

MINUTES OF MEETING

THE DELAWARE RIVER AND BAY AUTHORITY

March 16, 2004

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

F. Michael Parkowski, Chairman  
Thomas J. Cooper  
Verna W. Hensley  
Samuel E. Lathem  
William E. Lowe, III  
Gary B. Patterson

Warren S. Wallace, Vice Chairman  
Edward W. Dorn  
Maureen T. Koebig  
Robert Y. McWilliams  
Charles E. Pessagno

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The meeting convened at 11:01 a.m. with Chairman Parkowski presiding.

The opening prayer was given by Reverend Dorn followed by the Pledge of Allegiance led by Col. John R. McCarnan.

The Chairman of the Authority called the meeting to order. 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.

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9004. APPROVAL OF MINUTES: On motion by Commissioner Lathem and seconded by Commissioner Dorn, the minutes of the February 17, 2004 meeting were approved by a voice vote of 11-0.

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9005. EXECUTIVE DIRECTOR'S REPORT: The Executive Director presented the following highlights that occurred within the Authority during the month of February:  
AIRPORTS

At Millville, event planning is ongoing to ensure another successful air show scheduled for April 30<sup>th</sup> through May 2<sup>nd</sup>. Airport maintenance crews performed crack seal work on runway 14-32 and taxiway 'G' to prolong the useful life of the pavement at Millville. At New Castle Airport, the unused Hercules hangar tank farm was cleaned, secured, and removed from service in accordance with DNREC regulations.

CAPE MAY-LEWES FERRY

In comparison to 2003, vehicle traffic increased 30.6% in February, ranking it as the 5<sup>th</sup> highest vehicle traffic month for a February in 40 years of ferry operations. Passenger traffic increased 33.0% in February from 2003. Moderate winter weather, an extra day of operation due to Leap Year, and an effective winter ferry operations schedule all contributed to this positive performance.

The M/V Cape May underwent a U.S. Coast Guard quarterly inspection in February. The excellent inspection report reflected zero deficiency notations; management commended the vessel

maintenance and preparation crews for a job well done.

Harry Bitts, a member of the food service team, was selected as the CMLF 2003 Employee of the Year. The CMLF 2003 Team of the Year was instrumental in saving two people from their sinking vessel in the Delaware Bay on September 26, 2003. This team included: Thomas Lippincott, Stan Hansen, Albert Burns, Peter Raftery, Edward Moore, Sharon Urban, Kyra Jarmon, Marirose Strunk, Mark DeSorbo, Francis Batura, Kathleen Kingsman, James DeStefano, Sandy Layton, and Vincent Carr.

#### DELAWARE MEMORIAL BRIDGE

With the additional Leap Year day and no appreciable snow during the month, February 2004 established record volumes for both total traffic and commercial traffic on the Delaware Memorial Bridge. The average daily traffic increased by 20% versus the snow-plagued February 2003 month. Class 5 commercial traffic also increased by 10% compared to February 2003. Total traffic year-to-date is up 10.5% versus 2003. E-ZPass traffic has accounted for 48.3% of the year-to-date traffic, an increase of approximately 2% over 2003.

The DRBA Cafeteria successfully passed the unannounced Food Establishment Inspection by the Delaware Division of Public Health on February 12<sup>th</sup>.

Vincent Manetti was chosen as the 2003 Maintenance Employee of the Year. Hugh Sweeney was selected as the 2003 Toll Employee of the Year.

#### HUMAN RESOURCES

The 2004 DRBA Scholars Program application deadline was February 15, 2004. Applications were received from seven (7) eligible dependent children of permanent DRBA employees, representing Authority Administration, Police, and Cape May-Lewes Ferry divisions. The Scholarship Selection Committee will select and interview the scholarship finalists. The 2004 scholarship winners will be announced in April.

DRBA police officers, Corporal Jody Bock, Master Corporal Jeffery Jannaman, and Master Corporal Patrick Canning were promoted to the rank of Sergeant during a Promotions Ceremony held on February 18<sup>th</sup>.

<u>Permanent Full-Time:</u>	<u>Authorized Positions</u>	<u>Filled Positions</u>
Total Permanent	481	437

#### POLICE

Summary of Police activities:

<u>Enforcement/Activity</u>	<u>Feb 2003</u>	<u>Feb 2004</u>
Traffic Summons	300	431
Criminal Arrests	4	21
Traffic Accidents	23	18
Traffic Reprimands	473	517

<u>Aid to Motorists</u>	<u>Feb 2003</u>	<u>Feb 2004</u>
Disabled Vehicles	144	120
Public Assists	58	50
Medical Assists	12	4
Acrophobiacs	17	27

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9006. COMMITTEE REPORTS – BUDGET & FINANCE

Commissioner Patterson presented the following minutes of the Budget & Finance Committee meeting held March 2, 2004. Commissioner Patterson made note that there was an advertised meeting held on March 16 at 9:00 a.m. Written copies of the March 16, 2004 Budget & Finance Committee meeting will be included in the April Commission Books.

Chairman Patterson stated that in the Budget & Finance Committee meeting held this morning, it reviewed the process and selection of the Bond Counsel and Underwriters Counsel and Bond Underwriter services for the proposed Authority debt refinancing.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Chair Patterson  
 Commissioner Cooper, Committee Member  
 Commissioner Hensley, Committee Member  
 Commissioner Lowe  
 Chairperson Parkowski

Committee Vice-Chair McWilliams  
 Commissioner Koebig  
 Vice-Chairperson Wallace

Staff

Jim Johnson, Jr., P.E.  
 Don Rainear  
 Brad Hopkins  
 Jim Walls  
 Joe Larotonda  
 Victor Ferzetti  
 Ken Hynson  
 Anna Marie Gonnella Rosato

Invited Guests

Assemblyman Doug Fisher  
 Oyster Revitalization Task Force

- I. Committee Chair Patterson welcomed the Budget & Finance Committee and opened the meeting at approximately 2:35 p.m. The Authority Secretary reported that the public meeting of the Budget & Finance Committee had been duly advertised in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

