



SOUTH JERSEY PORT CORPORATION
OFFICIAL BOARD OF DIRECTORS MEETING MINUTES
BROADWAY TERMINAL
CAMDEN, NEW JERSEY
March 26, 2019
12:30 p.m.

Directors Present:	Chad Bruner	Acting Chairman ☎
	Christopher Chianese	State Treas. Designee
	Robert DeAngelo	Director
	Jonathan Gershen	Director ☎
	Eric Martins	Director ☎
	Sheila Roberts	Director
	Carl Styles	Director
Directors Absent:	Richard Alaimo	Chairman
	Joseph Maressa	Director
In Attendance:	Craig Ambrose	Governor's Authorities Unit ☎
	Raymond Zane, Esq.	Gen. Counsel – Zane & Lafferty
	Jay Jones	Acting Exec. Dir. / Board Secretary
	Bruno Cellucci	Treasurer
	George Englehardt	Facilities Engineer
	Neil Grossman	GB Associates – Financial Advisor
	Dennis Culnan, Sr.	Marketing Consultant – PS&AC
	Dennis Culnan, Jr.	Marketing Consultant – PS&AC
	Linda Artlip	Marketing Consultant – PS&AC
	Mario Christina	Gloucester County I.A.
Mark Stettler	T&M Associates	
Daniel Bontempo	Stantec	

The Board Secretary 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 17, 2019, 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 2019, indicating the time and place to the County Clerks within the seven counties of the Port District and the Secretary of State. A legal notice was sent to the following newspapers: Courier-Post, South Jersey Times and the Burlington County Times.

In addition, the meeting schedule was posted at the Port Corporation's designated Bulletin Board at the main entrance to the Broadway Terminal, its official place for posting and maintaining a

schedule of the monthly Board of Director’s Meetings for 2019. The meeting schedule was also placed on the Port Corporation’s website at www.southjerseyport.com.

Roll call was taken and recorded. **PLEDGE OF ALLEGIANCE RECITED.**

Chairman Alaimo and Director Maressa were unable to attend. Director Bruner served as Acting Chairman for the meeting.

PRESENTATION OF REGULAR MEETING MINUTES – FEBRUARY 26 , 2019

The minutes for the South Jersey Port Corporation Board of Directors regular session meeting held on February 26, 2019.

A motion was made to approve the February 26, 2019 Board of Directors regular Open Session Meeting Minutes as presented.

Moved by:	C. Chianese
Seconded by:	S. Roberts
Voting for motion:	All
Voting against motion:	None
Abstaining:	E. Martins
	C. Styles

PRESENTATION OF CLOSED MEETING MINUTES – FEBRUARY 26, 2019

The minutes for the South Jersey Port Corporation Board of Directors closed meeting sessions held on February 26, 2019 were presented for approval.

A motion was made to approve the February 26, 2019 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. Chianese
Seconded by:	S. Roberts
Voting for motion:	All
Voting against motion:	None
Abstaining:	E. Martins
	C. Styles

OPERATING BILLS

The Operating Unpaid Bill list for the period 2/13/2019 – 3/14/2019 was presented for approval.

A motion was made to adopt Resolution 2019-3-0029 for the approval of the Operating Unpaid Bill list for the period 2/13/2019 – 3/14/2019.

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 2/13/2019 – 3/14/2019 was presented for approval. The AMEX statement was reviewed by the Audit Committee.

A motion was made to adopt Resolution 2019-3-0030 for the approval of the Advance Payment Bills for the period 2/13/2019 – 3/14/2019.

Moved by: R. DeAngelo
Seconded by: J. Gershen

Voting for motion: All
Voting against motion: None

CREDIT LIST

No Credits were presented.

CHANGE ORDERS

No change orders were presented.

CONSTRUCTION FUND REQUISITIONS

Staff presented five (5) unpaid construction fund requisitions in the amount of \$4,298,759.43 and two (2) advance construction fund requisitions in the amount of \$374,073.18. The Treasurer advised there was a change to the amount for unpaid invoice number 3 from \$75,000 to \$25,000 and will be noted in the total CFR amount presented.

