

MINUTES OF MEETING

THE DELAWARE RIVER AND BAY AUTHORITY

January 20, 2004

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

F. Michael Parkowski, Chairman
Thomas J. Cooper (conference call)
William F. Lowe, III
Samuel E. Lathem
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 11:19 a.m. with Chairman Parkowski presiding.

The opening prayer was given by Father Stanley Drupieski 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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8973. APPROVAL OF MINUTES: On motion by Commissioner Lathem and seconded by Commissioner McWilliams, the minutes of the December 16, 2003 meeting were approved by a voice vote of 10-0.

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8974. EXECUTIVE DIRECTOR’S REPORT: The Executive Director addressed the Commission by recapping the events of 2003.

2003 was another year of positive change for the organization. We welcomed four new commissioners, Commissioners Dorn, Cooper, Lowe and Parkowski, and said goodbye to four, Commissioners Fralinger, Cordrey, Bennett and Derrickson. Commissioner Parkowski became the Chair and Commissioner Wallace the Vice-chair. These volunteer commissioners spent countless hours learning about the organization, attending committee meetings, board meetings, trips to our facilities and trips to the shipyards. They continue to open the Authority’s boardroom by making all committee meetings open to the public—a first. I believe the Board will continue to institute measures that will make the Authority more accessible and accountable to the public.

The year started off with some frigid weather that hampered our operations at the Ferry for several days. But, after the thaw, we were back to normal. With great preparation, we weathered Hurricane Isabella in the summer. Despite the weather, over 360,000 vehicles and nearly 1.1 million passengers traveled on the Ferry.

The Delaware Memorial Bridge was selected as Delaware’s top infrastructure project in the 20th Century by the American Road and Transportation Builders Association (ARTBA). We welcomed our 10 millionth EZ Pass customer through the plaza since 2001. Over 17 million vehicles came through the toll plaza generating well in excess of 69 million in revenue.

The initial phase of the restructuring was completed with the addition of Trudy Spence-Parker, as our Chief Human Resource Officer and the Chief Operations Officer vacancy being filled by Jim Walls. Both have risen to this organization's many challenges by providing leadership. Their fresh perspectives, new ideas and enthusiasm are much welcomed. The organization successfully completed an Early Retirement Option program. A tremendous level of effort was necessary to accomplish this offering. More than 60 dedicated employees participated in this program representing over 1,000 years of service.

I am proud to be a part of an organization that pitched in after these folks left and continued to provide the services to our customers with professionalism and pride. I know this required us to reevaluate the tasks at hand and do things a little differently. Change is not easy. I sincerely appreciate each one of your daily efforts and your positive attitudes because that is what we need to do to keep this a great organization.

We also completed some noteworthy projects:

New Multi-Tenant Hangar Facility: A new, \$4.57 million multi-tenant hangar facility at the Millville Airport, a project undertaken by a partnership between the DRBA, the City of Millville, the U.S. Department of Commerce and Economic Development, and the Cumberland Empowerment Zone Corporation was completed. Ready for occupancy, the new Millville Airport building consists of a 40,000 square foot multi-tenant corporate aviation facility designed to provide aircraft repair and refitting capabilities; office and workshop space; and a new aircraft ramp and automobile parking area.

Delaware Approach Widening, Repaving & Modifications: Phase II of a \$70 million highway approach improvement project work was substantially completed in 2003. The construction work in this phase centered on ramp modifications, lighting improvements to the Farnhurst Interchange (intersection of I-295 and US Route 13) and other highway improvements required to meet current federal guidelines and standards. In addition, two (Ramps F and H) of the eight ramps in the interchange are relocated to facilitate more efficient, safer traffic patterns. Bridge overpass 12 (built in 1951) was replaced with a structure that is 15 feet wider than the existing bridge overpass and accommodates the new relocated Ramp H. The lighting in Farnhurst Interchange (I-295 & US 13), which was more than 30 years old and required frequent maintenance, was replaced with modern high-mast lighting. Total cost of Phase II is approximately \$13 million.

Toll Plaza Fire Suppression System: Over the years, vehicle accidents near the Toll Plaza have resulted in property and vehicle damage. In particular, an accident involving two tractor-trailers in 1999 resulted in a fire which caused some damage to the Toll Plaza Canopy. Fortunately, due to the quick response of a local fire company, only minor surface damage occurred to the Canopy. As a result of these incidents and the potential for loss, a fire suppression system was recommended and installed in all thirteen (13) toll lanes. Combined with the heating/ventilation/exhaust improvements made in 2000, the working environment for the toll collectors is safer and healthier today.