- II. Staff introduced Assemblyman Doug Fisher, officials from the Oyster Revitalization Task Force and the Army Corps of Engineers, who then briefed the Committee on the proposed Delaware Bay shell-planting project. It was reported that, if successful, this project could expect an annual economic impact of approximately \$60 million to the coastal counties of Delaware and New Jersey. Officials requested a Letter of Intent from the Authority, as a non-federal sponsor of the project, in order to mobilize the Army Corps of Engineers to define the scope and specifics of the project. It was also requested that the Authority provide \$50,000 per year for a three-year period, which could be cash or in-kind services. Assemblyman Doug Fisher reported that he, as well as other State of New Jersey officials, fully supports the DRBA's participation in this project. After discussion, on motion by Commissioner McWilliams, seconded by Commissioner Cooper, the Committee recommended supporting the Letter of Intent. A Resolution authorizing a Letter of Intent will be presented for full Board consideration.
- III. Committee Chair Patterson requested a review of the process and events regarding the RFP for Bond Underwriters for the potential refunding of existing Authority debt. The CFO reviewed the process and events in detail and the Committee questioned the criteria used to evaluate and rate the firms. Staff reported that Professional Service RFP's utilize the criteria in Resolution 98-31, Procedure for Procurement of Professional Services, Materiel and Supplies, Construction and Construction Management Contracts and Transfer of Funds. Staff then reviewed the individual criteria explaining that once the firms have been short-listed, the same criteria is used during the oral interviews with the addition of a rating for the oral interview itself. After the discussion, staff recommended Citigroup as the selected Bond Underwriter. Staff further reported that once the Bond Underwriter has been selected and under contract, the Authority could select a co-manager. After discussion, the Committee supported the selection for Bond Underwriter and on motion by Commissioner Cooper, seconded by Commissioner McWilliams, the Committee recommended Citigroup. A Resolution will be presented for full Board consideration at the March meeting.
- IV. Staff reported that RFP's for Bond Counsel and Bond Underwriter Counsel were prepared and advertised in the Bond Buyer. Responses are due by March 8<sup>th</sup> with Oral Interviews scheduled for March 11<sup>th</sup> for the short-listed firms, and recommendations to the Board on March 16, 2004. The Committee requested that staff present their recommendations first to the Budget & Finance Committee and directed staff to schedule a Budget & Finance Committee meeting at 9:00 a.m., on March 16<sup>th</sup> in order to review staff's recommendation. If the Committee concurs with staff's recommendation, a Resolution authorizing the recommendation will be presented for full Board consideration at the Authority meeting.
- V. Staff reviewed the recommendation for Third Party Administrator and Loss Control Services related to self-insuring the Authority's Workers Compensation. The Committee authorized staff to move forward to self-insure its Workers Compensation Program by utilizing a professional Third Party Administrator (TPA). The Authority publicly bid a request for proposal and received and ranked six (6) proposals. Staff short-listed and interviewed three (3) firms and, as a result of the interviews, Inservco Insurance Services, Inc., has been recommended to provide TPA and Loss Control Services to the Authority. On motion by Commissioner McWilliams, seconded by Commissioner Hensley, the Committee approved staff's recommendation. Staff will negotiate the fee with the provider and present a recommendation to the Budget & Finance Committee meeting at 9:00 a.m., on March 16<sup>th</sup> in order to review staff's recommendation. A Resolution authorizing the recommendation will be presented for full Board consideration at the Authority meeting.

- VI. Staff reported that an RFP for Food Service Vendor had been advertised and responses received; however, staff requested additional time to review the responses. Staff will be prepared to come back to the Committee with a recommendation at the Budget & Finance Committee meeting on March 16<sup>th</sup>. If the Committee concurs with staff's recommendation, a Resolution authorizing the recommendations will be presented for full Board consideration at the Authority meeting.
- VII. Staff reported that the Authority would exercise its option to extend the contract to provide shuttle service in Cape May, New Jersey with the current provider. No action is necessary by the Board.
- VIII. Committee Chair Patterson reviewed the Community Contribution requests for the month of March. After review of the requested contributions, the Committee approved requests from Delaware totaling \$58,500 and requests from New Jersey totaling \$19,500, for a grand total of \$78,000. Commissioner Hensley abstained from recommending the specific Easter Seals request, due to a conflict. On motion by Commissioner McWilliams, the Committee recommended a Resolution authorizing a total of \$78,000 for Community Contributions be presented for full Board consideration at the March meeting.

There being no further business, the Budget & Finance Committee Meeting was adjourned at 3:55 p.m.

Commissioner Patterson specifically reviewed and explained the significance of the following Resolutions that will be brought before the Commission for action later in the Agenda: Resolution 04-09 Community Contributions; Resolution 04-10 relating to the Oyster Revitalization Study; Resolution 04-11 awarding Citigroup for Underwriting services; Resolution 04-12 awarding Sidley Austin Brown & Wood and Squire Sanders & Dempsey for Bond and Underwriters Counsel services, respectively; Resolution 04-14 authorizing the sale of Real Property in Cape May; Resolution 04-15 awarding Inservco for third party Administration and Loss Control services; Resolution 04-17 adopting a Prevailing Wage Policy; Resolution 04-18 relating to the authorization of a project with Rowan University. The Budget & Finance Committee recommends approval of the Resolutions.

Chairman Parkowski noted the Authority's process for Requests for Proposals for firms interested in providing services to the Authority is governed by Resolution. Candidates must first be evaluated and rated, shortlisted, interviewed, ranked and then a recommendation is made to the full Commission by staff and the Committee that reviews it.

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9007. COMMITTEE REPORT - PROJECTS COMMITTEE

Commissioner Koebig presented the following minutes of the Projects Committee meeting held March 2, 2004.

The Delaware River and Bay Authority's monthly Projects Committee meeting was held on Tuesday, March 2, 2004, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Vice Chair Lowe  
Commissioner Hensley

Committee Chair Koebig  
Commissioner Dorn, Committee Member  
Commissioner McWilliams

Staff

Jim Johnson, Jr.  
Don Rainear  
Jim Walls

Brad Hopkins  
Trudy Spence-Parker  
John Jones  
John McCarnan  
Gerry DiNicola-Owens  
Thomas Pankok

I The Projects Committee meeting convened at approximately 10:30 a.m. Those in attendance were provided an information package consisting primarily of an agenda and ongoing project data.

II Contract Close-Out Actions: Staff reported that there will be no contract close-out recommendations for the March Board meeting.

II Award Actions:

- Contract No. MVA-02-02, Security Fencing, Millville Airport: This project addresses both security and deer control issues at the airport. Staff provided the Projects Committee with copies of the bid tabulation. Four bids were received for the work. Statewide Hi-Way Safety, Inc, is the apparent low bidder. Staff recommended that discussions be held with the Federal Aviation Administration (FAA) regarding project funding for the add-alternate items prior to determining award timing and which add alternates would be awarded. Current FAA funding levels are inadequate to cover all add alternates that would provide for full perimeter fencing at the airport. The Projects Committee supports the project and agreed with the recommendation to meet with FAA officials to determine a course of action and attempt to capture as much FAA funding as possible in order to move forward on the add alternate bid items.
- Contract No. CMLF-04-01, Drydocking and Repairs, MV Delaware: The bid opening was February 27<sup>th</sup> in which three firms submitted acceptable bids. Staff recommended award of the contract to the lowest responsive bidder, Colonna's Shipyard. The Projects Committee concurred and authorized the action be presented at the March Board meeting for award.
- Contract No. CMLF-04-03, Drydocking and Repairs, MV Twin Capes: The bid opening was February 27<sup>th</sup> in which two firms submitted acceptable bids. Staff recommended award of the contract to the lowest responsive bidder, Norfolk Ship Repair and DryDock Company. This work may not be required if the vessel passes a scheduled underwater U.S. Coast Guard inspection next week. The Projects Committee concurred and authorized the action be presented at the March Board meeting for award should work be required.

