

**SOUTH JERSEY TRANSPORTATION AUTHORITY  
BOARD OF COMMISSIONERS MEETING  
DECEMBER 18, 2019**

This regularly scheduled Board of Commissioners Meeting of the South Jersey Transportation Authority was held on December 18, 2019, commencing at 9:08 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**

Commissioner Jeffery A. April, Esq  
Deputy Commissioner Joseph D. Bertoni (via videoconference)  
Commissioner Bryan J. Bush  
Commissioner Maurice B. Hill, Jr., DMD  
Commissioner James J. McCullough (via teleconference)  
Vice Chair Christopher M. Milam  
Commissioner Joseph Ripa (via teleconference)  
Daniel Kelly, Esq., GAU  
Michael Watson, Esq., Counsel  
Stephen F. Dougherty, Executive Director  
Karen Davis, Director of Finance  
Robert M. Damminger, Deputy Executive Director  
Cynthia Blasberg, Board Secretary  
Debra Murphy, Alternate Board Secretary

**Absent**

Chair Diane Gutierrez-Scaccetti (*advised via phone call Vice Chairman Milam may sign resolutions on her behalf*)  
Commissioner C. Robert McDevitt  
Commissioner Christina Fuentes, EDA

**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 Blackwood Office as prescribed by law.

**Roll Call**

| <b>Commissioner</b>                    | <b>Present</b> | <b>Absent</b> |
|--|----------------|---------------|
| Chair Diane Gutierrez-Scaccetti        |                | X             |
| Commissioner Jeffery A. April, Esq.    | X              |               |
| Deputy Commissioner Joseph D. Bertoni  | X              |               |
| Commissioner Bryan J. Bush             | X              |               |
| Commissioner Maurice B. Hill, Jr., DMD | X              |               |
| Commissioner James J. McCullough       | X              |               |
| Commissioner C. Robert McDevitt        |                | X             |
| Vice Chair Christopher M. Milam        | X              |               |
| Commissioner Joseph Ripa               | X              |               |
| Commissioner Christina Fuentes         |                | X             |

One (1) member of the public attended this meeting.

**Approval of the Agenda**

Vice Chairman Milam called for a motion to approve the December 18, 2019 agenda. Whereupon, a motion was made by Commissioner Bush and seconded by Commissioner Hill approving said agenda. Vice Chairman Milam 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 Milam called for a motion to approve the November 20, 2019 meeting minutes. Whereupon, a motion was made by Commissioner Bush and seconded by Commissioner Hill approving the November 20, 2019 meeting minutes. Vice Chairman Milam asked for questions on the motion. No questions were asked. All Commissioners in attendance voted, approving and adopting the minutes.

### **Executive Session**

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

Mr. Dougherty presented Resolution 2019-123 to the Commissioners for the exclusion of the public to discuss personnel matters pertaining to the Schedule "A" associated with Resolution 2019-114.

Whereupon, the motion was made by Commissioner April and seconded by Commissioner Bush approving Resolution 2019-123. A unanimous vote was taken approving the resolution, adjourning the public portion of the meeting at 9:10 a.m. The public was advised the minutes of this Executive Session would be disclosed to the public in accordance with State Law. A copy of Resolution 2019-123 is attached hereto and made a permanent part of these official Authority minutes.

At the close of Executive Session, Vice Chairman Milam called for a motion to return to the public portion of the meeting. Whereupon, a motion was made by Commissioner Hill seconded by Commissioner Bush. The public portion of the meeting reconvened at 9:15 a.m. Vice Chairman Milam then requested the Secretary call the roll.

