

**DELAWARE RIVER PORT AUTHORITY
BOARD MEETING**

**One Port Center
Camden, New Jersey
Wednesday, December 13, 2023**

Pennsylvania Commissioners

Cherelle Parker, Chairwoman of the Board
Auditor General Timothy DeFoor
Keiwana McKinney-Forde
Donna Powell
Gregory Schwab
James Schultz
Robert Ghormoz (via Zoom)
James Snell (via Zoom)

New Jersey Commissioners

Jeffrey Nash, Vice Chairman of the Board
Charles Fentress
Albert Frattali
Sara Lipsett (via Zoom)
Aaron Nelson
Bruce Garganio (via Zoom)
Daniel Christy (via Zoom)
Richard Sweeney (via Zoom)

DRPA/PATCO Staff

John Hanson, Chief Executive Officer
Jalila Parker, Deputy Chief Executive Officer
Raymond J. Santarelli, General Counsel and Corporate Secretary
James White, Chief Financial Officer
Jerry Sahi, Incoming Chief Financial Officer
Toni Brown, Chief Administrative Officer
Michael Venuto, Chief Engineer
John Rink, PATCO General Manager
Robert Hicks, Chief Operating Officer
David Aubrey, Inspector General
Stephen Holden, Deputy General Counsel
Edward Cobbs, Chief of Police
Robert Finnegan, Chief Security and Safety Officer
Tonyelle Cook-Artis, Director, Government Relations
Christopher Jones, Director, Information Services
Mark Ciechon, Director, Finance, PATCO
Darcie DeBeaumont, Director, Finance, DRPA
William Anderson, Manager, Budget Financial Analyst
Ricardo DeOliveira, Bridge Director, WWB/CBB (via Zoom)
Joseph McAroy, Bridge Director, BFB/BRB (via Zoom)
Darlene Callands, Manager Community Relations
Susan Bond, Engineering Program Analyst
Amy Ash, Manager, Contract Administration
Kathleen Vandy, Assistant General Counsel
Tracey Overton, Assistant General Counsel

Brittany Gardner, Assistant General Counsel
Dawn Whiton, Executive Assistant to the CEO
Barbara Wagner, Executive Assistant to the Deputy CEO
Mike Williams, Manager, Corporate Communications
Elizabeth Saylor, Administrative Coordinator to the Corporate Secretary

Others Present

Alexis Franklin, Associate Counsel, New Jersey Governor's Authorities Unit
Christopher Gibson, Esq., Archer & Greiner, P.C. (via Zoom)
Alan Kessler, Esq., Duane Morris, LLP (via Zoom)
Jessica Priselac, Esq., Duane Morris, LLP (via Zoom)
Mustafa Rashed, Board Liaison, Bellevue Strategies LLC (via Zoom)
Eulisis Delgado, Custodian/Equipment, PATCO

OPEN SESSION

Moment of Silence and Pledge of Allegiance

Chairwoman Parker requested that everyone rise, observe a moment of silence, and recite the Pledge of Allegiance. Chairwoman Parker called the meeting to order at 9:11 a.m. and asked that the Corporate Secretary call the roll.

Roll Call

The following were present, constituting a quorum: Chairwoman Parker, Vice Chairman Nash, and Auditor General DeFoor, Commissioners Frattali, Lipsett, Ghormoz, Fentress, McKinney-Forde, Garganio, Christy, Snell, Schultz, Powell, Nelson, Schwab, and Sweeney.

Public Comment

Eulisis Delgado congratulated Chairwoman/Mayor Elect Parker on her victory for being elected Philadelphia Mayor. He continued by thanking Chief Cobbs and his police department for their continued good work.

Report of the Chief Executive Officer

Chief Executive Officer Hanson stated that his Report stood as previously submitted. CEO Hanson stated that on behalf of the staff he wanted to thank all of the Commissioners and Chairwoman Parker and Vice Chairman Nash for their support, hard work, and expertise throughout the year. He noted that the Board has several important Resolutions that bear on the Authority's ability to care for its bridges and rail line: "That is our stewardship mission and we thank you for being able to continue this mission."

There were no comments on the CEO's report. Commissioner Frattali moved to approve the CEO's Report and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Report of the Chief Financial Officer

Chief Financial Officer White stated that his Report stood as previously submitted. He gave a brief overview of the operating and capital budget. He thanked staff and CEO Hanson for their hard work. There were no questions or comments from the Commissioners.

