

MINUTES OF MEETING  
**THE DELAWARE RIVER AND BAY AUTHORITY**  
**Tuesday, July 21, 2009**  
James Julian Boardroom  
Delaware Memorial Bridge Plaza  
New Castle, Delaware 19720

The meeting convened at 11:05 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 Executive Director.

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The Honorable Stephen M. Sweeney, Senator, New Jersey District 3, bestowed the Oath of Office to Ceil Smith of Salem County, New Jersey and Douglas L. Van Sant of Cumberland, New Jersey. Along with Commissioner Smith's husband, Commissioner Van Sant's family, Assemblyman John J. Burzichelli and Assemblywoman Celesta M. Riley of New Jersey District 3 witnessed the ceremony.

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Chairperson Hogan called on the Authority 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.

PRESENT

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

ABSENT

William E. Lowe

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10010. APPROVAL OF COMMITTEE ASSIGNMENTS

Vice-Chairperson Green stated that he and Chairperson Hogan established an Ad Hoc Ferry Committee to examine its fiscal and operational needs. The Committee will develop a time frame for completing the examination and then present the report to the Board. Members of the Ad Hoc Ferry Committee are Commissioners Favre, DeLanzo, Lowe, and Murphy. Commissioners Favre and Lowe will stand as Chair and Vice-Chair respectively.

Chairperson Hogan noted that Commissioner Van Sant replaces Mr. Simmerman on the Projects, Budget & Finance, Audit, and Ad Hoc Committees.

A motion to approve the amended Committee assignments and the establishment of an Ad Hoc Ferry Committee was made by Commissioner Dorn, seconded by Commissioner Smith and unanimously approved by a voice vote of 11-0.

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10011.            APPROVAL OF THE JUNE 16, 2009 REGULAR MEETING  
MINUTES

Commissioner Murphy motioned for approval of the meeting minutes of June 16, 2009, seconded by Commissioner Smith, and approved by a voice vote of 11-0.

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10012.            EXECUTIVE DIRECTOR'S REPORT

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

***Delaware Memorial Bridge***

Total traffic in June increased 1.7% compared to the same period in 2008. Non-commercial traffic increased 2.9% and commercial traffic decreased 6.1%. When compared to the 3-year average, total traffic decreased 3.2% in June. Year-to-date total traffic increased 0.2% compared to 2008. Non-commercial traffic increased 2.2% and commercial traffic decreased 10.5%. When compared to the 3-year average, year-to-date total traffic decreased 2.1%.

E-ZPass traffic for June represented 59.1% of the total overall traffic as compared to 58.0% for the previous year. Year-to-date electronic traffic is 60.1%, an increase of 0.5% from 2008.

Our annual Bridge maintenance painting program on the 2<sup>nd</sup> structure is now complete with the exception of some minor punchlist work. The 1<sup>st</sup> Structure painting is approximately 40% complete and will continue through the summer until completion by year end.

The I-295 main-line construction on the Phase III, \$26.8 million Approach Roads Project which started in June 2008 is progressing well and is estimated at over 55% complete. The Stage I/II switch occurred June 28<sup>th</sup>, which placed traffic on the newly rehabilitated side of the highway. This allows the contractor to begin rehabilitation on the other half of the highway. The traffic switch went without issue. I want to thank our engineering and police staff for working with our contractor, Mumford and Miller to make this happen without incident. All work is scheduled to be complete in 2010.

***Cape May Lewes Ferry***

In June, vehicle and passenger traffic decreased 15.8% and 17.2%, respectively, when compared to June 2008. Year-to-date vehicle traffic decreased 9.0% and passenger traffic decreased 10.5% when compared to the same period in 2008. When compared to the average of the last three years, year-to-date vehicle traffic and passenger traffic decreased 13.6% and 12.9%, respectively.

The high number of rainy days and significantly cooler temperatures in June contributed to the decreased ferry traffic. In response, Ferry Operations reduced the June operating schedule by 60 crossings, operating a total of 530 crossings compared to 590 in June 2008. The average number of vehicles and passengers per crossing in June was 59 and 170, respectively, compared to 62 and 185 in June 2008.

In June, fare revenues decreased 9.8% compared to June 2008. Year-to-date fare revenues decreased 1.3% compared to the same period last year. When compared to the average of the last three years, year-to-date fare revenues decreased 2.2%.

In June, CMLF food and beverage sales decreased 14.2% and retail sales decreased 15.6%, compared to June 2008. Year-to-date food and beverage revenues decreased 11.0% and retail revenues decreased 18.6%, compared to the same period in 2008. When compared to the average of the last three years, year-to-date food and beverage revenues decreased 14.3% and retail revenues decreased 22.2%.

At the end of June, ticketing kiosks were installed in our Lewes and Cape May terminals. Our customers have been very complimentary on the use of the kiosks to speed up the ticketing process.

I want to thank Jim Salmon, Anna Marie Gonnella Rosato and Heath Gehrke for working with our Marketing consultant to develop the “Take a Break from the Ordinary” themed campaign at the CMLF along with the 30 Events promotion.

***Airports***

The Delaware State Airway Science and Organization of Black Airline Pilots (OBAP) conducted an Aviation Career Education (ACE) Camp at Delaware Airpark. ACE offers this aviation industry career exposure to middle and high school students. Camp participants learned about aviation history, theory of flight, and other aviation related subjects. Twelve students participated.

The AcroBlast 2009 aerobatic competition was held at Cape May Airport at the end of the month. Thirty-three pilots participated in the competition and collectively completed 110 event flights. No incidents occurred throughout this event and all competitors returned home safely. Thanks to Steve Williams, Dave McCarthy, Tom Berry and Steve Russell for helping out with the coordination for this event.

***Employee Happenings***

Our new Deputy Executive Director, Frank Minor started at the end of the month. I welcome him, wish him well in his role and look forward to his contributions to our team.

The DRBA Police Department was recognized at an award ceremony hosted by the Salem County Prosecutors’ Office. The department was honored for its participation in a 2008 major drug trafficking investigation that involved law enforcement officers from the Federal government and State and local agencies of Delaware and New Jersey.

Congratulations to Dana Herbert, Chef Manager at our Café, for being selected to participate in the TLC’s pilot TV show, “Ultimate Cake Off”. The show will air in September.

Heath Gehrke welcomed Intern Edward Wilkins, a Kings Point Merchant Marine Academy Senior Midshipman. He participated in a two week program of training and education throughout Ferry operations.

Postings closed for the three advertised jobs – the EEO Recruitment Manager, Marine Electrician and Maintenance Specialist IV (HVAC) this month. Over 140 applications were received.

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

Authorized Positions	442
Positions Filled	403
Positions Filled (on LTD)	5
Total Positions that are Vacant	34

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

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10013. COMMITTEE REPORT – BUDGET & FINANCE COMMITTEE

Commissioner Traynor noted that, during the July 13, 2009 Budget & Finance meeting, it was undetermined whether a quorum remained at all times; therefore, a second meeting was advertised and held today where a quorum was present. He then presented the following Budget & Finance Committee discussion of July 13, 2009 and the meeting minutes of today.