### **Roll Call**

| <b>Commissioner</b>                   | <b>Present</b> | <b>Absent</b> |
|---------------------------------------|----------------|---------------|
| Chair Diane Gutierrez-Scaccetti       |                | X             |
| Commissioner Jeffery A. April, Esq.   | X              |               |
| Deputy Commissioner Joseph D. Bertoni | X              |               |
| Commissioner Bryan J. Bush            | X              |               |
| Commissioner Maurice B. Hill          | X              |               |
| Commissioner James J. McCullough      | X              |               |
| Commissioner C. Robert McDevitt       |                | X             |
| Vice Chair Christopher M. Milam       | X              |               |
| Commissioner Joseph Ripa              | X              |               |
| Commissioner Christina Fuentes        |                | X             |

### **Executive Report**

Vice Chairman Milam asked for the presentation of the Executive Report. Mr. Dougherty presented the December 18, 2019 Executive Report: a copy of which is attached hereto and made a permanent part of these official Authority minutes.

### **Committee Reports**

Vice Chairman Milam asked Mr. Dougherty to present the Committee Reports. Mr. Dougherty reported all Committees met on December 4, 2019. During these meetings, Commissioners were briefed on the resolutions being presented this morning as well as updates on Spirit additional frequency to Orlando and the Port Authority of New York & New Jersey procuring a study related to New Jersey Airports. Commissioners received the schedule of upcoming projects, EO-8 Report and Airport statistics.

### **Public Response to Agenda Items**

Vice Chairman Milam asked the public for comments on any of the agenda items. Commissioner April stated he will be recusing himself from voting on resolutions being presented today due to a conflict of interest, specifically Resolution 2019-116, authorizing the appointment of Cooper Levenson as Co-Counsel for the Authority. Vice Chairman Milam asked for additional comments, additional no comments were made.

### **Approval of Bills**

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

**Roll Call**

| Commissioner                           | Motion | 2 <sup>nd</sup> | Yea | Nay | Abstain | Recused | Absent |
|--|--------|-----------------|-----|-----|---------|---------|--------|
| Chair Diane Gutierrez-Scaccetti        |        |                 |     |     |         |         | X      |
| Commissioner Jeffery A. April, Esq.    | X      |                 | X   |     |         |         |        |
| Deputy Commissioner Joseph Bertoni     |        |                 | X   |     |         |         |        |
| Commissioner Bryan J. Bush             |        | X               | X   |     |         |         |        |
| Commissioner Maurice B. Hill, Jr., DMD |        |                 | X   |     |         |         |        |
| Commissioner James J. McCullough       |        |                 | X   |     |         |         |        |
| Commissioner C. Robert McDevitt        |        |                 |     |     |         |         | X      |
| Vice Chairman Christopher M. Milam     |        |                 | X   |     |         |         |        |
| Commissioner Joseph Ripa               |        |                 | X   |     |         |         |        |

**Resolutions and Motions:**

Vice Chairman Milam asked Mr. Dougherty to present the resolutions. Mr. Dougherty advised the Vice Chairman and Commissioners he would be presenting a total of nine (9) resolutions for their consideration. Mr. Dougherty presented Resolutions 2019-114 through 2019-122. Vice Chairman Milam called for a motion to approve said resolutions. The motion as presented, was moved by Commissioner Bush and seconded by Commissioner Hill, approving said resolutions.

**Roll Call**

| Commissioner                           | Motion | 2 <sup>nd</sup> | Yea | Nay | Abstain | Recused | Absent |
|--|--------|-----------------|-----|-----|---------|---------|--------|
| Chair Diane Gutierrez-Scaccetti        |        |                 |     |     |         |         | X      |
| *Commissioner Jeffery A. April, Esq.   |        |                 |     |     |         | X       |        |
| Joseph D. Bertoni                      |        |                 | X   |     |         |         |        |
| Commissioner Bryan J. Bush             | X      |                 | X   |     |         |         |        |
| Commissioner Maurice B. Hill, Jr., DMD |        | X               | X   |     |         |         |        |
| Commissioner James J. McCullough       |        |                 | X   |     |         |         |        |
| Commissioner C. Robert McDevitt        |        |                 |     |     |         |         | X      |
| Vice Chairman Christopher M. Milam     |        |                 | X   |     |         |         |        |
| Commissioner Joseph Ripa               |        |                 | X   |     |         |         |        |

*\*Commissioner April recused from voting on said resolutions stepping out of the meeting at 9:22 and returning to the meeting at 9:24.,*

**RESOLUTION 2019-114 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 2019-115 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 funding on their behalf. This resolution designates the Executive Director to approve, on behalf of the Authority, each Federal Aid Agreement issued, 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, 2020 through December 31, 2020. The Executive Director’s execution of any documents required in connection therewith is conclusive evidence of such authorization and approval.

