

MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Tuesday, November 17, 2009
James Julian Boardroom
Delaware Memorial Bridge Plaza
New Castle, Delaware 19720

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

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

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

The Authority 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.

PRESENT

James N. Hogan, Chairperson	Scott A. Green, Vice-Chairperson
Susan A. DeLanzo	Richard W. Downes
Edward W. Dorn	Samuel E. Lathem
Niels S. Favre	William E. Lowe
Ceil Smith	Terri C. Murphy
Douglas L. Van Sant	Gary F. Traynor

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10065. APPROVAL OF THE OCTOBER 20, 2009 REGULAR MEETING MINUTES

A motion was made by Commissioner Van Sant to approve the minutes of October 20, 2009 meeting, seconded by Commissioner Favre, and unanimously approved by a voice vote of 12-0.

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10066. EXECUTIVE DIRECTOR'S REPORT

The Executive Director presented the following highlights that occurred within the Authority during October, 2009.

Delaware Memorial Bridge

In October, total traffic increased 1.6%, non-commercial traffic increased 3.1%, and commercial traffic decreased 7.4%, compared to October 2008. When compared to the 3-year average, total October traffic decreased 1.7%. Year-to-date total traffic increased 1.8%, non-commercial traffic increased 3.6%, and commercial traffic decreased 9.0%, compared to the previous year. When compared to the 3-year average, year-to-date total traffic decreased 1.2%. E-ZPass traffic for October represented 61.6% of the total overall traffic as compared to 61.1% for the previous year. Year-to-date total electronic traffic represented 59.8%, an increase of 0.5% from 2008.

Cape May Lewes Ferry

In October, vehicle traffic decreased 15.1%, passenger traffic decreased 15.5%, and fare revenues decreased 9.0%, compared to October 2008. Year-to-date vehicle traffic decreased 7.6%, passenger traffic decreased 8.1%, and fare revenues increased 0.7%, compared to the same

period last year. Compared to the 3-year average, year-to-date vehicle traffic decreased 20.2%, passenger traffic decreased 20.9%, and fare revenues decreased 6.7%.

In October, CMLF food and beverage revenues decreased 8.1% and retail revenues decreased 5.0%, compared to October 2008. Year-to-date food and beverage revenues decreased 6.1% and retail revenues decreased 13.9%. When compared to the 3-year average, year-to-date food revenues decreased 10.1% and retail revenues decreased 20.0%.

Quarterly inspections by the US Coast Guard were completed on the MV New Jersey, MV Twin Capes, and MV Delaware, with no deficiencies reported.

The MV Cape Henlopen dry dock work at Staten Island, New York starting January 2010 has been finalized. Mr. Jim Gillespie, Port Engineer traveled to Caddell's Shipyard to inspect facilities and prepare for this effort.

The Cape May Wine Festival held at the Cape May Ferry Terminal went very well. Approximately 5,000 attendees were on the Terminal grounds to purchase over 200 wines from 22 Garden State wineries.

Airports

The \$9.3 million New Castle Airport Runway 9-27 reconstruction and runway safety area improvement project is substantially complete. This runway is scheduled to be re-opened this month.

A Delaware Airpark Airport runway design kick-off meeting was held with the FAA, DelDOT and our engineering staff to discuss the schedule of completion for the final design package of the proposed runway system. This design effort is funded through an ARRA grant.

Economic Development

The Authority received the Coastal America 2008 Partnership Award for its involvement in the Delaware Bay Oyster Restoration Project. The Coastal America Partnership Award was the only environmental award of its kind given by the White House. Anna Marie Gonnella Rosato was also presented with a Coastal America Partnership Award in recognition of her work on the Task Force. A letter from President Obama accompanied the award. The Authority provided the original cash match of approximately \$300,000 for this project.

Employee Happenings

Our Benefits Department working with Susquehanna Wealth Management (ING) hosted sessions in a continuing series of retirement planning presentations. Topics covered included Federal initiatives concerning retirement savings, recent economic news, etc. All Plan Participants were encouraged to attend. At the conclusion of the presentations, individual consultations can be scheduled for a later date.

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

Authorized Positions	442
Positions Filled	398
Positions Filled (on LTD)	4
Total Positions that are Vacant	40

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

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10067. COMMITTEE REPORT – BUDGET & FINANCE COMMITTEE

Commissioner Van Sant noted his absence at the November 2, 2009 Budget & Finance Committee meeting and deferred to Commissioner Traynor to report on the activities of both the November 2, 2009 meeting and the Budget & Finance meeting today.

BUDGET & FINANCE COMMITTEE MEETING

Monday, November 2, 2009

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was held on Monday, November 2, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Commissioner Favre, Committee Member
Commissioner Dorn
Commissioner Smith
Chairperson Hogan

Commissioners from Delaware

Committee Vice-Chair Traynor
Commissioner Downes, Committee Member
Commissioner Murphy, Committee Member
Commissioner Lathem
Commissioner Lowe
Vice-Chairperson Green

Legal Counsel

Mike Houghton - DE

Staff

Jim Johnson
Frank Minor
Victor Ferzetti
Jim Walls
Gerry Owens
Anna Marie Gonnella Rosato
Joe Larotonda
John Jones
Kelly Phillips Parker
TJ Murray

1. Committee Vice-Chair Traynor opened the Budget & Finance Committee meeting at approximately 9:01 a.m. The public meeting of the Budget & Finance Committee had been duly noticed on October 20, 2009, in accordance with the Authority's Freedom of Information Regulations.

2. Proposed Resolutions

- Community Contribution Requests – Committee Vice-Chair Traynor reported that there were no requests at this time from Delaware or New Jersey; therefore, the draft Resolution was withdrawn.

3. Reviewed 2010 Budget

The Chief Financial Officer presented the Reviewed Major Increases/Decreases for the FY 2010 Operations Budget.

- Total Wages 0% Change

The COO and CFO continue to work on wage matters as it relates to union and non-union employees and are not prepared to make a recommendation at this time. The CFO, working in conjunction with the COO, proposed the elimination of 8 authorized vacant positions resulting in an estimated savings of nearly \$500,000, reducing the total authorized positions to 436. Additional future savings may evolve as positions are continually evaluated as they become vacant.

The Committee questioned whether workflows had been adjusted or modified and the procedure to re-authorize a position. The CFO reported he is comfortable with the recommended eliminations as these positions had been vacant for some time, such as the position of E-ZPass Supervisor had been vacant for two years. The workload has been shared by rotating Toll Supervisors and sufficient time allowed to evaluate this solution prior to eliminating the position. Also, for example, the Chief Engineer position had been vacated after the Lewes Crew was moved to Cape May; however, elimination of the position was delayed until there was a tested transition plan in place. It was also reported that, if it became necessary to increase the authorized positions, the CFO could always come back to the Board for authorization to transfer funds from another division or request a modified budget based on changing circumstances.