**BUDGET & FINANCE COMMITTEE MEETING**

**Monday, July 13, 2009**

Delaware Memorial Bridge Complex  
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Budget & Finance Committee and Public Hearing was held on Monday, June 13, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Commissioner Dorn  
Commissioner Smith  
Chairperson Hogan  
Commissioner Van Sant

Commissioners from Delaware

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

Governors Representatives

Sonia Frontera – NJ – Via Phone

Staff

Jim Johnson  
Frank Minor  
Victor Ferzetti  
Jim Walls  
Gerry Owens  
Joe Larotonda  
Anna Marie Gonnella Rosato  
Kelly Phillips Parker  
AJ Crescenzi  
Mike Scanlon  
Ken Hynson  
John Jones  
Jim Salmon  
John Sarro  
Michelle Grisom-Collins

Authority Secretary

Tom Pankok

1. Committee Vice-Chair Traynor welcomed the Budget & Finance Committee and opened the meeting at approximately 9:48 a.m. The public meeting of the Budget & Finance Committee had been duly noticed on June 24, 2009, in accordance with the Authority's Freedom of Information Regulations. There being no quorum, the following information was presented for informational purposes only. A Budget & Finance Committee meeting will be scheduled prior to the July meeting for Committee recommendations to the Board.

2. Proposed Resolutions

- Community Contribution Requests – The Committee reviewed the Community Contribution Requests for July; however, requests from Delaware will be finalized prior to the July meeting.

- Over \$25,000 Vendor List – the Chief Financial Officer reviewed each item included in the Over \$25,000 Vendor List, noting that Anpesil Distributors and Vistar/VSA would provide small vending food items at the Cape May-Lewes Ferry.

- OPEB Trust – The Chief Financial Officer provided DRAFT OPEB Health Retirement Trust and Plan Documents for any interested Commissioner; however, noted that the documents are currently under review by Legal Counsel and subject to revisions. The CFO noted, as reviewed in the Audit Committee, the approval by Resolutions formalizes the creation of the Plan and Trustee services, similar to the Employees' Pension Plan. In 2007, the Board approved a five-year phased-in scenario to funding the OPEB Liability, reaching 100% (\$8.7 million) in 2012. Commissioner Lowe questioned the benefit of creating the Trust and it was reported that the interest earned can be utilized toward the funding. It cannot be spent on non-OPEB related things.

- Bank of New York-OPEB Trust Services - The CFO also reported that an RFP for Trustee Services had been conducted, five proposals were received and evaluated and the Bank

of New York Mellon was selected. Commissioner Downes requested the inclusion of fees and charges. Authority Vice-Chair Green added that, unless the information was proprietary, the Schedule of Fees should be an attachment to the Resolution. Authority Chair Hogan questioned whether the Board should encumber future Boards regarding the term of five years with two optional two year renewals and would renewal be a staff decision or Board decision. The CFO reported that would be a staff decision; however, staff usually, on larger professional services matters, makes the Board aware of the timing of the renewals.

- Recognizing and Saluting Gary F. Simmerman – The CFO reported that Commissioner Simmerman served with distinction, as both Chair and Vice-Chair of the Budget & Finance Committee, that it would be appropriate for the Budget & Finance Committee to recognize and move the proposed Resolution.

### 3. 2009 Mid-Year Review

The CFO reviewed the following information.

- Year-To-Date Expenditure Analysis by Category – 41% or \$31 million has been spent to date, with Expenses being under budget for this period; however, at 48%, Healthcare is the largest non-salary expense. Commissioner Murphy questioned why benefit expense would be at 48% when wages are only 42%. The CFO reported that every vacant position is not fully funded for benefits.

- Expenditure Analysis by Category 2008-2009 – the CFO reported that, overall, 2009 spending has been \$1.4 million less than 2008. It was further noted that the transaction fees for E-ZPass Customer Service Center have been reduced corresponding to the reduction in traffic. Increases in benefits are related to OPEB Funding and increased medical expenses.

- Year-To-Date Revenue Review – The CFO reported that the Delaware Memorial Bridge provides 73% of the total revenue of the Authority. To date, the DMB revenues reflect 1.7% below the projected year-to-date projections. The CMLF is \$200,000 below projections with the summer season being the most critical. Including Airports, Interest, and Other income, the total difference to date is \$660,869 below projections.

- Delaware Memorial Bridge Traffic & Revenue Comparison – 2008-1990 – The CFO reported that the chart showed percentages of Commercial, Non-Commercial, and Discount traffic to revenue for 2008 and 1990 for comparison purposes. It was noted the most recent toll rate adjustments to Commercial in 2008, Non-Commercial in 2000, and Discounts in 1986. Commissioner Murphy questioned the types of discounts. The CFO reported that the Authority Discounts are Commuter at 25 trips per month and Frequent Traveler at 20 trips over 90 days.

The CFO requested the Authority's Financial Consultant, Cavanaugh Capital Management provided a detailed analysis of the Economic Indicators and Changes in Delaware Memorial Bridge Crossings. 18 economic variables were applied and focused on non-commercial and 5-axle commercial truck traffic. The 52% reduction in automobile traffic can be attributed to the increase in retail gas prices and reductions in supply management and retail sales. The 65% reduction in 5-axle truck traffic has been affected by the increase in retail diesel fuel, economic factors, retail sales, and as automobile traffic declines the data shows that 5-axle truck traffic typically follows. With the same indexes applied to discount traffic, nothing significant stood out showing discount traffic to be the most stable source of revenue. As a result of the analysis, it can't be assumed that there will be traffic growth therefore future revenue growth will need to come from toll increases.

Authority Chair Hogan questioned whether the DRPA has done similar studies. The CFO didn't know, but noted that the DRPA's business is derived mostly from commuters and truck traffic for metropolitan deliveries. The Authority may be more tied to the National and/or East Coast economy rather than greater Philadelphia economy. Traffic has been in line with both the Delaware and New Jersey Turnpikes. Authority Vice-Chair Green questioned whether staff was using this as a forecasting tool to forecast more reliably. The CFO added that he would be looking at these indicators more closely and would like to see enhanced future forecasting. The Deputy Executive Director added that the Commodore Barry Bridge may affect traffic at the Delaware Memorial Bridge. Authority Vice-Chair agreed and suggested investigating local data as well. The CFO added that as construction on the Bridge facility increases that may affect

revenue, and staff will need to accurately forecast the effect on traffic. Authority Vice-Chair Green further suggested the same analysis be conducted for traffic at the Cape May-Lewes Ferry with a follow-up in the September/ October timeframe.

4. Procurement Status Update

As an ongoing effort to keep the Committee updated on current procurement activities, the CFO provided the updated Procurement List since the last update in May. Updates will be provided every other month. Authority Vice-Chair Green questioned the hierarchy of contracts. The CFO reported over \$50,000 requires a formal RFP, \$25-\$50,000 requires at least three quotes, and below \$25,000, quotes are strongly encouraged. The Authority's DBE Manager is involved at all levels. Authority Chair Hogan questioned the status of the procurement software. The CFO reported that a Kick-Off Access Levels are being assigned. The CIO reported that they are in the process of purchasing hardware, and hopefully operational by the end of the year. The cost is still within the \$400,000 range.

The informational discussion ended at 10:47 a.m.

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**BUDGET & FINANCE COMMITTEE MEETING**  
**Tuesday, July 21, 2009**  
Delaware Memorial Bridge Complex  
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee and Public Hearing was held on Tuesday, July 21, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

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

Commissioners from Delaware

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

Legal Counsel

Phil Norcross – NJ

Mike Houghton - DE

Governors Representatives

Sonia Frontera – NJ

Staff

Jim Johnson  
Frank Minor  
Victor Ferzetti  
Jim Walls  
Gerry Owens  
Anna Marie Gonnella Rosato  
Jim Salmon  
AJ Crescenzi  
John Jones  
Kelly Phillips Parker

Authority Secretary

Tom Pankok

1. Committee Vice-Chair Traynor welcomed the Budget & Finance Committee and opened the meeting at approximately 10:20 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.

