

# **SOUTH JERSEY PORT CORPORATION**



## **BOARD OF DIRECTORS MEETING DECEMBER 11, 2018**

**THE CHAIRMAN COMMENCES MEETING WITH PLEDGE OF ALLEGIANCE AND ROLL CALL:**

- 1. APPROVAL OF MINUTES**  
Regular Meeting October 30, 2018  
Closed Meeting October 30, 2018
- 2. APPROVAL OF OPERATING BILLS**  
**RESOLUTION 2018-12-0063**
- 3. APPROVAL OF ADVANCE PAYMENT BILL LIST**  
**RESOLUTION 2018-12-0064**
- 4. APPROVAL OF CREDITS**  
**RESOLUTION 2018-12-0065**
- 5. APPROVAL OF CHANGE ORDERS - None**
- 6. APPROVAL OF CONSTRUCTION FUND REQUISITIONS**  
**RESOLUTION 2018-12-0066**
- 7. RECEIPT OF TREASURER'S REPORT**
- 8. RECEIPT OF COUNSEL'S REPORT**
- 9. RECEIPT OF EXECUTIVE DIRECTOR'S REPORT**

**SOUTH JERSEY PORT CORPORATION**  
**Board of Directors Meeting – December 11, 2018**

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**10. ADDITIONAL AGENDA ITEMS REQUIRING BOARD ACTION**

- A. RESOLUTION 2018-12-0067:** 2019 BOARD OF DIRECTORS MEETING SCHEDULE
- B. RESOLUTION 2018-12-0068:** 2019 HOLIDAY SCHEDULE
- C. RESOLUTION 2018-12-0069:** 2019 PILOT AGREEMENTS WITH CITY OF CAMDEN, CAMDEN COUNTY & CITY OF SALEM
- D. RESOLUTION 2018-12-0070:** DEBT SERVICE RESERVE & TAX RESERVE FUND CERTIFICATION LETTER
- E. RESOLUTION 2018-12-0071:** 2019 SJPC ANNUAL BUDGET
- F. RESOLUTION 2018-12-0072:** 2019/20 SALEM PORT AUTHORITY BUDGET
- G. RESOLUTION 2018-12-0073:** APPROVAL OF MAINTENANCE DREDGING CONTRACT
- H. RESOLUTION 2018-12-0074:** LEASE RENEWAL - HARRY WILSON WELDING
- I. RESOLUTION 2018-12-0075:** LEASE RENEWAL – CENTRAL METALS
- J. RESOLUTION 2018-12-0076:** LEASE RENEWAL – CHAMPION TRUCKING
- K. RESOLUTION 2018-12-0077:** LEASE RENEWAL – CAMDEN PLANT HOLDING
- L. RESOLUTION 2018-12-0078:** AWARD OF AUDITING SERVICES CONTRACT
- M. RESOLUTION 2018-12-0079:** APPROVAL OF RATE STUDY PROJECT
- N. RESOLUTION 2018-12-0080:** APPROVAL OF THE CWA LOCAL 1040 SUPERVISORY AND NONSUPERVISORY AGREEMENTS
- O. RESOLUTION 2018-12-0081:** APPROVAL OF U.S. CONCRETE RENTAL ABATEMENT FOR BERTH DEBRIS REMOVAL

**11. SUPPLEMENTAL BOARD INFORMATION**

- P. MARKETING COMMITTEE REPORT & PHOENIX/ARTLIP COMMUNICATIONS REPORT**
- Q. PORT SECURITY UPDATE**
- R. PAULSBORO MARINE TERMINAL PROJECT UPDATES**

PUBLIC SESSION FOR QUESTIONS / COMMENTS

**12. CLOSED SESSION AND/OR ADJOURNMENT**



**ACTION ITEM:**

**A. RESOLUTION 2018-12-0067: 2019 BOARD OF DIRECTORS MEETING SCHEDULE**

Staff is presenting the official schedule of Board meetings for the calendar year 2019. The schedule below will be placed in the three designated newspapers, posted on the bulletin board at the Broadway Terminal and sent to the County Clerks in all seven Port District Counties and the NJ Secretary of State via certified mail.

