

DELAWARE RIVER AND BAY AUTHORITY
GOVERNANCE/AUDIT COMMITTEE MEETING

Thursday, July 29, 2021
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Projects Committee Meeting was conducted via Zoom on Thursday, July 29, 2021, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

Committee Chair Faust
Commissioner Carey, Committee Member - absent

Commissioner Decker, Committee Member
Commissioner Ford
Commissioner Ratchford

Commissioners of New Jersey

Committee Vice-Chair McCann

Commissioner Smith, Committee Member
Commissioner Wilson, Committee Member
Commissioner Ransome
Commissioner Baldini

Chairperson Hogan

Vice-Chairperson Lathem

Mike Houghton – DE

Phil Norcross – NJ

Governors' Representatives

Rudy Rodas – NJ

Staff


Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Jim Salmon
TJ Murray
Michelle Warner
Michele Pyle
Tara Donofrio
Heath Gehrke
Andrew Houghton
Michelle Griscom

Guests

Steve Ewing, PS&S

CERTIFICATION

I hereby certify that the foregoing is a TRUE COPY
of the minutes of the Delaware River and Bay Authority
held on 7/29/21, a quorum
being present.



Stephen D. Williams, Assistant Secretary
Delaware River and Bay Authority

Seal

1. Committee Chair Faust opened the Governance/Audit Committee meeting at approximately 10:21 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Governance/Audit Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.
2. Committee Chair Faust called for a motion to accept the Governance/Audit Committee Minutes from May 18, 2021. Committee Vice-Chair McCann made a motion, Commissioner Smith seconded, and the Committee Minutes were accepted.
3. Discussion Item:

- **Resolution Implementation Review**

The Chief Financial Officer (CFO) noted the agenda item will be presented by Counsel.

- **2021 Resolution Summary**

- 22 Resolutions Presented to Board
- 14 Dealing with leases, lease terminations, lease amendments or easements
- 6 Over 25 list
- 2 Routine Matters (CIP, Deferred Compensation Committee)
- 2 Not Fully Implemented:

- **MAY**

- **21-21** Lease Agreement Between the Delaware River and Bay Authority and Cape May Brewing LLC
- **21-19** Lease Agreement Between the Delaware River and Bay Authority and Love Cook and Company

- **2020 Resolution Status Update**

- 52 Resolutions Presented to Board
- 3 Not Fully Implemented
 - **20-04** Release of Land from ILG Leasehold and Grant of Easements for DELDOT Route 141 road improvements. All documents signed. No further DRBA action needed; documents have not yet been recorded.
 - **20-33**-Authorizing a Lease Amendment between DRBA and Quaker City 607LLC at the New Castle Airport. Tenant decided they did not want amendment; current lease remains intact.
 - **20-36** Authorizing the Acceptance of Funds from the State of New Jersey for Electric Vehicle Charging Stations. Project is currently being constructed and is slated for completion in August.

- **2015-2019 Resolution Status Updates**

- 2 Not Fully Implemented

- **17-33** Authorizes Acceptance of Funds from the Federal Transit Administration Passenger Ferry Grant Program. Equipment received December 2020. DRBA began drawing down funds in January 2021; to date \$1.7 Million has been received
- **15-49** Lease Amendment between DRBA and Citibank authorizing sale if New Castle County (NCC) agreed. Purchase agreement signed by all parties. NCC surplus property declared on 7/13/21. Closing anticipated in August 2021

Chairwoman Faust asked if additional Board action was necessary related to resolution 20-33. Counsel clarified that no additional action is necessary since the resolution authorized but did not mandate the execution of a lease amendment.

Delaware Legal Counsel noted the benefit to the Board receiving this semi-annual resolution audit.

Board Vice Chair Lathem asked to be informed when all funding under Resolution 17-33 has been received. Counsel responded in the affirmative.

With no further business to discuss, Committee Chair Faust made a motion to adjourn; Committee Vice-Chair McCann made a motion, Commissioner Smith seconded, and the Governance/Audit Committee adjourned at 10:36 a.m.

