

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Delaware Memorial Bridge Complex
Tuesday, November 21, 2023**

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

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

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.

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

Commissioners from Delaware

Samuel Lathem, Chairperson
Crystal L. Carey - Absent
Henry J. Decker
Michael Ratchford
Veronica O. Faust
Theodore Becker - Absent

Commissioners from New Jersey

James N. Hogan, Vice-Chairperson - Absent
Shirley R. Wilson - Absent
Ceil Smith
Sheila McCann – via Zoom
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 8-0.

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

The Deputy Executive Director discussed the successful re-start of scheduled air service at Wilmington Airport. Some facts from the resumption of air service as performed by staff include improvements to the terminal infrastructure, vetting and badging 200 new airport employees, and working with Avelo's management team to prepare for new destinations. In 10 short months, Wilmington Airport has surpassed all previous records for enplaned passenger activity. Avelo Airlines has boarded over 200,000 passengers to and from Wilmington Airport. Mr. Williams emphasized the DRBA's airport efforts could not be accomplished without our staff team from various departments. He introduced and congratulated individual staff for their hard work and efforts.

Chairperson Lathem called for a motion to move to the Executive Session. Commissioner Smith made a motion, seconded by Commissioner Ratchford, and the motion was carried by voice vote of 8-0.

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

The Executive Session started at 10:11 a.m. At 11:44 a.m. Chairperson Lathem called for a motion to close the Executive Session, and recess to conduct Committee Meetings. Commissioner Smith made a motion, seconded by Commissioner Faust, and the motion was carried by a voice vote of 8-0.

The Committee meetings started at 11:44 a.m. and ended at 12:12 p.m. During that time, the following Committee meetings were held:

Budget & Finance
Economic Development
Projects

At the conclusion of the Committee meetings, Chairperson Lathem called the Board meeting back to order at 12:12 p.m.

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12202. APPROVAL OF THE OCTOBER MINUTES

Commissioner Ratchford made a motion to approve meeting minutes for October 17, 2023, seconded by Commissioner Ransome, and approved by a voice vote of 8-0.

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12203. 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 October charts were ordered filed with the permanent records of the Authority.

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12204. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for October 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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12205. DELAWARE RIVER AND BAY AUTHORITY – OPERATING
EXPENSE BY DIVISION.

The CFO presented charts for October 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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12206. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL
IMPROVEMENT PROGRAM.

The CFO presented charts for October 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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12207. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION
(MARKET VALUE) FOR OCTOBER 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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12208. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted (4) Contract Awards, No Contract Close-Outs, and (3) 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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12209. AWARD OF CONTRACT #CMLF-C23-10 – CAPE MAY TERMINAL
ENTRANCE CANOPY

The Chief Operations Officer (COO) noted that a public bid opening was held on October 24, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Kavi Construction, LLC of Berlin, New Jersey in the amount of \$75,724.43.

A motion to award CONTRACT #CMLF-C23-10 to the aforementioned firm was made by Commissioner Ratchford, seconded by Commissioner Ransome, and approved by a voice vote of 8-0.

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12210. AWARD OF CONTRACT #CMLF-C22-15 – CAPE MAY TERMINAL
PEDESTRIAN BRIDGE FASCIA IMPROVEMENTS

The Chief Operations Officer (COO) noted that a public bid opening was held on October 24, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, Ocean Construction LLC of Williamstown, New Jersey in the amount of \$329,045.00.

A motion to award CONTRACT #CMLF-C22-15 to the aforementioned firm was made by Commissioner Ratchford, seconded by Commissioner Ransome, and approved by a voice vote of 8-0.

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12211 AWARD OF CONTRACT #DMB-19-28 – TOWER AND ANCHORAGE
EMERGENCY LIGHTING

The Chief Operations Officer (COO) noted that a public bid opening was held on October 24, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, JJD Electric LLC of Paulsboro, New Jersey in the amount of \$788,450.00.

A motion to award CONTRACT #DMB-19-28 to the aforementioned firm was made by Commissioner Ransome, seconded by Commissioner Ratchford, and approved by a voice vote of 8-0.