Delaware Memorial Bridge Safety Features: On the Twin Span Structures, several areas needed to be upgraded to provide for greater safety of Authority personnel and to increase security measures to eliminate access by the public onto the Bridge structures. At a cost of \$3 million, the safety features implemented included; new access doors at the Anchorage hoods; new windseat platforms at all tower lower struts; new access ladders and platforms for maintenance to clean areas safely; additional railing along safety walks; and new ladders and platforms that access maintenance areas on the Twin Spans.

Security: The DRBA continued to focus on security in 2003. On May 14, 2003, the Authority selected a Counter-Terrorism Coordinator to coordinate security measures at all DRBA facilities; draft security policy and procedures and interact with local, state and federal agencies. At the Delaware Memorial Bridge, some of the security measures implemented in 2003 are: installation of additional close-circuit cameras (96 total); digital lighting illuminating critical access points; and implementation of stricter controls to access Authority property. In addition, the Cape May-Lewes Ferry personnel completed and submitted Facility and Vessel Security Plans to the United States Coast Guard (USCG) two weeks prior to the deadline. It should be noted that less than 15% of organizations nationwide required to submit a plan met the deadline. The DRBA also secured a

\$300,000 grant from the Department of Homeland Security for CCTV at the ferry terminals.

As we move into 2004, the Board passed several Resolutions last month that are important. I want to take this opportunity to highlight some of the key provisions in these Resolutions.

We adopted an Operating Budget of over \$63 million, which is just about a 3% increase over last year. This budget includes several important items:

- The Authority has absorbed the cost of increases to your health care premiums—your share of the premium remains at 2003 levels;
- Salary adjustments for permanent employees upwards of 4% (dependent upon your salary within the pay grade); and
- Funding for 41 new permanent positions throughout the Authority.

We adopted an ambitious Capital Improvement Program (CIP) that will fund a range of projects at the Bridge, Ferry, Three Forts Ferry, and the Airports. A total of \$31.27 million will fund core projects such as: Phase III roadway improvements (west of the I-295/Rt 13 interchange area), bridge electrical and lighting rehabilitation, miscellaneous bridge steelwork repairs, pier/bulkhead rehabilitation, construction of new offices in the former Cape May terminal building and demolition of the adjacent 38 year old field structures, vessel improvements security enhancements, investments in computer system and software upgrades, acquisition of minor capital equipment and minor capital improvements/enhancements. A total of \$7.39 million will fund projects at our five Airports that include: runway and taxiway rehabilitation’s, construction of small hangar facilities, security enhancements, acquisition of minor capital equipment and minor capital improvements/enhancements. The expenditure of these funds represents a continued investment in our core facility and modest investment at our Airports. The remaining four years of the five-year CIP continues along with this philosophy.

I am optimistic about the opportunities and look forward to the challenges that 2004 will bring. Together we will continue to make the Delaware River and Bay Authority a great place to work and a great organization for both states.

Again, on behalf of the DRBA employees, we thank our Board for passing the Operating Budget.

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Chairman Parkowski informed the Commissioners that Mr. Johnson received the Engineer of the Year award given by the Delaware Engineering Society.

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8975. RESOLUTION 04-04 AUTHORIZING THE DELAWARE RIVER & BAY AUTHORITY ORGANIZATIONAL STRUCTURE Chairman Parkowski requested that Resolution 04-04 be discussed and acted upon prior to the Committee Reports. He presented the following Resolution:

RESOLUTION 04-04 - AUTHORIZING THE DELAWARE RIVER & BAY AUTHORITY ORGANIZATIONAL STRUCTURE

WHEREAS, the Delaware River & Bay Authority (“the Authority”) is the owner and operator of the Delaware Memorial Bridge and Cape May - Lewes Ferry; and

WHEREAS, the Authority has also assumed operational responsibilities for five regional aviation facilities in the States of New Jersey and Delaware; and

WHEREAS, the Authority owns, operates or controls additional real estate assets in the States of New Jersey and Delaware; and

