

**MINUTES OF MEETING  
THE DELAWARE RIVER AND BAY AUTHORITY  
Tuesday, May 21, 2013  
James Julian Boardroom  
Delaware Memorial Bridge Plaza  
New Castle, Delaware 19720**

The meeting convened at 11:08 a.m. with Chairperson Hogan presiding.

The opening prayer was given by Commissioner Lathem, followed by the Pledge of Allegiance led by the Executive Director.

Commissioners William E. Lowe, III, Richard W. Downes, and Fernando N. Guajardo were reappointed to the Board of Commissioners and were given the Oath of Allegiance.

Chairperson Hogan called on the Authority Assistant Secretary to read the meeting notice and take roll.

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.

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Commissioners from New Jersey

Commissioners from Delaware

PRESENT

James N. Hogan, Chairperson  
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Richard S. Mroz  
Ceil Smith  
Shirley R. Wilson

William E. Lowe, Vice-Chairperson  
Richard W. Downes  
Fernando N. Guajardo  
Samuel E. Lathem  
Terri C. Murphy  
Gary F. Traynor

ABSENT

Edward W. Dorn  
Douglas Van Sant

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Chairperson Hogan called for the acceptance of the Agenda.

Commissioner Downes motioned to accept the Agenda, seconded by Commissioner Lathem, and the motion carried by a voice vote of 10-0.

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10664.      APPROVAL OF THE APRIL 16, 2013 MINUTES

Commissioner Murphy motioned to approve the April 16, 2013 meeting minutes, seconded by Commissioner Mroz, and unanimously approved by a voice vote of 10-0.

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10665.      DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

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

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

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10666. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

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

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

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10667. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented a chart for April showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

The CFO fielded a question from Commissioner Guajardo regarding stabilization of the food operations at the ferry. He noted that it is a little early to measure the stabilization at this time but that the service can best be measured during the June, July, August summer season.

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

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10668. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented a chart for the month of April 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 chart was ordered filed with the permanent records of the Authority.

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10669. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF APRIL, 2013.

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

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

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10670. AUTHORITY CUSTOMER TRENDS (ACT) REPORT

The CFO stated that the Authority Customer Trends (ACT) Report included in the financials allows management to view on a month-to-date basis trends in areas such as traffic, customer service, aircraft landings, and workplace incidents. Copies are distributed daily to employees via email and posted on bulletin boards for those without computers.

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10671. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Hogan noted that there is one (1) Contract Close-out and four (4) Resolutions to be considered today. All action items have been reviewed and recommended for consideration during today’s Committee meetings. He then called for public comments.

There were no public comments.

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10672. CONTRACT CLOSE-OUT: Runway I Safety Area IMPROVEMENTS, CONTRACT #NCA-08-01

On September 30, 2009 Contract No. NCA-08-01, Runway I Safety Area Improvements, was awarded to Diamond Materials, Inc. of Wilmington, Delaware for the bid price of \$5,597,222.90.

During the contract period Change Order No’s. 1-5 were approved for the project.  
Subtract: (\$65,818.26.)

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$5,531,404.64

A motion to close-out Contract #NCA-08-01 was made by Commissioner Murphy, seconded by Commissioner Wilson and approved by a voice vote of 10-0.

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10673. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

**RESOLUTION 13-18 – AUTHORIZES A CONTRACT BETWEEN THE AUTHORITY AND JONES LANG LASALLE AMERICAS, INC. TO PROVIDE GENERAL REAL ESTATE BROKERAGE 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 owns, operates and controls the Delaware Memorial Bridge and the Cape May-Lewes Ferry among other facilities throughout Delaware and New Jersey; and

WHEREAS, the Authority desires to retain a qualified real estate brokerage firm to provide general real estate brokerage services (the “Services”); and

WHEREAS, the term of such Services is for three (3) years with the Authority to have the option to renew the agreement for one (1) consecutive, additional year; and

WHEREAS, the contract includes provisions for both commission and non-commission Services; and

WHEREAS, the not-to-exceed limit (“NTE”) for non-commission services for the initial three (3) year term is \$150,000 and the NTE for the one (1) optional year renewal is \$50,000; and

WHEREAS, there is no NTE for commission services because the Authority has not identified which properties, if any, will require services under this contract and the contract specifies that commission will be negotiated on a case-by-case basis for rates that the Authority believes to be fair and reasonable for the type of commission service provided; and

WHEREAS, the Authority publicly advertised and issued a Request for Proposal (RFP) for the required Services in compliance with Resolution 98-31, as amended by Resolution 09-52, which governs the procedure for the procurement of professional services; and

WHEREAS, the Authority received and evaluated two (2) proposals pursuant to the aforementioned requirements; and

WHEREAS, the Authority short-listed both firms and conducted oral interviews; and

WHEREAS, Jones Lang LaSalle Americas, Inc. (“Jones Lang LaSalle”) was designated first on the preference list; and

WHEREAS, Jones Lang LaSalle will be compensated for its Services pursuant to the terms of the contract and the attached cost proposal dated April 22, 2013; and

WHEREAS, the Authority’s Budget and Finance Committee reviewed the recommendation and concurs with the evaluation.

