

PHILADELPHIA ENERGY AUTHORITY

**Minutes of the Special Session of the Board of Directors of the Philadelphia Energy Authority
November 20, 2016**

A special session (the “Meeting”) of the Board of Directors (the “Board”) of the Philadelphia Energy Authority (the “Authority”) was held on November 30, 2016, beginning at 8:00 AM, at City Hall, 1400 JFK Blvd, Room 566, Philadelphia, Pennsylvania.

The following members of the Authority were present at the meeting:

Christopher A. Lewis (via phone)
Barbara Adams (via phone)
Kenneth Ogawa (via phone)
Emily Schapira
E. Mitchell Swann (via phone)

Chelsey Lowe, Program Coordinator for the Authority, was also present at the meeting. No members of the public attended.

Call to Order

Mr. Lewis called the Meeting to order. Mr. Lewis determined that a quorum was present and that the Meeting was properly advertised.

New Business – Resolution to Amend the Articles of Incorporation

Ms. Schapira presented the primary order of business for the Meeting which was RESOLUTION IV-1: AMEND THE ARTICLES OF INCORPORATION OF THE PHILADELPHIA ENERGY AUTHORITY. Drafted by Ms. Adams with review from both City Council and City attorneys, the resolution increases the total number of board members from five (5) to seven (7), and creates two new classes of directors to ensure staggered terms.

The Board reviewed the content of the amendment and the process for finalizing the changes to the Articles of Incorporation, including approval by City Council, a signature from the Mayor, appropriate public advertising and certification from the Secretary of the Commonwealth.

Mr. Lewis called for a vote to approve the resolution. Ms. Adams moved to approve the amendment to the Articles of Incorporation. The motion was seconded by Mr. Ogawa. The resolution was approved unanimously.

Adjournment

There being no further business to come before the Board, on motion duly made and seconded the Meeting was adjourned. The next meeting of the Board is scheduled for January 17, 2017.

Respectfully Submitted,

Secretary of the Board of Directors