A motion was made to adopt Resolution 2019-3-0031 for the approval Construction Fund Requisitions presented for the period ending March 26, 2019 as presented.

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

Voting for motion: All
Voting against motion: None

TREASURER'S REPORT

The Treasurer presented the Treasurer's Report for the period ending February 28, 2019. For February 2019, the net income before interest, depreciation and amortization is \$711,074 versus the budgeted amount of \$212,584 for the month. This is a deviation of 498,490 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: R. DeAngelo
Seconded by: C. Styles

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 Acting Executive Director for the South Jersey Port Corporation reports cargo tonnage for February 2019 was 511,087.70 /tons; a -10% change compared to February 2018. Bulk cargoes improved in February by 49% and all cargo for the Camden terminals combined is up 1%. Cargo tonnage at Paulsboro is -56% comparatively to the same period last year. Salem, impacted by weather at the beginning of the year, commenced export sand and gravel in February.

Breakbulk tonnage activity for February 2019 totaled 78,119 s/tons; a change of -62% compared to February 2018. The year-to-date to date tonnage is 223,070 s/tons; and change of -47%. Overall, import steel, wood products and cocoa beans at the Camden and Paulsboro terminals are down. March will see a considerable increase in import steel at the Camden terminals. The tariffs on steel and aluminum continue to have an impact on the throughput of import cargo at marine terminals.

Bulk activity for February 2019 reached 158,187 s/tons; a change of 54% compared to February 2018. The year-to-date tonnage is 288,017; a change of 49% compared to last year. Export recycled metals with CIM/EMR is up 73% for the month compared 2018 and down -23% for the first two months of 2019. The first ship of the year importing furnace slag for Lehigh Hansen brought 47,680 s/tons. Export Grancem® for Lehigh Hanson is up 34% for the year compared to 2018. At the Salem Terminal, U.S. Concrete exported 24,857 s/tons of sand in February since weather impacted the quarry operation in January.

SJPC's marine terminals handled 19 ships in February 2019; 6less than the same period last year. We had 116 ship days (i.e. the number of days a ship is loading or unloading at its terminals) during the month. Goods in storage as of March 1, 2019, was 54,789 s/tons.

The Acting Executive Director, who also serves as the agency ELO, advised the NJ State Ethics Commission (SEC) sent the notifications for the 2019 Annual Financial Disclosure Statements (FDS) submission last week. Board members (special state officers) and certain staff (state employees) are to submit that annual FDS no later than May 15, 2019. The FDS forms for special state officers and employees are made available on the NJ State Ethics Commission website. The agency's ELO and the SEC are available to assist with the annual filing of the FDS.

The Acting Executive Director reported that in 2015, SJPC partnered with the NJ Department of Environmental Protection to submit a grant application for consideration from the Delaware Valley Regional Planning Commission through their Competitive Congestion Mitigation and Air Quality Grant Program (CMAQ). CMAQ seeks to fund transportation related projects that can help the region reduce emissions from mobile sources and meet the National Ambient Air Quality Standards. Selected CMAQ projects will demonstrably reduce air pollution emissions and in many cases reduce traffic congestion.

The SJPC/NJDEP grant application submitted was selected as a recipient. The approved application is for a project entitled “South Jersey Port Corporation Fleet Modernization Program” in the amount of \$1,000,000 (of which \$50K is for NJDEP staff time). The grant will fund the replacement of approximately nine (9) of the oldest (22 to 50 years old), highest use forklifts with new Tier 4 engine forklifts.

The grant agreement from the NJDEP arrived last week, following a number of delays at the NJDEP. Staff will proceed with preparing the Request for Proposals for the replacement of the cargo moving equipment. The grant period expires March 1, 2020.

