



SOUTH JERSEY PORT CORPORATION
OFFICIAL BOARD OF DIRECTORS MEETING MINUTES
BROADWAY TERMINAL
CAMDEN, NEW JERSEY
August 25, 2015
12:30 p.m.

Directors Present:	Richard Alaimo	Chairman
	Chad Bruner	Director ☎
	Christopher Chianese	State Treas. Designee
	Robert DeAngelo	Director
	Joseph Maressa, Jr.	Director ☎
	Eric Martins	Director
	Craig Remington	Director
	Sheila Roberts	Director
	Carl Styles	Director
Directors Absent:	Jonathan Gershen	Director
In Attendance:	Christopher Howard	Governor's Authorities Unit
	Raymond Zane, Esq.	Gen. Counsel – Zane & Lozuke
	Kevin Castagnola	Executive Director & CEO
	Jay Jones	Dep. Exec. Dir. / Board Secretary
	Bruno Cellucci	Treasurer
	George Englehardt	Facilities Engineer
	Neil Grossman	Financial Advisor - GBA
	Dennis Culnan	Marketing Consultant – PS&AC
	Dennis Culnan, Jr.	Marketing Consultant – PS&AC
	Darryl Eng	AECOM
	Phil Girandola	AECOM
	Mario Christina	Glouc.Cty. Improvement Authority
	Lisa Kline	Holt Logistics
	George Sowa	Brandywine Realty Trust
	Jeffrey Tarnoff	Standard Merchandising

☎- indicates teleconference
*An attached sign-in list may
contain other attendees.*

The Chairman opened the meeting at 12:30 p.m. with the following statement:

Pursuant to the provisions of the Open Public Meetings Act, Chapter 231, Public laws of 1975, adequate notice of this meeting has been provided. On January 5, 2015 the Secretary of the Corporation sent a legal notice with a schedule of Regular Meetings to be held by the South Jersey Port Corporation's Board of Directors, during the calendar year 2015, indicating the time and place to the following newspapers: Courier-Post, Gloucester County Times and the Burlington County Times.

In addition, the meeting was posted at the Port Corporation's designated the Bulletin Board at its main entrance of the Broadway Terminal, its official place for posting and maintaining a schedule of the monthly Board of Director's Meetings for 2015. The meeting schedule was also placed of the Port Corporation's website at www.southjerseyport.com.

Roll call was taken and recorded. [PLEDGE OF ALLEGIANCE RECITED](#).

[PRESENTATION OF REGULAR MEETING MINUTES - July 28, 2015](#)

The minutes for the South Jersey Port Corporation Board of Directors held on July 28, 2015 were presented for approval.

A motion was made to approve the July 28, 2015 Board of Directors Regular Meeting Minutes as presented.

Moved by: C. Remington
Seconded by: C. Styles

Voting for motion: All
Voting against motion: None
Abstaining: C. Chianese
E. Martins

[PRESENTATION OF CLOSED MEETING MINUTES – July 28, 2015](#)

The minutes for the South Jersey Port Corporation Board of Directors closed meeting session held on July 28, 2015 were presented for approval.

A motion was made to approve the July 28, 2015 Board of Directors Closed meeting minutes as presented with the condition that any matters contained in the closed session minutes may be withheld and not disclosed to the public until the need for the closed session has passed.

Moved by: C. Remington
Seconded by: C. Styles

Voting for motion: All
Voting against motion: None
Abstaining: C. Chianese
E. Martins

OPERATING BILLS

The Operating Unpaid Bill list for the period 7/16/2015 to 8/12/2015 was presented for approval.

A motion was made to adopt Resolution 2015-8-0068 for the approval of the Operating Unpaid Bill list for the period 7/16/2015 to 8/12/2015.

Moved by: C. Styles
Seconded by: C. Chianese
Voting for motion: All
Voting against motion: None

ADVANCE PAYMENT LIST

The Advance Payment Bill List for the period 7/16/2015 to 8/12/2015 was presented for approval. The Audit Committee presented an expense report for the Executive Director in the amount of \$410.26.

