

**SOUTH JERSEY TRANSPORTATION AUTHORITY
BOARD OF COMMISSIONERS MEETING
DECEMBER 17, 2014**

This regularly scheduled Board of Commissioners Meeting of the South Jersey Transportation Authority was held on December 17, 2014, commencing at 9:05 a.m. at the South Jersey Transportation Authority Administration Building, Farley Service Plaza, Atlantic City Expressway, Milepost 21.3 in Elwood, New Jersey 08217.

Present

Chairman Jamie Fox (via video conferencing)
Vice Chairman Jeffery A. April, Esq.
Commissioner Peter C. Elco
Commissioner Maurice B. Hill, Jr., DMD
Commissioner C. Robert McDevitt (via teleconference)
Commissioner Joseph W. Devine (via teleconference)
Commissioner James J. McCullough
Commissioner Joseph Ripa
Commissioner Christine A. Roberts, EDA
Frank F. Frankowski, Interim Executive Director
Jean Cipriani, Esq., General Counsel
Susan Lubrano, Authority Board Secretary

Absent

Christopher Howard, Governor's Authorities Unit

Statement of Public Notice

The meeting of the Board of Commissioners was opened advising the Commissioners and public that notice of the meeting was duly advertised in the Press of Atlantic City, Camden Courier Post, Newark Star Ledger and with the Secretary of the State of New Jersey as to the time, date and place of convening. Notice was also posted at the Farley Service Plaza, the Atlantic City International Airport, the Atlantic City Office and Camden Office, as prescribed by law.

Roll Call

Commissioner	Present	Absent
Chairman Jamie Fox	X	
Vice Chairman Jeffery A. April, Esq.	X	
Commissioner Joseph W. Devine	X	
Commissioner Peter C. Elco	X	
Commissioner Maurice B. Hill, Jr., DMD	X	
Commissioner James J. McCullough	X	
Commissioner C. Robert McDevitt	X	
Commissioner Joseph Ripa	X	
Commissioner Christine A. Roberts	X	

Five (5) members of the public attended this meeting.

Approval of the Agenda

Vice Chairman April called for a motion to approve the December 17, 2014 Agenda. Whereupon, a motion was made by Commissioner Ripa and seconded by Commissioner Hill, approving the agenda. Vice Chairman April asked for questions on the motion. No questions were asked. A unanimous vote was taken adopting and approving the agenda. A copy of the agenda is attached hereto and made a permanent part of these official Authority minutes.

Approval of Meeting Minutes

Vice Chairman April called for a motion to approve the November 19, 2014 Meeting Minutes. Whereupon, a motion was made by Commissioner Ripa and seconded by Commissioner McDevitt, approving the November 19, 2014 minutes. Vice Chairman April asked for questions on the motion. No questions were asked. All other Commissioners in attendance voted, approving and adopting the minutes.

Employee Awards

Vice Chairman April asked Mr. Frankowski if there is an Employee Award this month. Mr. Frankowski responded affirmatively, inviting Mr. Steve Hackett, Operations Foreman to the podium to present Mr. Scott Ives, Fleet Autobody Repairman, the 2014 Annual Snow Plow Rodeo 1st Place award.

Executive Session

Vice Chairman April asked General Counsel if an Executive Session was needed to which General Counsel responded affirmatively.

Mr. Frankowski then presented Resolution 2014-130 to the Chairman and Commissioners for the exclusion of the public to discuss personnel matters pertaining to Schedule "A" associated with Resolution 2014-119 and a contractual matter pertaining AFCO AvPORTS Management, LLC, a contractual matter regarding Local 196 Union workers and a litigation matter, specifically Silva v. SJTA. The public was advised that the minutes of this Executive Session would be disclosed to the public in accordance with State Law. Vice Chairman April called for a motion to move into Executive Session.