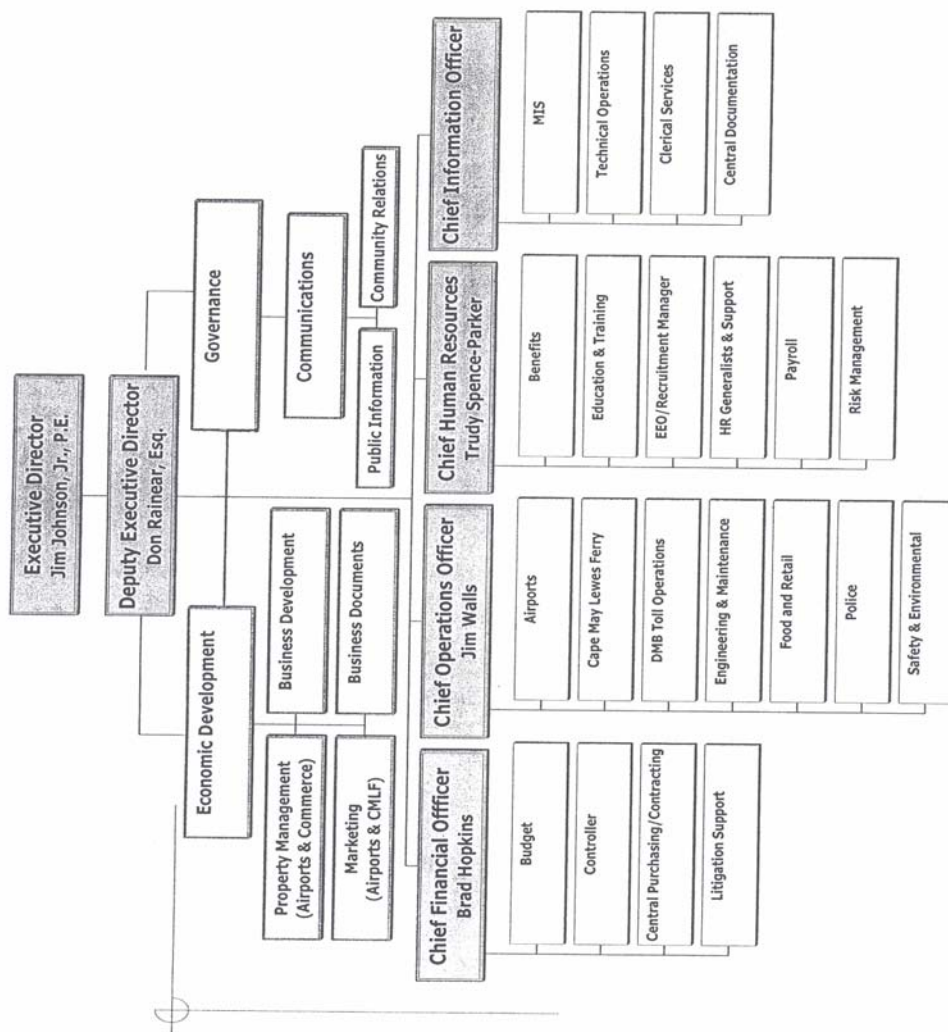
WHEREAS, it is prudent for the Authority to continually review its organizational

structure to ensure that is efficient, cost effective, accountable and in the best interest of the public; and

WHEREAS, the Authority has conducted an extensive review of its operations and responsibilities and determined that the organizational chart attached hereto meets its operational requirements, is efficient, and is accountable to the public served by the Authority; and

WHEREAS, the adoption of this organizational chart is not intended to restrict the Executive Director or his designees from making necessary operational decisions on a day-to-day basis to ensure that the Authority is operated in a safe, economical, efficient, accountable and sustainable manner; and

NOW THEREFORE BE IT RESOLVED, that the Authority hereby adopts the attached organizational chart and job description for the Deputy Executive Director of the Authority.



Delaware River & Bay Authority Organizational Structure

POSITION DESCRIPTION

Deputy Executive Director

NATURE OF WORK

The Deputy Executive Director serves in a key leadership role with the Executive Director together ensuring that the core mission of the Authority is achieved. This position is essential to and has the primary responsibility for all Authority-related economic development within the State of Delaware and the four southern Counties (Gloucester, Salem, Cumberland and Cape May) of New Jersey. In this leadership role, the Deputy Executive Director is also responsible for all communications both internal and external to the organization, and Authority-wide governance matters. The Deputy Executive Director also is responsible for special projects tasked by the Executive Director.

REPORTS TO: Executive Director

DIRECT REPORTS: Staff that are responsible for the following functions,

- Economic Development – Business Development
- Economic Development – Business Document development
- Economic Development – Airport and Cape May-Lewes Ferry marketing
- Economic Development – Property Management (Airports and Commerce facilities)
- Communications – Public Information
- Communications - Community Relations
- Governance

MAJOR ACCOUNTABILITIES: the Deputy Executive Director with staff is responsible for,

- The **Economic Development** mission of the Authority. This broad-based mission includes business development, business document development, marketing for the Airports and Cape May-Lewes Ferry, and property management of our airport and commerce facilities. More specifically those duties include:
 - Development and implementation of an annual economic development strategy and plan. This plan will be presented to the Board and include coordination with other state agencies to maximize effectiveness in accomplishing the Authorities goals. The plan shall also consider the long-term strategy for economic development considering the five-year financial plan.
 - Responsible for all economic and business development initiatives of the Authority including participation in all due diligence reviews of projects. The scope of these reviews encompasses all financial, legal, environmental and personnel-related issues. Ensures that all initiatives have been appropriately coordinated with legal counsel. These reviews along with monthly updates will be discussed with the Economic Development Committee, Board and Executive Director.
 - Responsible for the negotiations through lease or sale (where appropriate) of assets – airport properties and other commerce facilities such as business parks, commercial facilities and buildings. Develop and coordinate the appropriate resolutions for Executive Director and Board approval.
 - Responsible for the development of standard business documents for these asset transactions that ensure efficient utilization of resources.
 - Responsible for the management of all airport and commerce facility properties that have been developed through the Authorities economic development mission.

- Develops and implements an effective annual marketing plan for the Authority. This plan details the development and effective execution of business strategies for the Cape May-Lewes Ferry, Airports and commercial properties. Responsible for preparation of an annual budget and evaluation of the programs effectiveness.
- In this leadership role, the Deputy Executive Director is also responsible for all **Communications** both internal and external to the organization.
 - Develop and implement an effective annual communications strategy and plan that reflects positively on the Authority and provides the means and methods for dissemination of information to our employees and the communities we serve. Responsible for preparation of an annual budget and evaluation of the programs effectiveness.
 - Develops, implements and maintains a web site/e-strategy that reflects positively on the Authority and provides viable and valuable information to its key stakeholders.
 - Timely response to governmental agencies, the media, Authority staff and the public regarding issues and news related to the Authority.
 - Develops and coordinates responses to Freedom of Information Act requests.
 - Develops an annual community giving strategy and plan, overseeing community contributions, ensuring compliance with Authority policies and procedures and communicates the effectiveness of the program.
- In this leadership role, the Deputy Executive Director is also responsible for all Authority-wide **Governance** matters. Additionally, the Deputy Executive Director will be responsible for the execution of special projects assigned by the Executive Director.
- All key staff positions are filled with committed and capable managers who are dedicated to the success of the Authority and support its mission, vision, values and goals and are held accountable for their performance. Ensures that all key direct report positions are filled with capable and committed individuals, creates and maintains a positive work environment based on performance and accountability.
- Represents the Authority and the Leadership Team at meetings, conferences, professional organizations and public functions.

EDUCATION, EXPERIENCE AND EXPERTISE

Education: A Bachelor's degree in a relevant discipline is required with related advanced coursework and a Master's degree preferred.

Experience: a senior management position in a governmental agency or similarly-situated organization that is multi-faceted with diverse lines of business. Existing relationships with the media and other governmental agencies is desired. A highly-developed ability to communicate and present ideas and information is important. Knowledge of economic development processes in similar governmental bodies is desired.

Knowledge:

- Knowledge of relevant economic, financial, political and governmental trends, conditions, and issues in the states and communities in which the Authority operates.
- Knowledge of the Authority's lines of business, their needs, strengths and markets.

- Knowledge of the primary media and key contacts in the Authority’s locales.
- Knowledge of local land-use regulations, policies and procedures.
- Knowledge of effective leadership and management theories, principles, and practices and how to best apply them to ensure the optimal effectiveness of the Authority.

Skills:

- Skilled at making presentations and communicating ideas and information to varied and diverse audiences.
- Skilled at analyzing, developing and negotiating economic development opportunities in conformance with Authority policies and regulations.

EDUCATION, EXPERIENCE AND EXPERTISE (continued)

Abilities:

- Ability to develop effective working relationships with other senior managers, staff, Commissioners, governmental and business leaders, vendors and contractors and private citizens.
- Ability to attract, develop and retain capable and committed staff who are dedicated to the success of the Authority and themselves and support its mission, vision, values and goals.
- Ability to effectively lead and manage others and create and sustain a positive work environment that enables staff to achieve their potential and the Authority to achieve its objectives and goals.
- Ability to effectively manage one’s own professional needs and priorities while balancing them with personal needs and priorities.
- Ability and willingness to be a key contributor to the Leadership Team and to be able to assume the role of situational leader when necessary and appropriate.
- Ability to present ideas and effectively communicate with all of the Authority’s key stakeholders in both an oral and written form.

Chairman Parkowski stated that he worked closely with Vice-chairman Wallace in this matter and called for action on the Resolution.

A motion to approve Resolution 04-04 was made by Commissioner Koebig and seconded by Commissioner Pessagno.

Commissioner Patterson responded to the Chairman’s request for comments on the resolution and stated his objection to the fractionalization of airports management and direction in the proposed reorganization. He noted that both the Executive Director and Chairman had been advised of his questions on the plan and stated that the opportunities all the DRBA airports presented to their local communities should not be wasted or diluted.

A roll call vote was taken. With 9 yes votes and 1 no vote from Commissioner Patterson, Resolution 04-04 was approved.

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Chairman Parkowski stated that, as he said on previous occasions, conditions needed to be satisfied before discussions regarding issues surrounding an initiative to organize certain employees of the

Authority will be initiated with Local 542. Reorganization has been settled and now discussions with Local 542 can now commence. On behalf of the Commission, he instructed staff to proceed with the initial discussions.

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8976. COMMITTEE REPORTS – BUDGET & FINANCE

Commissioner Patterson presented the following minutes of the Budget & Finance Committee meeting held January 6, 2004.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

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

Commissioner Pessagno, Committee Member
Commissioner Koebig

Staff

Jim Johnson, Jr.
Don Rainear
Brad Hopkins
Jim Walls
Victor Ferzetti
Ken Hynson

- I. Committee Chair Patterson welcomed the Budget & Finance Committee and opened the meeting at approximately 3:30 p.m. The Chief Financial Officer 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. Committee Chair Patterson reviewed the Community Contribution requests for the month of January. After review of the requested contributions, the Committee approved requests from Delaware totaling \$32,000 and requests from New Jersey totaling \$32,400, for a grand total of \$64,400. A Resolution authorizing a total of \$64,400 for Community Contributions will be presented for full Board consideration at the January meeting.

It was noted that the pending request from Cape May Animal Shelter would be approved; however, disbursement of the check was subject to a signed lease between the Authority and the Shelter.

Ken Hynson presented a summary of the contributions paid in 2003 for the Committee's use in considering requests for 2004. It was also reported that the request for Cancer Care Connection in the amount of \$2000 would be paid from remaining 2003 funds from Delaware.

- III. The Chief Financial Officer reported that he is in the process of reviewing and updating the Authority's Investment Guidelines and presented a sample of a Government Finance Officer's Association (GFOA) state-of-the-art guideline. After discussion, the CFO reported that he would have a draft available in March for Committee review and subsequent Board consideration.
- IV. The Chief Financial Officer updated the Committee on the status of the disposal of Authority assets.
 - The 1955 Carousel, which had been in storage after use at the Cape May-Lewes Ferry, has been placed for auction on Ebay with a \$40,000 reserve. Staff will update the Committee as necessary.

- A letter regarding the sale of the property located on Lincoln Boulevard in Cape May has been sent to the current tenant. The tenant is being given right of first refusal on the fair market value of the property. Staff will update the Committee as necessary.

V. The Chief Financial Officer updated the Committee on the status of the letter that had been sent to the Authority’s Chairperson regarding damage to a plane being stored in a hangar at the Delaware Air Park by a sub-tenant. The CFO gave an historical background of the tenant, sub-tenant, and events that occurred. The Authority’s insurer reviewed the circumstances and determined that the Authority was not responsible for the loss, had no liability, and denied the claim. After discussion, the Committee directed the Authority’s Delaware Legal Counsel to respond to the matter.

The Committee Chair questioned staff regarding the recent accident at the Delaware Air Park which resulted in a death. The CFO reported that he is the contact person for the possible litigation and assured the Committee that, although the Authority had done everything prudent and reasonable in it’s documentation and communication regarding the airport lighting, the Authority is preparing for this potential lawsuit. All requests from the Authority’s outside counsel have been completed. The FAA has also completed its investigation, but has not released the report. Staff will continue to update the Board as necessary.

VI. Miscellaneous Financial Matters:

- The CFO presented a Freedom of Information request from the Gloucester Democrats, Sweeney Burzichelli Fisher. The CFO reported that the Authority intends to comply with the request and the letter was presented for informational purposes only.
- The CFO reviewed Resolution 04-01 Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the Period, January 1 through December 31, 2004. This Resolution will be considered by the full Board at the January meeting.
- The Committee Chair requested the possible agenda items for the February Committee meeting. The CFO reported that the Authority’s Financial Advisor will be in attendance to give a review of the Authority’s investments.
- The Committee Chair also requested that the October 2004 Budget & Finance Committee meeting be located in Lewes at a time convenient to the Ferry arrival.
- The Committee Chair questioned whether the Authority’s Security Plan for the Cape May – Lewes Ferry had been submitted to the Coast Guard by the December 31, 2003 deadline as required. The Chief Operations Officer reported that the Plan had been submitted on December 18th and reviewed by the Coast Guard as an exceptional and could possibly be used as a template. The Committee Chair thanked staff for all of their work and diligence in the preparation and submission of the Security Plan.

There being no further business, the Budget & Finance Committee Meeting was adjourned at 4:12 p.m.

The CFO was questioned on the sale of the carousel on Ebay to which he replied that there was lots of interest on the internet but no bids. The Committee will consider the next steps at its February meeting.

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8977. COMMITTEE REPORT - PROJECTS COMMITTEE

Commissioner Koebig presented the following minutes of the Projects Committee meeting held January 6, 2004.

Commissioners from New Jersey

Commissioners from Delaware

PRESENT

Committee Chair Koebig
 Commissioner Dorn, Committee Member

Committee Vice Chair Lowe

Staff

Jim Johnson, Jr.

Jim Walls
Don Rainear
Brad Hopkins
Trudy Spence-Parker
Thomas Pankok, Secretary
John Jones
John Sarro

- I. The Projects Committee convened at approximately 10:30 a.m.. The Director of Engineering provided those in attendance with an information package consisting primarily of project and contract close-out information and a monthly contractor payment chart.
- II. Bid Opening/Award Actions: One bid opening was recently held for the demolition of three buildings at the Millville Airport. John Jones recommended that the work be awarded to the low bidder, Rambone Construction Company. The Projects Committee supported the recommendation and directed that the information be incorporated in the over \$25,000 resolution at the January Board meeting.
- III. Contract Close-Out: John Jones recommended that Contract No. CMLF-03-06, Drydocking and Repairs, MV New Jersey be closed out at the final contract price of \$448,251.00. The Projects Committee supported the recommendation and directed that a contract close-out recommendation be presented at the January Board meeting.
- IV. Miscellaneous On-going Actions:
 - Delaware Airpark (DAP) General Engineering Consultant (GEC) Request For Proposal (RFP) Process: John Jones recommended that the RFP process begin to identify a firm to provide DAP GEC services. The contract base period will be three years. The selection process will be qualifications based and governed by existing Authority resolutions. John Jones invited Commissioners to observe the interview process if so desired. The plan is to make an award recommendation at either the March or April Projects Committee and Commission meetings.
 - John Jones briefed the Projects Committee on the establishment of a Historic District at Millville Airport. In 2001, the New Jersey State Historic Preservation Office (SHPO) requested the Authority develop an airport-wide historic survey defining the cultural value and history of the airport. SHPO considers the Millville Airport historically significant in that it was the first of many "Defense Air Fields" built for World War II. The airfield functioned as a pilot training facility for P-40 Warhawk and P-47 Thunderbolt aircraft. More than 10,000 personnel served at the airbase during WWII. The airfield originally consisted of approximately 150 structures of which 34 exist today. The historic survey is now complete. John Jones recommended to the Projects Committee to move forward on the development of a Programmatic Memorandum of Agreement (PMOA) between the Authority, the City of Millville and SHPO delineating the historically significant areas and buildings (18 structures), which will in turn, free areas for future development and allow the Authority to demolish existing dilapidated airfield structures. The Projects Committee supports the recommendation and directed John Jones to coordinate efforts with the City of Millville as well as develop the PMOA with SHPO.
 - John Jones and John Sarro briefed the committee on a unique Federal Aviation Administration (FAA) funding opportunity for Millville and Cape May Airports in that up to \$10 M of Airport Capital Improvement funds may become available for key airport infrastructure projects. Grant applications must be based on actual bids and bids must be received by June 2004. Authority officials will meet FAA officials on January 8th to finalize plans and convey the Authority's strong desire to obtain this important funding for key airport projects. John Sarro indicated that Federal cost sharing may be more generous than the normal 90/10 split. It was recommended that C & S Engineers, current GEC for both airports, complete all design efforts associated with this initiative in order to meet the tight schedule. The Projects Committee supports the recommendation and directed staff to

take the necessary actions to obtain this funding and to design/construct the approved projects.

- V. Contractor Payment Review (thru December): The Director of Engineering provided the Committee with a December summation of payments that will be paid towards active construction contracts in January.
- VI. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 11:35 p.m..

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8978. COMMITTEE REPORT – PERSONNEL & INSURANCE

Commissioner Lathem presented the following minutes of the Personnel & Insurance Committee meeting held January 6, 2004.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Committee Chair Lathem
Commissioner Cooper, Committee Member
Commissioner Lowe

Committee Vice-Chair Pessagno
Commissioner Koebig, Committee Member

Staff

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

- I. Committee Chair Lathem welcomed the Personnel & Insurance Committee and opened the meeting at approximately 1:15 p.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 Pessagno, seconded by Commissioner Cooper, 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 Pessagno, seconded by Commissioner Koebig, the session was opened to the Public.

- II. The Chief Financial Officer reviewed the Authority’s Workers’ Compensation Policy and presented the renewal quotations for the period 1/1/04 – 1/1/05. Since the lowest quotation was approximately \$600,000 annually for assigned risk, the CFO reported that the recommendation would be for the Authority to begin to self-insure with a third party administrator. The CFO reviewed the self-insurance proposal. After a discussion of the proposal the Committee agreed that the proposal would be a prudent business risk and recommended staff move forward. The CFO reported that he would put out a Request for Proposal for Third Party Administrator (TPA) and Loss Control Services in February 2004. After the results have been scored, staff will bring the recommendation back to the Committee for consideration and Board approval.

III. The CFO reviewed the Terrorism and Property Insurance for the Bridge. After discussion of the different options available for policies, the CFO made a recommendation to obtain the policy for \$865,000 with a “put” which allows the Authority to obtain additional insurance if required. The Committee concurred with the recommendation of the CFO.

There being no further business, the Personnel & Insurance Committee Meeting was adjourned at 3:15 p.m.

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8979. 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 objections, the chart was ordered filed with the permanent records of the Authority.

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8980. 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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8981. 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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8982. 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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8983. DELAWARE RIVER AND BAY AUTHORITY - CASH POSITION (MARKET VALUE) AS OF November 30, 2003: 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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8984. APPROVAL OF FINAL PAYMENT OF CONTRACT NUMBER CMLF-03-06 DRYDOCKING AND REPAIRS M/V NEW JERSEY: The Director of Engineering presented the following contract closeout and recommended approval of Final Payment.

On October 21, 2003 Contract No. CMLF-03-06, Drydocking and Repairs M/V New Jersey, was awarded to Norfolk Ship repair and Drydocking, Inc. of Norfolk, Virginia for the bid price of \$483,959.00.

During the contract period, Change Order No.1 was approved for the project.

- 1. January 6, 2004 Adjustment in quantities to reflect actual field conditions.
Subtract: \$35,708.00.

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$448,251.00.

On motion by Commissioner Patterson and seconded by Commissioner Koebig, the recommendation of the Director of Engineering and the Projects Committee to close-out Contract CMLF-03-06 was unanimously approved by a voice vote of 10-0.

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8985. THE EXECUTIVE DIRECTOR PRESENTED THE FOLLOWING RESOLUTIONS:

RESOLUTION 04-01 AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1 THROUGH DECEMBER 31, 2004.

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-84 requiring Commission 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 1/1/04 THROUGH 12/31/04

<u>VENDOR</u>	<u>SERVICE DESCRIPTION</u>
CTM Brochure Display	Brochure Distribution for CMLF
Rambone Construction Inc	Demolition Work at MVA
Red The Uniform Taylor	Police Uniforms

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby authorizes expenditures to the above listed vendors for the described purposes and authorizes payment.

On motion by Commissioner Lathem and seconded by Commissioner Pessagno, Resolution 04-01 was approved by a voice vote of 10-0.

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RESOLUTION 04-02 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 State 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 request; and

WHEREAS; the Budget and Finance Committee met and approved Community Contribution requests for the month of January, 2004; and

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

Community Contributions

New Jersey

Animal Outreach of Cape May County	\$ 3,600
Appel Farm Arts and Music Center	\$ 7,500
Gloucester County College Foundation	\$ 15,000
Newfield Terrace Community Action Organization	\$ 2,300
St. Matthew's Community Development Corporation	\$ 4,000

Total **\$ 32,400**

Delaware

Cancer Care Connection	\$ 2,000
Council for State Government	\$ 12,500
Delaware Center for Contemporary Arts	\$ 5,000
Delaware Technical and Community College (Owens Campus)	\$ 5,000
Opportunity Center Incorporated	\$ 2,500
The American Red Cross of the Delmarva Peninsula	\$ 5,000

Total **\$ 32,000**

Grand Total (New Jersey and Delaware) **\$ 64,400**

With Commissioner Pessagno abstaining from voting on the contribution for the Animal Outreach of Cape May County and Commissioner Wallace abstaining from the Gloucester County College Foundation, Resolution 04-02 was moved by Commissioner Patterson and seconded by Commissioner Lathem and approved by a roll call vote of 10-0 except that, as to those items noted above as to which Commissioners abstained, the votes on those items were 9 in favor and 1 abstention.

Commissioner Patterson noted that the Dover First Night activities that the Authority gave a community contribution toward were a great success. He passed on a thank you letter from The Shepperd Place that Chairman Parkowski read aloud. The letter has been filed and made part of the Authority records.

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RESOLUTION 04-05 – AUTHORIZING AN AMENDMENT TO THE AUTHORITY'S FREEDOM OF INFORMATION REGULATIONS.

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, as a public agency, the Authority adopted Freedom of Information Regulations the ("Regulations") at its April 17, 1990 public meeting; and

WHEREAS, the Authority subsequently amended the Regulations by the adoption of Resolution 00-3 at its January 18, 2000 public meeting; and

WHEREAS, the Authority desires to further amend the Regulations by striking Section 4, Open Meeting in its entirety and replacing it with the following:

Section 4. Open Meeting.

(a) Public Meeting

Every meeting at which public business is considered by the Authority shall be open to the public except those closed pursuant to subsections (b) and (c) of this Section. The meetings are not intended to be public hearings, but the procedures that are followed allow the Commissioners to communicate with each other and, where appropriate, receive input from the public. During the formal parts of the meetings, the discussions will be conducted among members of the Commissioners, the Executive Director, and appropriate staff of the Authority. The Chairs of the Commissioners' Committees will be called on to introduce and move the appropriate resolutions in their respective areas. Once a resolution is introduced and moved, it will be the responsibility of the Chairperson and members of the appropriate committee, as well as staff, to explain the recommendations. Individuals wishing to address the Commissioners will be provided an opportunity to do so during the meeting. Individuals wishing to address the Commissioners must sign in, setting forth their name, the organization they represent (if applicable), and the topic they will address prior to the beginning of the Commissioners' meeting at which they intend to speak. Individuals addressing the Commissioners will be limited to a set number of minutes to make their presentation. Individuals will be granted five minutes per topic. However, individuals with more than one topic to present will be limited to a total of ten minutes. In instances where several individuals wish to address the Commissioners on the same topic, the total amount of time that will be allotted to presentations on the particular topic will be ten minutes. Exceptions to this policy may be granted by the Chairperson.

NOW, THEREFORE, BE IT RESOLVED, the Authority hereby adopts the above language and amends the Authority's Freedom of Information Regulations.

Chairman Parkowski noted that this Resolution is the result of discussions at the last meeting regarding the representative from Common Cause commenting on the Authority's policy on speaking before the Board. A public comment section will be added to the Commission agenda before the action items to give the public an opportunity to comment on such items.

Resolution 04-05 was moved by Commissioner Patterson, seconded by Commissioner Koebig and unanimously approved by a roll call vote of 10-0.

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8986. COMMISSIONERS PUBLIC FORUM

Executive Director Johnson introduced Bernard Pepukayi. Mr. Pepukayi will be replacing Joseph Schoell as Deputy Chief Counsel to Governor Minner.

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

Local 542 representative Vincent Ascione said that this is a great day. He noted his approval with the Authority having agreed in light of the approved reorganization to commence discussion with Local 542. He noted the Authority should be commended for its professionalism.

Joseph Scarpa of Legend Properties Inc., stated that Advance America Foundation is developing teacher training programs. One such program is Sea Quest Kids. He forwarded information to Salem County and thought the DRBA would be interested.

Commissioner Patterson mentioned that the By-laws committee will be meeting shortly and will take into consideration the new FOIA. He noted the U.S. Senators Sarbane-Oxley legislation and asked staff to look at that in conjunction with the Conflict of Interest Laws.

Vice-chairman Wallace thanked Chairman Parkowski and Commissioner Lathem for his leadership through the Reorganization.

Commissioner Lathem praised and thanked Chairman Parkowski and Vice-chairman Wallace for staying with the reorganization and providing leadership.

Chairman Parkowski said that the Reorganization is a positive step. He thanked Commissioner Patterson for his work on the By-laws. This is a good way to start the new year.

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

The meeting was adjourned at 12:15 p.m.

Respectfully submitted,
THE DELAWARE RIVER AND BAY AUTHORITY

Thomas A. Pankok
Secretary