

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

Tuesday, December 19, 2023

Delaware Memorial Bridge

New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Economic Development Committee Meeting was conducted on Tuesday, December 19, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of New Jersey

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

Vice-Chairperson Hogan

Legal Counsel

Phillip Norcross - NJ

Governors’ Representatives

Alexis Franklin - NJ

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Warner
Jim Salmon
TJ Murray
Tara Donofrio
Michele Pyle
Benjamin Clendaniel
Gregory Suchanoff

Commissioners of Delaware

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

Chairperson Lathem

Legal Counsel

Kate Betterly – DE

Governors’ Representatives

Michael Houghton – DE

Guests

1. Committee Chair Baldini 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 notified 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 the November 21, 2023, meeting. Commissioner Ratchford

made a motion, Commissioner Ransome seconded, and the Committee Minutes were accepted.

3. Discussion Items:

The Executive Director discussed Notice of Non-Renewal letter the Authority received by County Executive Matt Meyer (letter attached). The Executive Director asked for consent to respond to Matt Meyer's letter dated December 12, 2023.

All committee members agreed.

4. Resolutions:

RESOLUTION 23-60 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND AVIATION SPORTS COMPLEX, LLC AT THE CAPE MAY AIRPORT

The Deputy Executive Director presented and discussed the Resolution. Vice-Chairperson Hogan asked about the site, and this will be very popular. Vice-Chairperson Hogan suggested the location be kept out on the highway and this will create a peaceful co-existence. With no additional questions, Commissioner Becker made a motion, Commissioner Ransome seconded, and the Economic Development Committee recommended forwarding Resolution 23-60 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

RESOLUTION 23-61 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND 105 BARON, LLC. AT THE MILLVILLE AIRPORT

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Commissioner Becker made a motion, Commissioner Wilson seconded, and the Economic Development Committee recommended forwarding Resolution 23-61 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

RESOLUTION 23-63 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND MARK PORTO AT THE WILMINGTON AIRPORT

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Commissioner Becker made a motion, Commissioner Ratchford seconded, and the Economic Development Committee recommended forwarding Resolution 23-63 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

Committee Chair Baldini adjourned Economic Development Committee at 11:28 a.m.

DELAWARE RIVER AND BAY AUTHORITY
GOVERNANCE/AUDIT COMMITTEE MEETING
Tuesday December 19, 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, December 19, 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
Via Zoom
Commissioner Ransome
Commissioner Baldini

Commissioners of Delaware

Committee Vice-Chair Faust - Absent
Commissioner Carey, Committee Member
Commissioner Decker, Committee Member
Commissioner Becker
Commissioner Ratchford

Chairperson Hogan

Vice-Chairperson Lathem

Legal Counsel

Kate Betterly – DE

Phil Norcross – NJ

Governors’ Representatives

Mike Houghton – DE

Alexis Frankford - NJ

Staff

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

Guests

Andy Lee, CPA
CliftonLarsonAllen
Luke Winter, CPA
CliftonLarsonAllen

1. Committee Chair Smith opened the Governance/Audit Committee meeting at 11:28 a.m.
2. Committee Chair Smith called for a motion to accept the Governance/Audit Committee Minutes from July 18, 2023. Commissioner McCann made a motion, Commissioner Carey seconded, and the Committee Minutes were accepted.

3. Discussion Item

- **2023 Audit Scope of Work**

The Chief Financial Officer (CFO) introduced Andy Lee and Luke Winter, who are the principal and the engagement manager, respectively, in charge of the Audit by CliftonLarsonAllen (CLA). The CFO turned the meeting over to Mr. Lee, who discussed their scope of work and some of their pre-audit planning materials. Their main focuses were the Audit Scope and Deliverables, Responsibility Overview, Audit Timeline, Risk Assessment and Emerging Issues.

Mr. Lee explained the timeline for the Audit, from planning until final reporting to the Board in May and emphasized that any items of significance would be promptly communicated throughout their work.

Mr. Winter reviewed the Risk Assessment procedure: Audit Risk which is undetected: Significant or Fraud Risks, Control Risks, Inherent Risk & Detection Risk; and Preliminary Risk Assessment to reduce the audit risk to an appropriate level.

The CFO noted a risk audit requested by the DRBA as an Inherent Risk due to the hiring of a new Pension and Benefits Manager in 2023. Therefore, an audit was conducted covering the last ten years to identify any area of potential concern by the outgoing personnel, as well as offering a clean slate for the new hire. The audit results came back clear for the period. CFO noted this is an opportunity or area of change the DRBA checks itself as an organization to verify what the DRBA has been doing is right and will continue to do what is correct.

Commissioner Decker inquired of the length of contract Clifton Larson Allen held with the DRBA to which Mr. Lee noted thirteen years. Commissioner Decker noted a previous issue with a single sign-off creating a risk of millions of dollars; therefore, inquiring if procedural matters are being addressed; he suggested double signature signoffs should be required. Mr. Lee noted they look at controls especially pertaining certain inherent risks are high, and if there are controls around it, but do not review every single sign-off during an audit. Commissioner Decker inquired if CliftonLarsonAllen finds single sign-off on million-dollar transactions acceptable and would be considered a high risk to which Mr. Lee agreed it creates a high risk.

