

MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Tuesday, March 18, 2008
James Julian Boardroom
Delaware Memorial Bridge Plaza
New Castle, Delaware 19720

The meeting convened at 10:00 a.m. with Chairperson Parkowski presiding.

The opening prayer was given by Reverend Dorn, followed by the Pledge of Allegiance led by the Executive Director.

Chairperson Parkowski called on the Secretary to read the meeting notice and take roll.

The 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 notice.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

F. Michael Parkowski, Chairperson

James N. Hogan, Vice-Chairperson

Verna W. Hensley

Susan Atkinson DeLanzo

Samuel E. Lathem

Rev. Edward W. Dorn

Gary B. Patterson

Niels S. Favre

Gary F. Simmerman

Ceil Smith

ABSENT

Thomas J. Cooper

William E. Lowe

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9746. APPROVAL OF THE FEBRUARY 26, 2008 MINUTES

Commissioner Lathem motioned for approval of the February 26, 2008 minutes, seconded by Commissioner Favre, and approved by a voice vote of 10-0.

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9747. EXECUTIVE DIRECTOR'S REPORT

The Executive Director filed the following report for the month of February, 2008.

Delaware Memorial Bridge

Total traffic during the month of February increased 2.2% compared to February 2007. Non-commercial traffic increased 2.6% and commercial traffic increased 0.3%. If we adjusted the February numbers for leap year, on a comparative basis, total traffic decreased with both segments also decreasing. However, our year-to-date total traffic decreased 0.8% compared to the same period in 2007. When compared to the 3-year average, 2008 total traffic decreased 0.7%.

E-ZPass traffic for February represented 60.5% of the total overall traffic as compared to 58.4% for the previous year. Year-to-date electronic traffic represented 60.3%, an increase of 2.6% from 2007.

Our capital construction program continues in full swing at the bridge. Work on the Norfolk Southern Railroad Bridge carrying I-295 mainline traffic is proceeding as planned. This work restricts northbound DMB traffic to three of four lanes in the work area through June. We also have several other projects that are ongoing or will commence shortly on the bridge – deck resurfacing, expansion joint replacement, and repainting. During April, we will kick off the start of the \$26 million, Phase III, I-295 project. All of the construction information is highlighted on our website and we are mailing out two brochures to our E-Zpass customers account holders and the media.

Our maintenance and police employees are to be commended for working diligently throughout a mid-February storm to keep the roadways safe and open. Roadway conditions deteriorated rapidly due to sleet and freezing rain causing the surfaces on both spans, as well as the approach roads and interchanges, to freeze. There was no reported damage to DRBA properties or equipment. Our employees are commended for a job well done.

Cape May Lewes Ferry

In February, vehicle and passenger traffic increased 8.4% and 11.4%, respectively, when compared to February 2007. Year-to-date vehicle traffic decreased 1.1% and passenger traffic increased 0.6%, when compared to 2007. When compared to the average of the last three years, year-to-date vehicle traffic and passenger traffic increased 0.6% and 3.2%, respectively.

In February, fare revenues increased 10.7% and reservation fee revenues increased 40.1%, when compared to February 2007. Year-to-date fare and fee revenues increased 11.8%, when compared to the same period in 2007.

In February, CMLF food sales increased 10.3% and retail sales decreased 5.3%, from February 2007. Year-to-date food and beverage revenues decreased 10.7% and retail revenues decreased 4.4%, compared to the same period in 2007.

The M.V. New Jersey has been at Lyon’s Shipyard in Norfolk, VA and work is proceeding as scheduled. Due to an actuator valve failure on the M.V. Delaware, this vessel will be sent to Colona’s shipyard in Norfolk, VA for repairs. The M.V. Delaware will also undergo its mandatory inspection at this shipyard visit.

Finance

We continued to monitor the bond insurance market particularly in reference to our \$30 million in variable rate debt. Our Acting CFO has been evaluating and developing alternatives, should such action occur, and we continue to keep the Board apprised of the market conditions.

The Finance staff has closed out the revenues and expenses for the 2007 fiscal year. The auditor’s will now begin their review of the fiscal year in preparation of final audited financials.

Safety and Environment

In February, Authority employees had 5 work-related injuries compared to 9 injuries in February 2007. Year-to-date injuries total 8 compared to 14 for the same period in 2007. Congratulations to Bob Young and our entire workforce for this excellent year-to-date progress.

Employee Happenings

Permanent Full-time staffing levels at the end of February:

Authorized Positions (2007 funded)	456
Positions Filled	408
Positions Filled (on LTD)	8
Total Positions that are Vacant	40

Our employees were involved in a range of training initiatives during February. Consuella Petty-Judkins attended “Fundamentals of Diversity Initiatives” sponsored by Cornell University. Francis Faunt attended “Environmental Law and Regulation” training

sponsored by Rutgers University. The DRBA Police Department hosted DEA Commercial/Interdiction Training on February 12-14, 2008. Thirty-four (34) officers from surrounding agencies and 8 officers from the DRBA attended.