The following information was presented and discussed at Budget & Finance Committee on July 13, 2009; however, due to possible loss of a quorum during the meeting, the action items that were reviewed were presented again today for Committee consideration and recommendation in order to ensure that the quorum requirements have been met.

- Resolution 09-38 Authorizing Community Contribution Requests – Committee Vice-Chair Traynor reported that the Community Contribution Requests had been previously reviewed for July. There being no questions, on motion by Commissioner Favre, seconded by Commissioner Murphy, the Committee recommended approval. Commissioner Downes questioned the process and how Commissioners know the remainder of allocated funds. Committee Vice-Chair Traynor explained that Mr. Hynson sent out a spreadsheet informing Commissioners of their funding status. In addition, Mr. Hynson added that any funds remaining at the end of the year do not carry over to the following year. The Resolution will be presented to the full Board for consideration at the public session.

- Resolution 09-39 Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the Period, January 1 Through December 31, 2009 – The Chief Financial Officer (CFO) presented the Over \$25,000 Vendor List that Anpesil Distributors and Vistar/VSA provide small vending food items at the Cape May-Lewes Ferry. On motion by Commissioner Murphy, seconded by Commissioner DeLanzo, the Committee recommended approval of the Over \$25,000 Vendor List. The Resolution will be presented to the full Board for consideration at the public session.

- The CFO reported that, due to concerns with the five (5) year term with extensions, it had been recommended to table Resolution 09-41 authorizing a contract between the Delaware River and Bay Authority and the Bank of New York Mellon to provide Other Post Employment Benefit (“OPEB”) Trustee Services in accordance with the Authority’s OPEB Trust Agreement; however, the CFO also recommended tabling Resolution 09-40 authorizing the establishment of an Authority Retirement Health Plan Document and Other Post Employment Benefits (“OPEB”) Trust at this time since both Resolutions are intertwined. The CFO added that the OPEB Trust and Trustee Services should be adopted by the end of the year in order to be reflected in the Authority’s financial reports. On motion by Commissioner Murphy, seconded by Commissioner Downes, the Resolutions were tabled. Commissioner Downs added that, as requested at the Budget & Finance Committee meeting July 13, 2009, the Resolution was revised to include the fee schedule.

- Committee Vice-Chair Traynor presented Resolution 09-48 - Recognizing and Saluting Gary F. Simmerman for his dedicated service to the Delaware River and Bay Authority. On motion by Commissioner Favre, seconded by Commissioner Murphy, the Committee recommended approval. The Resolution will be presented to the full Board for consideration at the public session.

With no further business to discuss, on motion by Commissioner Favre, the Budget & Finance Committee adjourned at 10:30 a.m.

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

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10014. COMMITTEE REPORT – PERSONNEL COMMITTEE

Commissioner Dorn presented the following Personnel Committee meeting minutes of July 13, 2009.

**PERSONNEL COMMITTEE MEETING**

**Monday, July 13, 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, June 13, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Chair Dorn  
Commissioner Van Sant  
Chairperson Hogan

Commissioners from Delaware

Commissioner Murphy, Committee Member  
Commissioner Downes  
Commissioner Lowe  
Vice-Chairperson Green

Governors' Representatives

Sonia Frontera – NJ – Via Phone

Staff

Jim Johnson, Jr.  
Frank Minor  
Victor Ferzetti  
Jim Walls  
Gerry DiNicola Owens  
Anna Marie Gonnella Rosato

1. Committee Chair Dorn welcomed the Personnel Committee and opened the meeting at 12:55 p.m. The public meeting of the Personnel Committee had been duly noticed, on June 24, 2009, in accordance with the Authority's Freedom of Information Regulations.
2. Committee Chair Dorn made a motion to request an Executive Session, closed to the public to discuss matters of a confidential nature. On motion by Commissioner Dorn, seconded by Commissioner Murphy, the Session was closed.

The following matters of a confidential nature were discussed.

- CONTRACT NEGOTIATIONS
- LEGAL MATTERS

With no further business to discuss in Executive Session, on motion by Commissioner Dorn, seconded by Commissioner Murphy, the Personnel Committee was opened to the public.

3. Vincent Ascione, Local 542, addressed the Committee regarding the ongoing Labor Negotiations and lack of parity among women and minority members of Local 542. Chairperson Hogan reported that a Berkshire Analysis had been completed and reported no issues with regard to Local 542 members.

4. Bill McHugh, MEBA, addressed the Committee regarding MEBA's latest proposal and their willingness to move forward with negotiations.

With no further business to discuss, on motion by Commissioner Murphy, the Personnel Committee adjourned at 2:12 p.m.

With no further business to discuss, on motion by Commissioner Downes, the Personnel Committee adjourned at 10:50 a.m.

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10015. COMMITTEE REPORT – PROJECTS

Commissioner Favre noted that he was not present at the July 13, 2009 Projects Committee meeting; however, action to move Contract NCA-08-01 and Resolution 09-43 to the full Board was delayed until further information was received today at a Projects Committee meeting held this morning. The information requested of staff met the satisfaction of the Projects Committee and the Committee recommended that Contract NCA-08-01 and Resolution 09-43 be forwarded to the full Board for approval. Commissioner Favre then presented the following Projects Committee meeting minutes of July 13 and July 21, 2009.

**PROJECTS COMMITTEE**  
**Monday, July 13, 2009**  
Delaware Memorial Bridge Complex  
New Castle, Delaware

A public meeting of the Delaware River and Bay Authority's Projects Committee was held on Monday, July 13, 2009, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

PRESENT

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

Commissioners from New Jersey

Commissioner Dorn, Committee Mbr  
Commissioner Smith  
Chairperson Hogan

Governors' Representatives

Sonia Frontera – NJ (via telephone)

Authority Secretary

Tom Pankok

Staff

Jim Johnson  
Frank Minor  
Victor Ferzetti  
Jim Walls  
Gerry DiNicola Owens  
A.J. Crescenzi  
Heath Gehrke  
Anna Marie Gonnella-Rosato  
John Jones  
Kelly Phillips-Parker  
John Sarro  
Jim Salmon  
Mike Scanlon  
Michelle Griscom-Collins

1. The Projects Committee meeting convened at approximately 10:45 a.m. Those in attendance were provided an informational package consisting of an agenda, two draft resolutions, three bid opening tabulations, and the monthly contractor payment chart with associated change orders (through June).

2. Resolutions:

- DMB 1<sup>st</sup> Structure Improvement Program Project Management and General Engineering Services Contract Award: The COO introduced a draft resolution recommending the award of a professional services contract to AECOM USA, Inc., regarding Project Management and General Engineering Consulting services for the 1<sup>st</sup> Structure Improvement Program of the Delaware Memorial Bridge. Staff reviewed scope, cost, and schedule of the proposed contract, as well as provided an overview of the 1<sup>st</sup> structure improvement program. The COO reported that the contract has an initial term of five years with three optional two-year

renewals. The COO reported that three (3) proposals were received and that all three firms were shortlisted and interviewed. Based on a qualifications-based process in accordance with Resolution 98-31, AECOM USA, Inc., was designated first. Several Commissioners asked questions regarding the length and terms (base contract period and renewal terms) of the contract. Chairman Hogan stated that multi-year contracts may not receive support in New Jersey. Staff was directed to provide more information to the Committee prior to an action being recommended. It was determined that a Projects Committee meeting would be held prior to the July 21<sup>st</sup> Board meeting, in which this topic would be further discussed.

