

DELAWARE RIVER AND BAY AUTHORITY

ECONOMIC DEVELOPMENT COMMITTEE MEETING

Wednesday, January 22, 2020

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Economic Development Committee Meeting was held on Wednesday, January 22, 2020 at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of New Jersey

Committee Chair Ransome
Commissioner Bennett, Comm. Member - absent
Commissioner Wilson, Comm. Member - absent
Commissioner McCann
Commissioner Smith

Commissioners of Delaware

Committee Vice-Chair Ford
Commissioner Ratchford, Comm. Member - absent
Commissioner Carey, Comm. Member
Commissioner Decker - absent
Commissioner Faust

Vice-Chairperson Hogan

Chairperson Lathem

Legal Counsel

Phillip Norcross

Michael Houghton

Governors' Representatives

Craig Ambrose - NJ Representative

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Gerry Owens
Michelle Hammel
Jim Salmon
John Sarro
Rhona Bronson
TJ Murray
Tara Donofrio
Lindsay Premo
Michele Pyle

Guests

Kate Betterly, Esquire
Donna Culver, Esquire

1. Chair Ransome opened the Economic Development Committee meeting at approximately 9:00 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. Chair Ransome called for a motion to accept the Economic Development Committee Minutes from December 17, 2019. Commissioner Ford made a motion, Commissioner Ransome seconded, and the Committee Minutes were accepted.

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

The Following matters of a confidential nature were discussed:

- **LONG RANGE PLANNING**

With no further business to discuss in Executive Session, a motion to open the meeting to the public was made by Commissioner Carey, seconded by Commissioner Ford and the session was open to the public.

With no further business to discuss, Committee Chair Ransome adjourned the Economic Development Committee at 9:50 a.m.

DELAWARE RIVER AND BAY AUTHORITY
AUDIT AND GOVERNANCE COMMITTEE MEETING
Wednesday, January 22, 2020
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Audit & Governance Committee Meeting was held on Wednesday, January 22, 2020 at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

Committee-Vice Chair Carey
Commissioner Faust, Committee Member
Commissioner Decker, Committee Member
(absent)
Commissioner Ford
Commissioner Ratchford (absent)

Chairperson Lathem

Mike Houghton – DE

Governors' Representatives

Craig Ambrose – NJ

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Jim Salmon
TJ Murray
Michelle Hammel
Tara Donofrio
Michele Pyle
Joe Larotonda
Heath Gehrke
Shaun O'Brien
John Sarro
Michelle Bernard Wright

Commissioners of New Jersey

Committee Chair McCann
Commissioner Smith, Committee Member
Commissioner Wilson, Committee Member
(absent)
Commissioner Ransome
Commissioner Bennett (absent)

Vice-Chairperson Hogan

Phil Norcross – NJ

Guests

1. Committee Chair McCann opened the Audit & Governance Committee meeting at approximately 9:51 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 McCann called for a motion to accept the Audit & Governance Committee Minutes from December 17, 2019. Commissioner Smith made a motion, Commissioner Carey seconded, and the Committee Minutes were accepted.

3. Discussion Items:

) 2019 Semi-Annual Report of Status of Resolutions

The Chief Ethics Officer, Michelle Hammel, presented a status update on the Resolutions of 2019. She explained that five Resolutions of the total 52 were not fully implemented. She provided updates on the status of the Resolutions still in process.

She also reported on the status the 2 Resolutions from 2018, 1 Resolution from 2017 and 1 Resolution from 2015, which were not fully implemented.

NJ Counsel Phil Norcross asked for additional follow-up on the 2015 Resolution and offered to assist our outside counsel from Young, Conaway, Stargatt and Taylor to help bring this issue to completion.

Mr. Norcross also noted that he and DE Counsel Mr. Houghton would be providing the Committee Chair with a schedule for review and update of the bylaws as previously requested by the Board.

