

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Cape May Convention Center
Tuesday, September 17, 2024**

The meeting convened at 9:08 a.m. at the Cape May Convention Center, with Chairperson Lathem presiding.

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.

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

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

Commissioners from Delaware

Samuel Lathem, Chairperson
Crystal L. Carey
Michael Ratchford
Veronica O. Faust
Theodore Becker
James Collins

Commissioners from New Jersey

M. Earl Ransome, Jr., Vice-Chairperson
Shirley R. Wilson - Absent
Sheila McCann
Heather Baldini
Debra Behnke
James Mehaffey

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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 11-0.

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

The COO, Vince Meconi announced that the Cape May Lewes Ferry earned the coveted TripAdvisor Travelers' Choice Award. The award celebrates excellence in hospitality and is given only to establishments that consistently achieve great customer reviews on TripAdvisor. Award recipients include accommodations, eateries and attractions located all over the world that have continually delivered a superior customer experience. It is the twelfth year that the Ferry service has been recognized with this award. The COO introduced CMLF team members and thanked them exceeding our customers' expectations every day.

Chairperson Lathem called for a motion to move to the Executive Session. Commissioner Becker made a motion, seconded by Commissioner Ratchford, and the motion was carried by voice vote of 11-0.

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

The Executive Session started at 9:18 a.m. At 10:47 a.m. Chairperson Lathem called for a motion to close the Executive Session, and recess to conduct Committee Meetings. Commissioner Mehaffey made a motion, seconded by Commissioner Collins, and the motion was carried by a voice vote of 11-0.

The Committee meetings began at 11:20 a.m. and ended at 11:59 a.m. During that time, the following Committee meetings were held:

- Governance and Audit
- Budget and Finance
- Economic Development
- Personnel
- Projects

At the conclusion of the Committee meetings, Chairperson Lathem called the Board meeting back to order at 11:59 a.m.

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12348. APPROVAL OF THE JULY MINUTES

Commissioner Ratchford made a motion to approve meeting minutes for July 16, 2024, seconded by Commissioner Collins, and approved by a voice vote of 11-0.

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12349. 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 July 2024 and August 2024. Without objection, the charts were ordered filed with the permanent records of the Authority.

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12350. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for July 2024 and August 2024 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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12351. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for July 2024 and August 2024 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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12352. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for July 2024 and August 2024 showing the capital budgets for crossings and economic development projects and dollars committed to date for the projects. The charts 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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12353. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) FOR JULY 31, 2024, AND AUGUST 31, 2024.

The CFO presented charts indicating the cash fund balances for the entire Authority for July 2024 and August 2024.

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

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12354. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted that five (5) Contract Awards, , and eleven (11) Resolutions were being considered at today’s meeting.

All 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.

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12355. AWARD OF CONTRACT #DMB-23-08 – NEW CASTLE AVENUE (ROUTE 9) BRIDGE REHABILITATION

The Chief Operations Officer (COO) noted that a public bid opening was held on August 28, 2024. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Eastern Highway Specialists, Inc. of Wilmington, Delaware in the amount of \$12,975,752.50.

A motion to award CONTRACT #DMB-23-08 to the aforementioned firm was made by Commissioner Ratchford, seconded by Commissioner Mehaffey, and approved by a voice vote of 11-0.

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12356. AWARD OF CONTRACT #DMB-24-11 – CATWALK RAILING UPGRADES, PHASE 1- FIRST STRUCTURE

The Chief Operations Officer (COO) noted that a public bid opening was held on July 24, 2024. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, J.D. Eckman, Inc. of Atglen, Pennsylvania in the amount of \$3,117,820.00.

A motion to award CONTRACT #DMB-24-11 to the aforementioned firm was made by Commissioner Becker, seconded by Commissioner Ratchford, and approved by a voice vote of 11-0.

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12357. AWARD OF CONTRACT #CMLF-NC23-AR – CAPE MAY TERMINAL DAVIT CRANE ELECTRICAL REPAIRS

The Chief Operations Officer (COO) noted that a public bid opening was held on August 15, 2024. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, JJD Electric, LLC of Paulsboro, New Jersey in the amount of \$987,464.61.

A motion to award CONTRACT #CMLF-NC23-AR to the aforementioned firm was made by Commissioner Becker, seconded by Commissioner Ratchford, and approved by a voice vote of 11-0.