IV Miscellaneous Ongoing Actions:

- Cape May-Lewes Ferry Internet Sales: The COO provided an overview of the projected benefits and strategy for introducing an Internet sales system for ferry reservations. The recommendation was made to purchase the Internet sales system from Anite Systems, the current ferry reservations software provider, to ensure compatibility of the new Internet system with the existing ferry reservations system (AFOS). During the discussion, staff was asked to evaluate the enhancement of taped messages for customers on ferry reservations call center phone lines to include the current status of reservations availability for sale. The Projects Committee supports the initiative and recommendation to sole source the procurement action with Anite Systems. A purchase order will be issued by the Authority to do the work. The Internet sales system should be in service by May 2004.
- Cape May-Lewes Ferry Security Update: Staff provided a plan to further enhance security at the CMLF facilities. This plan has support of staff and the U.S. Coast

Guard. Although no action is required for this Board meeting, the COO indicated that some actions may be required at future meetings. The Projects Committee supports the initiative.

- Training Center/Operations Center Update: Staff provided a plan to construct a training area and operations center on the 2<sup>nd</sup> floor of the James Julia Building. This facility will also have video-teleconferencing capability. The current budget for the project is \$125,000. The intent is to do most of the project work with DRBA employees. No board action is required. The Projects Committee supports the initiative.
- Staff gave a rundown of construction projects that were expected to be advertised over the next 30 days. Staff also indicated that the Delaware Airpark GEC RFP process was underway and that there was high interest.
- Prevailing Wage Policy Discussion: Staff reported that the current DRBA policy is to designate the use of prevailing wage rates in construction contracts when State/Federal funding is provided for projects. Discussion was held regarding adopting a pilot program to test the use of prevailing wages for projects with engineer estimates in excess of \$2 million, in addition to all projects where the Authority is in receipt of Federal funds. Staff recommended that the same process that is used currently when in receipt of Federal monies should be used for this pilot program. Staff also recommended that for projects on the Delaware Memorial Bridge (i.e., electrical rehabilitation, miscellaneous steel repairs, etc.) that Delaware rates be used since a predominant amount of the work is being done in Delaware. Staff will draft a resolution for discussion and action for the March Board meeting.
- Contractor Payment Review (thru March): Staff provided the Committee with a summation of payments that will be paid toward active construction contracts in March.

There being no further business for the Projects Committee, the meeting was adjourned at approximately 11:30 a.m.

Commissioner Koebig noted that there will be two Contract awards for approval later in the Agenda. One for drydocking and repairs for the MV Twin Capes and one for the MV Delaware. She also noted that Resolution 04-17 adopting a Prevailing Wage Policy will be presented as well.

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9008. COMMITTEE REPORT- ECONOMIC DEVELOPMENT

Commissioner Hensley presented the following minutes of the Economic Development Committee meeting held March 2, 2004.

A public meeting of the Delaware River and Bay Authority's Economic Development Committee was held on Tuesday, March 2, 2004, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Chair Hensley  
Commissioner Cooper, Committee Member  
Commissioner Lowe  
Chairperson Parkowski

Committee Vice-Chair Koebig  
Commissioner Dorn, Committee Member  
Commissioner McWilliams  
Vice Chairperson Wallace

Staff

Jim Johnson, Jr., P.E.  
Don Rainear  
Brad Hopkins  
Jim Walls  
Anna Marie Gonnella Rosato  
AJ Crescenzi

- I. Committee Chair Hensley welcomed the Economic Development Committee and opened the meeting at approximately 1:30 p.m. The Deputy Executive Director reported that the public meeting of the Economic Development Committee had been duly advertised in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll. The meeting may be preceded by an Executive Session, closed to the public to discuss matters of a confidential nature.

The Deputy Executive Director requested an Executive Session, closed to the public to discuss matters of a confidential nature. On motion by Commissioner Koebig, seconded by Commissioner Dorn, the session was closed.

The following matters of a confidential nature were discussed.

- Contract/Lease Negotiations

There being no further business to discuss in Executive Session, on motion by Commissioner Cooper, seconded by Commissioner Koebig, the session was opened to the Public.

- II. General Economic Development Projects and Updates

Delaware Bay Oyster Revitalization Project. The Deputy Executive Director reported that officials from the Oyster Revitalization Task Force and the Army Corps of Engineers would be making a presentation to the Budget & Finance Committee. The organization has requested \$50,000 per year for three years from the Authority that could be leveraged into approximately \$1-2 million. This project is supported by the State of New Jersey, the State of Delaware, and various agencies within both states. Staff will update the Committee as necessary.

DEMA – National Guard. The Deputy Executive Director reported that negotiations continue with the National Guard. It was reported that the State of Delaware has designated funds in the budget for the purchase. Staff will update the Committee as necessary.

Salem Business Center Update. The Deputy Executive Director reported that interested parties recently toured the facility. The Authority's Marketing Firm will be hosting a marketing event for the Business Center in late March and is currently working on the details.

- III. Airport Economic Development Projects and Updates

New Castle Airport:

- New Castle Airport Lease Amendment: The Deputy Executive Director reported that he, the Executive Director, and the Chief Financial Officer recently attended a meeting with the New Castle County Executive to discuss and negotiate an amendment to the Authority's Lease Agreement with the County. The Authority is attempting to ensure that, in the event the County takes back the Airport at the end of the Lease Agreement period, the take-back would be subject to the Authority's lease agreements with current and future tenants. The County Executive instructed his staff to work with the Authority's Delaware Legal Counsel to develop an Amendment. Staff will update the Committee as necessary.

- Easter Seals Expansion Project: The Deputy Executive Director reported that the organization is still in the process of completing their due diligence and will update the Committee as necessary.

Cape May Airport:

- The Deputy Executive Director reported that the Authority will be developing a Request for Proposal for FBO Services and an RFQ for Restaurant Operator at the Cape May Airport. Staff will update the Committee as necessary.

Millville Airport:

- The Deputy Executive Director reported that the Authority will be developing a Request for Proposal for T-Hangars. Staff will update the Committee as necessary.

There being no further business, the Economic Development Committee adjourned at 2:05 p.m.

Commissioner Hensley noted that two Resolutions will be presented for action later in the Agenda. Resolution 04-10 authorizes a Letter of Request to the U.S. Army Corp of Engineers for a Study to revitalize the Oyster industry in the Delaware Bay and Resolution 04-18 relates to the preliminary authorization of a Project with Rowan University.

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9009. COMMITTEE REPORT – PERSONNEL & INSURANCE

Commissioner Lathem presented the following minutes of the Personnel & Insurance Committee meeting held March 9, 2004.

A public meeting of the Delaware River and Bay Authority’s Personnel & Insurance Committee was held on Tuesday, March 9, 2004, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Chair Lathem  
 Commissioner Cooper, Committee Member  
 Commissioner Hensley  
 Commissioner Lowe  
 Commissioner Patterson

Committee Vice Chair Pessagno  
 Commissioner Dorn

Staff

Jim Johnson, Jr.  
 Don Rainear  
 Trudy Spence-Parker  
 Jim Walls

- II. Committee Chair Lathem welcomed the Personnel & Insurance Committee and opened the meeting at approximately 9:10 a.m. The Chief Human Resource Officer reported that the public meeting of the Personnel & Insurance Committee had been duly advertised in accordance with the Authority’s Freedom of Information Regulations, read the Statement of Notice, and called the roll. The meeting may be preceded by an Executive Session, closed to the public to discuss matters of a confidential nature.

