

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
TELECONFERENCE CONDUCTED FROM
Delaware Memorial Bridge Complex
Tuesday, October 20, 2020**

The meeting convened via teleconference at 12:26 p.m. with Chairperson Lathem presiding.

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

Chairperson Lathem called on the Authority Assistant Secretary to read the meeting notice. The Assistant Secretary announced that a notice of the meeting had been distributed to the offices of the Governor of New Jersey and the Governor of Delaware, to appropriate staff members and consultants, to the press in both States and to any other individuals who had indicated an interest in receiving a copy of the meeting notice.

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

Commissioners from Delaware

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

Commissioners from New Jersey

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

*Attended via telephonic/electronic communications

** Physically present in James Julian Boardroom

+ Vice-Chairperson Hogan left the meeting after voting to accept the agenda but prior to voting on any other action items.

Chairperson Lathem called for the acceptance of the Agenda.

Chairperson Lathem made a motion to accept the Agenda, seconded by Commissioner Ford and the motion carried by a voice vote of 11-0. Vice-Chairperson Hogan left the meeting after voting on the acceptance of the Agenda, but prior to any other action items.

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11694. APPROVAL OF THE MEETING MINUTES

Commissioner Smith made a motion to approve meeting minutes for September 15, 2020 seconded by Commissioner Ransome and approved by a voice vote of 10-0.

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11695. 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 September 2020.

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

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11696. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for September 2020 with comparisons to the same periods last year.

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

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11697. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for September 2020 showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

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

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11698. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for September 2020 showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also included cash expenditures spent to date for the committed projects.

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

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11699. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) FOR SEPTEMBER 30, 2020

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

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

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11700. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted No Contract Awards, (1) Contract Close-Outs, and (10) 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 comment.

There were no public comments.

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11701. CLOSE-OUT CONTRACT #WWD-18-A REHABILITATE APRON B

Contract #WWD-18-A, REHABILITATE APRON B was awarded to L. Feriozzi Concrete Company of Atlantic City, NJ.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$2,016,427.60.

A motion to Close-Out Contract #WWD-18-A was made by Commissioner Smith, seconded by Commissioner Ransome, and approved by a voice vote of 10-0.

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11702. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

RESOLUTION 20-27 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2020 THROUGH DECEMBER 31, 2020

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted

Resolution 01-84 requiring Commissioner review and approval of all Authority expenditures in excess of \$25,000; and

WHEREAS, the Authority anticipates expenditures at or over the \$25,000 amount to the following vendors:

DELAWARE RIVER & BAY AUTHORITY
PROJECTED VENDORS TO BE PAID OVER \$25,000
OPERATION EXPENDITURES
FOR THE PERIOD 1/1/20 THROUGH 12/31/20

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
John Hiott Refrigeration & Air Conditioning, Inc.	Duct Work at DMB Woodworking Shop	Quotes	\$27,000
Johnson Controls, Inc.	Replacement HVAC Units at CAT, ILG, MIV, 33N and Cape May Terminal	Quotes	\$123,000
Modern Controls, Inc.	Replacement HVAC Units at Lewes Terminal	Quotes	\$25,000
Peach Country Tractor, Inc.	Slope Mower	Quotes	\$37,000
Pedroni Fuel Co.	Unleaded Gasoline for CMLF Vehicles and Equipment	State Contract	\$27,000
Premium Power Services, LLC	Electrical Testing Services	Quotes	\$48,000
Veolia North America	Hazardous Waste Management	Committee Waiver	\$31,000
Y-pers, Inc.	Face Masks, Nitrile Gloves, Safety Supplies	Quotes	\$25,000

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

A motion to approve Resolution 20-27 was made by Commissioner Smith, seconded by Commissioner McCann, and approved by a roll call vote of 10-0.

Resolution 20-27 - Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2020 through December 31, 2020.

Committee: Budget & Finance

Committee and Board Date: October 20, 2020

Purpose of Resolution:

Authorizes expenditures of \$25,000 or greater with the identified vendors during the 2020 calendar year.