**RESOLUTION 2019-116 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY APPOINTING FLORIO, PERRUCCI, STEINHARDT, & CAPPELLI OF CHERRY HILL, NJ AS GENERAL COUNSEL, COOPER LEVENSON OF ATLANTIC CITY, NJ AS CO-GENERAL COUNSEL AND BROWN AND CONNERY, LLC. OF WESTMONT, NJ AS SPECIAL COUNSEL FOR THE AUTHORITY**

On November 7<sup>th</sup> and November 8<sup>th</sup>, 2019, the Authority publicly advertised a Request for Proposals for General and/or Special Legal Counsel Services for the Authority. On November 27, 2019, in response to said advertising, eight (8) proposals were received. The Consultant Selection Committee (CSC) reviewed and ranked the Proposals and to determine if same met all the requirements of the specifications and instructions to proposers. Based on the CSC's evaluation and the recommendation of the CSC Chairman, it is recommended the Authority appoint Florio, Perrucci, Steinhardt, & Cappelli, of Cherry Hill, New Jersey as General Counsel, Cooper Levenson of Atlantic City, New Jersey as Co-General Counsel and Brown & Connery, L.L.P. of Westmont New Jersey as Special Counsel to the Authority for all legal services regarding all Employment and Labor matters. The term of these appointments shall be one (1) year with a one (1) year option to renew at the Authority's discretion. The hourly rates, as set forth in the Request for Proposals, are \$200.00 per hour for partners; \$175.00 per hour for associates; \$125.00 per hour for Workers' Compensation matters; \$90.00 per hour for paralegals and \$100.00 per hour for clerks, law assistants and law school graduates awaiting the bar results. All other expense limits are as indicated in the Request for Proposals. The Director of Business Administration believes it is in the best interest of the Authority and recommends the aforementioned appointments pending satisfactory Certificates of Insurance are provided to the Authority in the amounts as specified in the Request for Proposal.

**RESOLUTION 2019-117 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE CHIEF ENGINEER TO EXECUTE PROJECT APPLICATIONS, PERMITS AND GRANTS WITH AGENCIES SUCH AS THE NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION AND THE PINELANDS COMMISSION ON BEHALF OF THE AUTHORITY**

The Authority is authorized to enter into any and all agreements or contracts convenient or desirable for the purposes of the Authority. the Authority identifies necessary projects to carry out its purposes under the Act. Many of these projects are led by or overseen by the Chief Engineer of the Authority. In order to pursue these projects, the Authority must complete various permit applications, project applications, grant applications and the like with agencies such as, but not limited to, the New Jersey Department of Environmental Protection, the Pinelands Commission, the New Jersey Department of Transportation, the New Jersey Department of Community Affairs, and the Federal Aviation Administration. The Chief Engineer is responsible for completing these various applications. It is the desire of the Authority to grant the Chief Engineer the authority to execute such applications on behalf of the Authority, provided these applications are part of approved projects (i.e., are identified within an adopted budget or capital project plan) or are at no cost to the Authority or will require future approvals from the Board of Commissioners. The Commissioners of the Authority do hereby authorize the Chief Engineer, during the period of January 1, 2020 through December 31, 2020, to complete and submit permit applications, project applications, grant applications and the like with agencies such as, but not limited to, the New Jersey Department of Environmental Protection, the Pinelands Commission, the New Jersey Department of Transportation, the New Jersey Department of Community Affairs, and the Federal Aviation Administration in connection with the purposes outlined herein and consistent with the Authority's enabling legislation, N.J.S.A. 27:25A-1 et seq.

