

DELAWARE RIVER AND BAY AUTHORITY
GOVERNANCE/AUDIT COMMITTEE MEETING
Tuesday, September 17, 2024
Cape May Convention Center
Cape May, NJ

A public meeting of The Delaware River and Bay Authority’s Governance/Audit Committee Meeting was conducted in person and via Zoom on Tuesday, September 17, 2024, from the Cape May Convention Center, Cape May, NJ.

Commissioners of Delaware

Committee Chair Faust
Commissioner Carey, Committee Member

Commissioner Collins, Committee Member
Commissioner Becker
Commissioner Ratchford

Chairperson Hogan

Legal Counsel

Kate Betterly – DE

Governors’ Representatives

Mike Houghton – DE via Zoom

Staff

Tom Cook
Ceil Smith
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Warner
Michele Pyle via Zoom
Jim Salmon
TJ Murray
Tara Donofrio via Zoom
Andrew Houghton
Kyle Bickhart
Ben Clendaniel

Commissioners of New Jersey

Committee Vice-Chair McCann
Commissioner Wilson, Committee Member -
Absent

Commissioner Behnke, Committee Member
Commissioner Baldini
Commissioner James Mehaffey

Vice-Chairperson Ransome

Phil Norcross – NJ

Alexis Franklin – NJ

Guests

1. Committee Chair Faust opened the Governance/Audit Committee meeting at 11:20 a.m.
2. Committee Chair Faust called for a motion to accept the Governance/Audit Committee Minutes from May 21, 2024. Committee Member Carey made a motion, Commissioner Collins seconded, and the Committee Minutes were accepted.
3. Discussion Item

- **Resolution Implementation Review presented by Staff Legal Counsel Michelle Warner**

- **2024 Resolution Status Update (January 1-June 30)**

- 27 Resolutions Presented to the Board
- 12 Dealing with leases, lease terminations, lease amendments, licenses, or easements
- 09 Routine Matters (Budget, CIP, Investment Guidelines, Over 25 list, Benefits)
- 02 Professional Services Contracts
- 01 Salary Grade Structure Authorization
- 03 Recognizing Service

Five resolutions not Fully Implemented yet: 2 leases from February and three leases from June 2024 Meeting

- **2023 Resolution Status Update**

- 08 not fully implemented of which 4 will not be, 2 pending, 1 rescinded, 1 being replaced by successor resolution

4. With no further business to discuss, Committee Chair Faust called for a motion to adjourn; Committee Member Carey made a motion, Commissioner Collins seconded, and the Governance/Audit Committee adjourned at 11:24 a.m.

**DELAWARE RIVER AND BAY AUTHORITY
BUDGET & FINANCE COMMITTEE MEETING**

Tuesday, September 17, 2024
Cape May Convention Center
Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority’s Budget & Finance Committee Meeting was conducted on Tuesday, September 17, 2024, from the Cape May Convention Center, Cape May, New Jersey.

Commissioners of Delaware

Committee Chair Becker
Commissioner Ratchford, Comm. Member
Commissioner Collins, Comm. Member
Commissioner Carey
Commissioner Faust

Chairperson Lathem

Legal Counsel

Phil Norcross – NJ

Governors’ Representatives

Alexis Franklin – NJ

Staff

Tom Cook
Ceil Smith
Victor Ferzetti
Charlotte Crowell
Gerry Owens
Michelle Warner
TJ Murray
James Salmon
Tara Donofrio
Michelle Pyle

Commissioners of New Jersey

Committee Vice-Chair Baldini
Commissioner Wilson, Comm. Member - Absent
Commissioner Behnke, Comm. Member
Commissioner McCann
Commissioner Mehaffey

Vice-Chairperson Ransome

Legal Counsel

Kate Betterly – DE

Governor’s Representatives

Michael Houghton – DE - Zoom

Guests

1. Committee Member Becker opened the Budget & Finance Committee meeting at approximately 11:24 a.m. The Assistant Secretary reported that the public meeting of the Budget & Finance Committee had been duly notified in accordance with the Authority’s Freedom Information Regulations, read the Statement of Notice, and called the roll.
2. Committee Chair Becker called for a voice vote to accept the Budget & Finance Committee Minutes from July 16, 2024. Commissioner Ratchford made a motion, Commissioner Collins seconded, and the Committee Minutes were accepted.

