

MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Tuesday, November 21, 2017
James Julian Boardroom
Delaware Memorial Bridge Plaza
New Castle, Delaware 19720

The meeting convened at 11:43 a.m. with Chairperson Hogan presiding.

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

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Commissioners from Delaware

Commissioners from New Jersey

PRESENT

William E. Lowe, Vice-Chairperson- **via phone**
Crystal L. Carey
James L. Ford, III
Samuel E. Lathem
Michael Ratchford
Henry J. Decker

James N. Hogan, Chairperson
Douglas Van Sant
Shirley R. Wilson
Ceil Smith
VACANT

ABSENT

James Bennett

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

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Chairperson Hogan called for the acceptance of the Agenda.

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

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11320. APPROVAL OF THE OCTOBER 17, 2017 MINUTES

Chairperson Hogan called for the approval of the October 17, 2017 meeting minutes.

Commissioner Van Sant made a motion to approve the October 17, 2017 meeting minutes, seconded by Commissioner Wilson, and unanimously approved by a voice vote of 10-0.

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11321. 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, Delaware City-Salem Ferry Crossing, and Food Services for the month of October 2017.

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

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11322. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented a chart showing statements of income and expenses for the month of October with comparisons to the same period last year.

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

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11323. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented a chart for September 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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11324. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented a chart for the month of October 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 chart was ordered filed with the permanent records of the Authority.

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11325. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF OCTOBER 31, 2017.

The CFO presented charts 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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11326. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Hogan noted that there are two (2) Contract Close-Outs and seven (7) Resolutions for consideration.

All action items have been reviewed and recommended for consideration during today's Committee meetings. Chairperson Hogan called for public comment.

There were no public comments.

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11327. CLOSE-OUT CONTRACT #DMB-15-06 – SPOT REPAIR AND OVERCOAT WEST TRUSS SPANS

On August 24, 2016 Contract No. DMB-15-06, SPOT REPAIR AND OVERCOAT WEST TRUSS SPANS, was awarded to Atlas Painting and Sheeting Corporation for the bid price of \$3,470,000.00.

It is recommended that the Authority accept the project and make final payment to the contractor. The final cost of this project was \$3,446,000.00.

A motion to close-out Contract DMB-15-06 was made by Commissioner Lathem, seconded by Commissioner Carey, and approved by a voice vote of 10-0.

11328. CLOSE-OUT CONTRACT #WWD-15-01, REHABILITATE RUNWAY 1-19 AND RSA, PHASE I

On July 15, 2015 Contract No. WWD-15-01, REHABILITATE RUNWAY 1-19 AND RSA, PHASE I, was awarded to South State, Inc. of Bridgeton, New Jersey for the bid price of \$5,331,003.00.

It is recommended that the Authority accept the project and make final payment to the contractor. The final cost of this project was \$4,752,367.79.

CONTRACT CLOSEOUT:

PROJECT NAME: WWD-15-01 – Rehabilitate Runway 1-19 and RSA, Phase I
LOCATION: Cape May Airport
DESCRIPTION: Resurfacing and regrading of entire runway surface to include extension of the pavement at the Runway 1 end to accommodate required safety area improvements. Work also included storm water improvements as well as replacement of all associated lighting and signage.
CONTRACTOR: South State Inc. of Bridgeton, New Jersey
FINAL PROJECT COST: \$4,753,067.79
SOURCE OF FUNDS: DRBA CIP (10%), Federal Aviation Administration Grant (90%)
CHANGE ORDERS: The sum of all change orders was net negative.

A motion to close-out Contract WWD-15-01 was made by Commissioner Smith, seconded by Commissioner Ford, and approved by a voice vote of 10-0.

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11329. CHAIRPERSON'S CALL FOR RESOLUTIONS BEFORE THE BOARD

RESOLUTION 17-54 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2017 THROUGH DECEMBER 31, 2017

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 1/1/17 THROUGH 12/31/17

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
Frank Mazza & Son, Inc.	Flooring for M/V Delaware and Cape May Terminal Food Court and Dining Area	State Contract	\$50,000

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

A motion to approve Resolution 17-54 was made by Commissioner Decker, seconded by Commissioner Wilson, and approved by a roll call vote of 10-0.