4. Committee Chair McCann requested an Executive Session closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Smith, seconded by Commissioner Carey, and the Session was closed. The Committee discussed confidential matters of the following nature:

) Personnel Matters

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

5. With no further business to discuss, Committee Chair McCann made a motion to adjourn and the Audit & Governance Committee adjourned at 10:11 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PERSONNEL COMMITTEE MEETING – PUBLIC SESSION

Wednesday, January 22, 2020

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority’s Personnel Committee Meeting was held on Wednesday, January 22, 2020 at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Delaware Commissioners

Committee Chair Carey
Commissioner Decker Committee Member
-absent
Commissioner Faust, Committee Member
Commissioner Ratchford - absent
Commissioner Ford

Chairman Lathem

Legal Counsel

Mike Houghton – DE

Governors’ Representatives

Craig Ambrose – NJ

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Michelle Hammel
Jim Salmon
TJ Murray
Michele Pyle
Tara Donofrio
Lindsay Premo
John Sarro
David Winch
Rhona Bronson
Kyle Bickhart
Chris D’Anjolell
Andrew Ritchie

New Jersey Commissioners

Committee Vice-Chair Smith
Commissioner Ransome, Committee Member

Commissioner McCann, Committee Member
Commissioner Wilson - absent
Commissioner Bennett - absent

Vice Chairman Hogan

Phil Norcross– NJ

Guests

George Power
Andre Sousa-Domingos
Eddie Silva

1. Committee Chair Carey opened the Personnel Committee meeting at approximately 10:15 a.m. The Deputy Executive Director (DED) 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 Carey called for a motion to accept the Personnel Committee Minutes from December 17, 2019. Commissioner Faust made a motion, Commissioner McCann seconded, and the Committee Minutes were accepted.
3. Committee Chair Carey requested an Executive Session, closed to the public, to discuss matters of a confidential nature. A motion was made by Committee Vice-Chair Smith, seconded by Commissioner Ransome, and the Session was closed.

The following matters of a confidential nature were discussed:

) LITIGATION UPDATE

With no further business to discuss in Executive Session, a motion to open the meeting to the public was made by Committee Co-Chair Smith, seconded by Commissioner McCann and the Session was opened to the public

4. Resolutions

- Resolution 20-02 Authorizing Amendment to the Personnel Manual – Overtime Provision to Include Holiday Hours as Hours Worked Toward Overtime

CHRO Crowell communicated how this resolution came to be. In 2019, DRBA conducted a Leadership Development Series for senior managers within DRBA. Eleven senior managers attended a customized training program developed and conducted by Dale Carnegie. A portion of this program was for the participants to identify an innovative idea that would or could benefit the business operations of DRBA. This resolution is the result of one of the innovative ideas identified by a HR senior manager.

CHRO introduced Andrew Ritchie, DRBA's Employee Relations & Compliance Manager, to review the purpose of the resolution which is to bring parity to the salary administration of both union and non-union employees. Currently for non-union employees, extra hours worked during a holiday week would be paid as straight time as the holiday hours the employees received during the week are not included as time worked towards computing overtime. All three (3) collective bargaining agreements have language that allow for holiday hours to count as hours worked if the employee does not work on the holiday. If the employee works on the holiday, the hours worked count and the holiday hours do not count. This was an inequity between the union and non-union employees which also created a disincentive to work extra hours during a holiday week. This resolution amends in the Personnel Manual the definition of hours worked for the purposes of computing overtime to

include holiday hours for non-union, non-exempt permanent full-time employees and brings parity between both work groups.

During the discussion, the Chairman asked for the status of the Personnel Manual update to which the CHRO noted it will be reformatted this year with New Jersey and Delaware Labor Counsel input before scheduling a meeting with the Personnel Committee for a working session to finalize the Personnel Manual for submission. She reminded the Board of the tabling in 2010 of the Personnel Manual Resolution due to discussions and differences of opinions in a couple of the recommended revisions. She also noted the plan to have future revisions to the Personnel Manual be approved by the Personnel Committee and not requiring a resolution for the Governors' approval.

After discussion, Committee Chair Carey called for a motion to the resolution. Committee Vice-Chair Smith made motion, seconded by Commissioner McCann and the Committee recommended forwarding Resolution 20-02 to the full Board for approval. The Resolution will be presented to the full Board for consideration at the January meeting later today.

5. Discussion

- Summary of the Organization

The CHRO noted as always the HR Demographics are available for the Board's individual review.

6. With no further business to discuss, Committee Chair Carey called for a motion to adjourn; Commissioner Ransome made a motion, Committee Co-Chair Smith seconded and the Personnel Committee adjourned at 10:25 a.m.