The Committee Chair requested an Executive Session, closed to the public to discuss matters of a confidential nature. On motion by Commissioner Cooper, seconded by Commissioner Pessagno, the Session was closed.

The following matters of a confidential nature were discussed.

- Personnel Matters

There being no further business to discuss in Executive Session, on motion by Commissioner Cooper, the session was opened to the Public.

There being no further business, the Personnel & Insurance Committee Meeting was adjourned at 4:45 p.m.

Commissioner Lathem thanked all of the Commissioners and staff who attended the interviews for the Director's of Ferry Operations and Engineering and Maintenance. He thanked Consuello Petty-Judkins for screening for qualified people for the positions.

Commissioner Lathem noted that Resolutions 04-19 and 04-20 will be presented later in the Agenda authorizing the Executive Director to extend offers of employment for the positions of Director of Ferry Operations and Director of Engineering and Maintenance.

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9010. COMMITTEE REPORT – AD HOC BY-LAWS

Commissioner Patterson presented the following minutes of the AD HOC BY-LAWS Committee meeting held March 2, 2004.

A public meeting of the Delaware River and Bay Authority's Ad Hoc By-Laws Committee was held on Tuesday, March 2, 2004, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Chair Patterson  
 Commissioner Lowe, Committee Member  
 Commissioner Cooper  
 Commissioner Hensley

Commissioner McWilliams, Committee Member  
 Commissioner Dorn  
 Commissioner Koebig  
 Vice-Chairperson Wallace

Staff

Jim Johnson, Jr., P.E.  
 Don Rainear  
 Brad Hopkins

III. Committee Chair Patterson welcomed the Ad Hoc By-Laws Committee and opened the meeting at approximately 12:17 p.m. The Committee Chair reported that the public meeting of the Ad Hoc By-Laws Committee had been duly advertised in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

II. Staff distributed the most recent copies of the DRAFT By-Laws and comments from the Authority's New Jersey Legal Counsel. The Committee reviewed each comment and the following changes were recommended.

- Article II – Officers: No Change to Sections 2.4 and 2.5
- Article III – Duties of Officers: Incorporate the new language in Section 3.9
- Article III – Duties of Officers: No Change to Section 3.11
- Article V – Meetings: No Change. Article V will include Section 5.1 and Section 5.2
- Article X – Code of Ethics: Incorporating new language and striking old language.

The Committee questioned whether any direction had been received from the Governors' offices.

The Committee recommended a deadline for receipt of any comments and requested that this topic be placed on the agenda for the Authority's March meeting.

On motion by Commissioner Patterson, seconded by Commissioner McWilliams, the Committee recommended approving the By-Laws. A Resolution adopting the By-Laws will be presented for full Board consideration at the March meeting.

There being no further business, the Ad Hoc By-Laws Committee Meeting was adjourned at 12:46 p.m.

Commissioner Patterson noted that the Commissioners made additional changes to the BY-LAWS for consistency. As a result of the changes, some Commissioners expressed an interest in having some additional time to review the final draft. Therefore, Commissioner Patterson stated that he would make the motion to table the adoption of the BY-LAWS until the April 13 Commission meeting. He stated that he was proud of the Commissioners and staff for their ongoing efforts to see the BY-LAWS put in place. This is a move forward.

Chairman Parkowski stated that this has been a long drawn out process but the Commissioners are looking to move the Authority ahead.

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9011. DELAWARE RIVER AND BAY AUTHORITY - TRAFFIC AND REVENUE SUMMARY: The CFO presented a chart showing Actual versus Projected Revenues for the Delaware Memorial Bridge, the Cape May-Lewes Ferry, Airports, Three Forts Ferry Crossing, and Food Services.

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

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9012. DELAWARE RIVER AND BAY AUTHORITY - STATEMENT OF INCOME AND EXPENSE: The CFO presented a chart showing a statement of income and expenses with comparisons to the same period last year.

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

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9013. DELAWARE RIVER AND BAY AUTHORITY - OPERATING EXPENSE BY DIVISION: The CFO presented a chart showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

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

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9014. DELAWARE RIVER AND BAY AUTHORITY - CAPITAL IMPROVEMENT PROGRAM: The CFO presented a chart showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also includes cash expenditures spent to date for the committed projects.

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

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9015. DELAWARE RIVER AND BAY AUTHORITY - CASH POSITION (MARKET VALUE) AS OF February 29, 2004: The CFO presented a chart indicating the cash fund balances for the entire Authority.

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

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9016. PUBLIC COMMENT ON ACTION ITEMS:

Chairman Parkowski stated that the Commissioners made two changes with respect to public comments during Commission meetings. Public comments will be taken prior to any Commission action on Resolutions submitted for consideration. Copies of the Resolutions are on the table outside the Conference room. With respect to public comments on broader issues, the public will have the opportunity to speak during the Commissioners Public Forum. There is a sign-up sheet outside the Conference room for those wishing to speak.

Chairman Parkowski called for any public comments on the action items.

Vincent Ascione, Local 542 representative, wanted to compliment the Commissioners for considering passing the Prevailing Wage Resolution. He asked whether the Authority will be using Delaware’s Prevailing Wage rates and what will happen after the one year trial period is over. Chairman Parkowski stated that the Prevailing Wages will be used on projects where the construction cost is greater than 2 million dollars. The Authority will be using State rates and Federal rates. The Authority will review the results at the end of the trial period and then a decision will be made for continuing the policy.

Commissioner Hensley stated that the Authority will decide which State or Federal Prevailing Wage rate will be used depending on the location of the project. She also stated that, in the case of the Bridge, staff had recommended Delaware Prevailing Wage rates be used because most of the work will be in Delaware.

Albert Jackson addressed the Commissioners. He complimented them on completing the BY-LAWS and asked if the Authority will have a Rules Committee or will an Inspector General be appointed.

Commissioner Patterson said that the Audit Committee discussed an inspector general-type division. However, the Committee decided that it wouldn’t be necessary because the CFO will have a dual reporting role to the Board and to the Executive Director.

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9017. SUMMARY OF AUTHORIZED CONTRACT PAYMENTS, MARCH 16, 2004. The COO reviewed the Summary of Authorized Contract Payments that was presented in the Commissioner Books.

Commissioner Lathem asked if the payment to Daisy Construction was the last. The COO stated that it was not and that the Authority is still in discussions with Daisy.

Chairman Parkowski noted that Commission approval is necessary before the last payment can be made.

On motion by Commissioner Koebig and seconded by Commissioner Cooper, the Commissioners approved contract payments to Daisy Construction and EDIS by a roll call vote of 11-0.