Background for Resolution:

The proposed Resolution meets the requirements of Resolution 01-84, 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 \$25,000 or more unless it has first been approved by a vote of Commissioners.

Background for the specific purchase(s):

John Hiott Refrigeration & Air Conditioning, Inc.: Duct Work at DMB Woodworking Shop

The Authority intends to hire a contractor to perform duct work in the new Woodworking Shop located beneath the Delaware Memorial Bridge. Quotes to perform the work were received from three (3) contractors and John Hiott Refrigeration & Air Conditioning submitted the lowest quote.

Johnson Controls, Inc.: Replacement HVAC Units at CAT, ILG, MIV, 33N and Cape May Terminal

The Authority has planned capital construction projects at Dover Civil Air Terminal, New Castle Airport, Millville Airport, Delaware Airpark and the Cape May Terminal to replace the HVAC cooling units containing R-22, a chemical refrigerant which is being phased out of use by the EPA. For each individual project, the Authority received quotes to supply the replacement equipment from three (3) York HVAC equipment distributors. Johnson Controls, Inc. submitted the lowest quote to supply the specified equipment to the Authority for each location (CAT \$16K, ILG \$21K, MIV \$45K, 33N \$27K, CMT \$14K).

Modern Controls, Inc.: Replacement HVAC Units at Lewes Terminal

The Authority has a planned capital construction project at the Lewes Terminal to replace the HVAC cooling units containing R-22, a chemical refrigerant which is being phased out of use by the EPA. Quotes to supply the replacement equipment were received from three (3) York HVAC equipment distributors. Modern Controls, Inc. submitted the lowest quote to supply the specified equipment to the Authority.

Peach Country Tractor, Inc.: Slope Mower

As part of its 2020 DMB Capital Equipment Program, the Authority will be purchasing a Spider 2SGS remote-controlled slope mower. This specialized turf management machine is designed to more safely allow Authority personnel to perform their work. Quotes for the equipment were requested and received from the three (3) local companies that distribute the equipment. Peach Country Tractor, Inc. submitted the lowest quote to supply the specified equipment to the Authority.

Pedroni Fuel Co.: Unleaded Gasoline for CMLF Vehicles and Equipment

The Authority stores and dispenses unleaded gasoline at the Cape May-Lewes Ferry Terminals for use in Authority-owned vehicles and equipment. Pedroni Fuel Co. supplies the Authority with unleaded gasoline at prices matching their current state contract (T0083 Unleaded Automotive Gasoline).

Premium Power Services, LLC: Electrical Testing Services

The Authority intends to hire a NETA-accredited contractor to complete three electrical testing and inspection programs. The scope of work includes medium voltage testing and inspection at the Delaware Memorial Bridge facilities, transformer oil sampling Authority-wide, and cable testing and inspection at the DMB and Ferry Terminals. Quotes for the work were requested from five (5) electrical testing contractors and received from two (2). Premium Power Services, LLC submitted the lowest total quote to complete the work as specified by the Authority.

Veolia North America: Hazardous Waste Management

The responsibility of properly handling regulated waste and hazardous materials falls upon on the generator (the Authority). The Authority has contracted Veolia to safely manage the treatment, recycling and disposal of the Authority's regulated waste, which includes electronics, computers, lighting, flammables, spill debris, chemicals and other industrial products. The Authority experienced additional scope of services this year and was unable to secure quotes as required when purchasing non-professional services of this type per Resolution 98-31. The Authority therefore requests a Committee Waiver for this vendor/purchase.

Y-pers, Inc.: Face Masks, Nitrile Gloves, Safety Supplies

The Authority intends to purchase additional safety supplies including nitrile gloves, CDC-approved N95 Particulate Respirator Masks, and single-use Procedural Masks which aid in filtering out dust, smoke, pollen and bacteria and to help prevent the spreading of airborne germs caused by coughing, sneezing and talking. Quotes to supply the personal protective equipment were received from three (3) local safety and janitorial equipment distributors. Y-pers submitted the lowest quote to supply the specified materials to the Authority. It is unknown if the total expenditure with this vendor will exceed the \$25,000 threshold in 2020, however, due to the critical nature of the supplies, the Authority is being proactive in requesting approval to do so as required by Resolution 01-84.

