

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

Tuesday, April 18, 2023
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, April 18, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

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

Chairperson Lathem

Phillip Norcross – NJ

Governors’ Representatives

Robert Davidow – New Jersey

Staff

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

Commissioners of New Jersey

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

Vice-Chairperson Hogan – Absent

Kate Betterly – DE

Governor’s Representatives

Guests

1. Committee Chair Decker opened the Budget & Finance Committee meeting at approximately 10:29 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Budget & Finance Committee had been duly notified in accordance with the Authority’s Freedom Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair Decker called for a voice vote to accept the Budget & Finance Committee Minutes from March 21, 2023. Commissioner Becker made a motion, Commissioner Smith seconded, and the Committee Minutes were accepted.
3. Discussion Items:

2023 1st Quarter Financial Performance

The Chief Financial Officer (CFO) discussed 1st Quarter Traffic, Revenue and Expenses for 2023. The CFO noted commercial traffic at the DMB traffic dropped 7600 transactions for the quarter. In January of 2023 commercial traffic was up about 11,000 transactions. However, in February commercial dropped 8,000 transactions (-3.0%) and March was negative 12,000 transactions. Overall, passenger vehicles are up for the quarter. Commercial traffic is very important to our business. Last year commercial traffic was at an all-time high, so some decline was anticipated. The CFO noted at CMLF an increase of 16% for non-commercial and revenue passengers. Commissioner Decker questioned what's affecting commercial traffic at the DMB. The CFO discussed a possible slowdown of the economy. From a historical perspective commercial traffic has been a precursor to what happens with the larger economy. The CFO will be watching the next two quarters for a possible recession. Commissioner McCann asked if traffic was down at other bridges. The CFO noted that we will investigate what other toll entities are experiencing. The CFO reviewed revenues noting that the DMB revenue is \$2 million more than projected, the CMLF is up \$150,000, food/retail is up and noted that the softness in discount traffic resulted in a \$100,000 decline in other income. Investment income is up, and airports are \$200,000 up with \$140,000 attributed to increased parking revenue. Expenses were \$18.7 million compared to \$18.8million this time last year. Insurance expenses are higher than the anticipated increase.

Follow up to Procurement Threshold

The CFO informed the committee that New Jersey and Delaware Counsel met with staff to discuss procurement and thresholds. Mr. Norcross confirmed procurement resolution is worthy of looking at and revising. He discussed process v. board's approval and looked at the best practices for the Authority. Mr. Norcross discussed the current process and shortening the time. Getting outreach going for all small business in the communities. It is important for Authority to operate more efficiently. Commissioner Decker asked about separating transactions up to \$50,000. Mr. Norcross discussed construction bids v. goods/services. Mr. Norcross discussed setting the standard for the future. Commissioner Decker discussed separating the over \$25,000 and up transaction review from the \$50,000 and everything beyond that requires a bid. Chairperson Lathem stated his concern over the use of low bids and the use of change orders. Chairperson Lathem noted that safety should be considered. Commissioner Decker asked how to reward a contract. The easiest way is to set deadlines and fines for not meeting them. Mr. Norcross confirmed the reward does not come from finishing a job early. Commissioner Decker requested change orders on projects as they occur. Mr. Norcross suggested nothing we are doing is wrong, it just needs review. He will report back in the near future.

4. Action Items:

RESOLUTION 23-19 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2023, THROUGH DECEMBER 31, 2023

Committee Chair Decker presented and discussed the Resolution. With no questions, Commissioner Becker made a motion, Commissioner Smith seconded, and the Budget & Finance Committee recommended forwarding Resolution 23-19 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

With no further business to discuss, Committee Chair Decker adjourned the Budget and Finance Committee 11:15 a.m.

DELAWARE RIVER AND BAY AUTHORITY
GOVERNANCE/AUDIT COMMITTEE MEETING
Tuesday April 18, 2023
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, April 18, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware and via Zoom.

