

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
TELECONFERENCE CONDUCTED FROM
Delaware Memorial Bridge Complex
Tuesday, November 17, 2020**

The meeting convened via teleconference at 12:37 p.m. 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 notice.

Chairperson Lathem called for the acceptance of the Agenda.

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

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

Commissioners from Delaware

Samuel Lathem, Chairperson**
Crystal L. Carey*■
Henry J. Decker*
James L. Ford III*
Michael Ratchford*
Veronica O. Faust*

Commissioners from New Jersey

James N. Hogan, Vice-Chairperson**
James Bennett - absent
Sheila McCann - absent
Shirley R. Wilson*
Ceil Smith*
M. Earl Ransome, Jr.*

*Attended via telephonic/electronic communications

** Physically present in James Julian Boardroom

■ Commissioner Carey left the meeting after voting to accept the agenda, but prior to voting on any other action items.

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11705. APPROVAL OF THE MEETING MINUTES

Commissioner Smith made a motion to approve meeting minutes for October 20, 2020 seconded by Commissioner Ratchford and approved by a voice vote of 9-0.

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11706. 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 October 2020.

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

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11707. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for October 2020 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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11708. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for October 2020 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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11709. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for October 2020 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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11710. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION
(MARKET VALUE) FOR OCTOBER 31, 2020

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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11711. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted No Contract Awards, (2) Contract Close-Outs, and (9) Resolutions.

All action items have been reviewed, and recommended for consideration during today’s Committee meetings. He then called for public comment.

There were no public comments.

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11712. CLOSE-OUT CONTRACT #ILG-19-04 TERMINAL BUILDING 151
EXTERIOR IMPROVEMENTS

Contract #ILG-19-04, TERMINAL BUILDING EXTERIOR IMPROVEMENTS was awarded to Jones Masonry Restoration Corp. of Harrisburg, PA.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$194,500.00.

A motion to Close-Out Contract #ILG-19-04 was made by Commissioner Ratchford, seconded by Commissioner Smith, and approved by a voice vote of 9-0.

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11713. CLOSE-OUT CONTRACT #MIV-18-B NORTH APRON
REHABILITATION

Contract #MIV-18-B, NORTH APRON REHABILITATION was awarded to South State of Bridgeton, NJ.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$541,684.19.

A motion to Close-Out Contract #MIV-18-B was made by Commissioner Ratchford, seconded by Commissioner Ford, and approved by a voice vote of 9-0.

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11714. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

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RESOLUTION 20-37 - AUTHORIZES AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CLIFTON LARSON ALLEN LLP TO PROVIDE INDEPENDENT AUDITING SERVICES 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 Delaware Memorial Bridge, Cape May-Lewes Ferry, Forts Ferry Operation and five regional airports; and

WHEREAS, Article XI, Section 11.01 of the By-Laws of the Authority provides that the Commissioners shall submit the books and records of the Authority to an annual audit by an independent certified public accounting firm who shall audit the same pursuant to and in accordance with generally accepted accounting principles or such other standards or principles as may be applicable to the Authority and render a report thereon in writing to the Commissioners; and

WHEREAS, the Authority publicly advertised a Request for Proposals (“RFP”) for the required independent auditing services in compliance with Resolution 98-31, as amended, which governs the Authority’s procedure for the procurement of professional services; and

WHEREAS, the Authority received seven (7) proposals pursuant to the aforementioned public Request for Proposals; and

WHEREAS, a Selection Committee performed a preliminary evaluation of all proposals received and selected the four (4) highest-ranked proposals for further consideration and conducted interviews with those firms; and

WHEREAS, following interviews and final evaluation, CliftonLarsonAllen LLP (“CLA”) was designated as the highest-ranked firm; and

WHEREAS, the Authority conducted an analysis of the cost of the services proposed by the highest-ranking firm, and determined the fees to be fair and reasonable; and

WHEREAS, the Authority desires to enter into a Service Agreement (“Agreement”) with CLA for an initial term of three (3) years to deliver the independent auditing services for the Authority’s 2020, 2021 and 2022 financial years, with the option to extend the Agreement for up to two (2) additional periods of one (1) year each, either such extension period to be authorized by the originating Committee along with the consent of the Chairperson and Vice Chairperson of the Board of Commissioners; and

WHEREAS, the Governance/Audit Committee reviewed this recommendation and concurs; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of an Agreement with CLA to provide professional independent auditing services to the Authority and to have such Agreement executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approve Resolution 20-37 was made by Commissioner Ratchford, seconded by Commissioner Smith, and approved by a roll call vote of 9-0.