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12358. AWARD OF CONTRACT #ILG-24-50 – FORD F-550 DUMP TRUCK WITH HYDRAULIC SYSTEM, V-BOX SPREADER, AND PLOW

The Chief Operations Officer (COO) noted that a public bid opening was held on August 15, 2024. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Nielsen Ford of Morristown, New Jersey in the amount of \$134,326.00.

A motion to award CONTRACT #ILG-24-50 to the aforementioned firm was made by Commissioner Becker, seconded by Commissioner Ratchford, and approved by a voice vote of 11-0.

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12359. REJECT ALL BIDS FOR CONTRACT #CMLF-C24-04 – CAPE MAY TERMINAL BUILDING ELEVATOR REHABILITATION

The Chief Operations Officer (COO) noted that a public bid opening was held on July 31, 2024. The COO and Projects Committee recommended rejecting all bids for this contract.

A motion to reject all bids for CONTRACT #CMLF-C24-04 was made by Commissioner Faust, seconded by Commissioner Becker, and approved by a voice vote of 11-0.

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12360. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

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RESOLUTION 24-35 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 24-17 FOR THE PERIOD, JANUARY 1, 2024, THROUGH DECEMBER 31, 2024

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 24-17 requiring Commissioner review and approval of any professional service contract, non-professional service contract, materiel contract, or supply contract valued at \$50,000 or above and any construction management or construction contract valued at \$200,000 or above; and

WHEREAS, the Authority anticipates expenditures at or above the aforementioned thresholds to the following vendors:

DELAWARE RIVER & BAY AUTHORITY
VENDORS PROJECTED BE AWARDED
A MATERIEL, SUPPLY, PROFESSIONAL SERVICE, OR NON-PROFESSIONAL SERVICE CONTRACT
VALUED \$50,000 OR ABOVE
OR
A CONSTRUCTION MANAGEMENT/CONSTRUCTION CONTRACT
VALUED \$200,000 OR ABOVE
DURING THE PERIOD 1/1/24 THROUGH 12/31/24

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
Cato, Inc.	Unleaded Gasoline for DMB Vehicles & Equipment	State Contract	\$99,000
Kelly Ann Meerbott d/b/a You – Loud and Clear, Inc.	Leadership Development & Training	Committee Waiver	\$113,000

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

Resolution 24-35 was moved by Commissioner Becker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 11-0.

Resolution 24-35 - Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 24-17 for the period January 1, 2024, through December 31, 2024.

Committee: Budget & Finance

Committee Date: September 17, 2024

Board Date: September 17, 2024

Purpose: To receive Commissioner approval of the identified vendors and expenditures for those specific professional service contracts, non-professional service contracts, materiel, and supply contracts valued at \$50,000 or above, and for those specific construction management or construction contracts valued at \$200,000 or above, that otherwise would require a public competitive process per Resolution 24-17.

Background: The proposed Resolution meets the requirements of Resolution 24-17, 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 \$50,000 or more, or a construction management or construction contract in the amount of \$200,000 or more, unless it has first been approved by a vote of Commissioners.

Purchase Detail:

Cato, Inc.: Unleaded Gasoline for DMB Vehicles & Equipment

The Authority stores and dispenses unleaded gasoline at the DMB Administrative Complex for use in Authority-owned vehicles and equipment. The price per-gallon for gasoline is competitively awarded by

the State according to the county and the capacity of the tank which the purchased gasoline will be stored. Cato is currently a party to the lowest-priced state contract to provide gasoline to “A” tanks located within New Castle County (*GSS21002-GASOLINE*).

Kelly Ann Meerbott d/b/a You – Loud and Clear, Inc.: Leadership Development & Training

The Authority plans to continue to utilize *You – Loud and Clear* to provide leadership development and training activities designed to enhance leaders' skills and abilities. The trainings will involve skill development in areas like communication and strategic thinking, personal growth through self-awareness and emotional intelligence, and knowledge enhancement in leadership theories and organizational dynamics aimed to prepare individuals to effectively lead and manage in various challenges.

Classification Definitions:

Committee Waiver. The Budget and Finance Committee, in consideration of the DRBA’s overall procurement process, may increase or waive the competitive solicitation thresholds established in paragraphs 1 and 2 of Resolution 24-17 for the following reasons: operational needs and issues, a need for uniformity and continuity in materiel and services required by the Authority, and unique or special needs of the Authority including, but not limited to, the desirability of owner-furnished materiel and supplies in vessel repair, maintenance, renovation and rehabilitation (DRBA Resolution 24-17, Section 3).