NOW, THEREFORE, BE IT RESOLVED, the Executive Director is hereby authorized to finalize the terms and conditions of a contract with Jones Lang LaSalle to provide General Real Estate Brokerage Services and have such Agreement, upon the review and advice of counsel, executed by the Chairperson, Vice Chairperson and Executive Director.

A motion to approve Resolution 13-18 was made by Commissioner Murphy, seconded by Commissioner Traynor, and approved by a roll call vote of 10-0.

### **Resolution 13-18 Executive Summary Sheet**

**Resolution:** Authorizing the Authority to enter into an agreement with Jones Lang LaSalle Americas, Inc. to provide General Real Estate Brokerage Services.

**Committee:** Budget & Finance Committee

**Committee Date:** May 21, 2013

**Board Date:** May 21, 2013

**Purpose of Resolution:**

The DRBA expects from time-to-time to have a need for professional advice, assistance and representation with respect to real estate matters including, but not limited to the sale of DRBA property, the leasing of DRBA property, and the purchase or lease of new property.

This Agreement includes provisions for both commission and non-commission services. Commission Services may include but are not limited to developing a disposition strategy, developing and executing marketing plans, managing the negotiations and sale, purchase or lease of property. Commission will be negotiated on a case by case basis.

Non-Commission Services may include but are not limited to:

- Performing market surveys and research
- Performing financial analyses
- Preparing cost benefit analyses
- Performing competitive market analyses
- Tenant prospecting
- Strategic planning
- Sales strategy
- Lease file review and imaging
- Performing operating expenses audits

- Providing due diligence support

**Background for Resolution:**

The proposed Resolution meets the requirements of Resolution 98-31, as amended by Resolution 09-52, to procure and award professional services.

The Authority received two (2) written proposals and short-listed and conducted oral interviews with both of the following firms:

Jackson Cross Partners, LLC  
Jones Lang LaSalle Americas, Inc.

Jones Lang LaSalle Americas, Inc. was the first ranked firm following the oral interviews. The Authority compared their rates with the rates of the other short-listed proposer and determined that the rates were fair and reasonable.

The term of such services is for three (3) years with the Authority to have the option to renew the agreement for one (1) consecutive, additional year.

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**RESOLUTION 13-19 – AUTHORIZES AN INCREASE TO THE NOT-TO-EXCEED LIMIT OF CONTRACT CS-11-04 AUTHORITY-WIDE ACTUARIAL CONSULTING SERVICES WITH BOOMERSHINE CONSULTING GROUP, LLC.**

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 for the purpose of owning, operating and controlling both Crossing and Non-Crossing facilities; and

WHEREAS, the Authority approved and executed Contract CS-11-04 Authority-wide Actuarial Consulting Services with Boomershine Consulting Group, LLC (“Boomershine”); and

WHEREAS, the term of such Services is for three (3) years with the Authority to have the option to renew the agreement for one (1) consecutive, additional year with a Not-To-Exceed Limit (“NTE”) of \$180,000 for the initial three (3) year term and a NTE of \$60,000 for the optional one (1) year renewal; and

WHEREAS, the Authority’s use of Boomershine’s services to review and analyze matters related to pension and benefits have caused the Authority’s expenditures with Boomershine to exceed the original forecasted amounts; and

WHEREAS, the Authority desires to increase the NTE for the initial three (3) year term to \$300,000 and the NTE for the optional one (1) year renewal to \$80,000; and

WHEREAS, the Authority’s Budget and Finance Committee reviewed the recommendation and concurs with the evaluation.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms conditions of the formal amendment to the aforementioned contract and to have such amendment, upon review and advice of counsel, executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approve Resolution 13-19 was made by Commissioner Lowe, seconded by Commissioner Smith, and approved by a roll call vote of 10-0.

