

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
VIDEO/TELECONFERENCE CONDUCTED FROM
Delaware Memorial Bridge Complex
Tuesday, March 16, 2021**

The meeting convened via Zoom at 10:03 a.m. with Chairperson Hogan presiding.

The opening prayer was given by Vice-Chairperson Lathem, followed by the Pledge of Allegiance.

Chairperson Hogan called on the Authority Assistant Secretary to read the meeting notice. The Assistant Secretary announced that a notice of the meeting had been distributed to the offices of the Governor of New Jersey and the Governor of Delaware, to appropriate staff members and consultants, to the press in both States and to any other individuals who had indicated an interest in receiving a copy of the meeting. The Assistant Secretary announced in order to adhere to CDC guidelines, until further notice, the public will not be permitted physical attendance to DRBA Committee and Board meetings. Therefore, until further notice, meetings are held electronically via Zoom.

Chairperson Hogan called on the Assistant Secretary to take the roll.

Commissioners from New Jersey

James N. Hogan, Chairperson**
Vacant
Sheila McCann*
Shirley R. Wilson*
Ceil Smith **
M. Earl Ransome, Jr.*

Commissioners from Delaware

Samuel Lathem, Vice-Chairperson**
Crystal L. Carey*
Henry J. Decker*
James L. Ford III*
Michael Ratchford*
Veronica O. Faust *

*Attended via telephonic/Zoom video

** Physically present in James Julian Boardroom

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Chairperson Hogan called for the acceptance of the Agenda.

Commissioner Smith made a motion to accept the Agenda, seconded by Vice-Chairperson Lathem, and the motion carried by a voice vote of 11-0.

Chairperson Hogan recessed the meeting for the purpose of conducting Committee Meetings.

At the conclusion of the Committee meetings, Chairperson Hogan called the meeting back to order at 11:55 a.m.

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11756. APPROVAL OF THE FEBRUARY 17, 2021 MINUTES

Commissioner Smith made a motion to approve meeting minutes for February 17, 2021, seconded by Commissioner McCann, and approved by a voice vote of 11-0.

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11757. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

The Chief Financial Officer (CFO) presented charts showing Actual versus Projected Revenues for the Delaware Memorial Bridge, the Cape May-Lewes Ferry, Airports, Delaware City-Salem Ferry Crossing and Food Service for February 2021.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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11758. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for February 2021 with comparisons to the same periods last year.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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11759. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for February 2021 showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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11760. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for February 2021 showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also included cash expenditures spent to date for the committed projects.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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11761. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) FOR FEBRUARY 28, 2021

The CFO presented charts indicating the cash fund balances for the entire Authority.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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11762. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Hogan noted (3) Contract Awards, No Contract Close-Outs, and (4) Resolutions.

All action items have been reviewed, and recommended for consideration during today’s Committee meetings. He then called for public comment.

There were no public comments.

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11763. AWARD OF CONTRACT #CMLF-L21-01 – LEWES FERRY TERMINAL SIGNING IMPROVEMENTS

The Chief Operations Officer (COO) noted that a public opening bid was held on February 23, 2021. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Collinson, Inc. of Glenmoore, Pennsylvania, in the amount of \$207,777.00.

A motion to award CONTRACT #CMLF-L21-01 to the aforementioned firm was made by Commissioner Faust, seconded by Commissioner Carey, and approved by a voice vote of 11-0.

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11764. AWARD OF CONTRACT #DMB-19-22 – WELD SHOP VENTILATION UPGRADES

The Chief Operations Officer (COO) noted that a public opening bid was held on February 23, 2021. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Gaudelli Bros., Inc. of Millville, New Jersey, in the amount of \$120,200.00.

A motion to award CONTRACT #DMB-19-22 to the aforementioned firm was made by Commissioner Smith, seconded by Vice-Chairperson Lathem, and approved by a voice vote of 11-0.

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11765. AWARD OF CONTRACT #DMB-21-01 – ADMINISTRATION BUILDING CHILLER PUMP REPLACEMENT

The Chief Operations Officer (COO) noted that a public opening bid was held on February 23, 2021. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Gaudelli Bros., Inc. of Millville, New Jersey, in the amount of \$260,000.00.

A motion to award CONTRACT #DMB-21-01 to the aforementioned firm was made by Commissioner Smith, seconded by Vice-Chairperson Lathem, and approved by a voice vote of 11-0.