State Contract. A purchase of equipment, supplies, or non-professional services which, under normal circumstances, would require competitive bidding, however the vendor has agreed to provide the goods or services to the Authority at fees less than or equal to that vendor’s respective contract as awarded by the State of Delaware or New Jersey. *“Any contract for the purchase of materiel and supplies and non-professional services....which contract individually exceeds \$50,000, or in the combination with other contracts, exceeds \$50,000 in any one calendar year shall be pursuant to a contract entered into by the Authority after competitive bidding. This provision shall not apply to purchases by the Authority from suppliers in cases where the Authority is purchasing at prices pursuant to contracts awarded by the States of Delaware or New Jersey for state agencies.”* (DRBA Resolution 24-17 Part 2.a.).

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RESOLUTION 24-36 – AUTHORIZING AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND USI INSURANCE SERVICES, LLC FOR EMPLOYEE BENEFITS CONSULTING SERVICES

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, five regional airports, and the adjoining facilities and infrastructure at each of the aforementioned sites; and

WHEREAS, the Authority seeks to engage a consultant to provide Authority-wide Employee Benefits Consulting Services, including, but not limited to, Employee Health (Medical and Prescription Drugs), Wellness, Dental, Vision, Life, Disability and Ancillary/Voluntary Benefits (the, Services); and

WHEREAS, the Authority publicly advertised a Request for Proposals (“RFP”) in compliance with DRBA Resolution 24-17, as amended, which governs the Authority’s procedures for the procurement of professional services; and

WHEREAS, the Authority received three (3) responses to the RFP and performed a thorough evaluation of each respondent’s proposal; and

WHEREAS, following preliminary evaluation of each submission, the Authority short-listed two firms for further consideration; and

WHEREAS, following oral interviews and final evaluation, the Authority selected USI Insurance Services, LLC (“USI”), and conducted an analysis of the firm’s proposed fixed annual fees to provide the Services, which were determined to be fair and reasonable; and

WHEREAS, with the consent of the Chairman and Vice-Chairman of the Board of Commissioners, the Authority desires to enter into a Service Agreement with USI for the Services; and

WHEREAS, the Service Agreement has a base term of three (3) years, with the Authority having the option to extend the contract for up to two (2) additional periods of one (1) year each after the expiration of the base term, either such additional term subject to prior authorization by the Budget and Finance Committee and the Chairman and Vice-Chairman of the Board of Commissioners; and

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

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

Resolution 24-36 was moved by Commissioner Becker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 11-0.

Resolution 24-36 - Executive Summary Sheet

- Resolution:** Authorizes an agreement between the Authority and USI Insurance Services, LLC to provide Authority-wide Employee Benefits Consulting Services
- Committee:** Budget and Finance Committee
- Board Date:** September 17, 2024
- Purpose:** The Authority requires the assistance of a consultant to provide Authority-wide Employee Benefits Consulting Services, including Employee Health (Medical and

Prescription Drugs), Wellness, Dental, Vision, Life, Disability and Ancillary/Voluntary Benefits.

Background for Resolution:

The procedures leading to this Resolution followed the requirements of Resolution 24-17, as amended, which governs the Authority’s purchasing thresholds and policies.

The Authority received and evaluated proposals submitted by the following firms:

- Aon Consulting, Inc.
- Bolton Partners, Inc.
- USI Insurance Services, LLC

A Consultant Selection Committee performed a preliminary evaluation of each submission, performed final evaluation, selected USI, and conducted an analysis of the firm’s proposed fixed annual fees and determined them to be fair and reasonable.

Following preliminary review and evaluation of all proposals, the Authority short-listed two respondents for further consideration, conducted oral interviews with the short-listed firms and utilized the final evaluation criteria to establish a final ranked list, with USI Insurance Services, LLC being identified as the highest-ranked firm. The Authority conducted an analysis of the firm’s proposed fixed annual fees for the Services and determined them to be fair and reasonable.

