

DELAWARE RIVER PORT AUTHORITY

BOARD MEETING

**One Port Center
2 Riverside Drive
Wednesday, April 15, 2020**

Due to the coronavirus pandemic, all participants, except where noted, attended via telephone/web conference.

Pennsylvania Commissioners

Ryan Boyer, Chairman of the Board
Sean Murphy (for Pennsylvania Auditor General Eugene DePasquale)
Donna Powell
Angelina Perryman
Joseph Martz
Christopher Lewis
Marcy Feldman Rost (for Pennsylvania Treasurer Toresella)

New Jersey Commissioners

Jeffrey Nash, Esq., Vice Chairman of the Board
Albert Frattali
Frank DiAntonio
Charles Fentress
Richard Sweeney
Bruce Garganio
Daniel Christy

DRPA/PATCO Staff

John T. Hanson, Chief Executive Officer (in person)
Maria Wing, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary (in person)
Stephen Holden, Deputy General Counsel (in person)
Kathleen Vandy, Assistant General Counsel
Robert Hicks, Chief Operating Officer
James White, Chief Financial Officer (in person)
Toni P. Brown, Chief Administrative Officer
David Aubrey, Inspector General
John Rink, General Manager, PATCO
Michael Venuto, Chief Engineer
William Shanahan, Director, Government Relations
Barbara Holcomb, Manager, Capital Grants
Tonyelle Cook-Artis, Manager, Government Relations
Larry Walton, Bridge Director, WWB & CBB

DRPA/PATCO Staff (cont.)

Steve Reiners, Director, Fleet Management
Mike Williams, Director, Corporate Communications
Elizabeth Saylor, Administrative Coordinator, Corporate Secretary, OGC (in person)
Dawn Whiton, Executive Assistant of the CEO

Others Present

Craig Ambrose, Associate Counsel, New Jersey Governor's Authorities Unit
Monique Curry-Mims, Civic Capital Consulting, LLC
Ismail Shahid, S&S Consultants, LLC
Alan Kessler, Esq., PA Counsel, Duane Morris
Christopher Gibson, Esq., NJ Counsel, Archer & Greiner

OPEN SESSION

Notice

The Corporate Secretary announced that pursuant to its by-laws public notice of this meeting of the DRPA Board of Commissioners had been given by posting proper notice in the lobby at One Port Center and by issuing proper notice to the public and news media. The Secretary also noted that, due to the ongoing pandemic, the public was not allowed inside the One Port Center building but had been invited to attend via telecast and to submit any questions or comments electronically prior to the meeting.

Roll Call

Chairman Boyer called the meeting to order at 9:12 a.m. and asked that the Corporate Secretary call the roll. The following Commissioners were present, constituting a quorum: Chairman Boyer, Vice Chairman Nash, Powell, Perryman, Fentress, Garganio, Murphy, Frattali, DiAntonio, Sweeney, Rost, Lewis, Christy and Martz.

Chairman Boyer asked for a moment of silence for the victims of the pandemic.

Public Comment

There was no public comment.

Report of the Chief Executive Officer

CEO Hanson stated that the CEO Report stood as previously submitted. CEO Hanson highlighted several expedited procurement items per Article VII C-8 of the Bylaws. On February 27, 2020, a contract was expedited to authorize the procurement of 40,000 Grey Ready Face Masks from Global Safety for the Homeland Security department in the amount of \$4.50 each. On March 20, 2020, three items were expedited for authorization for procurement, they are as follows: the purchase of software to continue with parallel testing from EPI-USE to provide technical consulting services in the amount of \$75,000.00; the approval of Toll Transportation and processing Services with Brinks; and the approval to convert to Windows 10 software with Cubic.

Commissioner Fentress moved to approve the CEO's Report and Commissioner Frattali seconded the motion. All Commissioners in attendance voted to approve the CEO's Report. The motion carried.

