

**Delaware River Port Authority
Minutes
and
Index**

**December 1, 2010 Board Meeting
Wednesday, December 1, 2010**

Roll Call

CEO Comment

Approval of Report of the Audit Committee

Approval of Report of the Compensation Committee

Approval of DRPA Board Meeting Minutes – November 3, 2010 (previously mailed)

Approval of Operation & Maintenance Committee Report of November 3, 2010

Adopted Resolutions Approved by Operations & Maintenance Committee of November 3, 2010

**DRPA-10-143 Construction Monitoring Services for Contract No. PATCO 3-C,
PATCO Bridge Painting and Structural Repairs**

**DRPA-10-144 Contract No. WW-15-2010, Walt Whitman Bridge Permit Vehicle
Staging Area**

Unfinished Business

**DRPA-10-106 401 Race Street Partners, LLC Purchase and Easement
Agreement Effecting DRPA Property for the Purchase of
Vehicular and Pedestrian Ingress, Egress, Construction Staging,
Loading and Unloading of Vehicles, and Parking of Vehicles**

**DRPA-10-145 (Amending 10-044 adopted August 18, 2010) Implementation of
Procedures for Sealed Bid Contracts and Contracts for
Professional and Technical Services**

DRPA-10-139 Amendments to Authority Policy and Procedure, Series #400

New Business

**DRPA-10-146 Consideration of Pending DRPA Contracts (Between \$25,000 and
\$100,000)**

**DRPA-10-147 LEAP Academy University Charter School Bus Parking At the
Benjamin Franklin Bridge Facility**

Adjournment

MINUTES of the regular bi-monthly Board meeting of the DELAWARE RIVER PORT AUTHORITY held Wednesday, December 1, 2010 in the Board Room at One Port Center, Camden, NJ.

Present

PENNSYLVANIA

John Estey, Chair
Robert Teplitz (Wagner)
Robert W. Bogle
John Lisko (McCord)
John Dougherty
Robin Wiessmann (via phone)
Anthony Mannino (DiCicco)
Maria Quinones Sanchez (absent)

Officers & Chiefs

J. Matheussen, CEO
R. Box, PATCO, General Manager
R. Brown, General Counsel &
Corporate Secretary
R. Gross, Deputy CEO
J. Hanson, CFO
T. Brown, CAO
T. Pulte, COO
M. Venuto, Acting Chief Engineer

DRPA Staff

V. Bradford, Director BFB
F. DiCicco, Administrative Coordinator
A. DuVall, Executive Assistant to CEO
J. Egan, Project Manager, Special Projects
G. Faber, Assistant General Counsel
K. Imperatore, Director of Fare Collection
K. Jacobson, Assistant General Counsel
E. Kasuba, Director of Corporate Communications
L. Kmiec, Assistant General Counsel
H. Korsen, Manager, Contract Administration
K. LaMarca, Director IS
M. Lopez, Manager, Government Relations
J. Lotierzo, Sr. Accountant, Finance
C. Maroney, Manager, Special Projects
P. McBride, Director, Transit Services
D. McClintock, Police Chief, Public Safety
S. Milner, Administrative Coordinator
F. O'Brien, Manager, Cust. & Comm. Rel.
R. Only, Director, Homeland Security & Emergency Mgmt.

NEW JERSEY

Jeffrey L. Nash, Vice Chair
E. Frank DiAntonio
Richard Sweeney
Albert F. Frattali (absent)
Charles Fentress
Rick Taylor (absent)
Tamarisk Jones
Denise Y. Mason

Counsel

C. Gibson, Archer & Greiner, NJ Counsel
A. Kessler, Duane Morris, PA Counsel
S. Kosta, Duane Morris, PA Counsel

Others:

M. Tully, Gov. Authorities Unit
C. Blackshear, webcasting
E. McBride
E. Hanlon
A. Alston
C. Hrinkevich
P. Nissen
K. Whelan
B. Bisgaeir
J. Korunow
C. Jandoli
R. Remington
J. Freedman

DRPA Staff (Con't.)

O. Parker, Manager, Financial & Budget Analysis
J. Quinn, Director of Revenue
W. Shanahan, Director Gov. Rel. & Grant Admin.
C. Spicer, PATCO Assistant General Manager
S. Suder, Manager, Purchasing
J. White, Director of Finance
D. Whiton, Administrative Coordinator
M. Williams, Graphic Design

The Corporate Secretary announced that public notice of this meeting was posted in the lobby at One Port Center and provided to representatives of the area news media. Mr. Brown then called the roll and announced that a quorum was present.