**Resolution 13-19 Executive Summary Sheet**

**Resolution:** Authorizing the Authority to increase the Not-To-Exceed Limits (“NTE”) of Contract CS-11-04 Authority-wide Actuarial Consulting Services with Boomershine Consulting Group, LLC

**Committee:** Budget & Finance Committee

**Committee Date:** May 21, 2013

**Board Date:** May 21, 2013

**Purpose of Resolution:** To increase the NTE limits of Contract CS-11-04, Authority-wide Actuarial Consulting Services, with Boomershine Consulting Group, LLC.

**Background for Resolution:**

In 2012, the Authority initially estimated its requirements for service under this contract to cost approximately \$60,000 per year and awarded the contract for three (3) years from 2012- 2014 with the Authority to have the option to renew the agreement for one (1) consecutive, additional year with a Not-To-Exceed Limit (“NTE”) of \$180,000 for the initial three (3) year term and a NTE of \$60,000 for the optional one (1) year renewal.

In the first year of the contract (2012) the Authority requested that Boomershine provide more services than initially anticipated; the Authority’s expenditures have almost exhausted \$120,000 of the initial NTE of \$180,000 and the Authority needs to increase the NTE to cover the expenditures for the additional services associated with plan administration and consulting.

The Authority’s new estimate for services is \$80,000 per year; for fiscal years 2013 and 2014. Therefore, the Authority plans to increase the NTE of the initial three (3) year term to \$300,000 and the NTE for the optional one (1) year renewal to \$80,000. This resolution does not extend or modify the term or rates of the original contract.

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**RESOLUTION 13-20 – AUTHORIZING THE CONVEYANCE OF A 0.5328 ACRE PORTION OF TAX PARCEL NO. 10-014.00-084 TO DELDOT FOR A TRANSPORTATION RELATED PROJECT**

WHEREAS, the Delaware Department of Transportation ("DelDOT") conveyed a 2.7763 acre parcel of land, formerly part of Tax Parcel No. 10-014.00-070 and subsequently re-designated Tax Parcel No. 10-014.00-084 (the “Land”), to the Delaware River and Bay Authority ("DRBA") pursuant to a quitclaim deed dated August 30, 2010 (the “Deed”) recorded in the Office of the Recorder of Deeds in and for New Castle County, Delaware at Instrument Number 20110307-0012738; and

WHEREAS, the Deed provides that if any part of this Land is needed for a transportation purpose, the DRBA shall dedicate such part of the Land to DelDOT at no cost to DelDOT (the “Deed Restriction”); and

WHEREAS, DelDOT has requested a 0.5328 acre portion of the Land on the northwest side of US 13 to be used in connection with State Project No. T201107401 which will

provide for rehabilitation repairs to the two steel girder bridges carrying US Route 13 over Old Baylor Boulevard between its intersection at McMullen Avenue and I-295; and

WHEREAS, because of the Deed Restrictions, the DRBA believes the disposition of this property is outside of the requirements of its Real and Tangible Assets Disposition Policy; and

WHEREAS, the DRBA desires to enter into a purchase agreement with DelDOT for the sale of the 0.5328 acre portion of the Land for One Dollar (\$1.00) and to quitclaim title to such portion of the Land to DelDOT pursuant to DelDOT's request and in accordance with the Deed Restriction.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Purchase Agreement and Quitclaim Deed, and with the advice and consent of counsel, to execute such Purchase Agreement and Quitclaim Deed.

A motion to approve Resolution 13-20 was made by Commissioner Wilson, seconded by Commissioner Smith, and approved by a roll call vote of 10-0.

**Resolution 13-20 Executive Summary Sheet**

**Resolution:** Resolution 13-20 – Authorizing the Conveyance of a 0.5328 Acre Portion of Tax Parcel No. 10-014.00-084 to DELDOT for a Transportation Related Project

**Board Date:** May 21, 2013

**Purpose of Resolution:**

Resolution 13-20 formally authorizes the transfer of a 0.5328 portion of Tax Parcel No. 10-014.00-084 (formerly p/o Tax Parcel No. 10-014.00-070) to the Delaware Department of Transportation (“DelDOT”) for a transportation related purpose.

**Background for Resolution:**

DelDOT conveyed a 2.7763 acre parcel of land to the Delaware River and Bay Authority ("DRBA") in 2010. The 2010 deed provided that the DRBA agreed that if any part of this property was needed for a transportation purpose, the DRBA would dedicate such part of the property to DelDOT at no cost to DelDOT. DelDOT is undertaking State Project No. T201107401 which will provide for rehabilitation repairs to the two steel girder bridges carrying US Route 13 over Old Baylor Boulevard between its intersection at McMullen Avenue and I-295 and has requested a 0.5328 acre portion of the land conveyed by DelDOT to the DRBA in 2010 be re-conveyed back to DelDOT for use in connection with this project.

