

MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Tuesday, February 21, 2012
James Julian Boardroom
Delaware Memorial Bridge Plaza
New Castle, Delaware 19720

The meeting convened at 11:20 a.m. with Chairperson Lowe presiding.

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

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

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Commissioners from Delaware

Commissioners from New Jersey

PRESENT

William E. Lowe, Chairperson
Richard W. Downes
Scott A. Green
Samuel E. Lathem
Terry C. Murphy
Gary F. Traynor

James N. Hogan, Vice-Chairperson
Edward W. Dorn
Niels S. Favre
Ceil Smith
Douglas Van Sant

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Chairperson Lowe called for the acceptance of the Agenda.

Commissioner Murphy motioned to accept the Agenda, seconded by Commissioner Favre, and the motion carried by a voice vote of 11-0.

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10489. APPROVAL OF THE JANUARY 17, 2012 MINUTES

Commissioner Downes motioned to approve the January, 2012 meeting minutes, seconded by Commissioner Favre, and unanimously approved by a voice vote of 11-0.

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10490. EXECUTIVE DIRECTOR'S REPORT

The Executive Director presented his monthly report for January, 2012.

Delaware Memorial Bridge

In January, total traffic increased 4.8%, non-commercial traffic increased 5.6%, and commercial traffic decreased 0.2%, compared to January 2011. When compared to the 3-year average, total January traffic decreased 0.2%.

E-ZPass traffic for January represented 66.5% of the total overall traffic as compared to 64.0% for the previous year, an increase of 2.5% from January 2011.

Cape May Lewes Ferry

In January, vehicle traffic increased 10.9%, passenger traffic increased 9.4%, and fare revenues increased 10.1%, compared to January 2011. Compared to the 3-year average, January vehicle traffic increased 0.5%, passenger traffic decreased 0.4%, and fare revenues increased 6.9%.

In January, CMLF food and beverage revenues decreased 1.5% and retail revenues increased 35.0% compared to January 2011. When compared to the 3-year average, January food and retail revenues decreased 3.0%.

Airports

FAA’s Airport Certification and Safety Division conducted New Castle Airport’s 2012 annual certification inspection. A review of the airport’s airfield condition, Fixed-based Operator (FBO) compliance, and record documentation was completed successfully. The FAA inspector commended staff for the overall appearance and operation of the airport.

An advertised solicitation was issued to attract an operator to Cape May Airport to provide Fixed Base Operation (FBO) services. Responses are due in early March 2012.

Employee Happenings

The Community Initiatives Committee is holding a Food Drive for the month of February. We have partnered with the United Way to help fill the food banks of Delaware and the four counties in New Jersey. Barrels and boxes have been placed at locations throughout the Authority.

Permanent Full-time staffing levels at the end January:

Authorized Positions	418
Positions Filled	359
Positions Filled (on LTD)	7
Total Positions that are Vacant	52
Vacant Positions in Process to fill	7

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

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10491. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

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

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

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10492. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expenses for the month of January with comparisons to the same periods last year.

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

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10493. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

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

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

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10494. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented a chart for the month of January showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also includes cash expenditures spent to date for the committed projects.

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

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10495. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF JANUARY, 2012.

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

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

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10496. PUBLIC COMMENT ON ACTION ITEMS.

The Chairperson noted the following action items that were being considered and asked for public comment.

- Contract #CMLF-04-08 Approach Roads Repaving and Modifications--Phase 1, Cape May Close-out
- CMLF-11-02 2011 Maintenance Dredging, Lewes Terminal
- Resolution 12-03 Authorizes Expenditures Over \$25,000
- Resolution 12-04 Authorizes a Construction Contract with South State, Inc. (Resolution required as part of Federal Aid Agreement #FTB-001(232) and award of Contract #CMLF-04-08)
- Resolution 12-05 Appointment of Executive Director of the Authority

There were no public comments.

