received a call about another area and that motivated us to check into this area.

Chairman Nash inquired as to why the City of Camden wants the property? Mr. O'Connor stated that the City of Camden has their utilities underground and it would make sense that they have it. The area in yellow is underground and a surface area of Pearl Street. They agree that it makes sense to have it.

Vice Chair Simon stated that he was concerned about the possibility that we might need some of the land for the bike ramp.

Commissioner Fentress joined the meeting.

Mr. O'Connor stated that they have had discussions regarding the deed of restrictions with Legal. He said that this reserves the DRPA's rights for the bike ramps or any needs of DRPA as it pertains to liability. We are keeping our right to reserve. Vice Chair Simon stated that the DRPA should wait to see the sketches for the bike ramps. He said that DRPA should wait until we are absolutely sure that there is no conflict in the projects. Mr. Venuto stated that there was no pressing need and has time to delay it.

Mr. O'Connor stated that the red area along the South side of Pearl Street is where PATCO's underground utilities and ventilation are located as well as other utilities. He said that we can do the same thing after the bike ramp is identified and highlighting in areas of red that we have already included.

Chairman Nash stated that DRPA should continue to review the documents as there is a six month time lag. Mr. O'Connor stated that they have sent Legal the documents to review. Mr. Matheussen inquired that the right of way is curb to curb? Is the sidewalk still ours? Mr. O'Connor stated that it is curb to curb and we gave them two feet of sidewalk that we can spare and this will be included in the agreement for them to maintain the decorative brick path.

Green Team Update

Mr. Conallen gave a brief update on our Green Initiative. He stated that in 2009, the Board and Staff undertook a Green Team Initiative. In June 2010, the Authority had a study done by Weston Solutions and gave a report to assist us with pursuing our green efforts. Weston made 130 recommendations. He said that Weston came up with recommendations after viewing our facilities and created final report. Mr. Conallen stated that 50 plus recommendations dealt with energy management and energy consumption. Weston had suggested turning off lights at night when employees leave their office and to consolidated printers. The Authority has undertaken the initiative of consolidating printers and this cuts down on paper usage which has been successful.

Mr. Conallen stated that the Authority has asked for employees from different business units to participate in the Green Initiative Team and this has been modeled after the Lean Government. He stated that we have asked the Chiefs and individual employees to meet on a biweekly basis. We have set three long term goals. The first is to implement video conferencing so that employees will not be leaving their offices to drive to other facilities. This solution for use of office technology has been put in the Capital Budget. He said that in the near future, this video conferencing will be used. Another initiative is having a competition between the floors to see which floor can use less electricity. Mr. Conallen stated that the floors can win by using less electricity. He stated that we have used baselines for each floor. The short term is to use alternate vehicles. Mr. Conallen stated that the Authority is also exploring at PATCO by putting in some equipment to allow customers to plug in there electrical vehicles. He stated that in the long term those stations become our property. Mr. Conallen stated that this will require the Authority to participate in the implementation of the equipment and we are looking at this and will bring to Board. There will be charging stations at the PATCO stations and the Authority will get a return on that when they become our property.

The Green Team is dedicating future budgets for funding. We are talking to other companies to see how they are implementing their Green Initiatives. We will be looking at more goals later on. We are going to reach out to other energy companies and have sustainment officers and pick their brain on issues that we can use. Chairman Nash stated that this is very important for the DRPA and will be an enormous cost savings since we are such a high user of energy. Vice Chair Simon stated that in his view, this is a great initiative as the Authority is such a large user of energy. He congratulated Mr. Conallen on this initiative. Mr. Matheussen also congratulated Mr. Conallen in spearheading this initiative.

Southeast Youth Athletic Association (SEYAA)

Mr. Lopez stated that on behalf of Bill Shanahan, Staff is seeking Board approval for the Southeast Youth Athletic Association (SEYAA) Carnival which will take place from March 27, 2013 through April 6, 2013. He stated that this fundraising carnival has been taking place for many years. He said that SEYAA is responsible for all cleaning, security and insurance issues. There are no costs or set up fees to be incurred by the DRPA. All insurance requirements have been met and they are in complete compliance with the City in terms of tax liability.

Chairman Nash asked for a motion. On motion duly made and seconded, the following Resolution (Southeast Youth Athletic Association (SEYAA) Carnival on DRPA (WWB) Property at 7th and Bigler in Philadelphia) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Chairman Nash called for a motion to go into Executive Session. He said that the decisions made in Executive Session will be made public when the issues are resolved. Upon motion duly made and seconded, the Committee moved into Executive Session.

Chairman Nash stated that the Finance Committee was back in Open Session. On motion duly made and seconded, the following Resolutions were unanimously adopted by the Committee to go to the full Board on January 16, 2013.

- | | |
|---------------------|---|
| DRPA-13-0009 | DRPA/PATCO Owner Controlled Insurance Program Policy Extensions |
| DRPA-13-0010 | Renewal of Toll System Maintenance Agreement |
| DRPA-13-0011 | RiverLink Ferry Operations |
| DRPA-13-0012 | Creation of Records Manager, Records Retention Position and Request for Hay Review of Position |
| DRPA-13-0013 | Creation of Legal Secretary Position within Office of General Counsel |

There being no further business, on motion duly made and seconded, the meeting was adjourned.

SUMMARY STATEMENT

ITEM NO.: DRPA-13-027

**SUBJECT: Network Infrastructure
Upgrades – Core Switch Replacement**

COMMITTEE:

Finance Committee

COMMITTEE MEETING DATE:

January 9, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board authorizes staff to negotiate a contract with ePlus Technology, Inc., for an amount not to exceed \$410,000.00 for the procurement of hardware and software upgrades to the Authority's network infrastructure. This purchase is provided with pricing under the State of New Jersey WSCA Contract #73979.

PURPOSE: To provide the Authority with the necessary upgrades in support of the Authority's network infrastructure.

BACKGROUND: In 2003, the Authority entered into a contract to completely upgrade the Authority's network infrastructure, including the wide area network, local area networks at each facility and the telephone system. That contract provided the Authority with industry leader Cisco Systems switches, routers and voice systems.

At this time, some of the equipment has outlived its useful life and it is now necessary to refresh some of that equipment. The Authority has been advised by Cisco that in early 2011 some of the hardware and software components will reach its "End of Support" and will no longer be supported by Cisco. Because of the obvious criticality in maintaining a working and viable network and to continue receiving support the Authority must proceed with this necessary upgrade. The upgrade will supply the Authority with the latest hardware and software components and more importantly will extend our support with Cisco.

In 2011 and 2012 we completed two phases of the network refresh. For this final phase it will be necessary to replace the core switches that are housed in each of the main facilities, bridges, PATCO and OPC. Staff recommends that the contract be awarded to ePlus Technology, Inc. who have supplied pricing under the State of New Jersey WSCA Contract #73979.

Staff therefore recommends, negotiating a contract with ePlus Technology, Inc. for an amount not to exceed \$410,000.00 for the procurement of hardware and software upgrades to the Authority's network infrastructure.

SUMMARY:	Amount:	\$410,000.00
	Source of Funds:	General Fund/Subject to Reimbursement from Future Bond Proceeds
	Capital Project #:	TE1102
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

DRPA-13-027
Finance Committee: January 9, 2013
Board Date: February 20, 2013
Network Infrastructure Upgrades – Core Switch Replacement

RESOLUTION

RESOLVED: That the Board authorizes staff to negotiate a contract with ePlus Technology, Inc., for an amount not to exceed \$410,000.00 for the procurement of hardware and software upgrades to the Authority's network infrastructure.

RESOLVED: The Chair, Vice Chair and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chair, Vice Chair and Chief Executive Officer and if thereafter either the Chair or Vice Chair is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chair and Vice Chair are absent or unavailable and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	\$410,000.00
	Source of Funds:	General Fund/Subject to Reimbursement from Future Bond Proceeds
	Capital Project #:	TE1102
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

KAL
Information Services

SUMMARY STATEMENT

ITEM NO.: DRPA-13-028

SUBJECT: Southeast Youth Athletic Association (SEYAA) Carnival on DRPA (WWB) Property at 7th and Bigler in Philadelphia

COMMITTEE:

Finance

COMMITTEE MEETING DATE:

January 9, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the Board authorizes staff to enter into an agreement with SEYAA permitting use of DRPA property on the south east corner of 7th & Bigler Streets in South Philadelphia, adjacent to the Walt Whitman Bridge, for a fundraising carnival event from March 27, 2013 to April 6, 2013.