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RESOLUTION 24-37 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND LAUGHING GIRAFFE AVIATION, LLC AT THE MILLVILLE AIRPORT

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

WHEREAS, Laughing Giraffe Aviation, LLC (“Laughing Giraffe”) desires to lease approximately 21,750 square feet of land in order to construct a corporate hangar at the Millville Airport; and

WHEREAS, Laughing Giraffe has agreed to pay the Authority annual rental in the amount of Six Thousand Five Hundred Twenty-Five Dollars 00/100 (\$6,525.00); and

WHEREAS, Laughing Giraffe has agreed to pay Transaction Rent in the amount of 4% of the Sale Proceeds and Net Refinancing Proceeds on any sale or refinancing of the hangar; and

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

WHEREAS, rent shall adjust annually by the Consumer Price Index (CPI) and have a Fair Market Adjustment every five (5) years; and

WHEREAS, the Authority shall have a right of first refusal to purchase the Hangar if the Tenant elects to sell the hangar during the term of the Lease.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Laughing Giraffe Aviation, LLC 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 24-25 is hereby rescinded.

Resolution 24-37 was moved by Commissioner Becker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 11-0.

Resolution 24-37 - Executive Summary

- Resolution:** Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Laughing Giraffe Aviation, LLC regarding Millville Airport.
- Committee:** Economic Development
- Committee Date:** September 17, 2024
- Board Date:** September 17, 2024
- Purpose:** To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the Millville Airport.
- Background:** The owner of Laughing Giraffe Aviation has been a user of the Millville Airport for some time. They recently purchased a corporate aircraft, and they desire to build a hangar on the airfield to house the aircraft. The rent is based upon the current appraised rental rate for land at the airport with appropriate rent adjustments over the term of the Lease and transaction rent to be charged upon the sale or refinance of the hangar. The Authority shall have the right to purchase the hangar if the Tenant elects to sell it during the term.

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RESOLUTION 24-38 - AUTHORIZES AN UTILITY EASEMENT AND A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND AT & T ENTERPRISES, LLC. AND ITS AFFILIATES AT THE DELAWARE MEMORIAL BRIDGE

WHEREAS, the Delaware River and Bay Authority (the “Authority”), is the operator of the Delaware Memorial Bridge (the “Bridge”), New Castle, Delaware; and

WHEREAS, AT & T Enterprises, LLC. and its affiliates (“AT & T”) currently has fiber on the bridge through an easement that has expired. AT & T would like to continue to access the bridge through a new Easement Agreement (“Easement”) for their exiting fiber line; and

WHEREAS, AT & T would also like to enter into a Lease Agreement (“Lease”) to lease space in underground conduit owned by the Authority that will extend the fiber line on the bridge to Route 130 in NJ and Route 9 in DE; and

WHEREAS, AT & T has agreed to pay the Authority annual rental for the easement of Twelve Dollars and 78/00 (\$12.78) per linear foot on the bridge; and

WHEREAS, AT & T has agreed to pay the Authority annual rental for Lease of One Dollar and 30/100 (\$1.30) per linear foot of conduit usage; and

WHEREAS, rent for both the easement and the lease agreement shall increase annually by two percent (2%); and

WHEREAS, the initial term of the Easement and Lease shall be for thirty (30) years; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Easement and Lease Agreements with AT & T Enterprises, LLC. and its affiliates 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 22-27 is hereby rescinded.

Resolution 24-38 was moved by Commissioner Ratchford, seconded by Commissioner Becker, and was approved by a roll call vote of 11-0.

Resolution 24-38 - Executive Summary

Resolution: Authorizing the Execution of a Lease and Easement Agreement between the Delaware River and Bay Authority and AT & T Enterprises, LLC. and its affiliates regarding the Delaware Memorial Bridge.

Committee: Economic Development

Committee Date: September 17, 2024

Board Date: September 17, 2024

Purpose: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease and easement agreement for space at the Delaware Memorial Bridge.

Background: AT & T Enterprises, LLC. and its affiliates is upgrading and improving its communication network in the area. They currently have conduit installed and owned by ATT on the bridge. The easement agreement has expired, and they would like to renew that agreement as well as enter into a new lease agreement to extend the fiber line to Routes 130 and 9. The rates are based upon appraisals and FMV comparable.

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RESOLUTION 24-39 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND AMERICAN AIRLINES, INC., AND THE LANDLINE COMPANY AT WILMINGTON AIRPORT

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

WHEREAS, The Landline Company (“Landline”) desires to lease approximately 525 square feet of space in the terminal space (“Terminal Space”) located in the building known as the Wilmington Airport Terminal Building; and

WHEREAS, the term of this agreement shall be for One (1) year; and

WHEREAS, Landline shall have the right to renew this agreement for One (1) year; and

WHEREAS, Landline has agreed to pay the Authority Twenty-Four Thousand Nine Hundred Thirty-Seven Dollars 50/100 (\$24,937.50); and

WHEREAS, Landline agrees to pay Twenty-Five Thousand Four Hundred Thirty-Six Dollars 25/100 (\$25,436.25) during the renewal term; 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 American Airlines, Inc., and The Landline Company at Wilmington Airport and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

Resolution 24-39 was moved by Commissioner Collins, seconded by Commissioner Becker, and was approved by a roll call vote of 11-0.

