



SOUTH JERSEY PORT CORPORATION
OFFICIAL BOARD OF DIRECTORS MEETING MINUTES
BROADWAY TERMINAL
CAMDEN, NEW JERSEY
September 29, 2014
12:30 p.m.

Directors Present:	Richard Alaimo	Chairman
	Chad Bruner	Director ☎
	Robert DeAngelo	Director
	Joseph Maressa, Jr.	Director ☎
	Eric Martins	Director
	Sheila Roberts	Director
	Carl Styles	Director
	Robert Tighue	State Treas. Designee
Directors Absent:	Jonathan Gershen	Director
	Craig Remington	Director
	Carl Styles	Director
In Attendance:	Peter Simon	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
	Hank D'Andrea	Facilities Engineer
	Dennis Culnan	Marketing Consultant – PS&AC
	Dennis Culnan, Jr.	Marketing Consultant – PS&AC
	Linda Artlip	Marketing Consultant – PS&AC
	Neil Grossman	Financial Advisor
	Tom Nolan	Conner Strong Buckelew
	Mike Baker	Conner Strong Buckelew
Carol Comengo	Courier-Post Newspaper	

☎- indicates teleconference
An attached sign-in list may list 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 September 8, 2014 the Secretary of the Corporation sent a legal notice of the rescheduled of date of the September regular session meeting to be held by the South Jersey Port Corporation's Board of Directors, indicating the time and place to the following newspapers:

- ❑ **Courier-Post**
- ❑ **Gloucester County Times**
- ❑ **Burlington County Times**

In addition, the meeting notice 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 2014. The meeting date change notice 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 - August 26, 2014](#)

The minutes for the South Jersey Port Corporation Board of Directors regular session meeting held on August 26, 2014 were presented for approval.

A motion was made to approve the August 26, 2014 Board of Directors Regular Meeting Minutes as presented.

Moved by:	E. Martins
Seconded by:	S. Roberts
Voting for motion:	All
Voting against motion:	None
Abstaining:	Chairman Alaimo

[PRESENTATION OF CLOSED MEETING MINUTES – August 26, 2014](#)

The minutes for the South Jersey Port Corporation Board of Directors closed meeting session held on August 26, 2014 were presented for approval.

A motion was made to approve the August 26, 2014 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:	R. DeAngelo
Seconded by:	S. Roberts
Voting for motion:	All
Voting against motion:	None
Abstaining:	Chairman Alaimo

OPERATING BILLS

The Operating Unpaid Bill list for the period 8/14/2014 to 9/17/14 was presented for approval.

A motion was made to adopt Resolution 2014-9-0081 for the approval of the Operating Unpaid Bill list for the period 8/14/14 to 9/17/14.

Moved by: E. Martins
Seconded by: R. Tighue
Voting for motion: All
Voting against motion: None

ADVANCE PAYMENT LIST

The Advance Payment Bill List for the period 8/14/2014 to 9/17/14 was presented for approval. Audit Committee Chairman Gershen advised that the Audit Committee reviewed and approved and expense report for the Executive Director in the amount of \$1,529.80.

A motion was made to adopt Resolution 2014-9-0082 for the approval of the Advance Payment Bills for the period 8/14/14 to 9/17/14 and the expense report as presented.

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

CONSTRUCTION FUND REQUISITIONS

Staff presented eight (8) construction fund requisitions for the period ending September 29, 2014 in the amount of \$10,599,205.04. There was a recommendation to table invoices #6 through #8 regarding the Paulsboro Marine Terminal project.

A motion was made to adopt Resolution 2014-9-0083 for the approval of the Construction Fund Requisitions for invoices #1 through #5 totaling \$504,140.86 as presented.

Moved by: R. DeAngelo
Seconded by: E. Martins
Voting for motion: All
Voting against motion: None
Abstaining: C. Bruner

TREASURER'S REPORT

The Treasurer, Mr. Bruno Cellucci, presented the Treasurer's Report. For the period ending August 31, 2014, he reported that the net income before interest, depreciation and amortization totaled \$312,504 versus the budgeted amount of \$189,664. For the year-to-date, the net income before interest, depreciation and amortization totaled \$2,905,899. This is a deviation of

\$888,591 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:	R. DeAngelo
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 the port activity through August 2014 and highlighted the increases in total tonnage and the record pace of import steel products. He described his activity working on the Holtec development for Broadway and work on the final leases for Holtec and the Paulsboro Marine Terminal lease with Holt. He touched on the Breakbulk meeting he and the Deputy Executive Director will be attending this week in Houston, TX.