PURPOSE:

To enter into an agreement with SEYAA allowing the use of DRPA property for its 2011 annual fundraising event. There is no cost incurred by DRPA related to this event. All cleaning, security and insurance issues are the responsibility of SEYAA and its contractors(s).

BACKGROUND:

Since 1994, DRPA has had a license agreement with SEYAA permitting use of this property at no cost to SEYAA. This agreement requires that SEYAA is responsible for all property maintenance and insurance costs on a year – round basis, not just for this event.

SEYAA serves 3,000 youth from all parts of the city who use the programs offered on these licensed facilities for team sports and supervised recreational activities. SEYAA has held this carnival as a fundraiser for many years on this field. This event serves as the primary funding source for SEYAA operations and consists of carnival games and rides.

Jim Houghton Enterprises Inc. (carnival operator) will provide a Certificate of Insurance for the following: Workers' Compensation and Employers' Liability with limits of \$100,000/\$100,000/\$500,000; Commercial General Liability with limits of \$1,000,000 Each Occurrence, \$2,000,000 General Aggregate and a \$2,000,000 Products/Completed Operations Aggregate and Commercial Automobile Liability with combined single limits of \$1,000,000 Each Accident and naming the DRPA

SUMMARY STATEMENT
Finance 2/20/2013

(2) Southeast Youth Athletic Association (SEYAA) Carnival on DRPA (WWB) Property at 7th and Bigler in Philadelphia

as Additional Insured; SEYAA (Fund raiser) will provide a Certificate of Insurance for the following: Commercial General Liability with limits of \$1,000,000 Each Occurrence, \$2,000,000 General Aggregate, \$1,000,000 Products/Completed Operations Aggregate, Athletic Participants' Liability with limits of \$1,000,000 Each Occurrence/Aggregate and Sports Accident Death and Dismemberment coverage with an aggregate limit of \$25, 000 and naming the DRPA as Additional Insured, Primary Non-Contributory including a Waiver of Subrogation.

Costs for utilities, cleaning during and after the event and security during the event are incurred by SEYAA and Houghton. Event is open to the public.

It is recommended that the Board authorize DRPA to allow the Southeast Youth Athletic Association (SEYAA) to use DRPA's property on the south east corner of 7th and Bigler, adjacent to the Walt Whitman Bridge, for an annual fundraiser/carnival from March 27, 29013 to April 6, 2013.

SUMMARY:	Amount:	\$0
	Source of Funds:	N/A
	Capital Project #:	N/A
	Operating Budget:	0
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	X

DRPA-13-028
Finance Committee: January 9, 2013
Board Date: February 20, 2013
Southeast Youth Athletic Association
(SEYAA) Carnival on DRPA (WWB)
Property at 7th and Bigler in Philadelphia

RESOLUTION

RESOLVED: **That the Board authorizes Southeast Youth Athletic Association (SEYAA) to use DRPA property at 7th and Bigler in Philadelphia for its annual fundraiser/carnival from March 27, 2013 to April 6, 2013.**

SUMMARY:	Amount:	0
	Source of Funds:	N/A
	Capital Project #:	N/A
	Operating Budget:	0
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	X

Delaware River Port Authority
Finance Committee Meeting Minutes
February 13, 2013 – 9:30 A.M.

Committee Members:

Jeffrey Nash (Committee Chair)
David Simon, Esquire (Committee Vice Chair)
E. Frank DiAntonio
Walter D'Alessio (via telephone)
Denise Mason
Charles Fentress
Christopher Craig (McCord) (via telephone)

Others Present:

Kathleen Duffy Bruder, Esquire, Deputy Chief of Staff, Governor Corbett's Office
Kevin Schmidt, PA Governor's Office
Kerstin Sundstrom, Assistant Counsel, NJ Governor Authorities Unit
John Matheussen, Chief Executive Officer
Michael Conallen, Deputy Chief Executive Officer
John Hanson, Chief Financial Officer
Danielle McNichol, General Counsel and Corporate Secretary
Tim Pulte, Chief Operating Officer
Toni Brown, Chief Administrative Officer
Jim White, Director, Finance
John Rink, PATCO General Manager
Tom Raftery, Inspector General
Tim Ireland, Director of Communications
Christina Maroney, Manager Special Projects
Fran DiCicco, Administrative Coordinator
Sheila Milner, Administrative Coordinator
Elizabeth McGee, Administrative Secretary

Chairman Nash called the meeting to order. He asked the Corporate Secretary to call the roll. Chairman Nash presided and appointed Commissioner Fentress as a member of the Finance Committee for today for purposes of a quorum. It was announced by the Corporate Secretary that there was a quorum. Commissioners D'Alessio and Christopher Craig (McCord) joined the meeting via telephone.

Chairman Nash called for a motion to go into Executive Session. He said that the decisions made in Executive Session will be made public when the issues are resolved. Upon motion duly made and seconded, the Committee moved into Executive Session.

Chairman Nash stated that the Finance Committee meeting was back in Open Session.

Investment Plan Summary Statement & Resolution

Mr. White stated there were some additional corrections made to the Investment Plan Summary, including changing wording for managers and US securities. These changes were consistent with the requests made by the Commissioners.

Chairman Nash asked for a motion. On motion duly made and seconded, the following Resolution (Draft Investment Policy) was unanimously adopted, as amended, by the Committee to go to the full Board on February 20, 2013.

Financial Update

Mr. Hanson stated on the DRPA Unaudited Financial Summary under the heading Total DRPA Bond Debt as of the January 31, 2013, the DRPA has paid off \$19,015,000 of debt which is part of the regular amortization and the debt is decreased by \$1.14B. He referenced at the very bottom of the second page as of January 31, 2013, the balance is \$272.8M in the General Fund and the Project Fund is owed \$40.6M.

Chairman Nash stated that he needed to leave the Finance Committee meeting. Commissioner Sasso and D'Alessio had also left the call. A discussion followed with regard to the Selection of Qualified Counsel to Provide Legal Services to DRPA and PATCO.

Chairman Nash and Vice Chair Simon both indicated that they had recused themselves and would abstain from voting on this item. As there was no longer a quorum with the two members abstaining, Ms. McNichol stated that this item can be put on as New Business for the full Board meeting on February 20, 2013 without vote.

Chairman Nash left the Finance Committee meeting.

Authorization for Issuance of Revenue Bonds

Vice Chair Simon stated that the Committee had discussed and there will be authorization and approval of the issuance, sale and delivery of the Bonds. The Bonds shall be issued as fixed rate bonds in an aggregate principal amount not to exceed \$500,000,000. He stated that under Paragraph 9 (Ratification of Prior Actions), Vice Chair Simon inquired what actions are being ratified, confirmed, approved and adopted. Mr. Hanson stated that this ratification language has been consistently placed in Board resolutions by bond counsel, in case some action must be taken. Ms. McNichol agreed that any actions taken requiring ratification would promptly be brought to the Board's attention.

Vice Chair Simon asked for a motion. On motion duly made and seconded, the following Resolution (Authorization for Issuance of Revenue Bonds) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

DRPA Pollution Legal Liability Policy Renewal

Vice Chair Simon stated that there needed to be an amendment regarding the premium and reimbursement rates on page 4 of the Summary Statement & Resolution. Ms. Brown stated that it has been revised and the SSR amended.

Vice Chair Simon asked for a motion. On motion duly made and seconded, the following Resolution, as amended, (DRPA Pollution Legal Liability Policy Renewal) was unanimously adopted by the Committee to go to the full Board on February 20, 2013.

Master Plan

Mr. Conallen stated the Authority is seeking approval for the 2006-2013 Update to the DRPA Master Plan which includes all capital projects that were included in the approved Capital Plan and economic development projects that were previously approved by the Board. He stated that this document is a technical requirement regarding the Compact of 1992 and needs to be amended for any projects undertaken by the Authority. Mr. Conallen stated that all capital approved projects and economic development projects during that time period of 2006-2013 had previously been approved by Board. Mr. Conallen stated that these projects may or may not have gone forward.

Vice Chair Simon stated that on the first two pages of the Master Plan booklet it lists all projects approved by the Board during the appropriate time period. He said that some of the projects have gone forward while others have not, such as the Reopening of Franklin Square.