Approval of the November 15, 2023 DRPA Board Meeting Minutes

Chairwoman Parker stated that the November 15, 2023 DRPA Board Meeting Minutes were previously provided to all Commissioners and the Governors of New Jersey and Pennsylvania. There were no comments or corrections to the Minutes. Commissioner Nelson moved to approve the Minutes and Commissioner Snell seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

2023 Third Quarter Financial Statements and Footnotes

Chairwoman Parker stated that the 2023 Third Quarter Financial Statements and Footnotes were previously provided to all Commissioners. There were no questions or comments. Commissioner Garganio moved to receive and file the 2023 Third Quarter Financial Statements and Footnotes and Commissioner Schultz seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Receipt and Filing of the List of Previously Approved Purchase Orders and Contracts covering the Month of November 2023

Chairwoman Parker stated that the List of Previously Approved Purchase Orders and Contracts covering the month of November 2023 was previously provided to all Commissioners. There were no questions or comments. Commissioner Frattali moved to receive and file the List and Commissioner Schwab seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried.

Approval of Operations & Maintenance Committee Meeting Minutes of November 28, 2023

Chairwoman Parker stated that the Minutes of the November 28, 2023 Operations & Maintenance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Frattali 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 November 28, 2023

Chairwoman Parker stated that there were two (2) Resolutions from the November 28, 2023 Operations & Maintenance Committee Meeting for consideration:

**DRPA-23-113 Construction Monitoring Services for Contract No.
PATCO-79-2022, Station Roofs and HVAC Replacement**

Chief Engineer Michael Venuto presented the Summary Statement and Resolution seeking Board authorization for staff to negotiate an agreement with Michael Baker International, Inc. to provide full-time, on-site construction inspection and monitoring services for Contract No. PATCO-79-2022, Station Roofs and HVAC Replacement Project, in an amount not to exceed \$1,571,400.00. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner McKinney-Forde moved to adopt the Resolution and Commissioner Schultz seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-114

Design Services for Benjamin Franklin Bridge and Walt Whitman Bridge Fender and Pier Rehabilitation

Chief Engineer Michael Venuto presented the Summary Statement and Resolution seeking Board authorization for staff to negotiate an agreement with Pennoni Associates Inc. to provide Design Services for the Benjamin Franklin Bridge and Walt Whitman Bridge Fender and Pier Rehabilitation Project, in an amount not to exceed \$4,660,200.00. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Frattali moved to adopt the Resolution and Commissioner Schultz seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

Approval of Labor Committee Meeting Minutes of November 28, 2023

Chairwoman Parker stated that the Minutes of the November 28, 2023 Labor Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Sweeney moved to approve the Minutes and Commissioner Fentress 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 Labor Committee on November 28, 2023

Chairwoman Parker stated that there were five (5) Resolutions from the November 28, 2023 Labor Committee Meeting for consideration:

DRPA-23-115

Addition of Chief Security/Safety Officer Position to the Excepted List

Chief Administrative Officer Brown presented the Summary Statement and Resolution seeking Board authorization of the addition of the Chief Security/Safety Officer position to the Excepted List as set forth in Authority Policy #112, "Excepted List". Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner McKinney-Forde moved to adopt the Resolution and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-116

2024 Outside Employment Requests for Approval

Chief Administrative Officer Brown presented the Summary Statement and Resolution seeking Board approval of CY 2024 requests for outside employment submitted by director level or above employees where such does not pose a conflict with their employment at the DRPA/PATCO. The following employees requested authorization for outside employment: Michael Venuto, Chief Engineer; William Shanahan, Director, Homeland Security & Emergency Management; Rohan Hepkins, PATCO Assistant General Manager; Stephen Holden, Deputy General Counsel; Ed Cobbs, Jr., Police Chief, Public Safety; and Robert J. Finnegan, Chief Security/Safety Officer. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Fentress moved to adopt the Resolution and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-117**Employee Access to DRPA/PATCO Property**

Chief Executive Officer Hanson presented the Summary Statement and Resolution seeking the Board's partial repeal of DRPA-10-057. As currently stated, Resolution 10-057 precludes all programs under which Commissioners, Officers, employees, and retirees of the Authority receive free bridge passage and free PATCO rides. The partial repeal of Resolution 10-057 will permit free passage across DRPA bridges and on PATCO trains for all employees to commute back and forth to work only. CEO Hanson noted that this will help Authority to recruit and retain employees. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Powell moved to adopt the Resolution and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-118**Revising the Authority's Policy on the Employment of Relatives, Series No. 163**