Classification Definition(s):

Committee Waiver. The Budget and Finance Committee, in consideration of the overall procurement process, may increase or waive the thresholds established in paragraphs 1 and 2 of Resolution 98-31 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 98-31 Part 3)

Quotes. A purchase of equipment, supplies or non-professional services or a contract for construction or construction management that is anticipated to cost between \$25,000 and \$49,999 during a calendar year and for which the Authority has solicited written quotes. “Contracts for materiel and supplies and non-professional services, awarded to any [vendor for an amount of] more than \$25,000 but less than \$50,000 in the aggregate require the solicitation of three written quotes or all available sources, whichever is less...Construction management contracts or construction contracts...which are less than \$50,000 do not require formal solicitation of competitive prices and, if more than \$25,000 but less than \$50,000 require the solicitation of three written quotes or all available sources, whichever is less...” (DRBA Resolution 98-31 Part 4).

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 nonprofessional 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 11-36 Part 2.a.).

RESOLUTION 20–28 – AUTHORIZING AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND SPRUCE TECHNOLOGY, INC. TO PROVIDE WEBSITE REDEVELOPMENT 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; and

WHEREAS, the Authority currently maintains eleven websites, ten of which are in need of updating and modernization, including mobile optimization, new branding, security upgrades, search engine optimization, and Google Analytics implementation; and

WHEREAS, the Authority desires to retain the services of a website developer to implement the phased redesign and redevelopment of the DRBA-family of websites, including the creation of new domains, transition of existing domains, integration of Google Analytics, performance/load testing, DRBA staff training and any additional services necessary to deliver fully-operational websites (the “Services”); and

WHEREAS, The Authority has divided the initial portion of the web redevelopment project

into phases, with Phase 1 encompassing the five primary DRBA-branded sites (DRBA.net, DRBA Police, Veterans Memorial Park, Delaware Memorial Bridge, and Airports master landing page); and Phase 2 encompassing each of the five individual airport sites.

WHEREAS, the Authority publicly advertised a Request for Proposals for Phases 1 and 2 of the web redevelopment project in compliance with Resolution 98-31, as amended, which governs the Authority's procedure for the procurement of professional services; and

WHEREAS, the Authority received and evaluated eleven (11) proposals pursuant to the aforementioned public Request for Proposals; and WHEREAS, a Selection Committee reviewed and evaluated all proposals received, shortlisted four (4) proposals, and conducted in-person interviews with the three (3) firms that accepted the invitation; and

WHEREAS, SPRUCE TECHNOLOGY, INC., was designated as the highest-ranking firm following final evaluation; and

WHEREAS, the Authority evaluated the cost of the services proposed by SPRUCE TECHNOLOGY, INC., for Phases 1 and 2 of the project and determined the proposal to be fair and reasonable; and

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

WHEREAS, the Authority wishes to enter into a Service Agreement ("Agreement") with SPRUCE TECHNOLOGY, INC.

WHEREAS, upon the completion of Phase 1 of the project, should the Authority decide to order Phase 2, it is in the best interest of the Authority to retain and utilize the services of SPRUCE TECHNOLOGY, INC., for the second Phase of the project; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Agreement with SPRUCE TECHNOLOGY, INC. to provide the Services to the Authority and to have such Agreement, with the advice and consent of Counsel, executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approve Resolution 20-28 was made by Commissioner Smith, seconded by Commissioner McCann, and approved by a roll call vote of 10-0.

Resolution 20-28 - Executive Summary Sheet

Resolution: Authorizing an agreement between the Authority and SPRUCE TECHNOLOGY, INC. to provide website redevelopment services

Committee: Budget & Finance

Committee/

Board Date: October 20, 2020

Purpose of Resolution:

To authorize an agreement with SPRUCE TECHNOLOGY, INC. to provide website redevelopment services to the Authority.

Background for Resolution:

The proposed Resolution meets the requirements of Resolution 98-31, as amended, which governs the procedure for the procurement of professional services.