Vice Chair Simon read the revised Resolution as follows: "Proposal: That the Board of Commissioners approve the 2006-2013 Update to the DRPA Master Plan which includes all capital projects that were included in an approved Capital Plan and economic development projects that were previously approved by the Board. The approval of this Update to the Master Plan does not represent an endorsement, ratification or authorization of the underlying projects. All projects remain potential projects until they are specifically authorized by the Board."

Vice Chair Simon stated that no action on the Master Plan will be taken and it will be put on New Business on the February 20, 2013 Agenda, with amendments to the SSR. He said that the Master Plan will be deferred from this Agenda. Ms. McNichol stated that this will go on as New Business for the Full Board on February 20, 2013. Vice Chair Simon indicated that the key pages of the Master Plan are the first two pages which is an inventory of the projects.

There being no further business, on motion duly made and seconded, the meeting was adjourned.

SUMMARY STATEMENT

ITEM NO.: DRPA-13-029

SUBJECT: DRPA Pollution Legal Liability Policy

COMMITTEE:

Finance Committee

COMMITTEE MEETING DATE:

February 13, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

The current Pollution Legal Liability Extension Policy will expire on March 26, 2013. Staff seeks authorization to renew the existing six-month extension policy. Aon has presented staff with four renewal options: (1) one-year; (2) three-years; (3) five-years; and (4) 10 years. Due to the DRPA's long-standing relationship with AIG, coupled with the sizable claim already paid by AIG, Aon recommends that we bind the 10-year policy term with AIG. If approved, the 10-year policy term would be March 26, 2013 to March 26, 2023 for an estimated premium of \$238,885. The AIG renewal offer is subject to the receipt and satisfactory review and acceptance of the original signed AIG Pollution Legal Liability Application, including all applicable attachments prior to binding.

Pursuant to DRPA-12-066, Aon is paid a fixed annual service fee not-to-exceed \$129,000, payable in quarterly installments. Therefore, the proposed policy premium is net of commission.

At the Board's direction, Aon aggressively marketed this coverage for the renewal policy term to several insurance companies in order to secure the most competitive pricing, terms, and conditions. A summary of Aon's marketing efforts follows:

Commerce & Industry (AIG)	-	\$238,885 est. (incumbent)
Greenwich Ins. Co. (XL)	-	\$247,900
Zurich Insurance Company	-	Deemed non-competitive

XL	<u>1 year term</u>	<u>3 year term</u>
	\$59,900 (estimated)	\$99,900 (estimated)
AIG	<u>5 year term</u>	<u>10 year term</u>
	\$149,900 (estimated)	\$247,900 (estimated)
AIG	<u>1 year term</u>	<u>3 year term</u>
	\$53,087 (estimated)	\$93,964 (estimated)
AIG	<u>5 year term</u>	<u>10 year term</u>
	\$140,681 (estimated)	\$238,885 (estimated)

The AIG and XL options are similar in terms of pricing, terms, and conditions. Aon deemed the Zurich quote non-competitive because Zurich was the most expensive and also was using exclusionary policy language that was unacceptable.

Due to the perpetual obligation to indemnify Lockheed and others against liability and to perform certain environmental remediation, our longstanding relationship with AIG, and, in addition the sizable claim already paid by AIG, it is Aon's recommendation that we renew the policy with AIG for a 10-year policy term.

PURPOSE:

The policy will provide continued coverage for potential environmental personal injury, legal indemnification, and remediation claims that may arise from the lifting of deed restrictions for residential use of the former RCA buildings 8 ("Radio Lofts") and 17 ("Nipper Building/Victor Lofts Apartments").

BACKGROUND:

The deed executed on November 30, 1993 by Martin Marietta Corporation (predecessor to Lockheed Martin) prohibited the use of the Nipper and Radio Loft buildings for residential purposes. Lockheed Martin agreed to remove the restriction provided the restriction remained in full force and effect as to the basement and first floor, and provided that Lockheed Martin was protected from any future claims arising out of any development of either building for residential purposes. The DRPA and others agreed to indemnify and hold Lockheed Martin harmless from any such claims.

On May 23, 2001, the DRPA entered into a 10-year agreement with Lockheed Martin Corporation, the City of Camden Redevelopment Agency (CCRA), and Cooper's Ferry Development Association (CFDA), to redevelop the Nipper and Radio Loft buildings into residential apartment complexes, with related commercial and retail

uses. The redevelopment work on the Victor Loft Apartments is complete. However, Building 8 ("Radio Lofts") has not been renovated at this time.

Pursuant to the terms of the Lockheed agreement, DRPA assumed responsibility for securing the required insurance. The original agreement with Lockheed and others required that DRPA purchase an environmental insurance policy with an aggregate limit of not less than \$20 million and an initial policy term of at least 10 years. At the time the agreement was executed there were ongoing environmental remediation activities being conducted by Dranoff Properties, Inc., and its assignee, Victor Associates, L.P. Upon the issuance of "No Further Action" letters from the NJ Department of Environment Protection relative to these activities, the DRPA undertook the sole financial responsibility to maintain the policy and conduct further required work in order to maintain NJDEP standards and requirements.

The time period for the DRPA to maintain the required coverage under the Lockheed Martin Agreement expired on March 26, 2011. Therefore, there is no obligation to renew the policy. However, the DRPA does have a perpetual obligation to indemnify Lockheed and others (Martin Marietta and General Electric Company) against liability, and to perform certain environmental remediation. The renewal policy would cover DRPA's risk of being called on to indemnify Lockheed and others in the event of a lawsuit related to the use of the building for residential purposes or to carry out future DRPA remediation obligations.

The policy covers new and pre-existing conditions (not known by the DRPA) that occur and are reported after March 26, 2001, the inception date and retroactive date of the original policy. The Pollution Legal Liability Policy includes a \$20 million aggregate limit, with a \$100,000 deductible and optional terrorism coverage, which was purchased by the Authority. The deductible is aggregated at \$200,000 with a maintenance deductible of \$25,000 for each and every claim thereafter. The policy will continue to provide coverage for microbial (mold) and Legionella exposure.

The AIG policy form contains one insuring agreement for new conditions coverage, and a separate insuring agreement for pre-existing conditions coverage. The renewal offer proposed by AIG

maintains the existing \$20 million aggregate limit. It also maintains a \$100,000 deductible. The deductible is aggregated at \$200,000 for all policy term options, with a maintenance deductible of \$25,000 for each and every claim thereafter. The renewal quote continues to provide optional terrorism coverage, which Aon continues to recommend.

As a result of Aon's negotiation efforts, we have secured several policy enhancements that were not offered as part of the expiring policy. Those enhancements include, but are not limited to the following:

- If the Board approves a multi-year policy term, AIG has agreed to the following cancellation terms for returned premiums: minimum earned premium is 25% at inception, 50% on 3/26/2014; 75% on 3/26/2015; and 100% on 3/26/2017; (current minimum earned premium is 25% at inception and 100% at end of year one);
- Transportation pollution coverage for third parties is no longer subject to a retroactive date (currently, this coverage is subject to a retroactive date of 3/26/2001);
- Crisis/Catastrophe Management Costs (i.e. – public relations services) which provides coverage to pay for a pre-approved public relation firm to help restore public confidence in the insured, after a covered loss under the policy. The sublimit for this coverage is \$250,000 each occurrence and \$250,000 total aggregate. This sublimit is spread over the entire policy term and does not annually reinstate for long term policies. (This is a new coverage endorsement.)
- Definition of “Responsible Insured” for claim reporting purposes has been amended to include the General Counsel or Director of Risk Management & Safety (currently the definition of “responsible insured” for claim reporting purposes is the manager or supervisor of the Named Insured responsible for environmental affairs, control or compliance, or any officer, director, partner or member of the Named Insured)
- PIER Network Provider Deductible Reduction Endorsement - If the Named Insured uses a PIER Network Provider in responding to a pollution condition covered under Emergency Response Costs, then the deductible will be reduced to \$75,000. A PIER Network Provider means an environmental or emergency response contractor that is a member of AIGs' approved contractors list (This is a new coverage endorsement.)