Report of the Chief Financial Officer

CFO White stated that his report stood as previously submitted. CFO White highlighted several issues. He noted that the Authority had filed the Governor's Report on time. He reported that the Authority had received the GFOA Certificate of Achievement for Excellence in Financial Reporting for the 2018 Fiscal year for the 28th year in a row. He also stated that Moody's and SNP have moved the toll sector ratings from stable outlook to negative outlook. This move was expected due to the pandemic. CFO White continued to comment on tolls, revenues, traffic and ridership.

Receipt and Filing of the Unaudited Financial Statements and Footnotes for December 2019.

Chairman Boyer stated that the unaudited Financial Statements and Footnotes for December 2019 were previously provided to all Commissioners. Commissioner Garganio moved to receive and file the lists and Commissioner Frattali seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of the February 19, 2020 DRPA Board Meeting Minutes

Chairman Boyer stated that the Minutes of the February 19, 2020 DRPA Board Meeting were previously provided to the Governors of New Jersey and Pennsylvania and to the DRPA Commissioners. There were no comments or corrections. Commissioner Garganio moved to approve the Minutes and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Receipt and Filing of the Previously Approved List of Payments, the List of Previously Approved Purchase Orders and Contracts Covering the Months of February and March 2020.

Chairman Boyer stated that the Monthly List of Payments and the Monthly List of Purchase Orders and Contracts covering the months of February and March 2020 were previously provided to all Commissioners. Commissioner Garganio moved to receive and file the lists and Commissioner Sweeney seconded the motion. There were no questions or comments. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of March 3 and April 7, 2020

Chairman Boyer stated that the Minutes of the March 3 and April 7, 2020 Operations & Maintenance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Operations & Maintenance Committee on March 3 and April 7, 2020

Chairman Boyer stated that there were sixteen (16) Resolutions from the March 3 and April 7, 2020 Operations & Maintenance Committee Meetings for consideration:

DRPA-20-029

Design Services for Rehabilitation of PATCO Interlockings and Miscellaneous Track Improvements.

Chief Engineer Venuto presented Resolution No. DRPA-20-029 that the Board authorize staff to negotiate an agreement with HNTB Corporation to provide Design, Bidding and Award Support Services for the PATCO Interlockings and Miscellaneous Track Improvements Project, in an amount not to exceed \$3,339,045.00. There were no questions or comments. Commissioner Fentress moved to adopt Resolution No. DRPA-20-029 and Commissioner Frattali seconded the

motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-027 PATCO's Public Transportation Agency Safety Plan.

Director of Safety Services Fullerton presented Resolution No. DRPA-20-027 that the Board approve PATCO's Transportation Agency Safety Plan, as required by the FTA. Commissioner DiAntonio moved to adopt Resolution No. DRPA-20-027 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-031 PATCO Upgrade to Automated Fare Collections System Devices and Money Room Software to Windows 10 Operating System.

Chief Engineer Venuto presented Resolution No. DRPA-20-031 that the Board authorize staff to negotiate a contract with Cubic Transportation Systems, Inc. to upgrade the Automated Fare Collection System devices (Ticket Vending Machines, Ticket Office Terminals, Fare Gates, Parking Gates and Money Room Workstations) to the Windows 10 embedded operating system in an amount not to exceed \$1,595,874.00. Commissioner Garganio moved to adopt Resolution No. DRPA-20-31 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-033 PATCO Roadway Worker Blue Safety Strobes.

Chief Engineer Venuto presented Resolution No. DRPA-20-033 that the Board authorize staff to negotiate a contract with Northeast Communications Group, Inc. to install hardwired blue safety strobes at each PATCO station for the protection of employees working in the track area in an amount not to exceed \$155,322.00. Commissioner Fentress moved to adopt Resolution No. DRPA-20-033 and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-044 Authorization to Negotiate a Four-Year Right of Entry Agreement with Camden County for use of DRPA Property at Northeast Corner of Riverside Drive and MLK Boulevard.

