

DELAWARE RIVER AND BAY AUTHORITY
BUDGET & FINANCE COMMITTEE MEETING
Tuesday, November 19, 2013
Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Budget & Finance Committee Meeting was held on Tuesday, November 19, 2013, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Chair Mroz
Commissioner Smith, Committee Member
Commissioner Dorn

Chairperson Hogan

Legal Counsel

Phil Norcross - NJ

Governors' Representatives

Peter Simon - NJ

Staff

Scott Green
Frank Minor
Victor Ferzetti
Jim Walls
Gerry Owens
Charlotte Crowell
Anna Marie Gonnella Rosato
Joe Nadal
Michelle Hammel
Rick Arroyo
Ruth Warner
TJ Murray
Travis Crawford
Jim Salmon
Steve Williams

Commissioners from Delaware

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

Vice-Chairperson Lowe

Mike Houghton - DE

Danielle Blount - DE

1. Committee Chair Mroz opened the Budget & Finance Committee meeting at approximately 9:02 a.m. The Deputy Executive Director 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 Mroz called for a motion to accept the Budget & Finance Committee Minutes from October 15, 2013 and October 25, 2013. Commissioner Traynor made a motion, Commissioner Smith seconded, and the Committee Minutes were accepted.

3. Resolutions:

a. RESOLUTION 13-44 – AUTHORIZES A CONTRACT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND M&T BANK CORPORATION TO PROVIDE COMPREHENSIVE BANKING SERVICES

Prior to the discussion, Committee Chair Mroz recused himself due to a conflict and left the room. Committee Vice-Chair Traynor turned the meeting over to the Chief Financial Officer (CFO) who presented the Resolution and reviewed the RFP Process, selection, terms and fees. The CFO recommended awarding the Comprehensive Banking Services Contract to M&T Bank Corporation for a five (5) year term with an option to extend the Agreement for an additional three (3) consecutive years, if all parties agree pricing is competitive. M&T has the right to request to terminate in the option period, upon giving the Authority twelve (12) months of advance notice at which time the Authority would conduct a new RFP.

After discussion, and with no further questions, Commissioner Downes made a motion, Commissioner Murphy seconded, and the Committee recommended forwarding the Resolution to the full Board for approval with Committee Vice-Chair Traynor noting that Committee Chair Mroz recused himself. The Resolution will be presented to the full Board for consideration at the November meeting later today.

Committee Chair Mroz returned to the Committee meeting.

b. RESOLUTION 13-45 – ADOPTION OF THE DELAWARE RIVER AND BAY AUTHORITY'S 2014 OPERATING BUDGET –

Committee Chair Mroz reported the 2014 Operating Budget material presented is essentially the same material as presented at the October 25, 2013, Committee meeting. Staff added an Executive Summary and outlined the removal of the cost of implementing a short term disability benefit. The proposed 2014 Budget is consistent with and slightly below the adopted 2013 Budget. Committee Chair Mroz turned the meeting over to the CFO who presented and discussed the following material for the benefit of the Commissioners who did not attend the October 25th Committee meeting.

- FY 2014 Preliminary Financial Model
- Revenue Analysis For The Period 2013-2014
- Expenditure Analysis by Division 2010-2014
- Expenditure Analysis by Category 2010-2014
- FY 2014 Major Increases/Decreases
- Breakdown of Remaining Categories
- Funded Positions 2014 Budget
- Cape May-Lewes Ferry Vessel Fuel Budget
- Insurance Review 2013-2014
- Statements of Income and Expense

- Other Operating Facilities Net Income (Loss) FY 2014
- Economic Development Division Net Income (Loss) FY 2014 – Airports
- Frontier Airlines Financial Impact – 2014
- Healthcare Cost Analysis 2014 Budget

The CFO reported the 2014 Operating Budget, as presented, in the amount of \$81,234,532, reflects a decrease of 1.1%, or \$906,417 under the Adopted FY 2013 Operating Budget. The Budget maintains a forecasted debt service coverage ratio of 1.89x, exceeding the 1.25x requirement of the Authority's Trust Agreement.

The Committee asked a few questions which the CFO answered to their satisfaction. Committee Chair Mroz asked for a motion to recommend forwarding the Resolution to the full Board. Committee Vice-Chair Traynor made a motion, Commissioner Smith seconded, and the Budget & Finance Committee unanimously recommended forwarding the Resolution to the full Board for approval. The Resolution will be presented to the full Board for consideration at the November meeting later today. The Committee thanked staff for their preparation and presentation. Vice-Chair Lowe thanked Committee Chair Mroz for keeping the Board informed during the budget development and presentation.

4. The CFO requested an Executive Session. Committee Chair Mroz called for a motion to move the meeting to Executive Session, closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Smith, seconded by Commissioner Murphy and the Session was closed.