-
- **Fungi/Mold/Legionella is no longer limited to a sub-limit of \$50,000 and is now covered up to the policy limits subject to a retroactive date of 3/26/2011**
 - **The Asbestos/Lead-Based Paint Exclusion no longer applies to third-party claims for bodily injury or property damage, clean-up costs in soil or groundwater, or clean-up costs arising out of the accidental disturbance of asbestos or lead-based paint**
 - **The Jurisdiction for litigation, Venue & Choice of Law has been amended from New York to the State of New Jersey;**
 - **The exclusion for any pollution conditions discovered during a voluntary site investigation at Building 8 has been removed from the policy terms and conditions. Formerly known as the Voluntary Site Investigation Exclusion**
 - **The Contamination Exclusion for Building 17 has been modified from excluding all pollution conditions referenced in certain scheduled specified reports prepared by Pennoni Associates to a less restrictive exclusion for clean-up costs arising out of chlorinated volatile organic compounds; and**
 - **The Contamination Exclusion for Building 8 has been modified from excluding all pollution conditions referenced in certain scheduled specified reports prepared by Pennoni Associates to a less restrictive exclusion for clean-up costs arising out of PCBs, dioxins, total petroleum hydrocarbons, chlorinated volatile organic compounds, or PAHs.**

Aon advises that the renewal offer by AIG will include the following changes to the existing policy terms and conditions:

- **The Aggregate limit on multi-year policy terms are for the entire policy term and will not annually reinstate. AIG will not offer a reinstatement of the aggregate even with an additional premium payment, as the company no longer offers this enhancement on its environmental policy form; and**
- **AIG no longer offers an endorsement to purchase an Optional Extended Reporting Period (OERP) for the ten-year policy term. The OERP is available on the 1, 3, and 5 year options. DRPA never purchased an Optional Extended Reporting Period because it is something that is generally purchased if the policy is not going to be renewed.**

For the reasons stated herein, Aon recommends that the Pollution Legal Liability Policy be renewed with Commerce and Industry Insurance Company (d/b/a AIG) for a 10-year policy term, effective March 26, 2013 to March 26, 2023, for an estimated premium of \$238,885, net of commission. The estimated premium does not include the NJ PLIGA tax of 0.9% or the TRIA coverage for terrorism risk estimated at 3% of the policy premium.

SUMMARY: Amount: Estimated \$238,885
Source of Funds: General Fund
Capital Project #: N/A
Operating Budget: DRPA Risk Mgt. C/E#8 – TBD
PATCO Admin. C/E Insurance & Claims – TBD
Master Plan Status: N/A
Other Fund Sources: N/A
Duration of Contract: March 26, 2013-March 26, 2023
Other Parties Involved: Commerce and Industry Insurance Company
and Aon Risk Services

RESOLUTION

RESOLVED: That staff be and is hereby authorized to bind a 10-year policy term of the Pollution Legal Liability Insurance Policy for the Victor Loft Apartment building (also known as RCA Building 17 or “Nipper Building”) and the Radio Lofts building (also known as RCA Building 8), with Commerce and Industry Insurance Company (d/b/a AIG) for an estimated premium of \$238,885, including NJ PLIGA tax and optional terrorism coverage (TRIA) estimated at an additional 3% of the policy premium; and be it further

RESOLVED: That the policy renewal term of March 26, 2013 to March 26, 2023 shall be net of commission; and be it further

RESOLVED: That the Chairman, Vice Chairman and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chairman, Vice Chairman and Chief Executive Officer and if thereafter either the Chairman, Vice Chairman is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chairman and Vice Chairman are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:

Amount:	Estimated \$238,885
Source of Funds:	General Fund
Capital Project#:	N/A
Operating Budget:	DRPA Risk Mgt. C/E#8-TBD PATCO Admin. C/E Insurance & Claims- TBD
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	March 26, 2013-March 26, 2023
Other Parties Involved:	Commerce and Industry Insurance Company and Aon Risk Services

REVENUE BONDS RESOLUTION

WHEREAS, the Delaware River Port Authority ("Authority") has heretofore authorized and issued its Revenue Bonds ("Bonds") pursuant to an Indenture of Trust, dated as of July 1, 1998, between TD Bank, National Association, as successor trustee ("Trustee"), and the Authority, as amended and supplemented to date ("1998 Indenture"); and

WHEREAS, the Authority desires to authorize, issue, sell and deliver, pursuant to the 1998 Indenture, as further supplemented by one or more Supplemental Indentures (as defined in the 1998 Indenture), to be entered into by the Authority and the Trustee (each a "Supplemental Indenture" and, together with the 1998 Indenture, as heretofore amended and supplemented, the "Indenture"), an additional series of Bonds (as defined in the Indenture) for the purpose of financing: (i) a portion of the Costs (as defined in the Indenture) of the Authority's approved 2013 Capital Improvement Program; (ii) the Debt Service Reserve Requirement (as defined in the Indenture); (iii) capitalized interest, if any; and (iv) payment of the costs of issuance of the Bonds (collectively, the "Capital Project"); and

WHEREAS, the Bonds may be issued from time to time, in one or more series or subseries, in the form of taxable or tax-exempt fixed rate bonds; and

WHEREAS, it is necessary and appropriate for the Authority to authorize and approve the issuance, sale and delivery of the Bonds, the execution and delivery of such documents, notices, letters and instruments as are necessary or appropriate to effect the issuance and sale of the Bonds and such actions as may be necessary or appropriate to effect the 2013 Capital Project; and

WHEREAS, capitalized terms used in this Resolution not otherwise defined shall have the meanings ascribed thereto in the Indenture.

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Authority as follows:

1. Authorization of Capital Project.

The Authority hereby reaffirms its prior authorization and approval of the Capital Project in the maximum amount of \$750,000,000.

2. Bonds.

(a) The Authority hereby authorizes and approves the issuance, sale and delivery of the Bonds. The Bonds shall be issued as fixed-rate bonds in an aggregate principal amount which shall not exceed \$500,000,000.

DRPA 13-030
Finance Committee: 2/13/13
DRPA Board: 2/20/13
Authorization for Issuance of Revenue Bonds

(b) The Chief Executive Officer of the Authority shall determine, with the advice of the Authority's General Counsel, Chief Financial Officer, Financial Advisors and Co-Bond Counsel, when to issue the Bonds, whether to issue the Bonds as taxable or tax-exempt bonds and whether such Bonds shall be issued in one or more Series or subseries.

(c) Each Series of Bonds shall be dated, shall mature in such principal amounts and on such dates, shall bear interest at such rates, payable on such dates, shall be subject to redemption prior to maturity on such terms and conditions, and shall otherwise be subject to such additional terms, conditions and provisions as shall be approved prior to their issuance by the Chief Executive Officer, with the advice of the Authority's General Counsel, Chief Financial Officer, Financial Advisors and Co-Bond Counsel; provided that: (i) the net interest cost with respect to each Series or subseries of Bonds shall not exceed [6.0%] per annum; (ii) the Underwriters' discount in connection with the purchase and re-offering of each Series or subseries of Bonds shall not exceed [\$6.00] per thousand dollars of such Bonds; (iii) any optional redemption premium on each Series or subseries of Bonds shall not exceed 102.0%; and (iv) the final maturity of each Series or subseries of Bonds shall not exceed any applicable provisions of the Compact or the Internal Revenue Code of 1986, as amended.

3. Manner of Sale; Approval of Bond Documents.

The Bonds may be sold in a public offering or private or direct placement as shall be determined by the Chief Executive Officer, with the advice of the Authority's General Counsel, Chief Financial Officer, Financial Advisors and Co-Bond Counsel. The Authority hereby authorizes the preparation of all documents necessary to effect the sale, issuance and delivery of the Bonds including, without limitation, one or more Supplemental Indentures, one or more Series or subseries of Bonds, one or more purchase contracts, placement agreements or similar agreements between the Authority and underwriters to be selected providing for the sale and purchase of the Bonds, or between the Authority and a placement agreement or direct purchasers of the Bonds, as applicable, one or more preliminary official statements and one or more final official statements in respect of each Series of the Bonds, one or more Continuing Disclosure Agreements, one or more Tax Compliance Agreements, and such other agreements, documents, certificates and instruments as Co-Bond Counsel shall advise are necessary or appropriate to effect the issuance of each Series or subseries of the Bonds and the Capital Project. The Chief Executive Officer, with the advice of the Authority's Chief Financial Officer, the Authority's General Counsel and Co-Bond Counsel, is hereby authorized and directed to approve all such documents and to cause the execution and delivery of all such documents on behalf of the Authority.