Resolution 17-54 Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2017 through December 31, 2017.

Committee: Budget & Finance

Committee and Board Date: November 21, 2017

Purpose of Resolution:

Authorizes expenditures of \$25,000 or greater with the identified vendors during the 2017 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 the specific purchases:

Frank Mazza & Son, Inc.: Flooring for M/V Delaware and Cape May Terminal Food Court and Dining Area

The Authority has hired Frank Mazza & Son to provide the work and materials for two flooring renovation projects; one to remove and replace flooring aboard the M/V Delaware and one to remove and replace the modular carpet in the Cape May Terminal Food Court and Dining Area. The total estimated price for both projects

is pursuant to the firm’s state contract (A81751-Carpet/Flooring Supply & Install) to install Mannington Mills, Inc. products. Considering that authorization to exceed the \$25,000 threshold will not be official until mid-December 2017, it is possible that the Cape May Terminal flooring project will be pushed to 2018.

Classification Definitions:

State Contract. A purchase of equipment, supplies or non-professional services which, under normal circumstances, would require competitive bidding, however the vendor has agreed to provide the goods or services to the Authority at fees less than or equal to that vendor’s respective contract as awarded by the State of Delaware or New Jersey. *“Any contract for the purchase of materiel and supplies and non-professional services....which contract individually exceeds \$50,000, or in the combination with other contracts, exceeds \$50,000 in any one calendar year shall be pursuant to a contract entered into by the Authority after competitive bidding. This provision shall not apply to purchases by the Authority from suppliers in cases where the Authority is purchasing at prices pursuant to contracts awarded by the States of Delaware or New Jersey for state agencies.”* (DRBA Resolution 11-36 Part 2.a.)

RESOLUTION 17-55 – ADOPTION OF THE DELAWARE RIVER AND BAY AUTHORITY’S 2018 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 FY2018, excluding the Airports division and Economic Development Facilities are \$77,951,581.00 and

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

WHEREAS, for FY2018, principal and interest on outstanding bonds are projected at approximately \$25,307,381.00 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 FY2018; and

WHEREAS, the projected revenue of the Authority for FY2018, excluding the Airports division and Economic Development facilities, is approximately \$129,795,000.00 resulting in a debt service coverage of 2.05x; and

WHEREAS, the proposed operating budget for the Airports division is \$7,793,858.00; and

WHEREAS, the proposed operating budget for the Economic Development facilities is \$840,847.00; and

WHEREAS, the proposed operating budget for FY2018 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 2018 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 \$77,951,581.00 for the Bridge, Ferry, Food Services, Delaware City-Salem Ferry, Police, and Administration Divisions, and a budget of \$7,793,858.00 for the Airports division, a budget of \$840,847.00 for

Economic Development facilities for a total of \$86,586,286.00 for FY2018, and authorizes the Executive Director to exercise the approved management discretion and spend within the approved FY2018 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 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 Exhibit B attached hereto and incorporated by reference).

