

DELAWARE RIVER AND BAY AUTHORITY

AUDIT & GOVERNANCE COMMITTEE MEETING

Tuesday, September 20, 2016

Gallery of the Cape May Terminal

North Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority's Audit & Governance Committee was held on Tuesday, July 19, 2016, in the Gallery of the Cape May Terminal, North Cape May, New Jersey

Commissioners from Delaware

PRESENT

Commissioner Downes, Committee Member

Commissioner Lathem, Committee Member

Commissioner Ford

Commissioner Murphy

Vice-Chairperson Lowe

Commissioners from New Jersey

Committee Chair Wilson

Commissioner Bennett, Committee Member

Commissioner Smith, Committee Member

Commissioner Van Sant

Chairperson Hogan

Legal Counsel

Mike Houghton - DE

Governors' Representatives

Scott Perkins - DE

Michael Collins - NJ

Staff

Scott Green

Frank Minor

Victor Ferzetti

Vince Meconi

Gerry Owens

Charlotte Crowell

Michelle Hammel

Jim Salmon

TJ Murray

1. Committee Chair Wilson opened the Audit & Governance Committee meeting at 9:09 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Audit & Governance Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair Wilson called for a motion to accept the Audit & Governance Committee Minutes from July, 19, 2016. Commissioner Downes made a motion, Commissioner Lathem seconded, and the Committee Minutes were accepted.

3. Resolution Implementation Audit Status Update:

Authority Staff Attorney (SA), Michelle Hammel reminded the Committee of the presentation, discussion, and concurrence with the recommendation to provide a semi-annual report on the status of Resolutions presented and approved. In accordance with the Audit Committee's process to follow, the SA presented the status of Resolutions presented during the period January-December, 2015 and during the period January-June, 2016. The SA provided a brief explanation regarding each of the three (3) Resolutions approved in 2015 and the two (2) Resolutions approved through June, 2016, and not fully implemented during those periods. The Committee thanked the SA for the report.

Commissioner Ford questioned whether the Resolutions remain in perpetuity and it was reported that they do, unless rescinded or otherwise noted within the language.

With no further business to discuss, Commissioner Smith made a motion to adjourn, and the Audit & Governance Committee adjourned at 9:15 a.m.

DELAWARE RIVER AND BAY AUTHORITY

BUDGET & FINANCE COMMITTEE MEETING

Tuesday, September 20, 2016

Gallery of the Cape May Terminal

North Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was held on Tuesday, July 19, 2016, in the Gallery of the Cape May Terminal, North Cape May, New Jersey.

Commissioners from Delaware

PRESENT

Committee Chair Downes

Commissioner Ford, Committee Member

Commissioner Murphy, Committee Member

Commissioner Lathem

Chairperson Lowe

Legal Counsel

Mike Houghton - DE

Governors' Representatives

Scott Perkins - DE

Commissioners from New Jersey

Committee Vice-Chair Wilson

Commissioner Smith, Committee Member

Commissioner Van Sant, Committee Member

Commissioner Bennett

Vice-Chairperson Hogan

Michael Collins - NJ

Staff

Scott Green

Frank Minor

Victor Ferzetti

Vince Meconi

Charlotte Crowell

Gerry Owens

Michelle Hammel

TJ Murray

Jim Salmon

1. Committee Chair Downes opened the Budget & Finance Committee meeting at approximately 9:15 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Budget & Finance Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair Downes called for a motion to accept the Budget & Finance Committee Minutes from July 19, 2016. Commissioner Smith made a motion, Commissioner Murphy seconded, and the Committee Minutes were accepted.

3. Resolutions:

- RESOLUTION 16-28 – AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2016 THROUGH DECEMBER 31, 2016

The Chief Financial Officer (CFO) presented a revised Over \$25,000 List, noting two (2) changes from the previously distributed version. The CFO reported that EDiS was added due to necessary repairs to Hangar 603 doors and Shore Distributors was added to purchase materials for needed HVAC upgrades to the Lewes Terminal, Police, and Toll Buildings. The CFO also noted the large sole source vendor Alimak Hek, Inc. The Chief Operations Officer (COO) reported that the original manufacturer/supplier of the approved Retrofit and Maintenance Contract elevator system on the Delaware Memorial Bridge was Alimak Hek, Inc., and the needed repairs to the elevator system require Alimak parts. After discussion, Commissioner Van Sant made a motion, Commissioner Smith seconded, and the Committee recommended forwarding the Resolution to the full Board for approval. The Resolution will be presented to the full Board for consideration at the September meeting later today.

