

**MINUTES OF MEETING  
THE DELAWARE RIVER AND BAY AUTHORITY  
Delaware Memorial Bridge Complex  
Wednesday, January 17, 2024**

The meeting convened at 10:00 a.m. at the Delaware Memorial Bridge Complex, with Chairperson Lathem presiding.

Chairperson Lathem called on the Authority Assistant Secretary to read the meeting notice. 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.

The opening prayer was given by Chairperson Lathem, followed by the Pledge of Allegiance.

Chairperson Lathem called on the Assistant Secretary to take the roll.

Commissioners from Delaware

Samuel Lathem, Chairperson  
Crystal L. Carey – via Zoom  
Henry J. Decker  
Michael Ratchford  
Veronica O. Faust – via Zoom\*\*  
Theodore Becker – via Zoom

Commissioners from New Jersey

James N. Hogan, Vice-Chairperson  
Shirley R. Wilson – via Zoom  
Ceil Smith  
Sheila McCann - Absent  
M. Earl Ransome, Jr.  
Heather Baldini – via Zoom

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Chairperson Lathem called for the acceptance of the Agenda.

Commissioner Ratchford made a motion to accept the Agenda, seconded by Commissioner Ransome, and the motion was carried by a voice vote of 10-0.

Chairperson Lathem opened the meeting for public comment on any matters of interest.

The COO discussed that in 2023 the DRBA set a record in recycling by the Authority. Some items presented for recycling in 2023 were aluminum, e-waste, yard waste, tires, and used oil. He stated that every single DRBA employee can contribute by use of the blue recycling bins all over the Authority. Recycling at the Authority is absolutely a team effort. The COO introduced the Director of EHS, Silvana Dominioni, EHS Compliance Manager Al Fralinger, and EHS Coordinator Danielle Miller.

Chairperson Lathem thanked the EHS team for their efforts.

Chairperson Lathem called for a motion to move to the Executive Session. Commissioner Ratchford made a motion, seconded by Commissioner Ransome, and the motion was carried by voice vote of 10-0.

Members of the public and certain staff were excused from the room during the Executive Session.

**\*\*Commissioner Faust joined the meeting at 10:23 a.m.**

The Executive Session started at 10:06 a.m. At 10:43 a.m. Chairperson Lathem called for a motion to close the Executive Session, and recess to conduct Committee Meetings. Commissioner Ratchford made a motion, seconded by Commissioner Ransome, and the motion was carried by a voice vote of 11-0.

The Committee meetings began at 10:43 a.m. and ended at 11:42 a.m. During that time, the following Committee meetings were held:

Governance and Audit  
Budget and Finance  
Economic Development  
Projects

At the conclusion of the Committee meetings, Chairperson Lathem called the Board meeting back to order at 11:47 a.m.

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12237. APPROVAL OF THE DECEMBER MINUTES

Commissioner Decker made a motion to approve meeting minutes for December 19, 2023, seconded by Commissioner Ratchford, and approved by a voice vote of 11-0.

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12238. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

The Chief Financial Officer (CFO) presented charts showing Actual versus Projected Revenues for the Delaware Memorial Bridge, the Cape May-Lewes Ferry, Airports, Delaware City-Salem Ferry Crossing and Food Service for December charts were ordered filed with the permanent records of the Authority.

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12239. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for December 2023 with comparisons to the same periods last year.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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12240. DELAWARE RIVER AND BAY AUTHORITY – OPERATING  
EXPENSE BY DIVISION.

The CFO presented charts for December 2023 showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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12241. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL  
IMPROVEMENT PROGRAM.

The CFO presented charts for December 2023 showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The chart also included cash expenditures spent to date for the committed projects.

Without objection, the charts were ordered filed with the permanent records of the Authority.

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12242. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION  
(MARKET VALUE) FOR DECEMBER 31, 2023.

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

Without objection, the charts were ordered filed with the permanent records of the Authority.

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12243. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted (2) Contract Awards, (4) Contract Close-Outs, and (5) Resolutions were being considered at today's meeting.

All action items requiring committee action have been reviewed and recommended for consideration during today's Committee meetings. He then called for public comment on any action items.

There was no public comment on action items before the Board.