4. Credit Facilities.

The Chief Executive Officer, with the advice of the Authority's General Counsel, Chief Financial Officer, Financial Advisors and Co-Bond Counsel, is hereby authorized and directed to apply for, approve and execute one or more Credit Facilities in the form of a bond insurance

commitment, if deemed necessary or appropriate, in order to cause the issuance by a municipal bond insurance company of a municipal bond insurance policy providing credit enhancement for any Series of Bonds.

5. Debt Service Reserve Fund.

The Chief Executive Officer, with the advice of the Authority's General Counsel, Chief Financial Officer, Financial Advisors and Co-Bond Counsel, is hereby authorized and directed to determine the Debt Service Reserve Requirement for each Series of Bonds, as appropriate, to obtain a Reserve Fund Credit Facility for a portion of such Debt Service Reserve Requirement, if he determines it to be in the best financial interests of the Authority, and to establish a separate Debt Service Reserve Fund or account in the 1998 Debt Service Reserve Fund with respect to one or more Series of the Bonds, as he shall determine to be necessary or appropriate.

6. Selection of Underwriters, Placement Agent, Purchasers, Trustee and Professional Advisors.

The Chief Executive Officer, with the advice of General Counsel and the Chief Financial Officer, is hereby authorized and directed to select the underwriters or placement agents or direct purchasers of the Bonds, the Trustee, the Financial Advisors, Co-Bond Counsel, and any special counsel or co-counsel or other professional advisors for the Authority.

7. Pricing Committee.

A Pricing Committee consisting of the Board Chairman, Vice Chairman and Chief Financial Officer will consult with Co-Bond Counsel and the Authority's Financial Advisors. After consultation, the Pricing Committee will give the final authorization for the sale of the Bonds and the interest rate at which they will be sold.

8. Chief Executive Officer's Actions; Execution of Documents.

The Chief Executive Officer is hereby authorized and directed to approve, execute and deliver all documents, instruments and certificates, and to take all actions necessary and proper, including any actions not otherwise determined herein, to issue and sell the Bonds and to effect the Capital Project and all other matters authorized in this Resolution.

9. Ratification of Prior Actions.

All actions heretofore taken by or on behalf of the Authority by the Chief Executive Officer, the General Counsel, the Chief Financial Officer or their respective designees, or the Authority's professional advisors in connection with the Capital Project or the Bonds are hereby ratified, confirmed, approved and adopted.

10. Inconsistent Resolutions Repealed.

Resolutions DRPA 08-078, DRPA 08-097 and DRPA 09-064, in which the Authority originally approved, and subsequently updated, the Capital Project and the maximum amount thereof, remain in full force and effect. All prior resolutions or parts thereof to the extent inconsistent with this Resolution are hereby rescinded and repealed.

11. Effective Date.

This Resolution shall take effect at the earliest time permitted by applicable law.

DULY ADOPTED THIS ____ day of _____, 2013.

SUMMARY STATEMENT

ITEM NO.: DRPA-13-031

SUBJECT: Consideration of Pending DRPA
Contracts (Between \$25,000 and \$100,000)

COMMITTEE:

New Business

COMMITTEE MEETING DATE:

N/A

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the Board consider authorizing staff to enter into contracts as shown on the Attachment to this Resolution.

PURPOSE:

To permit staff to continue and maintain DRPA operations in a safe and orderly manner.

BACKGROUND:

At the Meeting held August 18, 2010 the DRPA Commission adopted Resolution 10-046 providing that all DRPA contracts must be adopted at an open meeting of the DRPA Board. The Board proposed modifications to that Resolution at its meeting of September 15, 2010; specifically that all contracts between \$25,000 and \$100,000 be brought to the Board for approval. The contracts are listed on the Attachment hereto with the understanding that the Board may be willing to consider all of these contracts at one time, but if any member of the Board wishes to remove any one or more items from the list for separate consideration, each member will have that privilege.

SUMMARY:

Amount:	N/A
Source of Funds:	See Attached List
Capital Project #:	N/A
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	N/A
Other Parties Involved:	N/A

DRPA-13-031
New Business: February 20, 2013
Board Date: February 20, 2013
Consideration of Pending DRPA Contracts
(Between \$25,000 and \$100,000)

RESOLUTION

RESOLVED: That the Board authorizes and directs that subject to approval by counsel and the Chief Executive Officer, staff proceed to negotiate and enter into the contracts listed on the Attachment hereto.

SUMMARY:

Amount:	N/A
Source of Funds:	See Attached List
Capital Project #:	N/A
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	N/A
Other Parties Involved:	N/A

CONSIDERATION OF PENDING DRPA CONTRACTS (BETWEEN \$25,000 - \$100,000) FEBRUARY 20, 2013

Item #	Vendor/Contractor	Description	Amount	Procurement Method	Bids Received	Bid	Source of Funds
1	Ferguson & McCann, Inc. Aston, PA	Year 2 of 2 Year Maintenance, Training & Emergency Services Contract for Petroleum Fuel Storage Management and Dispensing Systems for DRPA & PATCO.	\$28,735.00 (amount includes original bid price, plus a not to exceed cost of \$16,185.00, to cover emergency services to be used if and when necessary. Fixed emergency labor rates were provided as part of the competitive bid process. We have evaluated the rates and found them to be fair and reasonable).	Competitive Bid- Request for Bid B0005876 was publicly advertised and issued to ten (10) vendors. Bids were publicly opened on Tuesday, October 25, 2011 with two (2) responses. First Year contract was approved by Board on February 15, 2012 under DRPA-12-022. 2nd Year contract price is firm-fixed, as submitted under the original RFB.	1. Ferguson & McCann, Inc., Aston, PA 2. J.W. Scott Service Station Equipment Co., Trenton, NJ	\$12,550.00 No Bid	Revenue Fund/DRPA General Fund/PATCO
2	Oceanport, LLC Claymont, DE	Purchase 1,000 tons of highway rock salt for the Commodore Barry Bridge facility to clear the bridge, highway and access ramps during the winter months as part of its operations.	\$54,650.00 (\$54.65 per ton)	In accordance with New Jersey State Contract #T-0213.	1. Oceanport, LLC Claymont, DE	\$54,650.00	Revenue Funds
3	PPC Lubricants, Jonestown, PA	Purchase & delivery of bulk motor oils and automotive lubricants to support DRPA's fleet and maintenance operations for a one (1) year period.	\$39,840.67	Competitive Bid-Request for Bid B0006099 was publicly advertised and issued to twenty-two (22) vendors. Bids were publicly opened on Friday, February 1, 2013 with six (6) responses.	1. PPC Lubricants, Jonestown, PA 2. Weber Oil Company Carlstadt, NJ 3. Craft Oil Corporation Avoca, PA 4. G. Rapp, Inc. New Egypt, NJ 5. A & I Equipment Randolph, NJ 6. Top Gunn Management, LLC Augusta, NJ	\$39,840.67 \$42,164.70 \$45,037.25 \$45,708.76 \$47,040.12 \$61,603.51	Revenue Funds

SUMMARY STATEMENT

ITEM NO.: DRPA-13-032

SUBJECT: Selection of Qualified Counsel to Provide Legal Services to DRPA and PATCO

COMMITTEE:

New Business

COMMITTEE MEETING DATE:

February 13, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board adopt a resolution implementing uniform processes and procedures to provide legal services to DRPA and PATCO.

PURPOSE: To update the DRPA and PATCO list of qualified law firms to be used by the DRPA.

BACKGROUND: In 2012, the DRPA issued a Request for Qualifications asking that law firms submit their statements of qualification to DRPA and PATCO. DRPA seeks to update its list of qualified law firms. The law firms shown on the attached list is recommended for inclusion on a list of qualified counsel. Inclusion on this list does not mean that a particular firm will be assigned legal work; that decision will depend on the needs of the DRPA and decisions made by DRPA General Counsel. In addition, prior to assigning work to any firm on the list DRPA staff will assure that the firm has submitted all required certifications. Compensation for legal work will be at rates set forth herein, or on a case by case basis as determined by the Board.