The following matters of a confidential nature were discussed.

- PRELIMINARY CONTRACT DISCUSSIONS

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 Downes and the Session was opened to the public.

5. With no further business to discuss, Commissioner Downes made a motion to adjourn, and the Budget & Finance Committee adjourned at 10:12 a.m.

DELAWARE RIVER AND BAY AUTHORITY

ECONOMIC DEVELOPMENT COMMITTEE MEETING

Tuesday, November 19, 2013

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Economic Development Committee was held on Tuesday, November 19, 2013, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Vice-Chair Smith
Commissioner Dorn, Committee Member
Commissioner Mroz

Chairperson Hogan

Legal Counsel

Phil Norcross - NJ

Governors' Representatives

Peter Simon - NJ

Staff

Scott Green
Frank Minor
Victor Ferzetti
Jim Walls
Gerry Owens
Charlotte Crowell
Anna Marie Gonnella Rosato
Michelle Hammel
Joe Nadal
Travis Crawford
Rick Arroyo
Ruth Warner
TJ Murray
Jim Salmon
Steve Williams

Commissioners from Delaware

Commissioner Downes, Committee Member
Commissioner Traynor, Committee Member
Commissioner Lathem
Commissioner Murphy

Vice-Chairperson Lowe

Mike Houghton - DE

Danielle Blount - DE

1. Committee Vice-Chair Smith welcomed the Economic Development Committee and opened the meeting at approximately 10:12 a.m. The Deputy Executive Director 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 Vice-Chair Smith called for a motion to accept the Economic Development Committee Minutes from October 15, 2013. Commissioner Downes made a motion, Commissioner Dorn seconded, and the Committee Minutes were accepted.

3. Action Items: None

4. Open Discussions/Other Issues: None.

5. With no further business to discuss, a motion to adjourn was made by Commissioner Downes, and the Economic Development Committee adjourned at 10:13 a.m.

DELAWARE RIVER AND BAY AUTHORITY

PERSONNEL COMMITTEE MEETING

Tuesday, November 19, 2013

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of The Delaware River and Bay Authority's Personnel Committee was held on Tuesday, November 19, 2013, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Chair Dorn
Commissioner Mroz
Commissioner Smith

Chairperson Hogan

Legal Counsel

Phil Norcross - NJ

Governors' Representatives

Peter Simon - NJ

Staff

Scott Green
Frank Minor
Victor Ferzetti
Jim Walls
Gerry Owens
Charlotte Crowell
Anna Marie Gonnella Rosato
Michelle Hammel
Rick Arroyo
Joe Nadal
Ruth Warner
TJ Murray
Travis Crawford
Jim Salmon
Steve Williams

Commissioners from Delaware

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

Vice-Chairperson Lowe

Mike Houghton - DE

Danielle Blount - DE

1. Committee Chair Dorn welcomed the Personnel Committee and opened the meeting at 10:13 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 Dorn requested an Executive Session, closed to the public to discuss matters of a confidential nature. A motion was made by Commissioner Lathem, seconded by Commissioner Murphy, and the Session was closed.

The following matters of a confidential nature were discussed.

- LABOR NEGOTIATIONS
- 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 Lathem, and the Session was opened to the public.

4. Resolution:

a. RESOLUTION 13-43B – AUTHORIZES THE AMENDMENTS TO THE RESTATED DELAWARE RIVER AND BAY AUTHORITY EMPLOYEES’ RETIREMENT PLAN –

The Chief Human Resource Officer (CHRO) reported that the need for the Plan Amendments was discussed at the September Planning Session. The Resolution has not been changed since presented to and recommended for approval by the Personnel Committee on October 7, 2013. The recommended Amendments have also been reviewed by the New Jersey Governor’s Office. These Amendments are needed to bring the Plan into compliance with IRS rules and current practices and to restate the Employees’ Retirement Pension Plan document. Commissioner Traynor noted the reference, included in the Resolution, to amending the Personnel Manual. The CHRO reported that the Personnel Manual would need to be amended to reflect the changes. The Executive Director added that, in the absence of amending the Personnel Manual, the Plan document would override and take precedence.

After discussion, Commissioner Traynor made a motion, Commissioner Lathem seconded, and the Committee recommended forwarding the Resolution to the full Board for approval. Commissioner Murphy abstained. The Resolution will be presented to the full Board for consideration at the November meeting later today.

5. Introduction to DRBA Wellness Program:

The CHRO reported that a Wellness Committee had been formed with Ruth Warner as Chair, Victor Ferzetti as Sponsor, and that the Authority has engaged a wellness vendor (Health Advocate – same vendor Authority currently uses for its Employee Assistance Program) to assist with the administration of this benefit to employees. Implementation is scheduled for January 1, 2014 and more details of the Wellness Program will be presented at the December Personnel Committee Meeting.