- Radio Over Internet Protocol (ROIP) and Voice Over Internet Protocol (VOIP) Telecommunications System: The COO introduced a draft resolution regarding the procurement of a ROIP/VOIP telecommunications system for fielding in the police and maintenance departments. This system needs to be implemented to replace the current outdated and unsupported communications system. Five proposals were received and evaluated in accordance with resolution 98-31 and Microvoice Communications was selected as the best overall solution for the Authority. Pending the receipt and review of Microvoice references and business license requirements, the Resolution was tabled. It was determined that a Projects Committee meeting would be held prior to the July 21<sup>st</sup> Board meeting, in which this topic would be further discussed.

### 3. Bid Openings/Award Actions:

- MVA-06-01, Obstruction Removal: This initiative requires the removal of obstructions at Millville Airport. This project is supported with a 95% FAA grant. A public bid opening was held June 23rd and six (6) bids were received. The COO recommended that the Base Bid and Add Alternate No.1 be awarded to the responsive low bidder, Giberson Plumbing and Excavating. The Projects Committee concurred with the recommendation and directed that the action be presented at the July Board meeting for award.

- NCA-08-01, Runway 1 Safety Area Improvements: This project entails the improvement of the runway safety area at the end of Runway 1 at New Castle Airport. The project involves installation of an Engineered Material Arrestor System due to limited space available at the end of the runway in the vicinity of Old Churchman's Road and US 13. A public bid opening was held June 30<sup>th</sup> and four (4) bids were received. The COO recommended that the award be made to the apparent low bidder, Diamond Materials. Pending further investigation into Diamond Materials' good faith efforts to meet the DBE goals associated with this contract, it was determined to table the action. It was determined that a Projects Committee meeting would be held prior to the July 21<sup>st</sup> Board meeting in which this topic would be further discussed.

- CMLF-09-02, Drydocking, Repairs and HVAC Installation, M/V Cape Henlopen: A public bid opening was held July 8th and four (4) bids were received. Two (2) of the shipyards had not submitted bids on past solicitations. The COO complimented, the Port Engineer, Jim Gillespie for his efforts to improve competition among shipyards. Caddell Dry Dock and Repair Company submitted the lowest base bid while Thames submitted a higher base bid, but the lowest total bid considering all of the Add Alternates. Drydock contracts include multiple options for work that are deleted at the shipyard. The bids submitted included pricing for all possible work that could have been done at the shipyard. The Authority typically chooses the work to be done after bids are received and deletes the work not performed from the contract. The Authority considered the bids, the total price for the work actually anticipated to be done while in drydock, the Authority's past precedent of awarding contracts based on the lowest responsive base bid, and recommended that the contract be awarded to Caddell. The COO also described the scope of the work (mandatory dry docking work along with HVAC, ceiling, and electrical work) and explained why the work must commence by January 2010. The COO advised the Committee that the contract requirements did not include a prevailing wage requirement because drydock work typically does not exceed the Authority's prevailing wage threshold. The actual amount of work anticipated to be performed while the ship is in drydock is below the prevailing wage threshold and the shipyard to which the contract is being awarded is a union contractor. The Projects Committee concurred with the recommendation to award the Base Bid, Add Alternate No.1, and Add Alternate No. 2 to Caddell Dry Dock and Repair Company and directed that the action be presented at the July Board meeting for award.

4. Contract Close-Out Actions: None
5. Contractor Payment (through June): The COO informed the Committee of the monthly construction contractor payments to be made in July.
6. Miscellaneous Items/Updates:
  - CMLF Marine Master Plan Update: The COO provided an update on the CMLF Marine Master Plan (completed by Hornblower Marine in the 2006-2008 timeframe). Topics of discussion included food service initiatives, the status of the ongoing RFP process to identify a Naval Architect, and some cost savings initiatives that have already been completed. It was also reported that the Naval Architect professional services agreement will have a base contract period of three (3) years with three (3) possible extensions of one (1) year each.
  - DMB-05-01, Elevator Replacement, First and Second Structures, Steelwork/Security Enhancements, Delaware Memorial Bridge: Staff reviewed the results of a public bid opening that was held on May 27, 2009, in which two (2) bids were received. Based on very high bids when compared to the engineer's cost estimate and the approved capital improvement budget for this project, the Board voted to reject all bids. After a detailed analysis of the bids and bidding environment, staff recommended that the project be re-bid with a plan to outreach and create greater interest from contractors who can accomplish this type of work. It was also determined that the approved capital budget for this project would be increased by \$1.5 million. Staff advised the Committee that the original contract documents included a "Buy American" certificate as a requirement of receiving a partial TSA grant for some of the work included in this contract. The Committee agreed that the certificate should be included in the next bid in anticipation of receiving the grant funding. The Projects Committee concurred with the recommendation to re-bid.
7. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 12:00 Noon.

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**PROJECTS COMMITTEE**  
**Tuesday, July 21, 2009**  
 Delaware Memorial Bridge Complex  
 New Castle, Delaware

A public meeting of the Delaware River and Bay Authority's Projects Committee was held on Tuesday, July 21, 2009, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

**PRESENT**

Commissioner Murphy, Committee Mbr  
 Commissioner Downes  
 Commissioner Traynor  
 Vice Chairperson Green

Governors' Representatives

Sonia Frontera – NJ

***Staff***

Jim Johnson  
 Frank Minor  
 Victor Ferzetti  
 Jim Walls  
 Gerry DiNicola Owens

Commissioners from New Jersey

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

Authority Secretary

Tom Pankok

***Counsel***

Mike Houghton, Esq., DE Counsel  
 Phil Norcross, Esq., NJ Counsel

A.J. Crescenzi  
Anna Marie Gonnella-Rosato  
John Jones  
Kelly Phillips-Parker

1. The Projects Committee meeting convened at approximately 10:30 a.m. Those in attendance were provided an informational package consisting of an agenda, two draft resolutions, and one bid opening tabulation.

2. Resolutions:

- DMB 1<sup>st</sup> Structure Improvement Program Project Management and General Engineering Services Contract Award: The Chief Operations Officer discussed the previously introduced draft resolution recommending the award of a professional services contract to AECOM USA, Inc., regarding Project Management and General Engineering Consulting services for the 1<sup>st</sup> Structure Improvement Program of the Delaware Memorial Bridge, contingent upon a successful negotiation of AECOM's cost proposal. The COO reported that staff had requested and received a revised cost proposal from AECOM and that staff determined that AECOM had addressed its initial concerns and the revised proposal was satisfactory. Discussions were held regarding scope, cost, schedule, contract terms (relative to initial term of contract and options to extend), and process. Staff was directed to provide more information to the Committee prior to an award action being recommended; therefore, the draft resolution was tabled.

- Radio Over Internet Protocol (ROIP) and Voice Over Internet Protocol (VOIP) Telecommunications System: The COO discussed the previously introduced draft resolution recommending the award of a purchase agreement to Microvoice Communications for the procurement of a ROIP/VOIP telecommunications system for fielding in the police and maintenance departments, which needs to be implemented to replace the current outdated and unsupported communications system. Staff had recommended award to Microvoice contingent upon satisfactory reference checks and business license commitment. Based upon the subsequent satisfactory receipt and review of Microvoice references and their business license commitment, staff recommended award to Microvoice. The Projects Committee concurred with the recommendation and directed that the resolution be presented at the July Board meeting.