Committee Chair Hogan questioned the reduction of positions as it related to Commissioner Lathem's concern that certain matters should be discussed in the Personnel Committee. Commissioner Dorn questioned the rush in light of a newly hired EEO/AA Diversity Manager and a new CHRO to be hired in the future. Commissioner Lathem voiced concern that staff doesn't just increase workloads resulting in new job descriptions and then additional salary increases but if a department is covered, then there isn't a problem. Commissioner Downes added if it's necessary to have the Personnel Committee consider the matter. However, the FY 2010 Budget should be adopted in December. The Executive Director added the Personnel Committee should recommend in cooperation with the Budget & Finance Committee, the abolishment of existing positions, according to the Authority By-Laws.

Committee Vice-Chair Traynor recommended, as a budgetary matter, to move these positions and associated funding out of the FY 2010 Operations Budget.

- Community Contributions -20%

The reduction is based on the 20% reduction each of the last three years. If there is any other direction from the Committee, please advise. Commissioner Murphy questioned the reduction. Authority Chair Hogan reported that this reduction reflects direction by Delaware's former and New Jersey's current Governors to reduce by 20% per year until eliminated. Commissioner Downes added he would like to see the Community Contributions remain the same stating that there are now different economic conditions than three years ago. Commissioner Favre added that a delegation met with the New Jersey Governor's office last year and were told to eliminate the program.

- Advertising & Marketing 64.28%

The CFO reported that he has not completed the review with staff.

- Group Medical -4.35%

Reflects discussions to be held in the Personnel Committee, to propose eliminating the Horizon New Jersey Plan and incorporating those employees under the BCBS Plan which would result in a positive impact on the budget.

- Defined Benefit Plan -11.38%

OPEB Benefits 106.14%

At the October Budget & Finance Committee, the CFO presented a series of four Options identifying costs associated with potential considerations to the Defined Benefit and OPEB Trust and the Committee requested additional information be provided. The CFO presented a series of six additional Options for consideration, noting Option #9 and #10 would be too costly and probably would not be a recommendation at this time.

The CFO and the Committee reviewed and discussed Options #5 through #8. The CFO remarked that all of the remaining Options represent positive actions toward improving the funding of Pension and OPEB benefits. He recommended that a policy consensus among the Committee be developed as to the total amount of increased growth for the FY 2010 Operations Budget. The Pension/OPEB Budget amount would be the last item added to the Budget. Commissioner Lowe questioned when the Budget would be ready for recommendation.

The largest outstanding issue remaining is Wages. Commissioner Lowe added that Wages would need to be finalized prior to selecting the Defined Benefit/OPEB Benefits Option.

Committee Vice-Chair Traynor clarified that the CFO is requesting that the Committee make a decision as to the amount of growth to the budget increase for the FY 2010 Operating Budget and then the Option that best fit within the targeted budget would be selected. Committee Vice-Chair Traynor asked for the CFO's recommendation. The CFO stressed that a 3% range was manageable and would suggest to rating agencies that the Authority continues to hold expenses.

Commissioner Favre requested an Executive Session. Committee Vice-Chair Traynor asked for a motion to close the Public Session to discuss matters of a confidential nature. A motion was made by Commissioner Downes, seconded by Commissioner Favre, and the Session was closed.

The following matters of a confidential nature were discussed.

- LONG RANGE PLANNING

With no further business to discuss in Executive Session, a motion to open the Session to the Public was made by Commissioner Downes, seconded by Commissioner Favre, and the Session was opened to the Public.

4. At the request of Commissioner Favre, the CFO presented a breakdown of Remaining Categories for review. The Committee asked several questions and staff answered to their satisfaction.

With no further business to discuss, a motion to adjourn was made by Commissioner Favre, seconded by Commissioner Downes, and the Budget & Finance Committee adjourned at 10:50 a.m.

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BUDGET & FINANCE COMMITTEE MEETING
Monday, November 17, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was held on Tuesday, November 17, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Chair Van Sant, Arrived After Roll Call
Commissioner Favre, Committee Member
Commissioner DeLanzo, Committee Member
Commissioner Dorn
Commissioner Smith
Chairperson Hogan

Legal Counsel

Phil Norcross – NJ

Governors' Representatives

Sonia Frontera - NJ

Staff

Jim Johnson
Frank Minor
Victor Ferzetti
Jim Walls

Commissioners from Delaware

Committee Vice-Chair Traynor
Commissioner Downes, Committee Member
Commissioner Murphy, Committee Member
Commissioner Lathem
Commissioner Lowe
Vice-Chairperson Green

Mike Houghton - DE

Gerry Owens
Anna Marie Gonnella Rosato
Kelly Phillips Parker
AJ Crescenzi
Jim Salmon

1. Committee Vice-Chair Traynor opened the Budget & Finance Committee meeting at approximately 9:30 a.m. The Authority Secretary 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.

2. Proposed Resolutions

- Community Contribution Requests – Committee Vice-Chair Traynor reported that no Delaware or New Jersey requests had been presented at the November 2, 2009, Budget & Finance Committee; however, subsequent to the meeting requests have been submitted. The Committee reviewed the three requests from New Jersey and Delaware. A motion was made by Commissioner Favre, seconded by Commissioner Murphy and the Committee recommended approval of the Community Contribution requests. The Resolution will be presented to the full Board for consideration at the Public Session.

- Over \$25,000 Vendor List – The Chief Financial Officer reported that subsequent to the last Budget & Finance Committee meeting, an opportunity to purchase a used Caterpillar Road Grader has developed. This Grader would replace a 1961 grader, which would cost approximately \$10,000 to repair and still would not be up to current safety standards. Staff also investigated the possibility of renting and determined it would not be feasible. The asking price for the 2003 Grader is \$105,000, 1/3 the cost of a new grader, which ranges in price from \$250-\$300,000. Since the Grader is not used full time, it was determined a used piece of equipment would be the most cost efficient approach. The Grader currently is located in Virginia, but we would purchase the equipment from Giles & Ransome, a local authorized CAT dealer as Certified CAT equipment. In conjunction with the purchase, the 1961 grader would be traded in or sold at auction to recoup a portion of the purchase. The CFO recommended that, in the best interest of the Authority, it is fiscally responsive to negotiate the purchase of used equipment at a lesser cost than new equipment, and for the Budget & Finance Committee to waive the public bidding requirement of 98-31. After discussion, Commissioner Murphy made a motion, seconded by Commissioner Downes, and the Committee waived the bidding requirement of 98-31 and recommended the purchase of the used 2003 Caterpillar Road Grader from Giles & Ransome, Inc. for approximately \$105,000 and funded from the CIP. The Resolution will be presented to the full Board for consideration at the Public Session.