Resolution 20-37 - Executive Summary Sheet

Resolution: Authorizes an agreement between the Delaware River and Bay Authority and CliftonLarsonAllen LLP to provide to independent auditing services to the Authority.

Committee: Governance/Audit Committee

**Committee/
Board Date:** November 17, 2020

Purpose of Resolution: To authorize an agreement with CliftonLarsonAllen LLP to provide independent auditing services to the Delaware River and Bay Authority.

Background for Resolution: The proposed Resolution follows the requirements of Resolution 98-31, as amended, which governs the Authority’s procedure for the procurement of professional services.

The Authority received and evaluated proposals submitted by the following seven (7) firms:

- BDO USA, LLP
- Citrin Cooperman & Company, LLP
- CliftonLarsonAllen LLP
- Mercadien, P.C.
- Mitchell & Titus, LLP
- RSM US, LLP
- Zelenkofske Axelrod LLC

The Selection Committee conducted a preliminary evaluation of and ranked each proposal received, conducted interviews with the four highest-ranked firms, and utilized final evaluation criteria to establish a final ranked list, with CliftonLarsonAllen LLP being identified as the highest-ranked firm. The Authority has analyzed the proposed costs of the services as submitted by CliftonLarsonAllen LLP, and found them to be fair and reasonable.

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RESOLUTION 20-38 – ADOPTION OF THE DELAWARE RIVER AND BAY AUTHORITY’S 2021 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 each fiscal year; and

WHEREAS, the proposed operating expenses for FY2021, excluding the Airports division and Economic Development Facilities are \$78,965,292 and

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

WHEREAS, for FY2021, principal and interest on outstanding bonds are \$31,901,781.26 in aggregate debt service; and

WHEREAS, the amount to be deposited to the credit of the Reserve Maintenance Fund with respect to Crossing Facilities shall be \$175,000.00 per month or \$2,100,000.00 for FY2021; and

WHEREAS, the projected revenue of the Authority for FY2021, excluding the Airports division and Economic Development facilities, is approximately \$155,585,000 resulting in a debt service coverage of 2.40x; and

WHEREAS, the proposed operating budget for the Airports division is \$8,568,366; and

WHEREAS, the proposed operating budget for the Economic Development facilities is \$627,656; and

WHEREAS, the proposed operating budget for FY2021 has incorporated principles of activity-based budgeting, which allocate certain costs to individual divisions rather than a central administrative budget; and

WHEREAS, the Budget and Finance Committee has developed, reviewed, and approved the proposed 2021 Operating Budget and recommends its adoption to the Board of Commissioners.

NOW, THEREFORE, BE IT RESOLVED, that the Commission hereby adopts an operating budget (see Exhibit A attached hereto and incorporated by reference) of \$78,965,292 for the Bridge, Ferry, Food Services, Delaware City-Salem Ferry, Police, and Administration Divisions, and a budget of \$8,568,366 for the Airports division, a budget of \$627,656 for Economic Development facilities for a total of \$88,161,314 for FY2021, and authorizes the Executive Director to exercise the approved management discretion and spend within the approved FY2021 budget.

BE IT FURTHER RESOLVED that the Executive Director is authorized to exercise management discretion to transfer funds within a division, as well as, between divisions for such identified costs associated with ED, DED, ITS, HR, Finance, Engineering, Education, Communications and Infrastructure Preservation expenses as long as such transfer does not exceed the total expenditures of the Authority. (See Exhibits A & B attached hereto and incorporated by reference).