In a continued effort to generate a qualified and diverse candidate pool for existing job postings, Human Resources and operations managers participated in the following job fairs: Howard University College of Engineering Career Fair, Diversity Leaders Job Fair Goodwill Staffing Community Room, Diversity Job Fair, Philadelphia, PA, University of Delaware Engineering Career Fair, Cumberland County Career Fair, and the NCCCP Diversity Job Fair.

Without objection, the report was ordered filed with the permanent records of the Authority.

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9748. COMMITTEE REPORT-BUDGET & FINANCE
COMMITTEE

Commissioner Patterson presented the Budget & Finance meeting minutes of March 3, 2008.

BUDGET & FINANCE COMMITTEE MEETING
Monday, March 3, 2008
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee was held on Monday, March 3, 2008, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Chair Patterson
Commissioner Hensley, Committee Member-via Phone
Commissioner Lathem
Chairperson Parkowski

Committee Vice-Chair Simmerman
Commissioner Favre, Committee Member
Commissioner Smith, Committee Member
Commissioner Dorn
Vice-Chairperson Hogan

Governors Representatives

Sonia Frontera – NJ

Staff

Jim Johnson
Don Raineart
Victor Ferzetti
Jim Walls
Trudy Spence-Parker
Gerry Owens
Joe Larotonda
Anna Marie Gonnella Rosato
Ken Hynson
Michelle Griscom-Collins
John Sarro
John Jones
AJ Crescenzi

Committee Chair Patterson welcomed the Budget & Finance Committee and opened the meeting at approximately 10:11 a.m. The Deputy Executive Director 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.

The Acting Chief Financial Officer reviewed the proposed Resolution authorizing the Over \$25,000 Vendor list. The Committee questioned the security fencing at the New Castle Airport. In order to accommodate parking for Skybus customers, rental cars and DRBA vehicles would be relocated from the main parking area to lot adjacent to one of the hangars. The area needs to be made secure and requires fencing. On motion by Commissioner Smith, seconded by Commissioner Favre, the Committee recommended approval of the Resolution. The Resolution will be presented to the full Board for consideration at the March meeting.

The Acting Chief Financial Officer provided an update on the current bond market and the volatility resulting from the sub-prime mortgage lending practices. As of February 25th, the S&P affirmed the AAA rating of Ambac, but Ambac remains on Credit Watch with negative implications. The Authority's \$30 million in variable rate bond debt is currently insured by Ambac. Historically, these bonds have performed well and had been a good investment. Given current market conditions, the point at which it would become prudent to refinance the bonds would be in the 5.25 – 5.5% and up range. Citigroup currently is holding between \$11-\$13 million bonds in inventory and has notified the Authority that they are no longer willing to take on additional bonds. The Acting CFO is evaluating potential alternatives and will continue to monitor the situation. The Acting CFO will keep the Committee Chair and Vice-Chair updated.

The Acting CFO reported that he contacted to the Broker of the Authority's 401 and 457 asset accounts managed by ING to investigate whether the fee structure was too high. As a result, the fee structure was lowered to 45 basis points, saving the employees approximately \$22,000 in fees.

The Acting CFO reported that he suspected that the Authority was possibly paying more for services than necessary by Blue Cross and requested HRH, the Authority's Insurance Broker to review its historical expenses. After providing documentation and meeting with representatives from Blue Cross, the Authority has received a refund check in the amount of \$349,170.10 for 2007 expenses. In addition, BCBS has agreed to waive \$120,000 in 2008 administration fees. The Acting CFO thanked the Benefits Manager and HRH for their hard work resulting in savings to the Authority.

The Committee reviewed Community Contribution requests and Resolution for March. After review, on motion by Commissioner Favre, seconded by Commissioner Simmerman, the Committee recommended approval of the Community Contribution requests. A Resolution will be presented to the full Board for consideration at the March meeting.

Commissioner Favre requested the Resolution authorizing the Same-Day Return Trip Travel on a Trial Basis for the Cape May-Lewes Ferry be included for full Board consideration at the March meeting. This Resolution had been reviewed and recommended by the Budget & Finance Committee in January; however, had been delayed full Board consideration until after the fare increase had been addressed. The Committee concurred with the recommendation and on motion by Commissioner Favre, seconded by Commissioner Simmerman, the Committee recommended the Resolution for full Board consideration at the March meeting.

With no further business to discuss, on motion by Commissioner Simmerman, seconded by Commissioner Favre, the Budget & Finance Committee adjourned at 10:28 a.m.

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

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Commissioner Lathem presented a discussion of the Personnel Committee of March 3, 2008.