3. Disposition of Surplus Property

The CFO reported that an airport runway broom, which attaches to a blower, had been included in a 1998 FAA acquisition of airport property. The equipment has not been used in the past 6 years. In the meantime, the Delaware Air Guard had been searching for a runway broom and a dealer mentioned the DRBA had one on-site. The sale price would be approximately \$16-\$19,000. There are no FAA issues associated with selling the broom as the piece property has been held over 10 years. The Air Guard will be conducting an RFP process and staff recommends the runway broom be declared as surplus property in order to be available for sale to the Delaware Air Guard. After discussion, a motion was made by Commissioner Murphy, seconded by Commissioner Downes, and the Committee declared the airport runway broom surplus property.

With no further business to discuss, a motion to adjourn was made by Commissioner Murphy, seconded by Commissioner Downes, and the Budget & Finance Committee adjourned at 9:40 a.m.

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

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10068. COMMITTEE REPORT – PERSONNEL COMMITTEE

Commissioner Dorn presented the following Personnel Committee meeting minutes of November 2, 2009 and the Personnel meeting held earlier today.

PERSONNEL COMMITTEE MEETING
Monday, November 2, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Personnel Committee was held on Monday, November 2, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey
PRESENT

Committee Chair Dorn
Commissioner Favre, Committee Member
Commissioner Smith, Committee Member
Chairperson Hogan

Commissioners from Delaware

Committee Vice-Chair Lathem
Commissioner Murphy, Committee Member
Commissioner Traynor, Committee Member
Commissioner Downes
Commissioner Lowe
Vice-Chairperson Green

Legal Counsel
Mike Houghton - DE

Staff
Jim Johnson, Jr.
Frank Minor
Victor Ferzetti
Jim Walls
Gerry DiNicola Owens

Authority Secretary
Tom Pankok

Committee Chair Dorn welcomed the Personnel Committee and opened the meeting at 10:56 a.m. The public meeting of the Audit & Governance Committee had been duly noticed on October 20, 2009, in accordance with the Authority’s Freedom of Information Regulations.

2. Committee Chair Dorn requested an Executive Session, closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Lathem, seconded by Commissioner Smith, and the Session was closed.

The following matters of a confidential nature were discussed.

- CONTRACT NEGOTIATIONS
- LEGAL MATTERS
- PERSONNEL MATTERS

With no further business to discuss in Executive Session, a motion to open the meeting to the public was made by Commissioner Lathem, seconded by Commissioner Smith, and the Personnel Committee was opened to the public.

3. Chief Human Resource Officer Search Update:

The Executive Director reported that the search firm is currently conducting in-person interviews with six candidates and will be meeting with the Executive Director on November 11, 2009, to provide recommendations. The Executive Director, along with other Senior Leadership members, will then conduct individual interviews and provide a recommendation to the Personnel Committee. Committee Vice-Chair Lathem requested the Executive Director provide resumes of at least five candidates. The Executive Director stressed the need to be able to select a

candidate able to work with the rest of the team. Committee Chair Dorn added that the Personnel Committee would take the recommendation of Executive Director under advisement; however, the Committee intends to use the expertise of Commissioner Murphy and Commissioner Smith during the review.

With no further business to discuss, Commissioner Smith made a motion to adjourn, Commissioner Murphy seconded, and the Personnel Committee adjourned at 11:22 a.m.

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PERSONNEL COMMITTEE MEETING
Monday, November 17, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Personnel Committee was held on Tuesday, November 17, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Chair Dorn
Commissioner Favre, Committee Member
Commissioner Smith, Committee Member
Commissioner DeLanzo
Commissioner Van Sant
Chairperson Hogan

Commissioners from Delaware

Committee Vice-Chair Lathem
Commissioner Murphy, Committee Member
Commissioner Traynor, Committee Member
Commissioner Downes
Commissioner Lowe
Vice-Chairperson Green

Legal Counsel

Phil Norcross – NJ

Mike Houghton – DE

Governors' Representatives

Sonia Frontera - NJ

Staff

Jim Johnson, Jr.
Frank Minor
Victor Ferzetti
Jim Walls
Gerry DiNicola Owens

Authority Secretary

Tom Pankok

Committee Chair Dorn welcomed the Personnel Committee and opened the meeting at 9:41 a.m. The Authority Secretary reported that the public meeting of the Personnel Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

1. FOP Election Agreement

The Executive Director reported that, since the last Personnel Committee meeting, the FOP Leadership received and agreed to the Draft Election Agreement. This Agreement sets out the process for a secret ballot election and will be the same process that was used with MEBA and Local 542. After discussion, Commissioner Favre made a motion, seconded by Commissioner Smith, to recommend authorization of an Election Agreement Between the Authority and the Fraternal Order of Police, Lodge #14. The Resolution will be presented to the full Board for consideration at the Public Session.

2. Committee Chair Dorn requested an Executive Session, closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Traynor, seconded by Commissioner Smith and the Session was closed.

The following matters of a confidential nature were discussed.

• CONTRACT NEGOTIATIONS

With no further business to discuss in Executive Session, a motion to adjourn was made by Commissioner Lathem, seconded by Commissioner Smith, and the Personnel Committee adjourned at 10:12 a.m.

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

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10069. COMMITTEE REPORT – PROJECTS

Commissioner Favre presented the following Projects Committee meeting minutes of November 2, 2009.

PROJECTS COMMITTEE
November 2, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of the Delaware and Bay Authority’s Projects Committee was held on Monday, November 2, 2009, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Commissioner Lowe, Committee Vice-Chair
Commissioner Lathem, Committee Mbr
Commissioner Murphy, Committee Mbr
Commissioner Traynor
Commissioner Downes
Vice-Chairperson Green

Commissioner Favre, Committee Chair
Commissioner Dorn, Committee Mbr
Commissioner Smith
Chairperson Hogan

Authority Secretary
Tom Pankok

Staff

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

Counsel
Mike Houghton, Esq., DE Counsel

1. The Projects Committee meeting convened at approximately 11:15 a.m. Those in attendance were provided an informational package consisting of a resolution, bid tab, contract close-out letter, and a monthly contractor payment chart (through October).