<b>DATE</b>	<b>MEETING</b>	<b>TIME</b>
Tuesday, January 29, 2019	Regular	12:30 P.M.
Tuesday, February 26, 2019	Regular	12:30 P.M.
Tuesday, March 26, 2019	Regular	12:30 P.M.
Tuesday, April 30, 2019	Regular	12:30 P.M.
Tuesday, June 11, 2019	Regular	12:30 P.M.
Tuesday, July 30, 2019	Regular	12:30 P.M.
Tuesday, August 27, 2019	Regular	12:30 P.M.
Tuesday, September 24, 2019	Regular	12:30 P.M.
Tuesday, October 29, 2019	Regular	12:30 P.M.
Tuesday, December 10, 2019	Regular	12:30 P.M.

**RECOMMENDATION:**

Staff recommends Board approval of the proposed 2019 SJPC meeting schedule.



**ACTION ITEM:**

**B. RESOLUTION 2018-12-0068: 2019 HOLIDAY SCHEDULE**

The 2019 union (Local 18 and Local 1040) and nonunion holiday schedule is presented for approval.

<b>HOLIDAY</b>	<b>DATE</b>
New Year's Day	Tuesday, January 1, 2019
Martin Luther King Day	Monday, January 21, 2019
President's Day	Monday, February 18, 2019
Good Friday	Friday, April 19, 2019
Memorial Day	Monday, May 27, 2019
Independence Day	Thursday, July 4, 2019
Labor Day	Monday, September 2, 2019
Veteran's Day	Monday, November 11, 2019
Thanksgiving Day	Thursday, November 28, 2019
Day After Thanksgiving Day	Friday, November 29, 2019
Christmas Eve	Tuesday, December 24, 2019
Christmas Day	Wednesday, December 25, 2019

**RECOMMENDATION:**

Staff requests Board approval of the 2019 Holiday Schedule.



**ACTION ITEM:**

**C. RESOLUTION 2018-12-0069: 2019 PILOT AGREEMENTS WITH CITY OF CAMDEN, CAMDEN COUNTY & CITY OF SALEM**

SJPC's General Counsel will present the 2019 pilot agreements.

The **Camden County 2019 calendar year PILOT agreement** is the same amount as last years pilot payment at \$419,000.00.

The **City of Salem 2019 calendar year PILOT agreement** is the same amount as last years pilot payment at \$31,224.37.

The **City of Camden 2019 fiscal year pilot agreement** is the same amount as last years pilot payment at \$4,000,000.00.

**RECOMMENDATION:**

Staff recommends Board approval for the 2019 Pilot Agreements with the County of Camden, City of Salem and the City of Camden.



**ACTION ITEM:**

**D. RESOLUTION 2018-12-0070: DEBT SERVICE RESERVE & TAX RESERVE CERTIFICATION LETTER**

The Certification Letter to the Governor for the Debt Service Reserve and Tax Reserve Fund Requirements has been prepared (attached). In summary, for the year ending December 31, 2018, a State appropriation of **\$17,650,000** is necessary to restore the South Jersey Port Corporation's reserve fund to the amount of the debt service required per the provisions of N.J.S.A. 12:11A-14 and certifies that the sum of **\$5,100,224.37** is required to be appropriated by the State of New Jersey to fund the Property Tax Reserve Fund for the Corporation's FY2019 tax payment obligations, which consist of tax payments to the Local Governments.

**RECOMMENDATION:**

Staff recommends Board approval of the Certification Letter to the Governor.



**ACTION ITEM:**

**E. RESOLUTION 2018-12-0071: 2019 SJPC ANNUAL BUDGET**

The SJPC's bond covenants require that not less than 45 days prior to the beginning of each calendar year, the SJPC shall adopt an annual budget for the ensuing calendar year. Staff is proposing to the Board to adopt the attached operating budget for the 2019 fiscal year. In early 2019, after final figures have been evaluated, a revised 2019 budget may be presented to the Board for approval.

**RECOMMENDATION:**

Staff recommends Board approval of the proposed 2019 SJPC Preliminary Budget.