**RESOLUTION 2019-118 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING A LICENSE TO CROSS TO ATLANTIC CITY ELECTRIC TO CONSTRUCT A NEW ELECTRICITY TRANSMISSION LINE ACROSS THE ATLANTIC CITY EXPRESSWAY CONNECTOR AT MILEPOST CN .07**

Atlantic City Electric wishes to install a new 69kV aerial crossing over Beach Thorofare at the Atlantic City Expressway Connector at milepost CN 0.7 in order to improve reliability and resiliency of the electricity transmission system into Atlantic City. It is in the best interest of the Authority to protect its

facilities via a License to Cross for permanent installations such as utility crossing and for temporary impacts, such as construction easements. Atlantic City Electric has proposed that the Authority allow construction of a new 69kV aerial crossing between a number of steel poles to be located outside of the Authority rights-of-way. Atlantic City Electric will pay all costs including that of State Police, traffic control, emergency repair costs and other costs outlined in the License to Cross agreement for Authority inspection fees and also submit a non-refundable application fee. The Director of Engineering recommends authorizing a License to Cross to Atlantic City Electric to construct a electricity transmission line across the Atlantic City Expressway Connector's right-of-way at milepost CN 0.7.

**RESOLUTION 2019-119 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE MODIFICATION OF THE RATES & CHARGES AT THE ATLANTIC CITY INTERNATIONAL AIRPORT**

Pursuant to Section 24 of the FAA Airport Improvement Program Grant, assurances state that the airport "will maintain a fee and rental structure for the facilities and services at the airport that make the airport as self-sustaining as possible. The Airport Department has performed a review of existing Airport Rates & Charges consistent with the objectives to attract additional air service and minimize the impact on existing carriers. The Department recommends a modification to the existing Rates & Charges as detailed in Exhibit A, specifically by changing the Ramp Fee Program and implementing a Security Fee for airlines that utilize the Airport. The Airport Director believes it is in the best interest of the Authority and recommends making these changes in an effort to make the airport self-sustaining

**RESOLUTION 2019-120 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING THE EXECUTION OF AN AGREEMENT TO ENTER INTO A LEASE AND A GROUND LEASE WITH JB AIR, LLC (FORMERLY JBA AIR, LLC) FOR THE DEVELOPMENT OF LONG-TERM HANGAR AND AIRCRAFT FUELING FACILITIES AND ASSOCIATED SUPPORT STRUCTURES AT THE ATLANTIC CITY INTERNATIONAL AIRPORT**

Pursuant to Section 7(n) of the Act, the Authority has the power to grant by franchise, lease or otherwise, the use of any project, facility or property owned and controlled by the Authority to any person for the consideration and for the period or periods of time and upon terms and conditions as are agreed upon, including but not limited to, the condition that the lessee may construct or provide any buildings or structures for the project facility or property or portions thereof. The Airport includes real property owned by the Authority that is identified as developable property in the Federal Aviation Administration ("FAA") Approved Master Plan. JB Air, LLC ("JB Air"), (formerly JBA Air, LLC), a limited liability company of the State of New Jersey proposes to enter into a project for the development of a long-term hangar and aircraft fueling facilities and associated support facilities on property owned by the Authority at the Airport that is developable property (the "Project"). The Project would include the construction of a new hangar building, fuel farm, vehicle parking lot and ramp on an approximately four-acre parcel that is currently used as the overflow parking lot. Under the proposal, JB Air would pay no less than fair market ground rent for the leased property, construct with its own funds the necessary facilities and associated support structures. In addition to the above JB Air would also be responsible for all applicable fees and costs for the use of Airport facilities. Under Resolution 2017-113 the Authority provided an initial approval of the Project. This resolution seeks approval for certain revised terms for the Project as set forth in the resolution. In addition, the Authority and JB Air have reached substantial agreement on the agreement to enter into lease and ground lease which are attached as Exhibit A and B respectively. The Director of the Airport believes that the proposed Project as revised would foster economic development in the area, would generate additional revenue for the Airport and would be in the best interests of the Authority and the public that it serves.

