

DELAWARE RIVER AND BAY AUTHORITY
GOVERNANCE/AUDIT COMMITTEE MEETING
Tuesday, December 20, 2022
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Governance/Audit Committee Meeting was conducted on Tuesday, December 20, 2022, from the Delaware Memorial Bridge Complex, New Castle, Delaware and via Zoom.

Commissioners of Delaware

Committee Chair Faust via Zoom
Commissioner Carey, Committee Member
-via Zoom
Commissioner Decker, Committee Member

Commissioner Becker
Commissioner Ratchford

Commissioners of New Jersey

Committee Vice-Chair McCann
Commissioner Smith, Committee Member
via Zoom
Commissioner Wilson, Committee Member
via Zoom
Commissioner Ransome
Commissioner Baldini - via Zoom

Chairperson Hogan

Vice-Chairperson Lathem

Mike Houghton – DE

Phil Norcross – NJ

Governors' Representatives

Jon Sheehan – DE absent

Robert Davidow– NJ

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell- via Zoom
Gerry Owens
Jim Salmon
TJ Murray
Michelle Warner
Michelle Griscom
Michele Giofre Pyle
Tara Donofrio
Kyle Bickhart
Andrew Houghton- via Zoom

Guests

Andy Lee, CPA
CliftonLarsonAllen
Luke Winter, CPA
CliftonLarsonAllen

**DELAWARE RIVER AND BAY AUTHORITY
BUDGET & FINANCE COMMITTEE MEETING**

Tuesday, December 20, 2022
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was conducted on Tuesday, December 20, 2022, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of New Jersey

Committee Chair McCann
Commissioner Smith, Comm. Member
Commissioner Wilson, Comm. Member - Zoom
Commissioner Ransome
Commissioner Baldini - Zoom

Chairperson Hogan - Zoom

Phillip Norcross – NJ

Governors' Representatives

Robert Davidow – New Jersey

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell - Zoom
Gerry Owens
Michelle Warner
TJ Murray
James Salmon
Tara Donofrio
Michelle Pyle

Commissioners of Delaware

Committee Vice-Chair Decker
Commissioner Ratchford, Comm. Member
Commissioner Becker, Comm. Member
Commissioner Faust - Zoom
Commissioner Carey - Zoom

Vice-Chairperson Lathem

Michael Houghton – DE

Governor's Representatives

Guests

1. Committee Chair McCann opened the Budget & Finance Committee meeting at approximately 11:35 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 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 November 15, 2022. Commissioner Becker made a motion, Commissioner Smith, seconded, and the Committee Minutes were accepted.

3. Discussion Items:

- **Contract CS-19-03: One-Year Extension with USI Insurance Services for Authority-wide Employee Benefits Consulting Services**

The CFO recommended that the committee approve one-year extension with USI Insurance Services under the current agreement. Committee Member Becker made a motion to consent the extension, all committee members agreed.

- **Ferry Sinking Fund**

The CFO reviewed the following opportunities to direct funds into an account set aside for future vessel replacements. The CFO noted that the committee can direct all or specific lines to be segregated. After a brief discussion to committee agreed that all the transactions should be placed into the fund.

	<u>Resource</u>	<u>Timeframe</u>	<u>Amount</u>
1	American Rescue Plan Act /Grant	2023	\$ 11,953,358
2	Sale of Salem Business Centre	2022	\$ 15,000,000
3	Settlement Agreement	2022	\$ 1,125,000
4	Reserve Maintenance Fund Sweep	2022	\$ 2,100,000
Total Funds			<u>\$ 30,178,358</u>

Goal: For credit purposes minimize future debt associated with the vessel replacement program

4. Action Items:

RESOLUTION 22-65 – AUTHORIZING EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD OF JANUARY 1, 2023, THROUGH DECEMBER 31, 2023

The CFO discussed new items and vendors on the list. The CFO discussed that all of the vendors highlighted in red are new to the list. The CFO discussed Christiana Mall and Clear Channel as examples of several vendors on the resolution associated with advertising new commercial air service and routes at Wilmington Airport. Next, Talarico Building Services, Inc. d/b/a

ServiceMaster TBS: Janitorial Services at ILG Terminal. In preparation for the return of commercial airline service to Wilmington Airport. Service Master submitted the lowest bid to perform the work. With no further questions, Commissioner Ratchford made a motion, Commissioner Becker seconded, and the Budget & Finance Committee recommended forwarding Resolution 22-65 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

RESOLUTION 22-66 – AUTHORIZING AN AGREEMENT FOR ACTUARIAL VALUATION AND ADVISORY

The CFO presented Resolution 22-66. Committee Chair McCann called for a motion to reject Resolution 22-66, to which Commissioner Smith made a motion, seconded by Commissioner Becker, and Budget and Finance Committee voted to reject the Resolution. As such, Resolution 22-66 will not be forwarded to the full Board for consideration.