2. Resolutions:

• The COO introduced a draft resolution authorizing the exercise of renewal options and associated expenditure increases for six (6) Authority General Engineering Consulting (GEC) Service Agreements. It was reported that each of the six GEC agreements are at the end of their three year initial term and each agreement has the option to extend for two one (1) year renewals. The six (6) firms and their respective not to exceed annual amounts are as follows:

- URS Corporation (DE Airports), \$700,000
- C & S Engineering (NJ Airports), \$450,000
- DY Consultants (NJ Airports Planning), \$50,000
- HNTB Corporation (DMB), \$500,000

- S.T. Hudson Engineers (CMLF), \$350,000
- Duffield Associates (Environmental), \$250,000

Staff recommended that the Authority exercise the one (1) year renewal option and to increase the aggregate cap in each agreement by the applicable aforementioned annual not-to-exceed amount. The Committee concurred with the recommendation and directed that the resolution be presented at the November board meeting for action.

3 Bid/Opening/Award Actions:

CMA – 07-03, Rehabilitation Building 96, Cape May Airport: The COO stated that the bid opening for this project occurred and that the low bid was significantly under the engineer’s estimate. The COO recommended that the action be tabled and that staff be afforded more time to conduct due diligence on the action. The Projects Committee concurred with the recommendation.

4. Contract Close-Out Actions:

Contract NCA-07-01, Mechanical System Upgrades - Terminal Building, New Castle Airport: The COO recommended close-out of the contract and final payment be made to Schlosser & Associates of Newark. The final contract amount is \$299,973.00. The Projects Committee concurred with the recommendation and directed that the action be presented at the December board meeting.

5. Contract Payment Review (through October): The COO informed the Committee of the monthly construction contractor payments to be made in November. The Chief Engineer informed the Committee on a contract payment matter associated with the payment for materials associated with Contract NCA-08-01, Runway 1 Safety Area Improvements. The Chief Engineer recommended that 90% of materials on hand be paid to the contractor versus the DRBA customary 80%. It was reported that the Federal Aviation Administration (major cost sharing (95%) partner) was contacted and they support payment at 90% for the material costs in accordance with their standard partial payment language in the contract and, as such, are ultimately responsible for 95% of the amount expended. This adjustment will result in a payment of \$360,600 to the contractor for the November partial payment. The Projects Committee supported the recommendation.

6. Miscellaneous Items/Updates: The COO provided a marine master plan update and stated that the kick-off meeting was held with the General Engineering Consultant (Naval Architect) last week and that initial tasks would include a peer review of previous studies and the development of replacement options for the Cape May-Lewes Ferry passenger loading tubes.

7. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 11:45 a.m.

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

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10070. COMMITTEE REPORT – ECONOMIC DEVELOPMENT

Commissioner Downes presented the following Economic Development Committee meeting minutes of November 2, 2009.

ECONOMIC DEVELOPMENT COMMITTEE MEETING
Monday, November 2, 2009
 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, November 2, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

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

Commissioners from Delaware

Committee Chair Downes
Commissioner Lowe, Committee Member
Commissioner Traynor, Committee Member
Commissioner Lathem
Commissioner Murphy
Vice-Chairperson Green

Legal Counsel

Mike Houghton - DE

Staff

Jim Johnson
Frank Minor
Victor Ferzetti
Jim Walls
Gerry Owens
Anna Marie Gonnella Rosato
Michelle Griscom-Collins
AJ Crescenzi
John Sarro
Steve Williams
John Jones

Committee Chair Downes welcomed the Economic Development Committee and opened the meeting at approximately 11:47 a.m. The public meeting of the Audit & Governance Committee had been duly noticed on October 20, 2009, in accordance with the Authority's Freedom of Information Regulations.

1. Salem Business Centre Update:

NAES

AJ Crescenzi presented a draft Resolution authorizing a Settlement Agreement Between the Delaware River and Bay Authority and North American Energy Services in accordance with the terms discussed at the October Economic Development Committee of \$270,000 in total payment to DRBA, \$150,000 up front and \$120,000 in 18 consecutive monthly installments. Lawyers from both sides are still finalizing negotiations on other points; however, should be completed in time for the November meeting. After discussion, a motion was made by Commissioner Lowe, seconded by Commissioner Dorn, to recommend the acceptance of the Settlement Agreement, subject to the finalization of the terms. A Resolution Authorizing the Settlement Agreement Between the Delaware River and Bay Authority and NAES will be presented to the full Board for consideration at the November meeting.

2. Committee Chair Downes requested an Executive Session. A motion was made by Commissioner Lowe, seconded by Commissioner Smith, and the session was closed.

The following matters of a confidential nature were discussed.

- LONG TERM PLANNING ALTERNATIVES

With no further business to discuss in Executive Session, a motion was made by Commissioner Lowe, seconded by Commissioner Dorn, and the session was opened to the Public.

3. Millville Airport Update:

Lease Opportunity:

Michelle Griscom-Collins reported that staff is working with Boeing to bring their

Chinook Helicopter operation to the Millville Airport. The decision to locate in Millville is in the hands of the U.S. Army and staff has contacted New Jersey Congressman LoBiondo for his assistance. The Deputy Executive Director reported that staff is cautiously optimistic; however, will continue to work with Boeing to seek a commitment to the Millville Airport location for other potential operations in the event the Army decides on another location for the Chinook.

4. Cape May Airport Update:

Committee Chair Downes requested an update regarding the request from Dr. Salvatore for the Authority to relinquish a building at the Cape May Airport to create a Coast Guard Museum. The Deputy Executive Director reported that staff is working with Commissioners DeLanzo and Favre to schedule a meeting with Dr. Salvatore and hopes to report back to the Committee in December.

5. Delaware Airpark Update:

Committee Chair Downes requested an update regarding the information he received regarding arrearages owed from Delaware State University of approximately \$46,000. The Deputy Executive Director reported that he had asked for an internal audit of all leases and it was reported that Delaware State University was in arrears in the amount of approximately \$46,000 for condo fees since 2005. The condo fees include such things shared common area, snow removal, and landscaping and are specified in the Lease Agreement. Michelle Griscom-Collins outlined this historical background. Commissioner Lowe questioned how we allowed five years of arrearages and it was reported that finance sends out the billing and is unaware of collections procedures or how it was handled previously.

Authority-Vice Chair Green requested a brief recess at 12:05 and the meeting reconvened at 12:13.

The Deputy Executive Director will contact Dr. Smith at Delaware State University regarding the matter.