The Authority received and evaluated proposals submitted by the following eleven (11) firms, and following preliminary evaluations, invited four (4) of those firms, one (1) of which declined, to attend an interview/presentation session with the Selection Committee at the Authority's headquarters:

Blenderbox, Clearbridge Branding Company, Cloudware LLC, Egrove Systems Corporation, Interpersonal Frequency, Isovera, OPIN Software, Promet Solutions, Spruce Technology, and Stokes Creative Group, Inc.

The Authority conducted oral interviews with the short-listed firms and utilized the advertised final evaluation criteria to establish a final ranked list, with SPRUCE TECHNOLOGY, INC. being identified as the most uniquely-qualified firm to deliver the services. The Authority conducted an analysis of the proposed costs for the services and determined them to be fair and reasonable.

RESOLUTION 20-29 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND GLASSTOWN BREWING, LLC AT THE MILLVILLE AIRPORT

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

WHEREAS, Glasstown Brewing, LLC ("Glasstown") desires to lease approximately 1,100 square feet of space located in a building commonly referred to as Building #101 Peterson Street at the Millville Airport; and

WHEREAS, Glasstown has agreed to pay the Authority annual rent in the amount of Four Thousand Four Hundred Dollars 00/100 (\$4,400.00); and

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

WHEREAS, Glasstown shall have the right to renew the lease for Three (3) One (1) year periods; and

WHEREAS, rent shall be adjusted annually by the Consumer Price Index(CPI); and

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

A motion to approve Resolution 20-29 was made by Commissioner Smith, seconded by Commissioner Decker, and approved by a roll call vote of 10-0.

Resolution 20-29 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Glasstown Brewing, LLC d, regarding the Millville Airport

Committee: Economic Development

Committee Date: October 20, 2020

Board Date: October 20, 2020

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the Millville Airport.

Background for Resolution:
The Delaware River and Bay Authority owns a building commonly referred to as Building #101 on the Millville Airport. The building has been vacant for several years. Tenant will be using the space for office space and storage and is exploring the possibility of opening a food service in 2021 in support of their brewery operation at the airport. The lease rate is based upon Fair Market Value for the space.

RESOLUTION 20-30 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND GLASSTOWN BREWING, LLC AT THE MILLVILLE AIRPORT

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

WHEREAS, Glasstown Brewing, LLC (“Glasstown”) desires to lease approximately 1,000 square feet of space located in Warehouse #7 at the Millville Airport; and

WHEREAS, Glasstown has agreed to pay the Authority annual rent in the amount of Two Thousand Two Hundred and Twenty dollars 00/100 (\$2,220.00); and

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

WHEREAS, Glasstown shall have the right to renew the lease for Three (3) One (1) year periods;
and

WHEREAS, rent shall be adjusted annually by the Consumer Price Index (CPI); and

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

A motion to approve Resolution 20-30 was made by Commissioner Wilson, seconded by Commissioner Ransome, and approved by a roll call vote of 10-0.

Resolution 20-30 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Glasstown Brewing, LLC d, regarding the Millville Airport

Committee: Economic Development

Committee Date: October 20, 2020

Board Date: October 20, 2020

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the Millville Airport.

Background for Resolution:
The Delaware River and Bay Authority owns a warehouse facility located in the Dallas Airmotive complex on the Millville Airport. The building has been nearly vacant since Dallas left the airport. Tenant will be using the space for cold storage in support of their brewery operation at the airport. The lease rate is based upon Fair Market Value for the space.

RESOLUTION 20-31 - AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND PAUL LATORRE d/b/a SRL FLOOR COVERING AT THE CAPE MAY AIRPORT

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

WHEREAS, Paul Latorre desires to lease approximately 3,000 square feet of warehouse/store front space located in 250 Ranger Road at the Cape May Airport; and

WHEREAS, Paul Latorre has agreed to pay the Authority annual rent in the amount of Twenty-Four Thousand Nine Hundred Dollars (\$24,900.00); and

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

WHEREAS, Paul Latorre shall have the option of renewing this Lease Agreement for two (2) additional one (1) year terms; and

WHEREAS, rent shall adjust in the first renewal term to Twenty-Five Thousand Eight Hundred Dollars (\$25,800) annually, and to Twenty-Six Thousand Seven Hundred Dollars (\$26,700.00) annually during the second 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 Paul Latorre d/b/a SRL Floor Covering and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 20-31 was made by Commissioner Wilson, seconded by Commissioner Ransome, and approved by a roll call vote of 10-0.