DELAWARE RIVER BAY AUTHORITY
EXPEDITURE ANALYSIS
BY DIVISION
FOR THE PERIOD OF 2014 - 2018
EXHIBIT A

	2014 Adopted	% +,-(-)	2015 Adopted	% +,-(-)	2016 Adopted	% +,-(-)	2017 Adopted	% +,-(-)	2018 Proposed	% +,-(-)
1 Administration	\$12,864,949	4.05	\$12,973,260	0.84	\$13,362,171	3.00	\$14,776,824	10.59	\$15,642,682	5.86
2 Bridge	20,451,898	(1.97)	20,898,358	2.18	20,045,303	(4.08)	19,138,451	(4.52)	20,173,571	5.41
3 Ferry	26,354,893	(2.76)	25,841,802	(1.95)	25,975,302	0.52	25,676,817	(1.15)	25,648,465	(0.11)
4 Authority Police	8,790,718	4.40	8,775,353	(0.17)	9,561,822	8.96	9,893,020	3.46	10,381,674	4.94
5 Sub-Total	68,462,458	(0.42)	68,488,773	0.04	68,944,598	0.67	69,485,112	0.78	71,846,392	3.40
6 Food Services	4,355,966	(7.90)	4,334,665	(0.49)	5,248,477	21.08	5,931,389	13.01	5,984,508	0.90
7 Forts Ferry Crossing	135,863	(6.63)	140,362	3.31	126,562	(9.83)	145,337	14.83	120,681	(16.96)
8 Sub-Total	72,954,287	(0.91)	72,963,800	0.01	74,319,637	1.86	75,561,838	1.67	77,951,581	3.16
9 Airports Division	7,149,303	(3.20)	7,265,646	1.63	7,388,835	1.70	7,712,668	4.38	7,793,858	1.05
10 Economic Developm	1,130,942	(0.01)	787,929	(30.33)	793,897	0.76	790,363	(0.45)	840,847	6.39
11 Total DRBA Budget	\$81,234,532	(1.10)	\$81,017,375	(0.27)	\$82,502,369	1.83	\$84,064,869	1.89	\$86,586,286	3.00

DELAWARE RIVER & BAY AUTHORITY
ALLOCATED EXPENDITURES
FY 2018 PROPOSED
EXHIBIT B

DEPARTMENT	ADMIN.	DMB	CMLF	POLICE	AIRPORTS	FOOD & RETAIL	FORTS FERRY	TOTAL
EXECUTIVE DIRECTOR	1,607,748	99,856	109,438	57,187	40,103	10,779	1,859	1,926,970
HUMAN RESOURCES	1,939,574	-	132,683	16,000	-	-	-	2,088,257
EDUCATION & DEVELOPMENT	367,740	190,948	190,962	99,200	42,200	17,150	-	908,200
INFORMATION SERVICES	2,327,437	312,074	554,632	225,161	75,185	161,985	-	3,656,474
OFFICE SERVICES	-	8,325	10,025	4,700	7,700	2,100	-	32,850
SAFETY	-	97,000	81,000	-	50,000	28,000	-	256,000
ELECTRONICS DEPARTMENT	887,825	195,800	212,046	39,875	64,400	7,000	-	1,406,946
FINANCE	2,041,636	1,875,834	1,465,527	206,023	498,293	85,929	15,499	6,188,741
ENGINEERING	678,546	614,282	267,014	-	85,014	-	12,000	1,656,856
TOTAL ADMINISTRATION:	9,850,506	\$3,394,119	\$3,023,327	\$648,146	\$862,895	\$312,943	\$29,358	18,121,294
INFRASTRUCTURE PRESERVATION:	-	400,000	270,000	-	100,000	-	-	770,000
GRAND TOTAL:	9,850,506	3,794,119	3,293,327	648,146	962,895	312,943	29,358	18,891,294

A motion to approve Resolution 17-55 was made by Commissioner Van Sant, seconded by Commissioner Decker, and approved by a roll call vote of 10-0.

Resolution 17-55 Executive Summary Sheet

Resolution: Resolution 17-XX – Adoption of the Delaware River and Bay Authority’s 2018 Operating Budget

Committee: Budget & Finance

Committee Date: November 21, 2017

Board Date: November 21, 2017

Purpose of Resolution:

Resolution 17-XX 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).