3. Discussion Items:

- **2025 Budget Preview**

The CFO discussed holding budget growth to 3% or less equates to \$2.9 million dollars on current budget. Several items we already have visibility of: the 3% wage increase outlined in many existing union agreements would equate to about \$933,000 increase excluding Medicare/FICA. Approximately \$247,000 ARC increase for the defined benefit plan, \$540,000 ARC increase for OPEB benefits, \$418,000 for insurance policies, and \$400,000 related to group hospitalization. Those numbers we'll continue to attempt to mitigate and tighten up in the FY2025 budget process.

- **Toll Increase**

The CFO discussed toll increase as a 2 Phase approach for the future.

Phase 1 – Evaluate transition to all electronic tolling. Establish a new cash for implementation for April 2025 to encourage drivers to transition into E-ZPass.

Phase 2 – Evaluate other tolling methodologies used. Establish future rates to fund outyear CIP needs-est. implementation 2027.

Timing - September - review and recommendation.

October – public hearings.

November-December – adoption of transition rates/plan.

Vice-Chair Ransome established NJ Commissioners agree to the public hearings in October but reserve the right to get feedback from the public and NJ Authorities Unit.

4. Action Items:

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

The Chief Financial Officer presented and discussed the Resolution. With no additional questions, Commissioner Ratchford made a motion, Commissioner Collins seconded, and the Budget and Finance Committee recommended forwarding Resolution 24-35 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

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

The Chief Financial Officer presented and discussed the Resolution. With no additional questions, Commissioner Ratchford made a motion, Commissioner Collins seconded, and the Budget and Finance Committee recommended forwarding Resolution 24-36 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

With no further business to discuss, the Committee Chair Becker adjourned the Budget and Finance Committee 1:36 a.m.

**DELAWARE RIVER AND BAY AUTHORITY
ECONOMIC DEVELOPMENT COMMITTEE MEETING**

Tuesday, September 17, 2024
Cape May Convention Center
Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority’s Economic Development Committee Meeting was conducted on Tuesday, September 17, 2024, from the Cape May Convention Center, Cape May, New Jersey.

Commissioners of New Jersey

Committee Chair Baldini
Commissioner Wilson, Comm. Member -Absent
Commissioner Mehaffey, Comm. Member
Commissioner McCann
Commissioner Behnke

Vice-Chairperson Ransome

Legal Counsel

Phil Norcross – NJ

Governors’ Representatives

Alexis Franklin - NJ

Staff

Tom Cook
Ceil Smith
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Warner
Jim Salmon
TJ Murray
Tara Donofrio
Michele Pyle

Commissioners of Delaware

Committee Vice-Chair Becker
Commissioner Carey, Comm. Member
Commissioner Ratchford, Comm. Member
Commissioner Faust
Commissioner Collins

Chairperson Lathem

Legal Counsel

Kate Betterly – DE

Governors’ Representatives

Michael Houghton – DE - Zoom

Guests

1. Committee Chair Baldini opened the Economic Development Committee meeting at approximately 11:37 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Economic Development Committee had been duly notified in accordance with the Authority’s Freedom of Information Regulations, read the Statement of Notice, and called the roll.
2. Committee Chair Baldini called for a motion to accept the Economic Development Committee Minutes from the July 16, 2024, meeting. Vice-Chair Becker made a motion, Commissioner Ratchford seconded, and the Committee Minutes were accepted.

3. Resolutions:

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

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Committee Vice-Chair Becker made a motion, Commissioner Ratchford seconded, and the Economic Development Committee recommended forwarding Resolution 24-37 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

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

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Committee Vice-Chair Becker made a motion, Commissioner Ratchford seconded, and the Economic Development Committee recommended forwarding Resolution 24-38 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

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

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Committee Vice-Chair Becker made a motion, Commissioner Ratchford seconded, and the Economic Development Committee recommended forwarding Resolution 24-39 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

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)

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Committee Vice-Chair Becker made a motion, Commissioner Ratchford seconded, and the Economic Development Committee recommended forwarding Resolution 24-40 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

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

The Deputy Executive Director presented and discussed the Resolution. With no additional questions, Committee Vice-Chair Becker made a motion, Commissioner Ratchford seconded, and the Economic Development Committee recommended forwarding Resolution 24-41 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

Committee Chair Baldini adjourned Economic Development Committee at 11:41 p.m.