Resolution 20-31 - Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Paul Latorre d/b/a SRL Floor Covering, regarding the Cape May Airport

Committee: Economic Development

Committee Date: October 20, 2020

Board Date: October 20, 2020

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

Background for Resolution: The Delaware River and Bay Authority owns a light industrial building located at 251 Ranger Rd. in the Cape May Airport Industrial Park. Paul Latorre currently occupies Units #9 and #10 in the building and would like to continue to lease space in at the airport. Paul has been a tenant at the airport since 2012. The lease rate is reflective of the FMV for similar units at the airport.

RESOLUTION 20-32 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND GRINDSTONE AVIATION, LLC AT THE NEW CASTLE AIRPORT

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

WHEREAS, Grindstone Aviation, LLC (“Grindstone”) desires to lease hangar space at the airport located at 13 ½ Penns Way totaling approximately 7,500 sq. of space at the New Castle Airport; and

WHEREAS, Grindstone has agreed to pay the Authority annual rental in the amount of Eighty-Four Thousand Four Dollars (\$84,000.00); and

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

WHEREAS, rent shall be adjusted annually by the Consumer Price Index (CPI); and

WHEREAS, Grindstone shall have the right to renew the Lease Agreement for one (1) five (5) year renewal options; and

WHEREAS, rent shall be adjusted at the beginning of the renewal term to the current Fair Market Value (FMV); and

WHEREAS, rent during years 2-4 of the renewal term shall be adjusted annually by the CPI; and

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

A motion to approve Resolution 20-32 was made by Commissioner McCann, seconded by Commissioner Smith, and approved by a roll call vote of 9-0-1. Commissioner Faust abstained from voting.

Resolution 20-32 - Executive Summary

Resolution	Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Grindstone Aviation, LLC, regarding New Castle Airport.
Committee:	Economic Development
Committee Date:	October 20, 2020
Board Date:	October 20, 2020

Purpose of Resolution:

To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the New Castle Airport.

Background for Resolution:

The Delaware River and Bay Authority owns a hangar facility located at 13 and 13 1/2 Penns Way. The hangar totals approximately 7,500 square feet of space at 13 ½ Penns Way. Grindstone Aviation, LLC wishes to lease this hangar space from the Authority to house a corporate aircraft. Grindstone has been a tenant of the airport and occupied this space since the Authority has operated the Airport.

RESOLUTION 20-33 - LEASE AMENDMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND QUAKER CITY 607, LLC AT THE NEW CASTLE AIRPORT

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

WHEREAS, Quaker City 607, LLC (“Quaker City”) leases approximately 0.4696 acres of land at the New Castle Airport in order to operate a private hangar; and

WHEREAS, Quaker City recently purchased the hangar from the previous tenant Red Eagle Avionics, LLC; and

WHEREAS, the existing lease has one remaining ten (10) year renewal option; and

WHEREAS, Section 35 of the lease provides that any renewal options shall not inure to the benefit of a subtenant or assign; and

WHEREAS, the Authority desires to waive enforcement of this provision solely in connection with the assignment of the lease from Red Eagle Avionics, LLC to Quaker City 607, LLC; and

WHEREAS, in addition to the remaining ten-year term in the original lease, Quaker City desires to extend the term of the lease for four (4) additional five (5) year options (“Additional Renewal Options”); and

WHEREAS, the Additional Renewal Options shall only be exercised upon the mutual consent of both the Tenant and the Landlord; and

WHEREAS, rent shall be adjusted at the beginning of each renewal term to the current Fair Market Value (FMV); and

WHEREAS, rent during the additional renewal terms shall be adjusted annually by the CPI; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Amendment with Quaker City 607, LLC, and, with the advice and consent of counsel, to have such Amendment executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 20-33 was made by Commissioner Smith, seconded by Commissioner Wilson, and approved by a roll call vote of 9-0-1. Commissioner Faust abstained from voting.