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11766. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

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RESOLUTION 21-05 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2021 THROUGH DECEMBER 31, 2021

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-84 requiring Commissioner review and approval of all Authority expenditures in excess of \$25,000; and

WHEREAS, the Authority anticipates expenditures at or over the \$25,000 amount to the following vendors:

DELAWARE RIVER & BAY AUTHORITY

VENDORS PROJECTED TO BE PAID OVER \$25,000
FOR THE PERIOD 1/1/21 THROUGH 12/31/21

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
Clean Care Services, LLC	Carpet and Solid Floor Cleaning and Maintenance	Quotes	\$25,000
Deere & Company c/o Atlantic Tractor, LLC	Replacement Utility Vehicles	State Contract	\$75,000
Mobile Kitchen Rentals	Lease of a Mobile Kitchen Unit for Cape May Ferry Terminal	Quotes	\$36,000
Tornado II Janitorial Services, LLC	Air Traffic Control Tower Janitorial Services at ILG	Quotes	\$39,000

NOW, THEREFORE, BE IT RESOLVED, that the Authority authorizes expenditures to the above-listed vendors for the described purposes and authorizes payment.

A motion to approve Resolution 21-05 was made by Commissioner Ransome, seconded by Commissioner McCann, and approved by a roll call vote of 11-0.

Resolution 21-05 - Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2021 through December 31, 2021.

Committee: Budget & Finance

Committee and Board Date: March 16, 2021

Purpose of Resolution:

Authorizes expenditures of \$25,000 or greater with the identified vendors during the 2021 calendar year.

Background for Resolution:

The proposed Resolution meets the requirements of Resolution 01-84, whereby the Authority shall not enter into any contract committing the Authority to spend or make any other expenditures relating to services, material and supplies in the amount of \$25,000 or more unless it has first been approved by a vote of Commissioners.

Purchase Detail:

Clean Care Services, LLC: Carpet and Solid Floor Cleaning and Maintenance

The Authority uses a contractor to provide carpet and solid floor cleaning and maintenance services at various buildings at our Delaware Memorial Bridge, New Castle Airport, and Lewes Ferry Terminal facilities. Staff solicited quotes from four (4) contractors and received three (3) bids for the potential 3-year contract. Clean Care Services submitted the lowest bid to perform the work in accordance with the Authority's specifications. 2021 represents year-one of a potential 3-year contract.

Deere & Company c/o Atlantic Tractor, LLC: Replacement Utility Vehicles

The Authority plans to replace three (3) grounds maintenance utility vehicles that have exceeded their useful life and meet the Authority's equipment replacement criteria. The purchase of the new equipment is included in the 2021 Capital Equipment Replacement Plan and will be made via the competitively-awarded state contract price (*GSSI7673 GRND_MAINT*).

Mobile Kitchen Rentals: Lease of a Mobile Kitchen Unit for Cape May Ferry Terminal

The Authority plans to enter into a six-month lease of a 32' mobile kitchen trailer for use at the Cape May Ferry Terminal. Quotes were requested from three (3) nationwide mobile kitchen suppliers. Mobile Kitchen Rentals submitted the lowest quote to rent the specified unit to the Authority.

Tornado II Janitorial Services, LLC: Air Traffic Control Tower Janitorial Services at ILG

The Authority uses a contractor to provide janitorial services at the FAA Air Traffic Control Tower at New Castle Airport. Staff solicited quotes from four (4) contractors and received three (3) bids for the potential 3-year contract. Tornado II Janitorial Services submitted the lowest bid to perform the work in accordance with the Authority's specifications. 2021 will begin year-one of a potential three years under the contract.

Classification Definitions:

Quotes. A purchase of equipment, supplies or non-professional services or a contract for construction or construction management that is anticipated to cost between \$25,000 and \$49,999 during a calendar year and for which the Authority has solicited written quotes. *"Contracts for materiel and supplies and non-professional services, awarded to any [vendor for an amount of] more than \$25,000 but less than \$50,000 in the aggregate require the solicitation of three written quotes or all available sources, whichever is less... Construction management contracts or construction contracts...which are less than \$50,000 do not require formal solicitation of competitive prices and, if more than \$25,000 but less than \$50,000 require the solicitation of three written quotes or all available sources, whichever is less..."* (DRBA Resolution 98-31 Part 4).

State Contract. A purchase of equipment, supplies or non-professional services which, under normal circumstances, would require competitive bidding, however the vendor has agreed to provide the goods or services to the Authority at fees less than or equal to that vendor’s respective contract as awarded by the State of Delaware or New Jersey. *“Any contract for the purchase of materiel and supplies and non-professional services....which contract individually exceeds \$50,000, or in the combination with other contracts, exceeds \$50,000 in any one calendar year shall be pursuant to a contract entered into by the Authority after competitive bidding. This provision shall not apply to purchases by the Authority from suppliers in cases where the Authority is purchasing at prices pursuant to contracts awarded by the States of Delaware or New Jersey for state agencies.”* (DRBA Resolution 11-36 Part 2.a.).