A motion was made to adopt Resolution 2015-76-0069 for the approval of the Advance Payment Bills for the period 7/16/2015 to 8/12/2015 and the Expense Report in the amount of \$410.26.

Moved by: R. DeAngelo
Seconded by: J. Maressa, Jr.
Voting for motion: All
Voting against motion: None

CREDIT LIST

The Credit List for the period ended August 25, 2015, containing one (1) credits for a total amount of \$2,389.96 was presented for approval.

A motion was made to adopt Resolution 2015-8-0070 for the approval of the Credit List for the period ended August 25, 2015 in the amount of \$2,389.96.

Moved by: C. Chianese
Seconded by: C. Styles
Voting for motion: All
Voting against motion: None

CONSTRUCTION FUND REQUISITIONS

Staff presented three (3) construction fund requisitions for the period ending August 25, 2015 for a total amount of \$5,060,208.89

A motion was made to adopt Resolution 2015-8-0071 for the approval of the Construction Fund Requisitions totaling \$5,060,208.89 as presented.

Moved by: C. Remington
Seconded by: C. Styles

Voting for motion: All
Voting against motion: None

TREASURER'S REPORT

The Treasurer, Mr. Bruno Cellucci, presented the Treasurer's Report. He presented the report for the period ending July 31, 2015. He reported that the net income before interest, depreciation and amortization totaling \$143,856 versus the budgeted amount of \$240,207. This is a deviation is \$96,351 below budget. For the year-to-date, net income before interest, depreciation and amortization is \$2,474,632. This is \$793,186 better than budget. The interest on investments and the accounts receivables reports were also presented.

A motion was made to accept the Treasurer's Report as presented.

Moved by: E. Martins
Seconded by: C. Remington

Voting for motion: All
Voting against motion: None

COUNSEL'S REPORT

The Counsel's Report will be discussed in closed session.

EXECUTIVE DIRECTOR'S REPORT

The Executive Director reported on port activity through July 2015. Cargo tonnage for July 2015 is 12% less than July 2014 at 172,762 s/tons. Total tonnage for the year-to-date through July 2015 is 1,569,971 s/tons. Cargo tonnage is 12% ahead of 2014 on the year. Import steel cargo tonnage remains on pace to break last year's record mark. For YTD, steel tonnage is ahead of 2014 by 24%. Bulk is performing as anticipated, advancing considerably during June compared to 2014.

The Executive Director reported the Broadway Terminal new main gate is open and the marine Terminal restricted and secures areas recast with USCG approval as a result of the Holtec development. Holt, the tenant in Pier 5 Broadway, now has their own gate as well.

The Executive Director reported the new website has been launched and additional features and content will be added in the near term. The site does offer a link to the Earthcam camera at the Paulsboro Marine Terminal construction and a Ship Tracker feature that allows visitors to track and see ships at our facilities and on the Delaware River through the AIS system.

SJPC staff participated in the Southern NJ Development Council Day on the Delaware event on August 7th, which provided an opportunity to showcase the SJPC's marine terminals. Additionally, we are making the preparations to participate as an exhibitor at the Breakbulk Americas Conference in Houston, TX in October.

A motion was made to accept the Executive Director's Report as presented.

Moved by: C. Remington
Seconded by: C. Chianese

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0072: AUTHORIZATION TO WRITE OFF ACCOUNTS RECEIVABLE ACCOUNT – MCCORRY & COMPANY

Staff presented a recommendation to write off an uncollectible account. Our current analysis has identified McCorry & Co. in the amount of \$21,246.51, dating back to 2005, as uncollectible. All collection efforts have been exhausted and the statute of limitations has passed. SJPC is sufficiently reserved to absorb the entry and there will be no impact on current income.