General Counsel Santarelli presented the Summary Statement and Resolution seeking Board authorization for staff to prepare and implement a revision to the Authority's policy on Employment of Relatives, Series No. 163. The Resolution authorizes revision to current policy and would permit DRPA and PATCO to hire applicants that are related to current DRPA and PATCO employees, provided that such employees hold positions up to and including the director level; the revised policy would still preclude the hiring of persons related to then current DRPA and PATCO Commissioners, Officers, and Division Chiefs. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Fentress moved to adopt the Resolution and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-119**Amendment to Collective Bargaining Agreements between Delaware River Port Authority and International Union of Operating Engineers Local 542, International Brotherhood of Electrical Workers Local 351, and Fraternal Order of Police Penn Jersey Lodge 30**

Chief Executive Officer Hanson presented the Summary Statement and Resolution seeking Board authorization for staff to negotiate, execute and implement an appropriate amendment to the Collective Bargaining Agreements between DRPA and each of the following: International Brotherhood of Operating Engineers Local 542, International Brotherhood of Electrical Workers Local 351, and Fraternal Order of Police Penn Jersey Lodge 30. The amendment would provide for an additional, across-the-board base hourly wage increase in the amount of 0.5% for Calendar Year 2024 for each of the bargaining units. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Auditor General DeFoor moved to adopt the Resolution and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

Approval of Finance Committee Meeting Minutes of November 28, 2023

Chairwoman Parker stated that the Minutes of the November 28, 2023 Finance Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Commissioner Nelson 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 Finance Committee on November 28, 2023

Chairwoman Parker stated that there were eight (8) Resolutions from the November 28, 2023 Finance Committee Meeting for consideration:

DRPA-23-89a Renewal of DRPA/PATCO Commercial General Liability Policy

Chief Administrative Officer Brown presented the Summary Statement and Resolution seeking Board approval to bind the renewal of the Authority’s Commercial Liability insurance policy. On October 18, 2023, the Authority adopted resolution DRPA-23-089 authorizing staff to bind the renewal of the Commercial General Liability insurance policy. Incumbent Lexington Insurance Company offered a non-binding renewal indication for a 12-month policy from December 31, 2023 to December 31, 2024, at the estimated premium indication range of \$152,700.00 to \$158,370.00, (including TRIPRA). The final firm quote from Lexington is \$158,000.00, plus the premium charge of \$1,565.00 for the Terrorism Risk Insurance Program Reauthorization Act (TRIPRA), making the amended total estimated annual premium \$159,565.00, an increase of \$1,195.00, net of commission. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Schultz moved to adopt the Resolution and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-120 SilkRoad HR Application Tracking, Onboarding Platform Renewals and Purchasing of SilkRoad Performance Review Platform

Chief Administrative Officer Brown presented the Summary Statement and Resolution seeking Board approval to renew the Authority’s contract with SilkRoad to continue using its proprietary online applicant tracking system and onboarding platforms and to replace the current performance evaluation tool with SilkRoad’s tool, Agile. The contract will be for a total of three (3) years, for a not-to-exceed total of \$137,533.80. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Fentress moved to adopt the Resolution and Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-121 Contract of Office Supplies for DRPA and PATCO

Contracts Manager Ash presented the Summary Statement and Resolution seeking Board approval to negotiate an agreement with W.B. Mason Co. Inc. for the provision of office supplies for DRPA and PATCO. The agreement will be for a term of two (2) years, with the option to extend, at the

sole discretion of the Authority, for an additional one (1) year. The initial two-year term would be for an amount not-to-exceed \$150,000.00 and the one-year option term would be for a not-to-exceed amount of \$75,000.00. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Vice Chairman Nash moved to adopt the Resolution and Commissioner Fentress seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-122 2024 DRPA Capital Budget

Chief Financial Officer White presented the Summary Statement and Resolution seeking Board approval and adoption of the proposed DRPA Capital Budget for the fiscal year 2024 in a proposed amount of \$156,965,000.00. CFO White noted his support of the Capital Budget process, the affordability of the proposed Capital Budget, and complimented Chief Engineer Venuto, and the staff from Engineering, DRPA and PATCO for their work in crafting the Capital Budget. Chief Engineer Venuto provided an overview of the budget process, current expenditures, existing projects, future projects in the overall Capital Budget and Plan, and estimated expenditures. DRPA's share of the 2024 Capital Budget is proposed at \$156,965,000.00 and grant funding is estimated to be an additional \$31,121,000.00. The 2024 Capital Budget adds 23 new Capital Budget projects to the Authority's 5-year Capital Plan. The 5-year Capital Plan cost is projected to be \$794,175,000.00. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner McKinney-Forde moved to adopt the Resolution and Commissioner Sweeney seconded the motion. All Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-123 2024 DRPA Operating Budget