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RESOLUTION 21-06 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND EXIT ZERO HOSPITALITY, LLC AT THE CAPE MAY FERRY TERMINAL

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is the operator of the Cape-May Lewes Ferry (“CMLF”) which includes the terminal building located in Cape May, New Jersey (the “Cape May Terminal Building”); and

WHEREAS, Exit Zero Hospitality, LLC owned by Jack Wright, desires to lease approximately 11,748 rentable square feet of space in the Cape May Terminal Building and 15,547 rentable square feet of contiguous patio space (the “Leased Premises”) and have periodic exclusive access to the contiguous green; and

WHEREAS, the Leased Premises is being leased in its “as-is” condition and Exit Zero commits to undertake at least One Million Nine Hundred Thirty-Nine Thousand Dollars (\$1,939,000) of capital improvements in the first three lease years; and

WHEREAS, the initial term of the lease is ten (10) years with both parties having the option to mutually agree to extend the lease for two additional periods of five (5) years each; and

WHEREAS, Exit Zero has agreed to pay the Authority One Hundred and Twenty-Five Thousand dollars (\$125,000) annual base rent during the first year of the lease; Two Hundred and Twenty-Five Thousand dollars (\$225,000) annual base rent during the second year of the lease; and

WHEREAS, annual base rent shall increase at a rate of two and one half percent (2.5%) per year for lease years three through ten; and

WHEREAS, in addition to base rent, Exit Zero has agreed to pay the Authority percentage rent at a rate of five percent (5%) of gross revenues (excluding alcoholic beverages) above One Million Dollars (\$1,000,000), twelve and one-half percent (12.5%) of gross revenues (excluding alcoholic beverages) above One Million Five Hundred Thousand Dollars (\$1,500,000), and five percent (5%) of gross revenues (excluding alcoholic beverages) above Four Million Dollars (\$4,000,000); and

WHEREAS, rent shall be adjusted at the beginning of each renewal term to the fair market value; and

WHEREAS, Exit Zero Hospitality, LLC and Jack Wright agree to guarantee the obligations under the lease.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Exit Zero and, with the advice and consent of counsel, to have such Lease Agreement executed by the Chairperson, Vice Chairperson, and the Executive Director.

A motion to approve Resolution 21-06 was made by Commissioner Wilson, seconded by Commissioner Ratchford, and approved by a roll call vote of 11-0.

Resolution 21-06 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Exit Zero Hospitality, LLC.

Committee: Budget & Finance

Committee/Board Date: March 16, 2021

Purpose of Resolution: To authorize a lease agreement with Exit Zero Hospitality, LLC to operate food and retail establishments in the Cape May Terminal Building of the Cape-May Lewes Ferry.

Background for Resolution: The Authority circulated a Request for Proposals to lease the space in the Cape May Terminal Building in Cape May, New Jersey and received and evaluated proposals submitted by the following firms:

- Airport Retail Development, LLC.
- Aramark
- Bocca Coal Fired Pizza / Casino Joint Ventures
- The Washington Inn
- Kara Restaurant Group
- Exit Zero

The Authority carefully reviewed the proposal submission of each firm, interviewed all six, and utilized evaluation criteria to establish a ranked list, with Exit Zero unanimously being ranked highest. The Authority conducted an analysis of the market to analyze the scope of proposal, and negotiated with said firm to provide compensation to the Authority in the

form of base rent plus a share of revenues, at a rate determined to be fair and reasonable.

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RESOLUTION 21-07 - LEASE AMENDMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY BREWING LLC

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is the operator of the Cape May Airport (“Airport”); and

WHEREAS, CMB desires to continue to lease approximately 6,000 square feet of space in Building 96 comprised of Units 5,6,7 & 8 and approximately 30,000 square feet of land adjacent to the building for a beer garden at the Cape May Airport; and

WHEREAS, Cape May Brewing LLC would like to add an approximate 42,000 sq.ft. area to expand the beer garden and build a permanent structure on the premises; and

WHEREAS, the term of this agreement shall be coterminous with the base agreement; and

WHEREAS, the commencement of this amendment will be contingent upon Cape May Brewery acquiring the necessary permits and approvals from NJ Alcohol Beverage Control, and

WHEREAS, the rent for the initial year of this agreement shall be an additional Eight Thousand Four Hundred and Twenty Dollars 00/100 Dollars (\$8,420.00) annually; and

WHEREAS, rent shall increase beginning March 1, 2022 by the Consumer Price Index (CPI) and on each March 1st during the remaining years of the renewal period; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Amendment with Cape May Brewing LLC and, with the advice and consent of counsel, to have such Lease Amendment executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 21-07 was made by Commissioner Smith, seconded by Commissioner Wilson, and approved by a roll call vote of 11-0.