6. Marketing Budget Increase:

Committee Chair Downes reported that there was a request for a substantial increase to the Marketing Budget; however, would wait for the Marketing Team to be present and prepared at the November Economic Development Committee meeting.

7. The Deputy Executive Director reported that he is developing internal procedures to record and track calls coming into the department which could also be used for potential follow-up. The Deputy Executive Director also reported he is working towards establishing Standard Operating Procedures.

With no further business to discuss, a motion to adjourn was made by Commissioner Dorn, seconded by Commissioner Smith, and the Economic Development Committee adjourned at 12:17 p.m.

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

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10071. COMMITTEE REPORT – AD HOC CMLF

Commissioner Favre presented the following Economic Development Committee meeting minutes of November 2, 2009.

AD HOC CAPE MAY-LEWES FERRY COMMITTEE MEETING
Monday, November 2, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Ad Hoc Cape May-Lewes Ferry (CMLF) Committee was held on Monday, November 2, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware

Commissioners from New Jersey

Commissioners from Delaware

PRESENT

Committee Chair Favre

Committee Vice-Chair Lowe

Commissioner Murphy, Committee Member

Commissioner Downes

Vice-Chairperson Green

Staff

Jim Johnson, Jr.

Jim Walls

Heath Gehrke

Frank Minor

Anna Marie Gonnella Rosato (during Public Session) Greg Jones

Invited Guests

Aloysius Butler & Clark

Lana O'Hollaren

David Michaluk

Shari Short

1. Committee Chair Favre welcomed the members of the Ad Hoc CMLF Committee and opened the meeting at 12:35 p.m. The public meeting of Ad Hoc CMLF Committee had been duly noticed on October 20, 2009, in accordance with the Authority's Freedom of Information Regulations.

2. Committee Chair Favre made a request for an Executive Session at 12:46 p.m., closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Lowe, seconded by Commissioner Murphy, and the session was closed.

The following matters of a confidential nature were discussed.

• LONG RANGE PLANNING

Due to time constraints, it was requested that the Executive Session recess to allow Aloysius Butler & Clark to make a presentation. Commissioner Lowe made a motion at 2:15 p.m. and the session was opened to the Public.

3. Cape May-Lewes Ferry Marketing Strategies Presentation

Lana O'Hollaren, Shari Short and David Michaluk from Aloysius Butler & Clark, were introduced and presented the following.

• Communications Plan – Take a Break from the Ordinary - A three year communications plan was developed for the CMLF, a portion of which was rolled out during peak season, July-September, 2009, targeting Seniors, Boomers, and Young Families. Various methods of communications were used to reach Outliers, Locals, and visitors to the Terminals & Boats.

• Objectives – To increase ridership during the peak and shoulder seasons; increase awareness of the ferry among those who vacation in the northeast and southeast; build the reputation of the ferry; and, begin to reestablish the ferry as an experience, not just a mode of transportation.

• Goals – To begin to expose the various audiences to the new brand "Take a Break from the Ordinary," to take advantage of the summer high traffic season to increase ridership on the ferry with new and more frequent users; and to lay the ground work for a full communications plan rollout in 2010.

• Sample Summer 2009 Campaigns – "30 Events, get there on the CMLF" advertising events being held in New Jersey and Delaware using the website, local ads, billboards, events displays and calendars. The "take a break" theme promoted was promoted by outlier ads, e-newsletter, and various banner ads which ran on Facebook and Google.

• 2010 Goals – To continue to expose the new brand "Take a Break from the Ordinary"; to introduce and integrate additional marketing initiatives as outlined in the Communications Plan; and, to create a base line to determine results moving forward in the next

phase of the campaign in 2011 - using direct mail, media, public relations events, marketing tactics, and the CMLF website.

- Results – AB&C reviewed the results of the data collection and methods of evaluation used from the various campaigns. The increased media/internet presence helped the CMLF experience a lower decrease in traffic compared to other area transportation and attractions. Reports for September 2009 vs. 2008 show increases of 38% in internet transactions, 8% in vehicle traffic, and 10.5% in passenger traffic resulting from the consistent marketing campaign in July and August 2009.

AB&C reported that the Marketing Team has been provided with detailed monthly reports and the Committee requested copies. The Committee questioned what would be necessary for AB&C to continue. It was reported that a revision to the current contract would be necessary and that there is already a Communications Plan in place. AB&C has been working in conjunction with the Marketing Team, Jim Salmon, Anna Marie Gonnella Rosato, and Heath Gehrke.

Committee Chair Favre thanked the representatives from AB&C for their presentation.

With no further business to discuss in Public Session, a motion to close the Public Session was made by Commissioner Murphy and the Executive Session reconvened at 3:05 p.m..

The following matters of a confidential nature were discussed.

- LONG RANGE PLANNING

With no further business to discuss, a motion was made by Commissioner Murphy, and the Ad Hoc CMLF Committee adjourned at 3:45 p.m.

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

* * * * *

10072. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

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

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

10073. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

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

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

* * * * *

10074. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented a chart for October 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.

* * * * *

10075. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented a chart for the month of October 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.

* * * * *

10076. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF OCTOBER 31, 2009.

The CFO presented charts 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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10077. PUBLIC COMMENT ON ACTION ITEMS.

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

- Close-out Contract #NCA-07-01 Mechanical Systems Upgrades, New Castle Airport Terminal Bldg.
- Resolution 09-62 Approval of the Community Contribution Requests
- Resolution 09-63 Approving of Settlement Agreement with NAES Corp,
- Resolution 09-64 Authorizes Election Agreement with FOB, Lodge #14
- Resolution 09-65 Authorizes the Exercise of Annual Renewals and Associated Expenditures for (6) Authority General Engineering Consulting Services Agreements
- Resolution 09-66 Authorizes Expenditures Over \$25,000

There were no public comments.

New Jersey Authorities Unit Representative, referring to Resolution 09-65, asked if there were cost increases in the contract limits for each of the consulting firms over last year as it was unclear in the third Whereas of the Resolution.

CFO responded that there were none.

Commissioner Favre suggested the verbiage in the third Whereas in Resolution 09-65 be reworded to indicate that there are no changes in the contract limit.

New Jersey Counsel said that he and the Delaware counsel will amend the third Whereas in the Resolution prior to the Commissioners vote on Resolutions.

Commissioner Downes questioned the need for six (6) general engineering consulting services agreements and asked that a summary be prepared for the next meeting.