DELAWARE RIVER & BAY AUTHORITY											
EXPENDITURE ANALYSIS											
BY DIVISION											
FOR THE PERIOD 2017-2021											
EXHIBIT A											
		2017	%	2018	%	2019	%	2020	%	2021	%
		Adopted	+,-)	Adopted	+,-)	Adopted	+,-)	Adopted	+,-)	Proposed	+,-)
1	Administration	\$ 14,776,824	10.59	\$ 15,642,682	5.86	\$ 16,151,001	3.25	\$ 16,653,157	3.11	\$ 16,484,772	(1.01)
2	Bridge	19,138,451	(4.52)	20,173,571	5.41	20,817,707	3.19	21,390,095	2.75	21,447,528	0.27
3	Ferry	25,676,817	(1.15)	25,648,465	(0.11)	26,438,029	3.08	26,907,660	1.78	25,251,810	(6.15)
4	Authority Police	9,893,020	3.46	10,381,674	4.94	10,814,995	4.17	11,567,634	6.96	11,673,313	0.91
5	Sub-Total	69,485,112	0.78	71,846,392	3.40	74,221,732	3.31	76,518,546	3.09	74,857,423	(2.17)
6	Food Services	5,931,389	13.01	5,984,508	0.90	5,906,681	(1.30)	4,234,774	(28.31)	3,981,350	(5.98)
7	Forts Ferry Crossing	145,337	14.83	120,681	(16.96)	125,458	3.96	126,797	1.07	126,519	(0.22)
8	Sub-Total	75,561,838	1.67	77,951,581	3.16	80,253,871	2.95	80,880,117	0.78	78,965,292	(2.37)
9	Airports Division	7,712,668	4.38	7,793,858	1.05	8,029,493	3.02	8,284,620	3.18	8,568,366	3.42
10	Economic Development	790,363	(0.45)	840,847	6.39	711,932	(15.33)	714,159	0.31	627,656	(12.11)
11	Total DRBA Budget	\$ 84,064,869	1.89	\$ 86,586,286	3.00	\$ 88,995,296	2.78	\$ 89,878,896	0.99	\$ 88,161,314	(1.91)

DELAWARE RIVER & BAY AUTHORITY								
ALLOCATION OF ADMINISTRATIVE EXPENSES								
BUDGET SUMMARY								
FOR THE YEAR 2021								
EXHIBIT B								
DEPARTMENT	ADMIN.	DMB	CMLF	POLICE	AIRPORTS	FOOD & RETAIL	FORTS FERRY	TOTAL
EXECUTIVE DIRECTOR	\$ 1,662,493	\$ 50,200	\$ 5,000	\$ 2,500	\$ 12,500	\$ -	\$ -	\$ 1,732,693
DEPUTY EXECUTIVE DIRECTOR	680,137	-	150,025	-	202,475	-	-	1,032,637
HUMAN RESOURCES	1,908,276	-	184,118	16,000	-	-	-	2,108,394
EDUCATION & DEVELOPMENT	207,130	88,500	89,818	54,021	4,900	4,300	-	448,669
INFORMATION SERVICES	2,841,629	205,434	644,482	282,804	173,092	108,745	-	4,256,186
SAFETY	555,889	74,500	81,000	-	75,600	15,000	-	801,989
ELECTRONICS DEPARTMENT	975,170	196,420	222,539	66,500	93,700	7,400	-	1,561,729
FINANCE	1,791,211	1,884,712	1,626,417	252,910	570,184	100,555	21,828	6,247,817
ENGINEERING	699,738	1,319,137	348,359	-	102,932	-	12,500	2,482,666
TOTAL ADMINISTRATION:	\$ 11,321,673	\$ 3,818,903	\$ 3,351,758	\$ 674,735	\$ 1,235,383	\$ 236,000	\$ 34,328	\$ 20,672,780
INFRASTRUCTURE PRESERVATION:	-	500,000	135,000	-	365,000	-	-	1,000,000
GRAND TOTAL:	\$ 11,321,673	\$ 4,318,903	\$ 3,486,758	\$ 674,735	\$ 1,600,383	\$ 236,000	\$ 34,328	\$ 21,672,780

A motion to approve Resolution 20-38 was made by Commissioner Wilson, seconded by Commissioner Ratchford. A roll call vote was taken and there were (8) YES votes (Chairperson Lathem, Commissioner Decker, Commissioner Ford III, Commissioner Ratchford, Commissioner Faust, Commissioner Wilson, Commissioner Smith and Commissioner Ransome. (1) NO vote (Vice-Chairperson Hogan). While there were (8) votes in the affirmative, since there were not four affirmative votes from New Jersey, the motion FAILED.