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

Moved by:	E. Martins
Seconded by:	S. Roberts
Voting for motion:	All
Voting against motion:	None

ACTION ITEMS

The following action items were considered:

RESOLUTION 2014-9-0084: PUBLIC AGENCY COMPLIANCE OFFICER APPOINTMENT

In accordance with N.J.A.C. 17:27-3.2, each public agency shall designate an individual to serve as its Public Agency Compliance Officer (P.A.C.O.). The P.A.C.O. is the liaison between the Division of Purchase and Property under the NJ Department of Treasury and the Public Agency and is the Public Agency point of contact for all matters concerning the implementation and administration of the statute N.J.A.C. 17:27-1.1 for EEO in Public Contracts. Each year, all Public Agencies are required to submit the name, title, address, telephone, number, fax, and email address of the P.A.C.O. designated by the Public Agency. This information must be submitted to the Division no later than January 10th of each year. In addition, it shall be the responsibility of the Public Agency to update the P.A.C.O. designation at any time during the year if any changes are made concerning the designated P.A.C.O.

A resolution to appoint SJPC's Treasurer, Bruno Cellucci, as the Public Agency Compliance Officer for the South Jersey Port Corporation for the year 2015 is presented for approval.

A motion was made to approve Resolution 2014-9-0084 to appoint Bruno Cellucci to serve as the Public Agency Compliance Officer for remainder of 2014 and for 2015.

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

Voting for motion: All
Voting against motion: None

RESOLUTION 2014-9-0085: COMMERCE CONSTRUCTION LEASE RENEWAL

Staff presented a request from Commerce Construction to extend their current yearly lease for one more year starting November 1, 2014. The lease is for 650 linear feet of H-Slip at the Broadway Terminal. They are willing to accept a month-to-month lease due to current conditions. The current rental rate of \$5,145.00 per month will increase to \$5,248.00 per month effective November 1, 2014. If the tenant is still at the leasehold after October 31, 2015, a CPI increase will be applied to the rental rate.

A motion was made to approve Resolution 2014-9-0086 to approve a month-to-month lease with Commerce Construction for 650 linear of H-Slip at the Broadway Terminal as presented.

Moved by: E. Martins
Seconded by: R. DeAngelo

Voting for motion: All
Voting against motion: None

RESOLUTION 2014-9-0086: CAMDEN YARDS STEEL LEASE ADDENDUM

Staff requested Board approval of the Camden Yards Steel request for an additional 14,112 square feet of rental space to be added to the current leasehold of 6,636 square feet, that includes an area of a low ceiling and a width of 42 feet. This area has a rental rate of \$2.58 per sq.ft.

The additional area of 14,112 sq.ft. (42 ft.x 336 ft.) will also have a rental rate of \$2.58 per sq.ft for a total of \$26,408 per annum.

Staff will prepare an addendum to the lease for the 6,636 sq.ft. of space, increasing the total to 20,748 sq.ft. with annual CPI increases starting September 1, 2015.

A motion was made to approve Resolution 2014-9-0086 to approve an lease addendum with Camden Yards Steel to add an additional 14,112 sq.ft. to the leasehold as presented.

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

Voting for motion: All
Voting against motion: None

RESOLUTION 2014-9-0087: WORKERS COMPENSATION AND EMPLOYERS LIABILITY POLICY RENEWAL

Mr. Michael Baker, representing SJPC's insurance broker, Conner Strong Buckelew, presented a recommendation for SJPC's Workers Compensation & Employers Liability policy renewals. The current policy expire November 4, 2014. The present carrier, New Jersey Casualty Insurance Company, has quoted a renewal cost at \$822,027 (subject to audit). The renewal cost increased this year over last year primarily due to three factors: an increase in SJPC's Experience Modification Factor from .820 on the expiring policy to .995 for the renewal policy (generating approximately \$145,000 of the total premium increase); an increase in rates issued by the New Jersey Compensation Rating & Inspection Bureau (generating approximately \$30,000 of the total premium increase); and a 37% increase in payroll from \$4,999,000 estimated for the expiring term to \$6,859,933 estimated for the renewal (generating approximately \$220,000 of the total premium increase). The renewal cost of \$822,027 is an increase of \$395,687 compared to last year's cost.