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10497. APPROVAL OF APPROACH ROADS REPAVING AND MODIFICATIONS IN CAPE MAY—PHASE 1, CONTRACT #CMLF-04-08

The Chief Operating Officer (COO) noted that, this project involves federal funding and, in accordance with the requirements of Federal Aid Agreement #FTB-001(232), the Authority is obligated to award the Construction Contract by way of a formal resolution (Resolution 12-04) as a prerequisite to soliciting NJDOT’s concurrence with the award. A public Bid Opening was held on January 10, 2012 in which four (4) bids were received. The recommendation by the COO and the Projects Committee is to award the contract to the lowest responsive bidder, South State, Inc. of Bridgeton, New Jersey for a bid total of \$4,736,661.60 for the Base Bid (\$3,689,819.00) and Add Alt #1(\$1,046,842.60).

A motion to award Contract CMLF-04-08 to the above aforementioned firm in the amount of \$4,736,661.60 for the Base Bid and Add Alt #1 was made by Commissioner Downes, seconded by Commissioner Favre, and approved by a voice vote of 11-0.

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10498. CONTRACT CLOSE-OUT – 2011 MAINTENANCE DREDGING AT THE LEWES TERMINAL, CONTRACT #CMLF-11-02

On November 28, 2011 Contract No. CMLF-11-02 Maintenance Dredging Lewes Terminal was

awarded to Corman Marine Construction, Inc of Annapolis Junction, Maryland for the bid price of \$530,309.00.

During the contract period Change Order No. 1 was approved for the project.

1. January 20, 2012 Adjustment in quantities to reflect actual field conditions.
Add: \$109,406.38

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$639,715.38.

A motion to close out Contract CMLF-11-02 was made by Commissioner Downes, seconded by Commissioner Favre, and unanimously approved by a voice vote of 11-0.

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10499. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE
THE BOARD

**RESOLUTION 12-03- AUTHORIZING AUTHORITY EXPENDITURES
PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2012
THROUGH DECEMBER 31, 2012**

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 1/1/12 THROUGH 12/31/12

VENDOR	SERVICE DESCRIPTION	DETERMINATION	APPROX. ESTIMATED \$
Daktronics, Inc.	New variable message sign systems for the Delaware Memorial Bridge and approach roads	New Jersey Turnpike Contract Pricing	\$760,000
Del Val Enterprises, Inc.	New wheelchair lift for the M/V Delaware	Quotes	\$26,000
Frederick’s Canvas Products	Replacement canopies for the M/V Delaware, the M/V Henlopen, the M/V New Jersey and the M/V Twin Capes	Quotes	\$27,000
Johnson Controls	HVAC maintenance and repairs	Proprietary	\$40,000
Wilmington Trust Company	Trustee, Banking and Money Counting Services	Proprietary	\$170,000

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

The Executive Director noted that the banking services will be RFP’d by the end of the year.

A motion to approve Resolution 12-03 was made by Commissioner Van Sant, seconded by Commissioner Downes, and approved by a roll call vote of 11-0.

Resolution 12-03 Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the

period, January 1, 2012 through December 31, 2012.

Committee: Budget & Finance

Committee and Board Date: February 21, 2012

Purpose of Resolution:

Authorizes the expenditure of \$25,000 or greater with the identified vendors for the 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 Determination categories:

Proprietary:

Proprietary items are purchases necessary to support and maintain existing Authority systems and equipment that are only available from one source. Resolution 98-31 (paragraph 2, subsection f) provides that “[a] contract may be awarded without competition if the General Manager or Director of Operations of an Authority facility, or Police Administrator, prior to procurement, determines in writing that there is only 1 source for the required contract”.

New Jersey Turnpike Authority Contract:

The Authority needs to purchase six (6) variable message signs (VMS) and six (6) variable speed limit signs (VSL). The New Jersey Turnpike Authority (NJTA) solicited, received bids and awarded a contract to Daktronics, Inc. for the fabrication of two hundred forty (240) VMS and four hundred (400) VSL systems. The Authority VMS and VSL requirements were originally estimated to cost \$1,005,300. The Authority has been offered the opportunity to purchase the VMS and VSL systems at NJTA pricing. Based on NJTA’s economies of scale, the Authority believes that purchasing the signs pursuant to NJTA pricing, rather than soliciting separate bids, will result in significant savings.

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RESOLUTION 12-04 – AUTHORIZES A CONSTRUCTION CONTRACT BETWEEN THE AUTHORITY AND SOUTH STATE, INC.