SUMMARY:

Amount:	N/A
Source of Funds:	N/A
Capital Project #:	N/A
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	2 years, with (1) one year option
GC/IG Review:	OK
Other Parties Involved:	N/A

DRPA-13-032
Finance Committee: February 13, 2013
Board Date: February 20, 2013
Selection of Qualified Counsel to
Provide Legal Services to
DRPA and PATCO

RESOLUTION

RESOLVED: That the Board of Commissioners of the Delaware River Port Authority hereby approves the attached list of law firms to be considered qualified to provide legal services to DRPA and PATCO over the forthcoming three year period; and be it further

RESOLVED: That assignment of work will depend on actual need and will be made by General Counsel following appropriate consultation; and be it further

RESOLVED: That compensation of legal counsel will be at rates established by the DRPA Board of Commissioners; and be it further

RESOLVED: The Chairman, Vice Chairman and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chairman, Vice Chairman and Chief Executive Officer and if thereafter either the Chairman or Vice Chairman is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chairman and Vice Chairman are absent or unavailable, and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:	Amount:	N/A
	Source of Funds:	N/A
	Capital Project #:	N/A
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	2 years, with (1) one year option
	GC/IG Review:	OK
	Other Parties Involved:	N/A

**Legal Services RFQ Responses
2012 - 2015 Alphabetical Listing**

All firms must comply with the DRPA Political Contribution Certification Requirement prior to being awarded any legal work.

Firm Name	Contact	Address
Archer and Greiner	Christopher R. Gibson	One Centennial Square
Ballard Spahr LLP	Kevin R. Cunningham	1735 Market Street, 51st Floor 3300 Two Commerce Square, 2001 Market Street
Barrack, Rodos & Bacine	Leonard Barrack	One Logan Square, 130 N. 18th Street (18th & Cherry Streets)
Blank Rome LLP	Marc S. Stein	1600 Market Street, 25th Floor
Bowman and Partners LLP	Michael A. Bowman	360 Haddon Avenue
Brown and Connery LLP	William M. Tambussi	Two Liberty Place, 50 S. 16th Street, Suite 3200
Buchanan Ingersoll and Rooney PC	Alfred D'Angelo	Four Northshore Center, 106 Isabella Street
Burns White	David B. White	8000 Midlantic Drive, Suite 300S
Capehart Scatchard	Michelle L. Corea	106 Chesley Drive
Carpenter, McCadden & Lane, LLP	Edward R. Carpenter, Jr.	1125 Atlantic Avenue
Cooper Levenson	Lloyd D. Levenson	1500 Market Street, Suite 3500E
Dilworth Paxon LLP	Joseph H. Jacovini	30 South 17th Street
Duane Morris	Thomas Jay Ellis	600 Grant Street, 44th Floor
Eckert Seamans	Kathleen A. Gallagher	925 Harvest Drive
Elliott Greenleaf	Henry R. Siedzikowski	
Florio Perrucci Steinhardt and Fader LLC	Louis Cappelli, Jr.	1010 Kings Highway South, Building 2
Genova Burns Giantomasi & Webster	James Bucci	2494 Broad Street
Kelly, Monaco and Naples LLP	Marilyn Monaco	84 Bethlehem Pike
Lamb McErlane PC	William H. Lamb	24 E. Market Street
Long Marmero & Associates LLP	Douglas Long	44 Euclid Street
Mattioni, LTD	Eugene Mattioni	1316 Kings Highway
McCann & Duffy LLP	Patricia S. Duffy	128 Pottstown Pike
Montgomery, McCracken, Walker & Rhoads, LLP	Paul H. Zoubek	LibertyView, Suite 600, 457 Haddonfield Road
Parker McCay	Philip A. Norcross	9000 Midlantic Drive, Suite 300
Raffaele Puppio	Michael V. Puppio, Jr.	19 West Third Street
Sobol, Sobol and Murphy PC	Martin Sobol	1760 Market Street, Suite 1200
Stevens and Lee	Jeanna M. Hahn	111 N. Sixth Street
The Smyler Firm	Denise J. Smyler	109 S. 22nd Street
Trujillo Rodriquez and Richards LLC	Kenneth I. Trujillo	1717 Arch Street, Suite 3838
Weinstein Firm	Deborah Weinstein	1880 John F. Kennedy Blvd, Suite 703
White and Williams LLP	Edward M. Koch	1650 Market Street, One Liberty Place, Suite 1800

Rates:

1. Legal Counsel (non personal injury excluding workers compensation) - a blended rate for all attorneys at \$225/hr. General Counsel, at its discretion may deem particular specialty matters to warrant a higher blended rate for unusual cases with an hourly blended rate not to exceed \$250/hr.
2. Workers compensation - \$175/hr.
3. Paralegal personnel - \$100/hr.
4. The Authority does not pay for the services of clerical personnel or for travel to and from meetings at the Authority's premises without prior approval.
5. The Authority requires advance notice and approval for expenses in amounts exceeding \$500.00.
6. All expenses must be documented and reasonable.

SUMMARY STATEMENT

ITEM NO.: DRPA-13-033

SUBJECT: Approval for 2006-2013
Update to the Master Plan

COMMITTEE:

New Business

COMMITTEE MEETING DATE:

February 13, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL: That the Board of Commissioners approve the 2006-2013 Update to the DRPA Master Plan which includes all capital projects that were included in an approved Capital Plan and economic development projects that were previously approved by the Board.

The approval of this Update to the Master Plan does not represent an endorsement, ratification or authorization of the underlying projects. All projects remain potential projects until they are specifically authorized by the Board.

PURPOSE: To confirm compliance with the DRPA Compact Legislation. Upon approval by the Board, the 2006-2013 Update to the DRPA Master Plan will be adopted and posted on the Authority's website for public review and comment.

BACKGROUND: The October 1992 amendments to the DRPA Compact granted the Authority broader powers and greater freedom to carry out its mission. The amendments also included provisions for the establishment of a mandatory Master Plan. In accordance with this provision, DRPA Board of Commissioners approved the DRPA 1996 Master Plan, which was subsequently and periodically updated and amended. The Master Plan has not been updated since 2005.

Article I of the Compact states that the Authority exists for public purposes, and is exercising an essential governmental function in effectuating such purposes including the following among other authorized functions:

(m) The unification of the ports of the Delaware River through (i) the acquisition or taking control of any terminal, terminal facility, transportation facility or marine terminal or port facility or associated property within the Port District through purchase, lease, or otherwise, or by the acquisition, merger, becoming the successor to or entering into

contracts, agreements, or partnerships with any other port corporation, port authority, or port related entity which is located within the Port District, all in accordance with the applicable laws of the State in which the facility, corporation or authority is located; (ii) the exercise of the other powers granted by this compact; or (iii) the establishment (whether solely or jointly with any other entity or entities) of such subsidiary corporation or corporations or maritime or port advisory committees as may be necessary or desirable to effectuate this purpose.

(n) The planning, financing, development, acquisition, construction, purchase, lease, maintenance, marketing, improvement and operation of any project, including but not limited to any terminal, terminal facility, transportation facility, or any other facility of commerce or economic development activity; from funds available after appropriate allocation for maintenance of bridge and other capital facilities.

Article XII of the Compact provides

“The Commission shall, not later than two years after the date of the coming into force of the supplemental compact or agreement authorized by this 1991 amendatory act, prepare a comprehensive master plan for the development of the Port District.

- The plan shall include, but not be limited to, plans for the construction, financing, development, reconstruction, purchase, lease, improvement, and operation of any terminal, terminal facility, transportation facility or any other facility of commerce or economic development activity.*
- The master plan shall include the general location of such projects and facilities as may be included in the master plan and shall to the maximum extent practicable include, but not be limited to, a general description of each such project and facility, the land use requirements necessary therefor, and estimates of project costs and of a schedule for commencement of each such project.*
- Prior to adopting such master plan, the Commission shall give written notice to, afford a reasonable opportunity for comment, consult with and consider any recommendations from State, county and municipal governments, as well as commissions, public corporations and authorities, and the private sector.*
- The Commission may modify or change any part of the plan in the same form and manner as provided for the adoption of the original plan.*

- *At the time the Commission authorizes any project or facility, the Commission shall promptly provide to the Governor and Legislature of each State a detailed report on the project, including its status within the master plan.*
- *The Commission shall include within the authorization a status of the project or facility in the master plan and any amendment thereof, and no project shall be authorized if not include in the master plan or amendment thereof.*
- *Any project which has been commenced and approved by the Commission prior to the adoption of the master plan shall be included, for informational purposes only, in the master plan.*
- *The Commission shall provide notice of such on-going projects to those State, county and municipal governments, as well as entities in the private sector who would be entitled to such notice had the project not been commenced in anticipation of adopting the master plan, but there shall be no requirement that the project be delayed or deferred due to these provisions.*

In view of the broad language in the Compact and the ambiguity of the purpose and intention of the Master Plan requirement, staff has taken a conservative approach to the 2006-2013 Master Plan Update and has incorporated all projects, even those that have also been included in the Authority's Capital Plan. However, projects included in the Capital Plan are independently vetted and approved as part of the annual budget process, and generally relate directly to the operation, maintenance or improvement of the Authority's existing operations and facilities. Staff asserts that the nature of such projects should preclude these from having to be included in the Master Plan. Examples include construction, maintenance, repairs, improvements, reconstruction, financing, purchases, leases, services, expenses or other activities that are required to maintain the serviceability, safety, security of physical property, infrastructure, building systems and equipment.