RESOLUTION 17-56 AUTHORIZES A LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND PENTAGON PERFORMANCE, INC AT THE MILLVILLE AIRPORT

WHEREAS, the Delaware River and Bay Authority (the "Authority"), is the operator of the Millville Airport (the "Airport"), Millville, New Jersey; and

WHEREAS, Pentagon Performance, Inc. ("Pentagon") desires to lease approximately 13,567 square feet of office space located in Hangar A at the Millville Airport; and

WHEREAS, Pentagon has agreed to pay the Authority annual rent in the amount of Sixty-Seven Thousand Eight Hundred and Thirty-Five dollars 00/100 (\$67,835.00); and

WHEREAS, the initial term of the Lease ("Lease Agreement") shall be for three (3) years; and

WHEREAS, Pentagon, with the consent of the Authority, shall have the option of renewing this Lease Agreement for two (2) additional one (1) year terms; and

WHEREAS, rent shall adjust in year two of the initial term to Seventy-Four Thousand Four Hundred and Eighteen Dollars 50/100 (\$74,618.50) annually and in year three of the initial term to Eight-One Thousand Four Hundred and Two Dollars 00/100 (\$81,402.00) annually; and

WHEREAS, rent shall be adjusted annually during each renewal term 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 Pentagon Performance, Inc. and, with the advice and consent of counsel, to have such agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 17-56 was made by Commissioner Smith, seconded by Commissioner Ratchford, and approved by a roll call vote of 10-0.

Resolution 17-56 Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Pentagon Performance, Inc., regarding the Millville Airport

Committee: Economic Development

Committee Date: November 21, 2017

Board Date: November 21, 2017

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a lease agreement for space at the Millville Airport.

Background for Resolution:

The Delaware River and Bay Authority owns a hangar facility commonly referred to as Boeing Hangar A at the Millville Airport. Pentagon wishes to lease 13,567 sq.ft. of this facility in order to operate a drone manufacturing and training program. The additional hangar will be used for any required flight training and leased separately through a license agreement when utilized. Pentagon will be terminating their current lease for office space in Hangar 112 and expanding their operation into Hangar A. They plan on relocating their home offices to this facility and hiring 25 new employees at this location.

RESOLUTION 17-57 – AUTHORIZING THE PURCHASE OF LAND AND LEASE AMENDMENT AT DELAWARE AIRPARK, CHESWOLD, DE.

WHEREAS, the Delaware River and Bay Authority (the “Authority”), is the operator of the Delaware Airpark (“Airport”), Cheswold, Delaware pursuant to that certain Ground Lease dated July 31, 2000 by and between the Authority, as lessee, and the State of Delaware, acting by and through the Department of Transportation (the “State”), as lessor, as amended from time to time (the “Ground Lease”); and

WHEREAS, the Authority’s Federal Aviation Administration (“FAA”) approved Airport Layout Plan recognizes the importance of safety improvements/enhancements to the continued health and economic development of the Airport; and

WHEREAS, in recognition of this fact, the State under the guidance of the FAA has agreed to acquire property owned by William Mosley which currently contain multiple obstructions to the approach to the Airport; and

WHEREAS, William Mosley desires to sell and the State desires to purchase approximately 6.5 acres of land located adjacent to the Airport and the airfields taxiways and runways; and

WHEREAS, the Authority will fund the purchase price for the State’s acquisition pursuant to a Letter Agreement between the State and the Authority; and

WHEREAS, the State of Delaware and William Mosley have negotiated an arm’s length transaction in good faith to purchase the land for the appraised Fair Market Value not to exceed Four Hundred Thousand Dollars (\$400,000.00); and

WHEREAS, pursuant to discussions with the FAA, the State will acquire the parcel as soon as possible and the Authority shall seek reimbursement of 90% of its acquisition cost, in accordance with FAA guidelines during the 2018 FAA Grant Submission and Award Process; and

WHEREAS, once the property is acquired by the State, the State and the Authority shall enter into an amendment to the Ground Lease adding such property to the Authority’s leasehold and such change will be reflected in the Airport Property Description; and

WHEREAS, the State and the Authority shall also record an amendment to the Memorandum of Ground Lease reflecting the addition of such property.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized (i) to fund the acquisition price, (ii) to finalize the terms and conditions of the Side Letter and the amendments to the Ground Lease and Memorandum of Ground Lease, (iii) with the advice and consent of counsel, to have such Side Letter and amendments to the Ground Lease and Memorandum of Ground Lease executed by the Chairperson, Vice Chairperson, and the Executive Director, and (iv) to execute any other ancillary documents required in connection with the transaction referenced above.