Chief Financial Officer White presented the Summary Statement and Resolution seeking Board approval and adoption of the proposed DRPA Operating Budget for the fiscal year 2024 consistent with anticipated revenues and as required by the 1998 Bond Indenture, in a proposed amount of \$121,952,941.00. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Frattali moved to adopt the Resolution and Commissioner Sweeney seconded the motion. Commissioner Fentress abstained from the vote. All other Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-124 Resolution in accordance with Sections 5.15 and 5.09 of the 1998 Indenture of Trust dated as of July 1, 1998 with TD Bank, N.A. as Trustee, to adopt an Annual Budget of the Delaware River Port Authority for the 2024 Fiscal Year

Chief Financial Officer White presented the Summary Statement and Resolution seeking Board adoption of the Annual Budget of the DRPA for the 2024 Fiscal Year, in accordance with Sections 5.15 and 5.09 of the 1998 Indenture of Trust dated as of July 1, 1998 with TD Bank, N.A. as Trustee. Chairwoman Parker inquired whether the Commissioners had any questions for staff

concerning the Resolution. There were no questions. Commissioner Nelson moved to adopt the Resolution and Commissioner Snell seconded the motion. Commissioner Fentress abstained from the vote. All other Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-125 Resolution in accordance with Section 5.07 of the 2022 Port District Project Refunding Bonds Indenture dated December 2022 with TD Bank, N.A. as Trustee, to adopt an Annual Budget of the Delaware River Port Authority for the 2024 Fiscal Year

Chief Financial Officer White presented the Summary Statement and Resolution seeking Board adoption of the Annual Budget of the DRPA for the 2024 Fiscal Year, in accordance with Section 5.07 of the 2022 Port District Project Refunding Bonds Indenture dated December 1, 2022 with TD Bank, N.A. as Trustee. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Garganio moved to adopt the Resolution and Commissioner McKinney-Forde seconded the motion. Commissioner Fentress abstained from the vote. All other Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

DRPA-23-126 Authorization to Defer Effective Date of Biennial CPI-Based Toll Increase to April 1, 2024

Chief Financial Officer White presented the Summary Statement and Resolution seeking Board that the Board authorize and direct that the Consumer Price Index-based biennial toll increase approved by DRPA Resolution 08-064, as amended by DRPA Resolutions-09-096, DRPA Resolution-14-147, DRPA Resolution-17-002, DRPA Resolution-18-131, DRPA Resolution-20-133, DRPA Resolution-21-120 and DRPA Resolution 22-127 be deferred from January 1, 2024 to April 1, 2024. Chairwoman Parker inquired whether the Commissioners had any questions for staff concerning the Resolution. There were no questions. Commissioner Fentress moved to adopt the Resolution and Commissioner Schultz seconded the motion. All other Commissioners in attendance voted in the affirmative. The motion carried and the Board adopted the Resolution.

Approval of Audit Committee Meeting Minutes of November 29, 2023

Chairwoman Parker stated that the Minutes of the November 29, 2023 Audit Committee Meeting were previously provided to all Commissioners. There were no comments or corrections. Auditor General DeFoor moved to approve the Minutes and Commissioner Nelson seconded the motion. All Commissioners in attendance voted in the affirmative to approve the Minutes as submitted. The motion carried.

Citizens' Advisory Committee Report

Corporate Secretary Raymond Santarelli stated there was no Citizens' Advisory Committee report this month.

Unfinished Business

Chairwoman Parker stated there were no Unfinished Business items.

New Business

Chairwoman Parker stated there were no New Business items.

The DRPA Board Meeting was held in abeyance at 10:13 a.m.

Adjournment

With no further business, Chairwoman Parker proposed an adjournment of the Meeting. Commissioner Fentress moved to adjourn. Commissioner Frattali seconded the motion. All Commissioners in attendance voted in the affirmative. The Meeting adjourned at 10:36 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Raymond J. Santarelli". The signature is written in a cursive, flowing style.

Raymond J. Santarelli, Esquire
General Counsel and Corporate Secretary