Resolution 20-38 - Executive Summary Sheet

Resolution: Resolution 20-38 – Adoption of the Delaware River and Bay Authority’s 2021 Operating Budget

Committee: Budget & Finance

Committee Date: November 17, 2020

Board Date: November 17, 2020

Purpose of Resolution:

Resolution 20-28 formally authorizes funds for the fiscal year’s current operating expenses.

Background for Resolution:

The Authority has issued outstanding debt under a Trust Agreement dated October 1, 1993. Section 505 of the Agreement stipulates that the Authority covenants to adopt a final budget for each ensuing fiscal year. The budget is to address Current Expenses, Amounts Deposited into the Reserve Maintenance Fund, Revenue Projections and Compliance with the Covenant as to tolls, in Section 501 (a) (i).

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RESOLUTION 20-39 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND A PLACE ON EARTH, INC. 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, A Place on Earth, Inc. (“A Place on Earth”) desires to lease approximately 3,000 square feet of warehouse/store front space located in Unit 1 Building 96 at the Cape May Airport; and

WHEREAS, A Place on Earth has agreed to pay the Authority annual rent in the amount of Twenty-One Thousand Six Hundred dollars (\$21,600.00); and

WHEREAS, the initial term of the lease shall be for three (3) years; and

WHEREAS, rent shall increase in year 2 of the initial term to Twenty-Two Thousand Eight dollars (\$22,800.00) and in year 3 of the initial term to Twenty-Four Thousand dollars (\$24,000.00); and

WHEREAS, A Place on Earth shall have the option of renewing the Lease Agreement for one (1) three (3) year period; and

WHEREAS, rent during the renewal period shall increase by the annual 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 A Place on Earth and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 20-39 was made by Commissioner Smith, seconded by Commissioner Ford, and approved by a roll call vote of 9-0.

Resolution 20-39 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and A Place on Earth, Inc., regarding the Cape May Airport

Committee: Economic Development

Committee Date: November 17, 2020

Board Date: November 17, 2020

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 Building 96 located in the Cape May Airport Industrial Park. A Place on Earth, Inc. wishes to lease Unit 1 in Building 96 in order to operate a soap/lotion manufacturing and retail shop. A Place On Earth Inc. has leased this space since 2014. The lease price is comparable with all recent leases done for similar space within Building 96.

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RESOLUTION 20-40 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND SMITH & JACKSON MILITARY ANTIQUES AND FIREARMS, LLC AT THE MILLVILLE AIRPORT

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

WHEREAS, Smith & Jackson Military Antiques and Firearms, LLC (“Smith & Jackson”) desires to lease approximately 2,000 square feet of space located in a building commonly referred to as Building #20 Peterson Street at the Millville Airport; and

WHEREAS, Smith & Jackson has agreed to pay the Authority annual rent in the amount of Six Thousand Dollars 00/100 (\$6,000.00); and

WHEREAS, the initial term of the Lease (“Lease Agreement”) shall run concurrent with the term of their existing lease for 21 Peterson Street that is due to expire on April 30, 2022; and

WHEREAS, Smith & Jackson shall have the right to renew the lease for One (1) Five (5) year period; and

WHEREAS, rent shall be adjusted annually 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 Smith & Jackson Military Antiques and Firearms, LLC and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 20-40 was made by Commissioner Smith, seconded by Commissioner Wilson, and approved by a roll call vote of 9-0.

Resolution 20-40 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Smith & Jackson Military Antiques and Firearms, LLC d, regarding the Millville Airport

Committee: Economic Development

Committee Date: November 17, 2020

Board Date: November 17, 2020

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 commonly referred to as Building #20 at the Millville Airport. The building has recently become vacant. Tenant will be using the space as an expansion of their existing business on the airport currently located across the street in Building #21. The lease rate is based upon Fair Market Value for the space.