4. Miscellaneous:

- 2017 Operating Budget Schedule

The CFO reported that the 2017 budget process has begun and budget sessions will be held with the operating division managers later in the month. A Preliminary Budget will be reviewed in October and the Resolution authorizing the FY 2017 Operating Budget will be presented at the November meeting. The CFO reviewed the preliminary policy issues and reported that he is targeting a Budget Increase of 2%, over the FY 2016 Adopted Budget. The COO noted there will be a slight increase in Pension costs and OPEB offsets, a contractual 1.9% increase to wages, an uptick in insurance costs based on valuations; however, at this time, he is not aware of anything that would cause a large increase to the FY 2017 Operating Budget.

5. With no further business to discuss, Commissioner Van Sant made a motion to adjourn and the Budget & Finance Committee adjourned at 9:20 a.m.

DELAWARE RIVER AND BAY AUTHORITY

ECONOMIC DEVELOPMENT COMMITTEE MEETING

Tuesday, September 20, 2016

Gallery of the Cape May Terminal

North Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority's Economic Development Committee was held on Tuesday, September 20, 2016, in the Gallery of the Cape May Terminal, North Cape May, New Jersey.

Commissioners from Delaware

PRESENT

Committee Vice-Chair Ford
Commissioner Downes, Committee Member
Commissioner Lathem
Commissioner Murphy

Chairperson Lowe

Legal Counsel

Mike Houghton – DE

Governors' Representatives

Scott Perkins - DE

Staff

Scott Green
Frank Minor
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Hammel
TJ Murray
Jim Salmon

Commissioners from New Jersey

Committee Chair Bennett
Commissioner Smith, Committee Member
Commissioner Van Sant, Committee Member
Commissioner Wilson

Vice-Chairperson Hogan

Michael Collins – NJ

1. Committee Chair Bennett welcomed the Economic Development Committee and opened the meeting at approximately 9:22 a.m. The Deputy Executive Director (DED) reported that the public meeting of the Economic Development Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair Bennett called for a motion to accept the Economic Development Committee Minutes from July 19, 2016. Commissioner Downes made a motion, Commissioner Smith seconded, and the Committee Minutes were accepted.

3. Action Items:

- RESOLUTION 16-29 – EASEMENT AGREEMENT WITH DELAWARE DEPARTMENT OF TRANSPORTATION

The DED reviewed the terms of the Easement Agreement which will allow the Delaware Department of Transportation to connect the Junction Breakwater Pathway to the Georgetown to Lewes bike trail. After discussion, Commissioner Ford made a motion, Commissioner Downes seconded, and the Economic Development Committee unanimously recommended forwarding the Resolution to the full Board for consideration at the September meeting later today.

- RESOLUTION 16-30 – AUTHORIZES LEASE AGREEMENTS BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND RESEDEL CORPORATION AT THE CAPE MAY AIRPORT

The DED reviewed the terms of the Lease Agreements and noted that the tenant's current lease will expire in March, 2017. As part of the master plan developed for the airport by the Authority and Cape May County, the tenant will be constructing their own building and relocating to the airport industrial park. The lease for the existing leasehold is contingent upon Resdel moving forward with the development of the new site. After discussion, Commissioner Downes made a motion, Commissioner Smith seconded, and the Economic Development Committee unanimously recommended forwarding the Resolution to the full Board for consideration at the September meeting later today.

- RESOLUTION 16-31 – LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND THE FEDERAL AVIATION ADMINISTRATION

The DED reviewed the terms of the Lease Agreement. It was reported that the lease is prepared by the Federal Aviation Administration and the prices are predetermined by the federal government; however, having a manned tower is a positive for an airport. After discussion, Commissioner Ford made a motion, Commissioner Van Sant seconded, and the Economic Development Committee unanimously recommended forwarding the Resolution to the full Board for consideration at the September meeting later today.

- RESOLUTION 16-32 – AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND LISIRENA77, LLC AT THE CAPE MAY AIRPORT

The DED reviewed the terms of the Lease Agreement. The tenant wishes to operate a food production and retail sales business and will allow for them to expand their production as well as operate a counter/takeout food shop. After discussion, Commissioner Downes made a motion, Commissioner Smith seconded, and the Economic Development Committee

unanimously recommended forwarding the Resolution to the full Board for consideration at the September meeting later today.

4. Discussion: None.

5. With no further business to discuss, a motion to adjourn was made by Commissioner Downes, and the Economic Development Committee adjourned at 9:32 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PERSONNEL COMMITTEE MEETING

Tuesday, September 20, 2016

Gallery of the Cape May Terminal

North Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority's Personnel Committee was scheduled on Tuesday, September 20, 2016, in the Gallery of the Cape May Terminal, North Cape May, New Jersey.