DELAWARE RIVER AND BAY AUTHORITY

PERSONNEL COMMITTEE MEETING

Tuesday, September 17, 2024

Cape May Convention Center

Cape May, NJ

A public meeting of The Delaware River and Bay Authority's Personnel Committee Meeting was conducted in person and via Zoom on Tuesday, September 17, 2024, from the Cape May Convention Center, Cape May, NJ.

Delaware Commissioners

Committee Chair Carey

Commissioner Faust, Committee Member

Commissioner Collins, Committee Member

Commissioner Becker

Commissioner Ratchford

New Jersey Commissioners

Committee Vice-Chair Behnke

Commissioner Mehaffey, Committee Member

Commissioner McCann, Committee Member

Commissioner Wilson - Absent

Commissioner Baldini

Chairman Lathem

Vice Chairman Ransome

Legal Counsel

Kate Betterly - DE

Phil Norcross- NJ

Governors' Representatives

Mike Houghton- DE via Zoom

Alexis Franklin - NJ

Staff

Tom Cook

Ceil Smith

Victor Ferzetti

Vince Meconi

Gerry Owens

Charlotte Crowell

Jim Salmon

Michelle Warner

Michele Pyle via Zoom

Tara Donofrio via Zoom

TJ Murray

Kyle Bickhart

Andy Houghton

Ben Clendaniel

Guests

1. Committee Chair Carey opened the Personnel Committee meeting at 11:44 a.m.
2. Committee Chair Carey called for a motion to accept the Personnel Committee Minutes from May 21, 2024. Committee Member Faust made a motion, Committee Member Mehaffey seconded, and the Committee Minutes were accepted.
3. Discussion Items
 - Recommendation Appointment of Benjamin Clendaniel to Director, Airport Operations effective September 22, 2024. Personnel Committee consented.

- Summary of the Organization

The HR Demographics are available for the Board's individual review.

4. Action Items

- **Resolution 24-42 Amendment to Employee's Retirement Plan Document**

The Chief Human Resources Officer presented and discussed the Resolution. With no additional questions, Committee Member Faust made a motion, Committee Member Collins seconded, and the Personnel Committee recommended forwarding Resolution 24-42 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

- **Resolution 24-43 Amendment to the Authority's Personnel Manual - EEO Policy and Complaint Procedures**

The Staff Legal Counsel presented and discussed the Resolution. With no additional questions, Committee Member McCann made a motion, Committee Member Faust seconded, and the Personnel Committee recommended forwarding Resolution 24-43 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

- **Resolution 24-44 Adoption of a Title VI Program for Cape May Lewes Ferry**

The Staff Legal Counsel presented and discussed the Resolution. With no additional questions, Committee Member Collins made a motion, Committee Member Faust seconded, and the Personnel Committee recommended forwarding Resolution 24-44 to the full Board. The Resolution will be presented to the full Board for consideration at the September meeting later today.

5. With no further business to discuss, Committee Chair Carey called for a motion to adjourn; Committee Member McCann made a motion, Committee Member Faust seconded, and the Personnel Committee adjourned at 11:51 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

Tuesday, September 17, 2024

Cape May Convention Center

Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority's Projects Committee Meeting was conducted in person and via Zoom on Tuesday, September 17, 2024, from the Cape May Convention Center, Cape May, New Jersey.