Resolution 21-07 - Executive Summary

Resolution: Authorizing the Execution of a Lease Amendment between the Delaware River and Bay Authority and Cape May Brewing LLC, regarding Cape May Airport

Committee: Economic Development

Committee Date: March 16, 2021

Board Date: March 16, 2021

Purpose of Resolution:

To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease amendment for existing lease space at the Cape May Airport.

Background for Resolution:

The Delaware River and Bay Authority operates a retail building at the Cape May Airport commonly referred to as Building 96. Cape May Brewing currently leases Units 5, 6, 7 & 8 in the building in addition to 30,000 sq.ft. of space behind the building for a beer garden at the Cape May Airport. Cape May Brewing would like to expand their beer garden and build a permanent building with restrooms and a sales area. The term of the lease coordinates with the remaining term of their facilities at the airport so that they will all expire at the same time.

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RESOLUTION 21-08 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND SMITH & JACKSON MILITARY ANTIQUES AND FIREARMS, LLC AT THE MILLVILLE AIRPORT

WHEREAS, the Delaware River and Bay Authority (the “Authority”), is the operator of the Millville Airport (the “Airport”), Millville, New Jersey; and

WHEREAS, Smith & Jackson Military Antiques and Firearms, LLC (“Smith & Jackson”) desires to lease approximately 2,000 square feet of space located in a building commonly referred to as Building #20 Peterson Street at the Millville Airport; and

WHEREAS, Smith & Jackson has agreed to pay the Authority annual rent in the amount of Six Thousand Dollars 00/100 (\$6,000.00); and

WHEREAS, the initial term of the Lease (“Lease Agreement”) shall run concurrent with the term of their existing lease for 21 Peterson Street that is due to expire on April 30, 2025; and

WHEREAS, Smith & Jackson shall have the right to renew the Lease Agreement for One (1) Five (5) year period; and

WHEREAS, rent shall be adjusted annually by the Consumer Price Index (CPI); and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Smith & Jackson Military Antiques and

Firearms, LLC and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

NOW, THEREFORE, BE IT RESOLVED, that Resolution 20-40 is hereby rescinded

A motion to approve Resolution 21-08 was made by Commissioner Smith, seconded by Commissioner Decker, and approved by a roll call vote of 11-0.

Resolution 21-08 - Executive Summary

- Resolution:** Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Smith & Jackson Military Antiques and Firearms, LLC, regarding the Millville Airport
- Committee:** Economic Development
- Committee Date:** March 16, 2021
- Board Date:** March 16, 2021
- Purpose of Resolution:** To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the Millville Airport.

Background for Resolution:
 The Delaware River and Bay Authority owns a building commonly referred to as Building #20 at the Millville Airport. The building has recently become vacant. Tenant will be using the space as an expansion of their existing business on the airport currently located across the street in Building #21. The lease rate is based upon Fair Market Value for the space. This Resolution replaces Resolution 20-40 and corrects the lease termination date.

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11767. COMMISSIONERS PUBLIC FORUM

Chairperson Hogan called for comments from the public and Commissioners.

There was no additional public comment.

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11768. EXECUTIVE DIRECTORS COMMENTS

The Executive Director shared a picture of the DRBA Covid-19 Dashboard, regarding Covid cases throughout the Authority. The Authority generated a survey to employees interested in receiving a vaccine. He communicated with the Department of Health and contracted with Pivot to administer the vaccines. Delaware is announcing a change in Covid vaccines today and New Jersey has gone to the next phase of vaccines. He hopes our remaining employees who have not yet been vaccinated will be very soon.

The Executive Director displayed (ILG) Frontier Airline statistics and confirmed parking at the airport has generated about \$7,500.00 in revenue to date.

Upcoming Meetings:

Tuesday, April 20, 2021 – 10:00 a.m. – Commissioners Board Meeting

Tuesday, May 18, 2021 – 10:00 a.m. – Commissioners Board Meeting

There being no further business, Chairperson Hogan adjourned the meeting at 12:15 p.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Stephen D. Williams