With no further business to discuss, Committee Chair McCann adjourned the Budget and Finance Committee 11:47 a.m.

**DELAWARE RIVER AND BAY AUTHORITY
ECONOMIC DEVELOPMENT COMMITTEE MEETING**

Tuesday, December 20, 2022

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Economic Development Committee Meeting was conducted on Tuesday, December 20, 2022, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

Committee Chair Ratchford
Commissioner Carey, Comm. Member - Zoom
Commissioner Becker, Comm. Member
Commissioner Decker
Commissioner Faust

Vice-Chairperson Lathem

Michael Houghton – Counsel DE

Governors' Representatives

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell – Zoom
Gerry Owens
Michelle Warner
Jim Salmon
TJ Murray
Tara Donofrio
Michele Pyle
Benjamin Clendaniel
Rhona Bronson
Maya Paveza
Michelle Griscom

Commissioners of New Jersey

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

Chairperson Hogan - Zoom

Phillip Norcross – Counsel NJ

Governors' Representatives

Robert Davidow, New Jersey

Guests

4. Committee Chair Ratchford opened the Economic Development Committee meeting at approximately 11:48 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.

5. Committee Chair Ratchford called for a motion to accept the Economic Development Committee Minutes from November 15, 2022. Commissioner Ransome made a motion, Commissioner Becker seconded, and the Committee Minutes were accepted.

3. **Resolutions:**

- **RESOLUTION 22-67 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND AVELO AIRLINES, INC. AT THE WILMINGTON AIRPORT (RESCINDING RESOLUTION 22-46)**

The Deputy Executive Director presented the Resolution. With no further questions, Commissioner Becker made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 22-67 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

- **RESOLUTION 22-59 – SHARED SERVICES AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY COUNTY**

The Deputy Executive Director presented the Resolution. With no further questions, Commissioner Becker made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 22-59 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

- **RESOLUTION 22-61 - AUTHORIZES A LEASE AMENDMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND DELMOPRO LLC AT THE CAPE MAY AIRPORT**

The Deputy Executive Director presented the Resolution. With no further questions, Commissioner Ransome made a motion, Commissioner Becker, seconded, and the Economic Development Committee recommended forwarding Resolution 22-61 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

- **RESOLUTION 22- 68 - AMENDS AND RESTATES THE SCHEDULE OF FEES AND CHARGES AT DELAWARE RIVER AND BAY AUTHORITY OPERATED AIRPORTS**

The Deputy Executive Director presented the Resolution. With no further questions, Commissioner Becker made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 22-68 to the full

Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

- **RESOLUTION 22-69 - PARKING LICENSE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND DAWN CAREER INSTITUTE, LLC. AT THE WILMINGTON AIRPORT**

The Deputy Executive Director presented the Resolution. With no further questions, Commissioner Becker made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 22-69 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

- **RESOLUTION 22-70 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND GAUDELLI BROS., INC. AT THE WILMINGTON AIRPORT**

The Deputy Executive Director presented the Resolution. With no further questions, Commissioner Becker made a motion, Commissioner Ransome, seconded, and the Economic Development Committee recommended forwarding Resolution 22-70 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

4. Discussion Items:

- Update on the Salem Business Centre Sale – Assistant Airport Director Michelle Griscom confirmed that closing on the sale is scheduled for Thursday, December 22, 2022. The Deputy Executive Director thanked Ms. Griscom for all her efforts and hard work over the year on this matter.
- The Deputy Executive Director introduced Director of Marketing Rhona Bronson and the newest staff member, Digital Content Manager Maya Paveza. Ms. Bronson made a presentation to the Committee on Wilmington Airport’s regional strategy to market Avelo Airlines. (Presentation attached).

