

MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Tuesday, December 15, 2009
James Julian Boardroom
Delaware Memorial Bridge Plaza
New Castle, Delaware 19720

The meeting convened at 10:05 a.m. with Chairperson Hogan presiding.

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The meeting notice, opening prayer, Pledge of Allegiance, and roll call were performed during the public session of the Executive meeting.

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The Authority Secretary recorded the following members present.

PRESENT

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

ABSENT

Susan A. DeLanzo

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10082. APPROVAL OF THE NOVEMBER 17, 2009 REGULAR MEETING MINUTES

A motion was made by Commissioner Downes to approve the minutes of November 17, 2009 meeting, seconded by Commissioner Favre, and unanimously approved by a voice vote of 11-0.

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10083. EXECUTIVE DIRECTOR'S REPORT

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

Delaware Memorial Bridge

In November, total traffic increased 0.5%, non-commercial traffic increased 1.1%, and commercial traffic decreased 3.8%, compared to November 2008. When compared to the 3-year average, total November traffic decreased 3.1%. Year-to-date total traffic increased 1.7%, non-commercial traffic increased 3.3%, and commercial traffic decreased 8.6%, compared to the previous year. When compared to the 3-year average, year-to-date total traffic decreased 1.4%. E-ZPass traffic for November represented 60.8% of the total overall traffic as compared to 59.4% for the previous year. Year-to-date total electronic traffic represented 59.9%, an increase of 0.6% from 2008.

The I-295 main-line construction on the Phase III, \$26.8 million Approach Roads Project which started in June 2008 is progressing well and is estimated at over 80% complete. Chief Engineer Jones and staff met with area elected officials to discuss the Right-of-Way (ROW) fencing plan for this project which involves installing new fence on DRBA property that is adjacent to private property owners. The meeting went well, they are supportive of the plan, and appreciated the

advanced notice. ROW fencing work will begin in the spring of 2010. All project work is scheduled for completion in 2010.

The Authority hosted the Veterans’ Day Services at the War Memorial. Thanks to our employees – maintenance, police, cafeteria who worked to have the memorial in tip top shape. We received many words of thanks for our efforts.

Cape May Lewes Ferry

In November, vehicle traffic decreased 14.1%, passenger traffic decreased 13.9%, and fare revenues decreased 5.6%, compared to November 2008. Year-to-date vehicle traffic decreased 7.9%, passenger traffic decreased 8.4%, and fare revenues increased 0.5%, compared to the same period last year. Compared to the 3-year average, year-to-date vehicle traffic decreased 12.6%, passenger traffic decreased 12.9%, and fare revenues increased 3.4%.

Serious coastal flooding occurred last week from northern North Carolina to the Delaware and New Jersey Bay and shore resorts, with record high storm surges recorded at many locations. Due to intense storm remnants from Hurricane Ida, Ferry Operations were suspended for all eight scheduled CMLF crossings on Nov 12 and four of the eight crossings on November 13.

In November, CMLF food and beverage revenues decreased 12.1% and retail revenues decreased 6.6%, compared to November 2008. Year-to-date food and beverage revenues decreased 6.3% and retail revenues decreased 13.7%. When compared to the 3-year average, year-to-date food revenues decreased 10.8% and retail revenues decreased 20.2%.

Negotiations during the month yielded a tentative agreement with Marine Engineers Beneficial Association (MEBA) on the 5-year collective bargaining agreement, 2007-2012. Thanks go to Jim Walls for leading the negotiations for the Authority.

Airports

The Delaware Air National Guard held an aircraft anti-hijack exercise to test their response procedures at New Castle Airport. Several law enforcement agencies participated, including the FBI and New Castle County. Aircraft operations were not impacted.

Employee Happenings

Andrew Ritchie and Gregory Chambers attended the Wilmington University Career Fair in Dover, Delaware.

The Community Initiatives Committee delivered 100 Thanksgiving care packages to 50 families in Salem and Cumberland Counties, New Jersey and 50 families in New Castle and Sussex Counties, Delaware. This committee was formed to coordinate everything from the grocery shopping to delivering the baskets of goodies. Thank you to all the members of the committee – Jody Bock-Hauck, Denise Ferrigno, Shannon Goad, Michelle Griscom-Collins, Laura Hanna, Marge Johnson, Diane Klineburger, Peggy Lamanna, Bernadette Minton, Susan Polak, Dana Read, June Redenbach, Dawn Williams, and Jill Wolfe.

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

Authorized Positions	442
Positions Filled	397
Positions Filled (on LTD)	4
Total Positions that are Vacant	41

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

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10084. COMMITTEE REPORT – BUDGET & FINANCE COMMITTEE

Commissioner Van Sant presented the following Budget & Finance Committee meeting minutes of December 7, 2009.

BUDGET & FINANCE COMMITTEE MEETING

Monday, December 7, 2009

Delaware Memorial Bridge Complex

New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was held on Monday, December 7, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

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

Commissioners from Delaware

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

Legal Counsel

Phil Norcross - NJ

Mike Houghton – DE

Governors' Representatives

Sonia Frontera - NJ

Staff

Jim Johnson
Frank Minor
Victor Ferzetti
Jim Walls
Gerry Owens
Anna Marie Gonnella Rosato
Joe Larotonda
Kelly Phillips Parker
Ken Hynson
John Jones
AJ Crescenzi
John Sarro

1. Committee Chair Van Sant opened the Budget & Finance Committee meeting at approximately 11:32 a.m. The Authority Secretary reported that the public meeting of the Budget & Finance Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Proposed Resolutions

- Community Contribution Requests – The Committee reviewed the Community Contribution requests for December. After discussion, Commissioner Van Sant made a motion and the Committee recommended approval of the requests for December. A Resolution will be presented to the full Board for consideration at the December meeting.

3. 2010 Budget

- Committee Chair Van Sant reported that he, Vice-Chair Traynor and the Chief Financial Officer participated in a conference call to review all materials prior to the meeting. The Chief Financial Officer presented the Major Increases/Decreases and corresponding exhibits for the FY 2010 Operations Budget. He noted the \$150,398 reduction in Total Wages reflects cost savings

due to the elimination of 8 vacant positions, reduction in temporary and permanent part-time wages, and assumes a 2% cost of living adjustment. The CFO clarified that the Authority still has in effect its 5-Year Step Plan. This reduces the authorized full-time positions to 434.

The CFO reviewed the Total Community Funds noting that the traditional Community Donations funding was dropping by 50% to a total of \$179,100, with the balance of the funds to be eliminated in the 2011 budget. In addition, the Authority was funding \$537,300 for a new Community Impact Program. Authority Vice-Chair Green noted that \$537,300 was a placeholder for a yet to-be-defined Community Impact Program, significantly different to the current program, to be developed and approved by the Board and approved by both Governors.

Advertising & Marketing reflected a \$72,946 increase. Commissioner Downes added that he asked for the business plan behind the Advertising & Marketing budget. The CFO reported that, after meeting with the stakeholders, he funded the budget based on the Marketing Plan as prescribed by AB&C, with additional funds allocated for Economic Development and Airport Marketing.

The CFO reviewed the Defined Benefit Plan/OPEB Trust Proposed Assumption Changes that stays within a 3% to 3.5% increase on the base budget. As recommended and discussed in previous Budget & Finance Committee meetings, The OPEB Benefit (60% of ARC) and Defined Benefit Plan increases reflect the various assumptions discussed as well as the 20-year pension amortization recommended by Commissioner Murphy.

The CFO reviewed the remaining major items. The FY 2010 Base Budget of 3.38% reflects nearly \$1 million in reductions if you exclude the new Pension and OPEB funding assumptions totaling \$3.2 million. As discussed previously, three new operating lines totaling \$1.5 million have been added which had been previously paid outside of the Operating Budget: Operating Equipment, Salem Business Center, and Riverfront Market expenses. Overall, the Total FY 2010 Budget presented in the amount of \$80,266,041 reflects a 5.40% increase over the Adopted FY 2009 Budget of \$76,153,809.

The CFO reviewed the following information.

- Expenditure Analysis by Division 2006-2010
- Expenditure Analysis by Category 2006-2010
- 2009/2010 Revenues
- Concessions Fund Revenue and Expenses 2006-2010
- FY 2010 Financial Model Summary

The CFO reported that the Financial Model reflects a 1.40x Senior Debt Service Coverage. The CFO added he recently went through a Rating Review with Standard & Poor's. The Authority's rating has remained unchanged at A+ with a Negative Outlook. The Authority has little to no current debt capacity and the organization is described as having stable, mature traffic at the Delaware Memorial Bridge and operating deficits associated with many of its other assets. A toll increase is recommended for mid-year 2010.

After discussions, Commissioner Van Sant motioned, Commissioner Murphy seconded, and the Budget & Finance Committee recommended approval of the FY 2010 Operating in the amount of \$80,266,041, or a 5.40% increase over the Adopted FY 2009 Operating Budget, as presented. The Resolution will be presented to the full Board for consideration at the December meeting.

4. Proposal to Extend Food Service Purchase Agreements

The CFO reported that, during the Procurement discussion in February, it was decided to extend the Cape May-Lewes Ferry Food Service contracts one year, while the Ad Hoc Ferry Committee considers recommendations for Food & Retail. Commissioner Favre noted that, the recent procurement recommendations allows for one, one year extension and an Commissioner Favre suggested that the review of the Food & Retail business be concluded in time to prepare for 2011. After discussion, a motion to extend the contracts was made by Commissioner Murphy, seconded by Commissioner Favre and the Committee recommended the extensions of the six food service contracts.

With no further business to discuss, a motion to adjourn was made by Commissioner Downes, seconded by Commissioner Murphy, and the Budget & Finance Committee adjourned at 12:25 p.m.

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

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10085. COMMITTEE REPORT – PERSONNEL COMMITTEE

Commissioner Dorn presented the following Personnel Committee meeting minutes of December 7, 2009.

PERSONNEL COMMITTEE MEETING

Monday, December 7, 2009

Delaware Memorial Bridge Complex

New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Personnel Committee was held on Monday, December 7, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

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

Commissioners from Delaware

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

Legal Counsel

Phil Norcross - DE

Mike Houghton – DE

Governors’ Representatives

Sonia Frontera - NJ

Staff

Jim Johnson, Jr.
Frank Minor
Victor Ferzetti
Jim Walls
Gerry DiNicola Owens
Colonel McCarnan
Joe Bryant
Dennis Craighton

Authority Secretary

Tom Pankok

Committee Chair Dorn welcomed the Personnel Committee and opened the meeting at 9:01 a.m. The Authority Secretary reported that the public meeting of the Personnel Committee had been duly noticed in accordance with the Authority’s Freedom of Information Regulations, read the Statement of Notice, and called the roll.

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

The following matters of a confidential nature were discussed.

- CONTRACT NEGOTIATIONS
- PERSONNEL MATTERS

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

2. MEBA Update:

The Committee reported that an Agreement had been reached with MEBA. Commissioner Smith made a motion, Commissioner Murphy seconded, and the Committee recommended approval of the Collective Bargaining Agreement with MEBA, subject to the inclusion of appropriate language as discussed and recommended by New Jersey Legal Counsel. The Resolution will be presented to the full Board for consideration at the December meeting.

3. Performance Appraisal Task Force:

The Executive Director reported that he formed an Employee Appraisal Task Force to develop an Authority-wide Appraisal System. The Task Force had been working over the last two years on the development and their work has been phenomenal. Co-Chairs, Gerry DiNicola Owens and Colonel McCarnan, provided an update on the Performance Appraisal System developed by the Task Force. The following was presented.

- Task Force – created in 2008 consisting of 12 members representing all Authority Divisions and Operating Units, tasked to develop a comprehensive performance appraisal system for Authority-wide use. Guidance was “One Size Does Not Fit All.”
- Performance Appraisal Approach – Four Tiers
 - Tier 1 - Senior Leadership and Grades F & G
 - Tier 2 - Managers, Supervisors, and Professional Staff
 - Tier 3 – Individual Contributors
 - Tier 4 – Casual and Seasonal Employees
- Policy & Manual – Policy completed and signed in June 2009 and covers Scope, Objectives, Performance Appraisal Components and Responsibilities of the Raters and Reviewers. The Performance Appraisal Process Manual covers Performance Planning, Documenting Performance, Self-Assessments, Performance Review, Performance Rating Meeting, and Instructions for Completing Appraisal Forms
- Training Plan – Train all Raters and Reviewers on the Basic Fundamentals of Coaching & Counseling as well as Performance Appraisal. Train all Raters and Reviewers on DRBA Performance Appraisal System, Tracking and Documenting Performance and the Preparation of Appraisal Forms.
- Projected Rollout – First Quarter 2010 – Complete Training and Announce Performance Appraisal System to the Workforce. Second Quarter 2010 – Raters meet with Employees to set Expectations. Third/Fourth Quarter 2010 – Conduct First Performance Reviews and Create 2011 Developmental Plan.

After the presentation, the Committee Chair Dorn requested copies of the previous Performance Appraisal System to compare to new system and also questioned whether any disciplinary action would be included in an employee’s permanent record. It was reported that, in consultation with Labor Counsel, documentation would be included in the employee’s permanent record and held indefinitely with HR maintaining the records. Commissioner Murphy questioned whether the system would be tied in to compensation. It was reported that, at this time, it would not be tied to compensation; however, a first step would be to have a plan in place. Commissioner Murphy added that the Task Force was very thorough. Committee Vice-Chair Lathem voiced concern with labor unions and their representation and would this system be implemented without discussion. The Executive Director reported that presentation of the Performance Appraisal System was for informational purposes and expressed appreciation for everyone’s input; however, it is scheduled for roll out in January. Committee Chair Dorn stressed that this was a work in progress and would like Personnel Committee to discuss at a future Committee meeting.

4. Police Department Organization:

Colonel McCarnan made a presentation on the Authority Police Department. The following was presented.

- Overview of the Department – 50 Sworn Officers and 17 Civilian Support Staff, providing coverage at all Authority facilities. At the time the Colonel was hired, there were 60 patrol officers and the Authority did not operate any airports.
- Deployment – Winter/Summer – changes in seasonal deployment have resulted in cost reductions of approximately \$70,000.
- Daily Coverage – 5 patrol officers are necessary to provide coverage 24 hours a day, 7 days a week.
- Duties and Responsibilities (Visible)
- Duties and Responsibilities (Less Visible)
- Police Activity Summary
- Activity Data
- Revenue Numbers – Generated and collected for the States of New Jersey and Delaware
- Departmental Comparisons – Salaries as Compared to New Jersey State Police and Delaware State Police

After the presentation, the Executive Director questioned how County or Township salaries compared. It was reported that those salaries are more in line with the State Police salaries. Colonel McCarnan also added that counties and the states tend to be reactive, responding to calls, whereas, the Authority Police are more pro-active to be preventative, such as working closely with DelDOT and the New Jersey Turnpike on enforcement. Commissioner Downes questioned training for new recruits. It was reported that, in the past, the Authority conducted its own Police Training Academy; however, were losing newly trained recruits to higher paying agencies. Currently, the Authority has been successful in hiring experienced officers toward the end of their careers, already certified without going through a training academy. Commissioner Favre questioned the canine corps. It was reported that there are currently 3 canine officers and have been substantially funded by the TSA. All are for explosive detection. The Authority was the first agency in the country to be funded. Funding for a fourth canine has been recently approved. Authority Vice-Chair Green requested an electronic version of the presentation. The Committee thanked the Colonel for the presentation.

5. CHRO Search

Commissioner Smith commented that she was glad to be part of the interview process for the CHRO and noted there were candidates from Maryland, Pennsylvania, and Delaware; however, none from New Jersey.

With no further business to discuss, Commissioner Lathem made a motion to adjourn, Commissioner Smith seconded, and the Personnel Committee adjourned at 10:42 a.m.

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

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10086. COMMITTEE REPORT – PROJECTS

Commissioner Favre presented the following Projects Committee meeting minutes of December 7, 2009.

PROJECTS COMMITTEE
December 7, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of the Delaware River and Bay Authority’s Projects Committee was held on Monday, December 7, 2009, at the Delaware Memorial Bridge Administration Building, New Castle, Delaware.

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

Commissioner Lowe, Committee Vice-Chair

Commissioner Favre, Committee Chair

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

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

Governors Representatives
Sonia Frontera – NJ

Authority Secretary
Tom Pankok

Staff

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

1. The Projects Committee meeting convened at approximately 12:25 p.m. Those in attendance were provided an informational package consisting of a two (2) bid tabs, two (2) contract close-out letters and a monthly contractor payment chart (through November).

2. Resolutions - None

3 Bid/Opening/Award Actions:

- CMLF-08-02, Freeman Highway Bridge Rehabilitation – Lewes: This project involves the rehabilitation of the Authority’s Freeman Highway Bridge in Lewes, Delaware. A public bid opening was held December 2, 2009 in which five (5) bids were received. The COO described the work included in the project and recommended award to the lowest responsive bidder, Mumford and Miller in the amount of \$1,798,893.00 which includes the award of three (3) add alternates. The Projects Committee concurred with the recommendation and authorized the action to be presented at the December board meeting.

- NCA-09-02, Building 142, Hangar Rooftop HVAC Unit Replacement and Controls- New Castle Airport: This project involves the replacement of six (6) obsolete roof-top HVAC units with six (6) new energy efficient units. A public bid opening was held December 1, 2009 in which six (6) bids were received. The COO stated that the low bidder, Puente Construction, had initially submitted a bid with the representation that only 15% of the work would be done with his own organization. Based on contract documents the Authority requires not less than fifty percent (50%) be performed by the Contractor. It was reported that Puente Construction subsequently sent documentation stating that not less than 50% will be performed by their organization, which is satisfactory to the Authority. The Authority does not have any experience with Puente Construction, but their references were satisfactory. The COO recommended award to the lowest responsive bidder, Puente Construction, in the amount of \$110,969.00. The Projects Committee concurred with the recommendation and authorized the action to be presented at the December board meeting.

4. Contract Close-Out Actions:

- Contract DMB-08-01, Repainting East Truss Spans - 2nd Structure, Delaware Memorial Bridge: The COO recommended close-out of the contract and final payment be made to Allied Painting of Franklinville, New Jersey, in the final contract amount of \$3,139,406.00. The Projects Committee concurred with the recommendation and directed that the action be presented at the December Board meeting.

- Contract No.DMB-08-02, Repainting Side Suspended Spans – 1st Structure. The COO recommended close-out of the contract and final payment be made to Marini’s Brothers of

New Castle, Delaware, in the final contract amount of \$1,334,065.08. The Projects Committee concurred with the recommendation and directed that the action be presented at the December Board meeting.

5. Contract Payment Review (through November): The COO informed the Committee of the monthly construction contractor payments to be made in December.

6. Miscellaneous Items/Updates:

- Marine Master Plan Update: The COO briefed details of the kick-off meeting held with the CMLF General Engineering Consultant (Naval Architect) and provided an overview of the two initial tasks (Marine Master Plan peer review and the design of the replacement passenger loading tubes). Commissioner Lowe inquired about timing for the peer review. Staff reported that the proposal is being negotiated, and once finalized, the peer review should be complete by March 2010.

- GEC Agreement Update: The Chief Engineer provided an overview of why GEC consultant agreements are needed regarding accomplishing the mission as well as the logic of work breakdown between the agreements and specialties and how each GEC agreement is managed with individual negotiated task orders.

7. There being no further business for the Projects Committee, the public meeting was adjourned at approximately 12:40 p.m.

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

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10087. COMMITTEE REPORT – ECONOMIC DEVELOPMENT

Commissioner Downes presented the following Economic Development Committee meeting minutes of December 7, 2009.

ECONOMIC DEVELOPMENT COMMITTEE MEETING

Monday, December 7, 2009

Delaware Memorial Bridge Complex

New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Economic Development Committee was held on Monday, December 7, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey
PRESENT

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

Commissioners from Delaware

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

Legal Counsel
Phil Norcross - NJ

Mike Houghton – DE

Governors' Representatives
Sonia Frontera

Staff
Jim Johnson
Frank Minor
Victor Ferzetti

Jim Walls
Gerry Owens
Anna Marie Gonnella Rosato
Michelle Griscom-Collins
AJ Crescenzi
John Sarro
Jim Salmon
John Jones
Kelly Phillips Parker

Committee Chair Downes welcomed the Economic Development Committee and opened the meeting at approximately 10:56 a.m. The Authority Secretary reported that the public meeting of the Economic Development Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

1. AJ Crescenzi provided information on the following proposed Resolution.

- Resolution Authorizing a Project Termination Agreement with the South Jersey Technology Park at Rowan University and the Acceptance of Certain Reimbursement Fees – As discussed in May, 2009, the Project Development Agreement originally included funding from the Authority in the amount of \$5 million for the Development of the Technology Park. Rowan University was able to obtain adequate funding for the Technology Park without funds from the Delaware River and Bay Authority. A Termination Agreement to end the Project Development Agreement had been developed and includes reimbursement of \$1500 in legal costs to the Authority. After discussion, a motion was made by Commissioner Lowe, seconded by Commissioner Smith, and the Committee recommended authorization of the Termination Agreement and acceptance of \$1500 as reimbursement for certain legal costs. The Resolution will be presented to the full Board for consideration at the December meeting.

2. Status Reports:

Cape May Airport – Michelle Griscom-Collins reported that she, the Deputy Executive Director and Commissioners Favre and DeLanzo, met with Dr. Salvatore regarding his request to the Authority to relinquish a building at the Cape May Airport to create a Coast Guard Museum. Dr. Salvatore has been asked to provide a business plan. Once reviewed by staff, a determination will be made. Staff will update as necessary.

Delaware Airpark – Michelle Griscom-Collins reported Delaware State University has submitted the outstanding invoices for payment and a check has been processed; however, it was not known whether all arrearages would be included in the payment. Staff will update as necessary.

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

The following matters of a confidential nature were discussed.

- LONG TERM PLANNING ALTERNATIVES

It was noted that, prior to the discussion of a specific confidential planning matter, Commissioner Traynor noted a potential conflict, excused himself from the discussion, and left the room. Commissioner Traynor returned after the discussion.

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

With no further business to discuss, a motion to adjourn was made by Commissioner Dorn, seconded by Commissioner Smith, and the Economic Development Committee adjourned at 11:30 a.m.

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

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10088. COMMITTEE REPORT – AD HOC CMLF

Commissioner Favre presented the following Economic Development Committee meeting minutes of December 7, 2009.

AD HOC CAPE MAY-LEWES FERRY COMMITTEE MEETING
Monday, December 7, 2009
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Ad Hoc Cape May-Lewes Ferry (CMLF) Committee was held on Monday, December 7, 2009, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

Commissioners from Delaware

PRESENT

Committee Chair Favre

Committee Vice-Chair Lowe

Commissioner Murphy, Committee Member

Commissioner Downes

Authority Vice-Chair Green

Staff

Jim Johnson, Jr.

Jim Walls

Heath Gehrke

1. Committee Chair Favre welcomed the members of the Ad Hoc CMLF Committee and opened the meeting at 12:45 p.m. The Authority Secretary reported that the public meeting of the Ad Hoc CMLF Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

Commissioner Lowe questioned the Director-Ferry Operations regarding the Call Center procedures, dropped calls, and wait times. Commissioner Murphy provided an update on her review of customer service, marketing and training. The Committee discussed potential scenarios and suggestions.

Committee Chair Favre reported that he met with the Chief Financial Officer to review all direct and indirect Ferry expenditures and revenues for 2008 and will meet again to review data for 2009. Committee Chair Favre also reported that he had reviewed the Vessel Security and Facilities Security Plans. It was reported that the Plans are due for revision to consolidate the two Plans.

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

The following matters of a confidential nature were discussed.

• LONG RANGE PLANNING

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

With no further business to discuss, a motion was made by Commissioner Murphy, and the Ad Hoc CMLF Committee adjourned at 2:30 p.m.

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

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10089. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

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

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

10090. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

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

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

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10091. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented a chart for November 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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10092. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented a chart for the month of November 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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10093. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF NOVEMBER 30, 2009.

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

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

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10094. PUBLIC COMMENT ON ACTION ITEMS.

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

- Close-out Contract #DMB-08-02 Repainting Side Suspended Spans- 1st Structure
- Close-out Contract #DMB-08-01 Repainting East Truss Spans – 2nd Structure
- Contract #CMLF-08-02 Freeman Highway & Bridge Rehabilitation, Lewes
- Contract #NCA-09-02 Building 142, Hangar Rooftop HVAC Unit Replacement & Controls
- Resolution 09-67 Approval of the Community Contribution Requests
- Resolution 09-68 Adopting the DRBA 2010 Operating Budget

Resolution 09-69 Collective Bargaining Agreement with District 1-PCD, MEBA Employees
 Resolution 09-70 Authorizing Execution of a Project Termination Agreement with South
 Jersey Technology Park at Rowan University and Acceptance of Certain
 Reimbursement of Fees

There were no public comments.

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10095. SUMMARY OF AUTHORIZED CONTRACT PAYMENTS.

Contract No.	Contractor	Current Amount
DMB-08-01	Allied Painting, Inc	50,600.00
DMB-08-02	Marinis Brothers, Inc.	29,894.66
DMB-08-03	Eastern Highway Specialists, Inc.	177,305.79
DMB-04-01	Mumford and Miller	1,890,030.70
CMLF-09-02	Caddell Dry Dock & Repair Co.	130,932.15
CMLF-06-03R	PKF-Mark III, Inc.	178,042.66
NCA-06-02	Diamond Materials	236,745.28
MVA-06-01	Giberson Plumbing & Excavating, Inc.	339,210.00
CMA-05-01	South State, Inc.	54,892.36

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10096. APPROVAL OF CONTRACT #CMLF-08-02, FREEMAN HIGHWAY & BRIDGE REHABILITATION, LEWES, DE

The Chief Operating Officer (COO) stated that this project involves the rehabilitation of the Authority's Freeman Highway Bridge in Lewes, Delaware. A bid opening was held December 2, 2009 in which five (5) bids were received. The COO and the Projects Committee recommended awarding the contract to the lowest responsive bidder, Mumford and Miller of Middletown, DE, in the amount of \$1,798,893.00 which includes the award of three (3) add alternates.

A motion to award Contract #CMLF-08-02 in the amount of \$1,798,893.00 to the above aforementioned bidder was made by Commissioner Favre, seconded by Commissioner Dorn, and approved by a voice vote of 11-0.

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10097. APPROVAL OF CONTRACT #NCA-09-02 – BUILDING 142, HANGAR ROOFTOP HVAC UNIT REPLACEMENT & CONTROLS

The COO stated that the project involves the replacement of six (6) obsolete roof-top HVAC units with six (6) new energy efficient units. A public bid opening was held December 1, 2009 in which six (6) bids were received. The low bidder, Puente Construction of Woodbury, NJ, had initially submitted a bid with the representation that only 15% of the work would be done with his own organization. Based on contract documents the Authority requires not less than fifty percent (50%) be performed by the Contractor. It was reported that Puente Construction subsequently sent documentation stating that not less than 50% will be performed by their organization, which is satisfactory to the Authority. The COO and the Projects Committee recommended awarding the contract to the lowest responsive bidder, Puente Construction, in the amount of \$110,969.00.

A motion to award Contract #NCA-09-02 in the amount of \$110,969.00 to the above aforementioned bidder was made by Commissioner Downes, seconded by Commissioner Favre, and approved by a voice vote of 11-0

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10098. CONTRACT CLOSE-OUT,- REPAINTING SIDE SUSPENDED SPANS, 1ST STRUCTURE - CONTRACT #DMB-08-02

On October 1, 2008 Contract No. DMB-08-02, Repainting Side Suspended Spans – 1st Structure, was awarded to Marini’s Brothers, Inc., of New Castle, Delaware for the bid price of \$1,372,791.98.

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

1. November 17, 2009 Adjustment in quantities to reflect actual field conditions.
Subtract: \$38,726.90.

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$1,334,065.08.

A motion to close-out Contact #DMB-08-02 was made by Commissioner Favre, seconded by Commissioner Murphy, and unanimously approved by a voice vote of 11-0.

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10099. CONTRACT CLOSE-OUT,- REPAINTING EAST TRUSS SPANS, 2ND STRUCTURE – CONTRACT #DMB-08-01

On October 6, 2008 Contract No. DMB-08-01, Repainting East Truss Spans – 2nd Structure, was awarded to Allied Painting, Inc., of Franklinville, New Jersey for the bid price of \$3,121,600.00.

During the contract period Change Order No’s. 1-4 were approved for the project.

1. November 17, 2009 Adjustment in quantities to reflect actual field conditions.
Add: \$17,806.00.

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$3,139,406.00.

A motion to close-out Contract #DMB-08-01 was made by Commissioner Favre, seconded by Commissioner Murphy, and unanimously approved by a voice vote of 11-0.

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10100. CHAIRPERSON’S CALL FOR ACTION ON THE RESOLUTIONS BEFORE THE BOARD

RESOLUTION 09 - 67 APPROVAL OF COMMUNITY CONTRIBUTION REQUESTS.

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

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

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

WHEREAS; the Budget and Finance Committee met and approved Community Contributions for the month of December 09; and

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

Community Contributions

<u>New Jersey</u>	
Newfield Terrace Community Action Organization	\$ 7,829
Bridgeton Area Police Athletic League	\$ 9,550
Total	<u>\$ 17,379</u>
<u>Delaware</u>	
Buttonwood Civic Association	\$ 1,067
Christina Cultural Arts Center Incorporated	\$ 5,100
Delaware Theatre Company	\$ 5,100
Total	<u>\$ 11,267</u>
Grand Total (New Jersey and Delaware)	<u>\$ 28,646</u>

A motion to approve Resolution 09-67 was made by Commissioner Lowe, seconded by Commissioner Smith and approved by a roll call vote of 11-0.

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Commissioner Vant Sant motioned to postpone the approval of Resolution 09-68 until the January 19, 2010 Board meeting, seconded by Commissioner Smith, and approved by a roll call vote of 11-0.

Vice Chairperson Green asked if there were any legal repercussions in postponing approval of the budget and if the postponement would affect the MEBA Agreement. He asked if all other raises would be held in abeyance until the budget is passed.

The CFO said it would not affect the MEBA Agreement and that all other raises would be held up.

New Jersey Counsel noted that the Authority's Indenture states that if a budget is not adopted at the end of the year the previous budget continues until one is approved. Although a delay in adoption is permitted, New Jersey Counsel did not recommend delaying adoption for any substantial length of time.

Commissioners Traynor, Favre, and Hogan agreed that this matter would go back to the Budget and Finance Committee on January 11, 2010.

TABLED: RESOLUTION 09-68 - ADOPTION OF THE DELAWARE RIVER AND BAY AUTHORITY'S 2010 OPERATING BUDGET

WHEREAS, Section 505 of the Trust Agreement, dated October 1, 1993, requires that The Delaware River and Bay Authority (the "Authority") adopt a budget for fiscal year; and

WHEREAS, the proposed operating expenses for FY2010, excluding the Airports division and Economic Development Facilities are \$ 72,826,041; and

WHEREAS, the budget includes funds for salaries and wages of Authority personnel, and materials and services for Authority activities; and

WHEREAS, for FY2010, interest on outstanding bonds is currently approximately \$13,492,288, and amortization of principal will be \$8,400,000 for total debt service of approximately \$21,892,288; and

WHEREAS, the amount to be deposited to the credit of the Reserve Maintenance Fund with respect to Crossing Facilities shall be \$175,000 per month or \$2,100,000 for FY2010; and

WHEREAS, the projected revenue of the Authority for FY2010, excluding the Airports division and Economic Development facilities, is approximately \$103,476,000 resulting in a debt service coverage of 1.40x; and

WHEREAS, the proposed operating budget for the Airports division is \$6,182,600; and

WHEREAS, the proposed operating budget for the Economic Development facilities are \$ 1,257,400; and

WHEREAS, the Budget and Finance Committee has conducted publicly advertised hearings and meetings on the proposed 2010 Operating Budget; and

WHEREAS, the Budget and Finance Committee has developed, reviewed, and approved the proposed 2010 Operating Budget and recommends its adoption to the Board of Commissioners.

NOW, THEREFORE, BE IT RESOLVED, that the Commission hereby adopts an operating budget of \$72,826,041 for the Bridge, Ferry, Food Services, Three Forts Crossing, Police, and Administration Divisions, and a budget of \$ 6,182,600 for the Airports division, and a budget of \$1,257,400 for Economic Development facilities for a total of \$ 80,266,041 for FY2010, and authorizes the Executive Director to exercise the approved management discretion and spend within the approved FY2010 budget

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RESOLUTION 09-69 - COLLECTIVE BARGAINING AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND DISTRICT NO. 1 - PCD, MARINE ENGINEERS' BENEFICIAL ASSOCIATION, AFL-CIO, FOR CERTAIN MARINE EMPLOYEES AT THE CAPE MAY LEWES FERRY

WHEREAS, The Delaware River and Bay Authority (the "Authority") owns and operates the Cape May-Lewes Ferry system between Cape May, New Jersey and Lewes, Delaware; and

WHEREAS, certain Marine employees at the Cape May-Lewes Ferry voluntarily designated District No. 1 - PCD, Marine Engineers' Beneficial Association, AFL-CIO ("MEBA") to represent them in an election on March 29, 2001; and

WHEREAS, the Authority and MEBA negotiated and executed a Collective Bargaining Agreement (the "Agreement") which expired on June 30, 2007; and

WHEREAS, the purpose of the Agreement was to promote and maintain a harmonious relationship between the Authority and its employees; and

WHEREAS, the Authority and MEBA have negotiated a new collective bargaining agreement and desire to execute such agreement ("New Agreement"); and

WHEREAS, the MEBA filed a Civil Action, Marine Engineers Beneficial Association AFL-CIO vs. DRBA in the US District Court for the District of New Jersey while negotiations were ongoing;

WHEREAS, the Personnel Committee has reviewed the terms of the New Agreement and has recommended approval thereof by the Commissioners; and

WHEREAS, the provisions of this New Agreement shall be retroactive to July 1, 2007, and expire on June 30, 2012; and

WHEREAS, the Authority desires to approve the New Agreement; and

WHEREAS, MEBA in consideration of executing the New Agreement will dismiss the Civil Action by signing and executing a Stipulation of Dismissal with Prejudice; and

NOW, THEREFORE, BE IT RESOLVED, that, with the advice of Counsel, the Chairperson, Vice Chairperson, and Executive Director are hereby authorized and directed to execute such New Agreement.

A motion to approve Resolution 09-69 was made by Commissioner Favre, seconded by Commissioner Downes, and approved by a roll call vote of 11-0.

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RESOLUTION 09-70 AUTHORIZING EXECUTION OF A PROJECT TERMINATION AGREEMENT WITH THE SOUTH JERSEY TECHNOLOGY PARK AT ROWAN UNIVERSITY AND ACCEPTANCE OF CERTAIN REIMBURSEMENT OF FEES

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 State of New Jersey entered, subject to the consent of the congress of the United States of America, into a compact (as amended and as may be further amended from time to time hereinafter sometimes called the "Compact") creating the Authority; 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, in furtherance of these powers and pursuant to the terms and provisions of Resolution 04-32, the Authority entered into a Project Development Agreement with the South Jersey Technology Park at Rowan University ("SJTP"), which Project Development Agreement contemplated the construction by SJTP and subsequent sale to the Authority of an Innovation Center Building ("Building") and simultaneous execution of a Lease Purchase Agreement pursuant to which SJTP would lease the Building and purchase the Building at the expiration of the term of the Lease Purchase Agreement; and

WHEREAS, subsequent to the execution of the Project Development Agreement, the parties have determined that the development objectives incident to the Project have been met without the necessity of consummating the transactions contemplated by the Project Development Agreement and Lease Purchase Agreement and therefore have determined that it was in their best interest not to proceed with the transactions contemplated by the Project Development Agreement and Lease Purchase Agreement; and

WHEREAS, SJTP has agreed to reimburse \$1,500.00 in legal costs to the Authority; and

WHEREAS, the parties wish to memorialize the termination of the Project Development Agreement through the execution of a Termination of Project Development Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director, with the advice of Counsel, is hereby authorized and directed to execute and deliver the Termination of Project Development Agreement and accept \$1,500.00 as reimbursement by SJTP for certain legal costs associated therewith.

A motion to approve Resolution 09-70 was made by Commissioner Lowe, seconded by Commissioner Lathem, and approved by a roll call vote of 11-0.

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

Vincent Asione, Local 542 representative, spoke. He stated that the union and the Authority are working diligently to reach an agreement. Parity is still an issue. He then thanked the Commissioners for allowing him to speak and wished everyone and their families a happy holiday.

Commissioner Lathem thanked the Commissioners for their community contributions. As co-chair of the United Way (UW) he has seen unemployed auto and Valero workers in food lines. Valero gave \$500,000 last year to the UW that UW will not see this year. He said we need to find a way to fill the hole. There are real people with real issues. He thanked Kenneth Hynson and Anna Marie Gonnella Rosato for their work with the UW. The Authority traditionally helps by matching employee funds. Commissioner Lathem asked everyone to keep those less fortunate in their prayers.

Commissioner Dorn said that he is optimistic that 2010 will be a better year than 2009 and then wished everyone a Merry Christmas and Happy New Year.

Commissioner Favre thanked the employees for the good things they are doing to help people.

Chairperson Hogan said that this was a trying year and he wanted to thank everyone for their patience. He then wished everyone a happy holiday season.

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

The meeting was adjourned 10:42 a.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Thomas A. Pankok
Secretary