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12244. AWARD OF CONTRACT #CMLF-23-14 – PIER FENDER REPLACEMENT AT CAPE MAY AND LEWES TERMINALS

The Chief Operations Officer (COO) noted that a public bid opening was held on December 20, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Agate Construction Company Inc. of Clermont, New Jersey in the amount of \$721,985.00.

A motion to award CONTRACT #CMLF-23-14 to the aforementioned firm was made by Commissioner Ratchford, seconded by Commissioner Ransome, and approved by a voice vote of 11-0.

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12245. AWARD OF CONTRACT #DMB-23-15 – MEDIUM VOLTAGE CABLE REPLACEMENT, FIRST STRUCTURE

The Chief Operations Officer (COO) noted that a public bid opening was held on December 20, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Scalfo Electric, Inc. of Vineland, New Jersey in the amount of \$262,000.00.

A motion to award CONTRACT #DMB-23-15 to the aforementioned firm was made by Commissioner Ratchford, seconded by Commissioner Ransome, and approved by a voice vote of 11-0.

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12246. CLOSE-OUT CONTRACT #CMLF-C22-04 – TOLL PLAZA CANOPY ROOF AND SIGNAGE REHABILITATION AT THE CAPE MAY FERRY

CONTRACT #CMLF-C22-04 – TOLL PLAZA CANOPY ROOF AND SIGNAGE REHABILITATION AT THE CAPE MAY FERRY to Noble Roofing of Richboro, Pennsylvania.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$990,010.00.

A motion to Close-Out Contract #CMLF-C22-04 was made by Commissioner Ratchford, seconded by Commissioner Ransome, and approved by a voice vote of 11-0.

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12247. CLOSE-OUT CONTRACT #CMLF-L22-04 – TOLL PLAZA CANOPY ROOF AND SIGNAGE REHABILITATION AT THE LEWES FERRY

CONTRACT #CMLF-L22-04 – TOLL PLAZA CANOPY ROOF AND SIGNAGE REHABILITATION AT THE LEWES FERRY to Noble Roofing of Richboro, Pennsylvania.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$990,010.00.

A motion to Close-Out Contract #CMLF-L22-04 was made by Commissioner Ratchford, seconded by Commissioner Becker, and approved by a voice vote of 11-0.

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12248. CLOSE-OUT CONTRACT #CMLF-23-02R – DRY-DOCKING AND REPAIRS M/V NEW JERSEY

CONTRACT #CMLF-23-02R - DRY-DOCKING AND REPAIRS M/V NEW JERSEY to Caddell Dry Dock & Repair Co., Inc. of Staten Island, New York.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$1,502,662.55.

A motion to Close-Out Contract #CMLF-23-02R was made by Commissioner Ratchford, seconded by Commissioner Smith, and approved by a voice vote of 11-0.

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12249. CLOSE-OUT CONTRACT #DMB-23-02 – SECOND STRUCTURE – COATING REMOVAL & REPLACEMENT, EAST GIRDERS

CONTRACT #DMB-23-02 – SECOND STRUCTURE – COATING REMOVAL & REPLACEMENT, EAST GIRDERS to Corcon, Inc. of Lowellville, Ohio.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$6,620,750.00.

A motion to Close-Out Contract #DMB-23-02 was made by Commissioner Ratchford, seconded by Commissioner Wilson, and approved by a voice vote of 11-0.

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12250. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

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**RESOLUTION 24-01 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 23-28 FOR THE PERIOD, JANUARY 1, 2024, THROUGH DECEMBER 31, 2024**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 23-28 requiring Commissioner review and approval of all Authority expenditures in excess of \$50,000; and

WHEREAS, the Authority anticipates expenditures at or over the \$50,000 amount to the following vendors:

DELAWARE RIVER & BAY AUTHORITY  
VENDORS PROJECTED TO BE PAID OVER \$50,000  
FOR THE PERIOD 1/1/24 THROUGH 12/31/24

| VENDOR                         | PURCHASE DESCRIPTION | CLASSIFICATION | ESTIMATED \$ |
|--------------------------------|----------------------|----------------|--------------|
| Bruce Industrial Company, Inc. | Davit Crane Repairs  | Proprietary    | \$146,000    |

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

Resolution 24-01 was moved by Commissioner Ratchford, seconded by Commissioner Smith, and was approved by a roll call vote of 11-0.