A motion was made to approve Resolution 2015-8-0072 to authorize staff to write off the accounts receivable account for McCorry and Company in the amount of \$21,246.51.

Moved by: C. Chianese
Seconded by: C. Styles

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0073: D&M TRANSPORTATION LEASE RENEWAL

Staff presented a request from D&M Transportation Services, Inc. to renew their lease for 5 years for their existing leasehold at the Broadway Terminal. D&M is an owner-operator trucking company who provides LTL Trucking, Flatbeds, Stepdecks, Machinery Rigging, Oversize, Short & Long Haul, Heavy Haul, General Freight, Power Only, Specialized, Drayage, Intermodal, Door to Door, Warehousing and Logistics services. D&M also provides TWIC Escorting services for the Balzano and Broadway Terminals.

The existing 5 year lease will expire on September 30, 2015. D&M occupies 1628 Sq.' (I & P-4 Bldgs.) with a monthly and annual income of \$1,199.00 and \$14,388.00 respectively. The rate of \$8.84/ Sq' will be applied to the new lease and CPI increases are currently included for annual review and warrantable rate escalation.

A motion was made to approve Resolution 2015-8-0073 approve the lease renewal with D&M Transportation for a term of 5 years and a rate of \$8.84 per sq/ft. and an annual CPI.

Moved by: C. Chianese
Seconded by: C. Styles

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0074: AWARD OF CIVIL ENGINEERING SERVICES FOR “J” BUILDING ROOF PROJECT

Staff requested quotations from the pre-qualified list of Civil Engineers to provide services for the “J” Building roof project. A pre-quotation meeting and site visit was held on Tuesday,

August 11, 2015. Five (5) engineering firms out of the twenty one (21) pre-qualified civil engineering firms were in attendance.

Quotations were due on Friday, August 14, 2015 at 12:00 noon. Five (5) engineering quotations were received. A tabulated list of the quotation results is below with T&M identified as the lowest quotation.

Firm	Ph #1 / Visits	Ph #2 / Visits	Ph #3 / Visits	Total / Visits
T&M	\$4,892 / 2	\$5,679 / 2	\$6,552 / 6	\$17,123 / 10
KSE	\$2,640 / 1	\$10,400 / 2	\$9,840 / 6	\$22,880 / 9
Pennoni	\$4,666 / 2	\$11,166 / 3	\$7,643 / 6	\$23,745 / 11
HMM	\$6,500 / 2	\$11,400 / 2	\$8,000 / 6	\$25,900 / 10
LSEA	\$1,500 / 1	\$18,525 / 3	\$6,250 / 10	\$26,275 / 13

A motion was made to approve Resolution 2015-8-0074 to award the engineering services of the “J” Building Roof Project to T&M Associates in the amount of \$17,123.

Moved by: R. DeAngelo
Seconded by: S. Roberts

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0075 and RESOLUTION 2015-8-0080: AUTHORIZING USE OF BOND PROCEEDS AND AWARD OF “H2” BUILDING ROOF REPLACEMENT PROJECT

Pursuant to the Board’s authorization, staff worked with Pennoni Engineering to prepare the specifications and bid documents for the Request for Proposals for the “H2” Roof Replacement Project. Ten (10) contractors attended the Pre-Bid meeting held on Thursday, August 18, 2015. Eight (8) contractors paid for Bid package plans and specs. The remaining two contractors stated they would return with payment for receipt of plans and specs. Additionally, two manufacturer representatives, Carlisle and Stellwagon, were also in attendance, along with Pennoni Engineering.

