

12489. RESOLUTION 25-38 – AUTHORIZING AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CLIFTON LARSON ALLEN, LLP, TO PROVIDE INDEPENDENT AUDITING 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 operates and maintains the Delaware Memorial Bridge, Cape May-Lewes Ferry, Forts Ferry Operation, five regional airports, and the adjoining facilities and infrastructure at each of those sites; and

WHEREAS, the Authority seeks to engage an independent auditor to provide services including, but not limited to: Annual Financial Audit; Annual “Single” Audit of Federal Awards; Annual Comprehensive Financial Report; and Facility Charge (“PFC”) Program Compliance Audit (the “Services”); and

WHEREAS, the Authority publicly advertised a Request for Proposals (“RFP”) in compliance with Resolution 24-17, as amended, which governs the Authority’s procurement procedures and thresholds; and

WHEREAS, the Authority received five responses to the RFP and performed a thorough evaluation of each respondent’s proposal and ranked each response in accordance with the advertised selection criteria; and

WHEREAS the proposal submitted by Clifton Larson Allen, LLP (“CLA”) received the most favorable ranking, and the Authority conducted an analysis of the firm’s proposed annual fees and negotiated for rates that the Authority has determined to be fair and reasonable; and

WHEREAS, with the consent of the Chairman and Vice-Chairman of the Board of Commissioners, the Authority desires to enter into a Service Agreement with CLA; and

WHEREAS, the three-year base term of the Service Agreement will cover the time necessary for CLA to complete the Services for the Authority’s calendar year 2025, 2026 and 2027 financial statements, with the Authority having the option to extend the contract for up to two additional one-year terms following the expiration of the base term, either such one-year optional term to include the time necessary for CLA to complete the Services for the Authority’s calendar year 2028 or 2029 financial statements and either such one-year optional term subject to prior authorization by the Governance and Audit Committee and the Chairman and Vice-Chairman of the Board of Commissioners; and

WHEREAS, the Governance and Audit Committee has reviewed this recommendation and concurs; and

THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of a Services Agreement with CLA to provide the Services to the Authority, and, with the advice and consent of Counsel, to have such Service Agreement executed by the Chairman, Vice-Chairman and Executive Director.

Resolution 25-38 was moved by Commissioner Ratchford, seconded by Commissioner Mehaffey, and was approved by a roll call vote of 10-0.

Resolution 25-38 Executive Summary Sheet

Resolution: Authorizes an agreement between the Authority and Clifton Larson Allen, LLP, to provide independent auditing services.

Committee: Governance and Audit Committee

**Committee/
Board Date:** September 16, 2025

Purpose of Resolution:

The Authority requires independent auditor to provide services including but not limited to: Annual Financial Audit; Annual “Single” Audit of Federal Awards; Annual Comprehensive Financial Report; and Facility Charge (“PFC”) Program Compliance Audit.

Background for Resolution:

The following firms submitted proposals in response to the RFP:

Barbacane, Thorton & Company
Clifton Larson Allen
Hill Barth & King
Mercadien
SB & Company

A Consultant Selection Committee performed an evaluation of each submission and utilized the advertised evaluation criteria to establish a ranked list, with CLA receiving the highest ranking. The Authority conducted an analysis of the firm’s proposed fees for the Services and has determined them to be fair and reasonable.

The procedures leading to this Resolution followed the requirements of Resolution 24-17, which governs the Authority’s solicitation and approval thresholds for all purchases.