WHEREAS, The Delaware River and Bay Authority (the “Authority”) is a bi-state Authority of the State of Delaware and the State of New Jersey created by Compact that owns, operates and controls the Delaware Memorial Bridge, Cape May-Lewes Ferry and five (5) regional airports; and

WHEREAS, the Authority desires to procure the scope of construction work as detailed in Contract Number CMLF-04-08 Approach Roads Repaving & Modifications Cape May – Phase I, Federal Project No. FTB-001(232) Construction (“Construction Contract”); and

WHEREAS, the Authority has entered into Federal Aid Agreement No. FTB-001(232) (“Agreement”) with the State of New Jersey Department of Transportation (“NJDOT”) that will fund a portion of the work to be accomplished under such Construction Contract; and

WHEREAS, as a condition of the Agreement the Authority must receive NJDOT's concurrence in the award of the Construction Contract; and

WHEREAS, as a condition of the Agreement the Authority is obligated to award such Construction Contract via formal resolution as a prerequisite to soliciting NJDOT's concurrence with such award: and

WHEREAS, the Authority publicly advertised and issued a Request for Bids for the Construction Contract in compliance with Resolution 98-31, as amended by Resolution 09-52, which governs the procedure for the procurement of construction contracts; and

WHEREAS, the Authority received four (4) bids for the Construction Contract pursuant to the aforementioned requirements; and

WHEREAS, South State, Inc. submitted the lowest responsive bid for the Construction Contract; and

WHEREAS, Staff recommends awarding the Base Bid and Add Alternate Number 1; and

WHEREAS, the Projects Committee reviewed the recommendation and concurs with the evaluation; and

NOW, THEREFORE, BE IT RESOLVED, that, upon concurrence of the award of such Construction Contract by NJDOT, with the advice and consent of Counsel, the Executive Director is hereby authorized to have such Construction Contract executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approve Resolution 12-04 was made by Commissioner Favre, seconded by Commissioner Downes, and approved by a roll call vote of 11-0.

Resolution 12-04 Executive Summary Sheet

Resolution: Authorizing the Authority to enter into a construction contract with South State, Inc.

Committee: Projects

Committee/Board

Date: February 21, 2012

Purpose of Resolution:

To authorize Contract Number CMLF-04-08 Approach Roads Repaving & Modifications Cape May – Phase I, Federal Project No. FTB-001(232) Construction with South State, Inc. in accordance with the requirements of Federal Aid Agreement No. FTB-001(232).

Background for Resolution:

The proposed Resolution meets 1) the requirements of Resolution 98-31, as amended by Resolution 09-52, to procure and award construction contracts and 2) the requirements of Federal Aid Agreement No. FTB-001(232).

The Authority received and evaluated four (4) bids from the following firms:

A.E Stone
JPC Group, Inc.
Richard E. Pierson Construction Co., Inc.
South State, Inc.

(Bid tab attached) South State, Inc. was the lowest responsive bidder.

**Delaware River & Bay Authority
CapEx Manager**

Project CMLF-04-08: Approach Roads Repairing and Modifications - Cape May - Phase 1

Bid Analysis

Contract Number: CMLF-04-08
 Bid Response Due Date: 01-10-2012 11:00 AM EST
 Bid Open Date: 01-10-2012 11:00 AM EST

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Bid Summary		AE Stone 1435 Daughy Road, Egg Harbor City, NJ 08234 AE Stone, 608-641-2781	Richard E. Pleszen Construction Co Inc 428 Swedesboro Road, Pilesgrove, NJ 08059 Perry Stubbs, 856-786-8247, Fax: 856-786-5650	JPC Group Inc. 228 Blackwood-Barnsboro Rd., Blackwood, NJ 08012 Joseph Pantalone, 856-522-4400, Fax: 856-526-1243
South State, Inc. 202 Reeves Rd, Bridgeton, NJ 08302 Robert Bryan, 856-451-5300 Ext. 117, Fax: 856-455-3461	\$3,688,819.00	\$4,312,065.00	\$4,370,890.50	\$5,168,930.00
Base Total	\$3,688,819.00	\$4,312,065.00	\$4,370,890.50	\$5,168,930.00
Add Alternates No. 1 Total	\$1,046,842.60	\$1,311,810.00	\$1,364,064.00	\$1,554,320.00
Add Alternates No. 2 Total	\$1,383,780.00	\$1,246,200.00	\$1,601,018.00	\$1,848,860.00
Bid Total	\$6,130,441.60	\$6,870,065.00	\$7,334,938.50	\$8,570,200.00