In going forward, staff recommends to the Board that only such projects that that Authority may sponsor that are entirely unrelated to the operation, improvement or maintenance of the Authority's core transportation and transit operations and facilities should be included in an Master Plan. If and when any such project is identified, staff will prepare an Update to the Master Plan for consideration by the Board.

SUMMARY: Amount:	N/A
Source of Funds:	N/A
Capital Project #:	N/A
Operating Budget:	N/A
Master Plan Status:	N/A
Other Fund Sources:	N/A
Duration of Contract:	N/A
Other Parties Involved:	N/A

DRPA-13-033
Finance Committee: February 13, 2013
Board: February 20, 2013
Approval for 2006-2013 Update to the Master Plan

RESOLUTION

RESOLVED: That the Board of Commissioners approve the 2006-2013 Update to the DRPA Master Plan which includes all capital projects that were included in an Approved Capital Plan and economic development projects that were previously approved by the Board; and be it further

RESOLVED: The approval of this Update to the Master Plan does not represent an endorsement, ratification or authorization of the underlying projects. All projects remain potential projects until they are specifically authorized by the Board; and be it further

RESOLVED: The approval of this Update to the Master Plan is to confirm compliance with the DRPA Compact Legislation. Upon approval by the Board, the 2006-2013 Update to the DRPA Master Plan will be adopted and posted on the Authority's website for public review and comment.

SUMMARY:	Amount:	N/A
	Source of Funds:	N/A
	Capital Project #:	N/A
	Operating Budget:	N/A
	Master Plan Status:	N/A
	Other Fund Sources:	N/A
	Duration of Contract:	N/A
	Other Parties Involved:	N/A

SUMMARY STATEMENT

ITEM NO.: DRPA-13-034

SUBJECT: Adoption of General Fund Investment Policy

COMMITTEE:

New Business

COMMITTEE MEETING DATE:

February 13, 2013

BOARD ACTION DATE:

February 20, 2013

PROPOSAL:

That the Delaware River Port Authority's General Fund Investment Policy be adopted by the Board of Commissioners as of February 20, 2013.

PURPOSE:

The purpose of the Delaware River Port Authority's General Fund Investment Policy is to guide the investment management of Authority assets toward a set of desired results. This policy is intended to be a summary of the investment philosophy and the procedures that provide guidance for the Authority and its Investment Managers, particularly with regard to its primary objectives of safety, liquidity and yield. This policy will be reviewed periodically to ensure it adequately reflects any changes related to the Authority or market conditions.

This Investment Policy intends to:

- 1) Define and assign the responsibilities of all involved parties, including the Authority's Investment Officer (Treasurer).
- 2) Establish a clear understanding for all involved parties of the investment goals and objectives of General Fund assets.
- 3) Offer guidance and limitations to all Investment Managers regarding the investment of General Fund assets.
- 4) Establish a basis for the evaluation of investment results.
- 5) Establish the relevant investment horizon for which the General Fund assets will be managed.

BACKGROUND:

Since 2001, the Authority's General Fund investments have been governed by the "General Fund Investment Parameters" developed with consultation with Financial Advisors and outside counsel. The basis for the guidelines were the guidelines for investments outlined in

the Authority's Bond Indentures, at the time. As cited in the Authority's annual report, the Authority's existing investment policy limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates and limits the duration of the portfolio and the maximum effective duration of any individual security.

At the Finance Committee's request, and given the changing financial environment, the Authority engaged one of its financial advisory firms to assist Finance staff in revising the existing policy. In addition, Finance staff received input and guidance from the Finance Committee in the finalization of this policy.

SUMMARY:	Amount:	<i>N/A</i>
	Source of Funds:	<i>N/A</i>
	Capital Project #:	<i>N/A</i>
	Operating Budget:	<i>N/A</i>
	Master Plan Status:	<i>N/A</i>
	Other Fund Sources:	<i>N/A</i>
	Duration of Contract:	<i>N/A</i>
	Other Parties Involved:	<i>N/A</i>

RESOLUTION

RESOLVED: That the Board of Commissioners of the Delaware River Port Authority adopts the Delaware River Port Authority Investment Policy.

RESOLVED: The Chairman, Vice Chairman and the Chief Executive Officer must approve and are hereby authorized to approve and execute all necessary agreements, contracts, or other documents on behalf of the DRPA. If such agreements, contracts, or other documents have been approved by the Chairman, Vice Chairman and Chief Executive Officer and if thereafter either the Chairman or Vice Chairman is absent or unavailable, the remaining Officer may execute the said document(s) on behalf of DRPA along with the Chief Executive Officer. If both the Chairman and Vice Chairman are absent or unavailable and if it is necessary to execute the said document(s) while they are absent or unavailable, then the Chief Executive Officer shall execute such documents on behalf of DRPA.

SUMMARY:

Amount:	<i>N/A</i>
Source of Funds:	<i>N/A</i>
Capital Project #:	<i>N/A</i>
Operating Budget:	<i>N/A</i>
Master Plan Status:	<i>N/A</i>
Other Fund Sources:	<i>N/A</i>
Duration of Contract:	<i>N/A</i>
Other Parties Involved:	<i>N/A</i>

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Delaware River Port Authority
DRAFT *Investment Policy*, effective as of July 1, 2013
Adopted by the DRPA Board of Commissioners on _____, 2013

I. Governing Authority

It is the policy of the Delaware River Port Authority (Authority) to establish an Investment Program (Program) for the management of funds under its control. The Authority's Board of Commissioners (Board) hereby delegates the authority to manage the Investment Program to the Authority's Treasurer (Investment Officer).

Responsibility for the operation of the Program is hereby delegated to the Investment Officer, who shall act in accordance with established written procedures and internal controls for the operation of the Program consistent with this Investment Policy Statement (Policy). In this role, the Investment Officer shall report to the Finance Committee of the Board (Finance Committee).

The Investment Officer may further delegate certain responsibilities to one or more outside Investment Managers, if so designated by the Authority. Investment Managers must abide by all terms of this Policy and all other applicable Authority policies.

This Policy applies to all financial assets of the Authority related to its General Fund. Funds related to bond proceeds shall refer to the Authority's Indenture of Trust, First Supplemental Indenture, or any such future trust indenture(s) that may apply.

II. General Objectives

The primary objectives, in priority of order of investment activities, shall be safety, liquidity, and yield:

A. Safety

Safety of principal is the foremost objective of the Program. Investments shall be undertaken in a manner that seeks to ensure the preservation of principal, including but not limited to diversifying holdings among fixed income investments of high credit quality and liquidity.

B. Liquidity

The General Fund shall remain sufficiently liquid to meet all requirements that may be scheduled or reasonably anticipated. Since all possible cash demands cannot be anticipated, the portfolio should consist of fixed income investments with active secondary or resale markets.

C. Yield

The General Fund shall be structured with the objective of attaining a competitive rate of return within the constraints of Safety and Liquidity above.

III. Standards of Care

A. Prudence

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The standard of prudence to be used by the Investment Officer or anyone acting in an investment capacity on behalf of the Authority shall be the prudent person standard and shall be applied in the context of managing an overall portfolio.

Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income to be derived.

B. Ethics and Conflicts of Interest

The Investment Officer and all employees involved in the investment process shall refrain from personal business activity that could conflict with the proper execution and management of the portfolio, or that could impair their ability to make impartial decisions.