Whereupon, the motion was made by Commissioner Hill and seconded by Commissioner Devine approving Resolution 2014-130. A unanimous vote was taken approving the resolution, adjourning the open portion of the meeting at 9:08 a.m. A copy of Resolution 2014-130 is attached hereto and made a permanent part of these official Authority minutes. At the close of Executive Session, Vice Chairman April called for a motion to return to the open portion of the meeting.

Whereupon, a motion was made by Commissioner McCullough and seconded by Commissioner Hill. The open portion of the meeting reconvened at 9:40 a.m. At that time Commissioner Devine dropped of the teleconference. Vice Chairman April requested the Secretary call the roll.

Roll Call

Commissioner	Present	Absent
Chairman Fox	X	
Commissioner Jeffery A. April, Esq.	X	
Commissioner Joseph W. Devine		X
Commissioner Peter C. Elco	X	
Commissioner Maurice B. Hill	X	
Commissioner James J. McCullough	X	
Commissioner C. Robert McDevitt	X	
Commissioner Joseph Ripa	X	
Commissioner Christine A. Roberts	X	

Upon returning to the open portion of the meeting Vice Chairman April requested a motion to pull Resolution 2014-125 from the consent agenda for further consideration. Whereupon, the motion was made by Commissioner Hill and seconded by Commissioner Ripa removing Resolution 2014-125 from the agenda.

Executive Report

Vice Chairman April asked for the presentation of the Executive Report. Mr. Frankowski presented the December 17, 2014 Executive Report. A copy of the December 17, 2014 Executive Report is attached hereto and made a permanent part of these official Authority minutes.

Public Response to Agenda Items

Vice Chairman April asked the public for comments on any of the agenda items. No comments were made.

Committee Reports

Vice Chairman April asked Mr. Frankowski to present the Committee Reports. Mr. Frankowski reported that all committees met on December 3rd. During these meetings Commissioners were briefed on the resolutions being presented this morning as well as a Financing update, the 2014-2019 Strategic Business Plan, the Toll System Lane Upgrade and an Air Service Development update. Commissioners were also provided with the schedule of upcoming projects, the EO-8 Report and Airport statistics.

Approval of Bills

Vice Chairman April asked Mr. Frankowski for the presentation of bills. Mr. Frankowski stated that the bills have been sent to the Commissioners previously for their review and are being recommended for their approval. Vice Chairman April called for a motion to approve the bill list. Whereupon the motion was made by Commissioner Ripa and seconded by Commissioner Hill, approving said bill list. Vice Chairman April asked the Commissioners for questions on the motion. There being none, Vice Chairman April requested that the Secretary call the roll.

Roll Call

Commissioner	Motion	2 nd	Yea	Nay	Abstain	Recused	Absent
Chairman Jamie Fox			X				
Vice Chairman Jeffery A. April, Esq.			X				
Commissioner Joseph Devine							X
Commissioner Peter C. Elco			X				
Commissioner Maurice B. Hill, Jr., DMD		X	X				
Commissioner James J. McCullough			X				
Commissioner C. Robert McDevitt			X				
Commissioner Joseph Ripa	X		X				

*Commissioner April approved all bills but abstained from voting on the bills from the firm Cooper, Levenson, April, Niedelman & Wagenheim.

Resolutions and Motions:

Vice Chairman April asked Mr. Frankowski to present the resolutions. Mr. Frankowski advised the Commissioners that he would be presenting a total of ten (10) resolutions for their consideration. Mr. Frankowski presented Resolutions 2014-119 through 2014-124 and 2014-126 through 2014-129. Vice Chairman April called for a motion to approve Resolutions 2014-119 through 2014-124 and 2014-126 through 2014-129, the motion as presented, was moved by Commissioner Ripa and seconded by Commissioner Hill, approving said resolutions. Vice Chairman April asked for questions on the motion. He then noted that the two resolutions for advertising, Resolutions 2014-122 (Marketing Roadway) and 2014-126 (Marketing Airport), reflect a reduction in advertising dollars from past years. He advised that this is in response to declining toll revenue. There being no further comments or discussion, Vice Chairman April asked the Secretary to call the roll.