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12212. AWARD OF CONTRACT #CAT-22-01 – STORAGE SHED
EXPANSION

The Chief Operations Officer (COO) noted that a public bid opening was held on October 31, 2023. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, BSS Contractors, LLC of West Grove, Pennsylvania in the amount of \$167,000.00.

A motion to award CONTRACT #CAT-22-01 to the aforementioned firm was made by Commissioner Faust, seconded by Commissioner Ransome, and approved by a voice vote of 8-0.

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12213. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE BOARD

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RESOLUTION 23-57 – CHANGES THE DATE OF THE JANUARY AND FEBRUARY 2024 BOARD OF COMMISSIONERS MEETINGS

WHEREAS, pursuant to Section 5.1 of the Bylaws adopted by the Delaware River and Bay Authority (the “Authority”), the regular monthly meeting of the Commissioners shall be held to the third Tuesday of each month; and

WHEREAS, the January 2024 meeting is currently scheduled for Tuesday, January 16, 2024; and

WHEREAS, due to scheduling conflicts with Martin Luther King Day, the Commissioners desire to reschedule the meeting to the third Wednesday of January, January 17, 2024; and

WHEREAS, the February 2024 Board meeting is currently scheduled for Tuesday, February 20, 2024; and

WHEREAS, due to scheduling conflicts with Presidents’ Day, the Commissioners desire to reschedule the meeting to the third Wednesday of February, February 21, 2024.

NOW, THEREFORE, BE IT RESOLVED, that the January monthly meeting of the Board of Commissioners shall be moved from January 16, 2024 to January 17, 2024.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the February monthly meeting of the Board of Commissioners shall be moved from February 20, 2024, to February 21, 2024.

Resolution 23-57 was moved by Commissioner Ratchford, seconded by Commissioner Faust, and was approved by a roll call vote of 8-0.

Resolution 23-57 - Executive Summary

Resolution: Changes the Date of the January and February 2024 Board of Commissioners Meetings

Committee: N/A

Committee/Board Date: November 21, 2023

Purpose of Resolution:
To change the date of the January and February regular monthly meetings of the Board of Commissioners from January 16, 2024 to January 17, 2024 and from February 20, 2024 to February 21, 2024.

Background for Resolution:
Due to the Martin Luther King Holiday, there are scheduling conflicts with the regularly scheduled January meeting.

Due to the Presidents' Day Holiday, there are scheduling conflicts with the regularly scheduled February meeting.

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RESOLUTION 23-58 – ADOPTION OF THE DELAWARE RIVER AND BAY AUTHORITY'S 2024 OPERATING BUDGET

WHEREAS, Section 505 of the Trust Agreement, dated October 1, 1993, requires that The Delaware River and Bay Authority (the "Authority") adopt a budget for each fiscal year; and

WHEREAS, the proposed operating expenses for FY2024, excluding the Airports division is \$85,540,731 and

WHEREAS, the budget includes funds for salaries and wages of Authority personnel, and materials and services for Authority activities; and

WHEREAS, for FY2024, principal and interest on outstanding bonds are \$34,569,769 in aggregate debt service; and

WHEREAS, the amount to be deposited to the credit of the Reserve Maintenance Fund with respect to Crossing Facilities shall be \$175,000.00 per month or \$2,100,000.00 for FY2024; and

WHEREAS, the projected revenue of the Authority for FY2024, excluding the Airports division is approximately \$188,160,000 resulting in a debt service coverage of 2.84 x; and

WHEREAS, the proposed operating budget for the Airports division is \$10,837,477; and

WHEREAS, the proposed operating budget for FY2024 has incorporated principles of activity-based budgeting, which allocate certain costs to individual divisions rather than a central administrative budget; and

WHEREAS, the Budget and Finance Committee has developed, reviewed, and approved the proposed 2024 Operating Budget and recommends its adoption to the Board of Commissioners.

NOW, THEREFORE, BE IT RESOLVED, that the Commission hereby adopts an operating budget (see Exhibit A attached hereto and incorporated by reference) of \$85,540,731 for the Bridge, Ferry, Food Services, Forts Ferry, Police, and Administration Divisions, and a budget of \$10,837,477 for the Airports division for a total of \$96,378,208 for FY2024 and authorizes the Executive Director to exercise the approved management discretion and spend within the approved FY2024 budget.