**ACTION ITEM:**

**F. RESOLUTION 2018-12-0072: 2019/2020 SALEM PORT AUTHORITY BUDGET**

The 2019/2020 Salem Port Authority Budget is presented for approval. In summary, the proposed budget for 2019/2020 totals \$59,781.00 as compared to last year's total of \$60,344.00.

- increase of \$579 to salaries and wages (2%)
- increase of \$44 to social security/medicare expense
- decrease of \$1,186 to health benefits

The net effect is a decrease to last year's budget in the amount of \$563.00.

**RECOMMENDATION:**

Staff recommends Board approval of the Salem Port Authority 2019/2020 Budget as presented.





**ACTION ITEM:**

**G. RESOLUTION 2018-12-0073: APPROVAL OF MAINTENANCE DREDGING CONTRACT**

The Request for Proposals for Maintenance Dredging was released on November 7, 2018. The project consists of dredging approximately 52,469 cubic yards for Berths 2, 3, and 4 at the Balzano Terminal and approximately 30,306 cubic yards at Pier 1 and 5 at the Broadway Terminal. A pre-bid meeting was held on November 13, 2018. Five firms attended the meeting.

The following proposal was received on Wednesday, November 28, 2018:

FIRM	PRICE
Weeks Marine, Camden, NJ	No.1 \$350,000
	No.2 \$1,060,710 (\$35 per cu.yd.)
	No.4 \$1,836,415 (\$35 per cu.yd.)
	TOTAL: \$3,247,125

S.T. Hudson evaluated the proposal from Weeks Marine. They reviewed the technical portions of the proposal, the bid item costs, and the qualifications of the Contractor named the apparent low bidder. Hudson recommends that Weeks Marine, Inc. be awarded the contract for Dredging at Balzano and Broadway Terminals.

Funding for this project is available from the 2017 bond fund and the 2016S bond fund.

**RECOMMENDATION:**

Staff recommends Board approval of the proposal from Weeks Marine to perform maintenance dredging at the Balzano and Broadway Terminals.



**ACTION ITEM:**

**H. RESOLUTION 2018-12-0074: LEASE RENEWAL – HARRY WILSON WELDING**

Harry Wilson Welding has requested a one (1) year lease renewal for a small storage shed located at the Broadway Terminal. A 2.88% CPI increase was applied to the new monthly billing rate of \$47.00, resulting in annual revenue of \$564.00. The new one-year lease will commence on February 1, 2019.

**RECOMMENDATION:**

Staff recommends approval of the lease renewal with Harry Wilson Welding.



**ACTION ITEM:**

**I. RESOLUTION 2018-12-0075: LEASE RENEWAL – CENTRAL METALS**

Central Metals has requested to renew their lease. The term of their lease will duplicate the existing lease for a period of one (1) year and expire on January 31, 2020. The leasehold comprises 7,850 sq.' of open ground, and generates a monthly revenue income of \$370.00 with an annual revenue stream of \$4,440.00 which includes a 2.88 % CPI increase

**RECOMMENDATION:**

Staff recommends Board approval of the lease renewal with Central Metals.



**ACTION ITEM:**

**J. RESOLUTION 2018-12-0076: LEASE RENEWAL – CHAMPION TRUCKING**

Champion Service Inc. has requested a one (1) year lease renewal for the current 16,000 sq. garage type building located on Second Street and for the month-to-month lease agreement for the 3 acres of open ground; commencing on February 1<sup>st</sup>, 2019, both rental rates will increase due to a 2.88% increase in the CPI index, and combined will generate \$70,049.00 in annual revenue.

**RECOMMENDATION:**

Staff recommends Board approval of the lease renewals with Champion Trucking as presented.



**ACTION ITEM:**

**K. RESOLUTION 2018-12-0077: LEASE RENEWAL – CAMDEN PLANT HOLDINGS**

Camden Plant Holdings, LLC has requested in writing to renew their existing lease. The term of this lease will duplicate their existing lease for a period of one (1) year and commence on March 1<sup>st</sup>, 2019; and expire on February 28th, 2020. The Leasehold comprises ~5000 sq.' of warehousing at \$2.81 per sq.' generating an annual revenue income of \$14,076.00. A 2.88 % CPI increase was applied.