3. Bid Openings/Award Actions:

- NCA-08-01, Runway 1 Safety Area Improvements: This project entails the improvement of the runway safety area at the end of Runway 1 at New Castle Airport. The project involves installation of an Engineered Material Arrestor System due to limited space available at the end of the runway in the vicinity of Old Churchman's Road and US 13. A public bid opening was held June 30<sup>th</sup> and four (4) bids were received. The COO recommended that the award be made to the apparent low bidder, Diamond Materials. The COO reported that Diamond Materials has made good faith efforts to meet the DBE goals associated with this contract. The Projects Committee concurred with the recommendation and directed that the resolution be presented at the July Board meeting.

4. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 11:00 a.m.

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

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10016. COMMITTEE REPORT – ECONOMIC DEVELOPMENT

Commissioner Downes presented the following Economic Development Committee meeting minutes of July 13, 2009.

**ECONOMIC DEVELOPMENT COMMITTEE**  
**Monday, July 13, 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, July 13, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Vice-Chair Smith  
Commissioner Dorn, Committee Member  
Commissioner Van Sant  
Chairperson Hogan

Commissioners from Delaware

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

Governors Representatives

Sonia Frontera – NJ – Via Phone

Staff

Jim Johnson  
Frank Minor  
Victor Ferzetti  
Jim Walls  
Gerry Owens  
Anna Marie Gonnella Rosato  
Kelly Phillips Parker  
AJ Crescenzi  
Mike Scanlon  
Ken Hynson  
John Jones  
Jim Salmon  
John Sarro  
Michelle Grisom-Collins

Authority Secretary

Tom Pankok

I. Committee Chair Downes welcomed the Economic Development Committee and opened the meeting at approximately 12:04 p.m. The meeting of the Economic Development Committee had been duly noticed on June 24, 2009, in accordance with the Authority's Freedom of Information Regulations.

2. The Deputy Executive Director provided information on the following proposed Resolutions.

- Resolution Authorizing a Mutual Aid Agreement Between the Delaware River and Bay Authority and the County of Cape May at the Cape May Airport, in the event the Governor of New Jersey declares a state of emergency in Cape May County, the Cape May Airport would be utilized as a staging/storage area for equipment and personnel during the emergency. After discussion, on motion by Commissioner Smith, seconded by Commissioner Lowe, the Committee recommended approval of the Mutual Aid Agreement. The Resolution will be presented to the full Board for consideration at the July meeting.

- Resolution Authorizing a Lease Agreement with Campbell Sales Company for a portion of what is known as the Hercules Hangar, totaling approximately 10,800 sq. ft. at a cost of \$8,000 a month in rent for an initial term of four months, with three one-month renewals. After discussion, on motion by Commissioner Smith, seconded by Commissioner Lowe, the Committee recommended approval of the Lease Agreement. The Resolution will be presented to the full Board for consideration at the July meeting.

- Resolution Authorizing a Supplement to the Memorandum of Understanding Between the Delaware River and Bay Authority and the City of Millville, New Jersey – Dated July 19, 2005. The July 19, 2005 Memorandum of Understanding set forth the terms and conditions of a modification to the Airport Agreements with the City of Millville to release certain lands from the Airport for use by a developer in connection with an Airpark Motorsports Commercial District, resulting in the relocation of the aircraft run-up area. Mr. Sarro reported that the City of

Millville applied for, and received, a grant from the State of New Jersey Aeronautics Airport Aid totaling \$475,000 for the design and construction of the relocation of the run-up area. The City of Millville, has appropriated 5% or \$25,000 for a project total of \$500,000. The Authority will serve as airport sponsor and recipient of the Grant as operator of the airport. After discussion, on motion by Commissioner Lowe, seconded by Commissioner Smith, the Committee recommended approval of the Memorandum of Understanding. The Resolution will be presented to the full Board for consideration at the July meeting.

- Resolution Authorizing the First Amendment to Amended and Restated Declaration of Protective Covenants, Conditions and Restrictions for the DRBA Business Centre. The DRBA as “Declarant” and owner of no less than 65% of the total acreage of the property may amend the Declaration to address the parameters which would allow Verizon Wireless to construct a telecommunications tower on the property currently being negotiated for purchase by Verizon. Mr. Crescenzi reported that he met with the other owner located at the Business Centre and they do not object. Commissioner Downes questioned whether it would open the door for other owners to construct towers. Mr. Crescenzi reported that it would be a case-by-case decision. After discussion, on motion by Commissioner Smith, seconded by Commissioner Lowe, the Committee recommended approval of the First Amendment to Amended and Restated Declaration of Protective Covenants, Conditions and Restrictions for the DRBA Business Centre. The Resolution will be presented to the full Board for consideration at the July meeting.

3. The Public Information Officer provided a Cape May-Lewes Ferry Marketing Update. It was reported that Aloysius Butler and Clark (AB&C) was hired to develop a Communications Strategy focusing on three market segments: Travelers heading North to South, Travelers heading South to North, and recreation on both sides of the Bay. The ad campaign, which is entitled “Take a Break from the Ordinary,” utilizes numerous advertising venues including AAA Traveler magazine; Recreation News; local print newspapers; DE ad boat; and billboard locations. Additionally, the campaign also capitalizes on internet banner advertising on Facebook and key word search on Google. Locally, the campaign leverages 30 existing events on the Delmarva Peninsula and the Jersey Cape to encourage local residents and visitors to use the Ferry to attend them. Posters, e-newsletters, take-one brochures and email blasts will also be used to heighten awareness of these events. The marketing department is also working closely with the ferry customer service center to track inquiries.

4. The Deputy Executive Director requested an Executive Session. On motion by Commissioner Lowe, seconded by Commissioner Smith, the session was closed.

The following matters of a confidential nature were discussed.

- LEGAL MATTERS
- LONG TERM PLANNING ALTERNATIVES

With no further business to discuss in Executive Session, on motion by Commissioner Dorn, the session was opened to the Public.

The Deputy Executive Director commended Mr. Crescenzi, as well as all of his staff, in helping to bring him up to speed. The Deputy Executive Director also thanked Airport Management, Engineering, and Senior Leadership.

With no further business to discuss, on motion by Commissioner Lowe, the Economic Development Committee adjourned at 12:50 p.m.

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

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10017. COMMITTEE REPORT – AUDIT & GOVERNANCE

Commissioner Downes presented the Audit & Governance Committee meeting minutes of July 13, 2009.

## AUDIT & GOVERNANCE COMMITTEE MEETING

Monday, July 13, 2009

Delaware Memorial Bridge Complex  
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Audit & Governance Committee was held on Monday, July 13, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

### Commissioners from New Jersey

Commissioner Dorn, Committee Member  
Commissioner Smith  
Commissioner Van Sant  
Chairperson Hogan

### Commissioners from Delaware

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

### Governors' Representatives

Sonia Frontera – NJ – Via Phone

### Staff

Jim Johnson, Jr.  
Frank Minor  
Victor Ferzetti  
Jim Walls  
Gerry Owens  
Joe Larotonda  
Anna Marie Gonnella Rosato  
Kelly Phillips Parker  
AJ Crescenzi  
Mike Scanlon  
Ken Hynson  
John Jones  
Jim Salmon  
John Sarro  
Michelle Grison-Collins

### Authority Secretary

Tom Pankok

### Invited Guests

Bowman & Company, LLP  
Mr. Steve Ryan  
Mr. Tim Kiel

1. Committee Chair Downes welcomed the Audit & Governance Committee and opened the meeting at approximately 9:11 a.m. The public meeting of the Audit & Governance Committee had been duly noticed on June 24, 2009, in accordance with the Authority's Freedom of Information Regulations.