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RESOLUTION 20-41 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND AARON’S MOBILE DETAILING LLC 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, Aaron’s Mobile Detailing, LLC (“Aaron’s”) desires to lease approximately 1,500 square feet of space located in 251 Ranger Road, Unit #7 in order to operate a mobile auto detailing business at the Cape May Airport; and

WHEREAS, Aaron’s has agreed to pay the Authority annual rent in the amount of Fourteen Thousand Seven Hundred dollars (\$14,700.00) during the initial year; and

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

WHEREAS, Aaron’s shall have the option to renew this Lease Agreement for three (3) additional one (1) year terms; and

WHEREAS, the rent shall adjust annually during 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 Aaron’s Mobile Detailing, LLC and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 20-41 was made by Commissioner Wilson, seconded by Commissioner Faust, and approved by a roll call vote of 9-0.

Resolution 20-41 - Executive Summary

- Resolution:** Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Aaron’s Mobile Detailing, LLC, regarding the Cape May Airport
- Committee:** Economic Development
- Committee Date:** November 17, 2020
- Board Date:** November 17, 2020
- 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 a light industrial building located at 251 Ranger Rd. in the Cape May Airport Industrial Park. Unit #7 in this building has recently become available. Aaron’s Mobile Detailing, LLC has expressed a desire to lease the space to operate an auto detailing operation and would like to take possession as soon as possible. The rental rate reflects the current FMV for the space.

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RESOLUTION 20-42 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CAPE MAY COUNTY 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, Cape May County (the “County”) desires to lease approximately 1,500 square feet of space in the building located at 251 Ranger Rd. Unit #8 in order to operate an incubator at the Cape May Airport; and

WHEREAS, the County has agreed to pay the Authority annual rent in the amount of Twelve Thousand dollars (\$12,000.00); and

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

WHEREAS, the County shall have the option of renewing this Lease Agreement for one (1) additional one (1) year term; and

WHEREAS, rent shall adjust in the second renewal period to Thirteen Thousand Five Hundred Dollars 00/100(\$13,500.00) annually; and

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

A motion to approve Resolution 20-42 was made by Commissioner Faust, seconded by Commissioner Smith, and approved by a roll call vote of 9-0.

Resolution 20-42 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and the County of Cape May regarding the Cape May Airport

Committee: Economic Development

Committee Date: November 17, 2020

Board Date: November 17, 2020

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 251 Ranger Rd. in the Cape May Airport Industrial Park. The County of Cape May currently leases Unit #8 in this building. They are looking to renew their lease on this space. The unit is 1,500 sq.ft. of space and they operate an incubator in the unit. The space is used for the development of small businesses and new technologies.

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RESOLUTION 20-43 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND NEW CINGULAR WIRELESS PCS, LLC AT THE CAPE MAY AIRPORT

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

WHEREAS, New Cingular Wireless, PCS, LLC (“New Cingular”) desires to lease approximately 3,600 square feet of land at the Cape May Airport in order to construct a cellular tower as part of a first responder’s network; and

WHEREAS, New Cingular has agreed to pay the Authority annual rent in the amount of Twenty-Five Thousand Two Hundred Dollars 00/100 (\$25,200.00) for the parcel; and

WHEREAS, the term of the Lease Agreement (“Agreement”) is for Five (5) years; and

WHEREAS, rent shall increase annually by two percent (2.0%); and

WHEREAS, New Cingular shall have the right to renew the Lease Agreement for four (4) five (5) year renewal options; and

WHEREAS, rent shall adjust at the beginning of year ten (10) and year twenty (20) to the then 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 New Cingular Wireless PCS, LLC and, with the consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

NOW, THEREFORE, BE IT RESOLVED, that Resolution 20-09 is hereby rescinded.

A motion to approve Resolution 20-43 was made by Commissioner Ratchford, seconded by Commissioner Ransome, and approved by a roll call vote of 9-0.

Resolution 20-43 - Executive Summary

Resolution: Authorizing the Execution of the Lease Agreement between the Delaware River and Bay Authority and New Cingular Wireless PCS, LLC at the Cape May Airport.

Committee: Economic Development

Committee Date: November 17, 2020

Board Date: November 17, 2020

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. New Cingular Wireless desires to lease a small parcel of land in order to install a cellular tower on behalf of AT&T. This tower will be part of the First Net, which is designed to be the first national high speed broadband cellular network that is to be dedicated to first responders. The tower has

been through and FAA review process as well as coordination with all local agencies for any potential impacts to existing systems. This resolution corrects the FMV approval from the previous resolution from adjustments every 5 years to adjustments every 10 years.