PERSONNEL COMMITTEE MEETING

Monday, March 3, 2008

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Personnel Committee was held on Monday, March 3, 2008, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from Delaware

PRESENT

Committee Chair Lathem
Commissioner Cooper, Committee Member
Commissioner Patterson
Chairperson Parkowski

Commissioners from New Jersey

Committee Vice-Chair Dorn
Commissioner Favre, Committee Member
Commissioner Smith
Commissioner Simmerman
Vice-Chairperson Hogan

Governors' Representatives

Sonia Frontera

Staff

Jim Johnson, Jr.
Don Rainear
Victor Ferzetti
Jim Walls
Trudy Spence-Parker
Gerry DiNicola Owens
Anna Marie Gonnella Rosato
John Jones

- I. Committee Chair Lathem welcomed the Personnel Committee and opened the meeting at 11:01 a.m. The Deputy Executive Director reported that the public meeting of the Personnel & Insurance Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

It was determined that a quorum of the Committee was not present; however, the Executive Director presented a proposal for discussion purposes with recommendations to determine a path forward regarding future salary adjustments for Pay Grade E. During the discussion, a question whether the Executive Director or the Board would complete the performance evaluations for Executive Director, Deputy Executive Director, and Acting Chief Financial Officer was presented but was not determined at this time. Vice-Chairperson Hogan reported that the New Jersey Commissioners would not be prepared to discuss these issues until May, after the New Jersey Commissioners caucus. Vice-Chairperson Hogan also requested past performance evaluations and fringe benefit packages to be provided to Commissioners for review.

Chairperson Parkowski added that the recommendations will be due May 1 and presented to the Personnel Committee.

The discussions ended at 11:25 a.m.

Without objection, the report was ordered filed with the permanent records of the Authority.

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9750. COMMITTEE REPORT – PROJECTS

Commissioner Favre presented the Projects Committee meeting minutes of March 3 and 18, 2008.

PROJECTS COMMITTEE
Monday, March 3, 2008
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of the Delaware River and Bay Authority’s Projects Committee was held on Monday, March 3, 2008, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Commissioner Patterson, Committee Mbr
Commissioner Parkowski, Chair

Commissioner Favre, Committee Vice Chair
Commissioner Dorn, Committee Mbr
Commissioner Simmerman, Committee Mbr
Commissioner Hogan, Vice Chair
Commissioner Smith

Governor’s Representative

Sonia Frontera - NJ

Staff

Jim Johnson
Don Rainear
Jim Walls
Trudy Spence-Parker
Gerry DiNicola-Owens
Victor Ferzetti
John Jones
Anna Marie Gonnella-Rosato
Kelly Phillips-Parker
Steve Williams
Heath Gehrke

- I. The Projects Committee meeting convened at approximately 11:20 a.m. Those in attendance were provided an informational package consisting of an agenda, one contract bid tab, and the monthly contractor payment chart with associated change orders (through February).
- II. Resolutions: None
- III. Bid Openings/Award Actions:
 - CMLF-07-09, Drydocking & Repairs, M/V Cape May. A public bid opening was held on February 26, 2008, in which three bids were received. The COO recommended award of the contract to the lowest responsive bidder, Colonna’s Shipyard, Inc., for the total amount of \$879,392.00. The Projects Committee concurred with the award recommendation and authorized the action be presented at the March board meeting.
- IV. Contract Close-Out Actions: None

V. Miscellaneous Items/Updates:

- The COO provided an update on the Civil Air Terminal Fuel Farm. He reported that the design was completed and the project is out for public bidding. The public bid opening is scheduled for March 12. In order to award this contract as soon as possible, it was recommended that a special Projects Committee meeting be held on March 18 prior to the full board meeting. The Projects Committee concurred with scheduling the special Projects Committee meeting for March 12.
- The COO reported that the MV Delaware has a bow thruster mechanical failure that requires shipyard dry-docking and repairs; therefore, the planned underwater inspection in lieu of dry-docking for this vessel will be cancelled. The MV Delaware will go to Colonna's Shipyard for its USCG-mandated inspection and repairs in March 2008.

VI. Contractor Payment Review (through February): The COO informed the Projects Committee of the construction contractor payments to be made in March.

VII. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 11:40 a.m.

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PROJECTS COMMITTEE
Tuesday, March 18, 2008
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of the Delaware River and Bay Authority's Projects Committee was held on Tuesday, March 18, 2008, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Commissioner Hensley, Committee Mbr
Commissioner Patterson, Committee Mbr
Commissioner Lathem,

Commissioner Favre, Committee Vice Chair
Commissioner Dorn, Committee Mbr
Commissioner Simmerman, Committee Mbr
Commissioner Hogan, Vice Chair
Commissioner Smith
Commissioner DeLanzo

Governor's Representative

Sonia Frontera – NJ

Authority Secretary

Tom Pankok

Staff

Jim Johnson
Don Rainear
Jim Walls
Gerry DiNicola-Owens
Victor Ferzetti
John Jones
Anna Marie Gonnella-Rosato
Kelly Phillips-Parker

VI. The Projects Committee meeting convened at approximately 9:00 a.m. Those in attendance were referred to Tab 5 of the monthly board meeting book to review the contract bid tab for Contract CAT-07-01, Aviation Fuel Farm, Civil Air Terminal. The public bid opening was held on March 12, 2008 in which four bids were received. The COO made the recommendation to award the contract to the

lowest responsive bidder, Joseph T. Hardy & Sons, for the total amount of \$282,090.00. The Projects Committee concurred with the award recommendation and authorized the action be presented at the March board meeting.