Deputy General Counsel Holden presented Resolution No. DRPA-20-044 that the Board authorize staff to negotiate a four-year Right of Entry and License Agreement with one, four-year extension with the County of Camden for the use of DRPA property Block 140.01, Lot 3. Commissioner Garganio moved to adopt Resolution No. DRPA-20-044 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. Vice Chairman Nash abstained from the vote. The motion carried.

DRPA-20-051 Contract No. PATCO-65-2018, PATCO Station Enhancements.

Chief Engineer Venuto presented Resolution No. DRPA-20-051 that the Board authorize staff to negotiate a construction contract with the firm of AP Construction, Inc. to perform upgrades and

improvements to the interior and exterior of Lindenwold, Woodcrest, and Ferry Ave. passenger stations in an amount not to exceed \$9,669,959.00.

DRPA-20-052 Construction Monitoring Services for Contract No. PATCO-65-2018, PATCO Station Enhancements.

Chief Engineer Venuto presented Resolution No. DRPA-20-052 that the Board authorize staff to negotiate an agreement with Michael Baker International, Inc. to provide Construction Monitoring Services for Contract No. PATCO-65-2018, PATCO Station Enhancements in an amount not to exceed \$1,109,417.00.

Commissioner Frattali moved to adopt Resolution Nos. DRPA-20-051 and DRPA-20-052 and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. Commissioner Murphy abstained from the vote. The motion carried.

DRPA-20-053 Contract No. CB-33-2017, Commodore Barry Bridge Structure Rehabilitation – Phase 2.

Chief Engineer Venuto presented Resolution No. DRPA-20-053 that the Board authorize staff to negotiate a construction contract with the firm of Driscoll Construction Company, Inc. to perform the Commodore Barry Bridge Structure Rehabilitation – Phase 2 Project, in an amount not to exceed \$19,254,220.00. Commissioner Frattali moved to adopt Resolution No. DRPA-20-053 and Commissioner Martz seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-054 Contract No. G-33-2019, OPC Parking Lot Driveway & ADA Improvements.

Chief Engineer Venuto presented Resolution No. DRPA-20-054 that the Board authorize staff to negotiate a construction contract with the firm of AP Construction, Inc. to construct a new driveway entrance at One Port Center and perform ADA improvements at the Ben Franklin Bridge, in an amount not to exceed \$706,465.00. Commissioner Fentress moved to adopt Resolution No. DRPA-20-054 and Commissioner Garganio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-057 Design Services for PATCO ROW Drainage System Improvements.

Chief Engineer Venuto presented Resolution No. DRPA-20-057 that the Board authorize staff to negotiate an agreement with Michael Baker International, to provide Design, Bidding and Award, and Construction Support Services for the PATCO ROW Drainage System Improvements Project, in an amount not to exceed \$695,300.00. Commissioner Fentress moved to adopt Resolution No. DRPA-20-057 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. Commissioner Murphy abstained from the vote. The motion carried.

Chief Engineer Venuto presented the following two Resolutions jointly:

DRPA-20-030 Capital Project Contract Modification – March 2020.

Chief Engineer Venuto presented Resolution No. DRPA-20-030 that the Board authorize the execution of contract modifications to certain contracts for Authority capital projects and that the Board amend the 2020 Capital Budget to include the increase in contract amount being requested. The projects were Capital Project PTD-01502, the Franklin Square Station Re-opening and Capital Project PTD-21713, 800 MHz P25, Phase 2 Upgrades – Microwave Site-to-Site Communications.

DRPA-20-058 Capital Project Contract Modification – April 2020.

Chief Engineer Venuto presented Resolution No. DRPA-20-058 that the Board authorize the execution of contract modifications to certain contracts for Authority capital projects and that the Board amend the 2020 Capital Budget to include the increase in contract amount being requested. The projects were Capital Project PTD.01501, the PATCO Substation DC Upgrades Project, and Capital Project BFB.01910, the Design Services for Benjamin Franklin Bridge Maintenance Painting and Steel Repairs Project.