Resolution 24-39 - Executive Summary

- Resolution:** Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and American Airlines, Inc., and The Landline Company regarding the Wilmington Airport.
- Committee:** Economic Development
- Committee Date:** September 17, 2024
- Board Date:** September 17, 2024
- Purpose:** To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the Wilmington Airport.
- Background:** The Delaware River and Bay Authority operates the Wilmington Airport Terminal Building. American Airlines and the Landline Company desires to lease approximately 525 square feet of terminal space for administrative offices for their operation.

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RESOLUTION 24-40 – AUTHORIZES AN AGREEMENT FOR COMMERCIAL BUS SERVICE BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY, THE LANDLINE COMPANY AND AMERICAN AIRLINES AT THE WILMINGTON AIRPORT (ILG)

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

WHEREAS The Landline Company (“Landline”), American Airlines, Inc. (the “Airline”) and the Authority desire to enter into an agreement governing use of non-exclusive space in the terminal building and aircraft parking apron for Landline and Airline to jointly operate commercial bus transportation services at the Airport; and

WHEREAS, in pursuit of this arrangement, the Authority, Landline and Airline will enter into an Airport Use Permit; and

WHEREAS, the Airport has a public Terminal building (the “Terminal,”) containing certain common areas/items to be used by Landline on behalf of the Airline and/or its passengers, including counters where the tickets and boarding passes may be issued to passengers and also to process passenger baggage, counter support space, security screening checkpoints, doors providing access to parked aircraft, podiums, passenger waiting areas, and areas immediately outside, and;

WHEREAS, certain other areas within the Terminal exist that will also be used by passengers, employees and others such as common passageways, general waiting areas, bathrooms and areas adjacent to the curbs outside of the Terminal, and;

WHEREAS, other areas exist upon the Airport that are available to aircraft operators to use in common with others, such as runways, taxiways, aircraft hold/run-up areas and apron areas, and;

WHEREAS, Landline on behalf of Airline desires to use certain space and facilities in order to facilitate its provision of commercial bus transportation service at the Airport;

WHEREAS, the Authority, Landline and the Airline have agreed on an initial term of (1) one year, and

WHEREAS, Landline and the Airline shall have the option to extend the term of the use permit for four (4) additional (1) year terms, and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of an Airline Use Permit and, with the advice and consent of counsel, to have such documents executed by the Chairperson, Vice Chairperson, and the Executive Director.

Resolution 24-40 was moved by Commissioner Ratchford, seconded by Commissioner McCann, and was approved by a roll call vote of 11-0.

Resolution 24-40 - Executive Summary Sheet

- Resolution:** Authorizes an Agreement for Commercial Bus Service between the Delaware River and Bay Authority, The Landline Company and American Airlines at the Wilmington Airport (ILG)
- Committee:** Economic Development
- Committee Date:** September 17, 2024
- Board Date:** September 17, 2024
- Purpose:** Formalize a Terminal Use Agreement between the Authority, Landline and American Airlines in support of commercial bus service at Wilmington Airport (ILG).
- Background:** The Landline Company on behalf of American Airlines will be adding luxury motorcoach service connecting Wilmington Airport (ILG) to Philadelphia International Airport (PHL) beginning October 7, 2024. This service will provide additional convenience by allowing passengers to clear TSA and check baggage at ILG prior to boarding the bus to PHL as a secure segment

of the passengers' trip. This Resolution authorizes Landline and American the use of the necessary airport facilities in support of those services

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RESOLUTION 24-41 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND TWISTED ENGINEERING, LLC.

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

WHEREAS, Twisted Engineering, LLC ("TE") desires to lease approximately 1,500 square feet of space in a building located at 251 Ranger Rd. commonly referred to as Unit #4 at the Cape May Airport; and

WHEREAS, TE has agreed to pay the Authority annual rent in the amount of Seventeen Thousand Seven Hundred and Fifteen Dollars 36/100 Dollars (\$17,715.36); and

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

WHEREAS, THE shall have the right to renew this agreement for four (4) one (1) year renewal periods; and

WHEREAS, rent shall increase by the Consumer Price Index (CPI) at the beginning of each renewal period; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Twisted Engineering, 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 24-41 was moved by Commissioner Ratchford, seconded by Commissioner Becker, and was approved by a roll call vote of 11-0.