Committee Chair Ratchford adjourned the Economic Development Committee at 12:14 p.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

Tuesday, December 20, 2022

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Projects Committee Meeting was conducted in person and via Zoom on Tuesday, December 20, 2022, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

New Jersey Commissioners

Committee Chair Ransome
Commissioner McCann, Committee Member

Commissioner Baldini, Committee Member via zoom
Commissioner Smith via Zoom
Commissioner Wilson via zoom

Chairman Hogan – via Zoom

Legal Counsel

Phil Norcross– NJ

Governors' Representatives

Robert Davidow– NJ

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell via Zoom
Gerry Owens
Michelle Warner
Michelle Griscom
Michele Pyle
Jim Salmon
TJ Murray
Tara Donofrio
Andy Houghton via Zoom
Kyle Bickhart
Dave Hoppenjans
Shekhar Scindia
Jen Farina
Colleen Parris

Delaware Commissioners

Committee Vice-Chair Ratchford
Commissioner Faust, Committee Member
via Zoom

Commissioner Becker, Committee Member
Commissioner Decker
Commissioner Carey via Zoom

Vice Chairman Lathem

Mike Houghton – DE

Jon Sheehan – DE absent

Guests

Brian Lutes
Ben Clendaniel
Rhona Bronson
Maya Paveza

1. Committee Chair Ransome opened the Projects Committee meeting at 12:18 pm
2. Committee Chair Ransome called for a motion to accept the Projects Committee Minutes from November 15, 2022. Commissioner McCann made a motion, Commissioner Becker seconded, and the Committee Minutes were accepted.

3. Resolution

Resolution 22-72: Authorizing the adoption of The Delaware River and Bay Authority's 2023 Capital Improvement Program (CIP) investment proposal

After discussions, Committee Chair Ransome called for a motion, Committee Member Becker made a motion, Vice-Chair Ratchford seconded, and the Projects Committee recommended forwarding Resolution 22- 72 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

4. Bid Opening

- **CMLF-C22-11 Cape May Terminal Monopile Replacement and Timber Pile Cluster Improvements**

A public bid opening was held on November 17, 2022, in which (6) bids were submitted.

The COO recommended awarding the contract, in the amount of \$1,192,777.00 to Kokosing Industrial of Baltimore, MD.

Committee Chair Ransome called for a motion to accept the award, to which Commissioner Becker made a motion, seconded by Commissioner McCann and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board at the December meeting later today.

5. Contract Closeout

- **DMB-20-06 2020 Deck Repairs**

The COO recommended close-out of the contract and final payment to J.D Eckman with a final contract amount of \$2,105,490.65.

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

- **DMB-21-03 2021 Miscellaneous Steel Repairs, First and Second Structures**

The COO recommended close-out of the contract and final payment Cornell & Co of NJ with a final contract amount of \$6,935,532.56.

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

- **ILG-21-B Runway 1-19 Lighting Rehabilitation**

The COO recommended close-out of the contract and final payment to Battaglia Assoc. of DE with a final contract amount of \$370,378.15.

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

6. Contractor Payment Reviews:

The COO reviewed for the Committee the monthly construction contractor payment summary to be made for the work completed through October 2022 for (14) payments totaling approximately \$11 million for projects at the bridge, ferry, and airports.

7. Discussion Items

- **Construction Highlights Report**

- **Renewal of GEC contract**

- The routine design engineering work for DRBA projects is completed by various General Engineering Consultants or GECs. The DRBA's current marine GEC, who works on ferry projects other than the vessels themselves, is S.T. Hudson. They also had the task of redesigning the Shop Collision Protection System Project, highly successful with rev. cost of \$23M below original bid. Their current

contract expires in March of 2023, having an option to renew for (1) additional year.

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

- **2023 CIP**
 - **COO Acknowledgements**
 - COO acknowledged the staff as well as the many hours of work to complete the 2023 CIP, noting Operations is a team effort, as the Capital Improvement Program. Every engineer in Engineering, every manager in the IT, Airport, Ferry, Maintenance, Safety, & Police Departments have had a role since the DRBA internal hearings, September 2022.
 - COO acknowledge the DRBA's Deputy Executive Director, Steve Williams, whom is also The DRBA's Airports Director, plus the (5) directors in Operations: Chief Engineer Dave Hoppenjans; Director of Maintenance Operations, Joe Gibbons; Safety Director, Silvana Dominionini; Colonel Wayne McFadden and Director of Ferry Operations, Heath Gehrke. COO also acknowledged The DRBA's, CIO Gerry DiNicola-Owens and their staffs'; for their hard work in assembling the CIP.
 - COO asked Brian Lutes of the Engineering Department, to stand, making a special note of thanks of his excellent work from the Preliminary Briefing last month through the full CIP as well.
 - **COO presented the High-Level Info of the 2023 CIP**
 - refer to attached summary

8. With no further business to discuss, Committee Chair Ransome called for a motion to adjourn; Committee Member Becker made a motion and Committee Vice-Chair Ratchford seconded, and the Projects Committee adjourned at 12:28 p.m.