- II. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 9:05 a.m.

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

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9751. COMMITTEE REPORT – ECONOMIC DEVELOPMENT

Commissioner Smith presented the minutes of the Economic Development Committee meeting of March 3, 2008.

ECONOMIC DEVELOPMENT COMMITTEE
Monday, March 3, 2008
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Economic Development Committee was held on Monday, March 3, 2008, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from Delaware

PRESENT

Committee Vice-Chair Hensley-via Phone
Commissioner Patterson, Committee Member
Commissioner Lathem
Chairperson Parkowski

Commissioners from New Jersey

Committee Chair Smith
Commissioner Dorn, Committee Member
Commissioner Favre
Commissioner Simmerman
Vice-Chairperson Hogan

Governors Representatives

Sonia Frontera - NJ

Staff

Jim Johnson
Victor Ferzetti
Jim Walls
Trudy Spence-Parker
Gerry Owens
Anna Marie Gonnella Rosato
Ken Hynson
AJ Crescenzi
Michelle Griscom-Collins
John Sarro
John Jones
Steve Williams

- I. Committee Chair Smith welcomed the meeting of the Economic Development Committee and opened the meeting at approximately 10:30 a.m. The Deputy Executive Director 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.
- II. The Deputy Executive Director provided information regarding the following proposed Lease Agreements for Committee consideration.

- Maverick Air, LLC Lease Agreement for 34.5% of Hangar A for \$115,535.76 annual rent for an initial term of one year, with the option of three periods of one year options for renewal. Maverick Air has been a tenant since 1999. The Committee questioned the term of the Lease and staff answered to their satisfaction. On motion by Commissioner Patterson, seconded by Commissioner Dorn, the Committee recommended approval of the Lease Agreement. A Resolution will be presented to the full Board for consideration at the March meeting.
- The Drax Group Lease Agreement for 66% of hangar space located at 5 DRBA Way to include 15,000 square feet of hangar and office/shop space for \$180,000 annual rent for an initial term of one year. On motion by Commissioner Dorn, seconded by Commissioner Patterson, the Committee recommended approval of the Lease Agreement. A Resolution will be presented to the full Board for consideration at the March meeting.
- Skybus Airport Use and Lease Agreement for approximately 570 square feet of exclusive space in the airport terminal for \$18.00 per square foot the first year with a CPI increase in rent for the second year. The initial term of the Lease Agreement is for two years. Non-exclusive use areas shall be based on a schedule of fees and charges, which will be reviewed after a six month period to ensure fees are reflective of actual use. The Committee discussed the landing fees and after, discussion agreed to no landing fees for the first three months and 50% of the fee for the remainder of the Agreement. Commissioner Patterson requested a pro-forma. The Executive Director added that having Skybus at the New Castle Airport preserves the TSA at the Airport, while determining whether commercial use is viable for the New Castle Airport. After discussion, on motion by Commissioner Patterson, seconded by Commissioner Dorn, the Committee recommended approval of the Agreement. A Resolution will be presented to the full Board for consideration at the March meeting.
- Clement Papas Lease Amendments to include 1,939 additional square feet of office space on the second floor and an additional 10,766 of laboratory space on the first floor of the office building located at the Salem Business Centre. The Deputy Executive Director explained that Draft Resolution presented was for housekeeping purposes and the terms and conditions remained the same. The Executive Director recommended that the Resolution be revised to include reference to the previous Resolution which authorized the original Clement Papas Lease Agreement. After discussion, on motion by Commissioner Patterson, seconded by Commissioner Dorn, the Committee recommended approval of the Lease Amendments. A Resolution, incorporating the language referring to the previous Resolution, will be presented to the full Board for consideration at the March meeting. A one-page synopsis to provide a chronological order of the development of the space and to update the status of the Leases and Amendments.

The Deputy Executive Director provided updates on the following projects.

- Cape May Airport – The Deputy Executive Director reported that he is in discussions with two potential operators for the Cape May Airport restaurant. Updates will be provided as necessary.
- Dassault Falcon Jet – The Deputy Executive Director reported that a meeting has been scheduled this week to begin discussions with Dassault for the expansion at the New Castle Airport. The Delaware Economic Development Office is also involved in the discussions. This expansion could have significant employment implications. Commissioner Lathem voiced concern over Dassault's lack of community involvement and should be encouraged to get involved in the community.

With no further business to discuss, on motion by Commissioner Dorn, seconded by Commissioner Patterson, the Economic Development Committee adjourned at 11:00 a.m.