Roll Call

Commissioner	Motion	2 nd	Yea	Nay	Abstain	Recused	Absent
Chairman Jamie Fox			X				
Vice Chairman Jeffery A. April, Esq.			X				
Commissioner Joseph Devine							X
Commissioner Peter C. Elco			X				
Commissioner Maurice B. Hill, Jr., DMD		X	X				
Commissioner James J. McCullough			X				
Commissioner C. Robert McDevitt			X				
Commissioner Joseph Ripa	X		X				

Copies of Resolutions 2014-119 through 2014-124 and 2014-126 through 2014-129 are attached hereto and made a permanent part of these official Authority minutes.

RESOLUTION 2014-119 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING CERTAIN PERSONNEL ACTIONS

Pursuant to the Authority By-Laws, the Personnel Committee shall advise the Board on issues related to organization structure, equal employment opportunity, labor negotiations, employment practices and personnel actions affecting an individual's employment status or compensation. This resolution seeks Board approval for personnel actions as specified in the "Schedule A" attached to this resolution.

RESOLUTION 2014-120 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE ACCEPTANCE OF A STOP LOSS INSURANCE POLICY AS NEGOTIATED AND RECOMMENDED BY BROWN & BROWN CONSULTING

Resolution 2014-37 authorized a Consulting Agreement with Brown & Brown Consulting, of Philadelphia, Pennsylvania for Professional Consultant/Broker Services for Medical Insurance. On behalf of the Authority, Brown & Brown Consulting has negotiated and recommended various annual insurance policies for Authority employees, including Stop Loss Insurance. Brown and Brown Consulting has negotiated and now recommends entering into a contract for a new Stop Loss Insurance Policy with Sun Life Assurance Company, of Wellesley Hills, Massachusetts for an annual premium of \$522,850. The Authority wishes to accept the recommendation of Brown & Brown Consulting and enter into this contract as negotiated, effective January 1, 2015 through December 31, 2015.

RESOLUTION 2014-121 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE EXECUTIVE DIRECTOR TO APPROVE AND EXECUTE DOCUMENTS ON BEHALF OF THE AUTHORITY WITH RESPECT TO THE SOUTH JERSEY TRANSPORTATION PLANNING ORGANIZATION (SJTPO)

As host agency to the SJTPO, the Authority regularly enters into agreements to accept FHWA funds on their behalf. This resolution designates the Executive Director to approve on behalf of the Authority each Federal Aid Agreement issued by the State, to request reimbursement of eligible costs under each Federal Aid

Agreement, to accept reimbursement thereof and execute sub-contracts with sub-regions, consultants or other parties as may be provided for in an approved Federal Aid Agreement for the period of January 1, 2015 through December 31, 2015. The Executive Director's execution of any documents required in connection therewith is conclusive evidence of such authorization and approval.

RESOLUTION 2014-122 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING ADVERTISING EXPENDITURES FOR THE ATLANTIC CITY EXPRESSWAY AND GENERAL ADVERTISING FOR 2015

This resolution serves to dedicate funds for the purpose of promoting and increasing passenger traffic on the Atlantic City Expressway, including E-ZPass usage.

RESOLUTION 2014-123 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE AWARD OF A CONTRACT TO THOMAS COMPANY, INC., OF EGG HARBOR, NEW JERSEY FOR THE ATLANTIC CITY EXPRESSWAY EGG HARBOR TOLL PLAZA ADMINISTRATION BUILDING RE-ROOFING PROJECT

On October 14th through October 17th, 2014, the Authority publicly advertised for bids for the Atlantic City Expressway Egg Harbor Toll Plaza Administration Building Re-Roofing Project. Work items include, but are not limited to, the demolition of the existing roof and installation of a new EPDM roofing system. The project further includes the demolition of all roofing plys, insulation, flashing, mechanical curbs and roof drains and the salvage and the reinstallation of an existing exhaust fan and surface mounted lightning protection spikes. As part of the solicitation, the Authority sought bids for the Base Bid as described above and an Add Alternate, for furnishing and installing a new continuous aluminum gutter with aluminum downspouts. The Authority's selection of the Base Bid and/or Add Alternate is contingent upon available funds. On November 13th 2014, five bids were received, opened and tabulated. Thomas Company, Inc. of Egg Harbor Township, New Jersey was deemed to be the lowest responsive, responsible bidder in an amount not to exceed \$112,330.00 for the Base Bid and Add Alternate. The Authority desires to include the Add Alternate in the award.