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9018. APPROVAL OF AWARD OF CONTRACT NO. CMLF-04-01, DRYDOCKING AND REPAIRS, MV DELAWARE: The COO reported that bids for Contract No. CMLF-04-01, Drydocking and Repairs, MV Delaware, were opened on February 27, 2004. The low bid of \$129,920.00 was submitted by Colonna’s Shipyard, Inc. of Norfolk, VA. The COO and the Projects Committee recommend awarding the base bid to the low bidder noted above.

On motion by Commissioner McWilliams and seconded by Commissioner Dorn, the recommendation of the COO and the Projects Committee was approved by a roll call vote of 11-0.

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9019. APPROVAL OF AWARD OF CONTRACT NO. CMLF-04-03, DRYDOCKING AND REPAIRS, MV TWIN CAPES: The COO reported that bids for Contract No. CMLF-04-01, Drydocking and Repairs, MV Twin Capes, were opened February 27, 2004. The low bid of \$241,456.00 was submitted by Norfolk Shiprepair & Drydock Company, Inc. of Norfolk, VA. The COO and the Projects Committee recommend awarding the base bid to the low bidder noted above.

On motion by Commissioner McWilliams and seconded by Commissioner Dorn, the recommendation of the COO and the Projects Committee was approved by a roll call vote of 11-0.

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9020. THE EXECUTIVE DIRECTOR PRESENTED THE FOLLOWING RESOLUTIONS:

**RESOLUTION 04-09 APPROVAL OF COMMUNITY 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 Contribution requests for the month of March, 2004; and

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

Community Contributions

**New Jersey**

Burdette Tomlin Memorial Foundation	\$ 7,500
Friends of Cape May Jazz	\$ 5,000
Gloucester County Special Services School District	\$ 3,000
Old Pine Farm Natural Lands Trust	\$ 1,500
Washington Township Public Schools	\$ 2,500

**Total** **\$ 19,500**

**Delaware**

Beebe Medical Foundation Incorporated (For Beebe Medical Center Incorporated)	\$ 10,000
Buttonwood Civic Association	\$ 10,000
Delaware Coalition for Literacy Incorporated	\$ 500
Easter Seals Delaware and Maryland’s Eastern Shore Inc.	\$ 8,000
Friends of the Capitol Theater Incorporated (The Schwartz Center for the Arts)	\$ 5,000
Police Athletic League of Wilmington Incorporated	\$ 10,000
St. Patrick’s Center Incorporated	\$ 5,000

The Art Committee for the New Castle County Courthouse \$ 10,000

**Total** **\$ 58,500**

**Grand Total (New Jersey and Delaware)** **\$ 78,000**

With Commissioner Hensley abstaining from voting on contributions for Easter Seals Delaware and Maryland’s Eastern Shore Inc., Commissioner Pessagno abstaining on voting on contributions for Burdette Tomlin Memorial Foundation, and Commissioner Wallace abstaining on voting on Gloucester County Special Services School District, Resolution 04-09 was moved by Commissioner Patterson, seconded by Commissioner McWilliams, and was approved by a roll call vote of 11-0 with the above noted abstentions where such votes were 10 in favor and 1 abstention.

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**RESOLUTION 04-10 AUTHORIZING A LETTER OF REQUEST TO THE U. S. ARMY CORP OF ENGINEERS FOR A STUDY TO REVITALIZE THE OYSTER INDUSTRY IN THE DELAWARE BAY**

WHEREAS, the Oyster Industry Revitalization Task Force (“OIRTF”) has submitted to The Delaware River and Bay Authority (the “Authority”) a request to act as a Cooperating Agency for a three (3) year study (“Study”) of oyster production along the Delaware Bay in the States of Delaware and New Jersey; and

WHEREAS, the Study is a joint initiative involving the U.S. Army Corps of Engineers (USACE), the New Jersey Oyster Industry, the Delaware Department of Natural Resources and Environmental Control (DNREC), the Departments of Fish and Wildlife in Delaware and New Jersey and the Authority; and

WHEREAS, the Authority has also received support for the Study from the Delaware Shellfish Advisory Council, the New Jersey Shell Fisheries Council and various legislators in Delaware and New Jersey; and

WHEREAS, the USACE requests the Authority, as the Study’s Cooperating Agency, to provide them with a Letter of Request to conduct an investigation to revitalize the Oyster Industry in the Delaware Bay; and

WHEREAS, the Letter of Request does not obligate the Authority to the expenditure of any funds; and

WHEREAS, after the USACE conducts an investigation and prepares an Ecosystem Restoration Report it will prepare a Program Construction Agreement pursuant to which the Authority has the option to continue to serve as the Cooperating Agency by executing the same, which may obligate the Authority to fund up to \$50,000.00 a year for three (3) years; (80% of the funding may be in-kind services) or it may terminate its status as a Cooperating Agency and have no further obligation to the project; and

WHEREAS, the OIRTF estimates that the revitalization of the oyster industry in the Delaware Bay will result in a \$45 million dollar economic impact to the Regional Economy; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director, with advice and consent of Counsel, is hereby authorized to send to the USACE a Letter of Request to initiate a Study to revitalize the Oyster Industry in the Delaware Bay.

Chairman Parkowski stated that this is a worthy project that will benefit both States. It was previously brought before the Economic Development Committee and a presentation was made at the last Budget & Finance meeting.

Commissioner Patterson noted that the Project will be good for both New Jersey and Delaware.

Resolution 04-10 was moved by Commissioner Patterson, seconded by Commissioner Koebig and was approved by a roll call vote of 11-0.

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**RESOLUTION 04-11 – AUTHORIZES A CONTRACT BETWEEN THE AUTHORITY AND CITIGROUP TO PROVIDE BOND UNDERWRITER SERVICES.**

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

WHEREAS, the ownership and operation of the Crossing Facilities requires the issuance of debt from time to time to fund capital improvements; and

WHEREAS, the Authority and staff monitor conditions in the debt markets to determine if any savings could be achieved by refinancing any currently outstanding debt; and

WHEREAS, the Authority desires to retain the professional services of an investment banking firm to provide underwriting services with respect to any proposed refinancing; and

WHEREAS, the Authority publicly advertised and issued a Request for Proposal (RFP) for the required bond underwriting services and received a total of fourteen responses; and

WHEREAS, these proposals were evaluated by staff pursuant to Authority requirements and regulations and six firms were interviewed; and

WHEREAS, based upon the evaluation criteria established, the firms were ranked by staff and Citigroup was designated first; and

WHEREAS, the Authority’s Budget and Finance Committee reviewed the recommendation and concurs with the evaluation; and

NOW, THEREFORE, BE IT RESOLVED, the Executive Director is hereby authorized to finalize the terms and conditions of a contract with Citigroup to provide bond underwriter services in connection with said refinancing and have such Agreement, upon the review and advice of counsel, executed by the Chairperson, Vice Chairperson and Executive Director.

Commissioner Patterson stated that the Authority has the potential of saving approximately \$4 million dollars. RFP’s were sought. Twelve proposals were received and 6 firms were interviewed. Citigroup scored the highest. The Budget & Finance Committee concurred with staffs recommendation to retain Citigroup..

Chairman Parkowski complemented staff for moving expeditiously.