Mr. Winter reviewed the Consideration of GASB updates noting two emerging issues.

<u>Effective Date</u>	<u>Report</u>
<ul style="list-style-type: none">• 2023	GASB 94 – Public-Private and Public-Public Partnerships and Availability Payment Arrangements GASB 96 - Subscription-Based Information Technology Arrangements

4. With no further business to discuss, Committee Chair Smith called for a motion to adjourn; Commissioner Decker made a motion, Commissioner Wilson seconded, and the Governance/Audit Committee adjourned at 11:42 a.m.

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

Tuesday, December 19, 2023

Delaware Memorial Bridge

New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Budget & Finance Committee Meeting was conducted on Tuesday, December 19, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

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

Chairperson Lathem

Legal Counsel

Phillip Norcross - NJ

Governors’ Representatives

Alexis Franklin – NJ

Staff

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

Commissioners of New Jersey

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

Vice-Chairperson Hogan

Legal Counsel

Kate Betterly – DE

Governor’s Representatives

Michael Houghton – DE

Guests

1. Committee Chair Decker opened the Budget & Finance Committee meeting at approximately 11:43 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 November 21, 2023. Commissioner Becker made a motion, Commissioner Smith seconded, and the Committee Minutes were accepted.

3. Discussion Items:

Contract CS-19-03: Final One-Year Extension with USI Insurance Services for Employee Benefits Consulting Services (Option Term 2)

The CFO informed the committee that USI consults primarily with HR on employee benefits. The staff is recommending that the committee approve the last remaining one-year extension with USI Insurance Services under the current agreement. During 2024 staff will be developing the RFP process in preparation for the next contract. All committee members agreed to a one-year extension.

2023 Bond Update

The CFO reminded the committee that the Board had authorized a Bond Refunding and New Money transaction prior to the rise in interest rates. Interest rates have dropped recently increase the NPV Savings to \$7.8 million or 7.273% in savings. Staff is contacting the team to restart the bond issuance which is stated for late January 2024.

4. Action Items:

RESOLUTION 23-64 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 23-28 FOR THE PERIOD, JANUARY 1, 2024 THROUGH DECEMBER 31, 2024

The CFO presented and discussed the Resolution. With no additional questions, Commissioner Smith made a motion, Commissioner Ratchford seconded, and the Budget and Finance Committee recommended forwarding Resolution 23-64 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

RESOLUTION 23-59 – AUTHORIZES A DECLARATION OF SURPLUS PROPERTY AND DISPOSITION OF A WILDLIFE EXCLUSION FENCE

The CFO presented and discussed the Resolution. With no additional questions, Commissioner Becker made a motion, Commissioner Ratchford seconded, and the Budget and Finance Committee recommended forwarding Resolution 23-59 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

RESOLUTION 23-66 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND ARAMARK SPORTS AND ENTERTAINMENT, LLC AT THE CAPE MAY FERRY TERMINAL

The CFO presented and discussed the Resolution. With no additional questions, Commissioner Becker made a motion, Commissioner Wilson seconded, and the Budget

and Finance Committee recommended forwarding Resolution 23-66 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

RESOLUTION 23-67 - AMENDING RESOLUTION 23-45

The CFO presented and discussed Resolution 23-67. Commissioner Baldini inquired if we will eventually replace the bank departing the municipal bond business. The CFO confirmed that after this transaction in 2024 will perform a new RPF process to identify an underwriting team for future finance needs. With no additional questions, Commissioner Ratchford made a motion, Commissioner Baldini seconded, and the Budget and Finance Committee recommended forwarding Resolution 23-67 to the full Board. The Resolution will be presented to the full Board for consideration at the December meeting later today.

With no further business to discuss, Committee Chair Decker adjourned the Budget and Finance Committee 11:52 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

Tuesday, December 19, 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, December 19, 2023, from the Delaware Memorial Bridge Complex, New Castle, Delaware.

Delaware Commissioners

Committee Chair Ratchford
Commissioner Faust, Committee Member- Absent

Commissioner Becker, Committee Member
Commissioner Decker
Commissioner Carey

Chairman Lathem

Legal Counsel

Kate Betterly– DE

Governors’ Representatives

Mike Houghton- DE

Staff

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

New Jersey Commissioners

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

Vice Chairman Hogan - Absent

Phil Norcross- NJ

Alexis Frankford - NJ

Guests

1. Committee Chair Ratchford opened the Projects Committee meeting at 11:52 a.m.
2. Committee Chair Ratchford called for a motion to accept the Projects Committee Minutes from November 21, 2023. Committee Vice-Chair Ransome made a motion, Commissioner Baldini seconded, and the Committee Minutes were accepted.
3. Discussion Items
 - **Construction Highlights Report**

COO noted the report can be found in the Board materials. Discussion on below items:

- **Ferry Vessel Design Update**

COO noted Commissioners Ratchford, Ransome and Baldini participated in November, 2023 Executive Steering Committee at which time various decisions were made regarding the next round of tank testing. Chair Ratchford noted there were a number of questions after the verbal report of the vessel testing; yet noted the full written report was much more positive than the verbal.