* * * * *

10078. SUMMARY OF AUTHORIZED CONTRACT PAYMENTS.

Contract No.	Contractor	Current Amount
DMB-08-02	Marinis Brothers, Inc.	123,188.41
DMB-08-03	Eastern Highway Specialists	275,139.28
DMB-04-01	Mumford and Miller	1,373,731.03
CMLF-06-03R	PKF-Mark III, Inc.	84,105.00

NCA-06-02	Diamond Materials	311,234.11
NCA-07-01	Schlosser & Associates	14,998.65
NCA-08-01	Diamond Materials, LLC	360,600.00

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10079. CONTRACT CLOSE-OUT, MECHANICAL SYSTEMS
UPGRADES-TERMINAL BUILDING, NEW CASTLE AIRPORT, CONTRACT #NCA-07-01

On February 25, 2009 Contract No. NCA-07-01, Mechanical Systems Upgrades – Terminal Building was awarded to Schlosser & Associates of Newark, Delaware for the bid price of \$283,000.00.

During the contract period Change Order No’s. 1-3 were approved for the project.
1. September 21, 2009 Adjustment in quantities to reflect actual field conditions.
Add: \$16,973.00.

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$299,973.00.

A motion to close out Contract #NCA-07-01 was made by Commissioner Van Sant, seconded by Commissioner Smith, and approved by a voice vote of 12-0.

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10080. CHAIRPERSON’S CALL FOR ACTION ON THE
RESOLUTIONS BEFORE THE BOARD

RESOLUTION 09 - 62 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 November 09; and

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

Community Contributions

New Jersey

Gloucester County Children’s Arts Society Incorporated \$ 3,000

Total \$ 3,000

Delaware

Rehoboth Beach Film Society \$ 2,500

Special Olympics Delaware Incorporated \$ 5,000

Total \$ 7,500

Grand Total (New Jersey and Delaware) \$10,500

A motion to approve Resolution 09-62 was made by Commissioner Downes, seconded by Commissioner Lowe, and approved by a roll call vote of 12-0.

* * * * *

RESOLUTION 09-63 - APPROVING OF SETTLEMENT AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND NAES CORPORATION

WHEREAS, The Delaware River and Bay Authority (the "Authority") is the owner of a building located at 1 Collins Drive, Carney's Point, New Jersey (the "Building"); and

WHEREAS, the Authority and NAES Corporation, as successor by merger to Centric Operating Services Company (collectively, "NAES"), entered into a certain Lease Agreement, dated September 15, 2003 (said Original Lease, as subsequently amended by a First Amendment to Lease, a Second Amendment to Lease, and a Third Amendment to Lease, the "Lease"), pursuant to which the Authority, as landlord, leased to NAES, as tenant, certain space in the Building, as more particularly described in the Lease; and

WHEREAS, a dispute arose between the Authority and NAES regarding amounts due and owing under the Lease for operating expenses, taxes, and electrical charges (the "Dispute"); and

WHEREAS, the Authority and NAES have agreed to settle the Dispute and enter into the Settlement Agreement attached hereto as Exhibit "A" (the "Settlement Agreement").

NOW, THEREFORE, BE IT RESOLVED, that the Settlement Agreement is hereby approved and that the Chairman, Vice Chairman, and Executive Director are hereby authorized, with the advice and consent of Counsel, to execute the Settlement Agreement.

EXHIBIT A

SETTLEMENT AGREEMENT

THIS SETTLEMENT AGREEMENT ("Agreement") is entered into by and between The Delaware River and Bay Authority, a body politic and an agency of the State of Delaware and the State of New Jersey, duly created by Compact (as hereinafter defined), having an address of P.O. Box 71, New Castle, Delaware 19720 (the "Landlord") and North American Energy Services Company, a Washington corporation (successor by merger to Centric Operating Services Company, a Delaware corporation), having an address of 1180 NW Maple Street, Suite 200, Issaquah, Washington 98027 (the "Tenant").

BACKGROUND

- A. The Landlord, a body politic and an agency of the State of Delaware and the State of New Jersey, was duly created pursuant to the Delaware-New Jersey Compact, 17 Del. C. § 1701 and N.J.S.A. 32:11B-1, et seq. (the "Compact").
- B. The Landlord was created for the purpose of advancing the economic growth and development within the counties of Delaware and New Jersey which border the Delaware River and Bay by providing for, planning and engaging in projects which will enhance the future economic growth and development of those areas.
- C. In order to fulfill its purpose, the Landlord has been empowered to plan, develop and lease property within the State of New Jersey which the Landlord determines is necessary for the sound economic development of the area.
- D. The Landlord and Tenant (through its predecessor by merger, Centric Operating Services Company, a Delaware corporation) entered into that certain Lease Agreement dated September 15, 2003 (the "Original Lease"; the Original Lease as amended by the First Amendment to Lease, Second Amendment to Lease and the Third Amendment to Lease, is referred to herein as the "Lease") pursuant to which the Landlord leased to the Tenant and the Tenant leased from the Landlord approximately 6,005 rentable square feet of space in the Building commonly known as 1 Collins Drive, Carney's Point, New Jersey, as more particularly described in the Lease (the "Premises").
- E. The parties executed the First Amendment to Lease dated June 14, 2005 in order to amend the Lease to permit the Tenant to expand the Premises into an additional 2,697.50 rentable square feet of adjacent space in the Building.
- F. The parties executed the Second Amendment to Lease dated November 20, 2007 in order to amend the Lease to modify the determination of the Base Year of the Lease and establish Year 2004 as the Base Year.
- G. The parties executed the Third Amendment to Lease dated February 25, 2008 in order to amend the Lease to permit the Tenant to expand the Premises into an additional 4,440 rentable square feet of adjacent space in the Building.

H. It is the Landlord's position that, pursuant to the Lease, there are due and owing from the Tenant Operating Expenses (as defined therein) for the period of approximately 2005 to 2008 in the amount of \$22,155.34.

I. It is the Landlord's position that, pursuant to the Lease, there are due and owing from the Tenant Taxes (as defined therein) for the period of approximately 2004 to 2008 in the amount of \$118,457.76.

J. It is the Landlord's position that, due to the failure of the Tenant to obtain and pay for a separate meter pursuant to Section 2(f) of the Original Lease, there are due and owing from the Tenant charges for providing electric current to the Premises for the period of approximately November 2003 to December 2006 in the amount of \$176,237.75 ("Electrical Charges").

K. It is the Landlord's position that the total amount due and owing from the Tenant for Operating Expenses, Taxes and Electrical Charges for the specific time periods set forth above equals \$316,850.85 (collectively, the "Accumulated Charges").