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

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9734. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

The Acting Chief Financial Officer (CFO) presented a chart showing Actual versus Projected Revenues for the Delaware Memorial Bridge, the Cape May-Lewes Ferry, Airports, Three Forts Ferry Crossing, and Food Services for the month January .

Without objection, the chart was ordered filed with the permanent records of the Authority.

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9752. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The Acting CFO presented a chart showing statements of income and expenses for the month of January with comparisons to the same periods last year.

Without objection, the chart was ordered filed with the permanent records of the Authority.

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9753. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

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

Without objection, the chart was ordered filed with the permanent records of the Authority.

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9754. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The Acting CFO presented a chart for the month of February showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also includes cash expenditures spent to date for the committed projects.

Without objection, the chart was ordered filed with the permanent records of the Authority.

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9738. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF FEBRUARY 29, 2008.

The Acting CFO presented a chart indicating the cash fund balances for the entire Authority.

Without objection, the chart was ordered filed with the permanent records of the Authority.

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9739. PUBLIC COMMENT ON ACTION ITEMS.

Chairperson Parkowski presented the following action items that were being considered and asked for public comment.

- Contract CMLF-07-09 Drydocking and Repairs, M/V Cape May
- Contract CAT-07-01 Aviation Fuel Farm, Civil Air Terminal
- Resolution 08-13 Creation of a New Fare Class for Same-Day Return Trip Travel on a Trial Basis for the CMLF
- Resolution 08-14 Approval of the Community Contribution Requests
- Resolution 08-15 Authorizing Authority Expenditures \$25,000 and over
- Resolution 08-16 Authorizes a Lease Agreement with Maverick Air, LLC, New Castle Airport
- Resolution 08-17 Authorizes a Lease Agreement with Drax Group, New Castle Airport
- Resolution 08-18 Authorizes an Airport Use and Lease Agreement with Skybus Airlines, New Castle Airport

There were no public comments.

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9755. SUMMARY OF AUTHORIZED CONTRACT PAYMENTS.

<u>Contractor</u>		<u>Payment</u>
DMB-07-01	Eastern Highway Specialists	\$ 14,861.00
DMB-06-03	J.D. Eckman, Inc.	\$204,110.11
DMB-04-04	J.D. Eckman, Inc.	\$ 65,825.00
CMLF-07-05	Lyons Shipyard, Inc.	\$543,155.58
CMLF-06-07	Barnegate Bay Dredging Co., Inc.	\$ 95,180.50
NCA-04-01	Diamond Materials	\$419,474.29
MVA-06-02	South State, Inc.	\$ 70,085.00

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9756. DRYDOCKING & REPAIRS, M/V CAPE MAY: CONTRACT # CMLF-07-09

A public bid opening was held on February 26, 2008 in which three (3) bids were received. The COO and the Projects Committee recommended award of the contract to the lowest responsive bidder, Colonna's Shipyard, Inc. of Norfolk, VA, in the amount of \$879,392.00.

A motion to award Contract CMLF-07-09 to the aforementioned was made by Commissioner Simmerman, seconded by Commissioner Dorn, and unanimously approved by a roll call vote of 10-0.

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9757. AVIATION FUEL FARM, CIVIL AIR TERMINAL:
CONTRACT # CAT-07-01

A public bid opening was held on March 12, 2008, in which four (4) bids were received. The COO and the Projects Committee recommended award of the Bid to the responsive low bidder, Joseph T. Hardy & Sons, of New Castle, DE in the amount of \$282,090.00

A motion to award Contract #CAT-07-01 to the aforementioned was made by Commissioner Patterson, seconded by Commissioner Simmerman and approved by a roll call vote of 10-0.

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9758. CHAIRPERSON'S CALL FOR ACTION ON THE
RESOLUTIONS BEFORE THE BOAD

RESOLUTION 08-13 (formerly 08-07) – CREATION OF A NEW FARE CLASS FOR SAME-DAY RETURN-TRIP TRAVEL ON A TRIAL-BASIS FOR THE CAPE MAY - LEWES FERRY.

WHEREAS, The Delaware River and Bay Authority (the "Authority"), is a bi-state agency created by Compact for the purpose of operating crossing facilities between the States of Delaware and New Jersey; and

WHEREAS, the Authority owns and operates the Cape May - Lewes Ferry, which connects Cape May, New Jersey, and Lewes, Delaware; and

WHEREAS, the Cape May - Lewes Ferry has experienced a decline in passenger traffic in recent years; and

WHEREAS, the Authority desires to make the ferry service more affordable for customers who travel round-trip same-day with vehicles during the months of November through March, thereby encouraging more people to use the service and to generate higher revenues; and

WHEREAS, the Authority desires to promote the commerce that occurs as a result of such travel in the local communities of Delaware and New Jersey,

WHEREAS, the new fare class for same-day return-trip travel will be:

<u>VEHICLE & DRIVER</u>	November 1 – March 31
Car, SUV, Pick-up Truck (vehicles less than 20' length) Same-Day Return-Trip Value Fare	\$10.00

WHEREAS, the Authority's management will evaluate the impact of the new fare class on vehicle traffic at the close of a one-year trial period and will make recommendations to the Commissioners as to the continuation of the program.