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RESOLUTION 20-44 – AUTHORIZES AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND ELLIOTT BAY DESIGN GROUP, LLC TO PROVIDE NAVAL ARCHITECT CONSULTING SERVICES 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 Cape May-Lewes Ferry (“CMLF”); and

WHEREAS, the Authority wishes to hire a Naval Architecture/Marine Engineering Consultant to provide design and analysis work on behalf of the Cape May-Lewes Ferry, and to assign such Consultant to Phase 1 of the DRBA’s multi-phased plan to ultimately replace the CMLF’s vessels. The primary assignment for the Consultant during Phase 1 will be to review and redevelop the Cape May-Lewes Ferry Marine Master Plan; and

WHEREAS, the Authority publicly advertised a Request for Proposals (“RFP”) for the required Naval Architect services in compliance with Resolution 98-31, as amended, which governs the Authority’s procedure for the procurement of professional services; and

WHEREAS, the Authority received three (3) proposals pursuant to the aforementioned public Request for Proposals; and

WHEREAS, a Selection Committee performed a preliminary evaluation of all proposals received and selected the two (2) highest-ranked proposals for further consideration and conducted interviews with those firms; and

WHEREAS, following interviews and final evaluation, Elliott Bay Design Group, LLC (“EBDG”) was designated as the highest-ranked firm; and

WHEREAS, the Authority conducted an analysis of the cost of the services proposed by the highest-ranking firm, and negotiated terms and conditions with the firm after determining the proposed fees to be fair and reasonable; and

WHEREAS, the Authority desires to enter into a Service Agreement (“Agreement”) with EBDG for an initial term of one (1) year to deliver the Phase 1 – Marine Master Planning services, with the option to extend the Agreement for up to three (3) additional periods of one (1) year each, any such extension period to be authorized by the originating Committee along with the consent of the Chairperson and Vice Chairperson of the Board of Commissioners; and

WHEREAS, the Projects Committee reviewed this recommendation and concurs; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of an Agreement with EBDG to provide Naval Architect services to the Authority and to have such Agreement executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approve Resolution 20-44 was made by Commissioner Ratchford, seconded by Commissioner Smith, and approved by a roll call vote of 9-0.

Resolution 20-44 - Executive Summary Sheet

Resolution: Authorizes an agreement between the Delaware River and Bay Authority and Elliott Bay Design Group, LLC to provide Naval Architect consulting services the Authority.

Committee: Projects Committee

**Committee/
Board Date:** November 17, 2020

Purpose of Resolution:
To authorize an agreement with Elliott Bay Design Group, LLC to provide Naval Architect consulting services to the Delaware River and Bay Authority.

Background for Resolution:
The proposed Resolution follows the requirements of Resolution 98-31, as amended, which governs the Authority's procedure for the procurement of professional services.

The Authority received and evaluated proposals submitted by the following three (3) firms:

Elliott Bay Design Group, LLC
Glosten
Sea Transport Corporation, LLC

The Selection Committee conducted a preliminary evaluation of and ranked each proposal received, conducted interviews with the two highest-ranked firms, and utilized final evaluation criteria to establish a final ranked list, with Elliott Bay Design Group, LLC being identified as the highest-ranked firm. The Authority analyzed the proposed fees to provide the services, which were found to be fair and reasonable, and negotiated the terms and conditions of the resulting service agreement.

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RESOLUTION 20-45 – CHANGES THE DATE OF THE JANUARY AND FEBRUARY 2021 BOARD OF COMMISSIONERS MEETINGS

WHEREAS, pursuant to Section 5.1 of the Bylaws adopted by the Delaware River and Bay Authority (the “Authority”), the regular monthly meeting of the Commissioners shall be held on the third Tuesday of each month; and

WHEREAS, the January 2021 meeting is currently scheduled for Tuesday, January 19, 2021; and

WHEREAS, due to scheduling conflicts with Martin Luther King Day, the Commissioners desire to reschedule the meeting to the third Thursday of January, January 21, 2021; and

WHEREAS, the February 2021 Board meeting is currently scheduled for Tuesday, February 16, 2021; and

WHEREAS, due to scheduling conflicts with Presidents’ Day, the Commissioners desire to reschedule the meeting to the third Wednesday of February, February 17, 2021.