2. Review of the 2008 Financial Report:

Committee Chair Downes reported that all Commissioners should have received the 2008 Audited Financial Report. The Chief Financial Officer introduced Mr. Steve Ryan and Mr. Tim Kiel, Bowman & Company, the Authority's Independent Auditors, who provided an overview of the Comprehensive Annual Financial Report (CAFR). The following information was presented and reviewed.

- Independent Auditors Report
- Management's Discussion and Analysis
- Financial Statements
- Notes to Financial Statements
- Supplemental Exhibits
- Statistical Section – Financial Trend Data, Dept Capacity, and Operating Information
- Single Audit Section – Federal Awards Schedule and Findings

- DRBA 2008 Financial Highlights – Statements of Net Assets 2008 & 2007 (Balance Sheet), Statement of Revenues, Expenses and Changes in Net Assets 2008 & 2007 (Income Statement) and OPEB Liability

As the auditors covered the issue of the OPEB Liability, the CFO added that a Resolution Authorizing The Establishment of Authority Retirement Health Plan Document and Other Post Employment Benefits (OPEB) Trust and a Resolution Authorizing a Contract Between the Delaware River and Bay Authority and the Bank of New York Mellon to Provide Professional Other Post Employment Benefit Trustee Services in Accordance with the Authority’s OPEB Trust Agreement would be presented in the Budget & Finance Committee. These Resolutions formalize the creation of the Plan and Trustee services, similar to the Employees’ Pension Plan. In 2007, the Board approved a five-year phased-in scenario to funding the OPEB Liability, reaching 100% (\$8.7 million) in 2012. Mr. Ryan added that the Authority is the only like-Agency that he has encountered that has chosen to fund this liability and the Authority is acting in responsible manner. Commissioner Murphy questioned that if the DRBA is “leading edge” how can we be sure the numbers are correct? The CFO added that the approach and actuarial assumptions used are similar to those used in pensions, and would be updating in 2010, and again every two years to determine future funding. He noted that Healthcare cost growth is a major component in developing the projected liability. The OPEB Trust will be recorded in the Authority’s future financial reports; however, such assets are not recorded as general assets of the Authority, but assets belonging to the Trust. Commissioner Lathem questioned if National Healthcare would have an effect down the road and shouldn’t we wait to see if National Healthcare would be instituted. Mr. Ryan reported that no one knows, at this point, how that will develop. Commissioner Lowe questioned the nature of the restrictions of an irrevocable trust. Mr. Ryan reported that the Authority can stop funding at any time and the fund is flexible; however, could not be used for such things as painting the bridge.

Committee Chair Downes thanked the Auditors for their presentation and added that the Annual Report contains an extensive amount of information and should help acquaint the five new Commissioners to the Authority Finances.

There being no further business to discuss, on motion by Commissioner Lowe, the Audit Committee meeting adjourned at 9:50 a.m.

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

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10018. 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 May.

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

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10019. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

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

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

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10020. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for June showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

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

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10021. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for the month of June showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The charts also include cash expenditures spent to date for the committed projects.

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

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10022. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF JUNE 30, 2009.

The CFO presented charts indicating the cash fund balances for the entire Authority.

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

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10023. PUBLIC COMMENT ON ACTION ITEMS.

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

- Contract #MVA-06-01 Obstruction Removal Phase I, Millville Airport
- Contract #NCA-08-01 Runway 1 Safety Area Improvements
- Contract #CMLF-09-02 Drydocking, Repairs and HVAC Installation, MV Cape Henlopen
- Resolution 09-38 Approval of Community Contribution Requests
- Resolution 09-39 Authorizes Expenditures Over \$25,000
- Resolution 09-43 Authorizes a Contract with Microvoice Communication to Provide a ROIP/VOIP Radio-Telecommunications Console System
- Resolution 09-44 Mutual Aid Agreement with County of Cape May at the Cape May Airport
- Resolution 09-45 Authorizing s Supplement to the MOU with the City of Millville at the Millville Air Port
- Resolution 09-46 Lease Agreement with Campbell Sales Co, New Castle Airport
- Resolution 09-47 Authorizing First Amendment to Amended and Restated Declaration of Protective Covenants, Conditions, and Restrictions for DRBA Business Centre
- Resolution 09-48 Recognizes and Salutes Gary F. Simmerman for His Dedicated Service to the Authority

There were no public comments.

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10024. SUMMARY OF AUTHORIZED CONTRACT PAYMENTS.

Contract No.	Contractor	Current Amount
DMB-08-01	Allied Painting, Inc	578,271.00
DMB-08-02	Marinis Brothers, Inc.	117,736.21
DMB-08-03	Eastern Highway Specialists, Inc.	515,706.15
DMB-04-01	Mumford and Miller	994,277.08
NCA-06-02	Diamond Materials	190,638.96
NCA-06-03	Eastern States Construction	34,800.00
NCA-07-01	Schlosser & Associates	27,459.00

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10025. APPROVAL OF OBSTRUCTION REMOVAL PHASE I, MILLVILLE AIRPORT – CONTRACT # MVA-06-01

The COO stated that a public bid opening was held June 23, 2009 and six (6) bids were received. The COO recommended that the Base Bid and Add Alternate No.1 be awarded to the responsive low bidder, Giberson Plumbing and Excavating of Shamong, NJ, at the Base Bid price of \$613,900.00 plus Add Alternate No.1- \$342,105.00 totaling \$956,005.00. The Projects Committee concurred with the recommendation.

A motion to award Contract #MVA-06-01 to the aforementioned in the amount totaling \$956,005.00 (Base Bid plus AA#1) was made by Commissioner Favre, seconded by Commissioner Murphy, and approved by a voice vote of 11-0.

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10026. APPROVAL OF RUNWAY 1 SAFETY AREA IMPROVEMENTS, NEW CASTLE AIRPORT – CONTRACT #NCA-08-01

The COO stated that a public bid opening was held on June 30, 2009, and four (4) bids were received. The COO recommended the bid be awarded to the lowest responsive bidder, Diamond Materials, LLC., of Wilmington, DE, in the amount of \$5,597,222.90. The COO reported that Diamond Materials has made good faith efforts to meet the DBE goals associated with this contract. The Projects Committee concurred with the recommendation.

A motion to award Contract #NCA-08-01 to the aforementioned in the amount of \$5,597,222.90 was made by Commissioner Downes, seconded by Commissioner Smith, and approved by a voice vote of 11-0.

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10027. APPROVAL OF DRYDOCKING, REPAIRS, AND HVAC INSTALATION, M/V CAPE HENLOPEN – CONTRACT #CMLF-09-02

The COO stated that a public bid opening was held on July 8, 2009, and four (4) bids were received. The COO recommended the bid be awarded to the lowest responsive bidder, Caddell Dry Dock & Repair Co., of Staten Island, NY, at the Base Bid price of \$1,418,521.40 plus Add Alternate No.#1 in the amount of \$1,127,606.00 and Add Alternate No.#2 in the amount of \$328,920.00 totaling \$2,875,047.40. The Projects Committee concurred with the recommendation.

A motion to award Contract #CMLF-09-02 to the aforementioned in the amount totaling \$2,875,047.40 (Base Bid plus AA#1 and AA#2) was made by Commissioner Favre, seconded by Commissioner Smith, and approved by a voice vote of 11-0.