Commissioners from Delaware

PRESENT

Committee Chair Lathem

Commissioner Murphy, Committee Member

Commissioner Downes

Commissioner Ford

Chairperson Lowe

Commissioners from New Jersey

Commissioner Bennett, Committee Member

Commissioner Smith

Commissioner Van Sant

Commissioner Wilson

Vice-Chairperson Hogan

Legal Counsel

Mike Houghton - DE

Governors' Representatives

Scott Perkins - DE

Michael Collins - NJ

Staff

Scott Green

Frank Minor

Vince Meconi

Charlotte Crowell

Gerry Owens

Victor Ferzetti

Michelle Hammel

Jamie Rubini

Genny Kelliher

1. Committee Chair Lathem welcomed the Personnel Committee and opened the meeting at 9:32 a.m. The Deputy Executive Director reported that the public meeting of the Personnel Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations, read the Statement of Notice, and called the roll.

2. Committee Chair Lathem called for a motion to accept the Personnel Committee Minutes from July 19, 2016. Commissioner Wilson made a motion, Commissioner Smith seconded, and the Committee Minutes were accepted.

3. Committee Chair Lathem requested an Executive Session, closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Wilson, seconded by Commissioner Smith, and the Session was closed.

The following matters of a confidential nature were discussed:

-) LITIGATION/ARBITRATION MATTERS
-) PERSONNEL MATTERS

With no further business to discuss in Executive Session, a motion to open the meeting to the public was made by Commissioner Murphy, seconded by Commissioner Smith, and the Session was opened to the public.

4. Miscellaneous:

The CHRO distributed the 2017 Holiday Schedule, the 2017 Pay Schedule and the list of current job openings for full time positions.

The CHRO invited the HR representatives located at the Cape May-Lewes Ferry (CMLF) to introduce themselves. Genny Kelliher, HR Generalist, and Jamie Rubini, HR Supervisor for the CMLF, Millville and Cape May Airports introduced themselves to the Committee.

5. With no further business to discuss, Commissioner Murphy made a motion to adjourn and the Personnel Committee adjourned at 9:52 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

September 20, 2016

Gallery of the Cape May Terminal
North Cape May, New Jersey

A public meeting of The Delaware River and Bay Authority's Projects Committee was held on Tuesday, September 20, 2016, at the Gallery of the Cape May Terminal, in North Cape May, New Jersey.

Commissioners from Delaware
PRESENT

Committee Chair Murphy, DE
Commissioner Lathem, Committee Member
Commissioner Ford, DE
Commissioner Downes

Chairperson Lowe

Legal Counsel
Mike Houghton - DE

Governors' Representatives
Scott Perkins - DE

Staff
Scott Green
Frank Minor
Victor Ferzetti
Charlotte Crowell
Gerry Owens
Jim Salmon
TJ Murray
Michelle Hammel
Alyona Stakhovskaya

Commissioners from New Jersey

Committee Vice-Chair Smith
Commissioner Wilson, Committee Member
Commissioner Dorn
Commissioner Van Sant, NJ

Vice-Chairperson Hogan

Michael Collins – NJ

6. Committee Chair Murphy opened the Projects Committee meeting at approximately 9:55 a.m. and reported that the public meeting of the Projects Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations and that there was a quorum.

7. Committee Chair Murphy called for a motion to accept the Projects Committee Minutes from July 19, 2016. Commissioner Lathem made a motion, Commissioner Smith seconded, and

the Committee Minutes were accepted. Those in attendance were provided an informational package consisting of an agenda: (1) contract close-out and one (1) monthly contractor payment chart (through August).

8. Resolutions: NONE

9. Bid Openings: NONE

10. Contract Close-Out Actions:

) CONTRACT NO. DMB-13-05 BLAST CLEAN AND PAINT SUSPENDED SPAN TOWERS, FIRST AND SECOND STRUCTURE

The title of the close-out describes what work was performed for the Authority. The final contract amount is \$ 13,525,604.12. The COO recommended close-out of the contract and final payment to Blastech Enterprises Inc., of Baltimore, MD. A motion was made by Commissioner Lathem, seconded by Commissioner Smith, and the Projects Committee concurred with the recommendation and authorized the close-out action to be presented to the full board at the September meeting later today.

11. Payment (through August): The COO reviewed for the Committee the monthly construction contractor payments to be made for the work completed through August.

12. Miscellaneous Items/Updates: NONE

13. Open Discussion/Other Issues: NONE

9. With no further business to discuss, Commissioner Murphy made a motion to adjourn, and the Projects Committee adjourned at 10:05 a.m.