

SOUTH JERSEY PORT CORPORATION



BOARD OF DIRECTORS MEETING February 23, 2021

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

- 1. APPROVAL OF MINUTES**
Regular Open Meeting January 26, 2021
Closed Session Meeting January 26, 2021
- 2. APPROVAL OF OPERATING BILLS
RESOLUTION 2021-02-0012**
- 3. APPROVAL OF ADVANCE PAYMENT BILL LIST
RESOLUTION 2021-02-0013**
- 4. APPROVAL OF CREDITS
RESOLUTION 2021-02-0014**
- 5. APPROVAL OF CHANGE ORDERS -NONE**
- 6. APPROVAL OF CONSTRUCTION FUND REQUISITIONS
RESOLUTION 2021-02-0015**
- 7. RECEIPT OF TREASURER'S REPORT**
- 8. RECEIPT OF COUNSEL'S REPORT**
- 9. RECEIPT OF EXECUTIVE DIRECTOR'S REPORT**



10. ADDITIONAL AGENDA ITEMS REQUIRING BOARD ACTION:

- A. RESOLUTION 2021-02-0016: APPROVAL OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS LOCAL 169 AGREEMENT**
- B. RESOLUTION 2021-02-0017: APPROVAL TO AWARD DESIGN RFP FOR THE INSPECTION, DESIGN, AND SUPPORT DURING CONSTRUCTION FOR CONDITION SURVEY INSPECTIONS AND PRIORITY REPAIRS ON WATERFRONT MARINE STRUCTURES AT BALZANO AND BROADWAY TERMINALS**
- C. RESOLUTION 2021-02-0018: APPROVAL OF TATA STEEL FRAMEWORK AGREEMENT RENEWAL**
- D. RESOLUTION 2021-02-0019: PAULSBORO JOINT SITE DEVELOPMENT AGREEMENT (JSDA)**

11. SUPPLEMENTAL BOARD INFORMATION:

- F. INFORMATION ITEM : STATE METALS ROOF**
- G. MARKETING COMMITTEE REPORT & PHOENIX/ARTLIP COMMUNICATIONS REPORT**
- H. PORT SECURITY UPDATE**
- I. PAULSBORO MARINE TERMINAL PROJECT UPDATES**

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PUBLIC SESSION FOR QUESTIONS / COMMENTS

12. CLOSED SESSION AND/OR ADJOURNMENT



ACTION ITEM:

A. RESOLUTION 2021-02-0016: APPROVAL OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS LOCAL 169 AGREEMENT

REQUEST

Staff requests Board approval of negotiated contract renewal between SJPC and International Brotherhood of Teamsters Local 169, representing the Port's security personnel.

BACKGROUND

The contract with Local 169 expired on December 31, 2020. A negotiating team representing the Port has been in discussions with Local 169 since early December. The current proposal, which has been agreed to by Staff and Local 169, has been vetted by the Governor's Authorities Unit and the Port's Labor Counsel. The proposal is for a term of 30 months, retroactive to January 1, 2021, and will expire on June 30, 2023.

RECOMMENDATION:

Staff recommends Board Approval of negotiated contract renewal between SJPC and International Brotherhood of Teamsters Local 169.



ACTION ITEM

B. RESOLUTION 2021-02-0017: APPROVAL TO AWARD DESIGN RFP FOR THE INSPECTION, DESIGN, AND SUPPORT DURING CONSTRUCTION FOR CONDITION SURVEY INSPECTIONS AND PRIORITY REPAIRS ON WATERFRONT MARINE STRUCTURES AT BALZANO AND BROADWAY TERMINALS

REQUEST

Staff requests Board approval to award the design service RFP for the inspection, design, and support during construction for condition survey inspections and priority repairs on waterfront marine structures at the Balzano and Broadway Marine Terminals.

BACKGROUND

An RFP was prepared, reviewed by General Council, and distributed to our prequalified marine engineering consultant firm list. On Thursday, December 10, 2020, a site visit was held, with 10 marine engineering firms in attendance. The following nine proposals were received on January 5, 2021.

Bidder Name and Address	Bid Amount
Mid-Atlantic Engineering Partners 321 W. State St. Media, PA 19063	\$ 287,000
W.J. Castle PE & Associates 1345 Route 38 West Hainesport, NJ 08036	\$ 331,000
McLaren Technical Services 530 Chestnut Ridge Rd. Woodcliff Lake, NJ 07677 (Electronic Submission)	\$ 332,000
Whitney, Bailey, Cox & Magnani (WBCM)	\$ 372,900

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100 Sterling Parkway, Suite 108 Mechanicsburg, PA 17050	
S.T. Hudson Engineers 900 Dudley Ave Cherry Hill, NJ 08002	\$ 450,000
Jacobs Engineering Group 2301 Chestnut St. Philadelphia, PA 19103	\$ 499,414
WSP USA 2000 Lenox Drive Lawrenceville, NJ 08648 (Electronic Submission)	\$ 571,957
Urban Engineers 220 Lake Drive East, Suite 300 Cherry Hill, NJ 08002 (Electronic Submission)	\$ 686,600
Mott Macdonald 111 Wood Ave South Iselin, NJ 08830	\$1,330,000

Proposals were reviewed by SJPC staff and low bid interviews were conducted with the three firms having lowest price proposals. Since each of the firms understands the scope of services to be rendered and has the diving capabilities to perform the underwater inspection work, as well as the engineering design experience to prepare priority repair details for construction contract preparation and public bidding of a repair contract, we deemed Mid-Atlantic Engineering’s proposal to be the best value.