Conner Strong & Buckelew, SJPC's Insurance Broker, recommends that SJPC renew with New Jersey Casualty Insurance Company at an estimated annual renewal cost of \$822,027.

A motion was made to approve Resolution 2014-9-0087 to renew the SJPC's Workers Compensation and Employers Liability Policy with New Jersey Casualty Insurance Company at an estimated cost of \$822,027.

Moved by:	E. Martins
Seconded by:	R. DeAngelo
Voting for motion:	All
Voting against motion:	None

RESOLUTION 2014-9-0088: APPROVAL OF THE HOLTEC DEVELOPMENT LEASE – BROADWAY TERMINAL

This action was tabled.

RESOLUTION 2014-9-0089: APPROVAL OF THE HOLT LOGISTICS LEASE – PAULSBORO MARINE TERMINAL

This action was tabled.

INFORMATION ITEMS:**MARKETING REPORT - PHOENIX STRATEGIES / ARTLIP COMMUNICATIONS**

Ms. Linda Artlip presented the Marketing Report. She advised that they have been working with staff on the materials to support the Breakbulk Conference schedule this week. Work is wrapping up on the 2013 Annual Report and starting to develop the next Port-O-Call magazine. They participated in the kickoff meeting with Stokes Creative Group for the Website Redevelopment project.

The report was received and filed.

PORT SECURITY UPDATE

Mr. Jay Jones, Deputy Executive Director/FSO presented the Port Security Update report.

FACILITY SECURITY PLAN – MTSR 33CFR105: Mr. Jones has submitted a formal request to the USCG Captain of the Port for an extension to submit a revised Facility Security Plan from December 2014 to June 2015 due to the significant changes occurring to the Broadway Terminal as a result of the Holtec International lease and terminal redevelopment. An initial meeting was held with USCG representatives to layout the schedule for FSP amendments and the final submission of a fully revised FSP.

VIDEO & ACCESS CONTROL SYSTEM RECONFIGURATION: Staff is working on the reconfiguration of the video surveillance system and the access control systems due to changes to the Broadway Terminal. These changes will require Security Policy and Procedures and FSP amendments.

EMERGENCY OPERATIONS PLAN AND EVACUATION ANNEX MODIFICATION: Staff is working on modifications to the Emergency Operations Plan and the Evacuation Annex as it pertains to the Broadway Terminal and the impact of the Holtec development.

CAMDEN CORPORATE WATCH: SJPC hosted the Camden Corporate Watch meeting on September 10, 2014. At the meeting, the president of the Corporation Watch presented Mr. Hank D'Andrea a plaque in recognition for his many years of support of the Camden Corporate Watch. Founded in 1982, 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.

The report was received and filed.

PAULSBORO MARINE TERMINAL PROJECT UPDATE

The Executive Director reported that we are working with the Weeks Marine on the coordination and preparation for the construction of the modified wharf and rail trestle at the Paulsboro Marine Terminal. GCIA will send out public notices to residents and entities adjacent to the terminal advising them of the pile driving operation that will begin. Additional details of the project are in the monthly report.

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: S. Roberts
Seconded by: R. DeAngelo

Voting for motion: All
Voting against motion: None

At 12:48 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 Monday, September 29, 2014.

Jay Jones
Board Secretary

At 1:01 p.m., the Board reopened the regular session meeting.

The Chairman asked if there was any business for regular session. Hearing none, he asked for a motion to adjourn the regular session meeting.

A motion was made to adjourn the Regular Open Meeting.

Moved by:	E. Martins
Seconded by:	R. DeAngelo
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 Monday, September 29, 2014.

Jay Jones
Board Secretary