RESOLUTION 2014-124 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE AWARD OF A CONTRACT TO VRH CONSTRUCTION CORPORATION, OF PHILADELPHIA, PENNSYLVANIA FOR THE ATLANTIC CITY INTERNATIONAL AIRPORT CHECKPOINT ESCALATOR AND STAIR REPLACEMENT PROJECT

On October 17th and October 18th, 2014 the Authority publicly advertised for bids for the Atlantic City International Airport Checkpoint Escalator and Stair Replacement Project. Major work items include, but are not limited to, the modernization of one existing escalator (approximate rise of 13 ft.) to include its complete replacement with the exception of the existing structural truss which will be inspected and certified by the escalator manufacturer for reuse and new glass balustrades and stainless steel trim; the complete demolition and removal of another existing escalator and the installation of a new set of steel stairs with terrazzo treads and risers, glass balustrades and stainless steel handrails and trim. The work will be performed in two distinct phases and take place in the secure area within the Airport Terminal at the TSA Checkpoint and the 2nd Floor Departure Level. As part of the solicitation, the Authority sought bids for the Base Bid as described above and an Add Alternate, which was for a temporary office trailer to accommodate TSA employees during the demolition and construction. TSA has since advised the Authority that the temporary office trailer would not be necessary as they have adequate office space for displaced employees during the construction. On November 13th, 2014, five bids were received, opened and tabulated. VRH Construction Corporation, of Philadelphia, PA, was deemed the lowest responsive, responsible bidder. The Authority desires to award the Base Bid only, in an amount not to exceed \$869,000.00.

RESOLUTION 2014-125 WAS PULLED

RESOLUTION 2014-126 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING 2015 ADVERTISING EXPENDITURES TO PROMOTE THE ATLANTIC CITY INTERNATIONAL AIRPORT

This resolution serves to dedicate funds for the purpose of promoting passenger and airline traffic at ACY as increasing passenger and airline traffic at ACY generates income for the airport.

RESOLUTION 2014-127 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE EXECUTIVE DIRECTOR TO APPROVE AND EXECUTE GRANTS AND DOCUMENTS ON BEHALF OF THE AUTHORITY WITH RESPECT TO THE AUTHORITY'S TRANSPORTATION SERVICES DEPARTMENT

This resolution authorizes the Executive Director to approve and execute grants and documents with respect to the Transportation Services Department for the period of January 1, 2015 through December 31, 2015 for additional funding issued by the Federal Government, State of New Jersey and the counties or other private sector grants. The execution of additional funding is to be conclusive evidence of the Executive Director's authorization and approval thereof.

RESOLUTION OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE AWARD OF A CONTRACT TO A.E. STONE, OF EGG HARBOR TOWNSHIP, NEW JERSEY AND ARAWAK PAVING COMPANY, INC., OF HAMMONTON, NEW JERSEY FOR THE ATLANTIC CITY EXPRESSWAY PURCHASE OF HOT MIX ASPHALT 19M64 BASE COURSE, 12.5M64 SURFACE COURSE, HOT TACK AND THE RENTAL OF AN APPLICATION TRUCK AND ASPHALT PAVER