Delaware Commissioners

Committee Chair Ratchford

Commissioner Faust, Committee Member

Commissioner Becker, Committee Member

Commissioner Collins

Commissioner Carey

Chairman Lathem

Legal Counsel

Kate Betterly- DE

Governors' Representatives

Mike Houghton - DE via Zoom

Staff

Tom Cook

Ceil Smith

Victor Ferzetti

Vince Meconi

Charlotte Crowell

Gerry Owens

Michelle Warner

Michele Pyle via Zoom

Jim Salmon

TJ Murray

Tara Donofrio via Zoom

Kyle Bickhart

Andrew Houghton

Ben Clendaniel

New Jersey Commissioners

Committee Vice-Chair Mehaffey

Commissioner McCann, Committee Member

Commissioner Baldini, Committee Member

Commissioner Behnke

Commissioner Wilson - Absent

Vice Chairman Ransome

Phil Norcross- NJ

Alexis Franklin - NJ via Zoom

Guests

1. Committee Chair Ratchford opened the Projects Committee meeting at 11:52 a.m.
2. Committee Chair Ratchford called for a motion to accept the Projects Committee Minutes from July 16, 2024. Commissioner Becker made a motion, Commissioner Baldini seconded, and the Committee Minutes were accepted.
3. Discussion Items
 - 2-year contract extension with HNTB for Contract CS-20-01A
GEC Services for Delaware Memorial Bridge – 1st and 2nd Structure
 - 2-year contract extension with WSP for Contract CS-20-01B
GEC Services for Delaware Memorial Bridge – 1st and 2nd Structure

The Project Committee consented to the extensions for both contracts.

- Construction Projects Highlights

The COO noted the report can be found in the Board materials.

4. Bid Opening

- DMB-23-08 New Castle Avenue (Route 9) Bridge Rehabilitation

A public bid opening was held on August 28, 2024, in which (3) bids were submitted.

The COO recommended awarding the contract, in the amount of \$12,975,752.50 Eastern Highway Specialists, Inc of Wilmington, DE.

Committee Chair Ratchford called for a motion to accept the bid, to which Commissioner Becker made a motion, seconded by Commissioner Mehaffey and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

- DMB-24-11 Catwalk Railing Upgrades, Phase I - First Structure

A public bid opening was held on July 24, 2024, in which (3) bids were submitted.

The COO recommended awarding the contract, in the amount of \$3,117,820.00 to J.D. Eckman, Inc of Atglen, PA.

Committee Chair Ratchford called for a motion to accept the bid, to which Commissioner McCann made a motion, seconded by Commissioner Becker and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

- CMLF-NC23-AR Cape May Terminal Davit Crane Electrical Repairs

A public bid opening was held on August 15, 2024, in which (1) bid was submitted.

The COO recommended awarding the contract, in the amount of \$987,464.61, to JJD Electric LLC of Paulsboro, NJ.

Committee Chair Ratchford called for a motion to accept the bid, to which Commissioner Becker made a motion, seconded by Commissioner Baldini and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

- ILG-24-50 Ford F-550 Dump Truck with Hydraulic System, V-Box Spreader, and Plow

A public bid opening was held on August 15, 2024, in which (2) bids were submitted.

The COO recommended awarding the contract, in the amount of \$134,326.00 to Nielson Ford of Morristown, NJ.

Committee Chair Ratchford called for a motion to accept the bid, to which Commissioner Faust made a motion, seconded by Commissioner Becker and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

- CMLF-C24-04 Cape May Terminal Building Elevator Rehabilitation

A public bid opening was held on July 31, 2024, in which (1) bid was submitted.

The COO recommended rejecting the bid, in the amount of \$1,862,995.00 to A.P. Construction of Blackwood, NJ.

Committee Chair Ratchford called for a motion to reject the bid, to which Commissioner Faust made a motion, seconded by Commissioner Becker and Projects Committee concurred with the recommendation to accept and authorize the action to be presented to the full Board of Commissioners later today.

5. Contractor Payment Review:

The COO reviewed for the Committee the monthly construction contractor payment summary to be made for the work completed through July, 2024 for (15) payments and August, 2024 for (15) payments totaling approximately \$7 million for projects at the bridge, ferry, and airports.

6. With no further business to discuss, Committee Chair Ratchford called for a motion to adjourn; Commissioner Becker made a motion and Commissioner Faust seconded, and the Projects Committee adjourned at 11:58 a.m.