Resolution 20-33 - Executive Summary

Resolution Authorizing the Execution of a Lease Amendment between the Delaware River and Bay Authority and Quaker City 607, LLC, regarding New Castle Airport.

Committee: Economic Development

Committee Date: October 20, 2020

Board Date: October 20, 2020

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

Background for Resolution: The Delaware River and Bay Authority leases approximately 0.4696 acres of land to Quaker City 607, LLC. Quaker City recently purchased the improvements from a previous tenant and the ground lease was assigned to Quaker City. Quaker City has requested (i) confirmation that the Authority will waive Section 35 of the lease allowing Quaker City to have the benefit of the existing ten-year lease renewal option and (ii) additional extensions. In response to the request for additional extensions, the DRBA desires to grant four additional lease extensions of five (5) years each, such renewals to be exercised upon the consent of both the Landlord and Tenant.

RESOLUTION 20-34 - APPROVING OF A MEMORANDUM OF AGREEMENT BETWEEN THE COUNTY OF CAPE MAY; THE DELAWARE RIVER AND BAY AUTHORITY AND THE TOWNSHIP OF LOWER REGARDING REAL ESTATE TAXES WITHIN THE CAPE MAY COUNTY AIRPORT

WHEREAS, the Cape May County Airport (hereinafter "Airport"), located in the Township of Lower (hereinafter "Township"), County of Cape May, and State of New Jersey, is owned by the County of Cape May (hereinafter "County"); and

WHEREAS, pursuant to a certain Acquisition Agreement, dated as of December 15, 1998, by and between The Delaware River and Bay Authority (hereinafter “Authority”) and the County, the Authority agreed to assume operation and control of certain parcels of land and improvements at the Airport and further agreed to operate and manage the Airport and related facilities and to administer various leases relating to tenants at the Airport; and

WHEREAS, the County and Authority entered into that certain Ground Lease dated as of June 8, 1999, a memorandum of which was recorded on June 9, 1999 in the Office of the Clerk of Cape May County in Book 2809, Page 0584, pursuant to which the County leased to the Authority and the Authority leased from the County certain parcels of land and improvements legally described therein as the “Demised Premises” which are located at the Airport; and

WHEREAS, in 2013, the Authority passed Resolution 13-38, the County passed resolution 786-13 and the Township passed Resolution 2013-271 authorizing the parties to enter into a Memorandum of Understanding (hereinafter “MOA 1”) to work cooperatively and in harmony with each other party thereto with respect to payment of real estate taxes by third-party tenants on the Leasehold Property; and

WHEREAS, MOA 1 had an initial term of four years, with automatic renewals for successive three year periods; and

WHEREAS, in August 2019, the Township gave notice to the Authority and the County, that upon expiration of MOA 1 on October 27, 2020, it did not intend to renew the MOA in its current form; and

WHEREAS, the parties have successfully negotiated a successor Memorandum of Agreement to work cooperatively and in harmony with each other party thereto with respect to payment of real estate taxes by third party tenants on the Leasehold Property.

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson, Vice Chairperson and Executive Director, with the advice and consent of counsel are hereby authorized to execute and deliver the Memorandum of Agreement attached hereto as Exhibit A.

A motion to approve Resolution 20-34 was made by Commissioner Wilson, seconded by Commissioner McCann, and approved by a roll call vote of 10-0.

Resolution 20- 34 - Executive Summary

Resolution: Memorandum of Agreement between the County of Cape May, the Delaware River and Bay Authority and the Township of Lower regarding real estate taxes at the Cape May Airport.