**Resolution 24-01 - Executive Summary Sheet**

**Resolution:** Authorizing Authority Expenditures Pursuant to Resolution 23-28 for the period January 1, 2024, through December 31, 2024.

**Committee:** Budget & Finance

**Committee and Board Date:** January 17, 2024

**Purpose of Resolution:**

Authorizes expenditures of \$50,000 or greater with the identified vendors during the 2024 calendar year.

**Background for Resolution:**

The proposed Resolution meets the requirements of Resolution 23-28, 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 \$50,000 or more unless it has first been approved by a vote of Commissioners.

**Purchase Detail:**

Bruce Industrial Company, Inc.: Davit Crane Repairs

The Authority plans to repair the davit crane located at the Cape May Ferry Terminal. Bruce Industrial Company is the authorized service provider for the manufacturer, Coastal Hydraulic Cranes, and will be providing transportation, labor, and materials for the refurbishment of the crane.

**Classification Definitions:**

**Proprietary.** A purchase necessary to support or maintain existing Authority equipment for which a vendor has the right to prohibit an equivalent product from being supplied. Similar products or services may be available; however, the Authority must purchase from the original equipment manufacturer or service provider to uphold a contract, warranty, etc. A proprietary specification typically restricts the acceptable product or service to one manufacturer or vendor, although the product or service may be available from more than one distributor. In another typical example of this classification, a purchase of closed-source commercial software would be categorized as proprietary because the software remains the property of its owner/creator and is utilized by end-users (such as the Authority) under predefined conditions.

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**RESOLUTION 24-02 - ADOPTION OF A REVISED FARE SCHEDULE FOR THE CAPE MAY-LEWES FERRY TO INCREASE VEHICLE FARES, DECREASE PASSENGER FARES, AND TO MAKE PERMANENT AND ENHANCE OTHER FARES SUCH AS: A “BLUE & RED” DISCOUNT FARE**

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is a bi-state agency created by Compact for the purpose of operating crossing facilities between the States of Delaware and New Jersey; and

WHEREAS, the Authority owns and operates the Cape May-Lewes Ferry, which connects Cape May, New Jersey, and Lewes, Delaware; and

WHEREAS, revisions to the fare schedule include increases to the standard vehicle and motorcycle fares by \$1 in-season (including per trip for discount books), and long vehicles between \$1 and \$3 in season; and decreases in passenger fares by \$1 fares for children ages 6 to 13 in-season; and

WHEREAS, shuttle fares increase by \$2; and

WHEREAS, the existing “No Show” fee shall be increased from \$10 to \$26 to further encourage passengers to travel on reserved departures, or to cancel or modify these reservations, and a \$2 handling fee shall be implemented for “show-go” vehicle travel less than one hour before departure; and

WHEREAS, regular customers who create customer profiles and book online will be eligible to earn points redeemable for future travel; and

WHEREAS, an optional Priority Boarding fee of \$5 will be implemented, which gives guests the option of priority staging that allows earlier boarding/disembarkation; and

WHEREAS, the potential reduced revenue from the proposed discounted fares will be more than offset by the projected increased revenue from modest increase in vehicle fares; and

WHEREAS, the Authority has concluded that the revised fare schedule is responsive to the public’s concerns, and yet acts to meet the financial requirements of the Authority; and

WHEREAS, based on the foregoing, and based on a virtual public meeting where these changes were reviewed with the public for their feedback, the Authority has concluded that the revised fare schedule is just and reasonable, necessary, proper, and desirable; and

WHEREAS, the Authority desires to amend the fare schedule with an effective date of April 1, 2024.

NOW, THEREFORE, BE IT RESOLVED, that the revised fare schedule for the Cape May-Lewes Ferry, attached hereto, is hereby adopted with an effective date of April 1, 2024.