Resolution 24-41 - Executive Summary

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

Committee: Economic Development

Committee Date: September 17, 2024

Board Date: September 17, 2024

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

Background: The Delaware River and Bay Authority operates a light industrial building at the Cape May Airport commonly referred to as 251 Ranger Rd. Twisted Engineering LLC has been a tenant at the airport in this space since 2018 and would like to continue to lease Unit #4 in the building to operate a motorcycle component design and manufacturing business. They previously were operating at a location in Cumberland County. The rate is the current FMV for the space.

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RESOLUTION 24-42 – AUTHORIZING AMENDMENT TO THE DELAWARE RIVER AND BAY AUTHORITY EMPLOYEES’ RETIREMENT PLAN

WHEREAS, the Delaware River and Bay Authority (the “Authority”) currently maintains the Delaware River and Bay Authority Employee’s Retirement Plan Amended and Restated 2023 (the “Retirement Plan”); and

WHEREAS, pursuant to Section 8.1(a) of the Retirement Plan, the Authority has the right to, at any time, amend the Retirement Plan pursuant to a resolution of the Commissioners of the Authority; and

WHEREAS, the Authority last amended the Retirement Plan through Resolution 24-20 to enact changes made in Section 304 of the SECURE Act 2.0 which increased the benefit amount subject to the small balance mandatory cash out limit provision from \$5,000 to \$7,000 effective January 1, 2024; and

WHEREAS, at a duly called and noticed meeting of the Board of Commissioners held on October 21, 2014, Resolution 14-38 was passed authorizing the execution of the necessary amendments to the Retirement Plan, the Defined Contribution Plan, the retiree medical benefits plan and the retiree life insurance plan for all permanent full-time employees hired or rehired on or after January 1, 2015; and

WHEREAS, the amendment to the retiree medical benefits plan included a premium cost share for future retirees hired on or after January 1, 2015, based on the number of years of service once reaching the new 10 year vesting period effective on or after January 1, 2025; and

WHEREAS, the Authority now desires to incorporate the Amendment into the Retirement Plan document; and

NOW, THEREFORE, effective January 1, 2025, the Retirement Plan document is amended by Section 11.2 of the Plan hereby amended by adding the following language as a new paragraph (d):

(d) This provision shall not apply to the extent a Participant who was hired by the Employer after December 31, 2014, and is entitled to continue to receive medical benefits from the Employer after retirement from the Employer, agrees with the Administrator on a form provided by the Administrator to pay from such Participant's monthly benefit, the Participant's monthly share of the cost of retiree medical benefits provided by the Employer

NOW, THEREFORE, BE IT RESOLVED, that the proper officers and employees of the Authority are hereby authorized to execute the necessary amendment to the Retirement Plan and to take whatever action to execute whatever instruments with the advice and consent of Counsel that may be necessary or convenient to carry out the foregoing resolution.

Resolution 24-42 was moved by Commissioner Ratchford, seconded by Commissioner Collins, and was approved by a roll call vote of 11-0.

Resolution 24-42 - Executive Summary

Resolution: Authorizing the Amendment of the Delaware River and Bay Authority Employees' Retirement Plan

Committee: Personnel Committee

Committee Date: September 17, 2024

Board Date: September 17, 2024

Purpose: To add a provision to the Authority's Employees' Retirement Plan to allow for the Authority to deduct retiree health care premium contributions for those employees hired on or after January 1, 2015, and retiring on or after January 1, 2025.

Background: In 2014, the Authority's Board of Commissioners approved through Resolution 14-38 amendments to the Authority's Employees' Retirement Plan, that changed the vesting period to 10 years (from 5 years), reduce life insurance to a flat \$10,000 benefit (from 1X base pay), and to change health insurance care costs by having future retirees contribute to health care costs by paying a portion of the premiums for such coverage based on years of service.

To implement the deductions of retiree health care premium contributions for those impacted by this amendment, the Authority's Employees' Retirement Plan document had to have such provision added to the plan document. The Authority desires to make such amendment effective January 1, 2025.