NOW, THEREFORE, BE IT RESOLVED that the Commissioners do hereby adopt a new fare class for same-day return-trip passage at the Cape May – Lewes Ferry during the months of November through March. This new fare class shall become effective on April 1, 2008, for a trial-period of one (1) year.

A motion to approve Resolution 08-13 was made by Commissioner Favre, seconded by Commissioner DeLanzo, and approved by a roll call vote of 10-0.

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RESOLUTION 08 - 14 APPROVAL OF COMMUNITY CONTRIBUTION REQUESTS.

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is a bi-state agency with public crossing facilities and assets in the States of New Jersey and Delaware; and

WHEREAS, the Authority has developed a Community Contributions Policy which outlines the purpose of the program and process for consideration of requests; and

WHEREAS, the policy requires full board approval for any Community Contribution; and

WHEREAS; the Budget and Finance Committee met and approved Community Contributions for the month of March 08; and

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby approves the following Community Contributions.

Community Contributions

New Jersey

Association for Retarded Citizens Incorporated Gloucester County	\$ 10,000
Salem Community College Foundation	\$ 18,000
Salem County Historical Society	\$ 2,500

Total	<u>\$ 30,500</u>
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Delaware

Delaware Technical and Community College Educational Foundation	\$ 5,000
Delaware Wrestling Alliance Incorporated	\$ 5,000
Kent Sussex Industries Incorporated	\$ 3,000
Nature Conservancy Incorporated	\$ 5,000
The Center for Therapeutic and Educational Riding Incorporated	\$ 4,000
The Lewes Historical Society	\$ 2,500

Total	<u>\$ 24,500</u>
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Grand Total (New Jersey and Delaware)	<u>\$ 55,000</u>
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A motion to approve Resolution 08-14 was made by Commissioner Patterson, seconded by Commissioner Favre. With Commissioner Smith abstaining on Salem Community College Foundation, Resolution 08-14 was approved by a roll call vote of 10-0 except with the above noted abstention where such vote was 9 in favor and 1 abstention.

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RESOLUTION 08-15 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1 THROUGH DECEMBER 31, 2008.

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
 PROJECTED VENDORS TO BE PAID OVER \$25,000
 OPERATION EXPENDITURES
 FOR THE PERIOD 1/1/08 THROUGH 12/31/08

VENDOR	SERVICE DESCRIPTION	DETERMINATION
Avicon U.S.A., LLC.	Hangar 112 Hangar Door and Installation	Quotes
Ditschman/Flemington Ford Fleet Sales	Two (2) Ford E-350 Cargo Vans	State Contract
Long Fence, Inc.	Security Fencing at NCA to support Skybus Operations	Quotes
New Haven Consulting Group	Workplace Violence Prevention Training	Quotes
Ricky Slade Construction Schlosser Associates	Pavement milling at Millville Airport Rehabilitate sewer injection pump station at DMB	Quotes Quotes
The Harbeck Company	Leadership Training	Quotes
TNT Construction	Insulation of Hangar 112 high bay area (per lease agreement)	Quotes

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 08-15 was made by Commissioner Simmerman, seconded by Commissioner Smith, and approved by a roll call vote of 10-0.

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RESOLUTION 08-16 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND MAVERICK AIR, LLC. AT THE NEW CASTLE AIRPORT, NEW CASTLE, DELAWARE

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

WHEREAS, Maverick Air LLC (“Maverick”) desires to lease 34.5% of the hangar located at 137 N. DuPont Hwy. commonly referred to as Hangar A encompassing approximately 7,800 sq.ft.; and

WHEREAS, Maverick has agreed to pay the Authority \$115,535.76 annual rent during the first term of the Lease Agreement; and

WHEREAS, the initial term of the Lease Agreement is for one (1) year; and

WHEREAS, Maverick shall have the option of renewing this Lease Agreement for three (3) periods of one (1) year each; and

WHEREAS, rent during the option periods shall be adjusted each year by the Consumer Price Index (CPI).

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Maverick

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 08-16 was made by Commissioner Favre, seconded by Commissioner DeLanzo, and approved by a roll call vote of 10-0.

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RESOLUTION 08-17- AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND THE DRAX GROUP AT THE NEW CASTLE AIRPORT, NEW CASTLE, DELAWARE

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

WHEREAS, The Drax Group (“Drax”) desires to lease 66% of the hangar located at 5 DRBA Way, encompassing approximately 15,000 sq.ft. of hangar and office/shop space at the Airport; and

WHEREAS, Drax has agreed to pay the Authority \$180,000 annual rent during the term of the Lease Agreement; and

WHEREAS, the initial term of the Lease Agreement is for one (1) year.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with The Drax Group 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 08-17 was made by Commissioner Simmerman, seconded by Commissioner Hensley, and approved by a roll call vote of 10-0.