Commissioners of New Jersey

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

Commissioners of Delaware

Committee Vice-Chair Faust
Commissioner Carey, Committee Member-
absent
Commissioner Decker, Committee Member
Commissioner Becker
Commissioner Ratchford – via Zoom

Chairperson Hogan – absent

Vice-Chairperson Lathem

Legal Counsel

Kate Betterly - DE

Phil Norcross – NJ

Governors’ Representatives

Jon Sheehan – DE absent

Robert Davidow– NJ

Staff

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

Guests

Michael Beczkowski
Investment Advisor, Bolton Investment

1. Committee Chair Smith opened the Governance/Audit Committee meeting at 11:16 a.m.
2. Committee Chair Smith called for a motion to accept the Governance/Audit Committee Minutes from February 23, 2022. Commissioner Decker made a motion, Commissioner McCann seconded, and the Committee Minutes were accepted.
3. Discussion Item

Deferred Compensation Plan Review

The Chief Financial Officer (CFO) noted the agenda item will be presented by Michael Beczkowski Investment Advisor, Bolton Investment.

Mike presented the Investment Performance Review as of December 31, 2022, of the DRBA's 457(b) Deferred Compensation Plan and the DRBA's 401(a) Defined Compensation Plan. In summary he noted:

- Fund lineup has been constructed to protect participant assets in more volatile markets, commonly referred to as "downside protection."
- American Funds Target date funds were confirmed as the Plans' default option after comparisons relative to Vanguard, Fidelity and T. Rowe Price.
- Watch List: AllSpring Special Mid Cap Value fund (organizational change) has been removed from the Watch List
- The Fund is utilizing the most cost-effective share class of each Fund
- There are no changes recommended to the Investment Policy Statement

Please refer to the attached full report from Bolton Investment.

4. Resolution

Resolution 23-11- Authorizes Revisions to the Delaware River and Bay Authority other post-employment retiree health benefits document.

The Chief Financial Officer presented and reviewed the Resolution to incorporate changes that were previously made to the plan effective January 1, 2015 and modernize language for the pre-65 and post-65 plan participation, noting that this resolution does not modify or make any plan changes to participants.

With no questions, Committee Chair Smith called for a motion. Commissioner McCann made a motion, Commissioner Decker seconded, and the Governance Audit Committee recommended forwarding Resolution 23-11 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

5. With no further business to discuss, Committee Chair Smith called for a motion to adjourn; Commissioner McCann made a motion, Commissioner Decker seconded, and the Governance/Audit Committee adjourned at 11:31 a.m.

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

Tuesday, April 18, 2023

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 Wednesday, Tuesday, April 18, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of New Jersey

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

Vice-Chairperson Hogan - Absent

Phillip Norcross – Counsel NJ

Governors' Representatives

Robert Davidow, New Jersey

Staff

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

Commissioners of Delaware

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

Chairperson Lathem

Kate Betterly – Counsel DE

Governors' Representatives

Guests

1. Committee Chair Baldini opened the Economic Development Committee meeting at approximately 11:31 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 Baldini called for a motion to accept the Economic Development Committee Minutes from March 21, 2023. Commissioner Becker made a motion, Commissioner Ransome seconded, and the Committee Minutes were accepted.

3. Resolutions:

RESOLUTION 23-13 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND WILLIAM MUNYON AT THE MILLVILLE AIRPORT

The Deputy Executive Director presented and reviewed the Resolution. With no questions, Commissioner Becker made a motion, Commissioner Ransome seconded, and the Economic Development Committee recommended forwarding Resolution 23-13 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

RESOLUTION 23-14 - LICENSE OF USE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND THE FEDERAL EMERGENCY MANAGEMENT AGENCY AT THE CIVIL AIR TERMINAL

The Deputy Executive Director presented and reviewed the Resolution. With no questions, Commissioner Ransome made a motion, Commissioner Becker seconded, and the Economic Development Committee recommended forwarding Resolution 23-14 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

RESOLUTION 23-15 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND TK AUTOSPORTS AT THE MILLVILLE AIRPORT

The Deputy Executive Director presented and reviewed the Resolution. With no questions, Commissioner Becker made a motion, Commissioner Ransome seconded, and the Economic Development Committee recommended forwarding Resolution 23-15 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