Committee: Economic Development

Committee/Board Date: October 20, 2020

Purpose and Background for Resolution:

The Cape May Airport is operated by the Authority on land owned by the County in Lower Township, New Jersey. There are a number of tenants who operate commercial businesses in the industrial park at the Airport pursuant to Lease Agreements with the Authority. On occasion, there have been delinquent tenants who have failed to make required property tax payments to Lower Township. Since 2013, the parties have operated under a Memorandum of Agreement that resolved past tax concerns and how delinquent tenants would be handled in the future. Lower Township sought amendments to that MOA at the end of the current term. After negotiations, the parties have reached this successor Agreement.

A motion to approve Resolution 20-34 was made by Commissioner Wilson, seconded by Commissioner McCann, and approved by a roll call vote of 10-0.

RESOLUTION 20-35 - AUTHORIZING EXECUTION OF AGREEMENT AND DECLARATION OF TRUST AND OTHER NECESSARY DOCUMENTATION FOR PURPOSES OF PARTICIPATION IN THE MEBA TRAINING PLAN

WHEREAS, the Delaware River and Bay Authority (the “Authority”) operates the Delaware Memorial Bridge, Cape May-Lewes Ferry, Forts Ferry Crossing, and five (5) airport facilities; and

WHEREAS, permanent full-time ferry crew and marine mechanical personnel including pilots, mates, able bodied seamen, ordinary seamen, chief engineers, first assistant engineers, third assistant engineers, QMEDs, oilers, and wipers, and marine mechanics, assistant mechanics, marine electricians, electronic technicians and welders and employed by the Authority at its Lewes, Delaware and Cape May, New Jersey facilities voluntarily designated the Marine Engineers’ Beneficial Association (“MEBA”) to represent them in an election held in 2000 with the first Collective Bargaining Agreement effective January 1, 2002; and

WHEREAS, in 2018, the Authority and MEBA negotiated and executed the most recent Collective Bargaining Agreement (the “Agreement”) which expires on December 31, 2022; and

WHEREAS, as part of the Agreement, as well as part of earlier Collective Bargaining Agreements with MEBA, the Authority makes quarterly contributions to the MEBA Training Plan (the “Plan”); and

WHEREAS, the Plan is a separate corporate entity from MEBA, with the Plan being established through an Agreement and Declaration of Trust (the “Trust”); and

WHEREAS, the terms and conditions governing contributions by employers to the MEBA Training Plan, including the Authority, are set forth in the Plan’s Agreement and Declaration of Trust; and

WHEREAS, in accordance with the terms of the Collective Bargaining Agreements, the

Authority has made quarterly contributions to the Training Plan, which were accepted by the Plan; however, it appears that neither the Authority nor the Plan executed a written acceptance of the provisions of the Trust, and

WHEREAS, the Board deems it necessary to adopt such written documents as required by the Plan for purposes of auditing, compliance, or other legal purposes to ensure protection of the Authority's rights.

NOW, THEREFORE, BE IT RESOLVED, that the Board authorizes, with the advice and consent of counsel, acceptance of the terms and conditions of the Trust covering use of Authority's quarterly contributions to the Training Plan as required by any duly approved Collective Bargaining Agreement with MEBA; and

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Executive Director is authorized, with the advice and consent of counsel, to execute any documents necessary to accept the terms and provisions of the Trust and to take all other steps necessary to carry out the purposes of this Resolution and comply with the Plan.

A motion to approve Resolution 20-35 was made by Commissioner Smith, seconded by Commissioner Ford, and approved by a roll call vote of 10-0.

Resolution 20-35 - Executive Summary Sheet

Resolution: Authorizing Execution of Agreement and Declaration of Trust and Other Necessary Documentation for Purposes of Participation in the MEBA Training Plan

Committee: Personnel Committee

Committee/Board Date: October 20, 2020

Purpose of Resolution:

To authorize the Authority to execute the Agreement and Declaration of Trust and other necessary documentation for purposes of participation in the MEBA Training Plan.

Background for Resolution:

Since July 1, 2002, the Authority has had series of Collective Bargaining Agreements with the Marine Engineers' Beneficial Association, District No. 1-PCD ("MEBA") ("Agreement").

Under the Agreement, the Authority makes certain quarterly contributions to the MEBA Training Plan.