Resolution 04-11 was moved by Commissioner Patterson, seconded by Commissioner McWilliams and was approved by a roll call vote of 11-0.

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**RESOLUTION 04-12 – AUTHORIZES A CONTRACT BETWEEN THE AUTHORITY AND SIDLEY AUSTIN BROWN & WOOD, LLP AND SQUIRE SANDERS & DEMPSEY, LLP TO PROVIDE BOND COUNSEL AND UNDERWRITERS COUNSEL SERVICES.**

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

Crossing facilities (the “Facilities”); and

WHEREAS, the ownership and operation of the Crossing facilities requires the issuance of debt from time to time to fund capital improvements; and

WHEREAS, the Authority and its staff monitor conditions in the debt markets to determine if any savings could be achieved by refinancing any currently outstanding debt; and

WHEREAS, the Authority desires to retain the professional services of Bond Counsel and Underwriters Counsel to provide appropriate legal work relating to a proposed refinancing of outstanding Authority debt; and

WHEREAS, the Authority publicly advertised and issued a Request for Proposal (RFP) for the required legal services and received a total of eleven responses; and

WHEREAS, these proposals were evaluated by staff pursuant to Authority requirements and regulations and eight firms were interviewed; and

WHEREAS, based upon the evaluation criteria established, the firms were ranked by staff and Sidley Austin Brown & Wood, LLP was designated first for Bond Counsel services and Squire Sanders & Dempsey, LLP was designated first for Underwriters Counsel services; and

WHEREAS, the Authority’s Budget and Finance Committee reviewed the recommendation and concurs with the evaluation; and

NOW, THEREFORE, BE IT RESOLVED, the Executive Director is hereby authorized to finalize the terms and conditions of a contract with Sidley Austin Brown & Wood, LLP and Squire Sanders & Dempsey, LLP to provide Bond Counsel and Underwriter Counsel services, respectively, and have such Agreements, upon the review and advice of counsel, executed by the Chairperson, Vice Chairperson an Executive Director.

Commissioner Patterson noted that Resolution 04-12 distributed prior to the meeting replaces the one in the Commission Book. It reflects the names of the selected Bond and Underwriters Counsel. After extensive interviews, the Budget & Finance Committee concurred with staffs recommendation to retain the firms of Sidley Austin Brown & Wood, LLP and Squire Sanders & Dempsey, LLP to provide Bond Counseling and Underwriters Counseling services.

Resolution 04-12 was moved by Commissioner Patterson, seconded by Commissioner McWilliams and was approved by a roll call vote of 11-0.

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**RESOLUTION 04-13 – APPROVES VENDORS FOR THE PURCHASE OF FOOD AND RELATED PRODUCTS.**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is the owner and operator of food service and related vending operations at the Cape May-Lewes Ferry, Delaware Memorial Bridge and other Authority locations; and

WHEREAS, the Authority desires to obtain reliable delivery of quality products and services while seeking competitive pricing; and

WHEREAS, the Authority, in accordance with the procedure for the procurement of materiel and supplies outlined in Resolution 98-31 publicly advertised a Request for Proposals (“RFP”) for qualified vendors interested in the supply and delivery of products to the various Authority locations; and

WHEREAS, the Authority received proposals from 15 vendors and analyzed the

proposals based on best overall price, delivery, reliability, and other specifications outlined in the RFP to identify a primary multi-food vendor and specialty food and product vendors; and

WHEREAS, the Authority’s Budget and Finance Committee reviewed the proposed vendor selections and recommends them to the Board for consideration; and

NOW THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to negotiate the terms and conditions of a contract, with an initial term of two years with an option for one additional year, with the following vendors, and have such agreements with the advice and consent of counsel executed by the Executive Director, Chairperson, and Vice-Chairperson.

	<u>Estimated Expense</u>
US Foodservice – Primary Vendor	\$ 438,955
Vistar/VSA – Vending and Snack Items	\$ 64,264
Philadelphia Coca-Cola Bottling Co.	\$ 105,642
Jack & Jill Ice Cream – Pretzels & Ice Cream Products	\$ 73,140
Lehigh Valley Dairy Farms – Milk Products	\$ 27,474
City Supply Co., Inc.	<u>\$ 102,315</u>
Estimated Total	\$ 811,790

Chairman Parkowski noted that more information is needed to pass this Resolution. It is recommended Resolution 04-13 be tabled at this time.

A motion to table Resolution 04-13 was made by Commissioner Patterson, seconded by Commissioner Hensley and unanimously approved to be tabled by a roll call vote of 11-0.

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**RESOLUTION 04-14 - AUTHORIZING THE SALE OF REAL PROPERTY LOCATED IN, CAPE MAY, NEW JERSEY OWNED BY THE DELAWARE RIVER AND BAY AUTHORITY.**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is the owner of certain real estate located at 1501 Lincoln Avenue, North Cape May, New Jersey; and

WHEREAS, the Authority currently leases this property and received a written request to purchase this property from the current lessee; and

WHEREAS, the Authority’s Policy on Real Property and Tangible Assets Disposition, adopted pursuant to Resolution 03-10, specifically reserves the right to offer any real property to the current lessee for the appraised fair market value; and

WHEREAS, the current lessee is offering to purchase this parcel for \$220,000 which represents the appraised fair market value less the assumed cost of a real estate commission and is willing to enter into a Purchase and Sale Agreement; and

WHEREAS, the Authority desires to sell the real estate property to Charles W. Sandman, III and Kimberly S. Sandman for the purchase price of \$220,000; and

WHEREAS, the Authority’s Budget and Finance Committee has reviewed the proposal from said transaction and recommends this sale; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to negotiate the terms and conditions of a Purchase and Sale Agreement with Charles W.

Sandman, III and Kimberly S. Sandman for the real estate property located at 1501 Lincoln Avenue, North Cape May, New Jersey for a total purchase price of \$220,000 and have such Agreement, with the advice and consent of Counsel, executed by the Chairperson, Vice-Chairperson and Executive Director.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Executive Director is hereby authorized and directed to execute the Deed and all other necessary and related documents necessary to affect the transfer of this property pursuant to this Resolution.

Resolution 04-14 was moved by Commissioner Patterson, seconded by Commissioner Cooper and was approved by a roll call vote of 11-0.

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**RESOLUTION 04-15 - AUTHORIZES A CONTRACT BETWEEN THE AUTHORITY AND INSERVCO INSURANCE SERVICES, INC. TO PROVIDE THIRD PARTY ADMINISTRATION AND LOSS CONTROL SERVICES.**

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

WHEREAS, the ownership and operation of the Facilities has inherent liability which must be prudently managed by the Authority; and

WHEREAS, one of the risk management practices engaged by the Authority is the implementation of a self-insured workers' compensation program; and

WHEREAS, the Authority desires to retain the professional services of an outside third party administrator to provide a claims management and loss control program in a cost effective manner; and

WHEREAS, the Authority publicly advertised and issued a Request For Proposal for the required third party administration and loss control services and received a total of six responses; and

WHEREAS, these six proposals were evaluated by staff pursuant to Authority requirements and regulations and a short list of three were interviewed; and

WHEREAS, based upon the evaluation criteria established, the firms were ranked by staff and Inservco Insurance Services, Inc. was designated first; and

WHEREAS, Inservco Insurance Services, Inc. has provided a cost proposal with fees based on a per claim basis and other services at hourly rates; and

WHEREAS, the annual estimated cost for these services shall not exceed \$40,000.00; and

WHEREAS, the Personnel and Insurance 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 and conditions of a contract with Inservco Insurance Services, Inc. for an initial term of three years to provide third party administration and loss control services and have such Agreement, upon the review and advice of counsel, executed by the Chairperson, Vice Chairperson and Executive Director.