RESOLUTION 23-16 - REVOCABLE LICENSE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND BRIANNA DAVIDS

The Deputy Executive Director presented, and Michelle Griscom discussed the Resolution. With no questions, Commissioner Becker made a motion, Commissioner Ransome seconded, and the Economic Development Committee recommended forwarding Resolution 23-16 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

RESOLUTION 23-18 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND WORLDWIDE TURBINES, LLC AT THE MILLVILLE AIRPORT

The Deputy Executive Director presented and reviewed the Resolution. With no questions, Commissioner Ransome made a motion, Commissioner Becker seconded, and the Economic Development Committee recommended forwarding Resolution 23-18 to the full Board. The Resolution will be presented to the full Board for consideration at the April meeting later today.

Committee Chair Baldini adjourned Economic Development Committee at 11:44 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

Tuesday, April 18, 2023

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, April 18, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

New Jersey Commissioners

Committee Chair Ratchford – via Zoom
Commissioner Faust, Committee Member
Commissioner Becker, Committee Member

Commissioner Decker
Commissioner Carey

Chairman Lathem

Legal Counsel

Kate Betterly– DE

Governors’ Representatives

Jon Sheehan – DE Absent

Staff

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

Delaware Commissioners

Committee Vice-Chair Ransome
Commissioner McCann, Committee Member
Commissioner Baldini, Committee Member

Commissioner Smith
Commissioner Wilson

Vice Chairman Hogan

Phil Norcross- NJ

Robert Davidow– NJ

Guests

1. Committee Chair Ratchford opened the Projects Committee meeting at 11:45 a.m.

2. Committee Chair Ratchford called for a motion to accept the Projects Committee Minutes from March 21, 2022. Vice-Chair Ransome made a motion, Commissioner Becker seconded, and the Committee Minutes were accepted.

3. Discussion Items

- **Contract CS-19-01R:** One-Year Extension with McFarland-Johnson, Inc. for General Planning Consultant Services for DRBA Airports.

The COO asked the Projects Committee for consensus to exercise the option to renew the GPC for one additional year. The Projects Committee concurred.

- **Contract CS-19-02R:** One-Year Extension with C&S Engineers, Inc. for General Engineering Consulting Services for DRBA Airports.

The COO asked the Projects Committee for consensus to exercise the option to renew the GEC for one additional year. The Projects Committee concurred.

- **Construction Highlights Report**

COO noted the report can be found in their handouts. He inquired to the Commissioners of any questions or comments to which Committee Vice-Chair noted his appreciation for a very thorough report by the COO and his team.

Chairman Lathem inquired of the disability access for the new Ferry being researched. The COO explained there are three access methods for consideration: outboard casing, double casing (as on the current fleet) and center line casing with stairs and elevators. After collaboration with the Ferry Staff, the center line casing would be the most beneficial. The Executive Director commented that this is an excellent example of DRBA collaboration for the best result.

4. Project Contract Closeouts

- **CMLF-C21-04R - Roofing Improvements to Buildings
C-2 & C-4 Cape May Ferry Complex**

The COO recommended close-out of the contract and final payment to Noble Roofing and Sheet Metal, Inc. Richboro, PA with a final contract amount of \$573,246.00.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Vice-Chair Ransome 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 for consideration at the April meeting later today.

- **DMB-22-03 - Toll Both HVAC Replacement**

The COO recommended close-out of the contract and final payment to I.D. Griffith, Inc. of Wilmington, DE with a final contract amount of \$498,211.30.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Vice-Chair Ransome 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 for consideration at the April meeting later today.

5. Contractor Payment Review:

The COO reviewed for the Committee the monthly construction contractor payment summary to be made for the work completed through March 2023 for (17) payments totaling approximately \$8.2 million for projects at the bridge, ferry, and airports.

6. With no further business to discuss, Committee Chair Ratchford called for a motion to adjourn; Vice-Chair Ransome made a motion and Committee Member Becker seconded, and the Projects Committee adjourned at 11:49 a.m.