Before Resolution 12-05 was presented to the Commissioners for discussion and vote, Commissioner Green noted that he was abstaining from any discussion or voting on the Resolution. Chairperson Lowe presented Resolution 12-05 and requested the Deputy Executive Director read it for the record.

**RESOLUTION 12 – 05 – APPOINTMENT OF EXECUTIVE DIRECTOR
OF THE DELAWARE RIVER AND BAY AUTHORITY**

WHEREAS, the current Executive Director of the Delaware River and Bay Authority (the “Authority”) has tendered his resignation contingent upon the appointment of a successor Executive Director but in no event earlier than April 1, 2012; and

WHEREAS, Scott A. Green, a Commissioner of the Authority, has been recommended for the position of Executive Director of the Authority; and

WHEREAS, Mr. Green has tendered his resignation as Commissioner of the Authority effective upon the passage of this resolution appointing him Executive Director and the expiration of the veto period on this resolution afforded to the Governors of the States of Delaware and New Jersey, without exercise of such veto, but in no event earlier than April 1, 2012; and

WHEREAS, the Commissioners of the Authority have determined Mr. Green is fully qualified to serve as Executive Director of the Authority; and

WHEREAS, Mr. Green has abstained from voting on this resolution; and

WHEREAS, upon passage of this resolution at the February 21, 2012 Board of Commissioners meeting and expiration of the veto period afforded to the Governors of the States of Delaware and New Jersey without exercise of such veto, the effective date of Mr. Johnson’s retirement as Executive Director will be April 1, 2012.

NOW, THEREFORE, BE IT RESOLVED that Scott A. Green is hereby appointed Executive Director of the Authority effective as of April 2, 2012 and in that regard is authorized, on behalf of the Authority, to exercise all of the powers and fulfill all of the duties of the Executive Director as of that date.

A motion to approve Resolution 12-05 was made by Commissioner Downes, seconded by Commissioner Favre. With Commissioner Green abstaining as noted above, the motion was approved by a roll call vote of 10-0 and 1 abstention.

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10500. COMMISSIONERS PUBLIC FORUM

Chairperson Lowe called for comments from the public and the Commissioners.

Commissioner Downes thanked Mr. Johnson for his services and congratulated Commissioner Green on his appointment as Executive Director.

Commissioner Favre thanked Mr. Johnson for mentoring him when he was appointed to the Commission. He then wished him well in his retirement. Commissioner Favre then congratulated Commissioner Green on his appointment and said that he was pleased he is going to serve the Authority in another capacity.

Vice-Chairperson Hogan thanked Mr. Johnson for mentoring him and serving the Authority during these difficult times. He congratulated Commissioner Green on his appointment and presented him with a pair of scissors used during the Boeing ribbon cutting ceremony in Millville. Vice-Chairperson Hogan noted the importance of the scissors to him and that they were a reminder of Commissioner Green’s help in getting things done in 90-days.

Commissioner Van Sant thanked Mr. Johnson for mentoring him. He congratulated Commissioner Green on his appointment as Executive Director and that he would be devoted to him and the Board.

Commissioner Smith wished Mr. Johnson health and happiness during his retirement and is looking forward to working with Commissioner Green in his new capacity as Executive Director.

Commissioner Dorn wished God speed and happy retirement to Mr. Johnson. He then asked the Chairperson for an update on his December request to consider free bridge passes for the deceased veterans going to their final resting place.

Chairperson Lowe stated that he has had discussions but will report on it at a later date.

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There being no further business, a motion to adjourn was made by Commissioner Downes, seconded by Commissioner Van Sant and unanimously carried.

The meeting was adjourned at 11:40 a.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Frank W. Minor
Assistant Secretary