The Authority, via Resolution 2014-83 awarded a contract for the construction of a Salt Dome on the Atlantic City Expressway at the East Maintenance Yard. The Authority is now in need of Hot Mix Asphalt 19M64 Base Course, 12.5M64 Surface Course to Include Hot Tack and Application Truck and Rental of an Asphalt Paver for the base and surrounding area of the Salt Dome on the Atlantic City Expressway at the East Maintenance Yard. On December 2, 2014 and December 3, 2014, the Authority publicly advertised for Bids for the Atlantic City Expressway Purchase of Hot Mix Asphalt, 19M64 Base Course and 12.5M64 Surface Course, to include Hot Tack an Application Truck and Rental of Asphalt Paver. As part of the solicitation, the Authority sought bids for the Base Bid, which includes the purchase of Hot Mix Asphalt 19M64 Base Course, 12.5M64 Surface Course and Hot Tack as well as three Add Alternates: Add Alternate No. 1: Asphalt Delivery per the specifications; Add Alternate No. 2: Rental of a Hot Tack Application Truck (Port to Port) per hour including delivery as specified and 3: Rental of an Asphalt Paver, 12' wide with up to a 20' width adjustment including delivery as specified, with the selection of the bid/add alternates is contingent upon available funds. Language included in the bid specifications authorizes splitting the award when most advantageous to the Authority. On December 11, 2014, 2 bids were received, opened and tabulated. A.E. Stone, of Egg Harbor Township, New Jersey was deemed the lowest responsive, responsible bidder for the Base Bid, Add Alternate #1 and Add Alternate #2 combined, in an amount not to exceed \$69,900.00 and Arawak Paving Company, Inc., of Hammonton, New Jersey, was deemed the lowest responsive, responsible bidder for Add Alternate #3, in an amount not to exceed \$9,800.00.

RESOLUTION 2014-129 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AMENDING THE AGREEMENT WITH WOLFF & SAMSON, P.C., OF WEST ORANGE, NEW JERSEY FOR THE PROVISION OF GENERAL BOND COUNSEL SERVICES

On or about August 22, 2014, the Authority began investigating the benefits of restructuring its debt in order to reduce certain risks and potentially achieve debt service savings by issuing bonds or to refund a portion of its existing obligations. As part of this investigation, the Authority also sought to terminate its existing Letters of Credit associated with the Authority's 2009 Variable Rate Bonds. Based on the findings, the Authority determined it would proceed with a refunding and initiated services from Wolff Samson, P.C., of West Orange, New Jersey as well as other advisors to determine a best course of action. It was determined that the bond structure that best suited the Authority's needs would redeem the variable rate bonds issued in 2009, a portion of a series of fixed rate bonds issued in 2009 and fixed rate bonds issued in 2004. The refunding would also terminate the interest rate swaps on the variable rate bonds, which will eliminate the need for Letters of Credit and move the investment contracts associated with the 2004 Bonds to support the 2014 Bonds. The Authority's current agreement with Wolff Samson stipulates a cap for a single issue negotiated transaction of \$60,000.00 and a swap termination of \$20,000.00. Due to the complexity of the 2014 Series Refunding Bonds, and a restructuring of a portion of the 2009 A-1 bonds, which was not included in the fee cap, additional fees are accumulating which may exceed the existing cap. This resolution serves to raise the cap for the 2014 Series issue from \$80,000.00 to \$100,000.00 to cover the additional work needed to complete this transaction.

Petitions or Communications, Unfinished Business and New Business

Vice Chairman April asked if there were any petitions or communications, unfinished or new business. Mr. Frankowski responded that all petitions and communications were either mailed prior to the meeting or are at their place. Mr. Frankowski advised the Chairman that he has no new or unfinished business to discuss.

General Comment

Vice Chairman April asked the public for any general comments. No comments were made.

Adjournment

There being no further business, Vice Chairman April called for a motion to adjourn the meeting. Whereupon, the motion was made by Commissioner Ripa and seconded by Commissioner Hill to adjourn the meeting. A unanimous voice vote was taken adjourning the meeting at 9:48 a.m.

Submitted by:

Susan Lubrano, Authority Board Secretary

Note: An Executive Session was held during this meeting.