6. Kelly Benefits Strategies Contract:

The CHRO reported that the Kelly Benefits Strategies professional services contract will expire on March 31, 2014. It was reported that Staff has been satisfied with Kelly Benefits

services and the CHRO recommended exercising the one (1) year option to extend the contract. The Committee concurred with the CHRO's recommendation.

With no further business to discuss, Commissioner Lathem made a motion to adjourn, and the Personnel Committee adjourned at 10:26 a.m.

THE DELAWARE RIVER AND BAY AUTHORITY

PROJECTS COMMITTEE

Tuesday, November 19, 2013

Delaware Memorial Bridge Complex
New Castle, Delaware

A public meeting of the Delaware River and Bay Authority's Projects Committee was held on Tuesday, November 19, 2013, at the Delaware Memorial Bridge Complex, New Castle, Delaware.

Commissioners from New Jersey

PRESENT

Committee Chair Smith
Commissioner Dorn, Committee Member
Commissioner Mroz

Chairperson Hogan

Commissioners from Delaware

Vice-Chair Murphy
Commissioner Lathem, Committee Member
Commissioner Downes
Commissioner Traynor
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Staff

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Victor Ferzetti
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Gerry Owens
Charlotte Crowell
Anna Marie Gonnella Rosato
Michelle Hammel
Rick Arroyo
Joe Nadal
Jim Salmon
Ruth Warner
Shoukry Elnahal
Greg Suchanoff
Steve Williams
TJ Murray

1. Committee Chair Smith welcomed the Projects Committee and opened the meeting at approximately 10:25 a.m. Committee Chair Smith reported that the public meeting of the

Projects Committee had been duly noticed in accordance with the Authority's Freedom of Information Regulations and reported there was a quorum.

2. Committee Chair Smith called for a motion to accept the Projects Committee minutes from October 15, 2013. Commissioner Dorn made a motion to accept the minutes, Commissioner Lathem seconded the motion, and the Committee Minutes were approved. Those in attendance were provided an informational package consisting of an agenda, two (2) Contract Close-outs and one (1) monthly contractor payment chart (through October).

3. Resolutions: None.

4. Bid Openings: None.

5. Contract Close-Out Actions:

Contract No. MVA-11-01 – Obstruction Removal On and Off Airport, Phase II -- Millville. The scope of work on this contract was the removal of obstructions (trees), clearing, grubbing, and establishment of replacement plantings on and surrounding the Millville Airport. The final contract amount is \$951,058.00. The COO recommended close-out of the contract and final payment to Downes Tree Services, Inc. of Hawthorne, New Jersey. A motion to move the close-out action to the full Board was made by Commissioner Dorn, seconded by Committee Vice-Chair Murphy, and the Projects Committee unanimously approved the close-out action to be presented at the November meeting later today.

Contract No. MVA-05-01 – Rehabilitate Taxiways “B” & “G” -- Millville. The scope of work on this contract was the reconstruction of portions of Taxiways “B” and “G” including but not limited to grading, new airfield drainage structures and pipe. The final contract amount is \$1,953,438.08. The COO recommended close-out of the contract and final payment to Giberson Plumbing and Excavation, Inc. of Shamong, New Jersey. A motion to move the close-out action to the full Board was made by Commissioner Dorn, seconded by Committee Vice-Chair Murphy, and the Projects Committee unanimously approved the close-out action to be presented at the November meeting later today.

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

7. Miscellaneous Items/Updates:

Capital Improvement Program

The COO presented the proposed 2014 Capital Improvement Program and Five-Year (2014-2018) Strategic Plan for review by the Committee. The COO reported that the proposed final draft of the 2014 Capital Improvement Program will be presented to the Committee for formal action at the Projects Committee meeting in December, 2013. The Chief Engineer highlighted three (3) major Delaware Memorial Bridge projects: Cable Preservation (Both Structures), Suspension Span Pin & Link Rehabilitation, and Ship Collision Protection. The COO requested that Board members contact him directly to provide any additional information about the proposed Program and Strategic Plan.

8. Move to Executive Session.

The COO requested an Executive Session. Committee Chair Smith asked for a motion to move the meeting to Executive Session, closed to the public to discuss matters of a confidential nature. Commissioner Dorn made a motion, seconded by Committee Vice-Chair Murphy, 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 Lathem, seconded by Commissioner Dorn, and the Session was opened to the public.

9. With no further business to discuss, Committee Vice-Chair Murphy made a motion to adjourn, seconded by Commissioner Dorn, and the Projects Committee adjourned at 10:58 a.m.