Therefore, the steering committee agreed further tank vessel testing needs to be conducted to which the COO noted it will be done end of January into February, 2024. Chairman Ratchford also noted an additional data will be gathered by the University of Delaware in Lewes by dropping a buoy and a hiring a consultant to do some wave interaction to simulate the DRBA's Ferry scenarios.

Chairman also noted two models will be conducted for comparison.

Vice-Chair Ransome agreed further testing is needed to make an informed decision to the design, safety and cost when considering the 75-vehicle vessel. He acknowledged the great work thus far of the DRBA staff in researching and communicating with this steering committee to aid them in making an informed and professional decision.

Chairman noted the DBRA's mariners, and the captains have had open and positive discussions on this subject with the steering committee.

Chairman anticipates the recommendation will not be for a full size comparable to current DRBA vessels, but lengthier than the previous vessel with a close eye on cost.

The Chairman inquired of the COO when staff anticipates the testing report and recommendations to which the COO noted they are planning to present an update at January 2024's meeting with a goal of a recommendation at February's Project's Committee meeting.

The chair noted the appreciation of the hard work by the COO, Director of Ferry Operations, as well as the captains and staff.

- **2024 Capital Improvement Program**

The COO acknowledged Brian Lutes of the Engineering Department, present at this meeting, as the keeper of all the CIP spreadsheets, over 100 of them; each of the hundreds of individual major and minor capital project budgets; and all the narratives that we used to prepare the CIP.

The COO asked the Commissioners to refer to the CIP summary presented with high-level information (see & the attached presentation).

4. Resolution

- **Resolution 23-65 - Authorizing the adoption of The Delaware River and Bay Authority's 2024 Capital Improvement Program (CIP) investment proposal**

After discussions, Committee Chair Ratchford called for a motion, Committee Member Becker made a motion, Vice-Chair Ransome seconded, and the Projects Committee recommended forwarding Resolution 23-65 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the December meeting later today.

5. Bid Openings

- **33N-24-A Construct Box Hangar**

A public bid opening was held on November 29, 2023, in which (1) bid was submitted.

The COO recommended awarding the contract, in the amount of \$1,277,877.00, to L.J. Paolella Construction, Inc of Brookhaven, PA.

Committee Chair Ratchford called for a motion to accept the bid, to Commissioner Becker made a motion, seconded by which Committee Vice-Chair Ransome and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

- **CMLF-C22-17 Cape May Maintenance Building Fitness Center Renovation**

A public bid opening was held on November 29, 2023, in which (3) bids were submitted.

The COO recommended awarding the contract, in the amount of \$616,812.58, to Kavi Construction, of Berlin, NJ.

Committee Chair Ratchford called for a motion to accept the bid, to Commissioner Becker made a motion, seconded by which Committee Vice-Chair Ransome and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today

- **CMLF-C23-09 Maintenance Dredging at Cape May Terminal**

A public bid opening was held on November 29, 2023, in which (3) bids were submitted.

The COO recommended awarding the contract, in the amount of \$298,800.00 to Bamegat Bay Dredging Company, Inc. of Harvey Cedars, NJ.

Committee Chair Ratchford called for a motion to accept the bid, to Commissioner Becker made a motion, seconded by which Committee Vice-Chair Ransome and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

6. Project Close-outs

- **MIV-21-07 Building M-17 Roof Improvements**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **33N-21-02 Obstruction Removal**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **ILG-21-02 Parking Lot and Perimeter Road Rehabilitation**

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 \$114,591.25.

Committee Chair Ratchford 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 for consideration at the meeting later today.

- **ILG-22-04 Air Traffic Control Tower and Building Roof Replacement and Improvements**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **ILG-22-09 250,000 Gallon Fire Water Tank Interior Recoating and Repair**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **DMB-21-23 Julia Building Roof Replacement and Atrium Skylight Structural Glass Roof Repair**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **DMB-22-05 Julia Building Cooling Tower and Pump 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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **CMLF-L21-03 Replacement Chiller and Cooling Tower at Lewes Terminal Building**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

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

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

- **CMLF-23-05 Dry-Docking and Repairs M/V Cape Henlopen**

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 \$114,591.25.

Committee Chair Ratchford called for a motion to approve the contract closeout, to which Commissioner Becker made a motion, seconded by Committee Vice-Chair Ransome 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 meeting later today.

7. Contractor Payment Review:

The COO reviewed for the Committee the monthly construction contractor payment summary to be made for the work completed through November 2023 for (16) payments totaling approximately \$3.8 million for projects at the bridge, ferry, and airports.

8. With no further business to discuss, Committee Chair Ratchford called for a motion to adjourn; Committee Vice-Chair Ransome made a motion and Commissioner Becker seconded, and the Projects Committee adjourned at 12:14p.m.