**DELAWARE RIVER AND BAY AUTHORITY
BUDGET & FINANCE COMMITTEE MEETING
Wednesday, January 22, 2020
Delaware Memorial Bridge Complex**

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was held on Wednesday, January 22, 2020 at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners of Delaware

Committee Chair Decker (absent)
Commissioner Ratchford, Committee Member (absent)
Commissioner Ford, Committee Member
Commissioner Faust
Commissioner Carey

Chairperson Lathem

Mike Houghton – DE

Governors' Representatives

Craig Ambrose – NJ

Staff

Tom Cook
Steve Williams
Victor Ferzetti
Vince Meconi
Charlotte Crowell
Gerry Owens
Jim Salmon
TJ Murray
Michelle Hammel
Tara Donofrio
Michele Pyle
Lindsay Premo
Joe Larotonda
Heath Gehrke
Shaun O'Brien
John Sarro
Michelle Bernard Wright

Commissioners of New Jersey

Committee Vice-Chair Bennett (absent)
Commissioner Smith, Committee Member
Commissioner Wilson, Committee Member (absent)
Commissioner McCann
Commissioner Ransome

Vice-Chairperson Hogan

Phil Norcross – NJ

Guests

1. Committee Member Ford opened the Budget & Finance Committee meeting at approximately 10:24 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 Member Ford called for a motion to accept the Budget & Finance Committee Minutes from December 17, 2019. Commissioner Smith made a motion, Commissioner Ford seconded, and the Committee Minutes were accepted.

3. Discussion Items:

) Quarterly Review

The Chief Financial Officer (CFO) Victor Ferzetti Introduced the Director of Finance, Joe Larotonda, to discuss the Quarterly Review. Mr. Larotonda explained that overall bridge traffic for 2019 was up by 2.9%. He emphasized that traffic for both commercial and non-commercial vehicles had increased, which was substantial, as in years past only one or the other would increase. The CFO pointed out that this increase across the board is impressive, and indicative of a stronger economy and travelling year. Commissioner Ford asked if this was due to anything in particular, or if the year was a "perfect storm" of conditions. The CFO agreed that with stable gas prices, mild weather conditions and a very good economy, the increase was able to occur.

Mr. Larotonda went on to discuss the Authority's total revenue, which was approximately 30 million dollars over the expected, and pointed out that all components of the Authority except for one (Forts Ferry) exceeded expectations. He discussed the expenses, pointing out that all departments were under budget, and that even after the extra OPEB and Pension payments, the Authority was approximately \$2.1 million dollars under budget.

-) The CFO asked for a moment to point out the improved performance of the Food and Retail department, and invited Chief Operations Officer (COO) Vince Meconi to highlight the Ferry group. The COO shared that Food and Retail had its best year in over 20 years, ending the year with a profit of \$331,000.00. The COO pointed out that Food and Retail had not profited since 2002, noting that as recently as 2013, Food and Retail actually lost \$1 million dollars. The COO congratulated Shaun O'Brien, Heath Gehrke and Michelle Bernard Wright on the improvements they have made within the department.

4. Action Items:

-) RESOLUTION 20-01 – Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2020 through December 31, 2020

The CFO discussed the new items and vendors on the list and explained the various needs for each. After a brief discussion, Commissioner Smith made a motion, Commissioner Smith seconded, and the Budget & Finance Committee recommended forwarding the Resolution to the full Board for approval. The Resolution will be presented to the full Board for consideration at the meeting later today.

5. With no further business to discuss, Committee Member Ford made a motion to adjourn and the Budget & Finance Committee adjourned at 10:35 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE MEETING

Wednesday, January 22, 2020

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Projects Committee Meeting was held on Wednesday, January 22, 2020 at the Delaware Memorial Bridge Complex, New Castle, Delaware