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10028. CHAIRPERSON’S CALL FOR ACTION ON THE RESOLUTIONS BEFORE THE BOARD

**RESOLUTION 09-38 – 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 July 09; and

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

**Community Contributions**

**New Jersey**

American Red Cross Cape may County	\$ 1,500
Calvary Community Development Corporation	\$ 5,000
Salem County Historical Society	\$ 3,500
Salem Oaks Little League Football Incorporated	\$ 2,500
United Way of Salem County	\$ 2,500
Young Audiences of New Jersey Incorporated	\$ 2,500

**Total** **\$ 17,500**

**Delaware**

Duffy's Hope Incorporated	\$ 3,000
First Night Dover Incorporated	\$ 3,500
Greater Dover Foundation	\$ 3,500
Greater Lewes Foundation	\$ 5,000
Howard J. Weston Community and Senior Center Incorporated	\$ 1,000
Pencader Hundred Community Center Incorporated	\$ 2,000
University of Delaware	\$ 2,500

**Total** **\$ 20,500**

**Grand Total (New Jersey and Delaware)** **\$ 38,000**

A motion to approve Resolution 09-38 was made by Commissioner Dorn, and seconded by Commissioner Downes. With Commissioner Dorn abstaining from Calvary Community Development Corporation, Commissioner Smith abstaining from United Way of Salem County, and Commissioner Green abstaining from University of Delaware, Resolution 09-38 was approved by a roll call vote of 11-0, except with the above noted abstentions where such vote was 10 in favor and 1 abstention.

\* \* \* \* \*

**RESOLUTION 09-39 - AUTHORIZING AUTHORITY EXPENDITURES  
PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2009  
THROUGH DECEMBER 31, 2009.**

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 1/1/09 THROUGH 12/31/09**

<b>VENDOR</b>	<b>SERVICE DESCRIPTION</b>	<b>DETERMINATION</b>
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Allied Waste Services	Trash removal Services for the Lewes Terminal	Quotes- 2 <sup>nd</sup> year of 3 year agreement
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Anpesil Distributors	Vending Products for the Cape May Limited Terminal	Source - Quotes
Vistar/VSA	Vending Products for the Lewes and Limited Cape May Terminals	Source- 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 09-39 was made by Commissioner Traynor, seconded by Commissioner Dorn, and approved by a roll call vote of 11-0.

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**RESOLUTION 09-43 – AUTHORIZES A CONTRACT BETWEEN THE AUTHORITY AND MICROVOICE COMMUNICATIONS TO PROVIDE A ROIP/VOIP RADIO-TELECOMMUNICATIONS CONSOLE SYSTEM**

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 desires to procure a roip/voip radio-telecommunications console system to replace the existing Authority communication system that has exceeded its usable life and is no longer supportable; and

WHEREAS, the Authority publicly advertised and solicited competitive proposals for the required system in compliance with Resolution 98-31 which governs the procedure for the procurement of materiel, supplies and non-professional services; and

WHEREAS, the Authority staff received and evaluated a total of five (5) competitive proposals pursuant to the aforementioned requirements; and

WHEREAS, Microvoice Communications competitive proposal was deemed to be acceptable and was ranked by staff first among the proposals received for both quality and price; and

WHEREAS, the Project Committee reviewed the staff recommendation and concurs with the evaluation.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of a Purchase Agreement with Microvoice Communications to purchase the roip/voip telecommunications console system and, with advice and consent of counsel, to have such Agreement executed by the Chairperson, Vice-Chairperson, and the Executive Director.

A motion to approve Resolution 09-43 was made by Commissioner Favre, seconded by Commissioner Traynor, and approved by a roll call vote of 11-0.

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**RESOLUTION 09-44 - MUTUAL AID AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND THE COUNTY OF CAPE MAY AT THE CAPE MAY AIRPORT**

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is the operator of the Cape May Airport (“Airport”), Lower Township, New Jersey; and

WHEREAS, the County of Cape May is the owner of the Airport; and

WHEREAS, the State of New Jersey (the “State”) has adopted the National Incident Management System (“NIMS”) as the State standard for incident management in any emergencies; and

WHEREAS, the State has also enacted the New Jersey Civilian Defense and Disaster Control Act which provides the Governor of New Jersey with centralized control of civilian activities during any state of emergency; and

WHEREAS, the Airport has been determined to be a central, secure and high elevation point in the County; and

WHEREAS, in the event the Governor of New Jersey declares a state of emergency in Cape May County, the Airport shall be utilized as a staging/storage area for equipment and personnel during the emergency.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Mutual Aid Agreement with the County of Cape May and, with the advice and consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson, and the Executive Director.

A motion to approve Resolution 09-44 was made by Commissioner Traynor, seconded by Commissioner DeLanzo, and approved by a roll call vote of 11-0.

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**RESOLUTION 09-45 - AUTHORIZING A SUPPLEMENT TO THE MEMORANDUM OF UNDERSTANDING BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND THE CITY OF MILLVILLE, NEW JERSEY DATED JULY 19, 2005.**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) and the City of Millville, New Jersey (the “City”) entered into an Acquisition Agreement (the “Acquisition Agreement”), dated August 1, 1999, and Ground Lease ( the “Ground Lease”), dated October 20, 1999 (collectively the Acquisition Agreement and the Ground Lease are referred to as the “Airport Agreements”) regarding certain property and improvements thereto located in the City, commonly known as the Millville Airport (the “Airport”); and

WHEREAS, the Airport Agreements, inter alia, provided the Authority with a thirty (30) year leasehold interest in the Airport; and

WHEREAS, the Authority and the City entered into a Memorandum of Understanding (the “Memorandum”) dated July 19, 2005 which set forth the terms and conditions of a modification to the Airport Agreements in order to release certain lands from the Airport for use by a developer in connection with an Airpark Motorsports Commercial District; and

WHEREAS, the Memorandum contemplated that the proposed development of the Airpark Motorsports Commercial District may require the relocation of the Airport’s aircraft run-up area and, in such event, the City agreed to bear responsibility to pay for any and all costs and expenses of the relocation of said aircraft run-up area to a site to be determined at the sole discretion of the Authority; and

WHEREAS, the Authority applied for and received a grant (the “Grant”) from the State of New Jersey, Division of Aeronautics Airport Aid, for a portion of the funds necessary for the design and construction of the relocation of the Airport’s aircraft run-up area (the “Project”); and

WHEREAS, the Grant is structured as follows:

State Share (95%):	\$475,000
Recipient Share (5%):	<u>\$ 25,000</u>
<b>Project Total</b>	<b>\$500,000; and</b>

WHEREAS, the Authority, as the Airport sponsor, is to be the recipient of the Grant and is responsible for the operation of the Airport; and

WHEREAS, the City is responsible for completion of the Project pursuant to the Memorandum; and

WHEREAS, the City, by resolution, has appropriated \$25,000 for the Recipient Share of the Project; and

WHEREAS, the Authority and the City desire to supplement the Memorandum to reflect the receipt of the Grant and the allocation of responsibility with respect to the Project .

NOW THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to negotiate the terms and conditions of a Supplement to the Memorandum with the City for the design and construction of the relocation of the aircraft run-up area at Millville Airport, and, with the advice and consent of counsel, to have such Supplement to the Memorandum executed by the Chairperson, Vice Chairperson and Executive Director.

A motion to approve Resolution 09-45 was made by Commissioner Dorn, seconded by Commissioner Murphy, and approved by a roll call vote of 11-0.