Chairman Estey deferred to CEO Matheussen for a brief comment. Mr. Matheussen commented that after a late Board Meeting last time, he hoped everyone had a Happy Thanksgiving

Report of the Audit Committee – December 1, 2010

Chairman Estey held off on the Report of the Audit Committee until Commissioner Teplitz arrived. See conclusion of Board Minutes.

Report of the Compensation Committee – December 1, 2010

Commissioner Lisko had no report.

Minutes of November Board Minutes – November 3, 2010 (previously mailed)

The minutes of the November 3, 2010 Board Meeting of the Delaware River Port Authority were mailed to the Governor of New Jersey and the DRPA Commissioners.

On motion duly made and seconded, the minutes were approved.

Commissioner Wiessmann joined the meeting via teleconference.

Approval of Operations & Maintenance Committee Report of November 3, 2010

The Report of the Operations & Maintenance Committee Meeting of November 3, 2010 was mailed to all Commissioners and there were no comments. On motion duly made and seconded, the Report of the Operations and Maintenance Committee was approved.

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

**DRPA-10-143 Construction Monitoring Services for Contract No.
PATCO 3-C, PATCO Bridge Painting and Structural
Repairs**

**DRPA-10-144 Contract No. WW-15-2010, Walt Whitman Bridge Permit
Vehicle Staging Area**

Unfinished Business

Item 1 - 401 Race Street Partners, LLC Purchase and Easement Agreement Effecting DRPA Property for the Purchase of Vehicular and Pedestrian Ingress, Egress, Construction Staging, Loading and Unloading of Vehicles, and Parking of Vehicles

Mr. Pulte reported that we have worked with our appraiser, Reaves Lukens, who believes that the price agreed to by all participants is acceptable. DRPA retains the right to close this facility if needed for operational reasons and we plan to relocate the Veterans' Administration parking that is currently on this property and we will not renew the U.S. Mint parking lease which is set to expire

at the end of this year. The proposed project will produce up to 150 start up phase jobs and a number of permanent jobs. Giuffre Hollingsworth in Legal was a big help.

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

DRPA-10-106 401 Race Street Partners, LLC Purchase and Easement Agreement Affecting DRPA Property for the Purchase of Vehicular and Pedestrian Ingress, Egress, Construction Staging, Loading and Unloading of Vehicles, and Parking of Vehicles

Item 2 - DRPA-10-145 (Amending 10-044 adopted August 18, 2010) Implementation of Procedures for Sealed Bid Contracts and Contracts for Professional and Technical Services

Chairman Estey asked that this Resolution be placed on hold.

Item 3 - Amendments to Authority Policy and Procedure, Series #400

(This matter was deferred for consideration later in the meeting and the following discussion occurred at the conclusion of the Board meeting.) Chairman Estey called on Commissioner Teplitz to explain this Resolution which deals with the DRPA travel policy. Commissioner Teplitz explained that he worked with Toni Brown to finalize this and Ms. Brown can best explain the changes which are designed to tighten up the expenditure policy. Ms. Brown reported that on August 18, 2010, the Board asked staff to look at this policy. DRPA does not have a specific "travel expenditure policy", but we do have an expense account policy. The new policy will be administered by Finance. The policy was sent to Commissioners in advance of this meeting. Since all American Express cards have been eliminated, the policy has no reference to those credit cards.

The changes are: (1) With respect to hotels, it is now clear that DRPA will reimburse up to \$200 per night excluding tax, but employees must look for the cheapest practical hotel. Any request for compensation above \$200 must be accompanied by evidence showing a full search for alternatives. The CEO will make the decision as to whether to grant a waiver and will rarely agree to a waiver of the maximum. (2) Food costs will be reimbursed up to \$70 per day with rare waivers at the discretion of the CEO. (3) Given the changes in travel practicalities in the recent past, the definition of "travel status" has been adjusted to include reasonable waiting time. (4) Reimbursement for personal calls has been adjusted to require appropriate support documentation. (5) The mileage reimbursement will now provide for reimbursement at the going IRS rate for all mileage that employees put in using their personal vehicle on company business. (6) Cash expenditures will be reimbursed based on a receipt, or if no receipt is available, for instance at a parking meter, based upon a memo explaining the need. Commissioner Teplitz indicated the intent was to require the kind of documentation that is appropriate for a public agency. Commissioner Mason asked whether the \$70 per day for food is a normal public agency rate. Ms. Brown responded that we did not change the reimbursement amount which had been in the policy since 2004. Commissioner Mason indicated that her company is lower than that. Mr. Hanson mentioned that the 2004 rate was based on the standard Government rate at the time. Commissioner Wiessmann suggested that most public and private entities require pre-approval for travel. Ms. Brown observed that we do have a pre-approval policy. Commissioner Mason asked that we also take a look at the personal call reimbursement to see why these should be reimbursed

at all. Ms. Brown agreed to take a look at that. Commissioner Dougherty complimented Commissioner Teplitz on the use of process and common sense in the Audit Committee. On motion duly made and seconded, the following Resolution was unanimously adopted and made the action of the Authority:

DRPA-10-139 Amendments to Authority Policy and Procedure, Series #400

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-10-146 Consideration of Pending DRPA Contracts (Between \$25,000 and \$100,000)

Item 2 – LEAP Academy University Charter School Bus Parking At the Benjamin Franklin Bridge Facility

Tim Pulte, COO, requested the Board to adopt a Resolution authorizing staff to enter into an agreement to grant LEAP Academy University Charter School, Inc. (LEAP Academy) the right to park a school bus at the Benjamin Franklin Bridge Facility in Camden, New Jersey. The purpose of this resolution is to permit one (1) 54 passenger school bus to park in a secured location. CEO Matheussen noted that LEAP Academy assumes the necessary liability and we have that in writing. DRPA has no cost for providing this access.

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

DRPA-10-147 LEAP Academy University Charter School Bus Parking At the Benjamin Franklin Bridge Facility

Commissioner Mason abstained from voting.

Chairman Estey asked permission to recess the DRPA Board Meeting pending the arrival of Commissioner Teplitz. Following the arrival of Commissioner Teplitz, the Board considered Item 3 (set forth above) and the report of the Audit Committee, as follows. Commissioner Teplitz stated the next meeting of the Audit Committee will follow the Special Board Meeting on December 8, 2010. This will be a public meeting; all Commissioners are invited and we will provide an agenda later this week. The purpose is to work on an RFP for a forensic audit and to make progress on the Inspector General question. The next meeting after that will follow the December 15, 2010 Board Meeting and we hope at that time to finalize the RFP and the Inspector General issue so these can be referred to the Board Meeting in January.

Chairman Estey called on Mr. Matheussen to introduce another New Business Item. Mr. Matheussen advised that the South Jersey Citizens for Change Committee wished to use the PATCO stations at Lindenwold and Woodcrest for a toy drive. We only learned of this on Monday and due to the timing of the holiday season, we have brought it to the Board without 48 hours notice; therefore, we require the positive vote of six of the eight Commissioners from each delegation.

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

PATCO-10-030 South Jersey Citizens for Change Community Toy Drive

Commissioner Teplitz asked that Mr. Matheussen report on the Citizens Advisory Committee (“CAC”) status. Mr. Matheussen said that we have placed the notice on drpa.org and the media has publicized the opportunity to the community. He asked that Toni Brown add detail. Ms. Brown stated that we are working on a framework for the Committee and have looked at similar government organizations as a model. The Committee would look at transportation issues (Ann DuVall distributed an attachment provided by Ms. Brown and Mr. Matheussen). The Committee will have its own By-Laws with a Chair and Vice Chair. It will have 20 members divided equally between the two states. We are looking for PATCO and DRPA commuters and neighbors. Today is the deadline to apply. We currently have 84 applications, 33 from Pennsylvania and 51 from New Jersey. Staff will evaluate these applications and create a spreadsheet which we will provide to the Audit Committee. CAC members must abide by a Code of Ethics and the Political Contribution Disclosure Policy. If the Audit Committee desires personal interviews with the candidates, that might be arranged. We intend the CAC to meet both in Pennsylvania and New Jersey and, in order to avoid a means test, we would reimburse CAC members for their travel expenses. After Audit Committee approval, the final decision on CAC membership would go to the Board. Commissioner Teplitz noted that this is not a natural Audit Committee item, but the Audit Committee is pleased to assist. Vice Chair Nash thanked Commissioner Teplitz and urged that there must be a way to assure that the CAC will have a voice and vehicle for getting their input to the Board. Mr. Matheussen said that one model would be to give the CAC a non-voting seat on the Board and the ability to report regularly to the Board. He also noted that the CEO would receive interim reports from the CAC if these were tendered, and he would present the reports to the Board. At 10:05 Chairman Estey asked for a Motion to adjourn.

There being no further business, on motion of Chairman Estey the meeting was adjourned.

Respectfully submitted,

Richard L. Brown,
Corporate Secretary

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