The following bids were received on August 20, 2015 at 10:00 a.m.:

BIDDER	AMOUNT	COMBINED TOTAL
McMullen Roofing, Inc. Philadelphia, PA	\$338,560.00 Alt. 1 - \$3,185.00 Alt. 2 - \$65,287.06	\$407,032.06
D.A. Nolt, Inc. Berlin, NJ	\$429,263.00 Alt. 1 - \$7,800.00 Alt. 2 - \$60,406.00	\$497,469.00
Mike Kobithen Roofing & Installation Churchville, NJ	\$491,146.00 Alt. 1 - \$19,500.00 Alt. 2 - \$78,564.00	\$589,210.00

Union Roofing Philadelphia, PA	\$496,000.00 Alt. 1 - \$5,200.00 Alt. 2 - \$70,200.00	\$571,400.00
Jottan, Inc. Florence, NJ	\$515,137.00 Alt. 1 - \$5,525.00 Alt. 2 - \$90,350.00	\$611,012.00
Noble Roofing & Sheetmetal, Inc. Richboro, PA	\$539,745.00 Alt. 1 - \$13,000.00 Alt. 2 - \$75,000.00	\$627,745.00
Winchester Roof Corporation Turnersville, NJ	\$592,053.00 Alt. 1 - \$5,200.00 Alt. 2 - 5,000.00	\$602,253.00

Pennoni and staff reviewed the bids and the recommendation is to award the project to McMullen Roofing in the amount of \$338,560 as the base price and the two alternates in the amount of \$3,185 and \$65,287.06. Alternate 2 will only be exercised based on a pending DCA determination. Funding for the project is available in the 2009 Bond Series O-3 Bonds for the project titled Skylights. Staff and SJPC’s Financial Advisor have prepared the necessary Bond Resolution to provide for the substitution of the capital projects from the Skylights Project to the H2 Building Roof Replacement Project to fund the project.

A motion was made to approve Resolution 2015-8-0080 to authorize the use of 2009 Bond Series O-3 Bonds in the amount of \$437,000 to substitute the “H2” Building Roof Replacement Project with the Skylight project.

Moved by: C. Chianese
Seconded by: R. DeAngelo

Voting for motion: All
Voting against motion: None

A motion was made to approve Resolution 2015-8-0075 to award the “H2” Building Roof Project to McMullen Roofing at a base price of \$338,560 and either one of the two alternates in the amount of \$3,185 and \$65,287.06 pursuant to NJDCA requirements.

Moved by: C. Chianese
Seconded by: R. DeAngelo

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0076: HOLTEC PILOT AGREEMENT

Staff presented a PILOT agreement between Holtec International and the County of Camden. The agreement requires SJPC to acknowledge ownership of the leasehold property for Holtec International. General Counsel has reviewed the agreement.

A motion was made to approve Resolution 2015-8-0076 authorizing the execution of the Holtec PILOT Agreement to acknowledge SJPC's ownership of the property.

Moved by: C. Remington
Seconded by: J. Maressa, Jr.

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0077: CAMDEN COUNTY RIGHT-OF-WAY

Staff is presented a Right-of-Way Agreement with the County of Camden pursuant to the Holtec development at the Broadway Terminal and the plan to re-route a portion of the Broadway roadway. General Counsel has reviewed the agreement.

A motion was made to approve Resolution 2015-8-0077 authorizing execution of the Camden County Right-Of-Way Agreement.

Moved by: R. DeAngelo
Seconded by: C. Chianese

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0078: TRANSCONTINENTAL PIPELINE COMPANY RIGHT-OF-WAY AGREEMENT

Staff presented a Right-of-Way Agreement with the Transcontinental Pipe Line Company, LLC., pursuant to the Holtec development at the Broadway Terminal. The agreement permits the existing pipe line to be re-routed in conjunction with the Holtec development and the re-route of the Broadway roadway. General Counsel has reviewed the agreement.

A motion was made to approve Resolution 2015-8-0078 authorizing execution of the Transcontinental Pipeline Company Right-Of-Way Agreement.