A motion to approve Resolution 17-57 was made by Commissioner Decker, seconded by Commissioner Carey, and approved by a roll call vote of 10-0.

Resolution 17-57 Executive Summary Sheet

Resolution: Authorizing the Executive Director to execute a Purchase Agreement and Lease Amendment with the State of Delaware and William Mosley

Committee: Economic Development

Committee Date: November 21, 2017

Board Date: November 21, 2017

Purpose and Background for Resolution:

William Mosley owns approximately 6.5 acres directly adjacent to the Delaware Airpark. A new runway has been constructed at the Airpark and in a recent assessment of the approaches to the new runway it was determined that there were obstructions to the approach on Mr. Mosley’s property. Mr. Mosley was only interested in granting access to remove the obstructions if we agreed to begin the process to acquire the property. The FAA has determined that the property will be required for future growth of the airport and as such believe the acquisition price to reimbursable by FAA Grant. In order to ensure no impacts to the approaches of the Airpark, the airport is acquiring the property.

RESOLUTION 17-58 – AUTHORIZING AN AMENDMENT TO THE AUTHORITY’S PERSONNEL MANUAL – EQUAL EMPLOYMENT OPPORTUNITY/ANTI-HARASSMENT POLICY

WHEREAS, the Delaware River and Bay Authority (the “Authority”) is committed to excellence in public employment; and

WHEREAS, the Authority is committed to recruiting, employing and retaining high quality individuals, possessing required knowledge, skills, and abilities for their respective job duties; and

WHEREAS, the Authority has adopted a Personnel Manual providing general descriptions and guidelines concerning the Authority’s personnel policies and practices; and

WHEREAS, the Authority reviews and amends the Personnel Manual from time to time; and

WHEREAS, the Authority last amended its Equal Employment Opportunity and Anti-Harassment Policy in 2007; and

WHEREAS, the Authority has determined that it is in the Authority's best interest to amend its Personnel Manual by replacing in its entirety the Equal Employment Opportunity and Anti-Harassment Policy found in Section III; and

WHEREAS, the Authority's Personnel Committee has reviewed the proposed amendment and recommends its consideration to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Equal Employment Opportunity and Anti-Harassment Policy authorized by Resolution 07-11 is hereby rescinded; and

NOW, THEREFORE BE IT FURTHER RESOLVED that the Authority's Equal Employment Opportunity and Anti-Harassment Policy contained in Section III of the Personnel Manual is hereby amended by deleting this section and replacing it in its entirety with the policy attached hereto.

A motion to approve Resolution 17-58 was made by Commissioner Smith, seconded by Commissioner Ratchford, and approved by a roll call vote of 10-0.

Resolution 17-58 Executive Summary Sheet

Resolution: AUTHORIZING AN AMENDMENT TO THE AUTHORITY'S PERSONNEL MANUAL – EQUAL EMPLOYMENT OPPORTUNITY/ANTI-HARASSMENT POLICY

Committee: Personnel Committee

Committee Date: November 21, 2017

Board Date: November 21, 2017

Purpose of To update and amend the Equal Employment Opportunity and Anti-Harassment Policy contained in Section III of the Personnel Manual.

Background for The Authority's Personnel Manual has been in existence since 1965; this manual was last revised in its entirety in March 2000.

The Personnel Manual provides general descriptions and guidelines concerning the Authority's personnel policies and practices. The provisions in the Personnel Manual are subject to change by the Authority at any time.

Resolution 07-11 amended the Authority's Equal Employment Opportunity and Anti-Harassment Policy contained in Section III of the Personnel Manual.

The previous version of the policy permitted multiple points of intake for any complaints under this policy. The policy has been amended to create a centralized point of intake for all complaints under this policy, including an alternate reporting method for cases with a conflict. The policy makes clear that supervisors shall refer all complaints made to them through the new reporting process. The Authority has engaged the services of a complaint hotline provider to assist in this endeavor. The hotline will accept calls via an 800 number or through a web-based complaint form.