| <b>Cape May-Lewes Ferry Fares</b>                            |                         |                           |                  |                       |
|--------------------------------------------------------------|-------------------------|---------------------------|------------------|-----------------------|
| (All Fares are One-Way Unless Noted)                         | Effective April 1, 2022 |                           |                  |                       |
|                                                              | OFF SEASON              | SPRING / AUTUMN           | HIGH SEASON      | PEAK                  |
|                                                              | <u>NOV-MAR</u>          | <u>APR-MAY, SEP - OCT</u> | <u>JUN – AUG</u> |                       |
| <u><b>VEHICLES (Not Including Driver)</b></u>                |                         |                           | (Mon. – Thu.)    | (Weekends & holidays) |
| Car, SUV, Van, Pick-up Truck (vehicles less than 20' length) | \$22.00                 | <b>\$33.00</b>            | <b>\$38.00</b>   | <b>\$41.00</b>        |
| Return-Trip Value Fare                                       | \$17.00                 | \$25.00                   | \$30.00          |                       |
| Motorcycle or Motorbike                                      | \$18.00                 | <b>\$27.00</b>            | <b>\$32.00</b>   | <b>\$32.00</b>        |
| 3-Wheel Motorbike                                            | \$19.00                 | \$27.00                   | \$32.00          | \$32.00               |
| Return-trip Value Fare                                       | \$13.00                 | \$20.00                   | \$25.00          |                       |
| <b>Scooter</b>                                               | \$9.00                  | \$13.00                   | \$16.00          | \$16.00               |

|                                                                                                            |              |                        |                |                 |
|------------------------------------------------------------------------------------------------------------|--------------|------------------------|----------------|-----------------|
| Return-trip Value Fare                                                                                     | \$6.00       | \$10.00                | \$12.00        |                 |
|                                                                                                            |              |                        |                |                 |
| <b><u>OTHER VEHICLES (Not Including Driver)</u></b>                                                        |              |                        |                |                 |
| 20’ to under 25’                                                                                           | \$26.00      | <b>\$38.00</b>         | <b>\$44.00</b> | <b>\$47.00</b>  |
| Return-Trip Value Fare                                                                                     | \$13.00      | \$33.00                | \$39.00        |                 |
| 25’ to under 35’                                                                                           | \$35.00      | <b>\$48.00</b>         | <b>\$53.00</b> | <b>\$59.00</b>  |
| Return-Trip Value Fare                                                                                     | \$32.00      | \$42.00                | \$47.00        |                 |
| 35’ to under 45’                                                                                           | \$42.00      | <b>\$55.00</b>         | <b>\$60.00</b> | <b>\$67.00</b>  |
| Return-Trip Value Fare                                                                                     | \$38.00      | \$49.00                | \$54.00        |                 |
| 45’ to under 60’                                                                                           | \$54.00      | <b>\$69.00</b>         | <b>\$74.00</b> | <b>\$84.00</b>  |
| Return-Trip Value Fare                                                                                     | \$50.00      | \$62.00                | \$67.00        |                 |
| More than 60’                                                                                              | \$77.00      | <b>\$92.00</b>         | <b>\$97.00</b> | <b>\$112.00</b> |
| Return-Trip Value Fare                                                                                     | \$73.00      | \$85.00                | \$90.00        |                 |
|                                                                                                            |              |                        |                |                 |
| Loyalty Rewards Members earn points for travel when booked online** which are redeemable for future travel |              |                        |                |                 |
|                                                                                                            |              |                        |                |                 |
| <b><u>VEHICLE &amp; FOOT PASSENGERS</u></b>                                                                |              |                        |                |                 |
| Under 6 years of age                                                                                       | FREE         | FREE                   | FREE           | FREE            |
| Children, age 6-13                                                                                         | FREE         | <b>\$3.00</b>          | <b>\$3.00</b>  | <b>\$3.00</b>   |
| Return-Trip Value Fare                                                                                     |              | <b>\$2.00</b>          | <b>\$2.00</b>  | <b>\$2.00</b>   |
| Adults (14 – 61 years)                                                                                     | \$8.00       | \$10.00                | \$10.00        | \$10.00         |
| Return-Trip Value Fare                                                                                     | \$6.00       | \$8.00                 | \$8.00         | \$8.00          |
|                                                                                                            |              |                        |                |                 |
| NOTE: Return-Trip Value Fares must be purchased with initial Sailing                                       |              |                        |                |                 |
|                                                                                                            |              |                        |                |                 |
|                                                                                                            |              |                        |                |                 |
| <b><u>BUS PASSENGERS</u></b>                                                                               |              |                        |                |                 |
| Under 6 years of age                                                                                       | FREE         | FREE                   | FREE           | FREE            |
| Children, age 6-13                                                                                         | \$2.00       | \$3.00                 | \$3.00         | \$3.00          |
| 14 Years of age and older                                                                                  | \$3.00       | \$5.00                 | \$5.00         | \$5.00          |
|                                                                                                            |              |                        |                |                 |
| <b><u>FERRY TERMINAL SHUTTLE FARES</u></b>                                                                 |              |                        |                |                 |
| Under 6 years of age                                                                                       | FREE         | FREE                   | FREE           | FREE            |
| 6 Years of age and older                                                                                   | \$4.00       | \$4.00                 | \$4.00         | \$4.00          |
|                                                                                                            |              |                        |                |                 |
| <b><u>DISCOUNT FARES &amp; FEES</u></b>                                                                    |              |                        |                |                 |
| Discount Book of Six (6) Tickets (all vehicles less than 20’ length)                                       | <b>\$159</b> | <b>\$159</b>           | <b>\$159</b>   | <b>\$159</b>    |
| Discount Book of Twelve (12) Tickets (all vehicles less than 20’ length)                                   | <b>\$300</b> | <b>\$300</b>           | <b>\$300</b>   | <b>\$300</b>    |
| Discount Book of Six (6) Tickets (Commercial vehicles)                                                     |              | 15% off scheduled fare |                |                 |
| (Not valid Memorial Day to Labor Day on Sat, Sun, or Holidays between 9 a.m. and 5 p.m.)                   |              |                        |                |                 |