Commissioner DiAntonio moved to adopt Resolution Nos. DRPA-20-030 and DRP-20-058 and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

DRPA-20-059 Toll System Hardware and Software Maintenance Service Agreement.

Chief Operating Officer Hicks presented Resolution No. DRPA-20-059 that the Board authorize staff to exercise the previously approved two option years in connection with the Agreement executed by and between TransCore, Inc. and the Authority for Toll System Hardware and Software Maintenance Services, in an amount not to exceed \$906,696.00. Commissioner Garganio moved to adopt Resolution No. DRPA-20-059 and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-060 Purchase of Cooper LED Light Fixtures and Accessories for the Walt Whitman and Commodore Barry Bridges.

Bridge Director Walton presented Resolution No. DRPA-20-060 that the Board authorize staff to negotiate a contract with US Electrical Services, Inc. DBA Franklin Griffith to furnish and deliver Cooper LED Light Fixtures and accessories for the Walt Whitman and Commodore Barry Bridges and Roadways, in an amount not to exceed \$235,460.00. Commissioner Martz moved to adopt Resolution No. DRPA-20-060 and Commissioner Garganio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

Fleet Director Reiners presented the following two Resolutions jointly:

DRPA-20-061 One (1) Transit 250 Van, Three (3) Ford Escapes and One (1) Ford Explorer.

Fleet Director Reiners presented Resolution No. DRPA-20-061 that the Board authorize staff to negotiate a purchase contract with Whitmoyer Auto Group, to purchase One (1) Transit 250 Van, Three (3) Ford Escapes and One (1) Ford Explorer, in an amount not to exceed \$133,757.00.

DRPA-20-062 One (1) Vactor Swap Loader.

Fleet Director Reiners presented Resolution No. DRPA-20-062 that the Board authorize staff to negotiate a purchase contract with H.A. DeHart & Son to purchase One (1) Vactor Swap Loader, in an amount not to exceed \$186,894.20.

Commissioner Garganio moved to adopt Resolution Nos. DRPA-20-061 and DRPA-20-033 and Commissioner Powell seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolutions. The motion carried.

Approval of Labor Committee Meeting Minutes of March 3, 2020

Chairman Boyer stated that the Minutes of the March 3, 2020 Labor Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner DiAntonio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Approval of Finance Committee Meeting Minutes of March 4 and April 7, 2020

Chairman Boyer stated that the Minutes of the March 4, 2020 and the April 7, 2020 Finance Committee Meetings were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner Garganio seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Adoption of Resolutions Approved by the Finance Committee on March 4 and April 7, 2020

Chairman Boyer stated that there were seven (7) Resolutions from the March 4 and April 7, 2020 Finance Committee Meeting for consideration:

Director of Information Services LaMarca presented the following four Resolutions jointly:

DRPA-20-034 Data and Video Storage Expansion.

Director of Information Services LaMarca presented Resolution No. DRPA-20-034 that the Board authorize staff to negotiate a contract with ePlus Technology, Inc. to upgrade servers and storage capacity for the Authority's data and video environment, in an amount not to exceed \$701,910.34. This purchase is provided under the PA COSTARS 3 Hardware contract.

DRPA-20-035 CBB Network Upgrades.

Director of Information Services LaMarca presented Resolution No. DRPA-20-035 that the Board authorize staff to negotiate a contract with ePlus Technology, Inc. to upgrade networks for the Commodore Barry Bridge disaster recovery site, in an amount not to exceed \$735,843.67. This purchase is provided under the PA COSTARS 3 Hardware contract.

DRPA-20-036 Network Security Upgrades.

Director of Information Services LaMarca presented Resolution No. DRPA-19-036 that the Board authorize staff to negotiate a contract with ePlus Technology, Inc. to purchase network security upgrades, in an amount not to exceed \$356,028.36. This purchase is provided under the PA COSTARS 3 Hardware contract.

DRPA-20-037 Cisco VoIP Upgrades.