Moved by: C. Styles
Seconded by: S. Roberts

Voting for motion: All
Voting against motion: None

RESOLUTION 2015-8-0079: PSE&G RIGHT-OF-WAY AGREEMENT

Staff presented a Right-of-Way Agreement with the PSE&G, pursuant to the Holtec development at the Broadway Terminal. The agreement permits the existing pipe line to be re-routed in conjunction with the Holtec development and the re-route of the Broadway roadway. General Counsel has reviewed the agreement.

A motion was made to approve Resolution 2015-8-0079 authorizing execution of the PSE&G Right-Of-Way Agreement.

Moved by:	C. Remington
Seconded by:	E. Martins
Voting for motion:	All
Voting against motion:	None

INFORMATION ITEMS:

MARKETING REPORT - PHOENIX STRATEGIES / ARTLIP COMMUNICATIONS

Mr. Dennis Culnan, Jr., presented the Marketing Report. He reported that the new edition of the Port-O-Call is completed and has been distributed. Work is beginning on the next edition. He reported on the work to complete the 2014 Annual Report and we are in final draft of the report. They are assisting Mr. Jones with the website development and updates of marketing materials for the upcoming Breakbulk Conference.

The report was received and filed.

PORT SECURITY UPDATE

The security update is prepared by Mr. Jay Jones.

FIVE YEAR FACILITY SECURITY PLAN: SJPC requested and was granted a six month extension to June 2015 to submit a new, five-year, Facility Security Plan by the U.S. Coast Guard Sector Delaware Bay COTP. On May 13, 2015, SJPC's FSO submitted to the U.S. Coast Guard Sector Delaware Bay the five-year Facility Security Plan which includes a previously submitted amendment, as well as a new Threat Assessment Report. The USCG provided a sixty day extension for the current FSP to provide them with sufficient time to complete the review.

On August 13, 2015, an email notification was received from the USCG that they have completed two reviews of the FSP and will be issuing a letter to identify requested revisions to be implemented and re-submitted within 30 days.

CURRENT FACILITY SECURITY PLAN AMENDMENTS: On July 8, 2015, SJPC submitted amendments to the current Facility Security Plan for the changes at the Broadway Terminal that include the relocation of the main gate and the re-alignment of the restricted area. On July 23, 2015, we received the approval for both the Balzano Terminal and the Broadway Terminal amendments that address the Camden Iron & Metal leasehold at the Balzano Terminal and the Holtec impacts to the overall facility and main gate for the Broadway Terminal.

On Sunday, August 17, 2015, the new main gate and the truck operations and guard locker room were put into service. We have deployed a new Physical Access Control System (PACS) at the new gate and will be working on extending the system to the Balzano Terminal over the next two months. Further evaluation is ongoing to convert the PACS to read TWIC cards.

DHS COMPUTER BASED ASSESSMENT TOOL: The Department of Homeland Security will be onsite to perform a Computer Based Assessment Tool (CBAT) to be conducted on August 18, 2015.

CBAT is a data collection and presentation medium designed to support critical infrastructure security, special event planning, and response operations. CBAT imagery captures provide immersive video, geospatial, and hypermedia data of critical facilities, surrounding areas, transportation routes, etc. and integrate assessment data from the Enhanced Critical Infrastructure Protection security surveys, Site Assistance Visits, and other relevant materials. The data is used to support the Regional Resiliency Assessment Program.

The CBAT team consists of collection and production specialists who conduct CBAT imagery captures. During a CBAT imagery capture, the CBAT team considers two viewpoints: hostile target and civil response. For the hostile target viewpoint, in which a facility/building is viewed as a tactical objective, the team collects multimedia data to document approach and exit routes, use of lighting, visible and hidden entrances, loading docks, and parking garages. In considering the civil response viewpoint, the team collects data on obstructions/restrictions that would affect the approach of emergency response vehicles and equipment to the site, and street/parking accessibility in proximity to building access points. Additional collected data include significant area assets such as exterior and interior critical support equipment (water valves, electrical shut-off panels, back-up generators, etc.), personnel emergency marshaling points, and control centers. The assessment will be kept confidential.