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RESOLUTION 24-43 – AUTHORIZING AN AMENDMENT TO THE AUTHORITY'S PERSONNEL MANUAL – EQUAL EMPLOYMENT OPPORTUNITY/ANTI-HARASSMENT POLICY AND COMPLAINT PROCEDURES

WHEREAS, the Delaware River and Bay Authority (the “Authority”) is committed to excellence in public employment; and

WHEREAS, the Authority is committed to recruiting, employing, and retaining high-quality individuals, possessing required knowledge, skills, and abilities for their respective job duties; and

WHEREAS, the Authority is committed to ensuring that individuals using its services, benefits, facilities, programs, or activities are free from harassment or discrimination in the use of Authority facilities and services; and

WHEREAS, the Authority has adopted a Personnel Manual providing general descriptions and guidelines concerning the Authority’s personnel policies and practices; and

WHEREAS, the Authority reviews and amends the Personnel Manual from time to time; and

WHEREAS, the Authority last amended its Equal Employment Opportunity and Anti-Harassment Policy in 2017; and

WHEREAS, in 2023 as the result of an FTA Triennial Review associated with federal grant funding, the Authority received guidance on ways to improve its processes; and

WHEREAS, the Authority has determined that it is in the Authority’s best interest to amend its Personnel Manual by replacing in its entirety the Equal Employment Opportunity and Anti-Harassment Policy found in Section III with a revised policy; and

WHEREAS, the Authority’s Personnel Committee has reviewed the proposed amendment and recommends its consideration to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Equal Employment Opportunity and Anti- Harassment Policy authorized by Resolution 17-58 is hereby rescinded; and

NOW, THEREFORE BE IT FURTHER RESOLVED that the Authority’s Equal Employment Opportunity and Anti-Harassment Policy contained in Section III of the Personnel Manual is hereby amended by deleting this section and replacing it in its entirety with the Equal Employment Opportunity, Anti-Discrimination and Anti-Harassment Policy and Complaint Procedures attached hereto.

Resolution 24-43 was moved by Commissioner Becker, seconded by Commissioner Ratchford, and was approved by a roll call vote of 11-0.

Resolution 24-43 - Executive Summary Sheet

Resolution: Authorizing an Amendment to the Authority’s Personnel Manuel – Equal Employment Opportunity/Anti-Harassment Policy and Complaint Procedures.

Committee: Personnel
Committee Date: September 17, 2024
Board Date: September 17, 2024
Purpose: To update and amend the Equal Employment Opportunity and Anti-Harassment Policy contained in Section III of the Personnel Manual.
Background: The Authority’s Personnel Manual has been in existence since 1965; this manual was last revised in its entirety in March 2000.

The Personnel Manual provides general descriptions and guidelines concerning the Authority’s personnel policies and practices. The provisions in the Personnel Manual are subject to change by the Authority at any time.

Resolution 17-58 amended the Authority’s Equal Employment Opportunity and Anti-Harassment Policy contained in Section III of the Personnel Manual to create a centralized point of intake for all complaints under this policy.

The policy has been renamed and further revised to comply with federal grant funding requirements to clarify that a designated EEO officer shall report directly to the Executive Director with input and concurrence on all hiring and promotion policies and practices. Members of the public may also utilize the complaint process established by this policy. It also provides timeframes for completing an investigation and the type of information that individuals can expect to receive when the investigation is completed.

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RESOLUTION 24-44 – AUTHORIZING THE ADOPTION OF A TITLE VI PROGRAM FOR THE CAPE MAY LEWES FERRY

WHEREAS, the Delaware River and Bay Authority (the “Authority”) is committed to ensuring that individuals using its services, benefits, facilities, programs, or activities are free from harassment or discrimination in the use of Authority facilities and services; and

WHEREAS, the Authority receives federal grants that require formal adoption by the Authority of a Title VI Program Plan; and

WHEREAS, in 2023 as the result of an FTA Triennial Review associated with federal grant funding, the Authority received guidance on ways to improve its processes; and

WHEREAS, the Authority has determined that it is in the Authority’s best interest to update its current Title VI Program Plan for the Cape May Lewes Ferry with a revised plan; and

WHEREAS, the Authority’s Audit and Governance Committee has reviewed the proposed plan and recommends its consideration to the Board.

NOW, THEREFORE, BE IT RESOLVED, that attached Title VI Program Plan for the Cape May Lewes Ferry is hereby adopted.

Resolution 24-44 was moved by Commissioner Ratchford, seconded by Commissioner Becker, and was approved by a roll call vote of 11-0.