|                                             |          |          |          |          |
|---------------------------------------------|----------|----------|----------|----------|
|                                             |          |          |          |          |
| Discount Book of Six (6) Adult Tickets      | \$45.00  | \$45.00  | \$45.00  | \$45.00  |
| Season Pass for Passengers                  | \$150.00 | \$150.00 | \$150.00 | \$150.00 |
| Seniors (62+ years)                         | \$6.00   | \$8.00   | \$8.00   | \$8.00   |
| Return-Trip Value Fare                      | \$5.00   | \$6.00   | \$6.00   | \$6.00   |
| Military                                    | \$6.00   | \$8.00   | \$8.00   | \$8.00   |
| Return-Trip Value Fare                      | \$5.00   | \$6.00   | \$6.00   | \$6.00   |
| Blue & Red (First Responders                | \$6.00   | \$8.00   | \$8.00   | \$8.00   |
| Return-Trip Value Fare                      | \$5.00   | \$6.00   | \$6.00   | \$6.00   |
|                                             |          |          |          |          |
| Non-Refundable Reservation Cancellation Fee | \$6.00   | \$6.00   | \$6.00   | \$6.00   |
| “Show-go” handling fee                      | \$2.00   | \$2.00   | \$2.00   | \$2.00   |
| No-Show Fee                                 | \$26.00  | \$26.00  | \$26.00  | \$26.00  |
| Optional Priority Boarding Fee              | \$5.00   | \$5.00   | \$5.00   | \$5.00   |

\***PEAK FARES:** Memorial Day to Labor Day – Fri, Sat, Sun, & Holidays

\*\* See complete requirements for Rewards Members at [CMLF.com](http://CMLF.com)

**TICKET EXPIRATION:** Tickets expire two years after purchase date except for Season Passes, which expire December 31<sup>st</sup> of the year purchased.

Resolution 24-02 was moved by Commissioner Ratchford, seconded by Commissioner Smith, and was approved by a roll call vote of 10-1-0; (10-Yes, 1-No, and 0-Abstentions.) Vice-Chairperson Hogan voted No.

Vice-Chairperson Hogan noted that the CMLF Fare Increase public hearing should have been held “in person.”

### **Resolution 24-02 - Executive Summary Sheet**

**Resolution:** Adoption of a revised fare schedule for the Cape May-Lewes Ferry to increase vehicle fares and shuttle fares, reduce passenger fares, to modify the Loyalty Rewards Program, to introduce fees such as: a “show go” handling fee and an optional priority boarding fee, and to increase the “no-show” fee.

**Committee:** Budget & Finance Committee

**Committee Date:** January 17, 2024

**Board Date:** January 17, 2024

**Purpose of Resolution:**

To authorize a revised fare schedule for the Cape May-Lewes Ferry effective April 1, 2024.