RECOMMENDATION

Staff recommends Board Approval to award the design services to perform condition survey inspections and design of priority repairs for marine waterfront structures at Balzano and Broadway Terminals for the not-to-exceed amount of \$287,000.



ACTION ITEM

C. RESOLUTION 2021-02-0018: APPROVAL OF TATA STEEL FRAMEWORK AGREEMENT RENEWAL

Request

Staff is requesting Board approval to execute a renewal of its terminal services “Framework Agreement” with Tata Steel in order to continue the commercial and operational relationship between SJPC and Tata Steel related to the importation, handling, storage, and distribution of Tata Steel products via SJPC’s Camden port facilities.

Background

Tata Steel has been a customer of SJPC for approximately 20 years, and utilizes Balzano Terminal for the importation and distribution of steel coils in order to supply its manufacturing customers in the US, including an active rail and truck logistics supply chain between Camden and Midwest points. Tata is one of the largest global steel producers and currently one of the largest import customers in Camden. Tata Steel imports to Camden originate in both the Netherlands and the UK, with most of the imports being sourced from the Netherlands. The Framework Agreement format is used by Tata as a template that governs its global “Buyer and Seller” relationships. In the context of the Framework Agreement, Tata is the “Buyer” and SJPC is the “Seller” of terminal services in Camden. The current Framework Agreement is with Tata Steel Ijmuiden BV (the Netherlands), and has a one year term expiring on April 1, 2021. Tata is requesting that two identical Framework Agreement renewals be prepared; one with Tata Steel Ijmuiden BV, and the second with Tata Steel UK, Ltd. In the event that Tata is unable to have two agreements ready for this year, then only the Tata Steel Ijmuiden BV agreement would be executed.

Requested Framework Agreement Key Terms

The following identical key terms would be incorporated into both of the requested Framework Agreements

- The Agreements would become effective upon signature of the parties subsequent to Board approval

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- Initial term of the Agreements would expire on March 31, 2022 corresponding to Tata's fiscal contracting year
- Term of the Agreements can be extended from April 1, 2022 by mutual agreement between the parties for up to 3 years, or for another duration agreed by the parties
- New Jersey law is the governing law for the terms and conditions of the Agreements
- The Agreements includes stevedoring and terminal handling conditions and procedures as agreed by the parties
- The Agreements requires adherence to Tata Steel's Global Ports & Warehousing Standards, (which SJPC has already been following)
- The Agreements contains various other provisions for such items as liability limits, invoicing, and handling of claims

RECOMMENDATION:

Staff recommends Board approval to execute the terminal services Framework Agreements with Tata Steel UK Ltd. and with Tata Steel Ijmuiden BV



ACTION ITEM

D. RESOLUTION 2021-02-0019: PAULSBORO JOINT SITE DEVELOPMENT AGREEMENT (JSDA)

REQUEST

Staff is requesting Board approval to enter into a Joint Site Development Agreement at The Paulsboro Marine Terminal to facilitate the construction of a monopile manufacturing facility for the offshore wind energy industry.

BACKGROUND

At the December 2020 Board meeting, staff received approval to execute a multiparty funding agreement MOU with the purpose of establishing a budget and sources of funds to facilitate the construction of the monopile manufacturing processing facility at the Paulsboro Marine Terminal. The parties to the MOU included the following:

- Ocean Wind LLC (Orsted)
- EEW American Offshore Structures, Inc. (EEW)
- South Jersey Port Corporation (SJPC)
- Gloucester County Improvement Authority (GCIA)

The MOU further provided that the parties would negotiate in good faith and create a Joint Site Development Agreement regarding development of the site, to include the construction activities consisting of the Land Improvements and the In Water Improvements. The MOU provided and established a budget and sources of funds.

JOINT SITE DEVELOPMENT AGREEMENT KEY PROVISIONS

- Provision for a Project Delivery, Work Schedule, and associated project development costs for a detailed list of activities to be performed, including permitting, regulatory approvals, and procurement of engineering design and construction contracts

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- EEW and GCIA to bid, hire, and manage all contractors to achieve and complete the Joint Site Development work
- GCIA to prepare and provide monthly project updates to the parties in order to track compliance with project milestones and budgets, as well as construction team meetings to address any issues related to budget and/or construction progress
- EEW, Orsted and GCIA agree that the entire JSDA work shall be substantially complete when the JSDA work is sufficiently in conformity with the Contract Documents to permit EEW to utilize the Paulsboro Marine Terminal JSDA Project site for its intended use and to permit Orsted to fully utilize the In-Water improvements for its intended use

RECOMMENDATION:

Staff recommends Board approval to enter into a Joint Site Development Agreement at The Paulsboro Marine Terminal.



INFORMATION ITEM

E. STATE METALS ROOF

The roof of State Metals' "I" Building has been severely compromised. This requires SJPC to initiate an emergency investigation whether to repair or replace. Staff is working with Hudson Engineers to do a conditional roofing assessment together with a professional engineering overview and will submit a recommendation on how to best to move forward. Preliminary repair estimates indicate a minimum capital investment of \$700,000.

Based on the language within the Lease the responsibility for maintaining the roof is the responsibility of SJPC.



INFORMATION ITEM

F. MARKETING COMMITTEE REPORT & PHOENIX/ARTLIP COMMUNICATIONS REPORT

PHOENIX STRATEGIES/ARTLIP COMMUNICATIONS REPORT ATTACHED.

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INFORMATION ITEM:

G. SECURITY UPDATE:



INFORMATION ITEM:

H. PAULSBORO MARINE TERMINAL PROJECT UPDATES

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



MATTERS INVOLVING LITIGATION, PERSONNEL MATTERS & 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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