**RESOLUTION 2019-121 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY APPROVING THE ASSIGNMENT OF AN EXISTING AIRPORT FOOD & BEVERAGE LEASE AND CONCESSION AGREEMENT WITH OHM CONCESSION GROUP, LLC TO OHM ACY, LLC**

Pursuant to Section 7(x) of the Act, the Authority has the power to enter into any and all agreements or contracts, execute any and all instruments, and to perform any and all acts or things necessary, convenient or desirable for the purposes of the Authority or to carry out any powers expressly given in the Act. Following a publicly advertised Request for Proposals, on March 5, 2018 and March 6, 2018, pursuant to Resolution No. 2018-23, the Authority awarded an Airport Lease and Concession Agreement (the "Agreement") to OHM Concession Group LLC of St. Louis, Missouri ("OHM"). On November 19, 2019, the Authority received notice from OHM advising that OHM has entered into an agreement to sell certain assets to Hudson Group Retail ("Hudson Group") and, as a result, on or about January 8, 2020, each of OHM's existing stores currently in operation at the Atlantic City International Airport ("ACY") will be owned and operated by OHM ACY, LLC. OHM ACY, LLC will be jointly owned by Hudson Group (80%) and OHM (20%). Section 7.1 of the Agreement states that OHM shall not transfer or assign any rights, obligations, or privileges under the Agreement without obtaining the Authority's prior, written consent, and that such consent shall not be reasonably withheld. OHM and the Hudson Group have confirmed that OHM ACY, LLC will assume all past, existing, and future rights, obligations, and privileges under the Agreement. All terms and conditions of the Agreement shall remain unchanged. Through consultation with the Authority's legal counsel, the ACY Airport Director recommends assigning the Agreement from OHM to OHM ACY, LLC.

### **RESOLUTION 2019-122 OF THE SOUTH JERSEY TRANSPORTATION AUTHORITY AUTHORIZING SETTLEMENT OF LITIGATION**

On January 12, 2018, the Authority was named as a defendant in the litigation filed by plaintiff Cheri Miller ("Plaintiff"), captioned as Miller v. Hewitt, Jr., et al., Docket No. CAM-L-164-18, filed in the Superior Court of New Jersey, Law Division, Camden County (the "Litigation"). The Authority, other named defendants, and Plaintiff have determined that it is in their mutual interest to resolve all issues between them in the Litigation amicably and have negotiated terms of settlement set forth in a document entitled "General Release". Pursuant to the General Release, Plaintiff has agreed to dismiss her claims against the Authority and has further agreed to release the Authority from any and all claims she has or may have against them (the "Release"). The settlement of the Litigation is not an admission of liability in any manner by the Authority. Through consultation with its legal counsel, the Authority's Board of Commissioners has determined it is in the best interests of the Authority to settle the Litigation in a manner consistent with the terms set forth in the General Release.

#### **Petitions or Communications, Unfinished Business and New Business**

Vice Chairman Milam asked if there were any petitions or communications, unfinished or new business. Mr. Dougherty responded all petitions and communications were mailed prior to the meeting or are at the Commissioners' place. Further, he stated he has no new business to discuss.

#### **General Comment**

Vice Chairman Milam asked the public for any general comments. Commissioner April noted seeing an article in a newspaper regarding the Port Authority seeking proposals to takeover a New Jersey Airport. He further stated it has been his belief that the Port Authority has an interest in taking over the Atlantic City International Airport, specifically, and is questioning the Port Authority's actual intentions. Commissioner April wished everyone a Merry Christmas and a happy and healthy New Year. Vice Chairman Milam asked for any additional comments. No additional comments were made.

#### **Adjournment**

There being no further business, Vice Chairman Milam called for a motion to adjourn the meeting. Whereupon, the motion was made by Commissioner Bush and seconded by Commissioner Hill to adjourn the meeting. A unanimous voice vote was taken adjourning the meeting at 9:25 a.m.

Submitted by:

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Cynthia A. Blasberg, Board Secretary

**Note: An Executive Session was held during this meeting.**