**RECOMMENDATION:**

Staff recommends Board approval of the lease renewals with Camden Plant Holding as presented.



**ACTION ITEM:**

**L. RESOLUTION 2018-12-0078: AWARD OF AUDITING SERVICES AGREEMENT**

Pursuant to Executive Order 122, the SJPC Board Audit Committee prepared and released a Request for Proposals for Auditing Services. The deadline for proposals was December 5, 2018 at 10:00 a.m.

The scope encompasses a thorough audit of the Corporation's comparative financial statements and will require the issuance of the formal report to the Board of Directors of the SJPC no later than the scheduled Board meeting in April of each year. The work performed under this contract will be under the direct supervision of the SJPC Audit Committee.

The term of the Auditing Services is for a maximum of 5 years with a minimum of a 3 year term (2018, 2019, and 2020) and the option of extending the term for another 2 years (2021 and 2022). The option of extending the appointment for an additional two (2) years will be under the same terms and rate as year 3, for years 4 and 5.

The following proposal was received:

<b>FIRM</b>	<b>AMOUNT</b>
Brent W. Lee & Co., LLC Cinnaminson, NJ	2018: \$39,000
	2019: \$40,500
	2020: \$43,500
	Option:
	2021: \$43,000
	2022: \$43,000

The Board Audit Committee will present a recommendation to the full Board following receipt of the proposals.

**RECOMMENDATION:**

Staff recommends Board consideration of the Audit Committee's recommendation.



**ACTION ITEM:**

**M. RESOLUTION 2018-12-0079: APPROVAL OF RATE STUDY PROJECT**

As required by our Bond Covenants dated June 5, 1985 and on an annual basis, the South Jersey Port Corporation is required to “An Evaluation of Rates, Rents, Fees and Charges currently in effect at our Marine Terminals and compare them to our competitors in the region.

Staff requested quotes from the pre-qualified engineers. The scope of the request includes a study of rates, rents, fees and charges assessed by the SJPC in connection with marine operations, building rentals, open ground rentals and marine facility leases during Calendar (and Fiscal) Years 2018, 2019 and 2020. This study is for the purpose of recommending a schedule of rates, rentals, fees and charges that in the opinion of the firm will cause sufficient revenues to be collected, as required under Section 711, Sub-Section 1 of the Marine Terminal Revenue Bond Resolution adopted June 5, 1985.

S.T. Hudson Engineers provided a quote in the amount of \$5,600 per year for the three year term (2018, 2019 and 2020).

**RECOMMENDATION:**

Staff recommends Board consideration to award the Rate Study project to S.T. Hudson in the amount of \$5,600 per year for the three year term (2018, 2019 and 2020).



**ACTION ITEM:**

**N. RESOLUTION 2018-12-0080: APPROVAL OF THE CWA LOCAL 1040 SUPERVISORY AND NONSUPERVISORY AGREEMENTS**

SJPC and the Communications Workers of America (CWA), have been negotiating a renewal to the two collective bargaining unit agreements since the beginning of the year. The two current CBAs expired on April 30, 2018. The current proposal, vetted through the Governor's Authorities Unit and SJPC's Labor Counsel, was ratified by the CWA membership on December 5<sup>th</sup>.

Proposed changes and terms, which are in line with the overall State CWA settlement, are:

1. Article 4, Holidays. The provision reflects changes regarding entitlement to holiday pay if the employee is absent the day before/after the holiday.
2. Article 9, Promotion/Vacancies. The provisions reflect changes regarding the provisional working period and the probationary period.
3. Article 21, Sick Leave. The provisions reflect changes in the schedule of sick days an employee can earn, credit for sick time and use of sick time for a family member.
4. Exhibit A, Compensation. The schedule reflects a 2% increase for May 1, 2018 to June 30, 2019 and deletes the bonus provision.

**RECOMMENDATION:**

Staff recommends Board consideration to approve the Collective Bargaining Agreements with the Communication Workers of America, Local 1040, Supervisory Unit and the Non-supervisory Unit as presented.