Resolution 04-15 was moved by Commissioner Patterson, seconded by Commissioner McWilliams and unanimously approved by a roll call vote of 11-0.

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**RESOLUTION 04-16 - ADOPTION OF BY-LAWS FOR THE DELAWARE RIVER & BAY AUTHORITY**

WHEREAS, The Delaware River and Bay Authority (“the Authority”) is a body politic and an agency of government of the State of Delaware and the State of New Jersey; and

WHEREAS, the Authority was created in 1962 by a Compact between the States of Delaware and New Jersey with the consent of the Congress of the United States of America and approval of the President; and

WHEREAS, the Authority was established for the purpose of providing crossings of the Delaware River and the Delaware Bay between the two States, and to undertake transportation and terminal facilities, and performance of such other functions as may be approved by the two states and consented to by Congress; and

WHEREAS, the original Compact was amended in 1990 for the purpose of authorizing the authority to undertake certain Commerce facilities and developments within the State of Delaware or in the New Jersey counties of Cape May, Cumberland, Gloucester and Salem; and

WHEREAS, the Authority’s responsibilities have expanded and changed over its forty-two year existence; and

WHEREAS, the Authority periodically reviews its corporate governance to ensure it is accountable, meets the objectives for which the Authority was created, and in the best interest of the public; and

WHEREAS, the Authority has determined that these aforementioned objectives will be best met by the adoption of By-Laws; and

WHEREAS, these By-Laws shall take effect immediately upon the expiration of the respective Governors’ veto period; and

NOW THEREFORE BE IT RESOLVED, that the Authority hereby adopts the attached By-Laws.

Commissioner Patterson stated that he appreciates the BY-LAWS being on the Agenda but he is requesting that they be tabled until the next Commission meeting.

A motion to table Resolution 04-16 was moved by Commissioner Patterson, seconded by Commissioner McWilliams and unanimously approved to be tabled by a roll call vote of 11-0.

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**RESOLUTION 04-17 – ADOPTS A PREVAILING WAGE POLICY ON A TRIAL BASIS FOR ALL AUTHORITY FUNDED CAPITAL PROJECTS IN EXCESS OF \$2 MILLION.**

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

WHEREAS, the Authority has adopted a 5 Year Capital Plan totaling \$125 Million for the construction and maintenance of its Crossing Facilities; and

WHEREAS, the Authority has adopted a \$7.4 Million One Year Capital Plan for the construction and maintenance of its non-Crossing Facilities; and

WHEREAS, the Authority currently incorporates prevailing wage requirements in all projects of the Authority receiving any Federal or State funding; and

WHEREAS, the Authority, as a matter of policy desires to incorporate this same policy for a one year trial period for all Authority funded projects in excess of \$2.0 Million; and

WHEREAS, the Authority will evaluate this policy at the conclusion of the trial period and determine if it continues to meet its public policy initiatives and is in the best interest of the public and the Authority; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director, working with the advice and consent of Counsel, is hereby authorized and directed to incorporate a prevailing wage policy into contract specification documents for all Authority funded projects in excess of \$2.0 Million for a one year period.

Resolution 04-17 was moved by Commissioner Koebig and seconded by Commissioner Dorn. A discussion ensued.

Commissioner Hensley stated her concerns on the Resolution noting that, by spending more money on prevailing wages, there will be less for economic development.

Commissioner Parkowski stated the Prevailing Wages are common practices in most government entities and that this Resolution is on a one-year trial basis.

Vice Chairman Wallace stated that he strongly supports the Resolution. Furthermore, he stated that the Authority has an obligation to address quality of life issues in addition to improving the economy within its jurisdiction.

A roll call vote was taken. Commissioner Cooper abstained with the right to amend. At the end of the roll call, Commissioner Cooper revised his vote to yes.

The motion to approve Resolution 04-17 was approved with a roll call vote of 10-1 with Commissioner Hensley voting no.

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**RESOLUTION 04-18 – RELATING TO THE PRELIMINARY AUTHORIZATION OF A PROJECT WITH ROWAN UNIVERSITY.**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) was created as a body politic and an agency of government of the State of Delaware and the State of New Jersey, by virtue of Chapters 145 and 146, Volume 53, Laws of Delaware, approved by the Governor of the State of Delaware July 21, 1961, and Chapter 66 of the Pamphlet Laws of 1961 of the State of New Jersey, approved by the Governor of the State of New Jersey June 3, 1961 (said Chapters 145 and 146 and said Chapter 66 issuing material being hereinafter sometimes collectively called the “Original Enabling Legislation”), pursuant to which the State of Delaware and the and the State of New Jersey entered, subject to the consent of the Congress of the United States of America, into a compact (hereinafter sometimes called the “Original Compact”) creating the Authority; and

WHEREAS, the consent of the Congress of the United States of America was given to the States of Delaware and New Jersey to enter into the Original Compact by a Joint Resolution of the Congress, approved September 20, 1962 (Public Law 87-678, 87<sup>th</sup> Congress); and

WHEREAS, by virtue of Chapter 252, Volume 67, Laws of Delaware, approved by

the Governor of the State of Delaware June 28, 1990, and Chapter 192 of the Pamphlet Laws of 1989 of the State of New Jersey, approved by the Governor of the State of New Jersey October 18, 1989 (said Chapter 252 and said Chapter 192, together with the Original Enabling Legislation being hereinafter sometimes collectively called the “Enabling Legislation”), the State of Delaware and the State of New Jersey entered, subject to the consent of the Congress of the United States of America, into certain amendments to the Original Compact (as so amended and as may be further amended from time to time hereinafter sometimes called the “Compact”); and

WHEREAS, the consent of the Congress of the United States of America was given to the State of Delaware and New Jersey to enter into the Compact by a Joint Resolution of the Congress, approved November 15, 1990 (Public Law 101-565, 101<sup>st</sup> Congress); and

WHEREAS, by virtue of the Compact and the Enabling Legislation, the Authority’s powers include authorization to plan, finance, develop, construct, purchase, lease, maintain, improve and operate: (i) crossings between the States of Delaware and New Jersey, (ii) transportation or terminal facilities in Delaware and the New Jersey counties of Cape May, Cumberland, Gloucester and Salem and (iii) commerce facilities or development in Delaware and in the New Jersey counties of Cape May, Cumberland, Gloucester and Salem; and

WHEREAS, the South Jersey Technology Park of Rowan University has submitted to the Authority a project that includes the development of a 50,000 square foot building known as the Innovation Center, which building is part of Phase I of the Technology Park and is estimated to cost approximately \$5,000,000; and

WHEREAS, the Authority has determined preliminarily that it has the power to participate in this project under the powers granted to it under the Compact and that such project would help fulfill the Authority’s mission.

