10747. RESOLUTION 13-44 – AUTHORIZES A CONTRACT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND M&T BANK CORPORATION TO PROVIDE COMPREHENSIVE BANKING 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 that owns, operates and controls the Delaware Memorial Bridge and the Cape May-Lewes Ferry among other facilities throughout Delaware and New Jersey; and

WHEREAS, the Authority desires to retain a qualified banking firm to provide comprehensive banking services throughout the Authority (the "Services"); and

WHEREAS, the initial term of such Services is for five (5) years with the Authority to have the option to renew the agreement for one three (3) consecutive year period; and

WHEREAS, the Authority publicly advertised and issued a Request for Proposal ("RFP") for the required Services in compliance with Resolution 98-31, as amended by Resolution 09-52, which governs the procedure for the procurement of professional services; and

WHEREAS, the Authority received and evaluated seven (7) proposal submissions pursuant to the aforementioned requirements; and

WHEREAS, the Authority short-listed four (4) firms and conducted oral interviews with those firms; and

WHEREAS, M&T Bank Corporation ("M&T Bank") was designated as the highest ranking firm following the oral interviews; and

WHEREAS, the Authority conducted an analysis of the estimated cost of the Services by considering their scope and complexity, among other things; and

WHEREAS, the Authority negotiated with M&T Bank for the Services to be provided at a compensation determined to be fair and reasonable; and

WHEREAS, the Authority's expenditures will be based on a wide variety of unknowns, including new banking services needed, variable transaction amounts and types, fluctuating cash volumes and other unforeseeable considerations;

WHEREAS, M&T Bank will be compensated for its Services pursuant to a negotiated monthly services fee, Commercial Card Services fee and Custodial Account Management rate within the cost proposal and made part of the Contract; and

WHEREAS, the Authority's Budget and Finance Committee reviewed the recommendation and concurs with the evaluation.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of a Services Agreement with M&T Bank to provide Services and have such Agreement, upon the review and advice of counsel, executed by the Chairperson, Vice Chairperson and Executive Director.

A motion to approve Resolution 13-44 was made by Commissioner Traynor, seconded by Commissioner Murphy. With Commissioner Mroz abstaining, Resolution 13-44 was approved by a roll vote of 9 yes, 0 no, and 1 abstention.

Resolution 13-44 Executive Summary Sheet

Resolution: Authorizing the Authority to enter into an agreement with M&T Bank to provide comprehensive banking services.

Committee: Budget & Finance Committee

Committee Date: November 19, 2013

Board Date: November 19, 2013

Purpose of Resolution: To authorize an agreement with M&T Bank to provide comprehensive banking services.

Background for Resolution:

The proposed Resolution meets the requirements of Resolution 98-31, as amended by Resolution 09-52, to procure and award professional services.

The Authority received seven (7) written proposals from the companies listed below and short-listed* four (4) of those firms.

Bank of America Merrill Lynch
Fulton Bank
J.P. Morgan Chase Bank, N.A.*
M&T Bank*
TD Bank, N.A.*
Wells Fargo Bank, N.A.*
WSFS Bank

The Authority conducted oral interviews with all short-listed firms and M&T Bank was the first-ranked firm following the oral interviews. The Authority negotiated a fair and reasonable monthly fixed-fee of $7,330 for the provision of a variety of Commercial Checking, Banking and Treasury Management Services. The monthly fee is based on our most recent completed fiscal year transaction volumes and thus may be adjusted, per agreement, in response to a 15% rise or fall in volume. This agreement also includes Commercial Card Services and Custodial Account Management for which the Authority negotiated a fair and reasonable fixed fee of two (2) basis points.

The Contract has a base term of five (5) consecutive years from the date of execution unless terminated or extended by the Authority. Prior to the expiration of the five year base term, the Authority shall have the option to extend the Agreement for an additional three (3) consecutive

years. Upon the commencement of option period, M&T Bank has the right to request to terminate the agreement upon giving the Authority advance notice of twelve (12) months.