The policy has been amended to clarify that the Authority may use outside, independent investigators in appropriate cases, including those involving executive staff.

Finally, the policy has been revised to include updated examples of prohibited behavior.

RESOLUTION 17-59 – AUTHORIZES AN AMENDMENT TO THE DELAWARE RIVER AND BAY AUTHORITY’S RESTATED RETIREMENT PLAN, FOR RETIREES REHIRED AS CASUAL EMPLOYEES ON OR AFTER JANUARY 1, 2018

WHEREAS, the Delaware River and Bay Authority (the “Authority”) currently maintains the Delaware River and Bay Authority Employee’s Retirement Plan Amended and Restated 2014 (the “Retirement Plan”); and

WHEREAS, pursuant to Section 8.1 of the Retirement Plan, the Authority has the right to amend the Plans pursuant to a resolution of the Commissioners of the Authority; and

WHEREAS, the Authority desires to amend the Plans specific to Rehired Retirees; and

WHEREAS, the proposed amendments have been reviewed by the Personnel Committee and found to be appropriate; and

NOW, THEREFORE, BE IT RESOLVED, that the Delaware River and Bay Authority hereby approves the following amendment to the Retirement Plan, effective January 1, 2018:

A. Current last sentence of Section 5.1(d) of the Retirement Plan:

If a Participant whose retirement benefit has commenced, is re-employed by the Employer, including but not limited to, on a full-time, part-time, seasonal casual basis, the payment of such Participant’s retirement shall be suspended on the date on which the Participant commences such re-employment until such re-employment terminates.

B. Replace in its entirety the current last sentence and add the following language after the current last sentence of Section 5.1(d) of the Retirement Plan:

If a Participant whose retirement benefit has commenced, is re-employed by the Employer, including but not limited to, on a full-time, part-time, seasonal, or casual basis, the payment of such Participant’s retirement shall be suspended on the date on which the Participant commences such re-employment until such re-employment terminates.

Notwithstanding the foregoing, subject to review and approval only by the Executive Director, a Participant whose retirement benefit has commenced and who is reemployed by the Employer shall not have his or her retirement benefits suspended, if the Participant is rehired under the following conditions:

- 1) The Participant is not rehired within six (6)-months from the date of his or her initial date of retirement; and
- 2) The Participant is rehired in a casual position; and
- 3) After being rehired, the Participant works no more than 28 hours on average per week; and
- 4) The Participant, as a rehired employee in a casual position, earns no more than \$30,000 in total earnings in a calendar year as annual compensation; and
- 5) The Participant’s return to employment was not pre-arranged between the Participant and the Employer at or about the time of the Participant’s initial date of retirement.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the proper officers and employees of the Authority are hereby authorized to prepare and execute the necessary amendments to the Plan and to take whatever action to execute whatever instruments with the advice and consent of General Counsel that may be necessary or convenient to carry out the foregoing resolution.

A motion to approve Resolution 17-59 was made by Commissioner Wilson, seconded by Commissioner Ratchford, and approved by a roll call vote of 10-0.

Resolution 17-59 Executive Summary

Resolution: Authorizing Amendments to the Delaware River and Bay Authority's Restated Retirement Plan, For Retirees Rehired As Casual Employees On Or After January 1, 2018

Committee: Personnel Committee

Committee/Board Date: November 21, 2017

Purpose of Resolution: To allow for the rehiring of experienced Retirees, casual employees as appropriate, without jeopardizing their retirement benefits under the Plans.

Background for Resolution: Particularly with its' more seasonal operations, the Authority has sometimes found it difficult to attract a sufficient number of applicants leading to a risk of being under-staffed during peak periods. This shortage is most noticeable in the Marine Division where specialized licenses are required.

The Authority believes there are a number of Retirees would be able to fill these casual positions and work a reduced schedule but who are not willing to do so because it will result in the suspension of their retirement benefits.