Commissioner of Delaware

Committee Chair Ratchford - absent

Commissioner Ford, Committee Member

Commissioner Faust, Committee Member

Commissioner Decker - absent

Commissioner Carey

Chairman Lathem

Commissioners of New Jersey

Committee Vice-Chair Ransome

Commissioner Bennett, Committee Member - absent

Commissioner McCann, Committee Member

Commissioner Wilson - absent

Commissioner Smith

Vice Chairman Hogan

Legal Counsel

Mike Houghton – DE

Phil Norcross – NJ

Governors' Representatives

Craig Ambrose – NJ

Staff

Tom Cook

Steve Williams

Victor Ferzetti

Vince Meconi

Gerry Owens

Charlotte Crowell

Jim Salmon

TJ Murray

Michelle Hammel

Michele Pyle

Tara Donofrio

Lindsey Premo

John Sarro

David Winch

Rhona Bronson

Heath Gehrke

Shaun O'Brien

Michelle Barnard-Wright

Guests

George Power

Andre Sousa-Domingos

Eddie Silva

1. Committee Vice-Chair Ransome opened the Projects Committee meeting at 10:35 a.m.
2. Committee Vice-Chair Ransome called for a motion to accept the Projects Committee Minutes from December 17, 2019. Commissioner McCann made a motion, Commissioner Faust seconded, and the Committee Minutes were accepted.
3. Bid Openings:

) DMB-20-01 – First Structure- Coating Removal & Replacement – East Truss Span

A public bid was held on December 31, 2019, in which (8) bid were submitted. The project involves annual painting the East Truss Spans of the Delaware Memorial Bridge. One bid was rejected, Southern Road & Bridge, LLC of FL for submitting 2 bids, one of which was lower than the low bid. The General Provisions of our contract state: the submission of multiple bids, offering different bids, is grounds for disqualification; Southern Road & Bridge, LLC acknowledged their error.

The COO recommended awarding the contract, in the amount of \$10,434,000 to Allied Painting, Inc. of Chery Hill, NJ.

Committee Vice-Chair Ransome called for a motion to accept, to which Committee Commissioner McCann made a motion, seconded by Commissioner Faust and the Projects Committee concurred with the recommendation to accept and authorized the action to be presented to the full Board at the January meeting later today.

) DMB-19-06 – Julia Building Server Room HVAC Improvements

A public bid was held on December 5, 2019, in which (2) bids were submitted. The project involves capital improvements to the Julia Building, specifically the server and evidence rooms.

The COO recommended awarding the contract to the lower bidder, in the amount of \$147,200 to Gaudelli Brothers, Inc. of Millville, NJ.

Committee Vice-Chair Ransome called for a motion to accept, to which Committee Commissioner Faust made a motion, seconded by Commissioner McCann and the Projects Committee concurred with the recommendation to accept and authorized the action to be presented to the full Board at the January meeting later today.

) PA-19-02 – Fabrication of Replacement Capstan

A public bid was held on January 3, 2020, in which (1) bid was submitted for this rebid. The project involves the replacement of one of the capstans at the Lewes Ferry.

The COO recommended awarding the contract, in the amount of \$127,573.71 to BDI of Newark, Delaware.

Committee Vice-Chair Ransome called for a motion to accept all , to which Committee Commissioner McCann made a motion, seconded by Commissioner Faust and the Projects Committee concurred with the recommendation to accept and authorized the action to be presented to the full Board at the January meeting later today.

4. Contract Closeouts

) **DMB-13-04 Deck Repair**

The COO recommended close-out of the contract and final payment to Mumford and Miller Concrete, Inc. of Middletown, DE with a final contract amount of \$3,239,979.96.

Committee Vice-Chair Ransome called for a motion to approve the contract closeout, to which Commissioner Faust made a motion, seconded by Commissioner McCann and the Projects Committee concurred with the recommendation and authorized the close-out action to be presented to the full board at the January meeting later today.

5. Contractor Payment Review:

The COO reviewed for the Committee the monthly construction contractor payments to be made for the work completed through December, 2019. The DRBA had (9) payments totaling about \$2.9 million for projects at the bridge, ferry, and WWD airport.

6. Discussion Items:

) **Contract Executed – ILG-19-E1 Baggage and Passenger Screening Areas**

Three quotes were received for Contract ILG 19-E1 with Bancroft Construction Co of Wilmington, DE will be awarded the contract by presenting the lowest quote of \$896,709.

) **Contract Executed – ILG-19-E1B Terminal Exterior Signage**

Two quotes were received for Contract ILG 19-E1B: for exterior signage at the terminal. J. Fletcher Creamer of Folsom, NJ will be awarded the contract by presenting the lowest quote of \$275,755.

7. With no further business to discuss, Committee Vice-Chair Ransome called for a motion to adjourn; Commissioner McCann made a motion and Commissioner Faust seconded, and the Projects Committee adjourned at 10:45 a.m.