**Background for Resolution:**

A revised fare schedule is proposed to increase vehicle fares between \$1 - 3 (depending on length) in season and reduce fares for children ages 6 – 13 in-season. The resolution also implements a \$2 handling fee for “show-go” vehicle travel less than one hour in advance of a scheduled departure, and an optional \$5 priority boarding fee. It also increases the “No-Show” fee. Lastly, it modifies the Loyalty Rewards program whereby customers can earn points for pre-booked travel reserved online which are redeemable against future travel provided they meet other program requirements.

The proposed fare schedule changes include:

- A \$1 - \$3 increase to in-season vehicle fares.
- Reduction of fares for children ages 6 – 13 by \$1 in-season.
- An increase to the “no-show” fee.
- A \$2 increase to shuttle fares.
- This proposed fare schedule is projected to generate approximately \$209,000 with no traffic growth or decline and is intended to be partially offset by anticipated promotional discounts.
- Above changes will be effective on April 1, 2024.

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**RESOLUTION 24-03 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND NOMADIC AVIATION GROUP, LLC.**

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is the operator of the Wilmington Airport (“Airport”); and

WHEREAS, Nomadic Aviation Group LLC (“Nomadic”) desires to lease a hangar located at 11 Penns Way Unit #4 at the Wilmington Airport; and

WHEREAS, Nomadic has agreed to pay the Authority the annual rate of Fifty-Six Thousand Four Hundred Dollars (\$56,400.00); and

WHEREAS, the initial term of the Lease (“Lease Agreement”) is for one (1) year; and

WHEREAS, Nomadic shall have the right to renew this agreement for two (2) additional one (1) year periods; and

WHEREAS, rent during each renewal period shall increase annually by the Consumer Price Index (CPI); and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Nomadic Aviation Group, LLC., and, with

the advice and consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

Resolution 24-03 was moved by Commissioner Ratchford, seconded by Commissioner Smith, and was approved by a roll call vote of 11-0.

#### **Resolution 24-03 - Executive Summary**

**Resolution:** Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Nomadic Aviation Group, LLC., regarding the Wilmington Airport.

**Committee:** Economic Development

**Committee Date:** January 17, 2024

**Board Date:** January 17, 2024

**Purpose of Resolution:** To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the Wilmington Airport.

**Background for Resolution:** The Delaware River and Bay Authority owns a hangar located at 11 Penns Way Unit #4 at the Wilmington Airport. Nomadic wishes to lease space for private aircraft storage. The rental rate is based upon the current Fair Market Value.

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#### **RESOLUTION 24-04 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND SATYS AEROSPACE**

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is the operator of the Wilmington Airport (“Airport”); and

WHEREAS, Satys Aerospace (“Satys”) desires to lease a paint hangar totaling approximately 38,000 sq.ft. in a facility on approximately 2.3 acres commonly referred to as the Dassault paint hangar at 191 North DuPont Hwy. at the Wilmington Airport; and

WHEREAS, the initial term of the Lease (“Lease Agreement”) is for two (2) years; and

WHEREAS, Satys has agreed to pay the Authority Three Hundred Thousand Dollars 00/100 (\$300,000.00) annually during year 1 and Six Hundred Thousand Dollars- 00/100 (\$600,000.00) annually during year 2 of the initial term; and

WHEREAS, Satys shall have the right to renew this agreement for a first renewal term of Three (3) years and a second renewal term of Ten (10) years; and

WHEREAS, rent during the first renewal term shall increase as follows:

Year 1 - \$650,00.00 annually  
Year 2 - \$675,000.00 annually  
Year 3 - \$700,000.00 annually

WHEREAS, rent during the second renewal term shall increase annually by a fixed amount of 2.5%; and

WHEREAS, the Authority agrees that it will execute a Lease Agreement with Stays Aerospace for the above property at the airport pending the approval of the modification of the Dassault leasehold to remove this facility from their Lease Agreement; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with Satys Aerospace, and, with the advice and consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

NOW, THEREFORE, BE IT RESOLVED, that Resolution 23-42 is hereby rescinded.

Resolution 24-04 was moved by Commissioner Ratchford, seconded by Commissioner Ransome, and was approved by a roll call vote of 11-0.

#### **Resolution 24-04 - Executive Summary**

**Resolution:** Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Satys Aerospace, regarding the Wilmington Airport.

**Committee:** Economic Development

**Committee Date:** January 17, 2024

**Board Date:** January 17, 2024

**Purpose of Resolution:** To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the Wilmington Airport.

**Background for Resolution:** The Delaware River and Bay Authority is in the process of acquiring the rights to a paint hangar that is currently part of the Dassault leasehold. The Dassault lease is being modified to remove the facility from their existing parcel. Satys desires to lease the facility along with parking spaces for

approximately 40 employees. The rental rate is based upon the current FMV.