Director of Information Services LaMarca presented Resolution No. DRPA-20-037 that the Board authorize staff to negotiate a contract with ePlus Technology, Inc. to upgrade the Authority's Unified Communications system (VoIP telephone system), in an amount not to exceed \$379,649.14. This purchase is provided under the PA COSTARS 3 Hardware contract.

Chairman Boyer inquired whether Commissioners had any questions for staff concerning Resolution Nos. DRPA-20-34, DRPA-20-035, DRPA-20-036 and DRPA-20-037. There were no questions or comments. Commissioner Martz moved to adopt Resolution Nos. DRPA-20-34, DRPA-20-035, DRPA-20-036, and DRPA-20-037, and Commissioner Powell seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolutions.

DRPA-20-050 SAP Application Management Services.

Director of Information Services LaMarca presented Resolution No. DRPA-20-050 that the Board authorize staff to negotiate a contract with Blue Marble Consulting, Inc. to provide Application Management Services (AMS) in support of the Authority's SAP ERP system, in an amount not to exceed \$1,443,384.00. Commissioner Fentress moved to adopt Resolution No. DRPA-20-050 and Commissioner Martz seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-047 Purchase from the Camden Redevelopment Authority (CRA) Block 139.02, Lot 1.02.

Deputy General Counsel Holden presented Resolution No. DRPA-20-047 that the Board authorize staff to negotiate with Camden Redevelopment Authority (CRA) the material business terms and conditions with regard to the purchase of property located on the Southeast corner of Federal Street and Delaware Avenue in Camden. He reported that the purchase of this property is essential to comply with BPU requirements for single generation and use of solar power. Commissioner Garganio moved to adopt Resolution No. DRPA-20-047 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

DRPA-20-049**Authorization to Negotiate a Deed of Easement and Right of Way with the Parking Authority of the City of Camden (PACC) for Installation of Solar Energy Conduit.**

Deputy General Counsel Holden presented Resolution No. DRPA-20-049 that the Board authorize staff to negotiate the material business terms and conditions of an Easement and Right of Way with the Parking Authority of the City of Camden to install an electrical conduit transmitting the solar power generated at the OPC parking lot for use at the OPC office building. Commissioner Martz moved to adopt Resolution No. DRPA-20-049 and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

Approval of Audit Committee Meeting Minutes of March 4, 2020

Chairman Boyer stated that the Minutes of the March 4, 2020 Audit Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Fentress moved to approve the Minutes and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Citizens Advisory Committee Report

There was no report from the Citizens Advisory Committee.

Unfinished Business

There was no unfinished business.

New Business

Chairman Boyer reported there are two (2) items of New Business for consideration, and introduced the following:

DRPA-20-048**Consideration of Pending DRPA Contracts
(Between \$25,000 and \$100,000).**

Chairman Boyer presented Resolution No. DRPA-20-048 that the Board authorize staff to enter into eleven (11) listed contracts in amounts between \$25,000 and \$100,000. There were no questions or comments. Commissioner Fentress moved to adopt Resolution No. DRPA-20-048 and Commissioner Garganio seconded the motion. All Commissioners in attendance voted to approve the motion. The motion carried and the Board adopted the Resolution.

DRPA-20-063**Application for Relief Funding through FY 2020 via
Federal SARS-CoV-2 Coronavirus and COVID-19
Relief Acts or Policies.**

Director of Government Relations Shanahan presented Resolution No. DRPA-20-063 that the Board authorize staff to apply to the proper United States Government agencies and/or departments for any and all applicable relief funds and grants issued to address the SARS-CoV-2 Coronavirus and the COVID-19 disease and to accept and receive the proceeds of any such relief funds that

have been or may be issued in response to the SARS-CoV-2 and the COVID-19 disease. Commissioner Martz moved to adopt Resolution No. DRPA-20-063 and Commissioner Powell seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Resolution. The motion carried.

Adjournment

With no further business, Commissioner Fentress moved to adjourn. Commissioner Martz seconded the motion. All Commissioners in attendance voted to approve the motion and the meeting adjourned at 10:11 a.m.

Respectfully Submitted,



Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary