

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Delaware Memorial Bridge Complex
Wednesday, June 21, 2023**

The meeting convened at 10:03 a.m. at the Delaware Memorial Bridge Complex, with Chairperson Lathem presiding.

The opening prayer was given by Chairperson Lathem, followed by the Pledge of Allegiance.

Chairperson Lathem called on the Authority Assistant Secretary to read the meeting notice. The Assistant 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.

Chairperson Lathem called on the Assistant Secretary to take the roll.

Commissioners from Delaware

Samuel Lathem, Chairperson
Crystal L. Carey - Absent
Henry J. Decker
Michael Ratchford
Veronica O. Faust via Zoom (Joined at 10:20 am)
Theodore Becker

Commissioners from New Jersey

James N. Hogan, Vice-Chairperson - Absent
Shirley R. Wilson – via Zoom
Ceil Smith
Sheila McCann
M. Earl Ransome, Jr.
Heather Baldini – via Zoom

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Chairperson Lathem called for the acceptance of the Agenda.

Commissioner Ratchford made a motion to accept the Agenda, seconded by Commissioner Becker, and the motion was carried by a voice vote of 10-0.

The Executive Director introduced the following DRBA 2023 Summer Interns:

Jackson Phillips, Executive, Delaware Memorial Bridge.
Kamryn Spicer, Human Resources, Cape May Lewes Ferry.
Colin Yearley, Finance, Delaware Memorial Bridge.
Cody Malcom, Police Department, Delaware Memorial Bridge.
Jayden Hicks, Airports, Wilmington Airport.
Nina Rossi, Food & Retail, Cape May Lewes Ferry.
Kasey Klacik, Marketing, Cape May Lewes Ferry.
Andrea McVay, Marketing, Cape May Lewes Ferry.
Jessica Gardner, Communications, Delaware Memorial Bridge.
Danielle Miller, Environmental Health & Safety, Delaware Memorial Bridge.

The Executive Director thanked Silvana Dominiononi and the Environmental Health & Safety group. The COO introduced the volunteers who made the event possible and successful.

Chairperson Lathem opened the meeting for public comment on any matters of interest.

There were no public comments.

Chairperson Lathem called for a motion to move to the Executive Session. Commissioner Becker made a motion, seconded by Commissioner Decker, and the motion was carried by voice vote of 10-0.

Members of the public and certain staff were excused from the room during the Executive Session.

The Executive Session started at 10:15 a.m. At 10:38 a.m. Chairperson Lathem called for a motion to close the Executive Session, and recess to conduct Committee Meetings. Commissioner Becker made a motion, seconded by Commissioner Ratchford, and the motion was carried by a voice vote of 10-0.

The Committee meetings started at 10:38 a.m. and ended at 11:56 a.m. During that time, the following Committee meetings were held:

- Budget & Finance
- Economic Development
- Personnel
- Projects

At the conclusion of the Committee meetings, Chairperson Lathem called the Board meeting back to order at 11:56 a.m.

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12121. APPROVAL OF THE MAY MINUTES

Commissioner Becker made a motion to approve meeting minutes for May 16, 2023, seconded by Commissioner Ratchford, and approved by a voice vote of 10-0.

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12122. 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, Delaware City-Salem Ferry Crossing and Food Service for May charts were ordered filed with the permanent records of the Authority.

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12123. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for May 2023 with comparisons to the same periods last year.

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

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12124. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for May 2023 showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

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

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12125. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for May 2023 showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also included cash expenditures spent to date for the committed projects.

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

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12126. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) FOR MAY 31, 2023.

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

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

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12127. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted (8) Contract Awards, (2) Contract Close-Outs, and (15) Resolutions were being considered at today's meeting.

All action items requiring committee action have been reviewed and recommended for consideration during today's Committee meetings. He then called for public comment on any action items.

There was no public comment on action items before the Board.

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12128. AWARD OF CONTRACT #WWD-22-01 – HANGAR PAVEMENT PHASE 1

The Chief Operations Officer (COO) noted that a public bid opening was held on May 31, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, South State of Bridgeton, New Jersey in the amount of \$1,832,748.00.

A motion to award CONTRACT #WWD-22-01 to the aforementioned firm was made by Commissioner Becker, seconded by Commissioner Ransome, and approved by a voice vote of 10-0.

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12129. AWARD OF CONTRACT #CMLF-C22-30 – CAPE MAY TERMINAL BUILDING C-8 ROOF IMPROVEMENTS

The Chief Operations Officer (COO) noted that a public bid opening was held on May 18, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Firstline Contracting Inc. of New Hyde Park, New York in the amount of \$553,000.00.

A motion to award CONTRACT #CMLF-C22-30 to the aforementioned firm was made by Commissioner Becker, seconded by Commissioner Ransome, and approved by a voice vote of 10-0.

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12130. AWARD OF CONTRACT #DMB-21-26 – ITS OFFICE RENOVATIONS

The Chief Operations Officer (COO) noted that a public bid opening was held on May 17, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, BSS Contractors, LLC of West Grove, Pennsylvania in the amount of \$268,000.00.

A motion to award CONTRACT #DMB-21-26 to the aforementioned firm was made by Commissioner Ransome, seconded by Commissioner Becker, and approved by a voice vote of -10-0.

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12131. AWARD OF CONTRACT #DMB-22-10AR – JULIA BUILDING FITNESS CENTER FLOORING

The Chief Operations Officer (COO) noted that a public bid opening was held on May 31, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Tri-State Carpet Inc. of Wilmington, Delaware in the amount of \$60,000.00.

A motion to award CONTRACT #DMB-22-10AR to the aforementioned firm was made by Commissioner Ratchford, seconded by Commissioner Smith, and approved by a voice vote of -10-0.

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12132. REJECTION OF BIDS FOR CONTRACT #CMLF-C23-50 – GENIE GS 2669 RT ROUGH TERRAIN SCISSOR LIFT

The Chief Operations Officer (COO) noted that a public bid opening was held on May 18, 2023. The COO and Projects Committee recommended rejecting all bids for the contract.

A motion to Reject all bids for CONTRACT #CMLF-C23-50 was made by Commissioner Ratchford, seconded by Commissioner Becker, and approved by a voice vote of 10-0.

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12133. REJECTION OF BIDS FOR CONTRACT #CMLF-L23-50 – GENIE Z-62/40 SELF-PROPELLED ARTICULATED BOOM LIFT

The Chief Operations Officer (COO) noted that a public bid opening was held on May 18, 2023. The COO and Projects Committee recommended rejecting all bids for the contract.

A motion to Reject all bids for CONTRACT #CMLF-L23-50 was made by Commissioner Decker, seconded by Commissioner Ratchford, and approved by a voice vote of 10-0.

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12134. REJECTION OF BIDS FOR CONTRACT #DMB-21-13R – PAINT BOOTH REPLACEMENT

The Chief Operations Officer (COO) noted that a public bid opening was held on May 31, 2023. The COO and Projects Committee recommended rejecting all bids for the contract.

A motion to Reject all bids for CONTRACT #DMB-21-13R was made by Commissioner Ratchford, seconded by Commissioner Becker, and approved by a voice vote of 10-0.

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12135. REJECTION OF BIDS FOR CONTRACT #DMB-22-10B – JULIA BUILDING FITNESS CENTER EQUIPMENT

The Chief Operations Officer (COO) noted that a public bid opening was held on May 11, 2023. The COO and Projects Committee recommended rejecting all bids for the contract.

A motion to Reject all bids for CONTRACT #DMB-22-10B was made by Commissioner Ransome, seconded by Commissioner Becker, and approved by a voice vote of 10-0.

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12136. CLOSE-OUT CONTRACT #ILG-22-11 - INSTALLATION OF OWNER FURNISHED HVAC UNITS AT BUILDINGS I-1357 & I-137

CONTRACT #ILG-22-11 – INSTALLATION OF OWNER FURNISHED HVAC UNITS AT BUILDINGS I-1357 & I-137 to Gaudelli Bros., Inc. of Millville, New Jersey.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$253,800.00.

A motion to Close-Out Contract #ILG-22-11 was made by Commissioner Becker, seconded by Commissioner Ransome, and approved by a voice vote of 10-0.

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12137. CLOSE-OUT CONTRACT #33N-20-A - REHABILITATE AND EXPAND TERMINAL APRON

CONTRACT #33N-20-A – REHABILITATE AND EXPAND TERMINAL APRON to Eastern Construction Service Inc. of Wilmington, Delaware.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$1,734,463.07.

A motion to Close-Out Contract #33N-20-A was made by Commissioner Ransome, seconded by Commissioner Becker, and approved by a voice vote of 10-0.

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12138. RESOLUTION 23-25 - RECOGNIZES AND SALUTES MICHAEL HOUGHTON FOR HIS DEDICATED SERVICE TO THE DELAWARE RIVER AND BAY AUTHORITY

WHEREAS, Michael Houghton joined the law firm of Morris Nichols Arsht & Tunnel in 1983 to begin his illustrious career as an attorney, specializing in commercial transactions, government affairs and unclaimed property; and

WHEREAS, as a member of the firm’s commercial law counseling group, Mr. Houghton was instrumental in drafting and lobbying for significant legislation in Delaware State Government, including revisions to the Uniform Unclaimed Property Act as well as the 1990 Delaware River and Bay Authority Compact Amendments; and

WHEREAS, Mr. Houghton followed in the footsteps of his mentor, O. Francis Biondi, to become Delaware Legal Counsel for the Delaware River and Bay Authority in 2002; and

WHEREAS, with his wealth of professional, regulatory, and public policy experience, Mr. Houghton provided valuable insights and recommendations that benefited the Authority and its stakeholders during his more than twenty years as Delaware Legal Counsel; and

WHEREAS, serving with distinction, enthusiasm and dedication, Mr. Houghton was instrumental in formulating and drafting the Authority’s By-Laws, which were adopted in April 2004; and

WHEREAS, Mr. Houghton reviewed and modified thousands of professional service and construction contracts to ensure the Authority’s interests were safeguarded; and

WHEREAS, a testament to his work ethic, Mr. Houghton’s storied public service career includes, but is not limited to the Delaware State Bar Association Past President, current Chair of the Delaware Economic and Financial Advisory Council (DEFAC), and as a board member on the Delaware Public Policy Institute and the Pete du Pont Freedom Foundation; and

WHEREAS, the publication, “The Best Lawyers in America,” recognized Mr. Houghton as the 2020 Lawyer of the Year for Administrative and Regulatory Law; and

WHEREAS, Mr. Houghton’s thoughtful actions on behalf of the Authority have been unanimously appreciated by the bi-state agency as he counseled Commissioners on complex legal matters and continually searched for innovative solutions on issues under consideration; and

NOW THEREFORE, BE IT RESOLVED that the Delaware River and Bay Authority does hereby praise and congratulate Michael Houghton for the invaluable services rendered to the States of Delaware and New Jersey through his outstanding contributions as Delaware Legal Counsel for the Delaware River and Bay Authority and does hereby record the Commissioners sincere appreciation by the presentation of this Resolution, adopted today, June 21, 2023.

Resolution 23-35 was moved by Commissioner Decker, seconded by Commissioner Becker, and was approved by a roll call vote of 10-0.

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12139. RESOLUTION 23-26 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2023, THROUGH DECEMBER 31, 2023

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-84 requiring Commissioner review and approval of all Authority expenditures in excess of \$25,000; and

WHEREAS, the Authority anticipates expenditures at or over the \$25,000 amount to the following vendors:

DELAWARE RIVER & BAY AUTHORITY
 VENDORS PROJECTED TO BE PAID OVER \$25,000
 FOR THE PERIOD 1/1/23 THROUGH 12/31/23

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
C&N Services LLC	Civil Air Terminal Restroom Restoration	Quotes	\$35,000
Deerfield Electric Construction, Inc.	Replacement of Pad Mounted Transformer	Quotes	\$36,000
Deval Equipment Corporation	Annual Cape May Ferry Complex Boiler Service	Quotes	\$26,000
Garden State Highway Products, Inc.	Parking Blocks for ILG Lot C	Quotes	\$50,000
Toyota Lift Northeast LLC	Replacement Forklift	Quotes	\$39,000

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

Resolution 23-36 was moved by Commissioner Becker, seconded by Commissioner Wilson, and was approved by a roll call vote of 10-0.

Resolution 23-26 - Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2023, through December 31, 2023.

Committee: Budget & Finance

Committee and Board Date: June 21, 2023

Purpose of Resolution:

Authorizes expenditures of \$25,000 or greater with the identified vendors during the 2023 calendar year.

Background for Resolution:

The proposed Resolution meets the requirements of Resolution 01-84, whereby the Authority shall not enter into any contract committing the Authority to spend or make any other expenditures relating to services, material and supplies in the amount of \$25,000 or more unless it has first been approved by a vote of Commissioners.

Purchase Detail:

C&N Services LLC: Civil Air Terminal Restroom Restoration

The Authority plans to upgrade the existing restrooms located at the Civil Air Terminal. Staff solicited quotes from four (4) contractors and received two (2) with C&N Services submitting the lowest quote in accordance with the Authority’s specifications.

Deerfield Electric Construction, Inc.: Replacement of Pad Mounted Transformer

The Authority plans to replace one (1) pad mounted transformer located next to Building 1 at the Delaware Memorial Bridge complex. Staff solicited eight (8) quotes and received three (3) with Deerfield Electric submitting the lowest quote in accordance with the Authority’s specifications.

Deval Equipment Corporation: Annual Cape May Ferry Complex Boiler Service

The Authority utilizes a contractor to provide annual pre-season boiler service for the four (4) boilers located at the Cape May Ferry terminal complex. Staff solicited quotes from four (4) vendors and received one (1) from Deval Equipment to perform the work in accordance with the Authority’s specifications. 2023 represents the first year of a three-year service contract with this vendor.

Garden State Highway Products, Inc.: Parking Blocks for ILG Lot C

As part of the terminal improvements related to commercial airline service at the New Castle Airport, the Authority plans to expand parking and purchase two hundred and sixty (260) additional parking blocks for parking spaces at Lot C. Due to time constraints and availability, staff solicited a quote from Garden State Highway Products, a vendor actively used Authority-wide for signage and road safety materials. While this individual expenditure is under the threshold, the vendor has been added to this Resolution as a result of multiple expenditures that will result in exceeding the threshold in 2023.

Toyota Lift Northeast LLC: Replacement Forklift

The Authority plans to replace one (1) 3-wheel forklift at the Cape May Ferry terminal complex as the previous equipment has exceeded its useful life and is currently programmed in the 2023 Capital Equipment Replacement Plan. Staff solicited five (5) quotes and received two (2) with Toyota Lift submitting the lowest quote in accordance with the Authority’s specifications.

Classification Definitions:

Quotes. A purchase of equipment, supplies or non-professional services or a contract for construction or construction management that is anticipated to cost between \$25,000 and \$49,999 during a calendar year and for which the Authority has solicited written quotes. *“Contracts for materiel and supplies and non-professional services, awarded to any [vendor for an amount of] more than \$25,000 but less than \$50,000 in the aggregate require the solicitation of three written quotes or all available sources, whichever is less... Construction management contracts or construction contracts...which are less than \$50,000 do not require formal solicitation of competitive prices and, if more than \$25,000 but less than \$50,000 require the solicitation of three written quotes or all available sources, whichever is less...”* (DRBA Resolution 98-31 Part 4).

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12140. RESOLUTION 23-27 – AUTHORIZES A CONTRACT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND KAPLAN KIRSCH & ROCKWELL LLP TO PROVIDE PROFESSIONAL “ON CALL” AIRPORT LEGAL COUNSEL TO THE AUTHORITY

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is a bi-state Authority of the State of Delaware and the State of New Jersey, created by Compact, that operates and maintains the following airports: New Castle Airport, Delaware Air Park, Civil Air Terminal, Millville Airport and Cape May Airport; and

WHEREAS, the Authority desires to engage a qualified professional legal services provider to serve as “on call” airport legal counsel; and

WHEREAS, the Authority wishes to enter into a Services Agreement (“Agreement”) with the selected legal services provider; and

WHEREAS, the Agreement will have a base term of three (3) years, with the Authority having the option to extend the Agreement for up to two (2) additional consecutive terms of one (1) year

each following the expiration of said base term, either such 1-year extension contingent upon prior receiving authorization from the Budget & Finance Committee, along with the consent of the Chairperson and Vice Chairperson of the Board of Commissioners; and

WHEREAS, the Authority publicly advertised and issued a Request for Proposals (“RFP”) for “on-call” airport legal counsel in compliance with Resolution 98-31, as amended, which governs the Authority’s procedures for the procurement of professional services; and

WHEREAS, the Authority received four proposals, reviewed and evaluated all proposals received, shortlisted two proposals, and a Selection Committee conducted oral interviews on March 14, 2023, with those two firms; and

WHEREAS, additional oral interviews were conducted with the two shortlisted proposals on May 1, 2023; and

WHEREAS, KAPLAN KIRSCH & ROCKWELL LLP (“KKR”) was designated as the highest-ranking firm following final evaluation; and

WHEREAS, the Budget & Finance Committee reviewed the recommendation and concurs with the evaluation; and

WHEREAS, the Authority analyzed the fees proposed by KKR and determined the compensation rates to be fair and reasonable; and

THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize terms and conditions of a Service Agreement with KKR to provide the Services to the Authority and to have such agreement executed by the Chairperson, Vice-Chairperson and Executive Director.

Resolution 23-27 was moved by Commissioner Becker, seconded by Commissioner Smith, and was approved by a roll call vote of 10-0.

Resolution 23-27 - Executive Summary Sheet

Resolution: Authorizes an agreement between the Authority and KKR to provide professional “on call” airport legal counsel representing the interests of the Authority.

Committee: Budget & Finance Committee

**Committee/
Board Date:** June 21, 2023

Purpose of Resolution: To authorize an agreement with KKR to provide professional “on-call” airport legal counsel services representing the interests of the Authority.

Background for Resolution:

The proposed Resolution meets the requirements of Resolution 98-31, as amended, which governs the Authority's procedures for the procurement of professional services.

The Authority received and evaluated proposals submitted by the following four (4) firms:

- *Anderson & Kreiger, LLP
- Jetlaw, LLC
- *Kaplan Kirsch & Rockwell LLP
- Martin Airport Law, LLC & Del Ray Solutions, LLC

**Indicates short-listed firm with which oral interviews were conducted*

The Authority conducted two rounds of oral interviews with Anderson & Kreiger and Kaplan Kirsch & Rockwell and utilized final evaluation criteria to establish a ranked list, with KKR being identified as the top-ranked firm following the interviews. The Authority then opened fee proposals and conducted an analysis of the proposed costs of the Services and determined the compensation to be fair and reasonable.

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12141. RESOLUTION 23-28 – AUTHORIZING AN AMENDMENT TO RESOLUTION 01-84, TO ADJUST THE SPENDING THRESHOLD REQUIRING PRIOR BOARD AUTHORIZATION TO \$50,000.00

WHEREAS, on the September 15, 1998, the Delaware River and Bay Authority (the "Authority") adopted Resolution 98-31, which governs the Authority's procedures for the procurement of professional services, material and supplies, construction and construction management contracts and the transfer of funds; and

WHEREAS, on October 16, 2001, the Authority adopted Resolution 01-84 which amended Resolution 98-31 by adding Section 10, such section serving to establish the expenditure threshold at which prior Board authorization is required.

WHEREAS, the Authority reviews its procurement policies from time to time and recognizes a need to update the threshold established by Resolution 01-84 from \$25,000 to \$50,000; and

NOW, THEREFORE, BE IT RESOLVED, that Resolution 01-84 is hereby amended by removing and replacing Section 10 with the following:

"As to the services, material and supplies addressed by the Authority policy described in Section 1 through 9 above, and notwithstanding any of the foregoing, the Authority shall not enter into any contract committing the Authority to spend, or make any other expenditures in the amount of \$50,000.00 or more unless the contract or other expenditure has first been approved by a vote of Commissioners at a regular meeting of Commissioners, provided however that contracts that may be entered into on behalf of the Authority

pursuant to the extraordinary circumstances permitted pursuant to Section 1.d(i) and Section 6, may still be entered into without such express prior approval.”

WHEREAS, subject to the discretion of the Budget & Finance Committee, Authority staff will continue to present monthly to the Committee, for its information purposes, those expenditures between \$25,000 and \$50,000; and

WHEREAS, the Budget & Finance Committee reviewed this recommendation and concurs; and

Resolution 23-28 was moved by Commissioner Decker, seconded by Commissioner Becker, and was approved by a roll call vote of 10-0.

Resolution 23-28 - Executive Summary Sheet

Resolution: Authorizing an amendment to Resolution 01-84 to adjust the spending threshold requiring prior Board authorization to \$50,000.00

Committee: Budget & Finance Committee

**Committee/
Board Date:** June 21, 2023

Purpose of Resolution:
To update the expenditure threshold at which Board authorization is required by amending Resolution 01-84 by revising Section 10 of Resolution 98-31 and to establish information reporting procedures for expenditures between \$25,000 and \$50,000.

Background for Resolution:
The Authority reviews its procurement policies from time to time and recognizes the inflationary changes that occur over time to the prices of all goods and services that it purchases. As over twenty years have passed since Resolution 01-84 was enacted, the Authority recognizes the need to update the threshold established via Resolution 01-84 from \$25,000 to \$50,000.

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12142. RESOLUTION 23-29 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY BREWING LLC FOR BUILDING 97 AT THE CAPE MAY AIRPORT

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

WHEREAS, Cape May Brewing, LLC (“CMB”) desires to lease approximately 15,248 square feet of space located in Building 97 as their main production space at the Cape May Airport; and

WHEREAS, CMB has been in occupancy of this space since 2014; and

WHEREAS, CMB has agreed to pay the Authority annual rent in the amount of Seventy-Five Thousand Dollars (\$75,000.00); and

WHEREAS, the initial term of the Lease Agreement shall be for five (5) years; and

WHEREAS, CMB shall have the right to renew this agreement for three (3) additional five (5) year terms; and

WHEREAS, rent shall adjust at the beginning of each renewal term by the current Fair Market Value (FMV); and

WHEREAS, rent shall adjust annually during each term by the Consumer Price Index (CPI); and

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

Resolution 23-29 was moved by Commissioner Ransome, seconded by Commissioner Becker, and was approved by a roll call vote of 10-0.

Resolution 23-29 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Cape May Brewing LLC, regarding Building 97 Cape May Airport

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for lease space at the Cape May Airport.

Background for Resolution: The Delaware River and Bay Authority (Authority) operates the Cape May Airport at which the Cape May Brewery (CMB) leases multiple spaces. They have been at the airport since 2011 and in this particular building since

2014. Brewery is currently occupying approximately a total of 36,000 square feet at the airport.

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12143. RESOLUTION 23-30 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY BREWING LLC AT THE SRE BUILDING AT THE CAPE MAY AIRPORT

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

WHEREAS, Cape May Brewing, LLC (“CMB”) desires to lease approximately 6,000 square feet of space located in the SRE Building for storage at the Cape May Airport; and

WHEREAS, CMB has been in occupancy of this building space since 2020; and

WHEREAS, CMB has agreed to pay the Authority annual rent in the amount of Twenty-Four Thousand Five Hundred and Forty Dollars (\$24,540.00); and

WHEREAS, the initial term of the Lease Agreement shall be for five (5) years; and

WHEREAS, CMB shall have the right to renew this agreement for three (3) additional five (5) year terms; and

WHEREAS, rent shall adjust at the beginning of each renewal term by the current Fair Market Value (FMV); and

WHEREAS, rent shall adjust annually during each term by the Consumer Price Index (CPI); and

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

Resolution 23-30 was moved by Commissioner Becker, seconded by Commissioner Ransome, and was approved by a roll call vote of 10-0.

Resolution 23-30 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Cape May Brewing LLC, regarding the SRE Building at the Cape May Airport

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution:

To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for lease space at the Cape May Airport.

Background for Resolution:

The Delaware River and Bay Authority (Authority) operates the Cape May Airport at which the Cape May Brewery (CMB) leases multiple spaces. This space is part of the airport Snow Removal Equipment building at the airport. The lease was originally leased by Cape Beverage and subsequently assigned to CMB. The facility houses both dry storage and cold storage for the brewery. Brewery is currently occupying approximately a total of 36,000 square feet of building space at the airport.

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12144. RESOLUTION 23-31 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY BREWING LLC FOR BUILDING 96 AT THE CAPE MAY AIRPORT

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

WHEREAS, Cape May Brewing, LLC (“CMB”) desires to lease approximately 6,000 square feet of space located in Building 96 and 34,000 sq.ft. of open land which houses their tasting room and beer garden area at the Cape May Airport; and

WHEREAS, CMB has been in occupancy of this building space since 2011; and

WHEREAS, the initial term of the Lease Agreement shall be for five (5) years; and

WHEREAS, CMB has agreed to pay the Authority annual rent in the amount of Sixty-One Thousand Two Hundred and Fourteen Dollars 46/100 (\$61,214.460) during the first year of initial term and Sixty-Five Thousand Four Hundred Dollars 00/100 (\$65,400.00) during the second year of the initial term; and

WHEREAS, rent shall adjust annually by the Consumer Price Index during the remainder of the initial term; and

WHEREAS, CMB shall have the right to renew this agreement for three (3) additional five (5) year terms; and

WHEREAS, rent shall adjust at the beginning of each renewal term by the current Fair Market Value (FMV); and

WHEREAS, rent shall adjust annually during each term by the Consumer Price Index (CPI); and

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

Resolution 23-31 was moved by Commissioner Becker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 10-0.

Resolution 23-31 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Cape May Brewing LLC, regarding Building 96 Cape May Airport

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for lease space at the Cape May Airport.

Background for Resolution: The Delaware River and Bay Authority (Authority) operates the Cape May Airport at which the Cape May Brewery (CMB) leases multiple spaces. This facility was their original leasehold and they have been at the airport since 2011. The building houses their tasting room and retail sales as well as their beer garden operations. Brewery is currently occupying approximately a total of 36,000 square feet of building space at the airport.

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12145. RESOLUTION 23-32 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND HERITAGE TILE, INC. AT THE MILLVILLE AIRPORT

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

WHEREAS, Heritage Tile, Inc. (“Heritage”) desires to lease approximately 2,000 square feet of storage space in a facility commonly referred to as Building 33 at the Millville Airport; and

WHEREAS, Heritage has agreed to pay the Authority annual rental in the amount of Four Thousand Five Hundred Dollars 00/100 (\$4,500.00); and

WHEREAS, the initial term of the Lease (“Lease Agreement”) is for one (1) year; and

WHEREAS, Heritage shall have the right to renew the Lease Agreement for two (2) one (1) year renewal options; and

WHEREAS, rent during the renewal terms shall be adjusted each year by the CPI; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Heritage Tile, Inc. and, with the advice and consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson, and the Executive Director.

Resolution 23-32 was moved by Commissioner Becker, seconded by Commissioner Ransome, and was approved by a roll call vote of 10-0.

Resolution 23-32 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Heritage Tile, Inc. regarding Millville Airport

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the Millville Airport.

Background for Resolution: The Delaware River and Bay Authority owns a building located at 33 Reeves Street, Millville Airport. Heritage Tile wishes to lease the building and use the space for storage associated with their business not located at the airport. Heritage has been occupying the facility since 2021. The rental rate is FMV based upon an appraisal.

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12146. RESOLUTION 23-33 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND MICHAEL E. WEEKS D/B/A GEORGE'S AUTO AT THE CAPE MAY AIRPORT

WHEREAS, the Delaware River and Bay Authority (the "Authority"), is the operator of the Cape May Airport (the "Airport"), Cape May, New Jersey; and

WHEREAS, Michael E. Weeks ("George's") desires to lease approximately 1,500 square feet of space located in 349 Ranger Road in order to operate an auto repair shop at the Cape May Airport; and

WHEREAS, George's has agreed to pay the Authority annual rent in the amount of Fourteen Thousand Seven Hundred Dollars (\$14,700.00); and

WHEREAS, the initial term of the Lease ("Lease Agreement") shall be for one (1) year; and

WHEREAS, George's shall have the right to renew this agreement for three (3) additional one (1) renewal term: and

WHEREAS, rent shall adjust annually at the beginning of each renewal term by the Consumer Price Index (CPI); and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Michael E. Weeks D/B/A George's Auto and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

Resolution 23-33 was moved by Commissioner Wilson, seconded by Commissioner Becker, and was approved by a roll call vote of 10-0.

Resolution 23-33 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Michael E. Weeks, regarding the Cape May Airport.

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the Cape May Airport.

Background for Resolution:

The Delaware River and Bay Authority owns a light industrial building located at 349 Ranger Rd. in the Cape May Airport Industrial Park. George's, which currently occupies 1,500 sq. ft. in this building commonly referred to as Unit #2. George's has been a tenant at the airport since 2011. George's current lease has expired, and the business is being sold to George's brother Mr. Weeks to continue operating as an auto shop.

* * * * *

12147. RESOLUTION 23-34 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY STORAGE, LLC AT THE CAPE MAY AIRPORT

WHEREAS, The Delaware River and Bay Authority (the "Authority"), is the operator of the Cape May Airport ("Airport"); and

WHEREAS, Cape May Storage, LLC ("CM Storage") desires to lease approximately 87,886.49 square feet of land to operate a storage facility at the Cape May Airport; and

WHEREAS, the current owner of the storage facility, M & M Mini Storage is selling the assets to Cape May Storage. The existing lease agreement, dated August 23, 1988, is set to expire February 1, 2026; and

WHEREAS, the Authority and CM Storage have agreed that a condition to the approval of the sale is that the existing lease shall be terminated, and a new long-term agreement based upon the Authority's standard form will be executed; and

WHEREAS, CM Storage has agreed to pay the Authority annual base rental in the amount of Fourteen Thousand One Hundred and Sixty Dollars 00/100(\$14,160.00); and

WHEREAS, in addition to base rent, CM Storage has agreed to pay the Authority 6% of gross receipts; and

WHEREAS, CM Storage has also agreed to pay a transaction rent of 4% of any sale or refinance proceeds; and

WHEREAS, the initial term of the Lease ("Lease Agreement") is for twenty (20) years; and

WHEREAS, rent at the beginning of each renewal term shall be adjusted by the current Fair Market Value (FMV); and

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

Resolution 23-34 was moved by Commissioner Becker, seconded by Commissioner Decker, and was approved by a roll call vote of 10-0.

Resolution 23-34 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Cape May Storage, LLC. regarding Cape May Airport.

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the Cape May Airport.

Background for Resolution: The Delaware River and Bay Authority operates the Cape May Airport. There is an existing land lease for a ministorage operation. The current owners are looking to sell the asset and assign the agreement that is due to expire in 2026. The potential new owner desires to extend the lease term. The airport has the right to take over the ownership of the asset at the end of the term in 2026 but has determined that the ownership and operation of the facility is better left to a private party. In lieu of ownership, the airport will receive a percentage of gross receipts and a percentage of any future sale or refinancing proceeds.

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12148. RESOLUTION 23-35 - PURCHASE AND SALE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY, NEW CASTLE COUNTY AND THE OFFICE OF MANAGEMENT AND BUDGET ON BEHALF OF THE DELAWARE ARMY GUARD FOR PROPERTY LOCATED AT THE WILMINGTON AIRPORT

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

WHEREAS, New Castle County is the owner of the Airport; and

WHEREAS, the Delaware Army National Guard (the “Guard”) currently leases approximately 24 +/- acres of land at the Airport; and

WHEREAS, the Guard has a need to expand their facilities to add a Readiness Center for the 126th Army Aviation Company (UH-60) Air Ambulance) and to have space for staging in relation to pandemic responses; and

WHEREAS, the Authority controls a facility adjacent to the Guard leasehold, commonly referred to as 12 Penns Way (the “Premises”) that is currently available for sale; and

WHEREAS, the Premises sits on 2.94 +/- acres and contains an office building totaling approximately 27,000 sq.ft.; and

WHEREAS, the Guard desires to purchase the Premises and has received CARES funding for the purchase; and

WHEREAS, the Authority agrees that it will execute an amendment to the Ground Lease with the County removing the Premises from its leasehold interest, and it will agree to sell the Premises to the Guard if the following conditions are met:

- (i) Obtains the County’s agreement to release the Premises from the Ground Lease upon terms reasonably satisfactory to the Authority;
- (ii) Obtains the County’s agreement to sell the Premises to the Guard at no less than Two Million One Hundred Thousand 00/100 Dollars (\$2,100,000.00) as determined by appraisals pursuant to fair market value policies issued by the Federal Aviation Administration (the “FAA”);
- (iii) Obtains the County’s agreement that the purchase price for the Premises shall be paid to the Authority for its airport fund, which is administered by the Authority as the sponsor of the Airport for (a) eligible items of airport development set forth in the Airport’s grant program and reflected in the Airport’s capital improvement program (CIP); (b) any aeronautical items of airport development not eligible under the grant program; (c) retirement of airport bonds that are secured by pledges of Airport revenue, including repayment of loans from other federal agencies; and/or (d) development of common use facilities, utilities and other improvements on dedicated revenue production property that clearly enhances the revenue production capabilities of the property. If the Authority shall use the Purchase Price for any capital improvement project at the Airport, the undepreciated amount of such capital project (the extent such capital project is funded by the Purchase Price) shall be excluded from the calculation of the “Unamortized Costs” of the capital improvements referenced in Section 3 of the Original Ground Lease;
- (iv) The Guard agrees to purchase the Premises in its “AS-IS” condition pursuant to a special warranty deed, with no representations or warranties given by the Authority or the County other than those customary representations or warranties given by a “grantor” with respect to title to the Premises;

- (v) Obtains a deed of release in recordable form from the FAA releasing the Premises, or any portion thereof that is subject to FAA regulation, from FAA regulation and the conditions, reservations, exceptions and restrictions imposed pursuant to that certain Instrument of Transfer dated April 28, 1949 and effective as of October 27, 1947, as the same is of record in the Office of the Recorder of Deeds in and for New Castle County, Delaware at Deed Record C, Volume 49, page 75;
- (vi) Executes a restrictive covenant, in form and substance satisfactory to the Authority and the County, in their sole discretion, prohibiting any activity on the Premises that would be incompatible with airport operations or would create a hazard or interference to the operation of aircraft and/or communication facilities;
- (vii) Grants to the Authority and the County an easement in form and substance satisfactory to the Authority and the County, in their sole discretion, that would (a) establish the maximum height for structures and objects of natural growth, (b) provide a right of flight for the passage of aircraft in the space above the Premises, and (c) provide the Authority, the County and airport tenants and users the right to create or generate such noise as may be inherent in the operation of aircraft now known or hereafter used for navigation of flight using said airspace;
- (viii) Agrees to execute such additional instruments, certificates, documents, or agreements that may be reasonably requested to complete the sale of the Premises.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the purchase and sale agreement with the State of Delaware on behalf of the Delaware Army Guard and with the advice and consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson, and the Executive Director.

NOW, THEREFORE, BE IT RESOLVED, that Resolution 23-17 is hereby rescinded.

Resolution 23-35 was moved by Commissioner Decker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 10-0.

Resolution 23- 35 - Executive Summary

Resolution: Authorizing a Purchase and Sale Agreement between the Delaware River and Bay Authority, New Castle County, and the state of Delaware on behalf of the Delaware Army Guard for property located at the Wilmington Airport.

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairperson and Vice Chairperson to execute and deliver a purchase and sale agreement for property at the Wilmington Airport.

Background of Resolution: The Delaware River and Bay Authority operates the Wilmington Airport. The airport is owned by New Castle County. The Delaware Army Guard, through the State of Delaware would like to purchase a facility located at 12 Penns Way. The State received CARES funds and a portion of those funds were approved and granted to the Army Guard to acquire the property in support of future pandemic or medical support activities. The property is designated as part of the airport and is restricted by the FAA for any use other than airport. A review process is being done by the FAA to release this parcel from those restrictions. Part of that review requires that 2 appraisals and a review appraisal be completed in order to determine the FMV for the property. Through that process \$2,100,000 was determined to be the value.

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12149. RESOLUTION 23-36 - LEASE AMENDMENT TO THE GROUND LEASE BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND NEW CASTLE COUNTY

WHEREAS, the Delaware River and Bay Authority (the “Authority”), is the operator is the Wilmington Airport (the “Airport”); and

WHEREAS, New Castle County (“NCC”) and the Authority sold a 16.34 acre parcel of land located at 1 Penns Way to Citibank on September 30, 2021; and

WHEREAS, on that same date, NCC and the Authority entered into a Sixth Amendment to Ground Lease pursuant to which the parcel of land was released from the Authority’s interest and the purchase price for the Citibank Parcel (the “Purchase Price”) was designated to be used for the operation and maintenance (i.e., not capital expenditures) of the Airport; and

WHEREAS, the parties now desire to amend Section 2 of the Sixth Amendment to the Ground Lease to allow the Purchase Price to be used by the Authority for the development, improvement, operation, or maintenance of the Airport; and

WHEREAS, the Authority and NCC desire to modify the terms of the Ground Lease by deleting Section 2 of the Sixth Amendment to the Ground Lease in its entirety and replacing it with the following:

- (a) “2. Use of Purchase Price; Termination Payment Lessee agrees to

use the purchase price received from Citibank, N.A. for the approximately 16.34-acre parcel of land referred to herein as the “Citibank Parcel” for the development, improvement, operation, or maintenance of the Airport.

(b) In the event Lessee uses such purchase price for any capital improvement project at the Airport, the undepreciated amount of such capital project (to the extent such project is funded by the purchase price) shall be excluded from the calculation of the “Unamortized Costs” of the capital improvements referenced in Section 3 of the Original Ground Lease.”

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of an amendment to the Ground Lease Amendment with New Castle County and a memorandum of such amendment, with the advice and consent of counsel, to have such agreements executed by the Chairperson, Vice Chairperson, and the Executive Director.

Resolution 23-36 was moved by Commissioner Becker, seconded by Commissioner Wilson, and was approved by a roll call vote of 10-0

Resolution 23-36 -Executive Summary

Resolution: Authorizing the Execution of a Ground Lease Amendment and memorandum of such amendment between the Delaware River and Bay Authority and New Castle County, regarding the Wilmington Airport, New Castle, DE.

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution: To permit the Executive Director, Chairperson and Vice Chairperson to execute and deliver a Ground Lease Amendment, and memorandum of such amendment, at the Wilmington Airport.

Background of Resolution: The Delaware River and Bay Authority operates the Wilmington Airport. NCC and the Authority sold a 16.34-acre parcel of land to Citibank in 2021. NCC required that the proceeds from the sale only be used for the operation and maintenance of the airport at the time of the sale. NCC and the Authority wish to modify the permissible uses of the proceeds to include the development and improvement of the airport. It is also agreed that if the Authority should use the Purchase Price funds from Citibank for a capital improvement project at the airport, that they shall be excluded from

the calculation of the "Unamortized Costs" of the capital improvements which is utilized to determine the termination payment.

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12150. 10618. RESOLUTION 23-37 – AMEND THE ACQUISITION AND GROUND LEASE BETWEEN THE COUNTY OF CAPE MAY AND THE DELAWARE RIVER & BAY AUTHORITY RELATING TO THE CAPE MAY AIRPORT

WHEREAS, The Delaware River and Bay Authority (the "Authority") is the operator of the Cape May Airport ("Airport") pursuant to that certain Ground Lease, dated June 8, 1999, between the County of Cape May (the "County") and the Authority, a Memorandum of which was recorded in the Office of the Recorder of Deeds in and for Cape May County to give notice of the existence of the Lease (the "Ground Lease") and pursuant to an Acquisition Agreement, dated December 15, 1998; and

WHEREAS, First Amendments to the Ground Lease and Acquisition Agreement dated October 16, 2014 were executed by the County and the Authority; and

WHEREAS, pursuant to Section 2.b. of the Ground Lease Agreement and Section 2.3 of the Acquisition Agreement, certain parcels of land were excluded from the transfer to the Authority due to environmental contamination and the need for remediation (the "Excluded Real Property"); and

WHEREAS the Ground Lease Agreement and Acquisition Agreement provided that upon completion of remediation in accordance with applicable State of New Jersey and Federal laws, the applicable Excluded Real Property parcels would be added to the airport through an amendment to the Ground Lease Agreement and Acquisition Agreement; and

WHEREAS, remediation has been completed on one or more of the Excluded Real Property parcels; and

WHEREAS, the Authority and the County wish to amend provisions of Section 2.b.(2) of the Ground Lease Agreement and provisions of Section 2.3.(d) of the Acquisition Agreement. The County has completed remediation on the following Excluded Real Property parcels and has obtained a Remedial Action Outcome (RAO) document for each Excluded Real Property parcel from New Jersey Department of Environmental Protection:

- A. Excluded Property Parcel 2 (Imhoff Tank Farm)
- B. Excluded Property Parcels 5 and 6 (Building 12)
- C. Excluded Property Parcel 8 (Resdel Bunker); and

WHEREAS, the Authority and County wish to add the above parcel to the Airport Real Property in the Acquisition Agreement and to the Demised Premises in the Ground Lease Agreement; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the amendment to the Ground Lease Agreement and

the Acquisition Agreement and, with the advice and consent of counsel, to have such amendments executed by the Chairperson, Vice Chairperson, and the Executive Director.

Resolution 23-37 was moved by Commissioner Ransome, seconded by Commissioner Becker, and was approved by a roll call vote of 10-0

Resolution 23-37 - Executive Summary Sheet

Resolution: Authorizing the Executive Director to execute an Amendment to the Ground Lease and Acquisition Agreement with the County of Cape May.

Committee: Economic Development

Committee Date: June 21, 2023

Board Date: June 21, 2023

Purpose of Resolution:
To permit the Executive Director, Chairman and Vice Chairman to execute and deliver Lease Amendments to the Ground Lease and Acquisition Agreement for the Cape May Airport

Background for Resolution:
The DRBA entered into a ground lease agreement with the County of Cape May in 1999. There were multiple environmentally contaminated parcels of airport property located throughout the airport that were identified. The County agreed to retain those parcels during the acquisition and remediate the sites. Once clean, the agreement called for the parcels to be added to the Ground Lease with the Authority. The clean-up has been ongoing and has taken several years with several parcels still going through the remediation process. The FAA has requested that the parcels be made part of the Ground Lease as soon as possible.

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12151. RESOLUTION 23-38 - CERTAIN EASEMENTS FOR IMPROVEMENTS TO PICCARD ROAD

WHEREAS, the Delaware River and Bay Authority (the “DRBA”) leases the New Castle Airport in New Castle, Delaware (the “Airport”) from New Castle County (“NCC”) pursuant to a long-term lease; and

WHEREAS, the Airport is subject to certain conditions, reservations, and restrictions pursuant to the 1949 Instrument of Transfer and arising pursuant to the acceptance of certain Federal Aviation Administration (“FAA”) grant funds; and

WHEREAS, certain easements (the “Easements”) on the Airport property, identified upon Exhibit “A” specifically identified in red, blue and green shading thereon were purportedly granted to the owner of NCC tax parcel no. 10-024.00-025 (the “Adjacent Parcel”), as part of the Record Major Land Development Plan for the New Castle County Town Center, Application 2008-0271-S (the “Town Center Plan”), prepared by Apex Engineering, dated July 15, 2010, and last revised on August 10, 2010 and recorded in the Office of the Recorder of Deeds in and for New Castle County (“Recorder’s Office”) on August 22, 2012 at Instrument No. 20120822-0046986; and

WHEREAS, the Easements also appear on (i) the recorded Record Major Land Development Plan Site Plan for 650 Churchmans Road, Application No. 2018-0513-S/Z (the “Major Plan”), prepared by Duffield Associates, dated February 21, 2020, and last revised on May 6, 2020, and recorded in the Recorder’s Office on May 27, 2020 at Instrument No. 20200527-0042226 and (ii) the Record Resub division Plan of 650 Churchmans Road, Application No. 2021-0630-S (the “Resub division Plan”), prepared by Duffield Associates, dated January 28, 2022 and last revised on May 19, 2022, and recorded in the Recorder’s Office on June 13, 2022 at Instrument No. 20220613-0060508; and

WHEREAS, on December 20, 2021, the Adjacent Parcel was conveyed to KSIP I Piccard, LLC (“KSIP” or “Grantee”) by and through deed instrument no. 20211227-0147068; and

WHEREAS, the Easements were made without the consent of the FAA or the DRBA and were entered into, executed, and recorded without consideration in violation of FAA requirements; and

WHEREAS, Grantee has recently agreed to extinguish a portion of the existing Easements on the Airport property being 4.8610 +/- acres, identified upon Exhibit “A” only in red shading (“Easement Area To Be Extinguished”); and

WHEREAS, approval is currently being sought from the FAA for the Easements identified in the green (permanent easement area -- 0.7128 acres) and blue (temporary construction easement area -- 0.3455 acres) shaded areas totaling 1.0583 acres appearing on Exhibit “A” (collectively, the “Easement Areas To Be Utilized”); and

WHEREAS, the Airport shall receive fair market value for the Easement Areas To Be Utilized, subject to any reduction authorized by the FAA from any benefits to the Airport property arising as a direct result of the new road improvements; and

WHEREAS, the use of the Easement Areas To Be Utilized is limited to the construction of a portion of the new road called “Picard Road”, identified, and approved upon the Major Plan and Resub division Plan referenced above and shall expressly prohibit any activity that would be incompatible with airport operations or would create a hazard or interference to the operation of aircraft and/or communication facilities; and