The Acting Executive Director shared that the staff is releasing the Request for Proposals for Grant Writing, Management and Administrative Services on Wednesday, March 27, 2019. Proposals are due on April 17, 2019. The request is for services of a recognized and experienced consultant to provide grant writing, implementation, and administrative services that will serve SJPC’s goal to increase and diversify funding for the agency’s strategic plan, as well as operational and infrastructure needs, as an organizational priority.

A motion was made to accept the Acting Executive Director’s as presented.

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

RESOLUTION 2019-3-0032: APPROVAL TO RELEASE REQUEST FOR PROPOSALS FOR BROADWAY TERMINAL PIER 1/PIER1A REPAIRS

Staff is requesting the release of a Request for Proposals for Pier1/Pier1A Repairs to begin addressing deteriorating conditions. Over the past several months sink holes have developed within the Broadway Pier 1, and along the confluence of Pier 1A. S.T. Hudson Engineers have provided a report evaluating the issue and providing recommendations on repairs. Monitoring the conditions with exploratory excavations has confirmed an unsealed water leakage condition causing localized low deck deterioration.

As recommended by Hudson, the progression will require further excavation to uncover these suspected areas of infiltration to determine the current extent of the deterioration; fabricate a low deck structural repair, if required; then seal and reinforce the affected areas with a concrete slurry before backfilling and repaving. The current condition poses both a structural and safety concern for further collapse of an operational cargo pier. It is therefore recommended to request Board approval to commence the required initial remedial restoration. Funding is available in the 2017 Bond.

A motion was made to adopt Resolution 2019-3-0032 approving the preparation and release of the Request for Proposals for Pier1/Pier1A Repairs pursuant to the S.T. Hudson Engineers evaluation and report.

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

Voting for motion: All
Voting against motion: None

RESOLUTION 2019-3-0033: APPROVAL OF ANNUAL SCI SUPPORT FOR SERVICES

Staff presented the annual support for services from SCI in the amount of \$8,000. The SCI provides vital services to seafarers who visit the ports along the Delaware River, including SJPC's facilities. SCI visits every ship that calls both the Balzano Marine Terminal and the Broadway Terminal. Those services include hospitality, transportation, telephone, computer, spiritual, and many other necessary and vital services. SCI also serves as TWIC escorts for seafarers who need to transit to and from the ships through MTSA regulated terminals. SCI has requested \$8,000 for services rendered at our terminals. This is the same amount as SJPC contributed last year.

A motion was made to adopt Resolution 2019-3-0033 to approve the annual support for services for SCI in the amount of \$8,000.

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

Voting for motion: All
Voting against motion: None

RESOLUTION 2019-3-0034: AUTHORIZATION TO RELEASE REQUEST FOR PROPOSAL FOR CONVEYOR BELTS REPLACEMENT PROJECT

Staff is requested authorization to release a Request for Proposals to replace the two conveyor belts at the Broadway Pier 1A location. These two conveyor belts transport the Kocks Crane unloaded material aggregate from the pier to the tenant occupied Cement plant for production and processing. There have been several repairs and patches to the main conveyor belt, C-1, and there are multiple areas of wear down through the carcass layers and there is drying and evidence of cracking. The repairs also include four (4) splices to install saddle pieces. With the issues and concerns of the wear and repairs performed and the age of the conveyor belts (approximately 13 years old), it is recommended is to replacement of both belts. Funding is available in the Bond proceeds.

A motion was made to adopt Resolution 2019-3-0034 authorizing the release of the Request for Proposals for Conveyor Belts Replacement Project at the Broadway Terminal.

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

Voting for motion: All
Voting against motion: None

RESOLUTION 2019-3-0035: APPROVAL OF ADDENDUM TO THE PAULSBORO PORT PROJECT ACCESS ROAD AND BRIDGE SUPPORT AGREEMENT

Staff presented an addendum to the Paulsboro Port Project Access Road and Bridge Support Agreement. The SJPC Board of Directors approved a Support Agreement between the Gloucester County Improvement Authority (“Authority”) and the South Jersey Port Corporation on December 3, 2013. SJPC agreed in the Support Agreement aforementioned, to pay or reimburse the Authority Three Hundred Fifty-Three Thousand Six Hundred Dollars (\$353,600.00) to cover a difference between actual costs and the proceeds anticipated in a grant from the New Jersey Department of Transportation.