DELAWARE RIVER AND BAY AUTHORITY
BUDGET & FINANCE COMMITTEE MEETING
Thursday, July 29, 2021
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Budget & Finance Committee Meeting was conducted via Zoom on Thursday, July 29, 2021 from the Delaware Memorial Bridge Complex, New Castle, Delaware

Commissioners of New Jersey

Committee Chair McCann
Commissioner Smith, Committee Member
Commissioner Wilson, Committee Member
Commissioner Ransome
Commissioner Baldini

Chairperson Hogan

Phil Norcross - NJ

Governors’ Representatives

Rudy Rodas – New Jersey

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Warner
Jim Salmon
TJ Murray
Tara Donofrio
Michelle Pyle
Michelle Griscom
Heath Gehrke

Commissioners of Delaware

Committee Vice-Chair Decker
Commissioner Ford, Committee Member
Commissioner Ratchford, Committee Member
Commissioner Faust
Commissioner Carey

Vice-Chairperson Lathem

Michael Houghton - DE

Governor’s Representatives

Guests

1. Committee Chair McCann opened the Budget & Finance Committee meeting at approximately 10:36 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Budget & Finance Committee had been duly noticed in accordance with the Authority’s Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair McCann called for a motion to accept the Budget & Finance Committee Minutes from June 15, 2021. Vice-Chairperson Lathem made a motion, Commissioner Decker, seconded, and the Committee Minutes were accepted.

3. Discussion Items:

) Bond Issuance

The Chief Financial Officer (CFO) reviewed a debt refunding transaction in anticipation of a Special Board Session slated for August 19, 2021. The CFO discussed the monitoring and refunding of the Authority's 2012 debt issuance. Currently, the refunding would produce \$16 million dollars in present value saving or roughly 17% of the transaction. The information being presented is also intended to show the impact of including \$50 million dollars of new funding at about 2.7% all in interest costs. The CFO highlighted the 2024 year, reviewing the debt service coverage currently, after a refunding, and with a new money issuance. He noted that in each situation, the coverage ratio remained strong at greater than 2.0x coverage. Lastly, the CFO informed the committee that staff was meeting later in the day to determine if issuing new money was needed to fund the next year of the CIP, and if so, how much was needed.

Commissioner Decker requested seeing scenarios involving \$50 million dollars, \$60 million dollars, and \$70 million dollars for the August meeting.

) 2021 2nd Quarter YTD Financial Performance

The Chief Financial Officer (CFO) reviewed traffic at the DMB compared to transactions in 2019. Year-to-date toll transactions recorded about 7.95 million transactions compared to 8.6 million transactions in 2019. Commercial traffic increased to 1.36 million transactions compared to 1.24 million transactions in 2019. Overall transactions decreased, but commercial traffic transactions increased. The CMLF transactions decreased by 14% compared to 2019, a decrease of 50,000 transactions. Year-to-date revenue totals were roughly \$84.8 million dollars, approximately \$8.6 million dollars more than projected and \$17.8 more than the same period last year. The CFO noted that expenses were in-line with the 39% spent last year. Lastly, the CFO reviewed the airports information presented, noting that revenues generally exceeded the 50% mark, while expenses were about 40% of budget as of June 30, 2021.

) Contract Extensions: CS-16-01, Actuarial Valuation and Advisory Services for Pension and OPEB (Option Term 2)

The CFO discussed Boomershine Consulting Group, LLC which has one year left on their contract. The CFO recommended extending Boomershine Consulting Group, LLC into the last extension year of their agreement. Commissioner McCann made a motion to consent the extension, all committee members agreed.

4. Action Items:

Resolution 21-24 – Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2021 through December 31, 2021

The CFO presented and reviewed the Resolution and with no further questions, Commissioner Decker made a motion, Commissioner Smith seconded, and the Budget & Finance Committee recommended forwarding Resolution 21-24 to the full Board. The Resolution will be presented to the full Board for consideration at the July meeting later today.