NOW, THEREFORE, BE IT RESOLVED, that the January monthly meeting of the Board of Commissioners of the DRBA shall be moved from January 19, 2021 to January 21, 2021.

NOW, THEREFORE, BE IT RESOLVED, that the February monthly meeting of the Board of Commissioners of the DRBA shall be moved from February 16, 2021 to February 17, 2021.

A motion to approve Resolution 20-45 was made by Commissioner Ratchford, seconded by Commissioner Decker, and approved by a roll call vote of 9-0.

Resolution 20-45 - Executive Summary

Resolution: Changes the Date of the January and February 2021 Board of Commissioners Meetings

Committee: N/A

Committee/Board Date: November 17, 2020

Purpose of Resolution: To change the date of the January and February regular monthly meetings of the Board of Commissioners from January 19, 2021 to January 21, 2021 and from February 16, 2021 to February 17, 2021.

Background for Resolution:

Due to the Martin Luther King Holiday, there are scheduling conflicts with the regularly scheduled January meeting.

Due to the Presidents' Day Holiday, there are scheduling conflicts with the regularly scheduled February meeting.

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RESOLUTION 20-46 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND OVERHEAD DOOR COMPANY OF DELMAR, INC.

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

WHEREAS, Overhead Door Company of Delmar, Inc. ("Overhead") desires to lease approximately 7,230 square feet of warehouse and shop space in a facility commonly referred to as 502 New Churchmans Rd.; and

WHEREAS, Overhead has agreed to pay the Authority annual rent in the amount of Fifty-One Thousand One Hundred and Sixty-Eight 00/100 (\$51,168.00); and

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

WHEREAS, Overhead shall have the option to renew the Agreement for two (2) additional one (1) year terms; and

WHEREAS, rent during each renewal year shall adjust annually by two percent (2%); and

WHEREAS, the Authority shall have the right to terminate this agreement upon 6 months' notice if there should be an aeronautical need for the property; and

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

A motion to approve Resolution 20-46 was made by Commissioner Ransome, seconded by Commissioner Ford, and approved by a roll call vote of 8-0-1. Commissioner Faust abstained from voting.

Resolution 20-46 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Overhead Door Company of Delmar, Inc. regarding the New Castle Airport

Committee: Economic Development

Committee Date: November 17, 2020

Board Date: November 17, 2020

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

Background for Resolution: The Delaware River and Bay Authority operates a building located at 502 New Churchmans Rd. at the New Castle Airport. Overhead Door Company of Delmar, Inc. currently leases this facility. Overhead door would like to re-lease the entire facility totaling 7,230 sq.ft. to continue the operation of their existing business at the airport. The rent is based upon the FMV of the building.

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11714. EXECUTIVE DIRECTOR'S COMMENTS

The Executive Director reported on events in and around the Authority as follows:

The Executive Director displayed a picture of the Bill Lowe Pier. Unfortunately, due to Covid restrictions Bill Lowe, his wife, Heath Gehrke and the Executive Director unveiled the plaque.

Upcoming Events:

Tuesday, December 15, 2020 – Commissioners Board Meeting

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11715. COMMISSIONERS PUBLIC FORUM

Chairperson Lathem called for comments from the public and Commissioners.

There were no public comments.

Commissioner Decker requested clarification from Vice Chairperson Hogan on his concerns regarding the 2021 operating budget so they can be addressed by the Budget and Finance Committee before the next meeting. Clarification was provided and the appropriate follow-up will occur.

Commissioner Wilson asked if the Authority was having the annual Christmas luncheon for the employees. The Executive Director confirmed due to Covid restrictions the luncheon would not take place this year, but that he was looking into an appropriate way to express appreciation to the employees for their hard work this year.

Chairperson Lathem thanked all the Commissioners for their patience during this difficult time.

There being no further business, Chairperson Lathem adjourned the meeting at 1:05 p.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Stephen D. Williams
Assistant Secretary