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RESOLUTION 08-18 - AIRPORT USE AND LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND SKYBUS AIRLINES AT THE NEW CASTLE AIRPORT

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

WHEREAS, Skybus Airlines (“Skybus”) desires to lease approximately 570 square feet of space in the terminal building in order to operate an air transportation airline; and

WHEREAS, Skybus has agreed to pay the Authority \$18.00 per square foot in annual rent during the first (1) year of the Airport Use and Lease Agreement with annual Consumer Price Index (CPI) increases; and

WHEREAS, the initial term of the Lease Agreement is for two (2) years; and

WHEREAS, Skybus will also be using additional common areas of the terminal and ramp areas on a non-exclusive basis; and

WHEREAS, User Fees for non-exclusive use areas shall be charged for airport facilities and usage based upon the attached schedule of fees and charges. These fees will be reviewed after a six (6) month period to ensure fees are reflective of actual usage.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Skybus

Airlines 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 08-18 was made by Commissioner Favre, seconded by Commissioner Dorn, and approved by a roll call vote of 10-0.

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RESOLUTION 08-19 - AUTHORIZING AMENDMENTS TO A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND A NEW JERSEY COMPANY FOR PREMISES SITUATE AT THE SALEM BUSINESS CENTRE, CARNEYS POINT, NEW JERSEY

WHEREAS, The Delaware River and Bay Authority (the "Authority"), owns a two story 80,000 square foot office building (the "Building") in the Salem Business Centre (the "Centre"), located in Carneys Point, Salem County, New Jersey; and

WHEREAS, the Authority desires to lease office space at the Centre; and

WHEREAS, the Clement Pappas Company (the "Company") leased approximately 28,469 square feet of office space on the second floor of the Building pursuant to a written lease agreement (the "Lease Agreement") dated December 19, 2006; and

WHEREAS, the Company desires to amend the Lease Agreement to lease an additional 1,939 square feet of space on the second floor of the Building adjacent to the original office space (the "Additional Space"); and

WHEREAS, the Company further desires to amend the Lease Agreement to lease an additional approximately 10,766 square feet of space on the first floor of the Building for use as laboratory and office space (the "Laboratory Space"); and

WHEREAS, the term of Lease Agreement pertaining to the Additional Space will be coterminous with the Lease Agreement at rental rates equivalent to those specified in the Lease Agreement, plus Tenant electric and utility charges; and

WHEREAS, the term of the Lease Agreement pertaining to the Laboratory Space will be for an initial term coterminous with the Lease Agreement at rental rates equivalent to those specified in the Lease Agreement, plus Tenant electric and utility charges; and

WHEREAS, the Company will be responsible for its share of all Operating Expenses over the base year of the Lease; and

WHEREAS, the Company will have an Early Termination Option after ten (10) years with an agreed upon early termination fee and reimbursement fee; and

WHEREAS, with respect to the Laboratory Space the Lease Agreement shall provide a certain lease inducement in the form of a mutually agreed rent abatement; and

WHEREAS, the Company will receive a Tenant Improvement Allowance of Thirty-Three and 75/100 Dollars (\$33.75) per square foot of space for the Laboratory Space with any overage in Tenant Improvements to be the responsibility of the Company; and

WHEREAS, the Company will have the option to extend the term of the Lease Agreement for three (3) consecutive periods of five (5) years each at the then mutually determined (or appraised) fair market value; and

WHEREAS, the Authority and Company are to agree to mutually acceptable forms of the proposed Amendment to Lease Agreement with respect to the Additional Space and the proposed Amendment to Lease Agreement with respect to the Laboratory Space; and

WHEREAS, the Economic Development Committee has reviewed the terms of the proposed Amendment to Lease Agreement with respect to the Additional Space and the proposed Amendment to Lease Agreement with respect to the Laboratory Space and recommends approval thereof by the Commissioners.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to negotiate and finalize the terms and conditions of the proposed Amendment to Lease Agreement with respect to the Additional Space between the Authority and the Company for an additional 1,939 square feet of rental space on the second floor of the Building and the proposed Amendment to Lease Agreement with respect to the Laboratory Space for an additional approximately 10,766 square feet of rental space on the first floor of the Building, and, with the advice and consent of counsel, to have such Amendments to Lease Agreement executed by the Economic Development Committee Chairperson, Authority Vice Chairperson, and the Executive Director

A motion to approve Resolution 08-19 was made by Commissioner Simmerman, seconded by Commissioner Smith, and approved by a roll call vote of 10-0.

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9759. COMMISSIONERS PUBLIC FORUM

Chairperson Parkowski asked if any members of the public would like to address the Commissioners.