Resolution 21-25 – Authorizes an Agreement Between the Delaware River and Bay Authority and Morris, Nichols, Arsht & Tunnell, LLP to Serve as General Legal Counsel Representing the Authority’s Interests in the State of Delaware

The CFO presented and reviewed the Resolution and with no further questions, Commissioner Decker made a motion, Commissioner Smith seconded, and the Budget & Finance Committee recommended forwarding Resolution 21-25 to the full Board. The Resolution will be presented to the full Board for consideration at the July meeting later today

Resolution 21-26 – Agreement for Authority-Wide Insurance Brokerage & Consulting Services

The CFO presented and reviewed the Resolution and with no further questions, Commissioner Smith made a motion, Commissioner Decker seconded, and the Budget & Finance Committee recommended forwarding Resolution 21-26 to the full Board. The Resolution will be presented to the full Board for consideration at the July meeting later today.

With no further business to discuss, Committee Chair McCann adjourned the Budget and Finance Committee at 11:16 a.m.

DELAWARE RIVER AND BAY AUTHORITY

ECONOMIC DEVELOPMENT COMMITTEE MEETING

Thursday, July 29, 2021

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Economic Development Committee Meeting was conducted via Zoom on Thursday, July 29, 2021 from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

Committee Chair Ford
Commissioner Carey, Comm. Member*
Commissioner Ratchford, Comm. Member
Commissioner Decker
Commissioner Faust
Vice-Chairperson Lathem

Commissioners of New Jersey

Committee Vice-Chair Ransome
Commissioner Wilson, Comm. Member
Commissioner Baldini, Comm. Member
Commissioner McCann
Commissioner Smith
Chairperson Hogan

*Absent

Michael Houghton – DE

Phillip Norcross - NJ

Governors’ Representatives

Governors’ Representatives
Rudy Rodas, New Jersey

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Warner
Jim Salmon
TJ Murray
Michelle Griscom
Tara Donofrio
Michele Pyle
Heath Gehrke
Andy Houghton

Guests

1. Committee Chair Ford opened the Economic Development Committee meeting at approximately 11:17 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Economic Development Committee had been duly noticed in accordance

with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair Ford called for a motion to accept the Economic Development Committee Minutes from June 15, 2021. Commissioner Ransome made a motion, Commissioner Wilson seconded, and the Committee Minutes were accepted.
3. Resolutions:

RESOLUTION 21-27 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND LUND AIR SERVICES, LLC

After discussions, Commissioner Wilson made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 21- 27 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

RESOLUTION 21-28 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY BREWING LLC

After discussions, Commissioner Ransome made a motion, Commissioner Wilson, seconded, and the Economic Development Committee recommended forwarding Resolution 21-28 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

RESOLUTION 21-29 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND LOVE THE COOK & COMPANY LLC

After discussions, Commissioner Ransome made a motion, Commissioner Wilson, seconded, and the Economic Development Committee recommended forwarding Resolution 21-29 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

RESOLUTION 21-30 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE ISLAND FOODS LLC THE CAPE MAY AIRPORT

After discussions, Commissioner Ransome made a motion, Commissioner Faust, seconded, and the Economic Development Committee recommended forwarding Resolution 21-30 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

RESOLUTION 21-31 - LICENSE OF USE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND THE FEDERAL EMERGENCY MANAGEMENT AGENCY AT THE CIVIL AIR TERMINAL

After discussions, Commissioner Ratchford made a motion, Commissioner Wilson, seconded, and the Economic Development Committee recommended forwarding Resolution 21-31 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

RESOLUTION 21-32 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND JAMES D. MORRISSEY III AT THE CAPE MAY AIRPORT

After discussions, Commissioner Ransome made a motion, Commissioner Wilson, seconded, and the Economic Development Committee recommended forwarding Resolution 21-32 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

RESOLUTION 21-33 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND TEND-AIR, LLC.

After discussions, Commissioner Wilson made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 21-33 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the July meeting later today.