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**RESOLUTION NO. 24-05 AUTHORIZING REVISIONS AND MODIFICATIONS TO THE DELAWARE RIVER AND BAY AUTHORITY FREEDOM OF INFORMATION REGULATIONS**

WHEREAS, The Delaware River & Bay Authority (the “Authority”) was created by a Compact between the States of Delaware and New Jersey in 1962 for the public purpose of providing regional transportation and conducting certain other authorized activities between the two States; and

WHEREAS, the Authority operates two vital transportation links, the Delaware Memorial Bridge and the Cape May – Lewes Ferry as well as five regional aviation facilities in both Delaware and New Jersey; and

WHEREAS, as a public agency, the Authority adopted Freedom of Information Regulations (the “Regulations”) at its April 17, 1990 public meeting; and

WHEREAS, the Authority has amended the Regulations on three different occasions by the adoption of Resolution 00-03, Resolution 04-05 and Resolution 15-19; and

WHEREAS, the Regulations currently provide that meetings between the Chair and Vice Chair of either the Commission or any Committee and Authority staff members for purposes of setting an agenda shall not be subject to open meeting requirements; and

WHEREAS, during such agenda setting meetings, Authority staff desire to brief the Chair and Vice Chair of either the Commission or any Committee, as applicable, on matters related to agenda items; and

WHEREAS, from time to time, the Chair and/or Vice Chair of either the Commission or any Committee, as applicable, desire to include Commissioners from either State in agenda setting meetings; and

WHEREAS, briefings by Authority staff during agenda setting meetings are not for the purpose of the Chair and Vice Chair of the Commissioner or any Committee, as applicable, and any other Commissioners present, if any, taking action on such agenda items; and

WHEREAS, in order to maintain enhanced transparency as to the Authority’s governance, the Authority desires to update its Regulations to further detail the scope of its agenda setting meetings; and

WHEREAS, the Authority has concluded that the revised Freedom of Information Regulations are reasonable, necessary, proper, and desirable; and

WHEREAS, the Authority desires to amend the Freedom of Information Regulations with an effective date of February 1, 2024.

NOW THEREFORE BE IT RESOLVED that the revised Freedom of Information Regulations for the Delaware River and Bay Authority, attached hereto, are hereby adopted with an effective date of February 1, 2024.

Resolution 24-05 was moved by Commissioner Ransome, seconded by Commissioner Smith, and was approved by a roll call vote of 11-0.

#### **Resolution 24-05 - Executive Summary Sheet**

**Resolution:** Amends and revises the Authority's Freedom of Information Regulations

**Committee:** Audit and Governance Committee

**Committee/**

**Commission Date:** January 17, 2024

**Purpose of Resolution:**

The Authority desires to amend and revise its Freedom of Information Regulations (FOIR) to further describe and define the agenda setting meetings and briefings by Authority staff on matters related thereto.

**Background for Resolution:**

In an effort to ensure that the Authority's public business is performed in an open, public, and transparent manner, the DRBA Commissioners adopted FOIR on April 17, 1990, as amended from time to time. To continue to maintain transparency, the Authority now desires to further amend such regulations to clarify the types of meetings exempt from notice requirements.

\* \* \* \* \*

12251. EXECUTIVE DIRECTOR'S COMMENTS

Thomas Cook, Executive Director DRBA presented the State of the DRBA in a video message.

\* \* \* \* \*

12252. COMMISSIONERS PUBLIC FORUM

Chairperson Lathem called for comments from Commissioners.

Commissioner Decker congratulated the Executive Director and finance staff for the DRBA's credit rating moving from an A to an A+ with Moody's.

There were no additional comments.

Commissioner Lathem called for comments from the Public.

There were no comments from the public.

A motion to adjourn the Board meeting at 12:13 p.m. was made by Commissioner Ratchford, seconded by Commissioner Smith, and approved by a voice vote of 11-0.

Respectfully submitted,

**THE DELAWARE RIVER AND BAY AUTHORITY**

Stephen D. Williams, A.A.E.  
Assistant Secretary