L. The Tenant disputes that the Accumulated Charges are due and owing on the basis that the Landlord did not timely invoice the Tenant (the "Dispute").

M. The parties desire to avoid the expense, time and uncertainty of litigation and resolve the Dispute in accordance with the terms of this Agreement.

AGREEMENT

In consideration of the mutual promises and covenants contained in this Agreement and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, and intending to be legally bound, the parties agree as follows:

1. Defined Terms. Unless the context otherwise requires, for all purposes of this Agreement, all capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in this Agreement.

2. Payment of the Accumulated Charges. The Tenant shall pay the Landlord \$270,000.00 (the "Sum") as follows:

- a. Within thirty (30) days from the date of this Agreement, \$150,000.00 by certified or cashier's check (the "Initial Payment").
- b. The balance of \$120,000.00 shall be paid in eighteen (18) equal consecutive monthly installments of \$6,666.67 beginning on November 1, 2009, and the first day of each month thereafter (each an "Installment Payment").

Notwithstanding anything to the contrary in this Agreement, no payment shall fall due until the Effective Date (as hereinafter defined). Notwithstanding anything to the contrary in the Lease, the Tenant shall be in default of this Agreement and the Lease, without notice, if it fails to make the Initial Payment as set forth above or any Installment Payment by the first day of each month for which payment is due.

3. Allocation of the Sum. The Sum shall be allocated as follows:

Operating Expenses	\$11,000.00
Taxes	\$118,457.76
Electrical Charges	\$140,542.24

4. Payment of Other Amounts Under Lease. The Tenant shall pay the Landlord all other amounts due under the Lease when due pursuant to the terms of the Lease.

5. Release. The Landlord releases the Tenant from all claims related to the Accumulated Charges and the Dispute. This release does not include any other amounts that may be due under the Lease whether arising or accruing during, or relating to, any period of time before or after the date of this Agreement. This release also does not include any claims the Landlord may have against any other person or entity related to the Accumulated Charges and/or Dispute including, but not limited to, Commonwealth Real Estate Services, Inc., the property management company for the Building, and its employees, managers, agents, servants, representatives, officers, directors, shareholders, subsidiaries, successors and assigns.

6. Effective Date: This Agreement shall become effective as of the date when both of the following are completed (the "Effective Date"):

- a. The Landlord's consent to the terms and conditions of this Agreement as approved by the Landlord's Board of Commissioners in accordance with Article VI of the Compact; and
- b. Failure of the Governors of Delaware and New Jersey to cancel this Agreement within ten (10) days (Saturdays, Sundays and public holidays in each state excepted) after receipt at the respective Governor's offices of a certified copy of the minutes of the meeting at which the Landlord's Board of Commissioner's vote for approval of this Agreement was taken pursuant to Article VI of the Compact.

7. Miscellaneous.

a. The Lease shall remain in full force and effect and is hereby ratified and affirmed. Except as set forth in this Agreement, the rights and obligations of the Landlord and Tenant under the Lease shall not be affected.

b. This Agreement shall be construed and interpreted in accordance with the laws of the State of New Jersey, without regard to any doctrine of conflicts of laws.

c. The Lease (and all exhibits thereto) and this Agreement, contain the entire agreement between the parties and shall not be amended, modified or supplemented except by agreement in writing signed by both the Landlord and the Tenant.

d. This Agreement shall bind and inure to the benefit of the parties hereto and their respective successors and assigns.

e. This Agreement is a compromise of the Dispute as set forth herein and shall never be treated as an admission of liability or any wrongdoing for any purpose whatsoever.

f. All periods of time stated in this Agreement are of the essence.

g. This Agreement may be executed in any number of original or telecopied counterparts, each of which shall be deemed to be an original as against any party whose signature appears thereon, and all of which shall together constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have duly executed this Agreement, intending the same to be a sealed instrument, as of the day and year first above written.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

THE DELAWARE RIVER AND BAY
AUTHORITY

Witness

By: _____ (SEAL)
Name: James N. Hogan
Title: Chairman

Witness

By: _____ (SEAL)
Name: Scott A. Green
Title: Vice Chairman

Witness

By: _____ (SEAL)
Name: James T. Johnson, Jr.
Title: Executive Director

NORTH AMERICAN ENERGY SERVICES
COMPANY

Witness

By: _____
Name: _____
Title: _____

A motion to approve Resolution 09-63 was made by Commissioner Van Sant, seconded by Commissioner Favre, and approved by a roll call vote of 12-0.

* * * * *

**RESOLUTION NO. 09-64, AUTHORIZES AN ELECTION AGREEMENT
BETWEEN THE AUTHORITY AND THE FRATERNAL ORDER OF POLICE, LODGE
14**

WHEREAS, The Delaware River and Bay Authority (the "Authority") is a bi-state Authority created by Compact for the purpose of owning, operating and controlling both crossing and non-crossing facilities; and

WHEREAS, the Authority is fortunate to employ skilled and dedicated employees to operate and maintain these facilities; and

WHEREAS, the Fraternal Order of Police, Lodge #14 (the "Union") has requested to open dialogue with the Authority regarding the representation of a bargaining unit to include: Patrol Officer, Patrol Officer First Class, Corporal, Senior Corporal and Master Corporal; and

WHEREAS, the Authority and the Union have agreed upon a process as stated in an Election Agreement (the "Agreement") that is necessary to allow the identified employees to express their desires.

NOW THEREFORE BE IT RESOLVED, that the Chairperson, Vice Chairperson, and Executive Director upon the review and advice of counsel, are authorized to execute said Agreement.

A motion to approve Resolution 09-64 was made by Commissioner Favre, seconded by Commissioner Murphy, and approved by a roll call vote of 12-0.

* * * * *

Delaware Authority Counsel stated that he and New Jersey Counsel agreed upon a language change in the third Whereas of Resolution 09-65 to clarify previous concerns by the New Jersey

Authorities Representative. A Revised Resolution 09-65 was presented to the Commissioners for approval.