Commissioner Patterson stated that he received two letters. One from George Smiley, New Castle County Council, Seventh District, on behalf of the residents of Swanwyck Estates thanking him for his involvement in helping DRBA address noise complaints via a pending construction contract. The other from the Delaware Breast Cancer Coalition, Inc. for the Authority's Gold Sponsorship during its Southern Lights of Life: An Evening of Living and Giving campaign. Commissioner Patterson also requested a pro forma for Skybus Airline to be presented at the next Committee meeting.

Elder Tyrone Johnson, Sr, Interdenominational Ministers Action Council, said that several employees some of whom are involved in litigation at the Authority approached him with diversity issues. He came before the Board to determine if those concerns were legitimate. At the request of Chairperson Parkowski, Elder Johnson stated that he will address his comments in writing to the Board and then he introduced State Rep. Dennis B. Williams, Wilmington Council member, Charles Potter, and Community Activist, Herman Holloway, Jr.

Chairperson Parkowski thanked Elder Johnson for his comments and said that he is in receipt of his earlier letter and that he takes all concerns seriously. Chairperson Parkowski stated that one of the Authority's previous board members, Warren Wallace, raised concerns during his tenure as Chairperson and that conditions were improving in the last five years noting 27% of the total number of new hires of full time employees were African-Americans. He said that he was not able to discuss individual litigation but was willing to meet with Elder Johnson upon receipt of his written comments.

Delaware State Representative Dennis B. Williams spoke next. He stated that the Department of Labor mandates should be honored and that the Attorney General's office is looking into allegations from individual employees. He then noted that there are two sides to every story and that, after sorting out truth from allegations, he hoped everyone can come to a sense of fairness.

Chairperson Parkowski thanked Mr. Williams and stated that the Board was not in a position to comment due to pending litigation but requested details addressed in writing.

Mr. Herman Holloway, Jr., Community Activist, spoke on various issues such as his roll in the community, conversations with DRBA employees, relationships with people and the reliance on information given to decision makers. He stated that everyone has a responsibility to sort out the valid issues and work toward resolution. He then thanked the Commissioners for allowing him to speak.

Chairperson Parkowski thanked Mr. Holloway and noted that everyone must discern truth from allegations and that he should forward his comments in writing to the Commissioners.

Vice-Chairperson Hogan noted that not all New Jersey commissioners received Elder Johnson's letter. He said that he spoke with Commissioners Dorn and Lathem regarding conducting seminars on "how to do business with the DRBA." With regard to community giving, Vice-Chairperson Hogan said that the Commissioners receive direction from the Governors office.

Chairperson Parkowski stated that community contributions are given to legitimate organizations. No religious or political organization is considered and that the dollars are distributed geographically in New Jersey and allocated to each Commissioner in Delaware. The contributions benefit both states.

Councilman Potter , City of Wilmington spoke. He stated that fairness should be given to all employees and that he understands litigation makes it difficult to discuss these issues. However, the greater good should not be stopped because of litigation.

Chairperson Parkowski thanked Mr. Potter for his comments.

Elder Johnson requested the Authority look at any impediments regarding minority businesses in its awarding of contracts and then thanked everyone for their attention.

Commissioner Lathem requested the Acting Chief Financial Officer draft a report on minority contracting by the Authority.

Commissioner Dorn stated that diversity is on the Commissioners agenda and that he wants to do what is right for the Authority and to speak for those who cannot. He said that he knows what it means to be persecuted and that he is committed to improving working conditions for people of color and to all people.

Mr. Howard Moon, Ferry Reservations Manager, spoke on issues such as retaliation, hiring and retaining minorities and promotion practices. He stated that the 27% hiring was based on 2001 figures and that 19 minorities resigned. Mr. Moon said that the Authority should be pro active instead of reactive on the issue.

Chairperson Parkowski thanked Mr. Moon and asked that the 2001 numbers be verified and given to anyone requesting them.

Mr. Joe Bryant, Deputy Police Administrator, spoke. He stated that, in most cases, there are two, sometimes three, sides to a story and that there have been vast improvements in the treatment of minorities since Mr. Harkins administration.

Renee Bullock, Mom's House, addressed the Commissioners over her concerns regarding the Authority's cut in the Community Contributions program. She expressed the need for assistance from organizations such as the DRBA and then introduced Sierra Lints and Megan Mackin who both benefit from their experiences at Mom's House and the importance to them and others in keeping it funded.

Chairperson Parkowski thanked Ms Bullock, Ms Lints and Ms Mackin for their appearance before the Commissioners and their appreciation of the Community Contribution Program.

Commissioner Favre thanked Mom's House representatives for their attendance and then asked the Commissioners how does the message of goodwill that the contributions bestow reach the governors offices.

Chairperson Parkowski stated that previous discussions before the Board regarding the preparation of a formal policy for the governors to review on community giving will be placed back on the Commissioners agenda.

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There being no further business, a motion to adjourn was made by Commissioner Favre, seconded by Commissioner Lathem, and unanimously carried.

The meeting was adjourned 11:43 a.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Thomas A. Pankok
Board Secretary