BE IT FURTHER RESOLVED that the Executive Director is authorized to exercise management discretion to transfer funds within a division, as well as, between divisions for such identified costs associated with ED, DED, ITS, HR, Finance, Engineering, Education, Communications and Infrastructure Preservation expenses as long as such transfer does not exceed the total expenditures of the Authority. (See Exhibits A & B attached hereto and incorporated by reference).

**DELAWARE RIVER & BAY AUTHORITY
EXPENDITURE ANALYSIS
BY DIVISION
FOR THE PERIOD 2020-2024**

EXHIBIT A

	2020 Adopted	% +,-	2021 Adopted	% +,-	2022 Adopted	% +,-	2023 Adopted	% +,-	2024 Proposed	% +,-
1 Administration	\$ 16,653,157	3.11	\$ 16,484,772	(1.01)	\$ 17,300,679	4.95	\$ 17,495,681	1.13	\$ 18,270,978	4.43
2 Bridge	21,390,095	2.75	21,447,528	0.27	23,459,612	9.38	23,510,693	0.22	23,992,972	2.05
3 Ferry	26,907,660	1.78	25,251,810	(6.15)	26,466,111	4.81	26,982,641	1.95	27,757,500	2.87
4 Authority Police	11,567,634	6.96	11,673,313	0.91	11,759,982	0.74	11,609,892	(1.28)	12,028,914	3.61
5 Sub-Total	76,518,546	3.09	74,857,423	(2.17)	78,986,384	5.52	79,598,907	0.78	82,050,364	3.08
6 Food Services	4,234,774	(28.31)	3,981,350	(5.98)	3,455,321	(13.21)	3,508,048	1.53	3,337,844	(4.85)
7 Forts Ferry Crossing	126,797	1.07	126,519	(0.22)	128,130	1.27	137,543	7.35	152,523	10.89
8 Sub-Total	80,880,117	0.78	78,965,292	(2.37)	82,569,835	4.56	83,244,498	0.82	85,540,731	2.76
9 Airports Division	8,284,620	3.18	8,568,366	3.42	9,257,841	8.05	9,788,323	5.73	10,837,477	10.72
10 Economic Development	714,159	0.31	627,656	(12.11)	313,828	(50.00)	0	(100.00)	0	
11 Total DRBA Budget	\$ 89,878,896	0.99	\$ 88,161,314	(1.91)	\$ 92,141,504	4.51	\$ 93,032,821	0.97	\$ 96,378,208	3.60

**DELAWARE RIVER & BAY AUTHORITY
ALLOCATION OF ADMINISTRATIVE EXPENSES
BUDGET SUMMARY
FOR THE YEAR 2024**

DEPARTMENT	ADMIN.	DMB	CMLF	POLICE	AIRPORTS	FOOD & RETAIL	FORTS FERRY	TOTAL
EXECUTIVE DIRECTOR	\$ 2,584,031	\$ 186,521	\$ 199,602	\$ 138,113	\$ 68,720	\$ 34,231	\$ -	\$ 3,211,218
DEPUTY EXECUTIVE DIRECTOR	924,954	-	146,308	-	749,019	-	-	1,820,281
HUMAN RESOURCES	2,103,169	-	222,568	21,000	-	-	-	2,346,737
EDUCATION & DEVELOPMENT	125,911	178,555	151,415	98,450	5,800	4,625	-	564,756
INFORMATION SERVICES	3,564,449	248,930	730,229	366,065	296,970	79,240	-	5,285,883
SAFETY	663,251	144,380	134,750	-	117,440	10,000	-	1,069,821
ELECTRONICS DEPARTMENT	1,146,674	210,920	295,417	74,000	166,800	5,000	-	1,898,811
FINANCE	2,132,322	2,721,730	1,993,244	434,140	791,394	118,142	26,725	8,217,697
ENGINEERING	767,447	1,431,825	365,945	-	126,758	-	12,500	2,704,475
TOTAL ADMINISTRATION:	\$ 14,012,208	\$ 5,122,861	\$ 4,239,478	\$ 1,131,768	\$ 2,322,901	\$ 251,238	\$ 39,225	\$ 27,119,679
FLEET VEHICLE LEASING	60,870	213,043	121,739	177,536	126,812	-	-	700,000
INFRASTRUCTURE PRESERVATION:	-	484,500	150,000	-	365,500	-	-	1,000,000
GRAND TOTAL:	\$ 14,073,078	\$ 5,820,404	\$ 4,511,217	\$ 1,309,304	\$ 2,815,213	\$ 251,238	\$ 39,225	\$ 28,819,679