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**RESOLUTION 09-46 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAMPBELL SALES COMPANY.**

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

WHEREAS, Campbell Sales Company (“Campbells”) desires to lease a portion of the hangar commonly referred to as the Hercules Hangar, totaling approximately 10,800 sq.ft.; and

WHEREAS, Campbells has agreed to pay the Authority Eight Thousand dollars (\$8,000) a month in rent; and

WHEREAS, the initial term of the Lease Agreement (the “ Lease Agreement”) is for four (4) months; and

WHEREAS, Campbells shall have the option of renewing this Lease Agreement for three (3) periods of one (1) month each.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Agreement with Campbells 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 09-46 was made by Commissioner Dorn, seconded by Commissioner Van Sant, and approved by a roll call vote of 11-0.

\* \* \* \* \*

**RESOLUTION 09 -47 - AUTHORIZING FIRST AMENDMENT TO AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS, CONDITIONS, AND RESTRICTIONS FOR THE DELAWARE RIVER AND BAY AUTHORITY BUSINESS CENTRE**

WHEREAS, The Delaware River and Bay Authority (the “Declarant”) is the owner of real property situate in Carney’s Point Township, Salem County, New Jersey, located within the Delaware River and Bay Authority Centre (the “Property”); and

WHEREAS, a portion of the Property has been developed to include office buildings and associated site improvements, with future development planned; and

WHEREAS, in connection with the commencement of development of the Property, a Declaration of Protective Covenants, Conditions, and Restrictions (“Declaration”), was established and created to ensure the development, design, construction, operation, maintenance, presentation and control of the Property; and

WHEREAS, the Declarant, pursuant to the terms of an Amended and Restated Declaration of Protective Covenants, Conditions, and Restrictions for the Delaware River and Bay Authority Business Centre (“Amended Declaration”), amended and restated the Declaration to expand its provisions; and

WHEREAS, the Declarant has been approached by Verizon Wireless with a proposal to acquire a portion of the Property (specifically comprised of 11.70 acres known as Block 192, Lot 3.03, on the Carney’s Point Tax Maps), for the purpose of constructing a regional communications center, which will necessitate the construction of a telecommunications tower on site; and

WHEREAS, pursuant to Resolution 09-02, the Executive Director was authorized to negotiate the terms and conditions of an Agreement of Sale with Verizon Wireless; and

WHEREAS, the Declaration does not address the parameters within which a telecommunications tower may be constructed on the Property; and

WHEREAS, in order to proceed with the sale with Verizon Wireless, the Declaration must be amended to address construction of a telecommunications tower on the Property; and

WHEREAS, pursuant to Section 11.2 of the Amended Declaration, the Declarant may, as the owner of no less than sixty-five percent (65%) of the total acreage of the Property, amend the Amended Declaration to make changes and clarifications thereto.

NOW, THEREFORE, BE IT RESOLVED, that the First Amendment to the Amended Declaration is hereby authorized and approved by the Executive Director and, with the advice and consent of Counsel, the Chairperson, Vice Chairperson, and the Executive Director are hereby authorized to execute same.

A motion to approve Resolution 09-47 was made by Commissioner Traynor, seconded by Commissioner Smith, and approved by a roll call vote of 11-0.

\* \* \* \* \*

**RESOLUTION 09-48 - RECOGNIZES AND SALUTES GARY F. SIMMERMAN FOR HIS DEDICATED SERVICE TO THE DELAWARE RIVER AND BAY AUTHORITY**

WHEREAS, Gary F. Simmerman was appointed by Governor Richard J. Codey to serve as a Commissioner for the Delaware River and Bay Authority, participating in his first Commission Meeting on October 18, 2005; and

WHEREAS, Mr. Simmerman served with distinction, enthusiasm and dedication as a Delaware River and Bay Authority Commissioner, guiding the Budget and Finance Committee and sharing his expertise as a member of the Projects, Audit, and Ad-hoc By Laws Committees; and

WHEREAS, Mr. Simmerman, through his experience in the public sector and knowledge gained as a prominent executive in South Jersey’s banking industry, helped to shape and effectuate policy at the Delaware River and Bay Authority; and

WHEREAS, as a DRBA Commissioner, Mr. Simmerman supported a number of economic development projects which created jobs for the region’s citizens and endorsed the

investment of financial resources to improve and enhance the Authority's major transportation links, the Cape May - Lewes Ferry and Delaware Memorial Bridge facilities; and

WHEREAS, Mr. Simmerman advocated the Authority's participation in the Oyster Revitalization Task Force's efforts to improve the ecological integrity of the Delaware Bay and to facilitate the re-birth of the Bay's oyster populations, which could ultimately expand the economic base and employment opportunities for coastal communities in both states; and

WHEREAS, Mr. Simmerman also championed the Authority's new operations facility at the Millville Airport, containing administrative offices, conference room, shop and mezzanine storage space, and a six-bay snow removal equipment and vehicle storage area, to help facilitate maintenance activities and customer service at the Airport facility; and

WHEREAS, Mr. Simmerman willingly supplied his time, talents, and energy to the successful operation of the Delaware Memorial Bridge, Cape May - Lewes Ferry, the DRBA Business Centre, New Castle Airport, Millville Airport, Cape May Airport, Delaware Airpark, Civil Air Terminal at Dover, and the Three Forts Ferry Crossing, all of which are managed by the Delaware River and Bay Authority.

NOW THEREFORE, BE IT RESOLVED that the Delaware River and Bay Authority does hereby praise and congratulate Gary F. Simmerman for the invaluable services rendered by his to the States of New Jersey and Delaware through his outstanding contributions as a Delaware River and Bay Authority Commissioner and does hereby record the Commissioners sincere appreciation by the presentation of this Resolution, adopted today, July 21, 2009.

A motion to approve Resolution 09-48 was made by Commissioner Favre, seconded by Commissioner Traynor, and approved by a roll call vote of 11-0.

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10029. COMMISSIONERS PUBLIC FORUM

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

Annie Salvatore, Historic Cold Spring Village, spoke on behalf of the Naval Air Station Wildwood Aviation Museum at the Cape May Airport. She distributed information to the Commissioners pointing to the success of the Museum and the Airports potential to host a Coast Guard Museum.

Dr. Joseph Salvatore, Founder, Developer, and Chairman of the Naval Air Station Wildwood Aviation Museum spoke. He stated that this is his third visit before the Commissioners seeking an agreement with the DRBA to gain possession of the WWII Mess Hall to convert it into a U.S. Coast Guard Museum. Dr. Salvatore held large photos of the interior and exterior of the Mess Hall building delineating its poor condition and the Authority's responsibility to maintain it. He would like reach an agreement with the Authority to take ownership of the building, restore it, and develop it into a world Class Coast Guard Museum.

Deputy Executive Director Minor said that within the 17 days he has been with the Authority, he instructed staff to look at the Authority's inventory of buildings and grounds and, with discussions with the Commissioners and the Executive Director, to initiate a priority list for maintaining its stock.

CRD Gary M. Thomas, USCG, Executive Director of The Foundation For Coast Guard History spoke. He stated that 50-100 families and friends visit the Coast Guard here during graduation and that there are approximately 300 volunteers that want to help develop a Coast Guard History Museum.

Commissioner DeLanzo said that she wanted to personally thank Dr. and Mrs. Salvatore on the great work that they have done in preserving history in the region.

Frank Bankard, Local 542, spoke. He commended the Director of Engineering and Maintenance for the job he has done in maintaining the DMB in good condition and that the maintenance employees are all part of the team. But, Mr. Bankard added, he has seen a strong deterioration of the maintenance staff. He said that 542 conceded to a no pay increase for 2009 but wants to move forward negotiating beyond this year. Mr. Bankard held a document in his hand that he believes shows a parity problem among people of color in the 542 workforce.

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

The meeting was adjourned 12:05 a.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Thomas A. Pankok  
Secretary