Committee Chair Ford adjourned the Economic Development Committee at 11:39 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

Thursday, July 29, 2021

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Projects Committee Meeting was conducted via Zoom on Thursday, July 29, 2021, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

New Jersey Commissioners

Committee Chair Ransome

Commissioner McCann, Committee Member

Commissioner Wilson

Commissioner Smith

Commissioner Baldini

Chairman Hogan

Legal Counsel

Phil Norcross– NJ

Governors' Representatives

Rudy Rodas – NJ

Staff

Tom Cook

Steve Williams

Victor Ferzetti

Vince Meconi

Charlotte Crowell

Gerry Owens

Michelle Warner

Michele Pyle

Jim Salmon

TJ Murray

Tara Donofrio

Heath Gehrke

Andy Houghton

Michelle Griscom

Delaware Commissioners

Committee Vice-Chair Ratchford

Commissioner Ford, Committee Member

Commissioner Faust, Committee Member

Commissioner Decker

Commissioner Carey -absent

Vice Chairman Lathem

Mike Houghton – DE

Albert Shields – DE absent

Guests

Steve Ewing, PS&S

1. Committee Chair Ransome opened the Projects Committee meeting at 11:39 a.m.
2. Committee Chair Ransome called for a motion to accept the Projects Committee Minutes from June 15, 2021. Committee Vice-Chair Ratchford made a motion, Commissioner Ford seconded, and the Committee Minutes were accepted.

3. Bid Openings:

) CMLF-21-12R Cape May Ferry Paint Shop Demolition and Construction

A public bid opening was held on July 01, 2021, in which (3) bids were submitted.

The COO recommended awarding the contract, in the amount of \$193,706.26 to Ocean Construction LLC of Williamstown, NJ.

) CMLF-C21-04R Roof Improvements to Cape May Ferry Buildings C-2 & C-4

A public bid opening was held on July 13, 2021, in which (3) bids were submitted.

The COO recommended awarding the contract, in the amount of \$569,745 to Noble Roofing & Sheet Metal, Inc. of Richboro, PA.

) DMB-22-01 First Structure-Coating, Removal & Replacement

A public bid opening was held on July 1, 2021, in which (7) bids were submitted.

The COO recommended awarding the contract in the amount of \$10,510,380 to Allied Painting, Inc. of Cherry Hill, NJ.

Committee Chair Ransome called for a motion to accept all three (3) the awards, to which Commissioner Faust made a motion, seconded by Commissioner Ford and the Projects Committee concurred with the recommendation to accept and authorize the actions to be presented to the full Board at the July meeting later today.

4. Contract Closeouts

) CMLF-16-04 Freeman Highway Maintenance Garage

The COO recommended close-out of the contract and final payment to EDiS of Wilmington, DE with a final contract amount of \$2,270,578.09.

Committee Chair Ransome called for a motion to approve the contract closeout, to which Commissioner Faust made a motion, seconded by Commissioner Ford and the Projects Committee concurred with the recommendation and authorized the close-out action to be presented to the full board at the July meeting later today.

5. Contractor Payment Reviews:

The COO reviewed for the Committee the monthly construction contractor payments to be made for the work completed through June 2021. The DRBA had (15) payments totaling approximately \$3.8 million for projects at the bridge, ferry, and airports.

6. Discussion Items

) **Construction Projects Progress**

The monthly construction highlights report was previously presented via email to the Commissioners. Vice Chair Lathem inquired if the paint material for the bridge project is lead based, to which the COO assured it will be a process stripped to the bare metal by sandblasting, encapsulating all the material so as not to pollute the river nor fall on any vehicles crossing the span. Chairman Ransome praised the COO and his operations team for their professional and detailed explanations, which greatly assist the Projects Committee to be educated in their decisions.

7. With no further business to discuss, Committee Chair Ransome called for a motion to adjourn; Commissioner McCann made a motion and Committee Vice-Chair Ratchford seconded, and the Projects Committee adjourned at 11:45a.m.