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This Plan Amendment will permit Retirees to be re-employed in casual positions without jeopardy to their current retirement benefits and without jeopardizing the qualified status of the Retirement Plan. Re-employing such Retirees subject to time, earnings and work limitations will benefit the Authority as a whole..

Review and approval only by the Executive Director is required prior to rehiring a Retiree in a casual position. The Executive Director is required to report annually to the Board of Commissioners through the Personnel Committee on the status and circumstances regarding each approved Rehired Retiree in a casual position.

RESOLUTION 17-60 – CHANGES THE DATE OF THE JANUARY AND FEBRUARY 2018 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 on the third Tuesday of each month; and

WHEREAS, the January 2018 Board meeting is currently scheduled for Tuesday, January 16, 2018; 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, 2018.

WHEREAS, the February 2018 Board meeting is currently scheduled for Tuesday, February 20, 2018; and

WHEREAS, due to the scheduling conflicts with Presidents’ Day, the Commissioners desire to reschedule the meeting to the third Wednesday of February, February 21, 2018.

NOW, THEREFORE, BE IT RESOLVED, that the January monthly meeting of the Board of Commissioners of the DRBA shall be moved from January 16, 2018 to January 17, 2018.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the February monthly meeting of the Board of Commissioners of the DRBA shall be moved from February 20, 2018 to February 21, 2018.

A motion to approve Resolution 17-60 was made by Commissioner Wilson, seconded by Commissioner Smith, and approved by a roll call vote of 10-0.

Resolution 17-60 Executive Summary Sheet

Resolution: Changes the date of the January 2018 and February 2018 Board of Commissioners’ Meetings

Committee: N/A

Committee Date: N/A

Board Date: November 21, 2017

Purpose of Resolution:

To change the date of the January and February regular monthly meetings of the Board of Commissioners from January 16, 2018 to January 17, 2018 and from February 20, 2018 to February 21, 2018.

Background for Resolution:

Due to the Martin Luther King Holiday day, 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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11330. EXECUTIVE DIRECTOR’S COMMENTS

The Executive Director reported on activities in and around the Authority as follows:

Commissioner Lathem and other guests enjoyed the Authority’s annual Veterans’ Day ceremony on November 11.

On November 20, Chairperson Lowe, Commissioner Van Sant and Commissioner Carey, Senator Carper, Senator Coons, Congresswoman Blunt Rochester were among those in attendance for the ribbon cutting on the new runaway at Delaware Air Park.

Upcoming events:

Winter WonderFEST will commence on November 17, 2017 through the month of December at the Lewes terminal. This year features a real ice skating rink and attendance is expected to increase over last year.

December 2017- Date TBD- Open House for the New Light Industrial building at Cape May Airport

December 19, 2017 – The last Board of Commissioners meeting for the year will be held, and immediately following is the Annual Employee Holiday Luncheon at the DMB Maintenance building.

Finally, the Executive Director shared a video produced by Delaware Special Olympics to highlight the Delaware Memorial 5k Run to Acceptance.

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11331. COMMISSIONERS PUBLIC FORUM

Chairperson Hogan opened the public forum.

Chairperson Hogan called for any comments from the public.

There were no public comments.

Chairperson Hogan called for any comments from Commissioners:

On a lighter note, Chairman Hogan recognized Commissioner Carey for being on time for today's meeting.

Commissioner Van Sant reported that as per James Salmon, the new Millville City Commissioners will not be sworn in until January 2018, so discussion with them about the Millville Airport name change could not happen until that time.

Commissioner Decker gave a special thank you to our Chief Operations Officer Vince Meconi for working with the Delaware Special Olympics to make the 1st Annual 5k run a success. COO Meconi noted that the Police and Maintenance departments did all of the hard work.

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There being no further business, a motion to adjourn was made by Commissioner Wilson, seconded by Commissioner Van Sant, and unanimously carried by a voice vote of 10-0.

The meeting was adjourned at 12:03 P.M.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY
Frank W. Minor

Assistant Secretary