The MEBA Training Plan is a separate legal entity from MEBA and is governed by the Employee Retirement Income Security Act of 1974 ("ERISA").

Participating employers formalize their relationship with these types of Plans through a separate written acceptance of the trust indenture (the “Trust”).

The Authority has made contributions to the Plan since the inception of the first Agreement with MEBA, but after exercise of due diligence, it does not appear that any written acceptance of the Trust was ever executed by either the Authority or the Plan.

Labor and Employment Counsel has advised that a written agreement accepting the terms and conditions of Trust should be executed to protect the Authority’s rights.

RESOLUTION 20-36 – AUTHORIZES ACCEPTANCE OF GRANT FUNDS FROM THE STATE OF NEW JERSEY FOR ELECTRIC VEHICLE CHARGING STATIONS

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is a bi-state government agency, created by Compact and charged with operating crossings and transportation facilities, including the Cape May-Lewes Ferry, for purposes of enhancing transportation and commerce between the State of New Jersey and the State of Delaware and the region; and; and

WHEREAS, the State of New Jersey by and for the Department of Environmental established the “It Pays to Plug In: NJ’s Electric Vehicle Charging Grant Program” to provide grants to offset the cost of purchasing and installing electric vehicle charging stations; and

WHEREAS, the Board of Commissioners of the Delaware River and Bay Authority desires to further the public interest by obtaining a grant from the State of New Jersey in the amount of approximately \$12,000 to fund the following project as set forth more fully the documents attached hereto:

Purchase, installation, and maintenance of two (2) Level 2 dual-port Power Charge EV Chargers located at 1200 Lincoln Blvd, North Cape May NJ 08204

NOW, THEREFORE BE IT RESOLVED that Thomas J. Cook, Executive Director is authorized to (a) make application for such a grant, (b) if awarded, to execute a grant agreement with the State for a grant in an amount not less zero (\$0.0) and not more than twelve thousand dollars (\$12,000), and (c) to execute any amendments thereto.

NOW, THEREFORE BE IT FURTHER RESOLVED that the Authority hereby agrees to comply with all applicable Federal, State, and municipal laws, rules, and regulations in its performance pursuant to the agreement.

A motion to approve Resolution 20-36 was made by Commissioner Smith, seconded by Commissioner Ransome, and approved by a roll call vote of 10-0.

Resolution 20-36 - Executive Summary

Resolution: Authorizing The Acceptance of Funds from the State of New Jersey for Electric Vehicle Charging Stations

Committee: Projects Committee

Committee Date: October 20, 2020

Board Date: October 20, 2020

Purpose of Resolution:

To permit the Authority to accept the grant funds awarded from the State of New Jersey, Department of Environmental Protection Electric Vehicle Charging Grant Program.

Background for Resolution:

In support of the Authority’s efforts to be more environmentally conscious, application was made for grant funding available through the State of New Jersey to install two electric vehicle charging stations at the Cape May ferry terminal. The grant, in the amount of \$12,000 does not require any match by the Authority.

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11703. EXECUTIVE DIRECTOR’S COMMENTS

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

The Executive Director thanked Thomas J. Murray for his hard work in working with the Gold Star Families to put together a memorable event held September 25, 2020. The DRBA annual blood drive was huge success, thanks to Charlotte Crowell and her staff, particularly Lacey Frey and Genevieve Kelliher. A number of DRBA employees participated in the Walk to End Alzheimer’s which was held October 17, 2020. Commissioner Carey’s pesto-making skills were applauded. Finally, the Executive Director wished Chairperson Lathem a happy birthday.

Upcoming Events:

Tuesday, November 17, 2020 – Commissioners Board Meeting

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11704. COMMISSIONERS PUBLIC FORUM

Chairperson Lathem called for comments from the public and Commissioners.

There were no public comments.

Chairperson Lathem inquired about the annual prescription drop off. The COO informed Chairperson Lathem the event takes place Saturday, October 24, 2020 at New Castle Airport.

There being no further business, Chairperson Lathem adjourned the meeting at 12:48 p.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Stephen D. Williams
Assistant Secretary