The Investment Officer and all employees involved in the investment process shall disclose any material interests in financial institutions with which they conduct business, and shall refrain from undertaking personal investment transactions with the same person or business with whom business is conducted on behalf of the Authority. They shall further disclose any personal financial/investment positions that could be related to the performance of the Authority's investment portfolio.

All Investment Managers shall disclose to the Authority any actual or potential conflicts of interest that are or could be related to the investment of the Authority's portfolio, and shall otherwise comply with all policies of the Authority.

All Investment Managers are required to comply with all SEC requirements including those related to campaign contributions.

All required disclosures shall be made to the Office of the Inspector General.

IV. Authorized Financial Dealers and Institutions

All financial institutions and brokers/dealers who desire to become qualified for investment transactions must supply the following, as appropriate:

- Audited financial statement for most current fiscal year and two prior years. Proof of Financial Industry Regulatory Authority (FINRA) registration, if applicable.
- Proof of registration to do business in the states of New Jersey and Pennsylvania.
- Certification of having read and understood, and agreement to comply, with this Policy.

V. Safekeeping and Custody

All trades will be executed by delivery vs. payment (DVP) to ensure that securities are deposited in an eligible financial institution prior to the release of funds. Securities will be held by a third-party custodian, in the Authority's name. The Custodian shall provide daily confirmation of held securities as well as monthly transactions and holdings reports.

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VI. **Approved Broker/Dealer and Issuer Lists**

The Authority and all Investment Managers must maintain and regularly review Broker/Dealer and Approved Issuer lists. The investment portfolio is limited to conducting trades with corporations on the above-referenced Broker/Dealer list and holding only those securities issued by firms on the above-referenced Approved Issuer list.

If an external Investment Manager executes transactions on behalf of the Authority, the Authority may rely on that manager's broker approval and issuer selection process, as long as said Investment Manager maintains approved lists as referenced above.

VII. **Competitive Procurement**

It is the policy of the Authority to require competitive bidding for all individual security transactions, except for those transactions involving shares of money market funds which are deemed to be made at prevailing market rates, and for U.S. government securities (issued by approved U.S. Treasury, Federal Agency, and Government Sponsored Enterprise issuers) purchased at issue through a primary dealer at auction price. Where competitive bidding is required, at least three bidders must be contacted for each transaction. For those situations where it may be impractical or unreasonable to receive at least three bids (for instance, in a rapidly changing market environment or lack of secondary market availability), an explanation of the specific circumstance must be documented. Further, all bids received must be documented and filed for auditing purposes.

VIII. **Prohibited Investments**

- A. All sector and issuer limits are based on the amortized cost value of portfolio holdings at purchase date.
- B. All limits and procedures of the Policy shall apply to proceeds managed internally at the Authority or externally by any Investment Manager acting on behalf of the Authority. Each Investment Manager must follow all limits of the Policy for assets under its management.
- C. Investments in Asset Backed securities are prohibited.
- D. The use of corporate mortgage backed securities is prohibited. However, mortgage backed securities issued by the US Government, its Agencies, or any Government Sponsored Enterprise (GSE) are allowed.
- E. The average effective duration of the investment portfolio, in the aggregate and as invested by any individual Investment Manager, is not to exceed 24 months.
- F. The portfolio will be invested only in US dollar denominated investments.

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- G. Where a rating in the A category is required, those issuers rated at the lowest level of the A category (for example, A3 or A-) and that are on negative credit watch are not permitted.
- H. Investments in equities, hedge funds, real estate, and non-U.S. dollar-denominated securities are prohibited.

IX. Suitable and Authorized Investments

The following investments will be permitted by this Policy:

- A. Direct obligations of the United States of America and securities fully and unconditionally guaranteed as to the timely payment of principal and interest by the United States of America, provided, that the full faith and credit of the United States of America must be pledged to any such direct obligation or guarantee (Direct Obligations :
 - i. Maximum Allocation per Sector: None
 - ii. Maximum Allocation per Issuer: 40% per Government Guaranteed Agency/Enterprise; no issuer limit for U.S. Treasury obligations
 - iii. Minimum Rating Requirement: None
 - iv. Maximum maturity: None
- B. Senior debt obligations of any federal agency (GSE):
 - i. Maximum Allocation per Sector: None
 - ii. Maximum Allocation per Issuer: 40% per GSE
 - iii. Minimum Rating Requirement:
None Maximum maturity: None
- C. Mortgage Backed Securities (MBS) are permitted subject to the following restrictions:
 - i. MBS shall only be purchased from the following issuers: FNMA, FHLMC and GNMA.
 - ii. The weighted average life of any MBS shall be limited to five (5) years at time of purchase.
 - iii. MBS shall be limited to 10% of the investments by any individual Investment Manager.
- D. Deposits of any bank of savings and loan association, including certificates of deposit, provided such deposits are continuously and fully insured by the Federal Deposit Insurance Corporation.
- E. Municipal Obligations, consisting of fixed rate general obligation and revenue securities of any State of the United States of America or any state-level political subdivision or agency thereof:
 - i. Maximum Allocation per Sector: 35%
 - ii. Maximum Allocation per Issuer: 5%

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- iii. Minimum Rating Requirement: A category by any two nationally recognized statistical ratings organizations (NRSRO)
 - iv. Maximum maturity: five (5) years
- F. Corporate securities, consisting of the following: bankers acceptances, commercial paper, corporate notes and bonds, time deposits, and unsecured certificates of deposit:
- i. Maximum Allocation per Sector: 40%
 - ii. Maximum Allocation per Issuer: 3%
 - iii. Minimum Rating Requirement: highest short-term rating for investments issued under one year of maturity; A category or better for securities issued at greater than one year
 - Ratings provided by any two NRSROs
 - iv. Maximum maturity:
 - Bankers Acceptances: 180 days
 - Commercial Paper: 270 days
 - Corporate Notes and Bonds: five (5) years
 - Time Deposits: 365 days
 - Unsecured Certificates of Deposit: five (5) years
- G. Repurchase agreements, tri-party or deliverable:
- i. Maximum Allocation to Sector: 50%
 - ii. Maximum Allocation per Issuer: 25%
 - iii. Minimum Rating Requirement: counterparty shall only be a primary government dealer, as defined by the Federal Reserve Bank of New York, having the highest minimum short-term rating by any two NRSROs
 - iv. Maturity Limit: 180 days
 - v. Collateral: U.S. Treasury, GNMA, and GSE securities
 - vi. Collateral Requirement: 102%
- H. Money Market Mutual Funds investing only in securities permitted in this Policy:
- i. Maximum Allocation per Sector: 50%
 - ii. Maximum Allocation per Issuer: 25%
 - iii. Minimum Rating Requirement: Rated in the highest money market fund category by any one NRSRO
 - iv. Maximum maturity: N/A
 - v. Fund must have held average assets over the past 12 months of at least \$1 billion
- I. Investments in mutual funds, pooled funds, trusts or similar vehicles are not permitted without the prior written consent of the Investment Officer.

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X. Reporting

- A. The Investment Officer and all Investment Managers will provide written portfolio reports on a monthly basis that list:
- Each individual security held at the end of the reporting period, including issuer name, paramount, date purchased, credit rating, maturity date, duration, yield, coupon rate, and any call features;
 - Average weighted duration and yield to maturity of each portfolio; and
 - All transactions occurring from the most recent report to the current report.
- B. On a quarterly basis, the Investment Officer and all Investment Managers will provide portfolio summary reports to the Finance Committee. Reports shall include a comparison to relevant indices (Performance Reports), as determined by the Investment Officer or the Finance Committee.
- Performance Reports shall consist of relevant risk and return characteristics of the portfolio and the benchmarks. Risk and return characteristics include, but are not limited to, duration or average maturity, average yield, total return, credit quality, and sector, maturity, and issuer distributions.
- C. In the event of a major market disruption the Investment Managers must consult with the Investment Officer.
- D. If the portfolio falls out of compliance with the Policy, the Investment Manager shall within one business day of notify the Authority of non-compliance and present a plan of action, the result of which would bring the portfolio back into compliance.

If non-compliance is related to a security downgrade, the Investment Officer will review the credit situation and make a determination as to whether to sell or retain such securities in the General Fund.

XI. Transition Period

Each Investment Manager shall come into compliance with this Policy by July 1, 2013. Any request for a delay or exception shall be directed to the Investment Officer, who will have the discretion to approve any time extensions or exceptions in consultation with the Finance Committee.