Resolution 23-58 was moved by Commissioner Ratchford, seconded by Commissioner Ransome, and was approved by a roll call vote of 8-0.

Resolution 23-58 - Executive Summary Sheet

Resolution: Resolution 23-58 – Adoption of the Delaware River and Bay Authority’s 2024 Operating Budget

Committee: Budget & Finance

Committee Date: November 21, 2023

Board Date: November 21, 2023

Purpose of Resolution:
Resolution 23-58 formally authorizes funds for the fiscal year’s current operating expenses.

Background for Resolution:
The Authority has issued outstanding debt under a Trust Agreement dated October 1, 1993. Section 505 of the Agreement stipulates that the Authority covenants to adopt a final budget for each ensuing fiscal year. The budget is to address Current Expenses, Amounts Deposited into the Reserve Maintenance Fund, Revenue Projections and Compliance with the Covenant as to tolls, in Section 501 (a) (i).

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RESOLUTION 23-62 – EASEMENT AGREEMENT WITH DELAWARE DEPARTMENT OF TRANSPORTATION

WHEREAS, New Castle County (the “County”) is the owner in fee simple of a piece of land along with the improvements erected thereon, located in New Castle County, Delaware, commonly known as the Wilmington Airport and identified as Tax Parcel Number 10-018.00-006; and

WHEREAS, the Delaware River and Bay Authority (the “Authority”) leased this land from the County in 1995 for a thirty (30) year term with two thirty (30) year renewal options; and

WHEREAS, the Delaware Department of Transportation (“DelDOT”) requires an increased right-of-way along a portion of North DuPont Hwy. for a pedestrian safety project that includes sidewalks; and

WHEREAS, DelDOT has determined that a permanent (2,372.6136 sq.ft.) and temporary (1,977.8844 sq.ft.) easement on, over, across and through a portion of the County’s land is necessary for this project; and

WHEREAS, DelDOT has agreed to pay the Wilmington Airport Seventy- Five Thousand One Hundred and Eighty-Five 00/100 (\$75,185.00) Dollars; and

WHEREAS, the granting of said easement shall not interfere with or be detrimental to the future use of the property, and

WHEREAS, the Authority desires to enter into an easement agreement with DelDOT to formalize the parties’ rights and obligations with respect to DelDOT’s easement through this parcel; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Permanent and Temporary Easement agreement with DelDOT and, with the advice and consent of counsel, to have such Permanent Easement Agreement executed by the Chairperson, Vice Chairperson, and the Executive Director.

Resolution 23-62 was moved by Commissioner Ransome, seconded by Commissioner Smith, and was approved by a roll call vote of 8-0.

Resolution 23- 62- Executive Summary Sheet

Resolution: Authorizing the execution of a permanent and temporary easement at Wilmington Airport with the Delaware Department of Transportation.

Committee: Economic Development Committee

Committee Date: November 21, 2023

Board Date: November 21, 2023

Purpose and Background for Resolution:

Authorizes the Executive Director, Chairman and Vice Chairman to execute and deliver a permanent easement for 2,372.6136 sq.ft. and a temporary easement for 1,977.8844 square feet of property located along North DuPont Hwy adjacent to the Wilmington Airport. This will be included in a pedestrian safety project conducted by the Delaware Department of Transportation that will be adding sidewalks in the vicinity of the airport.

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12214. COMMISSIONERS PUBLIC FORUM

Chairperson Lathem called for comments from Commissioners.

Commissioner Lathem called for comments from the Public.

No comments from the public.

A motion to adjourn the Board meeting at 12:23 p.m. was made by Commissioner Ratchford Ransome, seconded by Commissioner Ratchford, and approved by a voice vote of 8-0.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

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