RESOLUTION 09-65 (Revised) – AUTHORIZES THE EXERCISE OF ANNUAL RENEWALS AND ASSOCIATED EXPENDITURES FOR SIX (6) AUTHORITY GENERAL ENGINEERING CONSULTING SERVICES AGREEMENTS

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is a bi-state Authority created by Compact for the purpose of owning, operating and controlling both Crossing and Non-Crossing facilities; and

WHEREAS, the Authority approved and executed six (6) General Engineering Consulting Services (“GEC”) Agreements, in compliance with Resolution 98-31 which governs the procurement of professional services, with the firms listed below with the following annual contract limits for a term of three (3) years with two optional annual renewals; and

<u>Contract No.</u>	<u>Name of Consulting Firm</u>	<u>Initial Annual Contract Limit</u>
CS-06-02	URS Corporation	\$700,000
CS-06-03A	C&S Engineering	\$450,000
CS-06-03B	DY Consultants	\$50,000
CS-06-04	HNTB Corporation	\$500,000
CS-06-05	S.T. Hudson Engineers	\$350,000
CS-06-06	Duffield Associates	\$250,000

WHEREAS; the initial three (3) year term of each of the aforementioned GEC Agreements expires as of December 1, 2009 and the Authority desires to exercise the first of the aforementioned annual renewals and increase the contract limit for each of the contracts by the following amount; and

<u>Contract No.</u>	<u>Name of Consulting Firm</u>	<u>Annual Contract Limit</u>
CS-06-02	URS Corporation	\$700,000
CS-06-03A	C&S Engineering	\$450,000
CS-06-03B	DY Consultants	\$50,000
CS-06-04	HNTB Corporation	\$500,000
CS-06-05	S.T. Hudson Engineers	\$350,000
CS-06-06	Duffield Associates	\$250,000

WHEREAS, the Projects Committee reviewed the recommendation and concurs with the evaluation; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms conditions of the formal amendment to each of the aforementioned contracts and to have such amendments, upon review and advice of counsel, executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approved Resolution 09-65 (Revised) was made by Commissioner Favre, seconded by Commissioner Traynor, and approved by a roll call vote of 12-0.

* * * * *

RESOLUTION 09-66 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, NOVEMBER 1, 2009 THROUGH DECEMBER 31, 2010.

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 11/1/09 THROUGH 12/31/10

VENDOR	SERVICE DESCRIPTION	DETERMINATION
Giles & Ransome, Inc.	Purchase of a Used Caterpillar Road Grader	Market Comparison

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 09-66 was made by Commissioner Murphy, seconded by Commissioner Favre, and approved by a roll call vote of 12-0.

* * * * *

10081. COMMISSIONERS PUBLIC FORUM

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

Bill McHugh, MEBA representative, spoke. He said that at a bargaining meeting held on September 28th he made suggestions to the Authority to move the 2008-2010 contract negotiations along. He feels that MEBA employees are being treated differently because, unlike other Authority employees, they did not receive 2008 pay increases. Mr. McHugh is asking for a commitment from Authority representatives to come back to the table with different numbers.

Frank Bankard, Local 543 spoke. He read the following prepared statement.

Dear DRBA Commissioners:

I have spoke to you repeatedly over the past few months on problems within the DRBA Upper Management Structure.

I have also followed up in writing to Commissioner and Personal Chairman Rev. Dorn on my comments.

The Union was recently given an update by Management to my letters and comments. I would like to share this with you the Commissioners.

- On the issue of a number of Arbitrations before the DRBA and Management refusal to not reduced to one Arbitration:

Management of the Authority has placed the Union at Fault on this matter since the Union filed the Grievances separately. Although the Union did file them separately, and simple reason because they occurred separate, the Union has made clear to DRBA Counsel to consolidate them to save expenses on all parties which can be done if agreed.

- I further made a comment at the Commissioners meeting in Cape May regarding workers in our Unit which were laid off and Management bringing in Seasonal during that time. Management would not extend our Laid off workers about 60 hours of work, but they did extend over 200 hours to '4' Seasonal Painters.

Management has cited that only two Seasonal Painters were extended hours. Not 4! My argument was not in stressing the number of Painters, but Management extension

of hours to one unit of workers and not to another. This being the case, the Grievance should have been settled at the first step. Management has now pushed this issue to Arbitration rather than settling and paying the harmed employee. Management has selected to pay more than 5 times what is owed to this employee not counting their Attorney expenses. This action should compliment my accusation that Upper Management is derelict in its fiscal duties.

Another Grievance I mentioned which now has been submitted to Arbitration is the failure to promote a Union employee within the same realm of non-bargaining unit employees. This Grievance consists of one of the Authorities most qualified HVAC Technicians employed at Lewes Del. This Employee has worked for the Authority for 10 years. Maintenance South Director labeled him as the Top Notch Tech of this Division. Upper Management refused to promote this employee because he would not relocate to Cape May, even though he performed the work in question for over 2 years and still does. Rather than promote what lower Management deems as one of the best Techs within the Authority, they promoted his understudy which still converse to him for help.

To exacerbate this matter, Upper Management has now posted another HVAC Maintenance 4 position for the Northern tier, just to further agitate this matter or Member.

As of yesterday, another Arbitration has been filed on Supervisors performing Bargaining unit work. For the past 4 years this matter has become out of control. Upper Management has designated Supervisors and taken them out of the Bargaining unit. They pay them more then bargaining unit workers and their authority gives them the opportunity to gobble up overtime work which only aggravates the workforce.

Another matter I cited at prior Commissioners meeting is the lack of supplying uniforms. I cited it's been over a year since our unit had received new uniforms. Management replied this was not true, we later found out that it's been over 2 years for some of the units! It does look promising now, since forms have recently been given out for uniforms, although, forms can't be worn!

As you know we have returned to the Bargaining Table for the past month. The Union has proposed a number of proposals. To this date, Management has not given ONE economic proposal. In Federal or State Labor Law this would be considered Bad Faith and Surface Bargaining.

The Union has proposed that Authority place our unit in Local 542 Health Care, an idea mentioned in 2005 and 2007. In 2005 this would have saved the Authority over 1 million dollars and corrected the Parity problems. The Authority back then, agreed to

take the savings, but keep it! And not use it for the unit. The outcome or history was the Authority to pay more for Health Care and chop benefits.

Last Friday we proposed again this offer, but put emphasis only if the savings would be used to rectify the Parity problem. We wait for a response.

To conclude, the Union has been further accused of creating this Parity problem. For the Record, and as mentioned, the Union has always addressed this problem with workable solutions, some costing the Authority nothing and actually a savings! It has always been either Management or the Authority not to rectify this matter.

Chairperson Hogan thanked Mr. Bankard for his comments and asked Commissioner Dorn to address the issue with the Executive Director.

Vincent Ascione, Local 542 representative spoke. He noted that the patience of Local 542 employee members are wearing down. They are appreciative of the extra holiday before Christmas but they want representatives to get back into negotiations and move swiftly.

* * * * *

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

The meeting was adjourned 11:00 a.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Thomas A. Pankok
Secretary