WHEREAS, the Board of Commissioners, by the adoption of this Resolution, is indicating its intention to authorize certain action be undertaken in connection with the negotiation and finalization of terms and conditions and the drafting of agreements for the above described project in accordance with requirements of the Authority’s Compact, appropriate State Statutes, Federal requirements related to fair and reasonable tolls and applicable Authority Resolutions and policy guidelines.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director and/or his designee shall develop appropriate agreements for the development of an Innovation Center, as part of the South Jersey Technology Park at Rowan University, which shall be considered projects of the Authority as defined pursuant to Article II of the Compact. Upon the completion of appropriate agreements for the above-stated projects, the Executive Director and/or his designee shall present said Agreements to the Board of Commissioners for their approval and execution after review and advice of Counsel.

Vice Chairman Wallace stated that this Project will have a major impact to South Jersey and thanked the Commissioners for their support.

Resolution 04-18 was moved by Commissioner Pessagno, seconded by Commissioner Koebig and unanimously approved by a roll call vote of 11-0.

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**RESOLUTION 04-19 - AUTHORIZING THE EXECUTIVE DIRECTOR TO EXTEND AN OFFER OF EMPLOYMENT**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-85 at its October 16, 2001 public meeting; and

WHEREAS, Resolution 01-85 amended Section I entitled, “Employment Procedure of the Authority’s Personnel Manual”; and

WHEREAS, that amendment requires that persons being hired, transferred or promoted into specific positions require written recommendation of the Personnel Committee and the Chair and Vice-Chair; and

WHEREAS, that amendment further requires that persons being hired, transferred or promoted into specific positions shall be expressly approved by a vote of the Commissioners taken at a regular meeting of the Commissioners; and

WHEREAS, the Authority has duly advertised, recruited and interviewed for the position of Director of Ferry Operations; and

WHEREAS, the Authority desires to extend an offer of employment to an individual for the position of Director of Ferry Operations; and

WHEREAS, the Board of Commissioners hereby authorizes and directs the Executive Director to make this offer of employment; and

WHEREAS, the adoption of this Resolution hereby approves such offer of employment and meets all applicable requirements of Resolution 01-85; and

NOW THEREFORE BE IT RESOLVED, that the Executive Director is hereby authorized and directed to make an offer of employment to the designated candidate for the position of Director of Ferry Operations.

Chairman Parkowski noted that the Personnel & Insurance Committee, along with staff, followed the review process that is in place. It is one of the few positions the Commissioners can appoint.

Commissioner Cooper complimented Human Resources for bringing qualified candidates to the final interview process. As a Delaware State Chamber of Commerce Board member involved in the recent interview process for the new Executive Director, he commented on the quality of the process used by the Authority. Qualified people with outstanding resumes showed an interest.

Resolution 04-19 was moved by Commissioner Lowe and seconded by Commissioner Cooper and unanimously approved by a roll call vote of 11-0.

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**RESOLUTION 04-20 - AUTHORIZING THE EXECUTIVE DIRECTOR TO EXTEND AN OFFER OF EMPLOYMENT**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-85 at its October 16, 2001 public meeting; and

WHEREAS, Resolution 01-85 amended Section I entitled, “Employment Procedure of the Authority’s Personnel Manual”; and

WHEREAS, that amendment requires that persons being hired, transferred or promoted into specific positions require written recommendation of the Personnel Committee and the Chair and Vice-Chair; and

WHEREAS, that amendment further requires that persons being hired, transferred or promoted into specific positions shall be expressly approved by a vote of the Commissioners taken at a regular meeting of the Commissioners; and

WHEREAS, the Authority has posted the position internally and interviewed for the position of Director of Engineering & Maintenance; and

WHEREAS, the Authority desires to extend an offer of employment to an individual for the position of Director of Engineering & Maintenance; and

WHEREAS, the Board of Commissioners hereby authorizes and directs the Executive Director to make this offer of employment; and

WHEREAS, the adoption of this Resolution hereby approves such offer of employment and meets all applicable requirements of Resolution 01-85; and

NOW THEREFORE BE IT RESOLVED, that the Executive Director is hereby authorized and directed to make an offer of employment to the designated candidate for the position of Director of Engineering & Maintenance.

Chairman Parkowski noted that this is similar Resolution to 04-19 in terms of hiring personnel.

Commissioner Lathem stated that he was honored to support this Resolution noting that the recommended internal candidate was extremely qualified and an excellent choice as the Authority's Director of Engineering and Maintenance.

Commissioner Lathem also stressed the need for the Authority to look for talent internally before going outside and this is a perfect example.

Resolution 04-20 was moved by Commissioner Koebig, seconded by Commissioner Pessagno and approved by a roll call vote of 11-0.

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9021. COMMISSIONERS PUBLIC FORUM

Chairman Parkowski questioned whether any member of the public requested to address the Commission.

Chairman Parkowski called the names of the first two speakers, Eric Powell of Rutgers University and Jim Joseph of N.J. Division of Fish and Wildlife. Both Mr. Powell and Mr. Joseph indicated that they were here to answer questions pertaining to Resolution 04-10 and that they did not need to speak.

John D. Flaherty, lobbyist, Common Cause of Delaware spoke. Common Cause of Delaware obtained records that indicate that, in previous years, the Authority spent approximately \$225,000 for lobbying services for firms based in Washington, DC and Philadelphia, PA. Common Cause believes that there is no need for the Authority to hire a lobbyist because the States of Delaware and New Jersey provide these services and that he urges the Authority to look to those offices before going out-of-state.

Chairman Parkowski thanked Mr. Flaherty for bringing this to the Commissioners attention and that the matter will be investigated. However, the Chairman stated that, based on information provided him, the Authority does not have any current contract with any lobbyist.

Albert Jackson addressed the Commission on matters relating to minority hiring practices and the use of the DRBA helicopter.

Chairman Parkowski noted the advancements that have been made since he became a Commissioner with respect to a diverse workforce. The Authority is looking at diversification throughout the organization. Chairman Parkowski indicated that he would be surprised if the Executive Director would be using the helicopter. The Chairman asked the Executive Director and he replied that he has not set foot in the helicopter. The Chairman asked Colonel McCarnan and he responded by saying that the Executive Director has not been on or near the helicopter.

Next, Vincent Ascione, Local 542, informed the Commissioners that he spoke with Mr. Johnson

regarding the Election Agreement and is anxious to move forward as soon as possible.

Chairman Parkowski said that the Commissioners gave the Executive Director the green light to move forward on the matter.

Commissioner Dorn thanked the Chairman and Vice Chairman for their leadership.

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

The meeting was adjourned at 12:17 p.m.

Respectfully submitted,  
THE DELAWARE RIVER AND BAY AUTHORITY

Thomas A. Pankok  
Secretary