The acquisition of the real property needed for the planned Bridge and Access Road resulted in litigation between the Authority and Gallenthin Realty Development, Inc. The court awarded the Authority Eight Thousand Four Hundred Dollars (\$8,400.00), over the anticipated shortfall of Three Hundred Fifty-Three Thousand Six Hundred Dollars (\$353,600.00) and post judgment interest of Twenty-Four Thousand Nine Hundred Thirty-One Dollars (\$24,931.00), for a total increase in costs of Thirty-Three Thousand Nine Hundred Thirty-One Dollars (\$33,931.00).

The Authority submitted the invoice and SJPC has paid the \$353,600.00 authorized under the support agreement. SJPC is receptive to amending the Support Agreement, by Thirty-Three Thousand Nine Hundred Eleven Dollars (\$33,911.00). An amendment is proposed to authorize the final support payment.

A motion was made to adopt Resolution 2018-3-0035 to approve the addendum to the Paulsboro Port Project Access Road and Bridge Support Agreement to authorize the payment in the amount of \$33,911.00.

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

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 on the next Port-O-Call magazine. The draft POC was distributed to the Board to review the overall context of the 50th Anniversary edition. Final edits will be made and the POC will be printed and distributed. Mr. Culnan advised that they assisted the SJPC with having a photographer shoot approximately

2,000 photos of port activity that will be used in a number of different ways to market and promote the SJPC.

The report was received and filed.

PORT SECURITY UPDATE

Mr. Jay Jones, Acting Executive Director / Facility Security Officer, presented the Security Update.

USCG AMSC/AC PORT SECURITY GRANT WORKSHOP: The USCG Area Maritime Security Committee has rescheduled the Port Security Grant Workshop for April 3, 2019. Mr. Jones, a member of the AMSC Grant Subcommittee, will be participating in the workshop.

MTSA ANNUAL AUDIT: The Acting ED/FSO, Jay Jones, reported he is working with Ronin Security to complete the MSTA 333CFR105 requirement for an annual audit and letter to the USCG COTP. The audit will be completed by mid-April.

USCG MTSA 333CFR ANNUAL COMPLIANCE INSPECTION: The Acting ED/FSO, Jay Jones, reported the USCG will be conducting the annual MTSA 333CFR105 compliance inspection for eh Balzano and Broadway Terminals on April 23, 2019.

The report was received and filed.

PAULSBORO MARINE TERMINAL PROJECT UPDATE

Mr. Dan Bontempo with Stantec presented the update on the Paulsboro Marine Terminal project.

- PMT-18 Utilities Project is 100% completed and closed out.
- PMT-19 Soundwall Project reached substantial completion on March 15th. There remain a few punch list items that will be completed in April.
- PMT-20: Wharf Construction Project. Commerce Construction reached a milestone in March completing the downriver wharf pile driving. With the ACOE moratorium from March 15th – July 1st, Commerce will work on pile caps and concrete slab installation. Pile driving for the upriver wharf will begin in July. The ACOE did permit through March 31st riprap activity. To date, we have expended \$46 million which is 33% of the contract.
- PMT- 21 Spine Road Project. The terminal spine road is under design and it the RFP will be released in a few months.
- The Water Facilities Project, which the SJPC and the Borough of Paulsboro have an agreement in place that is utilizing two recently awarded federal grants for off-site and on-site terminal water services construction, will be addressed through a pending agreement with the GCIA. The project is scheduled to commence the 3rd quarter of 2019.

PUBLIC COMMENTS

The Acting 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:	C. Styles
Voting for motion:	All
Voting against motion:	None

At 1:12 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, March 26, 2019.

Jay Jones,
Board Secretary

Following closed session, the Regular Session was reopened at 1:36 p.m.

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

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 1:36 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, March 26, 2019.

Jay Jones,
Board Secretary