CAMDEN CORPORATE WATCH: SJPC will host the September meeting of the Camden Corporate Watch on September 9, 2015. The Camden Corporation Watch is an organization of various police, public safety and security agencies. These agencies are united and contribute to the safety and security of the City of Camden.

USCG SECTOR DELAWARE BAY AREA MARITIME SECURITY COMMITTEE: Mr. Jones attended the USCG Sector Delaware Bay Area Maritime Security Committee on Friday, August 21, 2015. The meeting agenda was comprised of New Jersey, Pennsylvania and Delaware reports, subcommittee reports for the MDA Working Group, Port Security Grant Working Group, Port Readiness Sub-committee, and the Cyber Security Sub-committee. The Intel and Security Briefings included Port Intel, Facility Security, and Vessel Security.

A discussion regarding cyber security included the recent hack into a federal government database of 24-30 million names for people who have been vetted for various government clearances. The breach shows that even with advance applications, hardware and policies, it typically comes down to people exposing networks by clicking on links and opening attachments that they do not know the source, as well as sharing information.

The main presentation was on the USCG's role in supporting the Papal Visit. USCG will be managing four security zones during the visit from September 25-28. They expect 2 million people to arriving for the event(s) and anticipate 100,000 visitors will be walking into the city across the Ben Franklin Bridge from Camden alone. As such, there will be various closures to river traffic, bridges and roadways during the visit.

The report was received and filed.

PAULSBORO MARINE TERMINAL PROJECT UPDATE

The Monthly PMT Project Report for July 2015 was presented. Mr. Daryl Eng with AECOM provided additional updates on the Paulsboro Marine Terminal project and provided a PowerPoint containing photos highlighting the current construction activities.

He reported that they have completed installing 494 piles for the wharf construction. Mr. Eng briefly discussed that pile repairs are ongoing to those piles found with cracks during first season of pile driving and they are more than 50% completed on the repairs and ahead of schedule for the repairs. The contractor's schedule for the overall wharf construction shows them to be completed a month and a half three past the completion date of February 8, 2016. The Board recommended that the GCIA put the contractor on notice about the schedule. Mr. Eng also reported on the rail loop construction activity that includes fill and gravel, utilities and surfacing, in addition to the installation of the rail track.

The report was received and filed.

ANNUAL MANDATORY ETHICS TRAINING

The New Jersey State Ethics Commission (SEC) has requested to perform in-person training for SJPC Board members to satisfy the annual mandatory training requirement under E.O. 41. The SEC has schedule training prior to the Tuesday, September 29, 2015 SJPC Board of Directors meeting at 11:00 a.m. at the SJPC boardroom. The training will be provided in coordination with and oversight by the Governor's Authorities Unit. Notification and a reminder will be sent the Board prior to the schedule training.

PUBLIC COMMENTS

The Chairman asked if there were any public comments. Hearing none, he asked for a motion to adjourn the regular session meeting and enter closed session.

A motion was made to adjourn the Regular Open Meeting.

Moved by:	C. Styles
Seconded by:	S. Roberts
Voting for motion:	All
Voting against motion:	None

At 1:10 p.m. the regular open session was adjourned.

I certify that this is a true copy of the Minutes of the South Jersey Port Corporation's Regular Open Session of the Board of Director's Meeting held Tuesday, August 25, 2015.

Jay Jones, Board Secretary

Following Closed Session, at 1:51 p.m. the Chairman reopened the regular session meeting and asked if there was any additional business. Hearing none, he asked for a motion to adjourn the meeting.

A motion was made to adjourn the Regular Open Meeting.

Moved by:	C. Remington
Seconded by:	C. Styles
Voting for motion:	All
Voting against motion:	None

I certify that this is a true copy of the Minutes of the South Jersey Port Corporation's Regular Open Session of the Board of Director's Meeting held Tuesday, August 25, 2015.

Jay Jones, Board Secretary