**ACTION ITEM:**

**O. RESOLUTION 2018-12-0081: APPROVAL OF U.S. CONCRETE RENTAL ABATEMENT FOR BERTH DEBRIS REMOVAL**

U.S. Concrete, the tenant at the Salem Terminal, and staff has been evaluating debris and obstructions found in the river near the existing barge berth. The tenant has determined the cost to clear the debris is \$83,000. As matter of safe navigation and operation at the Salem Terminal, staff would like to recommend splitting the cost to have the obstructions cleared. The SJPC share would be \$41,500 and would be provided to the tenant through a rental abatement. It is proposed to reduce rent in the amount of \$3,458.34 for a period of 12 months. The tenant would have the work performed and certified completed.

**RECOMMENDATION:**

Staff recommends Board consideration of the rental abatement for the river debris removal work.



**INFORMATION ITEM:**

**P. MARKETING COMMITTEE REPORT & PHOENIX/ARTLIP COMMUNICATIONS REPORT**

PHOENIX STRATEGIES/ARTLIP COMMUNICATIONS REPORT ATTACHED.



**INFORMATION ITEM:**

**Q. SECURITY UPDATE**

The security update is prepared by Mr. Jay Jones.

**USCG SECTOR DELAWARE BAY ICE CONFERENCE:** The Acting Executive Director attended the annual Ice Conference at the U.S. Coast Guard base on November 15, 2018. The conference meeting agenda included the ice forecast for the 2018-2019 winter season, the Sector Operational Plan, Aids to Navigation issues, and the USCG Fifth District's Role including the available assets to break ice.

The National Weather Service is forecasting that the winter will be wetter than average and colder than average due to a weak El'Nina and the North Atlantic Circulation (NAC). These conditions have the jet stream dipping down south across the US and then moving up north along the east coast and researchers have discovered that water in the North Atlantic has dramatically weakened. Data shows the NAC levels are at their lowest in 1,500 years. As such, there is a possibility of significant ice forming on the Delaware River during the second half of the winter.

The USCG encourages partners to make ice reports to the Sector Command Center. Reports can be made by phone to 215-271-4807, fax at 215-271-4833, by email to [secdelbay@uscg.mil](mailto:secdelbay@uscg.mil) and by VHF radio on Channel 16.



**INFORMATION ITEM:**

**R. PAULSBORO MARINE TERMINAL PROJECT UPDATES**

The Paulsboro Marine Terminal Project updates are provided by the Gloucester County Improvement Authority.



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## **MATTERS INVOLVING LITIGATION, PERSONNEL & SPECIAL MATTERS**

The subject matter is covered by one or more of the following legal exemptions:

- Matters made confidential by state, federal law or rule by court.
- Disclosure would result in an unwarranted invasion of individual privacy, unless the person affected consents in writing.
- Disclosure would impair the body's right to receive federal or state funds.
- Collective bargaining.
- Lease or acquisition of property, setting of banking rates, investment of public funds if disclosure would harm the public interest.
- Investigations into violations of law.
- Strategies to protect public security.
- Pending, ongoing or anticipated litigation or contract negotiation, including attorney-client privilege. The threat of litigation must be more than theoretical for this exemption to apply.
- Personnel matters affecting employees of the public bodies, unless all parties request or consent to a public hearing. Prior to discussion of personnel, affected employees must be given notice, known as a Rice notice, which gives the employee the right to request a public hearing.
- Proceedings that could result in a suspension, civil penalty, or loss of a license or permit.

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- 1. COUNSEL'S REPORT**
  - 2. PERSONNEL**
    - a. CWA Local 1040 Collective Bargaining Agreements**
    - b. Non-Union Employees Compensation**
    - c. Local 169 Collective Bargaining Agreement**
    - d. Local 18 Collective Bargaining Agreement**
    - e. Federal Equal Employment Opportunity Commission Claim**
  - 3. Pier 5 Leasehold – Camden Water front Development (Holt)**
  - 4. U.S. Concrete – Salem Terminal – Leasehold Maintenance Issues**
  - 5. Camden Yards Steel – Leasehold Maintenance Issues**
  - 6. Mid-Atlantic Salt Lease Expansion**