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**RESOLUTION 13-21 – AUTHORIZING THE EXECUTIVE DIRECTOR TO EXTEND AN OFFER OF EMPLOYMENT**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-85; and

WHEREAS, Resolution 01-85 amended Section I entitled, “Employment Procedure of the Authority’s Personnel Manual”; and

WHEREAS, that amendment requires that persons being hired, transferred or promoted into specific positions require written recommendation of the Personnel Committee and the Chair and Vice-Chair; and

WHEREAS, that amendment further requires that persons being hired, transferred or promoted into specific positions shall be expressly approved by a vote of the Commissioners taken at a regular meeting of the Commissioners; and

WHEREAS, the Board of Commissioners hereby authorizes and directs the Executive Director to make an offer of employment to the designated candidate for the position of Police Administrator; and

WHEREAS, the adoption of this Resolution hereby approves such offer of employment and meets all applicable requirements of Resolution 01-85.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized and directed to make an offer of employment to the designated candidate for the position of Police Administrator.

A motion to approve Resolution 13-21 was made by Commissioner Lowe, seconded by Commissioner Murphy, and approved by a roll call vote of 10-0.

**Resolution 13-21 Executive Summary Sheet**

**Resolution:** Resolution 13-21 – Authorizing the Executive Director to Extend an Offer of Employment

**Committee:** Personnel Committee

**Committee Date:** May 21, 2013

**Board Date:** May 21, 2013

**Purpose of Resolution:**

Resolution 13-XX formally authorizes the Executive Director to make an offer of employment to the designated candidate for the position of Police Administrator.

**Background for Resolution:**

The position of Police Administrator is currently vacant. Resolution 01-85 provides that the hiring of or promotion to the position of Police Administrator requires the written recommendation of the Personnel Committee and the Chair Person and Vice-Chair Person as well as the vote of the Commissioners taken at a regular meeting of the Commissioners. A candidate has been selected for the position of Police Administrator and this resolution approves the offer of employment to such candidate in accordance with the requirements of Resolution 01-85.

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10674. EXECUTIVE DIRECTOR'S COMMENTS

The Executive Director briefed the Board on the activities in and around the Authority including the launching of the new Delaware City-Salem Ferry in Salem, NJ, Take Your Child To Work Day at the Ferry during April, sprucing up the landscaping at Exceptional Care for Children facility by volunteer employees, the extinguishing of a marsh blaze behind the Cape May Terminal, 2013 National Take-Back initiative by DRBA police, drydocking of the M/V Delaware, the restoration of the Ferry Float, and the visit by the Lake Forest Elementary school on the ferry.

The Executive Director noted three upcoming events: Memorial Day services at the Veterans Memorial this weekend; Triathlon competition at the Cape May Ferry Terminal June 1 & 2; and the June 26<sup>th</sup> kick-off of Frontier's service at New Castle Airport.

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10675. COMMISSIONERS PUBLIC FORUM

Chairperson Hogan asked if anyone from the public would like to speak.

Frank Bankard, Local 542 union representative, spoke. He spoke of the need to reward hard working employees with a modest increase and of arbitration as it related to the painters in Cape May.

Chris Guerra of MEBA spoke. He read aloud a prepared statement regarding a MEBA wage offer to the DRBA Board of Commissioners outlining an increase of 1.75% for three years. Mr. Guerra presented the Deputy Executive Director with a copy of his letter to be filed with the minutes.

Christopher Field, DRBA Police Officer representing Lodge #14 spoke. He talked about one of the Authority's decorated policeman injured in an accident while on duty. After 180 days out of work and seven out-patient surgeries he received a letter from the Authority assigning him to light duty or face termination. Officer Field said that the officer had no opportunity to refuse and is requesting the Commissioners review the Authority's policy on work related injuries.

Chairperson Hogan requested the Executive Director and the CHRO review the matter.

Vincent Ascione of Local 542 spoke. He stated that he is asking everyone to keep an open mind during the negotiations and that it's not all about the numbers but the people.

Commissioner Guajardo stated that he feels the emotions and that the Commissioners do not take the back and forth negotiations very lightly. There needs to be a solution.

Terry Spence representing Local 542 spoke. He said that he is government relations representative for Local 542 and that he believes the union really cares for its' people. He then congratulated Commissioners Downes, Guajardo, and Lowe on their reappointment and to the Commissioners for their work on the Board.

Commissioner Lathem said that he spent over 40 years in government and that he will do his best to support employees.

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

The meeting was adjourned at 11:52 pm.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Frank W. Minor  
Assistant Secretary