WHEREAS, the Easement Areas To Be Utilized shall (a) provide for the maximum height for structures and objects of natural growth in such easement area, (b) provide a right of flight for the passage of aircraft in the space above such easement area, and (c) provide the DRBA, New Castle County and airport tenants and users the right to create or generate such noise as may be inherent in the operation of aircraft now known or hereafter used for navigation of flight using said airspace; and

WHEREAS, subject to receiving all necessary approval from the FAA, satisfaction with the conditions set forth herein and Grantee’s extinguishment of the Easement Area to Be Extinguished, the DRBA agrees that it will execute all necessary documents related to the Easements Areas to Be Utilized.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Project documents contemplated herein and, subject to the satisfaction of the conditions set forth herein, with the advice and consent of counsel, to have the documents relating to the Easement Areas to Be Utilized executed by the Chairperson, Vice Chairperson and Executive Director, and to have any other ancillary Project related documents executed, with the advice and consent of counsel, by the Executive Director.

Resolution 23-38 was moved by Commissioner Becker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 9-1-0. Commissioner Decker voted No.

Resolution 23-38 - Executive Summary

Resolution: Authorizing the Grant of Certain Easements for Improvements to Piccard Road

Committee: Economic Development

Committee/Board Date: June 21, 2023

Purpose of Resolution: To consent to various permanent and temporary construction easements related to improvements to a new road called “Piccard Road” adjacent to the New Castle Airport.

Background for Resolution: A commercial warehouse development is under construction along Piccard Road. Time is of the essence for that development.

Part of the development will include improvements to Piccard Road along the property line of the Airport. There will be permanent easements of 0.7128 acres, temporary construction easements of 0.3455 acres, and the extinguishment of certain existing permanent easement of 1.4344 acres. FAA approval is being sought and DRBA will not consent to easement rights granted by New Castle County across its leased premises until FAA approval and fair market value have been obtained and the disputed easements are extinguished.

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12152. RESOLUTION 23-39 - RESOLUTION BY THE DELAWARE RIVER AND BAY AUTHORITY TO REVISE THE AUTHORITY-WIDE DRUG-FREE WORKPLACE POLICY

WHEREAS, the Delaware River and Bay Authority's (the "Authority") Drug-free Workplace policy was last revised on January 18, 2017; and

WHEREAS, the Authority had its first triennial audit review for a grant that was received from the Federal Transportation Administration (FTA) to repower engines in our Ferry Operations Division; and

WHEREAS, the FTA made suggestions that would have the Authority's Drug-free Workplace Policy further comply with their regulations as follows:

1. include the specific position title that is the point of contact for the Drug-free Workplace Policy,
2. add the words "*in writing*" specifying how employees are to notify their supervisors within five (5) days of conviction for a drug- or alcohol-related violation, whether or not the violation occurred in the workplace, and
3. add the specific concentration level of "*0.02 or greater*" from performing safety-sensitive functions to be reviewed for disciplinary action; and

WHEREAS, these revisions were presented to the Personnel Committee of the Authority's Board of Commissioners who recommends the acceptance of these revisions to the Authority's Drug-free Workplace Policy as presented; and

NOW, THEREFORE, BE IT RESOLVED that the Delaware River and Bay Authority hereby amends the Authority's Drug-free Workplace Policy as approved by the Personnel Committee and incorporates without limitations the provisions as set forth above.

Resolution 23-39 was moved by Commissioner Becker, seconded by Commissioner Wilson, and was approved by a roll call vote of 10-0.

Resolution 23-39 - Executive Summary Sheet

Resolution:

Committee:

**Committee/
Board Date:**

Authorizes the revision of the Delaware River and Bay Authority's Drug-free Workplace Policy

Personnel Committee

June 21, 2023

Purpose of Resolution: To approve recommended revisions to the Authority's Drug-free Workplace Policy as presented by the Executive Director and Chief Human Resources Officer.

Background for Resolution:

The Delaware River and Bay Authority has a vital interest in establishing and maintaining a safe, healthy work environment for its employees and the public it serves. It is the goal of the Authority to establish and maintain safety at all of our facilities, reduce the number of safety incidents to persons and property, as well as comply with applicable Federal and state laws and regulations governing drug and alcohol abuse programs.

The Authority has applied for and obtained Federal grants that provides millions of dollars to help the Authority to continue to operate safely and efficiently. The breadth and scope of opportunities available for grant funding has increased and the Authority has more interest than ever in ensuring that we are able to take full advantage of those opportunities when they arise.

The Authority received a grant from the FTA to repower engines on our Ferry. As a result of that funding and the associated grant assurances, the Authority underwent its first ever triennial review. As a result of this review, the following were suggested revisions to our Policy that have been made:

- include specifically the position title within the Authority that is the point of contact for this policy,
- add the words "*in writing*" as to how employees are to notify their supervisors within five (5) days of conviction for a drug- or alcohol-related violation, whether or not the violation occurred in the workplace,

-add the specific concentration level of “0.02 or greater” from performing safety-sensitive functions to be reviewed for disciplinary action.

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12153. EXECUTIVE DIRECTOR’S COMMENTS

The Executive Director expressed his condolences to the family and friends of Mr. O. Francis Biondi, Sr. who passed away peacefully on May 30, 2023. Mr. Biondi served as Delaware River and Bay Authority’s legal counsel for 27 years.

The Executive Director reported on activities in and around the Authority. First, he shared some photos of the groundbreaking ceremony held at Cape May Airport where the DRBA and Cape May County joined together to celebrate the start of construction on a new airport terminal building at the Cape May Airport. He then shared photos of the DRBA’s annual Memorial Day Services. Finally, he showed photos of this year’s Escape the Cape Triathlon. Approximately 1370 competitors participated in the immensely popular race event.

The Executive Director thanked Michael Houghton for his dedication to the Authority.

Upcoming DRBA Events

- Thursday, June 22, 2023
Avelo Air Service Expansion, 12 noon, ILG Airport
- Tuesday, July 18, 2023,
Board of Commissioners Meeting, 10 am; James Julian Board Room

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12154. COMMISSIONERS PUBLIC FORUM

Chairperson Lathem called for comments from Commissioners.

No comments were received.

Commissioner Lathem called for comments from the Public.

Mr. Norcross expressed his appreciation for the strong, collegial relationship he has enjoyed with Mr. Houghton through the years and wished him well in his retirement.

A motion to adjourn the Board meeting at 12:28 p.m. was made by Commissioner Becker, seconded by Commissioner Ratchford, and approved by a voice vote of 10-0.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Stephen D. Williams
Assistant Secretary