Resolution 24-44 - Executive Summary Sheet

Resolution: AUTHORIZING THE ADOPTION OF A TITLE VI PROGRAM PLAN FOR THE CAPE MAY LEWES FERRY

Committee: Personnel

Committee/Board Date: September 17, 2024

Purpose: To adopt an updated Title VI Program for the Cape May Lewes Ferry

Background: The DRBA receives federal grant funding for the Cape May Lewes Ferry from the Federal Transit Administration, among other agencies. The acceptance of these funds requires the formal adoption of a Title VI Program. The 2023 FTA Triennial review recommended improvements to the DRBA’s prior Title VI program. This revised program has incorporated that guidance.

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RESOLUTION 24-45 - RECOGNIZES THE SERVICE AND CONTRIBUTIONS OF JAMES N. HOGAN TO THE DELAWARE RIVER AND BAY AUTHORITY AND DESIGNATES THE AUTHORITY’S POLICE HEADQUARTERS AS THE JAMES N. HOGAN POLICE COMMAND CENTER IN HIS HONOR:

WHEREAS the Honorable James N. Hogan was appointed by Governor Jon S. Corzine to serve as a Delaware River and Bay Authority Commissioner, participating in his first Commission Meeting on December 19, 2006; and,

WHEREAS Mr. Hogan served with distinction, enthusiasm and dedication as a Delaware River and Bay Authority Commissioner for nearly eighteen years; and

WHEREAS, for his entire tenure, Mr. Hogan led the New Jersey Commission delegation and was elected by his peers as either Chairman or Vice Chairman of the twelve-person governing board; and

WHEREAS, a 1964 graduate of the New Jersey State Police Academy in Sea Girt, Mr. Hogan began a celebrated career in law enforcement, serving as an Investigator in the Division of Alcohol Beverage Control and later working as a police officer for the Borough of Runnemede; and

WHEREAS Mr. Hogan joined the Rutgers University Police Department, serving as Captain in its Camden Division for five years in the early 1970s; and

WHEREAS Mr. Hogan was selected as the Police Chief and Emergency Management Coordinator for Franklin Township in January 1976, serving in those capacities for more than 13 years; and

WHEREAS, a graduate of the famed F.B.I. National Academy in Quantico, Virginia, Mr. Hogan was elected to serve as Gloucester County Sheriff in 1988, retiring from that role in December 1994; and

WHEREAS, Mr. Hogan’s storied public service career also includes serving as Gloucester County Clerk, Gloucester County Emergency Management Coordinator as well as an adjunct faculty member at three institutions of higher learning; and

WHEREAS, due to his in-depth knowledge, expertise and experience in emergency management and law enforcement, Mr. Hogan was a staunch advocate and go-to resource for the leadership staff of the Authority’s Police Department; and

NOW, THEREFORE, BE IT RESOLVED that the Delaware River and Bay Authority does hereby recognize the outstanding contributions of James N. Hogan to the Authority’s history and successful operation of the Delaware Memorial Bridge, Cape May - Lewes Ferry, Wilmington Airport, Millville Airport, Cape May Airport, Delaware Airpark, Civil Air Terminal at Dover, and the Forts Ferry Crossing, all of which are managed by the Delaware River and Bay Authority.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the Delaware River and Bay Authority Commission does hereby designate the Delaware River and Bay Authority’s Police Department Headquarters in New Castle as the James N. Hogan Police Command Center with the adoption of this resolution today, September 17, 2024.

Resolution 24-45 was moved by Commissioner Ransome, seconded by all Authority Commissioners, and was approved by a roll call vote of 11-0.

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12361. EXECUTIVE DIRECTOR’S COMMENTS

The Executive Director discussed Cape May Lewes Ferry \$20 million grant award through the FTA’s Electric and Low Emitting Ferry Program. The Press Conference announcing the grant award will be

held October 23, 2024. The Executive Director displayed a picture of employees turning the DRBA Teal to promote and support ovarian cancer.

Upcoming Events:

Monday, September 30, 2024 – ILG Expansion Press Conference

Wilmington Airport – 10:00 a.m.

Tuesday, October 15, 2024 – Board of Commissioners Meeting

James Julian Board Room, New Castle, DE – 10:00 a.m.

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12362. **COMMISSIONERS PUBLIC FORUM**

Commissioner Lathem called for comments from the Commissioners.

With no additional comments forthcoming, a motion to adjourn the Board meeting at 12:21p.m. was made by Commissioner Becker, seconded by Commissioner Ratchford, and approved by a voice vote of 11-0.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

James Salmon
Assistant Secretary